Consultation on the draft RTS under Article 16(4) of Regulation EU 2024/1624 on group-wide requirements and Article 17(3) of Regulation EU 2024/1624 on additional measures on branches and subsidiaries in third countries

Consultation Period: 16 April 2026 - 15 June 2026

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ABBL	Question 1 Do you have any observations concerning the definitions laid out in article 2?	While the Article 2 definitions provide a useful foundation, several terms create legal uncertainty and should be clarified to support consistent implementation and supervisory convergence. We would welcome interpretative guidance (e.g. a Q&A) and, above all, alignment with existing EU and international frameworks (AMLR, CRD VI, the EBA Guidelines and FATF standards). Alignment with AMLR terminology. The RTS should confirm in Article 2 that the AMLR's terms and definitions apply, and should align divergent wording: "the person on behalf of whom the customer acts" (Art. 4(1)(a)(iii)) should be read as equivalent to the AMLR's "any person purporting to act on behalf of the customer", and "risk-sensitive basis" (Arts. 10–14) as equivalent to the AMLR's "risk-based approach". Alignment with CRD VI ("control function"). Article 2 defines "control function" on an open-ended basis ("including, but not limited to …"), whereas CRD VI uses a closed list (risk management, compliance and internal audit). The RTS criterion (independence from the commercial functions) is also inaccurate for internal audit, whose scope covers both the first and second lines of defence. We recommend aligning the definition with CRD VI to avoid creating a parallel governance vocabulary. "Structure", "network" and "partnership". These definitions are broad and may capture arm's-length contractual or service relationships without genuine control, coordination or integration - for example fund-servicing arrangements connected only through a prospectus. We recommend a negative delimitation consistent with Recital 27

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		(excluding pure cooperation agreements and multi-party service arrangements) and alignment with the prudential and accounting frameworks used to define group perimeters. “Equivalent AML/CFT requirements”. This concept is operationally critical when assessing whether a third-country subsidiary operates under an equivalent regime, yet it is undefined. We recommend a definition referenced to minimum substantive criteria (beneficial ownership, CDD, sanctions compliance) to align market participants on a clear benchmark. Non-obliged entities. Some provisions exclude non-obliged entities from group-wide obligations, while Article 16(3), second subparagraph, AMLR expects information from them and targeted financial sanctions apply to all persons in the Union. Their role should be expressly clarified, in particular for sanctions and information provision. Scope and reach. It is unclear how far obliged-entity status and group reach extend, including (i) whether third-country entity status is assessed under Article 3 AMLR or under local law, and (ii) how indirect sub-subsidiaries, or entities that merely share branding, are treated. Worked examples or explicit guidance would provide more clarity.
ABBL	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The Article 3 requirements are welcomed as a baseline for group-level governance, but they are currently formulated at a high level, which may lead to divergent interpretation across institutions and jurisdictions. More operational detail or examples would help (for example, what constitutes adequate “alignment”

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		or “consistency” across group entities), and the RTS should confirm that the requirements are subject to a risk-based and proportionate approach reflecting differences in size, complexity and geographic exposure. Proportionality. Uniform minimal risk being disproportionate for small or low-risk entities. Although Article 3(1), final subparagraph, acknowledges size and complexity, explicit calibration guidance permitting scaled application by individual-entity risk profile would be welcome. Alignment with CRD VI (avoiding a parallel governance vocabulary). The RTS risks duplicating or contradicting CRD VI for credit institutions. The “coordination body (…) with decision-making powers” (Article 3(1)(a)) needs to be reconciled with the collective, non-delegable responsibility of the management body and the independence of the internal control functions; the “decision-making power” should be understood as sufficient authority and empowerment (for example escalation rights), not the relocation of decisions from the management body to a control function. Article 3(1)(c) frames financial-crime risk management as opposed to the “tasks of the commercial functions”, which is inappropriate, since under the three-lines-of-defence model the first line (the business) owns and operates AML controls, and conflicts of interest are already governed by the internal-governance framework. The reporting-lines documentation in Article 3(1)(a) overlaps with the CRD VI “mapping of duties”: it

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		should be confirmed that a single mapping suffices, to avoid two accountability maps for the same key function holders. Sister entity. Where the relevant Obliged Entity is a sister entity with separate legal personality, the identified parent undertaking may be expected to take actions or implement measures that affect an entity over which it does not have direct enforceable legal authority. The RTS should acknowledge this limitation and allows a proportionate and outcome-based application of the requirements under this article. Reliance framework. The RTS should expressly permit reliance on the AML/CFT work of other group entities, consistent with Articles 48 and 49 AMLR; otherwise, duplicative processes across entities are unavoidable and resource-intensive without corresponding risk reduction. Group-wide risk assessment and data comparability. A meaningful group-wide risk assessment under Article 3(1)(d) requires common templates or minimum data standards: without format guidance, aggregation across entities using different systems remains impractical for complex structures. Third-country specificities and legal impediments. Group-level policies should be reviewed taking into account relevant third-country specificities and updates (not only on a periodic basis) where a parent supervises non-EU subsidiaries, and the RTS should set out how conflicts between group-level and local law are to be documented, escalated and resolved (a clear best-standard rule). A cross-reference to Articles 16 and 17

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		would clarify the fallback expectation where local law conflicts with group-wide controls. Targeted financial sanctions Article 3 should explicitly require TFS screening and controls across all group entities, including non-obliged ones, applied on the basis that Council Regulations under Article 215 TFEU impose freezing obligations on all persons in the Union, as noted in Recital 33 of the AMLR — this TFS screening obligation should apply regardless of an entity's obliged-entity status under the AMLR, without thereby extending the full set of other group-wide AML/CFT governance obligations under Article 3 to such non-obliged entities. The group-wide risk assessment under Article 3(1)(d) should specifically address TFS exposure in third countries where sanctions regimes diverge from EU autonomous sanctions, for example US OFAC programmes or Swiss implementation timelines.
ABBL	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	There is broad support for strengthening intra-group information sharing, but significant operational, legal and privilege-related challenges remain, particularly in cross-border contexts. Divergent legal frameworks, including data-protection, confidentiality and bank-secrecy requirements, are among the main obstacles. Clarification is requested on the interaction between AMLR obligations and third-country restrictions, and on the role of GDPR transfer mechanisms and intra-group arrangements. Not a mandatory dataset. The wording of Article 4(1) ("shall enable (...) at least"), combined with the extensive list of information categories, may be

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		interpreted as creating a mandatory minimum dataset irrespective of risk. This appears inconsistent with the risk-based approach, Article 4(3) proportionality and GDPR data-minimisation principles. In particular, Article 4(2) could be read as requiring portfolio-wide processing to identify "common customers" before any specific ML/TF concern arises. Article 4 should therefore operate as an enabling framework rather than requiring systematic sharing. Identification of common customers should not entail systematic screening of the entire customer base before any specific ML/TF risk has been identified. The listed categories should permit information sharing where justified, rather than create a mandatory dataset irrespective of risk. Legal privilege and professional secrecy. The RTS provides no explicit protection for legally privileged material, despite Articles 4–9 effectively requiring intra-group sharing. An express carve-out for privileged information should be introduced, together with guidance on legal opinions, audit working papers and other protected material. Professional-secrecy obligations, including under Luxembourg law, often require case-by-case analysis, creating uncertainty as to when secrecy prevails over sharing requirements. Sector-specific exclusions, including judicial or legal-advice assignments, should also be clarified. Client commonality, scope and definitions. The concept of "common client" under Article 4(2) remains unclear. It is uncertain whether it refers to the same legal entity, related entities or entities sharing the same UBO or SMO. Independent directors designated as beneficial owners under

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		Article 63(4) AMLR across unrelated structures should not trigger information sharing. A precise definition distinguishing genuine common-client situations from nominal UBO or SMO overlaps is therefore required. The bidirectional scope of Article 4 should also be clarified, including whether obligations apply only upward to the parent undertaking or throughout the group. The catch-all provision in Article 4(1)(e)(v) should expressly exclude legally restricted information, and the relevance of certain categories (e.g. STR/SAR statistics, supervisory interactions or training-completion data) should be justified or reconsidered. Third-country restrictions, consent and fallback measures. Numerous jurisdictions restrict or criminalise information sharing, including Switzerland, the United States, the United Kingdom, India and Mauritius. Client or beneficial-owner consent should not constitute a mandatory step but one possible risk-mitigation measure. Consent is often unavailable, freely revocable under GDPR and incapable of overriding statutory prohibitions. Where consent cannot be obtained or is inappropriate, particularly where sharing is prohibited by local law, documentation of the impediment together with notification to the competent authority should suffice. Customer refusal to provide consent may otherwise render relationships unviable, contrary to Recital 53 AMLR. Alternative measures should include aggregated information, documented refusals, consent where feasible and supervisory notification under Articles 6 and 7. Clarification is also requested on whether the 28-day deadline is sufficient where complex legal assessments are required. The interaction with EU restrictive measures should likewise be clarified to avoid conflicting AML and sanctions obligations.

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		GDPR and cross-border transfers. Transfers involving jurisdictions without an adequacy decision require safeguards under Article 46 GDPR. AMLA should confirm that AMLR obligations constitute a valid Article 6(1)(c) GDPR legal basis for each sharing category, including common-customer identification under Article 4(2), and clarify how GDPR transfer requirements should be reconciled with the RTS timelines.
ABBL	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The Section 4 framework is conceptually sound, but its implementation in restrictive jurisdictions raises significant challenges. Additional clarity and supervisory alignment would strengthen effective, proportionate and legally compliant implementation. Conflicting obligations and worked examples. Several third-country frameworks directly conflict with Articles 10–12. In the United States, SAR confidentiality rules, privacy requirements and independent AML obligations restrict information sharing. In Switzerland, banking secrecy and criminal-law provisions may restrict disclosures for foreign supervisory purposes. In India, data-protection, confidentiality and tipping-off rules create similar constraints. Such restrictions may prevent comprehensive group-wide risk assessments, reduce group risk visibility and place local management in conflict between local law and group requirements. Similar tensions arise where local law restricts the transfer of UBO information while Articles 10 and 11 require enhanced reporting to the parent undertaking. Owner of the notification process and timing. Articles 10–14 place the notification duty on “the parent

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		undertaking in the Union or an obliged entity". This could result in multiple notifications concerning the same impediment, duplicating efforts and creating supervisory noise without added value. Centralising notification at parent level would ensure a consistent assessment of group-wide impacts. Consideration should also be given to reviewing the 28-day deadline or introducing a staggered approach. Firm-led closure conflicts with Article 17(2) AMLR. The RTS requires institutions to terminate relationships, decline transactions or close operations where risks cannot be effectively managed. However, Article 17(2) AMLR reserves such measures to the home-Member-State supervisor. Requiring firms to act independently exposes them to contractual, civil and host-law liabilities without supervisory protection. Withdrawal may also create integrity risks, including reduced supervisory visibility and regulatory fragmentation. Institutions should continue to notify their competent authority, but decisions to restrict, terminate or close activities should remain supervisory decisions. A proportionality assessment should precede closure, with less intrusive measures considered first. Beneficial-owner/client consent (Article 10(1)(c)). Client or UBO consent is not always feasible, particularly where no direct business relationship exists with the UBO. As consent may be unavailable, withdrawn or ineffective against absolute third-country prohibitions, it should not constitute a mandatory precondition. Consistent with our comments on Article 4, consent should remain one possible risk-based mitigation measure. Where consent cannot be obtained or is inappropriate, documentation of the legal impediment together with supervisory

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		notification should suffice. Residual liability of the EU parent. Consistent with Article 16(4) AMLR, the RTS should clarify that where the parent undertaking has notified its competent authority of the impediment and implemented compensating controls on a best-efforts basis, no additional liability should attach to the EU parent for residual subsidiary-level non-compliance. Additional measures (Article 15) and equivalence. Article 15 should be interpreted under an overarching proportionality principle, allowing groups to select and calibrate measures that achieve AMLR-consistent outcomes, including equally or more effective alternatives. The prior senior-management approval requirement under Article 15(1)(d) should be retained for structural measures, while urgent operational decisions should require only prompt notification followed by ex post approval. AMLA should also confirm that an outcomes-based approach to equivalence remains acceptable where third-country restrictions prevent full compliance.
ABBL	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Material legal and operational challenges arise in applying Articles 12 and 13 where third-country frameworks restrict intra-group information sharing. These constraints may limit the effectiveness of group-wide AML/CFT controls. Key challenges relate to data protection and data transfer restrictions, bank secrecy and confidentiality laws, and operational complexity, among others. We request clarification that information sharing does not require full data replication where legally restricted, and request examples of mitigants such as aggregated reporting and local monitoring with group oversight.

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		STR confidentiality. Article 12(1)(b) requires aggregated STR data to reach parent management. In the US (31 USC 5318(g)(2)), the UK (POCA 2002, Section 333A) and India (PMLA 2002, Section 66), even disclosing the existence of an STR is criminal, and aggregated figures can amount to indirect disclosure where volumes are low enough to identify clients. This conflict should be expressly resolved, with sharing limited to aggregated, non-tipping-off data. Procedural path / escalation sequence. Where the third-country law restricts the access of AML/CFT information to the parent company's compliance function, the RTS should design a clear procedural path. We recommend that the RTS mandate explicitly an escalation sequence: the branch/subsidiary would document the legal impediment; the parent compliance/legal function would assess whether and what compensating controls would be sufficient to mitigate the identified inherent risks of non-compliance; the NCA is notified within a defined timeframe. Without such a chain, the bank could face regulatory uncertainty under the AMLR and CSSF 12/552 on internal governance.Alternatives to data sharing for supervision (Article 13). Notification overload. If every blocked share triggers a 28-day notification under Articles 10-14, groups operating across multiple restrictive jurisdictions face very high volumes overwhelming both entities and supervisors. The notification deadline should be aligned with the AMLR's "without undue delay" standard rather than a fixed 28-day period, absent specific justification, and we recommend thresholds, staged processes requiring exhaustion of internal

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		remedies first, and standardised notification templates. It should also be confirmed that an obliged entity that has completed the required notifications under Articles 12(1)(a)/13(1)(a) and applied the measures available to it has discharged its regulatory obligations, even if group-wide information sharing remains de facto impossible due to third-country law. Local reviews / independent audits as a compensating measure. Regulatory fragmentation risk. Mandatory closure under Article 12(3) could force entities out of groups, reducing rather than increasing oversight. Departed entities could join non-EU groups with no EU obligations. This would result in actions contrary to FATF guidance and increase de-risking and shadow banking contrary to financial inclusion objectives in Recital 53 of Regulation (EU) 2024/1624. We recommend AMLA consider alternative structural measures such as enhanced local governance, independent audit or ring-fencing before requiring exit. Article 13, which covers the scenario where third-country law restricts or even forbids the sharing of data related to customers, includes as a mandatory step the performance of local review and audits leading to the sharing of the collected information, as well as the sharing of a minimum set of data as listed under Article 13(1)(d). The legality of such actions should however be assessed based on the specificities of the applicable foreign law: it cannot be assumed beforehand that it is acceptable. For example, the EU entity conducting "onsite checks or independent audits" in the third country to satisfy itself and feed the home supervisor can itself be unlawful locally. This should therefore not be phrased as mandatory actions to be taken, but rather suggested actions that can be considered / reviewed as alternatives. If this fails: it is to be noted that Article 13 does not

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		make a reference to the "additional measures" under Article 15: there is no clear alternative made available to the banks short of the measures listed in Article 13 itself. GDPR for cross-border flows. Transfers to or from jurisdictions without adequacy decisions require Article 46 GDPR safeguards. We request confirmation that the AMLR legal obligation constitutes a valid basis under Article 6(1)(c) GDPR and guidance on reconciling the notification timeline (aligned to "without undue delay" as set out above) with Transfer Impact Assessment timelines.
ABBL	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	There is agreement that groups should not operate blind spots in third countries with weaker regimes, and support for the principle of graduated escalation, but workability concerns arise on Article 16. Addressee. Where the non-compliant entity is a sister entity (separate legal personality), a decision must be directed by the EU parent undertaking, but the parent may have no enforceable legal authority to compel sister-level remediation: the RTS should acknowledge this. For Section 6 structures where the parent may be a non-obliged entity (Article 22), it is unclear how supervisory powers under Directive (EU) 2024/1640 attach. Where multiple obliged entities span Member States, the RTS should identify the decision addressee, specify each entity's implementation obligations and provide for supervisory coordination. More generally, the "risk mitigation plan" and "corrective measures" that Article 16 requires the parent undertaking to apply where third-country law prevents full compliance by a branch or subsidiary should be characterised and implemented as internal

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		group governance measures adopted by the parent in the exercise of its group-wide responsibilities, without prejudice to the exclusive supervisory powers of competent authorities under the AMLR; AMLA should clarify the applicable Article 16 AMLR legal basis for any such instrument and align terminology with the AMLR's "supervisory measures" where appropriate. Feasibility of restrictions and closure. Forced closure or severe restriction cannot realistically be executed through a top-down mandate to the EU parent alone. Ordering cessation in a third country triggers local licensing, employment and contractual obligations that can take months or years to unwind. The NCA should conduct a proportionality assessment, including wind-down risk, before imposing closure, consistent with the proportionality principle already reflected in Article 5(2) AMLR. Failure to comply, or a determination that the risk is unmanageable, should instead be treated as key factors when risk-assessing the obliged entity and calibrating the level of supervision. Graduated proportionality. The criteria for escalating from Article 16(1) measures to Article 16(2) restrictions should be specified, in particular what constitutes “failure to comply” or an “unmanageable” risk, and Article 16(3)(b) should distinguish absolute legal prohibitions from practical difficulties resolvable through alternative arrangements. Coordination with other frameworks and with the consolidating supervisor. Article 16 powers should be exercised in coordination with

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		prudential supervision (SSM, CRD and CRR) to avoid conflicting instructions on the same operations. Given that significant powers rest with the home Member State of the parent or obliged entity, it would be preferable to involve the NCA supervising the parent undertaking, where the consolidated view of the framework and risks is held. Reasoned decisions and adequate implementation timelines should be mandatory.
ABBL	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The Section 5 criteria are likely to prove impractical, particularly where governance, compliance and commercial functions are split across entities, and where a third-country head office has two separate EU subsidiaries with no authority of one over the other. Commercial metrics are not prudential or compliance weight. The criteria select the parent by quantitative commercial metrics (most customers, highest transaction volumes, highest turnover under Article 17(1)(b) and 17(2)), whereas CRR and CRD VI look to own funds, balance sheet and risk. This may designate an entity that is not the prudentially significant one, and one lacking compliance capacity. Customer and transaction concepts also vary by service line and are incomparable across obliged and non-obliged activities. Annual turnover is not meaningful. Net interest, fee and trading income are structurally incomparable across business models (for example private banking as against corporate lending), and differences between IFRS and local GAAP, and misaligned financial years, produce inconsistent results. Turnover may at most serve as a tiebreaker. Harmonised, CRR-reported metrics (total assets or Tier 1 capital)

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		could serve as primary or alternative criteria; for asset-management activities, assets under management may be more relevant than turnover. Preferred approach — motivated / group-level designation subject to supervisory approval, including for multiple parent undertakings where justified. We recommend that the approach is simplified by giving OEs the power to designate their parent subject to supervisory approval. Alternatively, we recommend a flexible approach allowing motivated group-level designation based on combined factors: turnover, governance role, compliance capacity, data-aggregation ability, and — where relevant — framework robustness and prior regulatory or internal/external audit assessments. Structures should be permitted to designate their parent through documented governance decisions subject to supervisory validation under Article 20. Two routes are identified: permitting obliged entities to designate their parent subject to supervisory approval; and/or replacing turnover with an objective, harmonised metric (total assets or Tier 1 capital). These could be combined. Critically, where the group structure comprises EU sister entities with no control or supervisory relationship over one another — for example two separate EU subsidiaries of the same third-country head office, as referred to above — and where governance, compliance capacity or the regulatory perimeter so justify, AMLA should permit the designation of multiple EU parent undertakings for distinct sub-groups or perimeters, rather than imposing a single designation that creates a "responsibility without authority" outcome. Absent such plurality, the RTS should clarify that the designated parent's obligation is discharged through reasonable,

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		documented coordination and escalation vis-à-vis entities over which it has no direct authority, rather than through strict liability for their non-compliance. Specific clarifications. Confirmation is requested as to whether a national holding company qualifying as an obliged entity under Article 3(3)(m) AMLR automatically becomes the parent, or whether the Articles 17 and 18 criteria apply independently; an AMLA arbitration path should be available where supervisors disagree (consistent with Article 20(3) and Articles 33 and 38 of Regulation (EU) 2024/1620). Where the relevant weights shift between entities over time, a buffer period should apply before any transfer of the parent-undertaking role, with guidance on transition timing.
ABBL	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The Article 21 concept is reasonable but needs clearer thresholds and objective indicators to avoid capturing arrangements that lack genuine common control. Common compliance control should be defined by reference to decision-making authority. The term is undefined and risks significant over-inclusion: an institution that shares a group compliance platform, or outsources screening to the same vendor as a sister entity, does not thereby exercise compliance control over it. “Common compliance control” should be defined by reference to decision-making authority over AML/CFT policies, not shared infrastructure or service arrangements, and a materiality test should be introduced to protect smaller entities within diversified groups. Broadly drafted conditions.

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		The conditions on common policies and procedures (Article 21(2)(b)(v)) and on common branding with shared audits or controls (Article 21(2)(c)(v)) are very broad; entities sharing some services (for example tax advice or director mandates) but lacking integrated governance could be inappropriately captured. Quantitative and qualitative thresholds should be specified (for example the proportion of common management membership, or the level of shared control functions, that triggers group-equivalent treatment), together with worked examples of structures that do and do not qualify. Move the key exclusions into the article. Recital 24 (common compliance control beyond AML/CFT), Recital 27 (pure cooperation agreements) and Recital 28 (agent-principal relationships) are welcome. Given their importance, the Recital 27 exclusions should sit in the article itself, making clear that ordinary banking arrangements (white-labelling, distribution, correspondent banking) and multi-party service arrangements are not captured absent genuine common control. Proportionality. Application should be proportionate to the degree of integration: loosely connected structures should face lighter obligations than those with genuine organisational interdependence.
ABBL	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Responsibility without authority. As already raised in Question 7, the biggest challenge here is that, unlike a corporate group, a structure shares no direct legal authority between its entities: the identified parent undertaking may have no legal power to impose policies or compliance measures on entities that are not its subsidiaries. Additional

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		guidance from AMLA on how this should be operationally done, together with an acknowledgement of the more limited power of the parent undertaking in this situation, is requested. The principle of proportionality would imply lighter supervisory expectations when performing the duties attached to the role of parent undertaking. The same structural feature — absence of direct legal authority between entities of a "structure" — also underlies a related scope concern with Article 21(3): if this provision implies that non-obliged entities within a structure may be required to share information, this would have a disproportionate and far-reaching impact, extending AML information-sharing obligations to entities not subject to the AMLR and with no established AML compliance framework. The scope of Article 21(3) should therefore be clarified and, absent an explicit AMLR legal basis for extending information-sharing obligations to non-obliged entities, limited to obliged entities within the structure. AMLA should also define "network members" and "partners" (used in Articles 21(3) and 22 but undefined) and clarify how these relate to the "partnership" definition in RTS Article 2(4) and to one another. Risk of unintended triggering through shared services. The principal practical risk is that Article 21 is triggered by shared or outsourced compliance-service arrangements that are common in the market. Interpretative guidance should confirm that outsourced or shared compliance services do not, in themselves, constitute “common compliance control”. Professional-secrecy conflicts. In some jurisdictions, regulated firms (for example audit firms subject to independence requirements) face legal restrictions on

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		sharing client information within their own structure; the RTS should accommodate this. Timeline. Identification under Article 26, and its consequences, is ambitious for complex structures that must identify membership, establish governance, amend membership agreements and build information-sharing infrastructure by 10 December 2027. We request an extension to 10 July 2028 for Section 6 structures.
ABBL	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The Article 22 logic, borrowed from Articles 17-20, is harder to apply in non-group structures which by definition lack consolidated financial reporting. The financial data may not be available at the same time and may be methodologically unreliable. This article relies on a set of qualitative criteria, which might not easily apply to structures where there is no legal authority of one entity over another. Single metrics / turnover unreliable; combine quantitative and qualitative; AuM and risk profile for banks. Article 22 criteria should combine quantitative and qualitative measures rather than relying on single metrics. Turnover alone risks misidentification. A regional holding with high revenue but no compliance function should not automatically be parent if another EU entity performs compliance and data aggregation. Practical example: our largest-revenue entity in one Member State has no group compliance role while a smaller entity in another Member State operates the group's compliance coordination function. This means the fallback option "largest turnover" might become the de facto prime criterion: the observation raised in Question 7

Name of the organisation	Question	Answer
		applies, as this might not be the most meaningful metric in relation to banking entities. That fallback may work better for commercial or non-financial structures than for banks. Example: A private bank may have relatively modest annual turnover because fee income is limited compared with balance-sheet banking income. But it may manage high-net-worth clients, complex structures, trusts, PEPs, offshore vehicles, and higher-risk geographies. A sister retail bank may show higher annual turnover (for example trading activities), but the private bank may present the more complex AML/CFT risk profile. In that case, assets under management, customer risk profile, PEP exposure and complexity of beneficial ownership would be more relevant than turnover. Fallback rule where consolidated data is unavailable. Maybe it could be considered for cases where consolidated data is not available to set a fallback rule that designates as lead supervisor the competent authority of the EU entity with the highest total assets or Tier 1. If not mistaken, it is how the lead supervisor is designated under the SSM. A clear fallback rule designating the EU entity with the highest total assets or Tier 1 capital (consistent with the approach used to identify the lead supervisor under the SSM) would assist. Because the operational and interpretative difficulties differ across sectors, worked examples would be valuable. Designation subject to supervisory approval; non-obliged entity as parent. The criteria outlined in the draft RTS face operational challenges including differences in interpretation and applicability in different sectors, as well as legal obstacles. We recommend that the approach is simplified by giving OEs the

Name of the organisation	Question	Answer
		power to designate their parent subject to supervisory approval. We recommend adding a criterion permitting structures to propose their parent based on demonstrated governance and compliance roles through documented governance decisions, subject to supervisory validation under Articles 23/24. An AMLA arbitration path should be available where supervisors disagree per Article 23(3) third subparagraph referencing Articles 33 and 38 of Regulation (EU) 2024/1620. We welcome permitting non-obliged entities as parent but request clarification on how supervisory powers under Directive (EU) 2024/1640 attach, given Article 24 routes notification through obliged entities.
Accenture Plc	Question 1 Do you have any observations concerning the definitions laid out in article 2?	N/A
Accenture Plc	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Accenture is a leading solutions and global professional services business delivering Strategy & Consulting, Marketing Services, Technology, Digital Transformation, and Managed Services. The group-wide policy requirements set out in article 16 of AMLR are of relevance to Accenture given that its parent undertaking is established in the Republic of Ireland and the subsidiaries of the Group include more than an obliged entity under AMLR. Accenture's assessment is that its group parent undertaking (Accenture plc) would be categorised as a "non-financial mixed activity holding company" under AMLR. On this basis, group-wide policy requirements will apply. Accenture considers that the draft RTS should express the principle of proportionality more clearly. Groups with a substantial majority of undertakings that are not obliged entities (or equivalent in a third country) should be subject to proportionately less onerous requirements, whilst respecting AMLA's desire to establish a baseline for group-wide policies and avoid fragmentation even in the non-financial sector. This approach is consistent with the stated policy rationale for the

Name of the organisation	Question	Answer
		draft RTS. Section 5.1(A) identifies the purpose of the group-wide requirements to be for "obliged entities formed in groups or structures other than groups [to be] required to implement a minimum level of group-wide or group-wide equivalent policies, procedures and controls to prevent and mange proceeds of illicit activities entering the legal economy". These considerations are less relevant where a group is made up almost entirely of undertakings that are not obliged entities. In such circumstances, there is less risk of the proceeds of illicit activity entering the legal economy through a group undertaking and the imposition of detailed group-wide requirements would be both disproportionate and unnecessary. This is a particularly relevant consideration for Accenture which comprises a large and diverse group of undertakings. In Accenture's case, the group parent undertaking will need to determine the appropriate group-wide policies across the c. 697 undertakings which comprise Accenture's consulting and managed services and only 12 obliged entities under local definitions. It would be disproportionate to the risks posed by the activities of the Accenture Group to require all of these undertakings to implement policies, procedures and controls based on the requirements of article 9 of AMLR or article 3.1(f) of the draft RTS. We consider that it is appropriate for the parent undertaking to perform an assessment of the risks across the group generally and for the parent undertaking to have discretion to apply less standards proportionately, which in a group such as Accenture, would involve more onerous obligations applied to and implemented by undertakings regulated for anti-money laundering compliance purposes and less onerous obligations

Name of the organisation	Question	Answer
		applied to unregulated entities. The calibration of these requirements across the group should be determined in the reasonable discretion of the parent undertaking. While this would involve a review of the risk profile of individual entities in the group, we do not consider that the obligation in Article 3(1)(f) should be prescriptive so as to specifically require an assessment of the individual risks of each entity in a group. This would be disproportionate for groups that carry on diverse business operations, and which are predominantly not financial institutions or other obliged entities, the risks (and the appropriately responsive policies, procedures and controls) can differ materially, and the group's parent undertaking would be best placed to make determinations across the group. To this end, we have suggested some amended wording to article 3.1(f) below. As for requirements laid down in art. 3(1)(a-c) and (e) with respect to governance, we would welcome an additional clarification that depending on the risk profile of the group, governance structures can be more or less sophisticated as long as they are fit for purpose. For instance, rather than setting up standalone AML Committees with the most senior stakeholders, the group should be able to use existing forums by adding AML agenda points. As business wide risk assessments are only required to be conducted by obliged entities, we understand the requirement in Article 16(1) AMLR to mean in practical terms that the group-wide risk assessment is focussed on ensuring that the risks of all obliged entity subsidiaries are appropriately covered. We should be grateful for clarity on this in the draft RTS and further guidance

Name of the organisation	Question	Answer
		on the extent to which non-obliged group entities should be captured by group wide risk assessments. We ask that AMLA consider these matters in the context of proportionality and specifically parent undertakings like Accenture plc which have a very small number of obliged entities within their group.
Accenture Plc	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Information sharing obligations specified in article 4 of the draft RTS should only apply to obliged entities. This reflects the provisions of article 16(3) of AMLR, which provided that "The policies, procedures and controls pertaining to the sharing of information referred to in paragraph 1 shall require obliged entities within the group to exchange information when such sharing is relevant for the purposes of customer due diligence and money laundering and terrorist financing risk management". As presently drafted article 4(1) of the draft RTS could be construed as imposing an information sharing obligation on non-obliged entities who are likely not to collect the types of information (such as customer due diligence) specified in articles 4(1)(a)-(d) of the draft RTS. In relation to article 7(1) of the draft RTS, the sharing of information from third countries to Union supervisors could be subject to disclosure restrictions which reasonably prevent the sharing of information with the relevant supervisor. These matters often arise from mandatory local law and consent of a customer might not abrogate the restriction on sharing information. Moreover, the act of simply disclosing the existence of any restriction or prohibition as required by article 7(2) of the draft RTS could itself be deemed to be a prohibited disclosure under third country local laws. For a business such as Accenture which operates in multiple jurisdictions through a large number of legal entity structures, the obligations in article 7(2) would be onerous.

Name of the organisation	Question	Answer
		We therefore recommend that the obligation to share information is disapplied where there is a legal or regulatory restriction prohibiting or restricting its disclosure. We have set out a suggested amended text in relation to Article 4(1): "The group-wide policies, procedures and controls pertaining to the sharing of information referred to in Article 16(3) of Regulation (EU) 2024/1624 shall: (a) require obliged entities within the group to exchange information when such sharing is relevant for the purposes of customer due diligence and money laundering and terrorist financing risk management; and (b) not prevent entities within a group which are not obliged entities to provide available information to obliged entities within the same group where such sharing is relevant for those obliged entities to comply with requirements set out in Regulation 2024/1624. (2) information sharing within a group referred to in subparagraph (1) above shall enable at least the sharing of the following information:" We have suggested an amendment to Article 4(1) to align this with the provisions of Article 16(3) of Regulation (EU) 2024/1624.This Article draws a distinction between the requirements that apply in the case of obliged entities and those that apply in the case of non-obliged entities. Undertakings in a group that are not obliged entities may not perform customer due diligence and other measures specified in Regulation (EU) 2024/1624 and, therefore, are unlikely to hold the specific information referred to in the draft Article 4(1). This approach also

Name of the organisation	Question	Answer
		reflects the proportionality principle under Article 16(1) which provides that group-wide policies, procedures and controls, should be proportionate to the nature of an undertaking's business, including its risks, complexity, size and activities. Moreover, that it is for obliged entities to implement policies, procedures and controls (as opposed to non-obliged entities). We are grateful for the opportunity to respond to the Consultation and stand ready to provide any additional information that might assist AMLA.
Accenture Plc	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	N/A
Accenture Plc	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	N/A
Accenture Plc	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	N/A
Accenture Plc	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship	N/A

Name of the organisation	Question	Answer
	whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	
Accenture Plc	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	N/A
Accenture Plc	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	N/A
Accenture Plc	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	N/A
Accountancy Europe	Question 1 Do you have any observations concerning the definitions laid out in article 2?	As a general comment, Accountancy Europe strongly supports the objectives of the AMLR and this RTS to establish clear and harmonised requirements for group-wide AML/CFT policies, procedures and controls. However, for accountants, auditors and other non-financial professions operating through networks of legally separate and independent firms, or partnerships at Member State level, the practical and legal feasibility of applying the proposed requirements raises significant concerns. In particular, the draft RTS does not provide sufficient clarity on when these provisions apply to structures that are not organised as traditional corporate groups, creating uncertainty regarding their scope and interaction with existing legal, regulatory and governance frameworks. Our main concerns relate to: • practical feasibility of implementing and enforcing group-level compliance obligations across networks of legally independent firms • legal and operational constraints on information sharing,

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		particularly in cross-border and third-country contexts • the lack of clear definitions of key concepts and terms, and • the risk of divergent interpretations and inconsistent application across jurisdictions AMLA's proposed approach could require networks, partnerships and similar structures established for legitimate commercial or professional reasons to make material changes to their operating models solely to comply with this RTS. This raises proportionality concerns, particularly where such changes may conflict with existing legal, regulatory or governance frameworks applicable to independent firms. The resulting operational burden could be significant, while the extent to which such changes would enhance AML/CFT effectiveness remains unclear. This would exceed what is necessary to achieve the objectives of Article 16 AMLR and would be inconsistent with the proportionality principle in Recital 45 AMLR. The proposed implementation timeline also appears unrealistic given the scale of the required changes. Similar discussions arose during FATF's review of Recommendations 18 and 23. Following consultations with supervisors and obliged entities, the Recommendations were revised to reflect implementation costs, legal and operational constraints, and the fact that group-wide requirements cannot readily be applied to the non-group structures commonly found in the accounting and audit sector. These discussions highlighted the need for proportionate AML/CFT measures reflecting the legal and operational realities of such structures. The proposed information-sharing requirements between legally independent entities also raise practical, legal and data protection challenges. We assume AMLA has consulted relevant data protection authorities, including the European Data Protection Board, and assessed compatibility with EU data

Name of the organisation	Question	Answer
		protection rules. We would welcome greater clarity on the outcome of this assessment and its impact on the drafting of the RTS. This response reflects input from Accountancy Europe's AML working group, comprising representatives from both the private sector and supervisory authorities. It therefore highlights not only challenges for obliged entities but also practical issues supervisors may face in applying and enforcing the RTS. Re Article 2, we consider that several definitions are drafted too broadly for the non-financial sector and risk capturing structures that lack the legal or operational characteristics necessary to support group-equivalent AML/CFT obligations. The definitions of "structure", "network", "partnership" and "franchise" rely heavily on concepts such as cooperation, common business strategy, branding, profit- or cost-sharing, or shared compliance policies. The RTS appears to treat these indicators of coordination as indicators of control. Unless amended, it may apply to structures that lack the characteristics necessary to implement and enforce group-equivalent AML/CFT obligations. These definitions don't sufficiently distinguish between integrated structures capable of exercising enforceable AML/CFT oversight and looser commercial, professional, or brand-based arrangements that may involve coordination or shared infrastructure but not centralised compliance authority. In practice, in the non-financial sector, common branding or joint market positioning often exists without any corresponding power to impose harmonised AML/CFT controls across separate legal entities. We therefore recommend: • clarifying that the existence of a "structure" requires not only a common business, professional or commercial framework, but also legally enforceable governance integration relevant to

Name of the organisation	Question	Answer
		AML/CFT • narrowing the definitions of “network”, “partnership” and “franchise” so that they do not inadvertently capture arrangements based primarily on brand, referrals, common tools, or shared services where there is no effective compliance authority, and • expressly distinguishing coordination from control
Accountancy Europe	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3 is generally clear in formal terms, but it is not practical or sufficiently adapted to structures that do not operate as integrated groups. Article 3 requires, among other things, a group-level organisation and coordination structure or body with sufficient decision-making powers, adequate allocation of functions and responsibilities, group-level information flows, identification of conflicts, group-wide assessment of risks, periodic information exchange among control and compliance functions, and consistent implementation across all obliged entities. These requirements raise significant legal challenges and are disproportionate to the intended objectives. Despite being clear and feasible for structures that are groups, the requirements are not practically implementable under many of the current structures present in our sector.
Accountancy Europe	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	Yes, we foresee significant operational and legal challenges with the information-sharing requirements, particularly for our sector which includes diversified professional services and partnerships. Firstly, within a “group” or network, differences in regulatory status among member entities (some being “obliged entities” under AMLR, others not) and variations in professional confidentiality laws (including legal professional privilege in some jurisdictions) can impede seamless sharing of AML/CFT

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	information. For instance, a member firm engaged in legal consulting may hold information protected by strong professional secrecy rules that cannot be freely shared with other "group" entities or a central compliance function. The RTS should explicitly clarify that sharing of information must not breach legal privilege or national confidentiality laws. Secondly, sharing information from and to third-country affiliates poses challenges. Although the objective of the RTS is not intended to be extraterritorial, the practical effect of certain provisions may be to require implementation across an entire network or structure, including entities located in third countries. Legal restrictions on governance arrangements, information sharing, ownership structures or professional regulation may prevent full implementation in certain jurisdictions. For example, some jurisdictions outside the EU impose data privacy, bank secrecy, or other legal blocks that conflict with the RTS's information-sharing requirements (Article 4-9 framework). Even though the draft RTS suggests mitigating measures, e.g. obtaining customer consent for data transfers (Article 12) or limiting access to information (Article 13), these steps might not always be feasible or fully effective. Customers may withhold consent, and local laws may prohibit sharing data irrespective of consents.
Accountancy Europe	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	N/A

Name of the organisation	Question	Answer
Accountancy Europe	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	See our considerations regarding third country situations under question 3.
Accountancy Europe	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Please refer to our replies to the other questions with an overview of the practical and legal challenges that we foresee.
Accountancy Europe	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We refer to our previous answers. We recognise AMLA's objective of increasing legal certainty and supervisory transparency by providing sequential criteria and a notification process for identifying such a parent undertaking. However, from a non-financial OE perspective, the criteria may not always identify the entity best placed to perform Union parent functions in practice. Article 17 places significant weight on "sufficient prominence", including the average number of customers, the amount of incoming and outgoing transactions where applicable, and, failing that, total annual turnover. Article 18 looks at strategy-setting rights, ability to decide on important transactions, coordination of management or control functions, critical outsourcing, and then full-time equivalent compliance staff. Article 19 further attaches responsibility for implementing group-wide requirements to the entity identified under Articles 17 and 18. For non-financial sectors, these criteria may not always correlate with AML/CFT capability. For example: • the entity with the largest turnover may not be the entity with the

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		strongest compliance function • transaction volume may be inapposite or much less meaningful in sectors where the provision of services, rather than payment flows, is the main risk vector, and • customer numbers may not reflect complexity or sensitivity of the client base We therefore have reservations about the use of annual turnover as a fallback criterion. While it may be easy to measure, it may not be a reliable proxy for control, risk understanding, or compliance capability. More fundamentally however, the proposed provisions appear difficult, if not impossible, to implement in practice within networks of legally independent firms. The framework seems to be based on assumptions that may be appropriate for traditional group structures with a parent undertaking exercising control over subsidiaries, but these assumptions do not reflect the legal and operational realities of many professional services networks. In such networks, the coordinating entity may establish common policies, standards or frameworks, but it does not possess the legal authority to direct, enforce or compel compliance by independent member firms. Nor do member firms have the ability to exercise control over one another. As a result, assigning responsibilities and powers that presuppose such authority creates a significant disconnect between the obligations set out in the RTS and the legal reality of the structures to which they would apply. This approach risks creating legal uncertainty regarding accountability and compliance, while also imposing considerable administrative burdens on firms and supervisors alike. Requirements should therefore be aligned with the actual governance arrangements and decision-making powers that exist

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		within these structures, rather than assuming a level of control that is neither legally nor operationally present.
Accountancy Europe	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No, we do not. Article 21 is one of the provisions that gives rise to the greatest concern from a non-financial OE perspective. Article 21(2) provides that structures sharing common ownership, management or compliance control shall be subject to group-equivalent requirements where they fulfil at least one of a wide range of conditions. These include: • common majority shareholders or partners • a common management body or majority thereof • a homogeneous business strategy or model • shared profit or cost-transfer mechanisms • reporting to one another • common policies and procedures • mandatory AML/CFT policies developed by one entity or another person • common control-function arrangements • common periodic reporting, central compliance operations or costs • shared audits, and • common branding or marketing arrangements combined with common audits, reviews, risk assessments or control functions These conditions are broad and may capture many non-financial structures that are not integrated for compliance purposes. The central issue is that Article 21 regulates indicators of coordination as if they were indicators of control. Shared branding, common methodologies, periodic reviews, or some form of centralised support do not necessarily mean that one entity can require another to adopt and implement group-equivalent AML/CFT controls.

Name of the organisation	Question	Answer
		As explained in our response to question 1, the current wording in the draft may essentially require structures that are purely designed for genuine business purposes to fundamentally change their operating model solely for the purposes of complying with this RTS. Such an outcome would be highly disproportionate, and would impose significant legal, operational and organisational burdens, the necessity and added AML/CFT value of which remain unclear. As an illustrative example, consider a multinational audit network comprising independent national partnerships that share a common brand, methodologies and professional standards, but which do not operate under a single controlling parent undertaking. Under the draft RTS, such a network could potentially be regarded as a "structure" with common compliance control and therefore become subject to group-equivalent AML/CFT requirements. However, and as pointed out earlier, in many networks, no individual member firm possesses the legal authority to direct, supervise or enforce compliance measures across all other member firms. As a result, obligations premised on the existence of a group-wide decision-making or enforcement structure may be difficult, or in some cases impossible, to implement in practice without fundamentally altering the legal and governance arrangements of the network. This could include requirements relating to group-wide controls, the appointment of a group compliance officer, or the implementation of information-sharing arrangements across the entire structure. As another example, we note that the proposed provision may capture small obliged entities that share certain characteristics, such as common ownership or common management, even where they operate separately or exclusively within the same

Name of the organisation	Question	Answer
		jurisdiction and are supervised by the same competent authority. In such circumstances, the implementation of the proposed requirements could generate additional compliance costs and administrative burdens without delivering a commensurate enhancement of AML/CFT outcomes. These examples highlight the need for greater clarity regarding the circumstances in which networks and similar structures are intended to fall within scope and how the proportionality principle referred to in Recital 45 is to be applied in practice. AMLA seems to recognise this concern in recital 27, which states that pure cooperation agreements, the use of common technical tools only, customer referrals, exchanges of best practices, the use of the same name or branding only, or outsourcing arrangements of compliance control to the same service provider should not fall within scope. Yet Article 21(2)(c)(v) expressly includes common branding, marketing or franchising arrangements combined with common audits, reviews, risk assessments or control functions. This creates interpretive uncertainty and risks inconsistent supervisory approaches. We therefore do not consider Article 21 to be sufficiently clear or appropriately calibrated for the range of structures that may fall within its scope. Further guidance would be necessary to provide greater legal certainty and support a common understanding among obliged entities and supervisors. In particular, consideration should be given to supplementing the provision with practical examples illustrating how the relevant criteria should be applied in different scenarios. The approach adopted by the FATF, which accompanies its standards with illustrative examples and interpretative guidance, provides a useful model in this regard, and could assist in promoting greater consistency and proportionality

Name of the organisation	Question	Answer
Accountancy Europe	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. We foresee major legal and operational challenges arising from Article 21 for structures other than groups. These challenges are particularly acute where the structure was not established for the purpose of sharing compliance controls and does not have central authority capable of enforcing AML/CFT standards across the member entities. The key challenges include: • legal authority and enforceability: a designated parent undertaking may not have legal authority to impose AML/CFT policies, require remedial action, obtain customer information, or compel participation in a common risk-assessment process. This creates a mismatch between regulatory obligation and legal power • liability without control: if an entity is identified as the parent undertaking under Article 22 and is expected to develop and implement group-equivalent requirements, it may be exposed to accountability for failures in entities that it does not own, manage, or control in a legally enforceable way • data-sharing and confidentiality constraints: independent OEs may not have the contractual basis, system capability, or legal permission to exchange the type of information contemplated by Articles 4 and 21. This challenge is sharper where professional secrecy or local confidentiality obligations apply • no shared compliance infrastructure: many non-financial structures do not have common compliance platforms, central investigations teams, or consolidated customer-risk methodologies. Building these solely to satisfy group-equivalent obligations is disproportionate • governance fragmentation: even where some common management or strategy exists, actual AML/CFT decisions often remain local. The RTS do not sufficiently address how local

Name of the organisation	Question	Answer
		responsibility and central expectations are to be reconciled in decentralised structures. A practical example would be a professional network in which independent legal or accounting firms use a common brand, participate in common training, undergo periodic quality reviews, and share certain operational standards, but retain full autonomy over client acceptance, AML risk assessment, reporting decisions, and file access. Under Article 21, such a structure could be brought within scope even though the structural means to implement group-equivalent controls do not exist We therefore recommend that AMLA creates a clear exception for non-integrated structures in which no entity has binding authority to enforce AML/CFT controls or to access and review customer-level information across the structure.
Accountancy Europe	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We do not fully find the criteria listed in Article 22 effective to identify the parent undertaking in the Union, in cases where two or more obliged entities are part of the above-mentioned structures. These criteria are broad and may identify an entity that is commercially central without being compliance-central. For example, an entity may manage branding, technology, or common services, but may have no legal authority to impose AML/CFT controls on independent member firms. Similarly, an entity that manages costs or provides critical services may not be able to access client files or direct local risk decisions. In non-financial structures, the criterion that the entity "provides essential technical information or critical services" is especially broad. It could capture a service company or coordination office whose function is operational support rather than compliance or managerial leadership. The fallback to annual turnover gives rise to the concern that the entity with the highest

Name of the organisation	Question	Answer
		turnover is not necessarily the one best placed to perform the responsibilities attached to a parent undertaking in the Union. Another practical example would be a franchise or professional network where the franchisor or coordinating company controls branding and training content but does not control customer acceptance, risk scoring, suspicious transaction reporting, or access to entity-level CDD files. Under our understanding of Article 22, such a company could nevertheless be designated as parent undertaking, even though it would not be able to discharge that role effectively. Overall, we consider it essential that AMLA engages further with the accounting and audit sector, as well as other designated non-financial professions, in order to develop group-equivalent requirements that are both legally sound and practically implementable. We recognise that such further engagement may present challenges in terms of the timeline for delivering the RTS to the European Commission. However, given the complexity of the structures involved and the importance of ensuring effective and proportionate requirements, we would encourage AMLA and the Commission to find an approach that allows for the development of a workable way forward. This would help ensure that the RTS fully achieves its intended objectives, while remaining implementable for the entities concerned and effectively applicable for supervisors of OEs. Accountancy Europe stands ready to help find the necessary solutions.
Adyen N.V.	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No comment.
Adyen N.V.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures	Adyen welcomes the inclusion of minimum group-wide requirements in Article 3 of the draft RTS and considers the

Name of the organisation	Question	Answer
	and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	requirements listed therein to be broadly sufficient in scope. However, Adyen identifies a lack of clarity in the treatment of policies, procedures and controls under Article 3(1)(g) that, if unaddressed, may create operational challenges for global groups. Article 3(1)(g) requires the compliance and control functions to "regularly review the effectiveness of the group-wide policies, procedures and controls" and provides that these "shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union." As written, this dictates that policies, procedures and controls be subject to the same degree of centralised oversight. In practice, however, these serve distinct functions: policies set overarching principles and risk appetite at group level, whereas procedures and controls operationalise those principles at a local or functional level, often requiring adaptation to the legal, regulatory and operational environment of each jurisdiction. The draft RTS itself already recognises this distinction. Article 3(2) provides that group-wide policies shall be approved by the management body, while procedures and controls need only be approved at the level of the group compliance manager. If the RTS differentiates approval levels for policies and procedures, it follows that review and reassessment requirements should similarly be differentiated. Mandating that every local procedure across every jurisdiction be reviewed and reassessed centrally by the parent undertaking would represent an operational burden that is not commensurate with the risk mitigation achieved. For a global institution with branches and subsidiaries across multiple jurisdictions, this risks diverting resources from genuine risk

Name of the organisation	Question	Answer
		management to administrative compliance. This concern is consistent with the consultation paper's emphasis that the RTS contains "a strong focus on the principle of proportionality" and that "the level of details and elaboration of group-wide requirements should be aligned to the size and complexity of groups and structures." Adyen therefore recommends that AMLA clarify Article 3(1)(g) to establish a proportionate, risk-based framework for review, whereby policies are subject to rigorous parent-level oversight while the review and reassessment of procedures and controls may be performed locally under a framework directed by the parent undertaking. This is particularly important for branches and subsidiaries in third countries, where local procedures and controls need to reflect local legal requirements while remaining subject to effective parent-level oversight. Adyen also seeks clarification on whether Article 3(1)(g) requires all local procedures - including those of branches and subsidiaries in third countries - to be tested for effectiveness by the parent entity. Central re-assessment by the parent undertaking of every procedure operated by branches and subsidiaries in third countries would be particularly disproportionate where the local framework is broadly equivalent, and would compound the concerns set out in Adyen's response to Question 4. Adyen proposes the following alternative wording for the second sentence of Article 3(1)(g): "The group-wide policies and group-wide risk assessments shall be reviewed and reassessed at the level of the parent undertaking in the Union. The procedures and controls implementing those

Name of the organisation	Question	Answer
		policies shall be reviewed and reassessed under a framework established and directed by the parent undertaking but shall be performed by the relevant obliged entity, having regard to its risk profile and to the legal and regulatory environment in which it operates. The parent undertaking shall be informed without delay of any matter arising from such review that has a material impact on the group's exposure to money laundering or terrorist financing risk or on the adequacy of the group-wide policies."
Adyen N.V.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Adyen appreciates the importance of effective information sharing within group structures for AML/CFT purposes and acknowledges the provisions in Articles 4 to 9 of the draft RTS which seek to enable this. Nevertheless, Adyen foresees several operational and legal challenges in implementing these provisions when transferring information from branches and subsidiaries in third countries. In particular, the breadth of information-sharing obligations in Article 4, combined with cross-border expectations in Articles 4 to 7, may create material legal uncertainty and operational burden for global groups operating across multiple regulatory regimes. While cross-border transfer and processing serve the legitimate purpose of meeting EU AML/CFT obligations, that purpose does not, of itself, necessarily constitute a lawful basis for processing or a valid transfer mechanism under third-country data protection law. Certain jurisdictions, such as Brazil, the United Arab Emirates and India, have stringent regulations on cross-border data transfers. A lawful processing ground and, where required, a recognised transfer mechanism must be established separately in each jurisdiction, subject to a comprehensive lawfulness assessment under applicable local law.

Name of the organisation	Question	Answer
		Even where a sufficient lawful basis exists for Adyen to transfer personal data from the third country to the EU, Adyen may be required to conduct comprehensive data-transfer risk assessments for all non-EU subsidiaries sharing information with Adyen N.V. While Adyen recognises that such assessments are required under existing data protection frameworks, the cumulative burden is significant: each must be conducted against every data point required under Article 4 of this RTS, which introduces a wide range of new data points to be shared across multiple jurisdictions, each with its own data protection regime. This is compounded by the fact that the interplay between local data protection requirements and AML/CFT obligations is not always straightforward. Third-country data protection laws may require an obliged entity to implement specific safeguards (such as Standard Contractual Clauses or Binding Corporate Rules) to enable cross-border transfer of personal data. Furthermore, building a system to share the volume of sensitive data required under Article 4 across several global entities is a substantial technical and administrative undertaking, likely requiring a centralised platform with complex access controls, audit capabilities and security measures to ensure compliance with data protection principles. Navigating these requirements demands significant legal and operational resources. Adyen welcomes the clarification in Recital (10) that information covered by legal privilege within the meaning of Article 70(2) falls outside this Regulation's scope. However, operationalising this carve-out within a global group is not straightforward. The scope of legal privilege differs materially across jurisdictions, such that material treated as privileged in one country may not be in

Name of the organisation	Question	Answer
		another. Identifying and filtering privileged material before it is shared, particularly across a centralised group platform handling the volume of data points required under Article 4, presents a practical challenge. Adyen would welcome confirmation from AMLA that an obliged entity may withhold any information (other than suspicious transaction reports) covered by legal privilege without breaching its information-sharing obligations, together with guidance on managing the privilege carve-out where the scope of privilege diverges across the jurisdictions in which the group operates. Adyen recognises the importance of information sharing as a general measure to promote AML/CFT objectives. It recommends that AMLA provide further guidance on how obliged entities should navigate the intersection of third-country data protection requirements and the information-sharing obligations under this RTS, to enable effective sharing of information for AML/CFT purposes. Adyen believes it will be very difficult for European financial institutions to determine legal principles on a country-by-country basis that fulfil both the obligations in this RTS and those of each individual third country. In lieu of higher-level frameworks at country level, individual financial institutions and supervisors are likely to arrive at different assessments and solutions. Beyond the operational burden, the principles in Article 5 risk producing disparate frameworks that impair a transparent and equal playing field within the European financial sector, rather than achieving harmonisation under a risk-based approach.
Adyen N.V.	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	Adyen foresees significant legal and operational challenges in implementing Section 4, arising from the absence of a clear delineation between "restriction" in the draft RTS and "less strict" in Article 17(1) AMLR. Additional measures should be limited to countries whose law concretely restricts obliged entities from

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	procedures and controls? If so, please describe the challenges and provide practical examples.	applying the standards in the draft RTS and AMLR Article 16. The term "restrict" in the RTS should be explicitly distinguished from "less strict" in Article 17(1), which could encompass countries well beyond those listed under AMLR Articles 29–31. Article 17(1) creates a two-limb obligation: the parent undertaking must ensure third-country branches and subsidiaries comply with the AMLR "or equivalent." Article 17(2) contemplates a qualitatively different situation where the law "does not permit compliance" - presupposing an affirmative legal barrier, not merely a gap in regulatory prescription. Conflating these concepts risks eroding this two-tier structure. Recital (46) AMLR supports this reading, framing the trigger by reference to concrete impediments: "limitations to the group's ability to access, process or exchange information due to an insufficient level of data protection or banking secrecy law" - rather than differences in regulatory granularity. The draft RTS similarly characterises impediments as affirmative restrictions on access to customer and beneficial ownership information. Accordingly, differences in regulatory drafting, data-collection granularity, verification methods or procedural requirements should not, by themselves, constitute a "restriction" where the third-country framework is substantively equivalent and the group can effectively manage ML/TF risk. If these terms are conflated, countries maintaining effective AML/CFT regimes but applying different data-collection requirements could unnecessarily be subject to additional measures. Article 34(8) AMLR, while operating in the EDD context, is instructive: escalation should not be automatic where branches fully comply with group-wide policies under Article 17.

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		The same principle should apply where the third country has no identified deficiencies. By way of example: US AML rules do not require collection of place-of-birth information under the Customer Identification Program (31 CFR 1020.220), whereas AMLR Article 22 requires it for natural-person onboarding. If such differences constitute a "restriction", Article 15 of the draft RTS would require the parent undertaking to carry out CDD itself - creating substantial compliance burdens for entities in jurisdictions whose frameworks are broadly equivalent but less prescriptive. The US does not prohibit collecting place-of-birth information; it simply does not require it. The absence of a domestic requirement is not the same as a legal restriction and should not be conflated with affirmative barriers such as banking secrecy or data protection prohibitions. Adyen recommends that AMLA include a recital or interpretive provision in the final RTS clarifying that Section 4 is triggered only where third-country law creates an affirmative legal impediment to group-wide AML/CFT policies, not merely where the framework prescribes different or less granular requirements that are broadly equivalent. Adyen recognises that the RTS identifies impediments across multiple domains beyond CDD and does not suggest limiting the framework to one domain. However, the assessment should be domain-specific and risk-sensitive: where an impediment relates to differences in data-collection granularity rather than an affirmative legal prohibition, the parent undertaking should retain discretion to determine whether KYC information retrieved

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		suffices to mitigate ML/TF risk without triggering the full additional measures suite. This is consistent with the RTS's requirement that additional measures be determined "on a risk-sensitive basis." Finally, while extending beyond Question 4's immediate scope, Adyen reiterates - as advocated in its response to the CDD RTS consultation - that formal recognition of AMLR equivalence would substantially mitigate these challenges. A clear framework for determining which third-country regimes are substantively equivalent would provide legal certainty, reduce case-by-case supervisory burden, and operationalise the proportionality AMLA endorsed. Adyen recommends that AMLA develop criteria for recognising equivalent frameworks, such that parent undertakings in equivalent jurisdictions would not be required to apply the full Section 4 regime solely by reason of differences in individual data-collection or procedural prescriptiveness. Without such clarity, draft RTS Articles 10–16 could inadvertently harm the commercial success of European financial institutions in third countries through overly strict interpretation of AMLR requirements - creating an uneven playing field between European financial institutions and their local competitors.
Adyen N.V.	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Adyen refers to its responses to Questions 3 and 4 regarding the legal and operational challenges that arise where third-country law restricts the access, processing or exchange of information for AML/CFT purposes. In relation to Articles 12 and 13 specifically, Adyen recognises that certain alternative information flows are framed in aggregated or statistical terms, such as the number and typologies of suspicious transactions and the number of high-risk customers. Adyen notes that Articles 12 and 13 already contemplate such aggregated and review-based flows as the minimum actions to be taken where disclosure is

Name of the organisation	Question	Answer
		restricted. However, the framework should make clear that any obligation to share underlying suspicious-transaction information, customer-related data, or supervisory information applies only to the extent compatible with the law of the third country. Adyen therefore recommends that AMLA confirm expressly that, where local law restricts such sharing, obliged entities may rely on proportionate alternative arrangements, including aggregated reporting, enhanced local reviews, or senior management reporting, without this being treated as a failure to comply with the information-sharing obligations.
Adyen N.V.	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Adyen considers the proposed framework for additional supervisory actions under Article 16 of the draft RTS to be directionally understandable in its tiered structure, but insufficiently clear as to how proportionality will be applied in practice. The tiered escalation structure, spanning risk mitigation plans and corrective measures under Article 16(1) to restrictions on business relationships and closure of operations under Article 16(2), reflects a logical progression that is consistent with the principle of proportionality. Adyen also notes the requirement in Article 16(3) that supervisors consider the nature and gravity of identified risks, the extent of third-country legal impediments, and existing governance and risk management frameworks when determining supervisory actions. This risk-based assessment is essential to ensuring that supervisory intervention is calibrated to the severity of the underlying risk. However, Adyen identifies practical concerns regarding the workability of the framework, particularly as regards the feasibility of restriction and closure measures and the interaction between the supervisory escalation framework and the threshold for triggering additional measures under Section 4. In particular,

Name of the organisation	Question	Answer
		the formulation that supervisors shall exercise “one or more” additional supervisory actions risks being applied too prescriptively if it is not accompanied by a clear obligation to assess whether the listed measures are suitable, necessary and proportionate in the circumstances. Critically, the frequency with which the Article 16 escalation framework is engaged depends directly on the threshold for triggering additional measures under Section 4. As set out in Adyen's response to Question 4, if the concept of "restriction" is interpreted broadly to encompass mere differences in regulatory prescriptiveness rather than affirmative legal impediments, the supervisory escalation framework could be triggered in relation to well-regulated jurisdictions where ML/TF risk is effectively managed. This would risk supervisors being required to assess the sufficiency of additional measures, and potentially to apply restrictions or closure measures, in situations that do not warrant such intervention. Ensuring that the trigger threshold under Section 4 is appropriately calibrated may therefore be consequential to the workability of the supervisory framework under Article 16. Accordingly, Adyen recommends that AMLA: (i) acknowledge the practical constraints on implementing closure measures in third countries and provide guidance on how parent undertakings should navigate conflicts between EU supervisory directions and third-country legal requirements, and (ii) ensure that the risk-based assessment under Article 16(3) is applied substantively - in particular, that supervisors give meaningful weight to the overall effectiveness of the group's AML/CFT framework to effectively mitigate ML/TF risk in third countries before escalating to supervisory actions, and actively consider and document whether less restrictive or alternative measures would be sufficient before

Name of the organisation	Question	Answer
		requiring restrictions, termination of relationships, transaction prohibitions or closure of operations.
Adyen N.V.	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comment - Not applicable to Adyen.
Adyen N.V.	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No comment - Not applicable to Adyen.
Adyen N.V.	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	No comment - Not applicable to Adyen.
Adyen N.V.	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	No comment - Not applicable to Adyen.
AFG	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Among the definitions laid out in article 2 of the RTS, the definition of "structure" appears insufficiently precise. As opposed to “network”, “partnership” and “franchise”, it is only based on “the objective of establishing a common framework of business (...)” without referring to any common ownership, common management or common compliance control. Such a broad definition could inadvertently include relationships such as fund distribution arrangements for which group-wide requirements would be neither appropriate nor feasible. To avoid creating unnecessary and counterproductive complexities that would hinder robust and effective ML/TF risk

Name of the organisation	Question	Answer
		management we suggest that the definition of “structures” explicitly applies only to entities in the non-financial sector.
AFG	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Entities in the asset management sector often belong to EU or international groups engaged in a wide range of diverse business activities (e.g., banking, investment, brokerage). Consequently, a dedicated AML/CFT approach, adapted to each specific activity, is necessary. This approach should efficiently mitigate the ML/TF risks that each group entity faces, considering the nature of its operations and its regulatory requirements. For example, the business activities of an asset manager and their customer interactions differ significantly from those of a bank. This requires the implementation of processes specific to each business activity to effectively mitigate risk. Seeking a one-size-fits-all approach in line with the parent entity's practices would be highly inefficient To properly address that diversity, groups currently operate within a coordinated governance model, where global AML/CFT standards are set centrally and supplemented by local frameworks on an entity level. These entities effectively have independent boards of directors, money laundering reporting officers, and frameworks tailored to their business models and activities. Therefore, article 3 of the RTS should establish as an overarching principle that (i) policies and procedures applicable to the various entities of a group must be tailored to their respective activities and that (ii) it is the parent company’s responsibility to ensure that procedures applied by its subsidiaries are appropriate to their specific business activities. It is essential for group entities to have an efficient and appropriate system. The parent undertaking should ensure

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		effective coordination rather than vertical centralization, which could harm the effectiveness of AML/CFT measures and competitiveness. While a group-wide compliance function is necessary, it does not preclude the development of tailored procedures for different types of activities, consistent with a systematic risk-based approach.
AFG	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	To provide clarification, we propose replacing the first sentence of Article 4 of the RTS : “When information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group as referred to in provisions of Article 16(3) of Regulation (EU) 2024/1624 shall enable at least the sharing of the following information” replaced by the following wording: : “Any sharing of information within a group, as referred to in Article 16(3) of Regulation (EU) 2024/1624, must target information relevant to the purposes of preventing money laundering, terrorist financing, and the non-application or circumvention of targeted financial sanctions, which may cover, where necessary.” The “need-to-know” principle, reinforced by the ability of the parent undertaking to define the perimeters of information sharing, is key to upholding the AMLR approach. It is also key to meet the standards of processing of personal data under GDPR, the principle of data minimisation, which requires that personal data shall be “adequate, relevant and limited to what is necessary in relation to the purposes for which they are processed”. The catalogue of data listed in article 4 is particularly extensive.

Name of the organisation	Question	Answer
		We suggest that information sharing be limited to enhanced due diligence. Such systematic and extensive information-sharing obligations may go against the principle of data minimisation under GDPR. Sharing information on the nature and content of the business conducted with a client could also give rise to conflicts of interest between sell-side (e.g. brokers) and buy-side businesses (e.g. asset managers) within the same group. Therefore, we are of the opinion that article 4- 1. b) should be deleted as sharing this information may be highly problematic in some cases. Regarding article 7, we would suggest following the example of other EU regulatory frameworks such as DORA, adopting a two-step approach: (i) initial simplified notification within 28 calendar days, limited to identifying the jurisdiction concerned and providing a general description of restrictions encountered, and (ii) subsequent detailed notification under an extended deadline of 90 days as these details may require more time to be obtained.
AFG	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The approach proposed under article 10 to 16 of the draft RTS does not seem to fully capture the diversity of situations that obliged entities may face under legal frameworks in third countries. Between provisions that would prohibit the application of EU rules entirely and those that would be fully aligned, various scenarios can exist. They may include additional conditions such as prior administrative authorisation, requirements regarding the location of data storage centers, or restrictions on limited categories of data. Such additional requirements should not immediately trigger the application of additional measures under the draft RTS.

Name of the organisation	Question	Answer
		Article 11 creates a new reporting obligation for parent companies regarding information sharing within a group, with a deadline that seems inappropriate. We suggest setting this deadline to 90 days.
AFG	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	As worded Article 12 concerning the Disclosure of information related to the reporting of suspicious transactions implies a high degree of implementation complexity far removed from the operational needs of the actors involved. In any event, Article 12-4, which does not allow for the adoption of appropriate measures, does not appear to be consistent with a risk-based approach.
AFG	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Obligations to refrain from carrying out a transaction, to terminate a business relationship, and to close some or all operations in a particular jurisdiction should be treated as a measure of last resort and should not be automatically imposed. Article 16 appears likely to hinder the expansion of European asset management companies into third countries (particularly for private equity management firms) and create a distortion of competition between European asset managers and those governed by foreign law by granting the supervisor very broad injunctive powers.
AFG	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	As currently drafted articles 17(1)(b) “determination of sufficient prominence” and article 18(1)(b) “Determination of sufficient understanding of operations” lead automatically to the designation of a parent undertaking based on purely quantitative criteria with no consideration as to the proportionate benefits considering increased costs and risk associated with the designation of the parent undertaking. For example, an asset management company (AIFM/UCITS) and a

Name of the organisation	Question	Answer
		brokerage firm or commercial bank (MIFID) would be obliged to reveal sensitive client information and adopt common procedures and controls that could lead to conflicts of interest (transfer of information on competing firms, competing market counterparties, issuers insider information etc). Because the criteria are purely quantitative and deterministic this is true even if the two obliged entities whose head office is located outside of the Union share no common clients nor business relations. The designation of a parent undertaking should only be contemplated if the obliged entities share a significant number of clients and business relations and strictly on a "need to know basis." The benefits of transfer of information and common procedures and controls should outweigh significantly the costs of such implementation. Costs include the increased risk of conflicts of interest, the cost of hiring and training additional compliance and operational staff where the obliged entities and parent undertaking operate under different sectorial regulations, IT investments (including overriding Chinese walls imposed by sectorial regulations). On a subsidiary basis, the "number of customers" 17(1)(b)(i) should consider the specific nature of different client types "retail clients", "financial intermediaries", "non-financial entities" and "institutional clients". The purely quantitative criteria are hazardous at best. The same could be said about "the incoming and outgoing transactions". The criteria should consider the specific nature of different transactions: banking, derivates, DVP transactions, Repos, subscription redemptions, etc. In addition, 17(1)(b)(ii) should not lead to the hiring and training of additional staff to obtain sufficient understanding of operations of obliged entities operating in different sectors in particular where the

Name of the organisation	Question	Answer
		benefits do not warrant such costs. The RTS should allow the choice of the parent undertaking in the EU to be guided by its suitability for the oversight role, with the qualitative approach and criterion of "sufficient understanding" (Art. 18) taking clear precedence over the quantitative approach and the criterion of "sufficient prominence" (Art. 17). Focus should be on stable, governance-based determinants that align with practical governance arrangements and operational models, and the current supervisory and compliance structures formed under the prudential framework.
AFG	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	As mentioned above the definitions under article. 2 of the RTS are too broad and can lead to unintended consequences for the financial sector, including asset management, by capturing arrangements that do not create group-like ML/TF risks and do not justify group-like coordination for AML/CFT purposes. This is further reinforced by the very broad conditions put forward under Art. 21 of the draft RTS. Notwithstanding the above, we would like to point out the "common compliance control" under article 21(2)(c), and especially point (i), which refers to "common policies, procedures and controls managed by a control function". The alignment of compliance policies would not always be a manifestation of the close links existing between the entities involved. Instead, it can be a result of, e.g. regulatory or supervisory requirements where entities from a particular sector are required to adopt harmonised policies. This is, for example, the case for any delegation relationships governed by the AIFMD and UCITS Directives.

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		Article 21 of the RTS should be amended to reflect instances where “common compliance control” comes from genuine structural integration, rather than other regulators or supervisory approaches. This could be achieved if a criterion of a deliberate structural or organizational choice by the entities concerned took precedence over the present criteria listed. This choice could be evidenced by governance arrangements such as shared board oversight, shared risk appetite frameworks, or formal cooperation agreements going beyond regulatory minimum requirements.
AFG	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	-
AFG	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	-
Allen Overy Shearman Sterling LLP	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We support AMLA’s objective of ensuring that group-wide AML/CFT standards cannot be avoided merely because professional services firms are organised as partnerships, networks or other non-corporate structures. However, the definitions of “network”, “partnership”, “structure” and “common compliance control” should be clarified and narrowed for the legal profession, so that they capture only arrangements involving genuine and enforceable AML/CFT control rather than ordinary features of international law-firm cooperation. In particular, the RTS should distinguish clearly between

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		arrangements that create binding and enforceable AML/CFT control over two or more obliged entities and arrangements that merely involve a common brand, international cooperation, referrals, common technology, shared best practice, common templates, training, quality standards, or non-binding policy guidance. Recital 27 usefully recognises that pure cooperation, common technical tools, knowledge sharing, customer referrals, best-practice exchange, the same name or branding, or outsourcing to the same compliance service provider should not fall within scope. That exclusion should be reflected directly in Article 2 and Article 21. For law firms, "common compliance control" should not be triggered merely because an international law firm has global risk policies, templates, training materials, quality standards, professional responsibility guidance, shared IT systems, common client-opening tools, or a global risk committee that provides advice but does not have legal authority to direct local professional conduct.
Allen Overy Shearman Sterling LLP	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3 is broadly understandable, but it should be adjusted more clearly for professional services firms and legal partnerships, where local professional responsibility and local AML accountability cannot simply be displaced by one global policy. The requirements should permit a principles-based global AML/CFT framework with local addenda, rather than requiring a single uniform policy to operate identically in all jurisdictions and across all practice areas. For international law firms, AML/CFT obligations arise in specific categories of work and are affected by local professional secrecy, privilege, confidentiality, conflicts and independence obligations.

Name of the organisation	Question	Answer
		Article 3 should therefore state expressly that group-wide or group-equivalent policies may be implemented through local policies, local risk assessments and local decision-making where required by national law or professional regulation, and that such local implementation should not be regarded as a deficiency in the group-equivalent framework. The RTS should also clarify that the "organisation and coordination structure or body" at group level may be a committee, function, designated lead, or governance framework, rather than a corporate management body. In a partnership or network, no EU entity may have corporate control over other entities. The RTS should therefore focus on effective coordination, documented responsibilities, escalation and oversight, rather than assuming legal control where none exists. We also recommend that Article 3 expressly state that group-wide policies must not override the individual responsibility of each obliged entity, the independence of lawyers, local professional obligations, or local restrictions on disclosure and client confidentiality. This would be consistent with the RTS statement that information sharing does not exempt individual obliged entities from their own CDD and risk-assessment responsibilities.
Allen Overy Shearman Sterling LLP	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	Yes. The information-sharing provisions are an important part of effective group-wide AML/CFT risk management, but they should be calibrated carefully for international law firms and other professional services structures. In particular, the RTS should distinguish between AML/CFT information that can and should be shared for CDD, risk assessment, ongoing monitoring and supervisory purposes, and information that may be protected by

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	legal privilege, professional secrecy, confidentiality duties, litigation privilege or local professional rules. For example, basic customer identification data, beneficial ownership information, risk-classification information, relevant adverse media and information needed to manage AML/CFT risk may be appropriate for sharing where lawful and necessary. By contrast, the content of legal advice, litigation strategy, privileged client communications, protected work product and certain suspicion analyses may be subject to legal or professional restrictions and should not be required to be shared beyond what is permitted by applicable law. The RTS should therefore provide that information sharing must be proportionate, risk-based, limited to what is necessary and subject to a need-to-know analysis. This would align the broad information-sharing objective with the safeguards already reflected in the draft RTS and would reduce the risk of inconsistent implementation across Member States. In no event, obliged entities should be required to seek to circumvent applicable third-country law, professional secrecy or data protection restrictions.
Allen Overy Shearman Sterling LLP	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes. Third-country legal impediments may create practical and legal challenges for professional services firms operating through offices, branches, subsidiaries, member firms or associated entities outside the Union. Such impediments may arise from data protection rules, banking secrecy, professional secrecy, local privilege rules, restrictions on suspicious-transaction information, limits on customer or beneficial ownership data, or restrictions on supervisory access.

Name of the organisation	Question	Answer
		The RTS should recognise that such impediments are often partial and context-specific rather than absolute. A third-country office may be able to share customer identification or risk-classification information, while being unable to share privileged legal advice, protected client communications, suspicious-activity analyses or information subject to local professional secrecy. The framework should therefore allow an assessments by information type, use case, recipient and applicable local law.
Allen Overy Shearman Sterling LLP	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes. International law firms are likely to face practical and legal challenges when third-country law restricts access to, processing of or exchange of AML/CFT information. The RTS should recognise that restrictions may be partial, matter-specific and context-dependent. For example, a jurisdiction may permit sharing of basic CDD information but prohibit sharing of suspicion analyses, privileged legal advice, litigation strategy, client communications or information obtained under professional secrecy. A single binary assessment of whether information sharing is permitted or restricted may often be insufficient. The RTS should permit risk-based alternatives. Full data sharing should not be required where it would breach privilege, professional secrecy, confidentiality, local law, local professional regulation or data protection requirements.
Allen Overy Shearman Sterling LLP	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework is appropriate in principle but should be materially refined for professional services firms and cross-border partnership structures, because supervisory measures should not impose responsibility on an EU entity that lacks legal power to implement them.

Name of the organisation	Question	Answer
		Corrective measures, risk mitigation plans and enhanced monitoring are generally workable. However, restrictions on business relationships, restrictions on occasional transactions and closure of operations may be difficult or impossible where the EU obliged entity does not own or control the third-country operation. In an international law firm, a third-country office may be a separate partnership, member firm or associated entity, not a subsidiary or branch of the EU entity. The RTS should therefore state that supervisory actions must be addressed only to an entity with legal power to implement them. An EU obliged entity should not be required to close, restrict or remediate a third-country operation that it does not own or control. Where the EU entity lacks legal power, the appropriate measures should be limited to controls within its own perimeter. It should also be made clear that supervisory actions should be proportionate to the nature and gravity of the impediment and should take existing governance, risk-management and control arrangements into account. Where risks can be managed through corrective measures, monitoring, enhanced reviews or other proportionate controls, restrictive measures should not be the default response.
Allen Overy Shearman Sterling LLP	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The criteria may be suitable for corporate groups, but they should not be applied mechanically to international law firms and professional partnerships. Customer numbers, transaction volumes and annual turnover are poor proxies for AML/CFT control in the legal sector and should not determine responsibility where they do not correspond to actual governance authority. A law firm's revenue may reflect

Name of the organisation	Question	Answer
		deal flow, disputes, advisory work, local market size or billing models, rather than AML/CFT governance capacity. The entity with the highest annual turnover may have no authority to direct AML/CFT policies of other EU offices and may not have the relevant compliance infrastructure. For professional services structures, the primary criterion should be actual, enforceable authority and practical capability to implement AML/CFT controls. Relevant factors should include documented responsibility for AML/CFT governance, ability to issue mandatory AML/CFT policies, ability to require remediation, access to necessary information subject to privilege and secrecy and senior compliance expertise. Where no EU entity has such authority, the RTS should permit the structure to designate an EU AML lead entity or EU AML coordination function by agreement, without deeming it to be a corporate parent, without giving it broader legal control, and without making it responsible for matters outside its legal powers. The designation should be for AML/CFT governance purposes only and should not affect partnership law, liability allocation, professional independence or local regulatory responsibilities.
Allen Overy Shearman Sterling LLP	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 is directionally useful but too broad unless it is anchored to genuine, material and enforceable AML/CFT control. The provisions on common management and common compliance control could capture many ordinary features of international law firms that do not amount to control. Examples include global risk policies, common training, shared knowledge platforms, common matter-opening systems, common brand

Name of the organisation	Question	Answer
		standards, shared audit methodology, common conflicts systems or advisory global risk committees. These arrangements improve compliance and risk management, but they do not necessarily give one entity legal authority to direct another entity's AML/CFT decisions, obtain sensitive information, or compel remediation. Article 21 should therefore require a material and enforceable form of common AML/CFT control. The test should be whether an entity or function has the legal or contractual ability to require two or more obliged entities to implement AML/CFT policies, provide information, remediate deficiencies or accept oversight. Non-binding guidance, advisory committees, common templates, common branding, shared systems, training, quality standards or coordinated risk advice should not be sufficient. The exclusion in recital 27 should be moved into the operative text. In particular, common branding, cooperation, technical tools, knowledge sharing, referrals, best-practice exchange and outsourcing to the same provider should be expressly excluded unless combined with enforceable AML/CFT control, including a legal power to require implementation, information sharing and remediation.
Allen Overy Shearman Sterling LLP	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. Article 21 may create legal and operational challenges if applied without sufficient regard to the governance models of international law firms and professional partnerships. Law firms may share a name, brand standards, know-how platforms, technology, training, risk methodologies, conflicts systems or quality standards across multiple jurisdictions while remaining subject to local professional regulation, local secrecy rules and local accountability.

Name of the organisation	Question	Answer
		The main operational risk is uncertainty. If ordinary cooperation, shared infrastructure or common standards are treated as sufficient to trigger group-equivalent requirements, firms may face inconsistent supervisory expectations in different Member States and may be required to map, document and justify arrangements that do not involve enforceable AML/CFT control. This would increase complexity without necessarily improving ML/TF risk mitigation. Article 21 should therefore include practical examples and a safe-harbour style clarification confirming that common branding, referrals, training, technology, shared policies, shared methodology, shared providers and advisory functions do not suffice.
Allen Overy Shearman Sterling LLP	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 should be revised for professional partnerships and networks to avoid imposing an EU parent-undertaking role on an entity that does not have enforceable authority over other firms or offices. Some criteria are appropriate, particularly the ability to decide strategy, coordinate management or manage compliance controls. However, other criteria are too broad. Providing essential technical information or critical services, managing operational costs, or developing branding, marketing or network arrangements should not by itself make an entity the EU parent undertaking. In a law firm, IT, brand, knowledge-management or business-services entities may provide critical infrastructure but have no authority over AML/CFT decisions, no power to compel local offices to act, and no professional-regulatory competence. The fallback to highest annual turnover is also unsuitable for the

Name of the organisation	Question	Answer
		legal sector and should not be used where it would identify an entity without actual AML/CFT governance authority. Turnover does not reliably identify the entity best placed to implement AML/CFT controls, engage with supervisors or manage legal privilege and professional secrecy issues. We recommend that Article 22 identify the EU parent undertaking by reference to actual AML/CFT governance capability and enforceable authority. If no EU entity has such authority, the structure should be allowed to designate an EU AML lead for coordination and supervisory contact, with responsibilities limited to AML/CFT governance within its legal powers and without deeming that entity to have corporate control over other firms. AMLA should also clarify the position where the true global compliance function is outside the EU. In that case, the RTS should not force an EU entity into a parent role.
Allianz SE	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Observation 6 Article 2(1) of the draft RTS defines 'control function' as: "a function that is independent from the commercial functions it controls and that is responsible to provide an objective assessment of the obliged entity's risks, review or report on those, including, but not limited to, the risk management function, the compliance function and the internal audit function." The current definition in Article 2(1) of the draft RTS is overly broad and does not adequately reflect the differentiated governance architecture mandated by Solvency II for insurance undertakings. Without clarification, it risks creating regulatory conflicts, operational ambiguity, and potential non-compliance with prudential requirements at entity level. We strongly

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		recommend that AMLA introduces a differentiation or safeguard clause to ensure coherence between the AML/CFT group-wide framework and existing sectoral governance standards. The draft RTS definition treats the compliance function, the risk management function, and the internal audit function as a single category ("control function") without distinction. This creates several conflicts for entities acting under Solvency II. 1. Blurring of 2nd and 3rd Line Independence: Under Solvency II, Internal Audit (3rd line) must be structurally separated from Risk Management and Compliance (2nd line), with no instruction rights or reporting of one function into the other. The draft RTS definition groups them together as equivalent "control functions," which risks undermining the strict organizational separation required under prudential regulation. 2. Conflicting Governance Mandates: The 2nd line (Compliance, Risk Management) provides ongoing oversight, defines frameworks, and advises on risk mitigation — it is embedded in the governance cycle. The 3rd line (Internal Audit) provides periodic, independent assurance on the effectiveness of both the 1st and 2nd lines — it must remain detached from operational governance. Treating both as undifferentiated "control functions" in the context of group-wide AML/CFT requirements (e.g., Article 3(b), (e), (f), (g) of the draft RTS) may lead to: Ambiguity regarding which function is expected to perform which task; Potential conflicts with Solvency II requirements on the independence of Internal Audit; Operational confusion at entity level where "double-hatting" restrictions apply. We recommend that AMLA differentiates the definition of "control function" to reflect the established three lines of defense model,

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		or at minimum, adds a clarification that the definition does not affect the organizational separation requirements under sectoral prudential legislation (in particular Directive 2009/138/EC for insurance undertakings).
Allianz SE	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Observation 1 The draft RTS does not sufficiently clarify the extent to which non-AML-obliged entities within a group are required to participate in group-wide AML/CFT policies, procedures, controls, and the group-wide risk assessment. For a group comprising over 200 obliged entities across multiple sectors, expanding steering and monitoring to non-obliged entities significantly increases operational complexity without providing meaningful value from an AML/CFT perspective, excluding the obligations with restrictive measures - noting that this position is strictly limited to the AML/CFT domain and is without prejudice to any obligations such entities may bear in relation to compliance with restrictive measures and sanctions. Non-obliged entities, by definition, do not conduct activities falling within the scope of Regulation (EU) 2024/1624. Requiring full participation in group-wide policies and risk assessments is disproportionate to the ML/TF risk they present. The involvement of Non-obliged entities should be limited to narrow, clearly defined scenarios — specifically, where a suspicion of ML/TF arises that may be material to the group. Non-obliged entities within the group shall only be required to cooperate with the parent undertaking in the context of group-wide suspicious activity reporting where information held by such entities may be relevant to the identification or mitigation of

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		ML/TF risks affecting obliged entities within the group. Non-obliged entities shall not be required to conduct entity-level AML/CFT risk assessments or to implement group-wide AML/CFT policies and procedures.
Allianz SE	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Observation 2 Article 4 of the draft RTS establishes a broad catalogue of information to be shared within the group, encompassing customer data, transactions, services and activities, risk assessments, control functions, external audits, suspicious transaction or activity reports, group-wide policies, and supervisory interactions. For large groups with several hundred to over one thousand legal entities operating in diversified IT landscapes, the full scope of information listed in Article 4 cannot be reasonably processed or meaningfully utilized by all entities. A common global customer database is not technically or operationally feasible in such environments. The risk of information overload is significant and may paradoxically undermine the effectiveness of AML/CFT controls by diluting focus on genuine ML/TF risks. The RTS must permit the application of a documented risk-based assessment to determine the type, scope, and granularity of information to be shared. We believe this would strengthen, rather than diminish, the effectiveness of group-wide AML/CFT controls by ensuring that relevant information is not obscured by volume. The parent undertaking shall determine, on the basis of a documented risk-based assessment, the type, scope, and granularity of information to be shared within the group, taking into account the size and complexity of the group, the feasibility

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		of processing such information, and the materiality of the information for the effective management of ML/TF risks.
Allianz SE	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Observation 3 The draft RTS requires each obliged entity to independently identify and report legal impediments to information sharing arising from data protection or other local laws in third-country jurisdictions. Requiring each individual obliged entity across the EU to independently assess DPO limitations in all relevant jurisdictions results in duplicative legal analysis, significant external legal costs, and inconsistent outcomes. This burden is particularly acute for large groups operating in numerous jurisdictions. A centralized AMLA initiative to identify and publish jurisdictions with known limitations would deliver considerably greater legal certainty and operational efficiency across the single market. AMLA shall publish and periodically update guidance identifying third-country jurisdictions where legal or regulatory restrictions are known to limit the sharing of information for AML/CFT purposes. Obliged entities may rely on such guidance when assessing legal impediments pursuant to Article 17 of Regulation (EU) 2024/1624. Observation 5 The draft RTS does not sufficiently clarify the extent to which obliged entities established outside the EU fall within scope, specifically whether non-EU entities must be individually captured in supervisory data submissions (e.g., template "AMD 03.01 – establishment") as part of the AMLA calibration exercise.

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		Regulation (EU) 2024/1624 applies directly only to EU-established obliged entities. Non-EU entities are subject to their respective local AML/CFT regimes and are not direct addressees of the AMLR. For large, globally operating groups (e.g., 200+ obliged entities across multiple sectors), requiring individual-level reporting of all non-EU entities in EU-specific templates creates disproportionate operational burden without commensurate AML/CFT risk management benefit. The scope of entities to be individually reported in supervisory data submissions shall be limited to EU-established obliged entities, unless the parent undertaking determines on a risk-sensitive basis that inclusion of specific non-EU entities is necessary for an adequate understanding of the group's ML/TF risk exposure. Observation 4 The draft RTS does not clearly delineate whether AML/CTF training obligations extend to employees of non-obliged entities within the group. Requiring comprehensive AML/CTF training programs for entities whose business activities do not fall within the scope of Regulation (EU) 2024/1624 is disproportionate and does not deliver meaningful risk mitigation value. Training resources should be concentrated where they address genuine ML/TF exposure. For non-obliged entities, only targeted awareness measures — specifically, basic escalation procedures in the event of a suspicion — are warranted. Training requirements under group-wide policies shall apply to

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		obliged entities. Non-obliged entities shall only be required to ensure that relevant personnel are aware of escalation procedures for reporting suspicions of ML/TF to the designated group compliance function.
Allianz SE	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	See answer question 4
Allianz SE	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	See answer question 4
Allianz SE	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	n.a.
Allianz SE	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	n.a.
Allianz SE	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	n.a.
AMAFI	Question 1 Do you have any observations concerning the definitions laid out in article 2?	GENERAL COMMENTS The harmonisation of group-wide AML/CFT requirements at the European level is key to fostering a consistent application across the European Union and to ensuring the robust and effective

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		management of money laundering and terrorist financing (ML/TF) risks within financial groups, particularly in a cross-border context. This harmonisation also presents an opportunity to achieve much-needed consistency of requirements applicable within financial groups and to reduce compliance costs, although such reduction may prove limited given the additional burden resulting from the strengthened requirements introduced by the AMLR (minimum requirements regarding group-wide policies, procedures and controls incumbent on a parent undertaking, additional measures for branches and subsidiaries in third countries...). While combating ML/TF is essential to safeguarding the integrity of the European economy and society, this fight must remain aligned with the European Commission's objectives of reducing unnecessary burdens and promoting simplification. Harmonisation should not mean defaulting to the most restrictive approaches but rather should involve streamlining requirements and selecting the most relevant and effective. Against this background, AMAFI considers that the risk-based approach and the principle of proportionality should govern the application of the RTS as a whole and accordingly proposes that this be expressly stated at the outset of the Regulation (see Question 1 below). These principles should guide the interpretation of the provisions of the RTS and allow obliged entities to exercise judgement in calibrating their application in line with the nature, scale and ML/TF risks of their activities, as well as the size, complexity and risk profile of the group or structure concerned. In addition, as part of the objective of harmonisation, several provisions of the draft RTS would benefit from further clarification

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		in order to ensure legal certainty and avoid divergent interpretations across Member States and sectors. In this context, the AMLA has a critical role, in cooperation with national competent authorities, in ensuring supervisory convergence and supporting a consistent, proportionate and risk-based application of the RTS across the Union. The draft RTS could also further emphasise the need for coordination between competent authorities, in particular as regards: § the respective roles of the supervisor of the home Member State of the parent undertaking in the Union and the supervisors of the host Member States of the other entities of the group, and § situations where an entity of the group is established in a third country whose law restricts the sharing of data. Concerning Question 1 : The risk-based approach and the principle of proportionality are central to the AML-CFT framework established by Regulation (EU) 2024/1624 (AMLR) and this is recognised by AMLA itself, in the impact assessment accompanying the consultation. AMAFI regrets that these principles are not expressly enshrined in a dedicated provision of the draft RTS allowing for their application across this Regulation as a whole. As noted in the introduction of this document, these principles should guide the proposed provisions of the draft RTS, allowing obliged entities to exercise judgement in calibrating their application in line with the nature, scale and ML/TF risks of their activities, as well as the size, complexity and risk profile of the group or structure concerned.

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		Although these principles are referred to in several provisions of the draft RTS, this is not sufficient to ensure their application across the Regulation as a whole. AMAFI therefore considers that the introduction of a general provision, or an amendment to Article 1, the title of which should be adapted accordingly, incorporating these principles would ensure that they govern the interpretation of all provisions of the draft RTS, including those that do not expressly refer to them. AMAFI proposes the following amendment: “This Regulation shall be applied in line with the risk-based approach. The extent and nature of the group-wide policies, procedures and controls, the information to be shared and the additional measures to be applied by parent undertakings and obliged entities shall be commensurate with the type and level of money laundering and terrorist financing risk identified, as well as the risk of non-implementation or evasion of targeted financial sanctions, and shall enable them to manage and mitigate that risk appropriately, taking into account the size, complexity and risk profile of the group or structure”. Furthermore, clarifications should be provided regarding the definitions of partnerships, franchises and structures, for the reasons set out in AMAFI's responses to Questions 8 and 9 of this Consultation.
AMAFI	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3 sets out the minimum requirements regarding group-wide policies, procedures and controls that the parent undertaking in the Union must put in place. AMAFI considers that the obligations laid down in Article 3(1) call for further clarification on the following two points: § “the parent undertaking in the Union shall ensure that the

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		following minimum requirements are part of the group-wide policies, procedures and controls" (Draft RTS, art. 3(1)) Further clarification would be helpful on how the obligations imposed on the parent undertaking to "ensure" certain outcomes should be interpreted where the parent undertaking (within the meaning of the AMLR) does not exercise control over the other entities of the group. This would be the case, for instance, of two entities established in the EU, each being a subsidiary of a different intermediate parent belonging to a group whose head office is located in a third country, and between which no capital link exists, neither directly nor through their respective intermediate parents. In such a configuration, the parent undertaking designated under the AMLR has no legal or structural basis to compel the other entities of the group to implement group-wide AML/CFT policies, procedures and controls. In such a case, and consistently with the risk-based approach and the principle of proportionality (see Question 1), a more proportionate, coordination-based approach should be recognised, rather than an expectation of results-based obligation. § "the group-wide policies, procedures and controls and the group-wide risk assessments shall be implemented consistently in all the obliged entities that are part of the group and shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union" (Draft RTS, art. 3(1)(g))

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		Clarification of the term “reassessed” would also be welcome. AMAFI considers that this provision should allow for a reassessment of the design and adequacy of the control framework at the level of the parent undertaking in the Union, i.e. a review to ensure that the framework remains appropriate to the structure, composition and risk profile of the group. By contrast, it should not be interpreted as requiring the centralisation, at the level of the parent undertaking, of the operational execution of the controls themselves, which should continue to be performed within the relevant entities of the group.
AMAFI	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	AMAFI has the following comments on information sharing: -Article 4 Article 4 sets out the information that obliged entities must share within a group, together with the conditions and safeguards applicable to such sharing. Article 4(1) should be restructured by distinguishing between information required for oversight purposes and information sharing (KYC information sharing, for conducting enhanced due diligence and suspicious transaction reporting). However, the current drafting of Paragraph 1 ("shall enable at least the sharing of the following information"), combined with the granularity of the list, makes it mandatory to share all the listed information, whatever the situation. This would be disproportionate, operationally burdensome and at odds with the proportionality principle. Deleting the words "at least" and clarifying that the list is illustrative and non-exhaustive would allow obliged entities to adapt the scope and level of detail of the information they share in accordance with the principle of

Name of the organisation	Question	Answer
		proportionality and the risk-based approach. Paragraph 1 should thus be reworded as follows: "When information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group as referred to in provisions of Article 16(3) of Regulation (EU) 2024/1624 shall enable the sharing of information, which may include the following, where relevant and in accordance with the risk-based approach". Accordingly, the proportionality principle set out in Paragraph 2 ("taking into account the size, the complexity and the risks of the group as well as the availability and quality of the information") should govern the reading of the entire Article 4. Placing it first would make clear from the outset that information sharing is to be calibrated on a risk-sensitive and proportionate basis. Moreover, amongst the information listed in Article 4, point (1)(e)(iv) refers to "information held by the obliged entity of the group pursuant to the obligation of data retention", without clearly specifying which information falling under data retention obligations are intended to be covered, nor the circumstances in which they should be shared. The scope of the data concerned should be clarified to ensure greater legal certainty and to avoid divergent interpretations across EU Member States. Finally, Paragraph 4 provides that information sharing shall not exempt obliged entities within the group from conducting "adequate own customer due diligence or risk assessments". AMAFI would welcome confirmation that this reference preserves

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		ultimate responsibility at entity level without requiring each receiving entity within the group to conduct duplicative due diligence on customers already assessed by another group entity (which would defeat the purpose of intra-group information sharing), in line with the proportionality requirement and the reference to outsourcing and reliance arrangements set out in that same provision. -Article 7 Article 7 sets out requirements applicable to obliged entities where the law of a third country restricts or prohibits the transfer of data to the supervisor of the obliged entity in the Union. Firstly, further clarification is needed regarding the scope of the term "transfer of data". AMAFI considers that, consistently with the scope and legal basis of the AMLR, this term should be limited to AML/CFT-related data and should not extend to any type of data held by the branch or subsidiary. Moreover, the draft RTS provides that the obliged entity must, at least, determine whether the consent of the customer and, where applicable, of the beneficial owner, or any other means, can be used to legally overcome such restrictions or prohibitions. This requirement would expose obliged entities to excessive legal risk. In particular, reliance on consent raises significant difficulties in practice: managing consent at scale entails considerable operational complexity; the legal effectiveness of consent in overcoming certain third-country restrictions or prohibitions remains uncertain; and obtaining valid consent from beneficial owners raises significant practical and legal challenges, notably

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		because obliged entities generally do not have a direct relationship with such individuals. In such circumstances, information exchanges should instead take place through the appropriate mechanisms for cooperation between supervisory authorities. AMAFI recommends deleting the requirement set out in Article 7(2)(b). -Article 8 Article 8 concerns the sharing of information received in the context of information-sharing partnerships established pursuant to Article 75 of the AMLR, which already sets out the conditions under which such sharing is permitted, without introducing any additional or distinct conditions. AMAFI calls for the deletion of Article 8.
AMAFI	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	As a preliminary remark, AMAFI wishes to draw AMLA's attention to the risk that the criteria set out in Section 5 may result, for AML/CFT purposes, in the designation of a parent undertaking other than the entity through which the group organises its governance (including risk governance), or even of an entity that has no legal relationship with the other EU-established institutions within the group. Such a situation would lead to the establishment of a parallel governance framework dedicated exclusively to AML/CFT and would separate the management of ML/TF risks from the group's integrated risk management framework (including compliance and liquidity risks). This would risk weakening, rather than strengthening, the effectiveness of

Name of the organisation	Question	Answer
		group-wide AML/CFT arrangements. § Article 17 The criteria laid down in Article 17(1)(b)(i)(ii) should be reconsidered or, at a minimum, clarified. Under this provision, sufficient prominence is in practice reduced to a purely quantitative assessment based on numbers of customer and transaction value. Such metrics bear no rational correlation with what the criterion is intended to capture, namely the entity's actual capability to influence and monitor the other obliged entities of the group. An obliged entity may process large transaction volumes (particularly in capital markets, where gross transaction amounts reflect the business model rather than the entity's standing within the group) while having no governance role, and conversely. The designated parent undertaking is the entity best positioned to enforce AML/CFT measures across the group, which a transaction-value metric alone cannot establish. § Article 18 Article 18(2) Where the circumstances listed in Article 18(1) are inconclusive, the determination of sufficient understanding of operations shall be based on 'the obliged entity with the highest number of full-time equivalent staff members of the compliance functions'. AMAFI considers that this criterion is not relevant. The size of an entity's compliance teams depends on factors unrelated to its understanding of the group's operations, such as local labour

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		costs, the AML/CFT service and outsourcing models in place within the group, or the nature and level of risk of its own activities. A compliance function may be particularly large because the entity's own activities require significant compliance support, without this conferring any greater visibility over the operations of the other obliged entities in the Union. Rather than substituting one quantitative metric for another, AMAFI recommends that, where the circumstances listed in Article 18(1) are inconclusive, groups should be free to designate internally the entity best positioned to fulfil the group-wide AML/CFT requirements, subject to supervisory validation. Article 18(3) The AMLR provides that the parent undertaking in the Union is the entity that has both sufficient prominence and sufficient understanding of operations (AMLR, art. 2(1), point (42)(b)), these criteria being cumulative. However, Article 18(3) provides that, where the two determinations lead to different entities, sufficient prominence shall prevail. This interpretation has therefore no legal founding. In addition, such precedence is neither relevant nor suited to the reality of group governance: as noted above, an obliged entity may process very large volumes of transactions without exercising any governance role within the group (see comment on Article 17 above). Therefore, in such a situation, groups should be free to assess internally which entity is the most appropriate to fulfil the group-wide AML/CFT requirements. Accordingly, Article 18(3) should be deleted. § Article 19

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		Article 19 provides that the entity identified as parent undertaking in the Union under Articles 17 and 18 shall have the responsibility and oversight of implementing group-wide requirements. AMLA should clarify that the role of the parent undertaking is limited to the establishment and oversight of group-wide policies, procedures and controls, while their implementation (and therefore compliance outcomes) remains the responsibility of each individual obliged entity. This clarification appears particularly necessary where the obliged entities concerned are not in a parent-subsidiary relationship. The entity identified as parent undertaking may have no ownership rights or powers of control over the other obliged entities of the group in the Union. Attributing to it the responsibility for implementation within those entities would create a responsibility without corresponding legal authority and could also conflict with third-country rules governing relationships between affiliates. Such clarification would also be consistent with Article 4(4) of the draft RTS, which preserves the individual responsibility of each obliged entity.
AMAFI	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21(2) provides that Structures with common ownership, management or compliance control shall fulfil at least one of the listed conditions. This formulation is overly broad and vague, as it would capture ad hoc cooperation arrangements entered into solely in the context of specific transactions, which serve no structural purpose for the entities involved. Such arrangements are common in capital markets and banking (for instance, bank syndication, placement sub-participation, or distribution agreements). The definition of 'Structures' should therefore expressly exclude relationships entered into for the purpose of a

Name of the organisation	Question	Answer
		specific transaction, as well as relationships between entities that each pursue their own business independently, under their own responsibility, without any intention of establishing a common organisational framework or sharing responsibilities in terms of AML/CFT compliance.
AMAFI	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Regarding the articulation between Sections 5 and 6, AMAFI notes that Section 5 applies to obliged entities that are part of a group within the meaning of Article 2(1), point (42) of AMLR, while Section 6 applies to obliged entities belonging to structures sharing common ownership, management or compliance control without constituting such a group. AMAFI would welcome express confirmation that these two Sections are mutually exclusive, i.e. that entities falling within the scope of Section 5 (i.e. groups) are not expected to assess or apply Section 6 (i.e. structures) in parallel. While this reading is supported by the definition of "structure" in Article 2(2), which excludes groups within the meaning of Article 2(1), point (42) of AMLR, an express confirmation would prevent any risk of duplication and uncertainty as to the applicable framework. Moreover, in the absence of a clear legal basis in the AMLR, and at the risk of exceeding the mandate conferred on AMLA by Articles 16(4) and 17(3), Article 21(3) should be amended so that its scope is limited to obliged entities within the structure. AMLA should therefore expressly clarify that this provision creates no AML/CFT obligations for non-obliged entities.
AMF Italia - Associazione Intermediari	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definition of “control function” set out in Article 2(1) of the Draft RTS appears appropriate insofar as it requires independence from business functions. However, we note that the cumulative reference to the “risk management function”, “compliance function” and “internal

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Mercati Finanziari		audit function" may give rise to ambiguity in small and medium-sized groups where such functions are combined within a single organisational unit. We therefore suggest clarifying that, in such cases, obliged entities may calibrate their organisational arrangements in accordance with the principle of proportionality, provided that the effective independence of the control functions is ensured.
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	-Role and powers of the group compliance function: Article 3(1)(a) of the Draft RTS requires the establishment, at group level, of a structure or body vested with "sufficient decision-making powers" for the group compliance manager and the group compliance officer. We note that the scope of such powers is not further specified, which may result in divergent interpretations across Member States. We therefore invite AMLA to provide further clarification, including, where appropriate, minimum qualitative criteria regarding the meaning of "sufficient decision-making powers". In particular, clarification would be welcome as to whether such powers should include the ability of the group compliance manager to prevent, suspend or require modifications to transactions, products or business activities presenting high ML/TF risks on a group-wide basis, as well as to verify compliance by group entities, including those established in third countries. In addition, further guidance would be beneficial regarding the role of the group compliance function, particularly with respect to its responsibilities for coordination, oversight and reporting vis-à-vis the management bodies of individual group entities and the group management body.

Name of the organisation	Question	Answer
		-Proportionality for small and medium-sized groups: Article 3 of the Draft RTS, taken as a whole, appears to require a substantial review of existing group-wide policies, procedures and controls. Our members have expressed concerns regarding the operational burden associated with such a review, particularly for small and medium-sized groups and newly established groups. We therefore encourage AMLA to provide explicitly for an application of the proportionality principle that is appropriately calibrated to the size, nature, complexity and ML/TF risk profile of the group, in line with the principle set out in the final subparagraph of Article 3(1). -Non-obliged entities within the group: We would welcome clarification as to whether non-obliged entities belonging to the group are expected to adopt dedicated group-wide AML/CFT policies and procedures, or whether their role is limited to participating in the group-wide business risk assessment without being subject to all obligations applicable to obliged entities. This distinction is relevant for the allocation of compliance responsibilities and for assessing the implementation burden associated with the group-wide AML/CFT framework.
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	-Scope of the minimum information set and application of the proportionality principle: Article 4 of the Draft RTS provides for an extensive catalogue of information subject to mandatory intra-group sharing. Although characterised as a “minimum” set of information, the list is highly

Name of the organisation	Question	Answer
	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	detailed and granular and, in practice, risks becoming a de facto maximum standard applicable to most obliged entities. The breadth of the required information set does not appear to be fully aligned with the risk-based approach underpinning the Draft RTS. As also highlighted during AMLA's Public Hearing, the current wording of Article 4 appears to adopt a largely uniform “one-size-fits-all” approach, without adequately reflecting differences in the size, complexity, organisational structure and ML/TF risk profile of groups. We therefore suggest revising the list of minimum information by distinguishing between: • a core set of information to be shared systematically within the group, limited to elements that are strictly necessary for the effective management of ML/TF risks (e.g. customer identification data, core customer due diligence information and beneficial ownership information); and • an additional set of information to be shared on a risk-based basis, taking into account the group's risk assessment, the complexity of the corporate structure and the characteristics of the relevant products, services and distribution channels. Such an approach would ensure a more proportionate application of the requirements and a more effective implementation of the need-to-know principle referred to in Article 4(3), while avoiding excessive operational burdens and ensuring the circulation of information that is genuinely necessary for AML/CFT purposes. -Sharing of information relating to suspicious transaction reports: Our members express particular concern regarding Article 4(1)(d) of the Draft RTS, which includes among the minimum information

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		to be shared both information relating to suspicions and reasonable grounds for suspicion reported to the FIU pursuant to Article 69 AMLR, together with the underlying analysis, and information concerning the number and categories of suspicious transaction reports (STRs) submitted. The sharing, even solely of the number and categories of STRs, raises significant concerns regarding compatibility with the confidentiality regime applicable to suspicious transaction reports, which is a fundamental element of the AMLR framework and serves to protect reporting entities, reported persons and the integrity of investigations conducted by competent authorities. Moreover, the AML/CFT rationale for sharing the number of STRs submitted is not entirely clear, nor is the added value of such sharing when balanced against the need to safeguard these interests. We therefore propose that: • information relating to STRs should only be shared where the group compliance function has identified, on a risk-based basis, a specific need for such sharing in order to manage AML/CFT risks affecting the group as a whole; • the sharing of analytical information underlying an STR should take place only where expressly authorised or requested by the competent authority or the FIU, rather than on an automatic basis; and • AMLA should provide specific guidance on how to reconcile intra-group information sharing with STR confidentiality requirements, including in the context of interactions with supervisory authorities and group entities located in third countries. -Interaction with the GDPR:

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		While we agree with AMLA's statement during the Public Hearing that the GDPR provides legal bases for processing and sharing personal data for AML/CFT purposes, institutions continue to face significant obstacles, particularly in cross-border contexts where counterparties and third-country authorities frequently raise data protection concerns. We therefore invite AMLA to: • explicitly identify in the RTS or recitals the GDPR legal bases applicable to intra-group AML/CFT information sharing, notably Articles 6(1)(c) and 6(1)(f) GDPR; • clarify whether customer consent is required for specific categories of data and the implications of a refusal for the continuation of the business relationship; and • provide a model privacy notice or standard contractual clause for intra-group AML/CFT data sharing. -Timeliness of information sharing and the use of a “golden source”: The Draft RTS does not clearly specify whether information should be shared systematically or only when relevant events occur. We therefore request clarification on: • the expected modalities of information sharing for each category of information; • whether groups are expected to implement a single “golden source” for CDD information and the implications for existing IT systems; and • whether the information-sharing requirements extend to non-obliged entities within the group

Name of the organisation	Question	Answer
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	-Operational challenges relating to the use of customer consent: Articles 10, 11 and 14 envisage that, where legal impediments exist in third countries, obliged entities should assess whether customer consent may be relied upon to overcome such restrictions. We would highlight the following practical challenges: • this approach may conflict with local banking secrecy or confidentiality laws that do not permit derogations based on customer consent. Moreover, assessing the compatibility of such an approach with local law would require obliged entities to obtain country-specific legal opinions, resulting in significant costs and administrative burdens; • requests for customer consent may be perceived as unusual or intrusive, potentially affecting customer relationships, particularly in the retail segment; • where consent cannot be obtained, the Draft RTS envisages the application of additional measures or, ultimately, the termination of the business relationship or the discontinuation of the relevant activity. However, it does not specify the expected timing or criteria governing progression through this hierarchy of measures. We therefore suggest that the RTS provide for a graduated escalation framework, including clear milestones and implementation timelines, to ensure a consistent and proportionate approach across the Union. -The 28-day deadline for notifying the home supervisor: Articles 10, 11, 12, 13 and 14 uniformly require obliged entities to notify the competent authority of the home Member State within 28 calendar days of identifying a legal impediment in a third

Name of the organisation	Question	Answer
		country. In practice, however, the legal assessment of the nature, scope and impact of a restriction may require more time, particularly where the relevant third-country provisions are subject to ongoing judicial proceedings, conflicting interpretations or legal uncertainty. We therefore propose the inclusion of a provision allowing, in duly justified cases, an extension of the notification deadline, subject to prior informal communication with the competent authority.
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	-Restrictions on the sharing of information relating to suspicious transaction reports: Article 12 of the Draft RTS addresses situations where the law of a third country prevents or restricts the sharing of information relating to suspicious transaction reports. In such circumstances, the obliged entity is required, inter alia, to provide the senior management of the EU parent undertaking with aggregated statistical information, including the number of STRs submitted and aggregated information concerning the circumstances giving rise to suspicion. We would draw attention to the following implementation challenges: • banking secrecy or professional secrecy provisions applicable in certain third countries may prohibit not only the disclosure of individual STRs, but also the communication of any statistical or aggregated information that could, directly or indirectly, enable the identification of specific reports. In such cases, the alternative measure provided for in Article 12(1)(b) may prove impracticable; • the concept of “aggregated statistical data” lacks sufficient

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		precision. In particular, it is unclear whether information relating to a single STR concerning a single customer could qualify as aggregated data for the purposes of preserving confidentiality and protecting the identity of the customer concerned; • the time required to assess the compatibility of information-sharing arrangements with third-country legal requirements may exceed the 28-day deadline established for notification to the competent authority. We therefore encourage AMLA to provide further guidance on the interpretation of "aggregated statistical data" and on the interaction between the information-sharing requirements set out in the Draft RTS and third-country confidentiality, banking secrecy and professional secrecy regimes. -Customer data sharing for supervisory purposes: Article 13 provides that, where third-country law restricts the sharing of customer data with EU supervisory authorities, obliged entities should conduct "enhanced reviews", including, where proportionate, on-site inspections or independent audits. In this regard, we would highlight the following practical challenges: • the conduct of on-site audits in non-cooperative third countries may be hindered by local legal restrictions or by limitations relating to visas, travel authorisations or physical access to branch or subsidiary premises; • the costs associated with independent audits in third countries can be significant and may not be proportionate to the actual ML/TF risk presented by the branch or subsidiary concerned, particularly where the entity is small or carries out limited business activities; • we therefore suggest that the RTS expressly recognise the

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		possibility of replacing on-site audits with standardised remote review procedures (desk-based reviews), agreed between the obliged entity and the competent authority, where local conditions prevent physical access or where the ML/TF risk associated with the branch or subsidiary is not assessed as high.
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We would welcome further clarification from AMLA regarding the meaning and scope of the expression “close down some or all operations”, which is envisaged as a supervisory measure that may be imposed on the parent undertaking in the Union where the measures adopted in relation to branches or subsidiaries established in third countries are deemed insufficient. Similar measures are also contemplated directly in Articles 11, 12 and 13 of the Draft RTS. To the extent that this provision is intended to require the closure of some or all operations of a branch or subsidiary located in a third country, such a measure would entail significant legal, operational and reputational consequences, including: • obligations under local law to provide prior notice to customers, counterparties and, where applicable, local authorities; • potential litigation initiated by customers or counterparties affected by the termination of operations; and • the risk of suspension, revocation or loss of local licences and authorisations. Given the potentially far-reaching consequences of such measures, we suggest that the RTS provide for a formal consultation phase between the obliged entity and the competent authority before the adoption of the most intrusive supervisory actions. In addition, we encourage AMLA to establish a standard framework for the orderly wind-down or closure of operations, taking into account local legal requirements, customer protection

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		considerations and the need to preserve financial stability and operational continuity. Such clarifications would contribute to greater legal certainty and facilitate a more consistent and proportionate application of Article 16 across cross-border group structures.
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	NA
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	NA
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	NA
AMF Italia - Associazione Intermediari Mercati Finanziari	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	NA
ANFIA	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We have no material observations. The definitions are generally clear and workable. However, for non-financial groups: • Clarification would be welcome that pure commercial relationships (e.g. supplier networks, distribution agreements) do not automatically qualify as “structures”.

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		• This would avoid over-extension of group-wide obligations to normal business ecosystems.
ANFIA	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements are broadly clear and sufficient, but they impose a significant administrative burden. For this reason, we recommend: • Maintaining a principle-based approach (avoid additional prescriptive elements). • Proportionality should be calibrated based on transaction typology, distribution model, and exposure to cash-intensive activities, rather than applying financial-sector-like standards. • Explicitly confirming that: o Existing enterprise compliance frameworks (e.g. under D.Lgs. 231/2001) can be leveraged: → Practical example: The Legislative Decree 231/2001 had introduced in Italy a system of corporate liability for criminal offences, under which companies can be held liable for crimes (including money laundering-related offences) committed in their interest or benefit by managers or employees. The Decree encourages Italian companies to adopt an Organisation, Management and Control Model (“Model 231”), aimed at preventing such offences through internal controls and risk-based procedures, in line with AML principles. A key element is the Supervisory Body (OdV), an independent body responsible for monitoring the effectiveness and updating of the model and reporting any issues. The OdV prepares an annual report to the management, summarising activities performed, controls carried out and any weaknesses identified, ensuring transparency and accountability. o Documentation requirements should remain proportionate to

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		size and risk. → Key request: Avoid introducing additional reporting layers or duplicative documentation. → Further clarifying the role of group vs local compliance functions, particularly where: o markets present different risk profiles o activities are highly exposed to reputational risk (ex. events, sponsorships)
ANFIA	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Article 4 of the RTS states that information sharing must be implemented when "information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions". A more precise and detailed definition is considered necessary to specify when and under which circumstances information sharing is required. The current wording, in fact, risks triggering blanket information sharing that undermines compliance with the principle of proportionality. Moreover, we foresee operational and legal challenges, especially: • Data protection constraints (GDPR, purpose limitation, data minimization). • Cross-border sharing of customer data eventually limited by local applicable Law. • Difficulty in implementing systematic data sharing across entities with different business purposes. • Risk of over-sharing requirements beyond AML necessity. For third countries: • Conflicting local data protection or secrecy laws may prevent

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		compliance. • Legal analysis and case-by-case handling create significant administrative burden. • Limitations on data transfer. Practical example: In certain jurisdictions such as China, customer data cannot be freely accessed or transferred to central Group functions due to local data localization and cross-border transfer restrictions. This may limit the ability to perform centralised compliance controls, including AML risk assessments. Commercial confidentiality: • particularly relevant in contracts with sponsors or technical partners (Motorsport) Our suggestions: • Reinforce “need-to-know” principle as the default baseline. • Better clarify when information sharing is mandatory. • Clarify that where Customer Due Diligence has already been performed by a Financial Services entity within the Group, in accordance with applicable AML/CFT standards, other Group entities should be allowed to rely on such due diligence, provided that the relevant information is accessible and up to date (group-wide reliance model). • Allow risk-based and case-by-case sharing, not systematic exchange. • Clarify that non-financial groups may rely on decentralized models. • Clarify that when a customer has already undergone due diligence by any entity within the Group, it is not necessary for the entity conducting business with that customer to perform an

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		additional due diligence, provided that information has been shared.
ANFIA	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes, key challenges include: • Complex legal assessments of third-country restrictions. • High operational burden in: o obtaining customer consent, o implementing enhanced controls, o monitoring compliance across jurisdictions. • Some measures (e.g. enhanced audits, approvals, monitoring) are resource-intensive and difficult to scale for non-financial groups. Our Recommendation: • Explicitly allow simplified measures for low-risk sectors (like we believe automotive manufacturers are). • Confirm that termination/exit measures remain a last resort. • Avoid cumulative obligations leading to disproportionate compliance structures.
ANFIA	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes, challenges include: • Inability to share suspicious activity information due to legal restrictions. • Difficulties in providing data to EU supervisors when restricted abroad. • Reliance on aggregated data reduces effectiveness. Our suggestion: • Introduction of harmonized minimum standards. • Accept aggregated or anonymized reporting as sufficient where detailed sharing is not legally possible. • Clarify that reasonable efforts, not absolute compliance, should be the benchmark.

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		• Provide a list of third countries that permit information sharing with the EU supervisor; however, this verification should be carried out by AMLA and/or the supervisor, rather than requiring multiple obliged entities to perform the same task, which would result in unnecessary time and cost inefficiencies (article 7 and in all section 4)
ANFIA	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework is generally appropriate, but: • Measures such as business restrictions or closure may be: • difficult to implement in practice, • disproportionate for non-financial groups with limited exposure. The automotive industry is generally considered lower AML (Anti-Money Laundering) risk because vehicle purchases are usually documented, registered, and traceable through financing, ownership records, and government databases. Our recommendation: • Ensure strict application of proportionality and risk-based approach. • Confirm that supervisory escalation is gradual and considers: size of operations, and actual ML/TF exposure. • Cross-border coordination among national authorities. • It would be beneficial to define a graduated supervisory escalation framework, where restrictive measures (including business limitation or closure) can only be applied after demonstrating the ineffectiveness of corrective actions proportionate to the entity's risk exposure.
ANFIA	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comments (not applicable to our structure): as an EU-based group with a clear parent undertaking structure, we have no specific concerns.

Name of the organisation	Question	Answer
ANFIA	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We consider the conditions potentially too broad. Risk we envisage is that ordinary commercial arrangements (e.g. distribution networks, partnerships) could be unintentionally captured and trigger disproportionate obligations. Our recommendation: • Narrow scope by clarifying that only structures with genuine centralized control are included. • Explicitly exclude: o Branding arrangements. o Network of independent third parties acting as distributors worldwide. o Commercial cooperation without compliance integration. o Non commercial structures/entities • The conditions are useful but could benefit from further clarification, particularly for: o automotive dealer and importer networks o independent distribution structures
ANFIA	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes, including: • Difficulty in identifying: o who acts as “parent undertaking”, o allocation of responsibilities across independent entities. • Significant burden in: o aligning policies, o difficulty in ensuring consistent application of policies. o sharing sensitive data across legally independent actors. Our recommendation: • Avoid applying group-equivalent requirements to loosely connected commercial structures. • Confirm that obligations apply only where effective control exists. • Proportionality: it is essential to ensure that the application of

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		the provisions is proportionate to the size, complexity, and specific risk involved. This includes considering the possibility of implementing simplified standards in low-risk non-financial sectors. • Include more specific parameters
ANFIA	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria are too extensive and potentially subjective, which may: • Create legal uncertainty, (i.e., independent dealers cannot be considered part of an automotive manufacturer's group; however, items (a), (d), and (g) under paragraph 1 of Article 22 may suggest otherwise) • Require complex internal assessments without clear added value. • The criteria may not fully reflect decentralized structures (e.g., global automotive networks). Our Recommendation is to simplify criteria and prioritize: • clear control/control-like elements, rather than multiple alternative indicators. • actual ability to implement policies. • Reduce or simplify notification requirements where structures are marginal or low risk.
Anonymous 1	Question 1 Do you have any observations concerning the definitions laid out in article 2?	While the Article 2 definitions provide a useful foundation, several terms create legal uncertainty and should be clarified to support consistent implementation and supervisory convergence. We would welcome interpretative guidance (e.g. a Q&A) and, above all, alignment with existing EU and international frameworks (AMLR, CRD VI, the EBA Guidelines and FATF standards). Alignment with AMLR terminology. The RTS should confirm in Article 2 that the AMLR's terms and

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		definitions apply, and should align divergent wording: “the person on behalf of whom the customer acts” (Art. 4(1)(a)(iii)) should be read as equivalent to the AMLR’s “any person purporting to act on behalf of the customer”, and “risk-sensitive basis” (Arts. 10–14) as equivalent to the AMLR’s “risk-based approach”. Alignment with CRD VI (“control function”). Article 2 defines “control function” on an open-ended basis (“including, but not limited to …”), whereas CRD VI uses a closed list (risk management, compliance and internal audit). The RTS criterion (independence from the commercial functions) is also inaccurate for internal audit, whose scope covers both the first and second lines of defence. We recommend aligning the definition with CRD VI to avoid creating a parallel governance vocabulary. “Structure”, “network” and “partnership”. These definitions are broad and may capture arm’s-length contractual or service relationships without genuine control, coordination or integration - for example fund-servicing arrangements connected only through a prospectus. We recommend a negative delimitation consistent with Recital 27 (excluding pure cooperation agreements and multi-party service arrangements) and alignment with the prudential and accounting frameworks used to define group perimeters. “Equivalent AML/CFT requirements”. This concept is operationally critical when assessing whether a third-country subsidiary operates under an equivalent regime, yet it is undefined. We recommend a definition referenced to minimum substantive criteria

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		(beneficial ownership, CDD, sanctions compliance) to align market participants on a clear benchmark. Non-obliged entities. Some provisions exclude non-obliged entities from group-wide obligations, while Article 16(3), second subparagraph, AMLR expects information from them and targeted financial sanctions apply to all persons in the Union. Their role should be expressly clarified, in particular for sanctions and information provision. Scope and reach. It is unclear how far obliged-entity status and group reach extend, including (i) whether third-country entity status is assessed under Article 3 AMLR or under local law, and (ii) how indirect sub-subsidiaries, or entities that merely share branding, are treated. Worked examples or explicit guidance would provide more clarity.
Anonymous 1	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The Article 3 requirements are welcomed as a baseline for group-level governance, but they are currently formulated at a high level, which may lead to divergent interpretation across institutions and jurisdictions. More operational detail or examples would help (for example, what constitutes adequate “alignment” or “consistency” across group entities), and the RTS should confirm that the requirements are subject to a risk-based and proportionate approach reflecting differences in size, complexity and geographic exposure. Proportionality. Uniform minimal risk being disproportionate for small or low-risk entities. Although Article 3(1), final subparagraph, acknowledges size and complexity, explicit calibration guidance permitting scaled application by

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		individual-entity risk profile would be welcome. Alignment with CRD VI (avoiding a parallel governance vocabulary). The RTS risks duplicating or contradicting CRD VI for credit institutions. The “coordination body (…) with decision-making powers” (Article 3(1)(a)) needs to be reconciled with the collective, non-delegable responsibility of the management body and the independence of the internal control functions; the “decision making power” should be understood as sufficient authority and empowerment (for example escalation rights), not the relocation of decisions from the management body to a control function. Article 3(1)(c) frames financial-crime risk management as opposed to the “tasks of the commercial functions”, which is inappropriate, since under the three-lines-of-defence model the first line (the business) owns and operates AML controls, and conflicts of interest are already governed by the internal-governance framework. The reporting-lines documentation in Article 3(1)(a) overlaps with the CRD VI “mapping of duties”: it should be confirmed that a single mapping suffices, to avoid two accountability maps for the same key function holders. Sister entity. Where the relevant Obliged Entity is a sister entity with separate legal personality, the identified parent undertaking may be expected to take actions or implement measures that affect an entity over which it does not have direct enforceable legal authority. The RTS should acknowledge this limitation and allows a proportionate and outcome-based application of the requirements under this

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		article. Reliance framework. The RTS should expressly permit reliance on the AML/CFT work of other group entities, consistent with Articles 48 and 49 AMLR; otherwise, duplicative processes across entities are unavoidable and resource-intensive without corresponding risk reduction. Group-wide risk assessment and data comparability. A meaningful group-wide risk assessment under Article 3(1)(d) requires common templates or minimum data standards: without format guidance, aggregation across entities using different systems remains impractical for complex structures. Third-country specificities and legal impediments. Group-level policies should be reviewed taking into account relevant third-country specificities and updates (not only on a periodic basis) where a parent supervises non-EU subsidiaries, and the RTS should set out how conflicts between group-level and local law are to be documented, escalated and resolved (a clear best standard rule standard rule). A cross-reference to Articles 16 and 17 would clarify the fallback expectation where local law conflicts with group-wide controls. Targeted financial sanctions Article 3 should explicitly require TFS screening and controls across all group entities, including non-obliged ones, applied on the basis that Council Regulations under Article 215 TFEU impose freezing obligations on all persons in the Union, as noted in Recital 33 of the AMLR — this TFS screening obligation should apply regardless of an entity's obliged-entity status under the AMLR,

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		without thereby extending the full set of other group-wide AML/CFT governance obligations under Article 3 to such non-obliged entities. The group-wide risk assessment under Article 3(1)(d) should specifically address TFS exposure in third countries where sanctions regimes diverge from EU autonomous sanctions, for example US OFAC programmes or Swiss implementation timelines.
Anonymous 1	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	There is broad support for strengthening intra-group information sharing, but significant operational, legal and privilege-related challenges remain, particularly in cross-border contexts. Divergent legal frameworks, including data-protection, confidentiality and bank-secrecy requirements, are among the main obstacles. Clarification is requested on the interaction between AMLR obligations and third-country restrictions, and on the role of GDPR transfer mechanisms and intra-group arrangements. Not a mandatory dataset. The wording of Article 4(1) ("shall enable (...) at least"), combined with the extensive list of information categories, may be interpreted as creating a mandatory minimum dataset irrespective of risk. This appears inconsistent with the risk-based approach, Article 4(3) proportionality and GDPR data-minimisation principles. In particular, Article 4(2) could be read as requiring portfolio-wide processing to identify "common customers" before any specific ML/TF concern arises. Article 4 should therefore operate as an enabling framework rather than requiring systematic sharing. Identification of common customers should not entail systematic screening of the entire customer base before any specific ML/TF risk has been

Name of the organisation	Question	Answer
		identified. The listed categories should permit information sharing where justified, rather than create a mandatory dataset irrespective of risk. Legal privilege and professional secrecy. The RTS provides no explicit protection for legally privileged material, despite Articles 4–9 effectively requiring intra-group sharing. An express carve-out for privileged information should be introduced, together with guidance on legal opinions, audit working papers and other protected material. Professional-secrecy obligations, including under Luxembourg law, often require case-by-case analysis, creating uncertainty as to when secrecy prevails over sharing requirements. Sector-specific exclusions, including judicial or legal-advice assignments, should also be clarified. Client commonality, scope and definitions. The concept of "common client" under Article 4(2) remains unclear. It is uncertain whether it refers to the same legal entity, related entities or entities sharing the same UBO or SMO. Independent directors designated as beneficial owners under Article 63(4) AMLR across unrelated structures should not trigger information sharing. A precise definition distinguishing genuine common-client situations from nominal UBO or SMO overlaps is therefore required. The bidirectional scope of Article 4 should also be clarified, including whether obligations apply only upward to the parent undertaking or throughout the group. The catch-all provision in Article 4(1)(e)(v) should expressly exclude legally restricted information, and the relevance of certain categories (e.g. STR/SAR statistics, supervisory interactions or training-completion data)

Name of the organisation	Question	Answer
		should be justified or reconsidered. Third-country restrictions, consent and fallback measures. Numerous jurisdictions restrict or criminalise information sharing, including Switzerland, the United States, the United Kingdom, India and Mauritius. Client or beneficial-owner consent should not constitute a mandatory step but one possible risk-mitigation measure. Consent is often unavailable, freely revocable under GDPR and incapable of overriding statutory prohibitions. Where consent cannot be obtained or is inappropriate, particularly where sharing is prohibited by local law, documentation of the impediment together with notification to the competent authority should suffice. Customer refusal to provide consent may otherwise render relationships unviable, contrary to Recital 53 AMLR. Alternative measures should include aggregated information, documented refusals, consent where feasible and supervisory notification under Articles 6 and 7. Clarification is also requested on whether the 28-day deadline is sufficient where complex legal assessments are required. The interaction with EU restrictive measures should likewise be clarified to avoid conflicting AML and sanctions obligations. GDPR and cross-border transfers. Transfers involving jurisdictions without an adequacy decision require safeguards under Article 46 GDPR. AMLA should confirm that AMLR obligations constitute a valid Article 6(1)(c) GDPR legal basis for each sharing category, including common-customer identification under Article 4(2), and clarify how GDPR transfer requirements should be reconciled with the RTS timelines.

Name of the organisation	Question	Answer
Anonymous 1	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The Section 4 framework is conceptually sound, but its implementation in restrictive jurisdictions raises significant challenges. Additional clarity and supervisory alignment would strengthen effective, proportionate and legally compliant implementation. Conflicting obligations and worked examples. Several third-country frameworks directly conflict with Articles 10–12. In the United States, SAR confidentiality rules, privacy requirements and independent AML obligations restrict information sharing. In Switzerland, banking secrecy and criminal-law provisions may restrict disclosures for foreign supervisory purposes. Such restrictions may prevent comprehensive group-wide risk assessments, reduce group risk visibility and place local management in conflict between local law and group requirements. Similar tensions arise where local law restricts the transfer of UBO information while Articles 10 and 11 require enhanced reporting to the parent undertaking. Owner of the notification process and timing. Articles 10–14 place the notification duty on “the parent undertaking in the Union or an obliged entity”. This could result in multiple notifications concerning the same impediment, duplicating efforts and creating supervisory noise without added value. Centralising notification at parent level would ensure a consistent assessment of group-wide impacts. Consideration should also be given to reviewing the 28-day deadline or introducing a staggered approach. Firm-led closure conflicts with Article 17(2) AMLR. The RTS requires institutions to terminate relationships, decline transactions or close operations where risks

Name of the organisation	Question	Answer
		cannot be effectively managed. However, Article 17(2) AMLR reserves such measures to the home-Member-State supervisor. Requiring firms to act independently exposes them to contractual, civil and host-law liabilities without supervisory protection. Withdrawal may also create integrity risks, including reduced supervisory visibility and regulatory fragmentation. Institutions should continue to notify their competent authority, but decisions to restrict, terminate or close activities should remain supervisory decisions. A proportionality assessment should precede closure, with less intrusive measures considered first. Beneficial-owner/client consent (Article 10(1)(c)). Client or UBO consent is not always feasible, particularly where no direct business relationship exists with the UBO. As consent may be unavailable, withdrawn or ineffective against absolute third-country prohibitions, it should not constitute a mandatory precondition. Consistent with our comments on Article 4, consent should remain one possible risk-based mitigation measure. Where consent cannot be obtained or is inappropriate, documentation of the legal impediment together with supervisory notification should suffice. Residual liability of the EU parent. Consistent with Article 16(4) AMLR, the RTS should clarify that where the parent undertaking has notified its competent authority of the impediment and implemented compensating controls on a best-efforts basis, no additional liability should attach to the EU parent for residual subsidiary-level non-compliance. Additional measures (Article 15) and equivalence.

Name of the organisation	Question	Answer
		Article 15 should be interpreted under an overarching proportionality principle, allowing groups to select and calibrate measures that achieve AMLR-consistent outcomes, including equally or more effective alternatives. The prior senior-management approval requirement under Article 15(1)(d) should be retained for structural measures, while urgent operational decisions should require only prompt notification followed by ex post approval. AMLA should also confirm that an outcomes-based approach to equivalence remains acceptable where third-country restrictions prevent full compliance.
Anonymous 1	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Material legal and operational challenges arise in applying Articles 12 and 13 where third-country frameworks restrict intra-group information sharing. These constraints may limit the effectiveness of group-wide AML/CFT controls. Key challenges relate to data protection and data transfer restrictions, bank secrecy and confidentiality laws, and operational complexity, among others. We request clarification that information sharing does not require full data replication where legally restricted, and request examples of mitigants such as aggregated reporting and local monitoring with group oversight. STR confidentiality. Article 12(1)(b) requires aggregated STR data to reach parent management. In the US (31 USC 5318(g)(2)), the UK (POCA 2002, Section 333A) and India (PMLA 2002, Section 66), even disclosing the existence of an STR is criminal, and aggregated figures can amount to indirect disclosure where volumes are low enough to identify clients. This conflict should be expressly resolved, with sharing limited to aggregated, non-tipping-off

Name of the organisation	Question	Answer
		data. Procedural path / escalation sequence. Where the third-country law restricts the access of AML/CFT information to the parent company's compliance function, the RTS should design a clear procedural path. We recommend that the RTS mandate explicitly an escalation sequence: the branch/subsidiary would document the legal impediment; the parent compliance/legal function would assess whether and what compensating controls would be sufficient to mitigate the identified inherent risks of non-compliance; the NCA is notified within a defined timeframe. Without such a chain, the bank could face regulatory uncertainty under the AMLR and CSSF 12/552 on internal governance. Alternatives to data sharing for supervision (Article 13). Notification overload. If every blocked share triggers a 28-day notification under Articles 10-14, groups operating across multiple restrictive jurisdictions face very high volumes overwhelming both entities and supervisors. The notification deadline should be aligned with the AMLR's "without undue delay" standard rather than a fixed 28-day period, absent specific justification, and we recommend thresholds, staged processes requiring exhaustion of internal remedies first, and standardised notification templates. It should also be confirmed that an obliged entity that has completed the required notifications under Articles 12(1)(a)/13(1)(a) and applied the measures available to it has discharged its regulatory obligations, even if group-wide information sharing remains de facto impossible due to third-country law.

Name of the organisation	Question	Answer
		Local reviews / independent audits as a compensating measure. Regulatory fragmentation risk. Mandatory closure under Article 12(3) could force entities out of groups, reducing rather than increasing oversight. Departed entities could join non-EU groups with no EU obligations. This would result in actions contrary to FATF guidance and increase de-risking and shadow banking contrary to financial inclusion objectives in Recital 53 of Regulation (EU) 2024/1624. We recommend AMLA consider alternative structural measures such as enhanced local governance, independent audit or ring-fencing before requiring exit. Article 13, which covers the scenario where third-country law restricts or even forbids the sharing of data related to customers, includes as a mandatory step the performance of local review and audits leading to the sharing of the collected information, as well as the sharing of a minimum set of data as listed under Article 13(1)(d). The legality of such actions should however be assessed based on the specificities of the applicable foreign law: it cannot be assumed beforehand that it is acceptable. For example, the EU entity conducting "onsite checks or independent audits" in the third country to satisfy itself and feed the home supervisor can itself be unlawful locally. This should therefore not be phrased as mandatory actions to be taken, but rather suggested actions that can be considered / reviewed as alternatives. If this fails: it is to be noted that Article 13 does not make a reference to the "additional measures" under Article 15: there is no clear alternative made available to the banks short of the measures listed in Article 13 itself.

Name of the organisation	Question	Answer
		GDPR for cross-border flows. Transfers to or from jurisdictions without adequacy decisions require Article 46 GDPR safeguards. We request confirmation that the AMLR legal obligation constitutes a valid basis under Article 6(1)(c) GDPR and guidance on reconciling the notification timeline (aligned to "without undue delay" as set out above) with Transfer Impact
Anonymous 1	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	There is agreement that groups should not operate blind spots in third countries with weaker regimes, and support for the principle of graduated escalation, but workability concerns arise on Article 16. Addressee. Where the non-compliant entity is a sister entity (separate legal personality), a decision must be directed by the EU parent undertaking, but the parent may have no enforceable legal authority to compel sister-level remediation: the RTS should acknowledge this. For Section 6 structures where the parent may be a non-obliged entity (Article 22), it is unclear how supervisory powers under Directive (EU) 2024/1640 attach. Where multiple obliged entities span Member States, the RTS should identify the decision addressee, specify each entity's implementation obligations and provide for supervisory coordination. More generally, the "risk mitigation plan" and "corrective measures" that Article 16 requires the parent undertaking to apply where third-country law prevents full compliance by a branch or subsidiary should be characterised and implemented as internal group governance measures adopted by the parent in the exercise of its group-wide responsibilities, without prejudice to the exclusive supervisory powers of competent authorities

Name of the organisation	Question	Answer
		under the AMLR; AMLA should clarify the applicable Article 16 AMLR legal basis for any such instrument and align terminology with the AMLR's "supervisory measures" where appropriate. Feasibility of restrictions and closure. Forced closure or severe restriction cannot realistically be executed through a top-down mandate to the EU parent alone. Ordering cessation in a third country triggers local licensing, employment and contractual obligations that can take months or years to unwind. The NCA should conduct a proportionality assessment, including wind-down risk, before imposing closure, consistent with the proportionality principle already reflected in Article 5(2) AMLR. Failure to comply, or a determination that the risk is unmanageable, should instead be treated as key factors when risk-assessing the obliged entity and calibrating the level of supervision. Graduated proportionality. The criteria for escalating from Article 16(1) measures to Article 16(2) restrictions should be specified, in particular what constitutes “failure to comply” or an “unmanageable” risk, and Article 16(3)(b) should distinguish absolute legal prohibitions from practical difficulties resolvable through alternative arrangements. Coordination with other frameworks and with the consolidating supervisor. Article 16 powers should be exercised in coordination with prudential supervision (SSM, CRD and CRR) to avoid conflicting instructions on the same operations. Given that significant powers rest with the home Member State of the parent or obliged entity, it would be preferable to

Name of the organisation	Question	Answer
		involve the NCA supervising the parent undertaking, where the consolidated view of the framework and
Anonymous 1	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The Section 5 criteria are likely to prove impractical, particularly where governance, compliance and commercial functions are split across entities, and where a third-country head office has two separate EU subsidiaries with no authority of one over the other. Commercial metrics are not prudential or compliance weight. The criteria select the parent by quantitative commercial metrics (most customers, highest transaction volumes, highest turnover under Article 17(1)(b) and 17(2)), whereas CRR and CRD VI look to own funds, balance sheet and risk. This may designate an entity that is not the prudentially significant one, and one lacking compliance capacity. Customer and transaction concepts also vary by service line and are incomparable across obliged and non-obliged activities. Annual turnover is not meaningful. Net interest, fee and trading income are structurally incomparable across business models (for example private banking as against corporate lending), and differences between IFRS and local GAAP, and misaligned financial years, produce inconsistent results. Turnover may at most serve as a tiebreaker. Harmonised, CRR-reported metrics (total assets or Tier 1 capital) could serve as primary or alternative criteria; for asset-management activities, assets under management may be more relevant than turnover. Preferred approach — motivated / group-level designation subject to supervisory approval, including for multiple parent undertakings where justified.

Name of the organisation	Question	Answer
		We recommend that the approach is simplified by giving OEs the power to designate their parent subject to supervisory approval. Alternatively, we recommend a flexible approach allowing motivated group-level designation based on combined factors: turnover, governance role, compliance capacity, data-aggregation ability, and — where relevant — framework robustness and prior regulatory or internal/external audit assessments. Structures should be permitted to designate their parent through documented governance decisions subject to supervisory validation under Article 20. Two routes are identified: permitting obliged entities to designate their parent subject to supervisory approval; and/or replacing turnover with an objective, harmonised metric (total assets or Tier 1 capital). These could be combined. Critically, where the group structure comprises EU sister entities with no control or supervisory relationship over one another — for example two separate EU subsidiaries of the same third-country head office, as referred to above — and where governance, compliance capacity or the regulatory perimeter so justify, AMLA should permit the designation of multiple EU parent undertakings for distinct sub-groups or perimeters, rather than imposing a single designation that creates a "responsibility without authority" outcome. Absent such plurality, the RTS should clarify that the designated parent's obligation is discharged through reasonable, documented coordination and escalation vis-à-vis entities over which it has no direct authority, rather than through strict liability for their non-compliance.

Name of the organisation	Question	Answer
		Specific clarifications. Confirmation is requested as to whether a national holding company qualifying as an obliged entity under Article 3(3)(m) AMLR automatically becomes the parent, or whether the Articles 17 and 18 criteria apply independently; an AMLA arbitration path should be available where supervisors disagree (consistent with Article 20(3) and Articles 33 and 38 of Regulation (EU) 2024/1620). Where the relevant weights shift between entities over time, a buffer period should apply before any transfer of the parent-undertaking role, with guidance 13 entities over time, a b
Anonymous 1	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The Article 21 concept is reasonable but needs clearer thresholds and objective indicators to avoid capturing arrangements that lack genuine common control. Common compliance control should be defined by reference to decision-making authority. The term is undefined and risks significant over-inclusion: an institution that shares a group compliance platform, or outsources screening to the same vendor as a sister entity, does not thereby exercise compliance control over it. “Common compliance control” should be defined by reference to decision-making authority over AML/CFT policies, not shared infrastructure or service arrangements, and a materiality test should be introduced to protect smaller entities within diversified groups. Broadly drafted conditions. The conditions on common policies and procedures (Article 21(2)(b)(v)) and on common branding with shared audits or controls (Article 21(2)(c)(v)) are very broad; entities

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		sharing some services (for example tax advice or director mandates) but lacking integrated governance could be inappropriately captured. Quantitative and qualitative thresholds should be specified (for example the proportion of common management membership, or the level of shared control functions, that triggers group-equivalent treatment), together with worked examples of structures that do and do not qualify. Move the key exclusions into the article. Recital 24 (common compliance control beyond AML/CFT), Recital 27 (pure cooperation agreements) and Recital 28 (agent-principal relationships) are welcome. Given their importance, the Recital 27 exclusions should sit in the article itself, making clear that ordinary banking arrangements (white-labelling, distribution, correspondent banking) and multi-party service arrangements are not captured absent genuine common control. Proportionality. Application should be proportionate to the degree of integration: loosely connected structures should face lighter obligations than those with genuine organisational interdependence.
Anonymous 1	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Responsibility without authority. As already raised in Question 7, the biggest challenge here is that, unlike a corporate group, a structure shares no direct legal authority between its entities: the identified parent undertaking may have no legal power to impose policies or compliance measures on entities that are not its subsidiaries. Additional guidance from AMLA on how this should be operationally done, together with an acknowledgement of the more limited power

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		of the parent undertaking in this situation, is requested. The principle of proportionality would imply lighter supervisory expectations when performing the duties attached to the role of parent undertaking. The same structural feature — absence of direct legal authority between entities of a "structure" — also underlies a related scope concern with Article 21(3): if this provision implies that non-obliged entities within a structure may be required to share information, this would have a disproportionate and far-reaching impact, extending AML information-sharing obligations to entities not subject to the AMLR and with no established AML compliance framework. The scope of Article 21(3) should therefore be clarified and, absent an explicit AMLR legal basis for extending information-sharing obligations to non-obliged entities, limited to obliged entities within the structure. AMLA should also define "network members" and "partners" (used in Articles 21(3) and 22 but undefined) and clarify how these relate to the "partnership" definition in RTS Article 2(4) and to one another. Risk of unintended triggering through shared services. The principal practical risk is that Article 21 is triggered by shared or outsourced compliance-service arrangements that are common in the market. Interpretative guidance should confirm that outsourced or shared compliance services do not, in themselves, constitute “common compliance control”. Professional-secrecy conflicts. In some jurisdictions, regulated firms (for example audit firms subject to independence requirements) face legal restrictions on sharing client information within their own

Name of the organisation	Question	Answer
		structure; the RTS should accommodate this. Timeline. Identification under Article 26, and its consequences, is ambitious for complex structures that must identify membership, establish governance, amend membership agreements and build information-sharing infrastructure by 10 December 2027. We request an extension to 10 July 2028 for Section 6 structures
Anonymous 1	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The Article 22 logic, borrowed from Articles 17-20, is harder to apply in non-group structures which by definition lack consolidated financial reporting. The financial data may not be available at the same time and may be methodologically unreliable. This article relies on a set of qualitative criteria, which might not easily apply to structures where there is no legal authority of one entity over another. Single metrics / turnover unreliable; combine quantitative and qualitative; AuM and risk profile for banks. Article 22 criteria should combine quantitative and qualitative measures rather than relying on single metrics. Turnover alone risks misidentification. A regional holding with high revenue but no compliance function should not automatically be parent if another EU entity performs compliance and data aggregation. Practical example: our largest-revenue entity in one Member State has no group compliance role while a smaller entity in another Member State operates the group's compliance coordination function. This means the fallback option "largest turnover" might become the de facto prime criterion: the observation raised in Question 7 applies, as this might not be the most

Name of the organisation	Question	Answer
		meaningful metric in relation to banking entities. That fallback may work better for commercial or non-financial structures than for banks. Example: A private bank may have relatively modest annual turnover because fee income is limited compared with balance-sheet 15 may have relatively modest annual turnover because fee income is limited compared with balance-sheet banking income. But it may manage high-net-worth clients, complex structures, trusts, PEPs, offshore vehicles, and higher-risk geographies. A sister retail bank may show higher annual turnover (for example trading activities), but the private bank may present the more complex AML/CFT risk profile. In that case, assets under management, customer risk profile, PEP exposure and complexity of beneficial ownership would be more relevant than turnover. Fallback rule where consolidated data is unavailable. Maybe it could be considered for cases where consolidated data is not available to set a fallback rule that designates as lead supervisor the competent authority of the EU entity with the highest total assets or Tier 1. If not mistaken, it is how the lead supervisor is designated under the SSM. A clear fallback rule designating the EU entity with the highest total assets or Tier 1 capital (consistent with the approach used to identify the lead supervisor under the SSM) would assist. Because the operational and interpretative difficulties differ across sectors, worked examples would be valuable. Designation subject to supervisory approval; non-obliged entity

Name of the organisation	Question	Answer
		as parent. The criteria outlined in the draft RTS face operational challenges including differences in interpretation and applicability in different sectors, as well as legal obstacles. We recommend that the approach is simplified by giving OEs the power to designate their parent subject to supervisory approval. We recommend adding a criterion permitting structures to propose their parent based on demonstrated governance and compliance roles through documented governance decisions, subject to supervisory validation under Articles 23/24. An AMLA arbitration path should be available where supervisors disagree per Article 23 (3) third subparagraph referencing Articles 33 and 38 of Regulation (EU) 2024/1620. We welcome permitting non-obliged entities as parent but request clarification on how supervisory powers
Anonymous 2	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We have no material observations. The definitions are generally clear and workable. However, for non-financial groups: • Clarification would be welcome that pure commercial relationships (e.g. supplier networks, distribution agreements) do not automatically qualify as “structures”. • This would avoid over-extension of group-wide obligations to normal business ecosystems.
Anonymous 2	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements are broadly clear and sufficient, but they impose a significant administrative burden. For this reason, we recommend: • Maintaining a principle-based approach (avoid additional prescriptive elements).

Name of the organisation	Question	Answer
		• Proportionality should be calibrated based on transaction typology, distribution model, and exposure to cash-intensive activities, rather than applying financial-sector-like standards. • Explicitly confirming that: o Existing enterprise compliance frameworks (e.g. under D.Lgs. 231/2001) can be leveraged - Practical example: The Legislative Decree 231/2001 had introduced in Italy a system of corporate liability for criminal offences, under which companies can be held liable for crimes (including money laundering-related offences) committed in their interest or benefit by managers or employees. The Decree encourages Italian companies to adopt an Organisation, Management and Control Model ("Model 231"), aimed at preventing such offences through internal controls and risk-based procedures, in line with AML principles. A key element is the Supervisory Body (OdV), an independent body responsible for monitoring the effectiveness and updating of the model and reporting any issues. The OdV prepares an annual report to the management, summarising activities performed, controls carried out and any weaknesses identified, ensuring transparency and accountability. o Documentation requirements should remain proportionate to size and risk. → Key request: Avoid introducing additional reporting layers or duplicative documentation. → Further clarifying the role of group vs local compliance functions, particularly where: o markets present different risk profiles

Name of the organisation	Question	Answer
		o activities are highly exposed to reputational risk (ex. events, sponsorships)
Anonymous 2	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Article 4 of the RTS states that information sharing must be implemented when “information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions”. A more precise and detailed definition is considered necessary to specify when and under which circumstances information sharing is required. The current wording, in fact, risks triggering blanket information sharing that undermines compliance with the principle of proportionality. Moreover, we foresee operational and legal challenges, especially: • Data protection constraints (GDPR, purpose limitation, data minimization). • Cross-border sharing of customer data eventually limited by local applicable Law. • Difficulty in implementing systematic data sharing across entities with different business purposes. • Risk of over-sharing requirements beyond AML necessity. For third countries: • Conflicting local data protection or secrecy laws may prevent compliance. • Legal analysis and case-by-case handling create significant administrative burden. • Limitations on data transfer. Practical example: In certain jurisdictions such as China, customer data cannot be freely accessed or transferred to central Group functions due to

Name of the organisation	Question	Answer
		local data localization and cross-border transfer restrictions. This may limit the ability to perform centralised compliance controls, including AML risk assessments. Commercial confidentiality: • particularly relevant in contracts with sponsors or technical partners (Motorsport) Our suggestions: • Reinforce “need-to-know” principle as the default baseline. • Better clarify when information sharing is mandatory. • Clarify that where Customer Due Diligence has already been performed by a Financial Services entity within the Group, in accordance with applicable AML/CFT standards, other Group entities should be allowed to rely on such due diligence, provided that the relevant information is accessible and up to date (group-wide reliance model). • Allow risk-based and case-by-case sharing, not systematic exchange. • Clarify that non-financial groups may rely on decentralized models. • Clarify that when a customer has already undergone due diligence by any entity within the Group, it is not necessary for the entity conducting business with that customer to perform an additional due diligence, provided that information has been shared.
Anonymous 2	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes, key challenges include: • Complex legal assessments of third-country restrictions. • High operational burden in: o obtaining customer consent, o implementing enhanced controls, o monitoring compliance across jurisdictions.

Name of the organisation	Question	Answer
		• Some measures (e.g. enhanced audits, approvals, monitoring) are resource-intensive and difficult to scale for non-financial groups. Our Recommendation: • Explicitly allow simplified measures for low-risk sectors (like we believe automotive manufacturers are). • Confirm that termination/exit measures remain a last resort. • Avoid cumulative obligations leading to disproportionate compliance structures.
Anonymous 2	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes, challenges include: • Inability to share suspicious activity information due to legal restrictions. • Difficulties in providing data to EU supervisors when restricted abroad. • Reliance on aggregated data reduces effectiveness. Our suggestion: • Introduction of harmonized minimum standards. • Accept aggregated or anonymized reporting as sufficient where detailed sharing is not legally possible. • Clarify that reasonable efforts, not absolute compliance, should be the benchmark. • Provide a list of third countries that permit information sharing with the EU supervisor; however, this verification should be carried out by AMLA and/or the supervisor, rather than requiring multiple obliged entities to perform the same task, which would result in unnecessary time and cost inefficiencies (article 7 and in all section 4)
Anonymous 2	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of	The framework is generally appropriate, but: • Measures such as business restrictions or closure may be: • difficult to implement in practice,

Name of the organisation	Question	Answer
	supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	• disproportionate for non-financial groups with limited exposure. The automotive industry is generally considered lower AML (Anti-Money Laundering) risk because vehicle purchases are usually documented, registered, and traceable through financing, ownership records, and government databases. Our recommendation: • Ensure strict application of proportionality and risk-based approach. • Confirm that supervisory escalation is gradual and considers: size of operations, and actual ML/TF exposure. • Cross-border coordination among national authorities. • It would be beneficial to define a graduated supervisory escalation framework, where restrictive measures (including business limitation or closure) can only be applied after demonstrating the ineffectiveness of corrective actions proportionate to the entity's risk exposure.
Anonymous 2	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comments (not applicable to our structure): as an EU-based group with a clear parent undertaking structure, we have no specific concerns.
Anonymous 2	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We consider the conditions potentially too broad. Risk we envisage is that ordinary commercial arrangements (e.g. distribution networks, partnerships) could be unintentionally captured and trigger disproportionate obligations. Our recommendation: • Narrow scope by clarifying that only structures with genuine centralized control are included. • Explicitly exclude: o Branding arrangements.

Name of the organisation	Question	Answer
		o Network of independent third parties acting as distributors worldwide. o Commercial cooperation without compliance integration. o Non commercial structures/entities • The conditions are useful but could benefit from further clarification, particularly for: o automotive dealer and importer networks o independent distribution structures
Anonymous 2	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes, including: • Difficulty in identifying: o who acts as “parent undertaking”, o allocation of responsibilities across independent entities. • Significant burden in: o aligning policies, o difficulty in ensuring consistent application of policies. o sharing sensitive data across legally independent actors. Our recommendation: • Avoid applying group-equivalent requirements to loosely connected commercial structures. • Confirm that obligations apply only where effective control exists. • Proportionality: it is essential to ensure that the application of the provisions is proportionate to the size, complexity, and specific risk involved. This includes considering the possibility of implementing simplified standards in low-risk non-financial sectors. • Include more specific parameters
Anonymous 2	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or	The criteria are too extensive and potentially subjective, which may:

Name of the organisation	Question	Answer
	more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	• Create legal uncertainty, (i.e., independent dealers cannot be considered part of an automotive manufacturer's group; however, items (a), (d), and (g) under paragraph 1 of Article 22 may suggest otherwise) • Require complex internal assessments without clear added value. • The criteria may not fully reflect decentralized structures (e.g., global automotive networks). Our Recommendation is to simplify criteria and prioritize: • clear control/control-like elements, rather than multiple alternative indicators. • actual ability to implement policies. • Reduce or simplify notification requirements where structures are marginal or low risk.
ASSIREVI - Association of the Italian Audit Firms	Question 1 Do you have any observations concerning the definitions laid out in article 2?	ASSIREVI shares the objective of establishing a clear and harmonised framework for group-wide Anti-Money Laundering and Countering the Financing of Terrorism (AML/CFT) policies, procedures and controls across the EU. However, the provisions introduced by the draft Regulatory Technical Standards (RTS) may not be fully consistent with the legal and regulatory framework applicable to professional services. In addition, the content of the RTS may create significant interpretative uncertainty for professional services networks, including audit networks, which operate through separate and legally independent member firms with the participation of numerous professionals, rather than through traditional vertically integrated group structures. With regard to the definitions of “structure”, “network”, “partnership” and “franchise” set out in Article 2, ASSIREVI notes

Name of the organisation	Question	Answer
		that they are: (A) very broad and flexible. This, however, may give rise to application uncertainties in the non-financial sector, which includes structures with heterogeneous characteristics. In particular, the criterion of common compliance control deserves careful consideration. As indicated in Recital 24 of the draft RTS, common compliance control "should not be limited to compliance under the AML/CFT framework, but include other types of compliance such as prudential, product or service compliance arrangements in place". Such broad wording, which may result in expanding the scope of the RTS, risks making the threshold for the application of the relevant obligations insufficiently predictable for obliged entities in the non-financial sector, which often operate in structures where compliance control is spread across several layers and is not necessarily centralised; (B) not self-standing for classification purposes in relation to the substantive provisions contained in the RTS. In fact, for the purpose of applying group-level requirements, it is necessary that the "structure", "network", "partnership" and "franchise", as defined in Article 2, satisfy at least one of the conditions laid down in Article 21. More specifically, in order to determine which entities the measures envisaged for groups should be extended to, it would be necessary to verify not only that the entity meets the criteria referred to in the definitions under Article 2, but also that there is, at least, common ownership, common management or common compliance control as specified in Article 21. This articulation of the provisions may create uncertainty as to the application of the RTS. Therefore, ASSIREVI takes the view that further clarification would

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		be appropriate, specifically for the professional services sector, with regard to the definitions of “structure”, “network”, “partnership” and “franchise” in Article 2. In particular, it would be helpful to clarify expressly that the mere sharing of methodologies, professional software, training programmes, quality standards, referral activities or a common brand, in the absence of effective common control over ownership, management or compliance, does not in itself constitute a “structure” subject to AML/CFT requirements equivalent to those applicable to groups.
ASSIREVI - Association of the Italian Audit Firms	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The minimum requirements laid down in Article 3 appear, in their general structure, understandable and coherent for vertically integrated groups in which a parent entity, by taking the relevant decisions, is able to impose binding rules, governance arrangements and specific control mechanisms, and has effective enforcement powers enabling it to ensure compliance by the other entities belonging to the group. However, by virtue of Article 21, those same minimum requirements are extended to “structures” that do not necessarily display the characteristics of a traditional vertical group, as referred above. Indeed, many of the “structures” that could potentially fall within the scope of Article 3 of the draft RTS, such as networks of audit firms and of law and/or accounting firms, consist of legally separate and independent undertakings and do not have truly centralised governance bodies or functions to which the AML prerogatives referred to in Article 3 of the draft RTS could also be extended. In the case of audit firms, that type of organisational and governance framework is, moreover, required by the

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		applicable regulatory framework, as audit firms cannot be controlled by any third parties other than auditors themselves, must comply with specific independence requirements and must maintain and manage direct control over compliance, which cannot be delegated to third parties. ASSIREVI therefore suggests clarifying that the extension to such structures of requirements equivalent to those applicable at group level cannot be detached from the actual existence of legal and organisational powers capable of making their implementation possible. In the absence of such powers, the automatic extension of Article 3 would risk creating a misalignment between regulatory responsibilities and effective implementation capabilities. In addition, if the content of the draft RTS were to be confirmed, the application of those provisions would require “structures” to undertake significant organisational adjustments solely for the purposes of compliance with the new AML framework. The scope of the obligations envisaged by the draft RTS for such “structures” appears much broader than what could reasonably be inferred from Regulation (EU) 2024/1624 and, moreover, not fully consistent with the principle of proportionality referred to in Recital 45 of that Regulation, according to which it is necessary to “avoid overburdening” on the obliged entities. Such organisational adjustments, once the scope of application has been better clarified and any inconsistencies with other applicable professional regulations have been removed, could in any event only be implemented within a timeframe that clearly could not be aligned with that envisaged by the RTS themselves. Indeed, Article 27 provides that the standards shall apply from 10

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		July 2027, meaning that the minimum measures referred to in Article 3 would need to be in place by that date.
ASSIREVI - Association of the Italian Audit Firms	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The draft RTS refers to the need-to-know principle, confidentiality and data protection requirements, as well as the limitations arising from Article 75(5) AMLR and from the exclusion of information covered by legal privilege pursuant to Article 70(2) AMLR. However, the sharing of information within “structures” other than groups, which are brought within the scope of Articles 4 to 9 of the RTS by virtue of Article 21, may give rise to significant difficulties, including legal difficulties, in heterogeneous settings that do not appear to have been fully considered and reflected in the consultation paper. In particular, the draft RTS does not appear to consider the presence, within such “structures”, whether at national level or within the broader Union context, of autonomous and legally independent entities (not linked as such by the control relationship typical in a vertical group) which: (A) are not obliged entities; (B) are subject to specific confidentiality and professional secrecy requirements; (C) may be established in third countries. With reference to point (A), for example, it is not clear whether non-obliged entities are intended to fall within the information-sharing obligations laid down in the draft RTS. Such an extension would not appear to be consistent with the scope of the AMLR, taking into account the current wording of the list of obliged entities. With reference to point (B), it would be appropriate to clarify explicitly that confidentiality and professional secrecy obligations

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		laid down by the applicable legal framework prevail in any event over information-sharing rules within such “structures”. With reference to point (C), it should be noted that the draft RTS constantly refers to branches and subsidiaries in third countries, without considering situations in which a “structure” or a “network” includes obliged entities also established in third countries, but where no vertical group–type control relationships exist between obliged entities established in the EU and obliged entities established in those third countries. In such circumstances, the implementation difficulties already referred to in previous responses may be further amplified, without the benefit of the mitigation measures envisaged in the draft, as they would not necessarily be effective in practice.
ASSIREVI - Association of the Italian Audit Firms	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	ASSIREVI notes that Section 4 of the draft RTS is framed by reference to branches and subsidiaries in third countries and, therefore, presupposes the existence of a parent undertaking or obliged entity capable of imposing on the relevant entities’ specific minimum actions and additional measures. That assumption does not necessarily hold in professional networks composed of independent entities. It would therefore be helpful to clarify that the measures referred to in Articles 10 to 16 are calibrated for branch/subsidiary scenarios and should not be extended, directly or indirectly, to cross-border structures lacking an effective relationship of control.
ASSIREVI - Association of the Italian Audit Firms	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	ASSIREVI identifies potential implementation issues in cases where the law of a third country limits access to, processing of, or exchange of information relevant for AML/CFT purposes. In particular, solutions based on the consent of the customer or beneficial owner, which are contemplated in several provisions of Section 4, may not always be legally feasible or operationally

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		adequate, especially in professional contexts in which confidentiality obligations derive directly from the applicable legal and regulatory framework.
ASSIREVI - Association of the Italian Audit Firms	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	With reference to Article 16, ASSIREVI considers that the escalation mechanism for supervisory measures may, in principle, work in traditional groups, but may have significant practical difficulties in cross-border structures composed of independent entities, as is generally the case for audit networks. In particular, supervisory decisions addressed to the so-called parent undertaking may prove difficult or impossible to implement where that entity does not have effective legal authority to impose operational limitations, restrictions on specific business relationships or measures requiring the discontinuation of activities by the other entities participating in the structure.
ASSIREVI - Association of the Italian Audit Firms	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The criteria provided for in Section 5 may, in general terms, be suitable for traditional groups. However, in the professional services sector, the residual criterion based on annual turnover appears generally unsuitable for identifying the best placed entity to assume the role of parent undertaking in the EU. It may indeed lead to the designation of the economically most significant entity, without however ensuring that such entity also has the legal authority, operational capacity and organisational mandate necessary to implement and oversee AML/CFT requirements at structure level.
ASSIREVI - Association of the Italian Audit Firms	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The conditions laid down in Article 21 are intended to identify the “structures” other than groups to which the same regime provided by the RTS for groups should apply. Those conditions provide relevance to features that are typical of situations where coordination exists (for example, homogeneous business strategy/business model; common policies, procedures

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		or controls) as though they implied the existence of actual powers of direction, actual "control" and a corresponding enforcement power by one entity over the other entities participating in the "structure". Therefore, while the conditions in Article 21 may be seen as sufficiently clear, they do not appear fully adequate to identify the "structures" other than vertical groups to which the provisions of the RTS should be extended. Indeed, Article 21 itself highlights that the provisions of the draft RTS have been developed by reference to situations in which one subject is able to impose its authority on the other participating entities. Such authority is not, however, typically found within professional networks of audit and advisory firms, where methodologies, best practices and high-level procedures are shared solely for purposes of risk management, quality alignment of services and/or brand protection. It would therefore be helpful to clarify that the existence of elements such as a common strategy, shared reporting, cost-sharing, branding or common policies should not, in itself, be regarded as sufficient to justify the application of group-type measures in the absence of the actual authority to implement and supervise such measures.
ASSIREVI - Association of the Italian Audit Firms	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The implementation of the provisions contained in the draft RTS by "structures" other than groups, such as audit networks, presents significant obstacles due to the following key circumstances: (A) it may well be the case that no single entity within the "structure", whether established in the EU or in a Member State (potentially identified as parent undertaking under the RTS), has the legal authority over the other entities enabling it to impose common rules and oversee their implementation through actual control powers; this would clearly result in a misalignment

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		between responsibility and authority; (B) the sharing of information among the various entities belonging to the "structure" may be precluded by legal obligations applicable to certain specific entities, including entities established in third countries (for example, in relation to the sharing of suspicious transaction reports). Even the sharing of such information in aggregated form or through KPIs may be difficult to understand and evaluate for the purposes of risk assessment and client acceptance; (C) the "structure" may not have centralised support departments for AML purposes. In such cases, the mere existence of coordination mechanisms does not equate to the availability of an actual AML/CFT direction power. ASSIREVI, therefore, suggests introducing clarifications that avoid attributing regulatory responsibilities to entities that do not have the corresponding implementation and enforcement powers. A further obstacle to compliance with the obligations envisaged by the draft RTS is represented by the fact that, in practice, it is not usual to identify within a "network" an entity that has a genuine role of supervision and direction over the other participants and, therefore, a sufficient level of knowledge of the operations of the other entities to be able to carry out a meaningful self-assessment of risks at "group" level (see the definition in Article 2(1), point 42, AMLR).
ASSIREVI - Association of the Italian Audit Firms	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 deals with the identification within the EU of the so-called parent undertaking for "structures" other than a vertical group on the basis of seven alternative criteria to be applied sequentially. Annual turnover is identified as a residual criterion. The application of this approach to audit networks may give rise

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		to a number of issues. In fact, the criteria identified by the draft RTS are focused on decision-making or coordination capabilities, the provision of essential information or critical services, the management of control functions, costs or other arrangements existing among the entities being part to the “structure”. However, it should be taken into account that: (A) the distributed governance structure of audit networks is not conducive to the identification of a single entity with autonomous steering powers; (B) the residual criterion based on turnover may lead to the designation of a parent undertaking that meets only quantitative thresholds, but is entirely lacking in the powers, rights and operational capability necessary to perform the required functions. In addition, the network structures that provide brand, methodologies, audit software and training modules are often entities established in third countries or entities that do not qualify as obliged entities under AML rules. Ultimately, the application of the criteria in Article 22 to audit networks could lead to identifying as parent undertaking an entity which has no actual ability to exercise an AML/CFT coordination role over the other network firms in the EU or within the relevant Member State, and therefore lacks an organisational structure capable of ensuring compliance by the functions required by Article 16. This would, in substance, confirm that the group concept is of limited suitability for professional networks such as audit networks. In general terms, therefore, ASSIREVI does suggest that the draft RTS should distinguish more clearly between elements of

Name of the organisation	Question	Answer
		coordination or organisational affiliation, on the one hand, and situations in which there is actual authority to direct, control and implement AML/CFT requirements, on the other hand. Such clarification appears particularly important for the professional services sector to ensure that the proposed provisions are applied in a proportionate, legally sustainable and operationally practicable manner.
Association of International Banks in Germany	Question 1 Do you have any observations concerning the definitions laid out in article 2?	According to Recital 26 of the draft RTS, a third-country entity that operates in the Union solely through branches is considered such a structure in the meaning of Art. 2(2) of the draft RTS. The draft specifies in Article 21(2)(b)(i) that common management exists when two or more obliged entities are “legally dependent parts of an undertaking in a third country” which is given with branches. In view of the legal definition of “group” acc. to Art. 2(1)(41) AMLR (Regulation (EU) 2024/1624), it must be stated the AMLR explicitly defines a group as a combination of a parent company and its subsidiaries. Since branches are legally dependent parts of the same company, they do not, according to the wording of the Regulation, form a group with their head office, they are parts of one legal entity. The RTS construction of a “structure” for branches (Art. 21(2)(b)(i) of the draft) creates a legal fiction here that is not provided for in the primary law of the AMLR for individual companies. Furthermore, it should be clarified that in a case in which an entity in a third country has precisely one subsidiary and one branch in the EU, and both are obliged entity under AMLR, the threshold of two subsidiaries for section 5 of the draft RTS is not

Name of the organisation	Question	Answer
		met, and consequently section 6 of the draft RTS should apply, too.
Association of International Banks in Germany	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	No comments.
Association of International Banks in Germany	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	It should be noted that Article 16(3) of the AMLR requires the exchange of information that is “relevant” to due diligence obligations and risk management. The draft RTS further elaborates on this requirement in Article 4, providing a detailed and non-exhaustive list of information to be shared, which includes ad-hoc identified relevant information, such as negative or adverse media reports. In addition, information concerning interactions with supervisory authorities and the results of on-site inspections is to be exchanged across the group. While such a granular level of detail—particularly with regard to regulatory inspection reports—can only be inferred from the general wording of the AMLR under a broad interpretation, it must be emphasised that this type of information is highly sensitive. At the same time, serious concerns arise regarding the proportionality and feasibility of the provisions set out in Article 3 of the draft RTS. The group-wide requirements envisaged therein—such as business-wide risk assessments, group-wide policies and procedures, centralised monitoring, and the establishment of a group control function—appear unworkable in cases where the designated reporting obliged entity, as referred to in Article 17, has no legal, operational, or contractual link with other EU obliged entities within the same group.

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		In group structures where the head office is located outside the EU and has already established effective group-wide AML/CFT frameworks, the draft RTS would effectively require the creation of a parallel control framework without a genuine organisational basis. This could lead to unnecessary duplication of infrastructure and governance arrangements, thereby imposing a significant operational and financial burden. The associated costs would likely include additional staff, training on the risks and activities of sister EU entities, systems development, and the establishment of new end-to-end processes for the collection, consolidation, and reporting of information.
Association of International Banks in Germany	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	No comments.
Association of International Banks in Germany	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	No comments.
Association of International Banks in Germany	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	No comments.
Association of International	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship	For groups headquartered outside the EU, the draft RTS introduces a hierarchy of criteria in Article 18(3): If the criterion of “sufficient prominence” and the criterion of “understanding of

Name of the organisation	Question	Answer
Banks in Germany	whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	operations" lead to different results, prominence shall take precedence. The AMLR lists these criteria as equal in Article 2(42)(b)(iii). The establish-ment of a binding hierarchy by the AMLA is an independent regulatory decision that has no direct basis in the AMLR. Pursuant to Article 2(1)(42)(b)(iii) of the AMLR, both criteria (significance and understanding of the processes) are listed cumulatively and without a predetermined order of priority. The draft RTS creates an artificial hierarchy that is not established in the primary law of the Regulation and thus exceeds the AMLA's mandate to merely provide further specification. Quantitative proxies (such as transaction value for prominence or compliance headcount for understanding) do not reliably capture the capability to exercise group control or coordinate AML/CFT compliance. In particular, headcount is affected by labour costs, service models, and business mix, and transaction volume does not correlate with decision-making authority over AML strategy. Therefore, we consider the criteria ineffective for identifying an EU parent undertaking for third-country-headquartered organisations, and in parts inconsistent with the AMLR's definition of "group". The draft RTS' approach risks imposing accountability on an EU entity that lacks governance authority or operational levers to ensure group-wide compliance ("responsibility without authority"). The criteria should be applied through a holistic, qualitative assessment that gives equal weight to "prominence" and "understanding of operations" and gives inde¬pendent meaning to the "given responsibility" factor. We would also underline that the "given responsibility" criterion set out in Article 2(42)(b)(iv) of the AMLR must retain its own, autonomous significance and should not be conflated with

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		prominence or understanding. In certain organisational structures, the sole authority empowered to allocate responsibilities, and fund coordination may reside with the third-country head office. Without a clearly defined operational mechanism, an EU parent entity designated as responsible could be held accountable for outcomes beyond its control, potentially giving rise to conflicts with corporate law and home-country separation requirements—such as those mandating the separation of banking and non-banking activities. This interpretation aligns with prudential frameworks that employ comparable definitions, including those under the CRD for banks, which acknowledge that multiple intermediate EU parent undertakings may be necessary in certain third-country group structures. Furthermore, in decentralised structures, the identification under Articles 17 to 20 should primarily serve a coordination and accountability function and should not be interpreted as implying hierarchical control or displacing the responsibilities of other obliged entities. Where multiple entities could reasonably meet the criteria, the group should be able to propose the most appropriate entity, subject to supervisory validation. We recommend amending Article 18(3) to remove the mandated precedence of “prominence” and to allow a reasoned nomination by the group. For example, replace the current hierarchy with the following approach: “Where the determination of sufficient understanding of the processes results to the identification of an obliged entity in the Union that is not the obliged entity of sufficient prominence, both criteria shall be considered of equal weight. In such cases—as well as in situations where both criteria apply with equal weight to

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		different entities—the group shall have the right to submit a formal, written and duly reasoned proposal to the competent supervisory authority regarding which obliged entity should be identified as the parent undertaking in the Union, specifying: (a) the obliged entity proposed as the parent undertaking in the Union; (b) the detailed justification for the proposal, including an assessment of how the proposed entity meets the criteria of sufficient understanding and significance, as applicable; (c) any supporting evidence, such as organisational charts, governance arrangements, or risk management documentation. The supervisory authority shall take this proposal into account in its decision pursuant to Article 20." The term annual turnover is a weak key performance indicator for banks because it is often ambiguous and not used consistently across jurisdictions. For banks the business model is driven by interest income, fee income, trading results, and risk-adjusted balance sheet activity rather than simple sales volume. This makes the metric less precise and less comparable.
Association of International Banks in Germany	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No comments.
Association of International Banks in Germany	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Article 24 of the draft RTS provides that, in the case of structures that are not groups in the traditional sense, a non-obliged entity (Non-OE) may also be identified as the parent undertaking to ensure compliance with group-wide requirements. The AMLR itself defines the "parent company" in Article 2(42) primarily as an obliged entity. The extension of this responsibility to entities that are not themselves obliged entities within the meaning of the

Name of the organisation	Question	Answer
		AMLR represents a legal innovation aimed at closing supervisory gaps, but does not follow directly from the text of the regulation.
Association of International Banks in Germany	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	No comments.
Association of Luxembourg Compliance Officers	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We raise six concerns with the definitions in Article 2. FIRST, parent undertaking identification. In Network, Partnership and Franchise structures, governance, compliance and commercial functions are distributed across holding companies, operational entities and network coordination bodies. Also when a Private Equity Fund is involved it is unclear if the group would also include the investment which could itself be a financial institution having its own group. The RTS criteria may not identify a single clear parent. We recommend allowing pragmatic designation based on operational and compliance capacity rather than one rigid metric. SECOND, client commonality. Article 4(2) second subparagraph requires sharing for common customers and customers having the same beneficial owners. It is unclear whether common client means the same legal entity, related entities, or entities sharing the same UBO/SMO. Independent directors serve as default beneficial owners under Article 63(4) of Regulation EU 2024/1624 across unrelated clients of different member firms. This should not trigger information sharing. We request a precise definition distinguishing genuine common clients from nominal UBO/SMO overlaps. THIRD non-obliged entities. Some RTS provisions exclude non-obliged entities from group-wide obligations while Article 16(3) second subparagraph of Regulation EU 2024/1624 expects information from them. Since targeted financial sanctions under

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		Article 215 TFEU apply to all persons in the Union, the role of non-obliged entities needs explicit clarification, particularly for sanctions and information provision. FOURTH, the definition of structure in Article 2(2)(c) is too broad. Arm's-length contractual relationships such as fund servicing arrangements where a management company, transfer agent, depositary and fund vehicle are connected through a prospectus could be inadvertently captured. We recommend a negative delimitation consistent with Recital 27 excluding pure cooperation agreements and multi-party service arrangements. FIFTH, for third-country entities in India, UK, Switzerland, US, Mauritius, Ghana, Mozambique and Namibia, it is unclear whether obliged entity status is assessed under Article 3 of Regulation EU 2024/1624 or under local law. We request clarification. SIXTH, we would appreciate that “third countries” will be defined in this article 2. When reading, we sometimes misunderstand if this is third countries are outside of the European Union or outside our country (ie: Luxembourg). For example, The title of section 4 mention “third countries of obliged entities and parent undertaking in the Union” is unclear. Finally, both terminologies are used : “third countries” and “outside the Union”
Association of Luxembourg Compliance Officers	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3 principles are sensible but we identify five gaps. FIRST, proportionality. Uniform minima risk being disproportionate for small or low-risk entities. Article 3(1) final subparagraph acknowledges size and complexity but we recommend explicit calibration guidance permitting scaled application by individual entity risk profile. SECOND, reliance framework. The RTS should explicitly permit reliance on AML/CFT work of other group entities, consistent with Articles 48 and 49 of Regulation EU 2024/1624. Without this,

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		duplicative processes across network members are unavoidable and resource-intensive without corresponding risk reduction. THIRD, data comparability. A meaningful group-wide risk assessment under Article 3(1)(d) requires common templates or minimum data standards. Without format guidance, aggregation across entities using different systems remains impractical for complex structures. FOURTH, non-obliged entities and sanctions. Article 3 should explicitly require TFS screening and controls across all group entities including non-obliged ones. Council Regulations under Article 215 TFEU impose freezing obligations on all persons in the Union as noted in Recital 33 of the AMLR. The group-wide risk assessment under Article 3(1)(d) should specifically address TFS exposure in third countries where sanctions regimes diverge from EU autonomous sanctions, for example US OFAC programmes or Swiss implementation timelines. FIFTH, the reference on that in Article 4 1(a)(x) in the RTS is unclear on expectation and applicable cases : “reliance or outsourcing arrangements related to customer due diligence performed by other entities within the group.
Association of Luxembourg Compliance Officers	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We foresee six categories of challenges. FIRST, mandatory versus discretionary sharing. Article 4(1) lists extensive information categories preceded by shall enable at least. We recommend AMLA define a clear minimum mandatory dataset for common client situations covering ID, UBO, services and material changes, restricting full transactional or sensitive documents to risk-based situations such as suspicion or high-risk cases. SECOND, privilege and sector rules. Sharing audit reports or privileged materials raises constraints. Article 9 covers Article 70(2) derogations but does not address broader professional

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		privilege. We request guidance on audit working papers,legal privilege and compliance with Market Abuse Regulaitons. THIRD, GDPR. It is unclear whether the AMLR obligation suffices as legal basis under Article 6(1)(c) of Regulation EU 2016/679. For jurisdictions without adequacy decisions including India, Mozambique, Ghana and Namibia, Article 46 GDPR safeguards are required. We request explicit confirmation and model contractual language guidance. FOURTH, third-country constraints. Switzerland Article 47 Banking Act criminalises client information disclosure. US 31 USC 5318(g)(2) prohibits SAR disclosure. India DPDPA 2023 restricts transfers to notified jurisdictions. UK Proceeds of Crime Act 2002 imposes tipping-off prohibitions. Mauritius Banking Act 2004 Section 64 imposes banking secrecy. Where local law blocks sharing, we recommend specified fallback measures: aggregated data, documented refusals, consent where viable, supervisor notification per Articles 6 and 7 of the draft RTS. FIFTH, operational burden. Continuous data feeds across decentralised networks are resource-intensive. We recommend standardised templates, audit trail requirements per Article 4(2) third subparagraph, and proportionate frequency aligned to risk. SIXTH, client refusal. Where customers refuse consent to data sharing, business relationships become unviable, risking de-risking and shadow banking contrary to financial inclusion objectives in Recital 53 of Regulation EU 2024/1624.
Association of Luxembourg Compliance Officers	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	We expect significant challenges in numerous jurisdictions, for example the below. UNITED STATES OF AMERICA: 31 USC 5318(g)(2) absolutely prohibits SAR disclosure including to affiliates, directly conflicting with Articles 10-12 of the draft RTS. Gramm-Leach-Bliley Act restricts non-public personal information sharing. State laws

Name of the organisation	Question	Answer
		such as NY DFS Part 504 impose independent AML programme requirements. Customer consent under Article 10(1)(c) cannot override absolute statutory prohibitions. SWITZERLAND: Article 47 Banking Act criminalises client information disclosure. Article 271 Criminal Code prohibits actions on behalf of foreign states without authorisation, potentially covering information sharing for EU supervisory purposes under Article 13. INDIA: DPDPA 2023 restricts cross-border transfers to notified jurisdictions; EU not yet notified. RBI Master Direction on KYC imposes confidentiality. PMLA 2002 imposes tipping-off prohibitions. Consequences include incomplete group risk visibility, inability to perform comprehensive group-wide risk assessments under Article 3(1)(d), and tension with local management citing local law obligations. On closure measures under Article 10(3), withdrawal from a jurisdiction may itself create integrity risks including loss of supervisory visibility, client displacement to unregulated providers, and regulatory fragmentation where exiting entities escape EU oversight entirely. We recommend Article 10(4) require a proportionality assessment before closure, and that the RTS specify acceptable compensatory measures including enhanced local governance, independent audit, ring-fencing and activity restrictions per Article 15(1)(a). The RTS should establish pragmatic escalation rather than automatic prescriptive remedies.
Association of Luxembourg Compliance Officers	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or	Five challenges regarding Articles 12 and 13. FIRST, STR confidentiality conflicts. Article 12(1)(b) requires aggregated STR data to be shared with parent management. In the US (31 USC 5318(g)(2)), UK (POCA 2002 Section 333A) and

Name of the organisation	Question	Answer
	exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	India (PMLA 2002 Section 66), even disclosing the existence of an STR is criminal. Aggregated data may constitute indirect disclosure where transaction volumes are low enough to identify specific clients. SECOND, notification overload. If every blocked share triggers a 28-day notification under Articles 10-14, networks operating across multiple restrictive jurisdictions face very high volumes overwhelming both entities and supervisors. We recommend thresholds, staged processes requiring exhaustion of internal remedies first, and standardised notification templates. THIRD, ambiguity on notification responsibility. In network structures where the head office is outside the EU and may not cooperate, it is unclear which entity bears the obligation and how non-cooperative non-EU parents are addressed. FOURTH, regulatory fragmentation risk. Mandatory closure under Article 12(3) could force entities out of groups, reducing rather than increasing oversight. Departed entities could join non-EU networks with no group-wide EU obligations. We recommend AMLA consider alternative structural measures such as enhanced local governance, independent audit or ring-fencing before requiring exit. FIFTH, GDPR for cross-border flows. Transfers to or from jurisdictions without adequacy decisions require Article 46 GDPR safeguards. We request confirmation that the AMLR legal obligation constitutes a valid basis under Article 6(1)(c) GDPR and guidance on reconciling 28-day notification deadlines with Transfer Impact Assessment timelines.
Association of Luxembourg Compliance Officers	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions	We support the graduated escalation principle but raise four workability concerns. FIRST, addressee clarity. For structures under Section 6 where the parent may be a non-obliged entity under Article 22, it is

Name of the organisation	Question	Answer
	or closure measures in cross-border structures? If not, please explain.	unclear how supervisory powers under Directive EU 2024/1640 attach. Where multiple obliged entities span Member States, coordination among supervisors needs procedural specification. The RTS should identify the decision addressee and each entity's implementation obligations. SECOND, cross-border enforcement. Closure or restriction measures under Article 16(2) engage local law obligations including employment, contractual and regulatory wind-down requirements. Enforcing decisions against independent non-EU network members is practically very difficult. We recommend specified procedural steps, timelines and supervisor cooperation mechanisms. THIRD, graduated proportionality. The criteria for escalating from Article 16(1) measures to Article 16(2) restrictions should be further specified. What constitutes failure to comply or a determination that risk is unmanageable? Article 16(3)(b) should distinguish between absolute legal prohibitions and practical difficulties resolvable through alternative arrangements. FOURTH, coordination with other frameworks. Supervisors should exercise Article 16 powers in coordination with prudential supervision under SSM or CRD/CRR to avoid conflicting instructions on the same operations. Reasoned decisions and adequate implementation timelines should be mandatory.
Association of Luxembourg Compliance Officers	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The Section 5 criteria are likely impractical for Network, Partnership and Franchise structures where governance, compliance and commercial functions are split across entities. Networks, Partnerships and Franchises have independent member firms in each jurisdiction, connected through a global entity typically outside the EU with no operational activity. No parent-subsidiary relationships exist between EU members. On quantitative criteria under Article 17(1)(b), customer numbers

Name of the organisation	Question	Answer
		and transaction amounts produce anomalous results where customer concepts vary by service line, transaction volumes are incomparable across obliged and non-obliged activities, and highest-turnover entities may lack compliance capacity. Annual turnover under Article 17(2) identifies revenue size not compliance capability. It may work as a tiebreaker but should not be the sole determinant. We recommend a flexible approach allowing motivated group-level designation based on combined factors: turnover, governance role, compliance capacity and data aggregation ability. Structures should be permitted to designate their parent through documented governance decisions subject to supervisory validation under Article 20. We request clarification on whether a national holding company qualifying as an obliged entity under Article 3(3)(m) of Regulation EU 2024/1624 automatically becomes the parent or whether Articles 17-18 criteria apply independently. An arbitration path through AMLA should be available where supervisors disagree, consistent with Article 20(3) third subparagraph referencing Articles 33 and 38 of Regulation EU 2024/1620
Association of Luxembourg Compliance Officers	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The Article 21 concept is reasonable but needs clearer thresholds and objective indicators. We welcome Recital 24 extending common compliance control beyond AML/CFT, Recital 27 exclusions for pure cooperation agreements, and Recital 28 excluding agent-principal relationships. However, conditions under Article 21(2)(b)(v) regarding common policies and procedures and Article 21(2)(c)(v) regarding common branding with shared audits or controls are very broadly drafted. Entities sharing some services such as tax advice or

Name of the organisation	Question	Answer
		director mandates but lacking integrated governance might be inappropriately captured. We recommend AMLA specify quantitative and qualitative thresholds, for example what level of shared control functions or what proportion of common management membership triggers group-equivalent treatment. Practical examples illustrating structures that do and do not meet conditions would significantly reduce ambiguity and divergent supervisory interpretations. Application should be proportional to degree of integration. Loosely connected structures should face lighter obligations than those with genuine organisational interdependence to avoid disproportionate burdens without corresponding risk-reduction benefits.
Association of Luxembourg Compliance Officers	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Five implementation challenges. FIRST, no corporate authority to compel. Networks rely on contractual arrangements not shareholding. Article 21(3) prevents non-obliged entities from blocking policies but does not address how a parent compels compliance by independent member firms citing separate legal personality. We recommend acknowledging best-efforts obligations within contractual frameworks rather than requiring corporate control. SECOND, evidentiary challenges. Proving or rebutting common ownership, management or compliance control in loosely linked structures is unclear. We request guidance on acceptable evidence: do membership agreements, brand licences, shared audit reports or common training suffice? Entities sharing some services without integrated governance should not be inappropriately captured. THIRD, cross-jurisdictional limits. For third-country network members in the US, UK, Switzerland and India, the EU parent cannot unilaterally impose requirements on independent entities

Name of the organisation	Question	Answer
		that are not subsidiaries. FOURTH, professional secrecy conflicts. In some jurisdictions audit firms face legal restrictions on sharing client information within their own network due to professional independence requirements under audit regulation. FIFTH, timeline. Notification by 10 December 2027 under Article 26 is ambitious for complex structures needing to undertake identification, establish governance, amend membership agreements and build information-sharing infrastructure. We request extension to 10 July 2028 for Section 6 structures.
Association of Luxembourg Compliance Officers	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 criteria should combine quantitative and qualitative measures rather than relying on single metrics. In Networks, Partnerships and Franchises, functions under Article 22(1)(a)-(f) are distributed across multiple entities or performed by a central body outside the EU. Article 22(1)(g) regarding branding and network arrangements aligns with the network governance entity, but where this entity is outside the Union, determination defaults to turnover under Article 22(2). Turnover alone risks misidentification. A regional holding with high revenue but no compliance function should not automatically be parent if another EU entity performs compliance and data aggregation. Practical example: the largest-revenue entity in one Member State has no group compliance role while a smaller entity in another Member State operates the Nnetwork's compliance coordination function. We welcome permitting non-obliged entities as parent but request clarification on how supervisory powers under Directive EU 2024/1640 attach, given Article 24 routes notification through obliged entities. We recommend adding a criterion permitting structures to propose their parent based on demonstrated governance and

Name of the organisation	Question	Answer
		compliance roles through documented governance decisions, subject to supervisory validation under Articles 23/24. An AMLA arbitration path should be available where supervisors disagree per Article 23(3) third subparagraph referencing Articles 33 and 38 of Regulation EU 2024/1620.
Association of the Luxembourg Fund Industry (ALFI)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definition of "structure" in Article 2(2) is drafted in terms broad enough to encompass arrangements that are ubiquitous in the asset management sector but have never been understood as group-equivalent structures for AML/CFT purposes. The definition captures "any" form of organisation, agreement or similar" that (a) includes at least two obliged entities, (b) is not a group with a parent undertaking within the meaning of the AMLR and (c) has the objective of establishing a common framework of business, professional or commercial relationships between two obliged entities. Read in conjunction with the conditions in Article 21, this definition risks bringing within scope third-party management company or AIFMs (collectively, "ManCo") platforms, where one ManCo manages funds initiated by unrelated promoters, and delegation arrangements under Article 13 of Directive 2011/61/EU (AIFMD) or Article 13 of Directive 2009/65/EC (UCITS Directive). In the asset management industry, a single authorised ManCo may manage dozens of fund structures on behalf of independent promoters, each with distinct investment strategies, investor bases and risk profiles. These arrangements are governed by strict regulatory requirements under AIFMD and the UCITS Directive, including conduct-of-business obligations, organisational requirements and supervisory oversight by the regulators. They might not share common ownership, common management in the sense intended by Regulation (EU) 2024/1624 (AMLR), or common compliance control. The ManCo's

Name of the organisation	Question	Answer
		AML/CFT obligations attach at the entity level and are supervised accordingly. Recital 27 acknowledges that “pure cooperation agreements” and “outsourcing arrangements of compliance control to the same service provider” do not fall within scope. This safeguard is essential and we therefore propose that this exclusion be incorporated into Article 21 itself (see our response under Questions 8 and 9). The carve-out in Recital 27 for “outsourcing arrangements” does not, moreover, precisely describe the ManCo-as-a-service model, which involves authorised delegation of portfolio management, risk management and regulatory compliance functions. These are not mere outsourcing arrangements; they are regulated delegation structures subject to supervision under AIFMD and the UCITS Directive. Article 2(2) should therefore be qualified to exclude arrangements governed by sectoral delegation frameworks. Furthermore, the definitions of “network” (Article 2(3)), “partnership” (Article 2(4)) and “franchise” (Article 2(5)) rely on broad and imprecise criteria — such as “cooperation,” “common profit- or cost-sharing,” “common purpose” or “exploiting a brand” — that could encompass a wide range of ordinary commercial and regulatory relationships in the financial sector. These concepts originate in the non-financial sector, and, according to recital (25), are rather designed to target DNFBPs (such as auditors, accountants, lawyers, notaries, real estate agents and professionals, professionals belonging to the gambling sector). Conversely, they do not translate well to regulated financial services, where relationships between obliged entities are already governed by comprehensive sectoral frameworks. The current market practice of investment funds in

Name of the organisation	Question	Answer
		the European Union, and in Luxembourg in particular, has developed within a well-functioning regulatory architecture that effectively manages ML/TF risks without recourse to group-equivalent requirements. The absence of precise boundaries in these definitions increases the risk of divergent supervisory interpretations across Member States and of unintended capture of arrangements that pose no group-level AML/CFT risk. This Article should thus specifically exclude regulated financial services (including, without limitation, investment fund sector) from the scope of these concepts.
Association of the Luxembourg Fund Industry (ALFI)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	ALFI broadly supports the objective of Article 3 in establishing a coherent set of group-level internal policies, procedures and controls. These requirements would, however, benefit from further clarification to ensure proportionate and consistent implementation. In current practice, many international asset managers operate through governance models in which global standards are set centrally — within or outside the Union — and supplemented by entity-level frameworks tailored to each business. The relevant entities frequently maintain their own boards, different AML/CFT frameworks based on their business, and may operate as sibling entities carrying our different business activities rather than within a parent-subsidiary chain. There may accordingly be limited operational alignment or direct oversight between them, which bears directly on how the group-level coordination requirements in Article 3 are expected to function. We suggest that the requirements in Article 3 — including the group-level compliance function and the annual report on the implementation of group-wide policies, procedures and controls — be capable of being discharged through coordinated governance, oversight and reporting arrangements, and not

Name of the organisation	Question	Answer
		construed as requiring full operational centralisation of AML/CFT functions where effective entity-level governance and controls already exist. It would be helpful to confirm that a designated parent undertaking may discharge its coordination and oversight responsibilities through formal governance mechanisms — such as committees, reporting lines and escalation frameworks — across the relevant obliged entities, and that the designation of a parent undertaking does not of itself imply direct operational control over local AML/CFT functions, the responsibilities of the local MLRO and of the entity continuing to apply alongside the Article 16 AMLR framework. We would further suggest that Article 3 expressly accommodate a risk-based approach, allowing groups to rely on existing group compliance frameworks and reporting lines where these meet the objectives of Article 16 AMLR. Absent such clarification, the requirements risk becoming prescriptive and process-driven rather than outcome-focused, and generating duplicative or overlapping reporting layers alongside existing global, regional and entity-level arrangements.
Association of the Luxembourg Fund Industry (ALFI)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	ALFI supports the principle that effective intra-group information sharing is essential for the identification and mitigation of cross-border ML/TF risks. Article 16(3) AMLR frames that obligation by reference to relevance, requiring exchange within the group where such sharing is relevant for the purpose of customer due diligence and ML/TF risk management. ALFI considers that this relevance test, rather than an undifferentiated duty to share, should determine the perimeter of intra-group exchange. The “need-to-know” principle, reinforced by the parent undertaking’s power to define the perimeter of sharing, is therefore central both to giving effect to the AMLR approach and to observing the data-minimisation requirement under Regulation

Name of the organisation	Question	Answer
		(EU) 2016/679 (GDPR), pursuant to which personal data must be adequate, relevant and limited to what is necessary in relation to the purposes for which they are processed. Read in this light, Section 3 and the extensive enumeration in Article 4 are best understood as setting the outer limits of permissible sharing rather than a mandatory floor to be applied indiscriminately. To preserve that enabling character, ALFI suggests that the decision-making powers of the parent undertaking and the need-to-know principle be reinforced in the operative text, and that the RTS distinguish clearly between the information whose sharing is mandatory and that which remains discretionary. In particular, the second sentence of the second subparagraph of Article 4(2) — providing that information sharing within the group "shall cover at least" the enumerated categories — risks being read as an obligation to share, at all times, all of the information gathered by each group entity on their common customers. As that outcome would be neither relevant nor proportionate in many cases, ALFI suggests that this wording be revisited to avoid such a reading. ALFI further considers that the period of 28 calendar days provided in Article 6(3) is insufficient to allow a proper assessment and a substantiated notification to the supervisor of restrictions or prohibitions on information sharing. Assessing the legal constraints applicable in a third country requires an analysis of foreign law, typically with the assistance of local counsel, together with an internal impact assessment. Drawing on the graduated notification approach found in other Union frameworks, such as Regulation (EU) 2022/2554 (DORA), ALFI suggests a two-step mechanism: an initial, simplified notification

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		within 28 calendar days, followed by a substantiated notification within a reasonable further period.
Association of the Luxembourg Fund Industry (ALFI)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	ALFI supports the objective of promoting risk mitigation where third-country legal impediments prevent full application of group-wide AML/CFT policies. Two of the additional measures listed in Article 15 raise proportionality concerns in the asset management context. Article 15(1)(a) requires the parent undertaking to ensure that its branch or subsidiary in the third country restricts its products and services to those presenting “a low money laundering and terrorist financing risk and having a low impact on the group’s risk exposure.” This criterion is not defined in the AMLR or in the draft RTS, and its application would depend on subjective assessments that may vary between obliged entities and supervisors. A blanket restriction on the product offering of a third-country subsidiary is therefore a disproportionate measure where the legal impediment is limited in scope — for instance, a data-sharing restriction that does not affect the subsidiary’s ability to conduct CDD on its own clients. Article 15(1)(d) requires prior approval from the senior management of the parent undertaking for “higher-risk business relationships” maintained by the third-country branch or subsidiary. For asset managers operating in third-country markets, the classification of a business relationship as “higher risk” may encompass a significant proportion of client relationships, particularly where the jurisdiction itself is classified as higher risk. A blanket prior-approval requirement imposes a level of centralised governance that is inconsistent with the risk-based approach, since the parent undertaking is not best placed to assess the individual risk of each client relationship managed

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		locally. Additionally, the criterion of "high-risk relationship" is not defined, the risk scoring of a given relationship generally depending on the risk-based approach of the obliged entity. This may thus lead to varying interpretations in this requirement across obliged entities and supervisors. We suggest that Article 15 clarify that the selection and calibration of additional measures must be demonstrably proportionate to the nature and severity of the specific legal impediment identified, and that the measures in Article 15(1)(a) and (d) be available only, on a risk-based approach, as escalation options where less restrictive measures have proven insufficient.
Association of the Luxembourg Fund Industry (ALFI)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	NA
Association of the Luxembourg Fund Industry (ALFI)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Article 16(2)(c) empowers the supervisor of the home Member State to "require the parent undertaking in the Union or the obliged entity to close down some or all operations carried out in the third country." This represents a significant escalation compared with the current framework. ALFI acknowledges that, in extreme circumstances, the cessation of operations may be the only viable option to eliminate an unmanageable ML/TF risk. The concern is, however, twofold. First, the closure of third-country operations carries consequences beyond AML/CFT: it affects investor protection obligations, contractual commitments, employment law and the orderly wind-down of fund structures. The decision to require closure should therefore be subject to an explicit proportionality test within the operative text of Article 16, requiring the supervisor

Name of the organisation	Question	Answer
		to consider the impact on investors and contractual counterparties, and to coordinate with the third-country supervisor and, where applicable, with AMLA pursuant to Article 33 of Regulation (EU) 2024/1620. Second, the graduated escalation framework in Article 16(1) — risk-mitigation plan and corrective measures — should be treated as a mandatory prerequisite before the measures in Article 16(2) can be applied. Indeed, the current drafting ("where the parent undertaking [...] cannot effectively manage the risk [...] or [...] has failed to comply with supervisory actions taken pursuant to paragraph 1") could be read as permitting the supervisor to proceed directly to paragraph 2 measures if it determines that the risk is unmanageable, without first requiring the obliged entity to submit and implement a risk-mitigation plan. We therefore propose that Article 16(2) require the supervisor to first have exhausted the measures under paragraph 1 and allowed reasonable time for their implementation before exercising the powers in paragraph 2.
Association of the Luxembourg Fund Industry (ALFI)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The criteria in Articles 17 and 18 for identifying the parent undertaking in the Union rely on quantitative metrics — such as the average number of customers and the average amount of incoming and outgoing transactions — that are designed primarily for banking and payment services. These metrics do not translate meaningfully to the asset management sector, where a ManCo's "customers" may be the funds it manages rather than end investors, and where transaction volumes bear no relationship to the entity's operational significance within the group. The annual turnover or number of full-time equivalent staff members fall-back in Article 17(2) and 18(2) is more sector-neutral but remains an imperfect proxy for the capacity to discharge group-wide AML/CFT responsibilities.

Name of the organisation	Question	Answer
		More fundamentally, ALFI observes that Level 1 text do not require the designation of a single parent undertaking in the Union. The RTS should accordingly accommodate the appointment of more than one parent undertaking where the structure of the group so warrants — including the designation of a distinct parent undertaking for each sector of activity, such as banking, insurance and asset management — so that group-wide AML/CFT governance is exercised by the entity genuinely equipped to understand the relevant ML/TF risks. Such an approach reflects the reality of cross-sectoral groups and is consistent with the risk-based approach underpinning the AMLR. Clarification of this, would be particularly valuable where legal ownership, governance authority, operational AML/CFT oversight and the quantitative indicators point towards different EU entities within the same structure, including where those entities are held across distinct ownership chains. Consistent with that approach, ALFI suggests that the qualitative criteria — the capacity to ensure operational control and the decision-making authority over group-wide AML/CFT policies — be treated as the primary determinant, with the quantitative indicators in Articles 17 and 18 serving only as additional, non-binding guidance where the qualitative assessment does not point to a clear outcome. Clarification of this hierarchy would be particularly valuable where legal ownership, governance authority, operational AML/CFT oversight and the quantitative indicators point towards different EU entities within the same structure, including where those entities are held across distinct ownership chains. This flexibility would not weaken supervisory oversight. Article 20(1) already requires the obliged entities to notify the supervisor of the determination of the parent undertaking, together with the

Name of the organisation	Question	Answer
		reasons for that determination, so that the supervisor retains the ability to assess and, where appropriate, challenge the designation on a case-by-case basis. It should also be underscored that, while the parent undertaking is responsible for the governance and coordination needed to ensure consistency of the AML/CFT approach across the group, ultimate responsibility for compliance with the Union AML/CFT framework remains with each individual obliged entity. We suggest that AMLA introduces sufficient flexibility for obliged entities to demonstrate, on a case-by-case basis and subject to supervisory validation, which entity or entities are best placed to assume the parent undertaking role, rather than relying on quantitative indicators that may produce arbitrary outcomes in the asset management sector.
Association of the Luxembourg Fund Industry (ALFI)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The current regulatory framework applicable to investment funds in the European Union delivers effective AML/CFT outcomes. ManCos, AIFMs and funds are subject to comprehensive entity-level AML/CFT obligations and to prudential supervision under their respective sectoral directives. This framework has been in place for many years and is well understood by both the industry and supervisors. ALFI considers that the conditions listed in Article 21(2) are not sufficiently clear for the financial sector and risk capturing arrangements that do not warrant group-equivalent treatment. As a preliminary observation, the concepts of “network,” “partnership” and “franchise” used in Section 6 are inherently imprecise when applied to the financial sector. These definitions — relying on criteria such as “cooperation,” “common purpose” or “exploiting a brand” — were designed for the non-financial

Name of the organisation	Question	Answer
		sector and do not adequately distinguish between arrangements that create genuine group-level AML/CFT risk and ordinary regulated relationships between financial sector obliged entities. The conditions in Article 21(2) compound this difficulty. Article 21(2)(b)(vi) provides that common management exists where "two or more obliged entities have conferred the responsibility for developing mandatory group-equivalent policies and procedures related to anti money laundering and counter terrorism financing to one of them or to another obliged entity or to another natural or legal person." In the Luxembourg market, a third-party ManCo providing management company services to multiple fund promoters will, by practical necessity, apply its own AML/CFT policies and procedures to all funds under management, as endorsed by such funds under management. These are the ManCo's own entity-level obligations endorsed by such third-party funds, not "group-equivalent" policies conferred by a collective decision. In other words, the ManCo implements relevant AML/CFT obligations incumbent on the funds, upon delegation from the funds and thus on the funds' behalf – i.e. under the funds' ultimate responsibility. This scheme does not in itself amount to an organised group, partnership or network, but merely corresponds to a delegation structure – which, as such, is already subject to specific provisions and obligations under Article 18 AMLR on outsourcing. The provision as drafted makes no distinction between a ManCo discharging its regulatory obligations across its client base and a structure in which obliged entities have jointly conferred AML/CFT policy-setting authority to a common entity. Similarly, Article 21(2)(c)(i) captures as "common compliance control" any arrangement in which "two or more obliged entities operate under common policies, procedures or controls

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		managed by a control function." A ManCo managing multiple funds applies a single compliance framework across all of them. This is the ordinary discharge of entity-level compliance obligations, not common compliance control in the sense targeted by the AMLR. Here again, this setup rather corresponds to delegation and as such is governed by relevant outsourcing provisions. More generally, the overall relevance of the criteria linked to "common compliance control" may be challenged, bearing in mind that the purpose of this draft RTS is the fight against ML/TF and noting that the related criteria actually go beyond the mere AML/CFT framework. In this context: - Recital 24 states that "common compliance control should not be limited to compliance under the AML/CFT framework, but include other types of compliance such as prudential, product or service compliance arrangements in place."; - Art.21, 2., (c)(v) refers to common branding, marketing or franchising arrangements. Consequently, this recital and this provision should be removed (or at least narrowed to the sole fight against ML/TF) given the purpose of this legislation (i.e. fight against ML/TF – prudential or service compliance thus falling short of its subject matter). The same concern arises in respect of discretionary portfolio managers (DPMs) authorised under MiFID II, where the relationship between the DPM and the fund (or its ManCo) could be characterised as a "structure" despite the absence of any common ownership, management body or structural compliance integration. Recital 27 provides a safeguard for outsourcing and cooperation arrangements, but as noted in our response to Question 1, we propose the insertion of a new paragraph in Article 21 (see our response to Question 9 for specific drafting).

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		Lastly, certain items and notions, as used in this Article 21, lack clarity (thus possibly giving rise to varying interpretations in their implementation, which contravenes the legal certainty that instruments such as RTS are expected to promote), such as e.g.: - Art.21, 2., (a) : “control” over activities or entities / structures; - Art.21, 2., (b)(ii) : “homogeneous” business strategy or business model;
Association of the Luxembourg Fund Industry (ALFI)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The operational consequences of capture under Section 6 would be significant for the asset management industry. If a ManCo and the funds it manages were classified as a “structure” within the meaning of Article 21, all of them would be required to apply requirements “equivalent to the group-wide requirements set out in Article 16(1), (2) and (3)” AMLR. This would include a group-wide risk assessment, a group compliance function, an annual compliance report and an information-sharing framework pursuant to Article 4 of the present RTS. In practice, a ManCo managing several fund structures on behalf of unrelated promoters would be required to treat all of them as a single “group” for AML/CFT purposes, with the ManCo as the designated parent undertaking under Article 22. This would fundamentally alter the regulatory architecture of the ManCo-as-a-service model, without any demonstrated deficiency in the current framework warranting such a change. Indeed, the current framework, under which the ManCo’s AML/CFT obligations are discharged at entity level and supervised by the national NCAs, delivers effective outcomes. These arrangements have been in place for many years and are well understood by both the industry and supervisors. Furthermore, the information-sharing obligations under Article 4 would, in such a scenario, require the ManCo to share CDD data,

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		SAR/STR content and risk assessments across all funds under management — including funds managed on behalf of competing promoters who have no business relationship with each other. This raises serious confidentiality and commercial sensitivity concerns. We propose the insertion of a new Article 21(4) providing as follows: “This Section shall not apply to outsourcing arrangements captured by Article 18 of Regulation (EU) 2024/1624 and in particular: (a) the relationship between a management company authorised under Directive 2009/65/EC or an AIFM authorised under Directive 2011/61/EU and the collective investment undertakings it manages; (b) delegation arrangements under Article 20 of Directive 2011/61/EU or Article 13 of Directive 2009/65/EC; (c) the relationship between a discretionary portfolio manager authorised under Directive 2014/65/EU and the collective investment undertaking, its management company or AIFM; (d) outsourcing arrangements of compliance control to the same service provider; (e) arrangements that establish or develop only common technical tools, sharing of knowledge, customer referrals, exchanges of best practices or the use of the same name or branding.” This would elevate the substance of Recital 27 into operative text and provide the legal certainty necessary for the financial sector. The arrangements targeted by this exclusion are already subject to comprehensive AML/CFT obligations at entity level, oversight requirements by the delegating obliged entity (as the case may be) and to prudential supervision under their respective sectoral directives. Requiring them to apply group-equivalent requirements in addition would not strengthen AML/CFT

Name of the organisation	Question	Answer
		outcomes; it would impose compliance costs without commensurate risk mitigation.
Association of the Luxembourg Fund Industry (ALFI)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria in Article 22 for identifying the parent undertaking in structures other than groups present specific challenges for the asset management sector. Criteria such as "the right or ability to decide on the strategy or to direct the activities" (Article 22(1)(a)) or "the right or ability to coordinate the management" (Article 22(1)(c)) describe the ordinary functions of a ManCo vis-à-vis the funds it manages. Applying these criteria would systematically designate the ManCo as parent undertaking of all funds under management, creating a group-equivalent structure by default — an outcome that is disproportionate and inconsistent with the sectoral regulatory framework under which these relationships are already supervised. The annual turnover fall-back in Article 22(2) compounds this concern, as the ManCo will typically have a higher turnover than any individual fund vehicle. Moreover, the authority to impose rules at the partnership or network level should not be based on the turnover as the risk might be very different from one entity to the other, even in the same network / partnership, and having the highest turnover does not necessarily entail having the better position and/or qualification within the structure to impose and coordinate implementation of AML/CFT obligations at group level. We therefore reiterate that the arrangements described in our response to Questions 8 and 9 should be explicitly excluded from the scope of Section 6, which would render the question of parent undertaking identification for these arrangements moot. More generally, it appears from points (a) to (g) of Article 22, 1. of the draft RTS that the identification of the "parent undertaking" is based on vague and undefined criteria, such as:

Name of the organisation	Question	Answer
		- Art.22, 1., (b) : “important transactions”; - Art.22, 1., (c) : “right or ability to coordinate the management”; - Art.22, 1., (d) : “essential technical information or critical services”; - Art.22, 1., (e) : “manag[ing] the compliance control or system”; - Art.22, 1., (f) : “manag[ing] the costs of operational and compliance activities”. The relevance of criteria such as the development, management distribution or review of branding, marketing, franchising partnership or network arrangement (Art.22, 1., (g)) is also questionable when compared to the purpose of this draft RTS. Lastly, we note that this Article, when dealing with the parent undertaking to be identified in such capacity, merely refers to “entity”, and not “obliged entity”. We also note that Article 24 provides certain notification requirements to supervisors “in case the parent undertaking is not an obliged entity”. We therefore understand that the parent undertaking might be an entity which, in itself, might not otherwise be in scope of the AML/CFT legislation. This would result in vesting AML/CFT obligations and prerogatives, at group level, to entities having potentially insufficient and/or non-qualified (technical and human) resources to endorse such role, with limited knowledge and understanding of the ML/TF risks at group / structure level which they are supposed to mitigate. As a result, the “parent undertaking” should at least be an obliged entity, i.e. an entity in principle already equipped to understand and mitigate ML/TF risks considering that it is already subject, at its own level, AML/CFT professional obligations. Regarding Article 24 (Notification to the supervisor in case the parent undertaking is not an obliged entity): - Article 24, 1., first sentence provides that the notification shall

Name of the organisation	Question	Answer
		be done by "the obliged entities of the structures", while third sentence foresees the case where "a parent undertaking fails to notify to the supervisor". This Article should thus be corrected to redress this inconsistency; - Article 24, 3. provides that, in case of change in the information previously notified to relevant supervisors by the obliged entities, such obliged entities inform the relevant supervisors "and the Authority" (i.e. the AMLA) – while the initial notification under Article 24, 1. shall be addressed only to relevant supervisors. There is therefore no reason to notify AMLA in case of change, such notification to AMLA being rather the responsibility of relevant local supervisors, if applicable.
Assogestioni - Italian investment management Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definitions of "structure", "network", "partnership" and "franchise" set out in Article 2 of the draft RTS appear to be drafted in very broad terms and may therefore extend the scope of the group-wide requirements beyond what is necessary and proportionate. In particular, the current wording may unintentionally capture a wide range of organisational or commercial arrangements between obliged entities that do not present the degree of integration, coordination or control that would justify the application of a group-wide AML/CFT framework. This concern is particularly relevant for the financial sector. While Recitals 24 and 25 indicate that the proposed provisions are primarily intended to address arrangements commonly found in the non-financial sector, such distinction is not reflected in the operative provisions of the draft RTS. As currently drafted, the definitions could therefore also encompass relationships and cooperation models frequently used in the financial sector, even

Name of the organisation	Question	Answer
		where no genuine group-like structure exists. In our view, this may create significant legal uncertainty and lead to divergent interpretations regarding the scope of application of the RTS, both by obliged entities and by national competent authorities. Against this background, we would welcome further clarification in the RTS that the concepts of “structure”, “network”, “partnership” and “franchise” are intended to apply specifically to obliged entities operating in the non-financial sector. We acknowledge that the mandate under Article 16(4) AMLR does not explicitly distinguish between the financial and non-financial sectors. Nevertheless, we believe that a clearer differentiation in the RTS between the measures applicable to the two sectors would be highly beneficial in practice. Such an approach would contribute to greater legal certainty, support a more harmonised interpretation of the framework across Member States, and facilitate a more consistent application of the provisions by both obliged entities and national competent authorities
Assogestioni - Italian investment management Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	-
Assogestioni - Italian investment	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a	Article 4 of the draft RTS introduces extensive and detailed provisions on information sharing within groups, which raise a number of important operational and legal considerations.

Name of the organisation	Question	Answer
management Association	group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	As acknowledged in Chapter 5 of the Consultation Paper and, in particular, under Policy Issue 2, the proposed information-sharing measures are expected to generate significant implementation costs for groups in order to ensure compliance with the new requirements. While implementation costs are certainly a key consideration, the time needed to adequately adapt internal systems, governance arrangements and operational processes to the new framework is an equally important issue, particularly with regard to the provisions on information sharing. For this reason, we suggest revisiting Article 4 as a whole with the objective of ensuring a more flexible and proportionate application of the requirements. In particular, we suggest amending Article 4(2) by deleting the following part: Information sharing within the group shall cover at least common customers, customers having the same beneficial owners, customers that belong to the same group or structure. The objective of this amendment is to leave sufficient discretion to the parent undertaking to determine the circumstances under which information sharing is appropriate, rather than prescribing minimum mandatory situations directly in the RTS. Excessively prescriptive requirements may unduly limit the application of the proportionality principle and the risk-based approach underpinning the AML/CFT framework.

Name of the organisation	Question	Answer
		Alternatively, the RTS could limit mandatory information sharing to higher-risk customers, thereby ensuring that information-sharing obligations remain targeted and justified from a risk-management perspective, while avoiding a generalised approach. For the same reasons, we also suggest deleting the words “at least” from Article 4(1) of the draft RTS. The proposed framework for information sharing also raises important issues regarding data protection and the processing of personal data. Article 76 of Regulation (EU) 2024/1624 lays down general safeguards concerning the processing of personal data. In addition, Article 16(3) AMLR provides that parent undertakings shall implement group-wide policies, procedures and controls to ensure that information exchanged within the group is subject to “sufficient guarantees in terms of confidentiality, data protection and use of the information, including to prevent its disclosure”. Furthermore, Article 4(3) of the draft RTS requires that information be shared “on a need-to-know basis and [...] in line with the requirements stipulated by the applicable data protection legislation”. The approach adopted by the AMLR and by the draft RTS therefore appears to place responsibility on parent undertakings and obliged entities to determine which information may be shared and under which conditions, while ensuring compliance with applicable data protection rules.

Name of the organisation	Question	Answer
		However, the list of information set out in Article 4(1) of the draft RTS appears particularly broad and includes information relating to natural persons that may also involve categories of data requiring enhanced safeguards and more careful assessment under data protection legislation. In this respect, the accompanying documents to the draft RTS do not appear to include a specific assessment of the implications of Article 4 from a data protection and personal data processing perspective. We therefore suggest clarifying the legal basis that would permit such a broad exchange of information within groups, including in cross-border contexts involving third countries.
Assogestioni - Italian investment management Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	-
Assogestioni - Italian investment management Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	-
Assogestioni - Italian investment management Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions	-

Name of the organisation	Question	Answer
	or closure measures in cross-border structures? If not, please explain.	
Assogestioni - Italian investment management Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	-
Assogestioni - Italian investment management Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	As already highlighted in our response to Question 1, we consider that the concepts of “structure”, “network”, “partnership” and “franchise” introduced in Article 2 of the draft RTS should be understood as referring exclusively to arrangements existing in the non-financial sector. In this context, we believe that the conditions set out in Article 21 of the draft RTS and, more generally, the framework established under Section 6 of the draft RTS, should also be expressly limited to the non-financial sector. Although we acknowledge that the mandate under Article 16(4) AMLR does not formally distinguish between financial and non-financial obliged entities, the rationale underlying these provisions, as reflected in the recitals to the draft RTS, appears clearly aimed at addressing organisational arrangements typically found in the non-financial sector. Without a clearer delimitation of scope, the combined effect of the broad definitions under Article 2 and the conditions listed in Article 21 could unintentionally extend the application of group-equivalent requirements to a wide range of arrangements commonly used in the financial sector, including the asset management industry, even where such arrangements do not give

Name of the organisation	Question	Answer
		rise to integrated ML/TF risks or justify a group-wide AML/CFT approach. For this reason, we believe that a clearer limitation of the scope of Section 6 to the non-financial sector would significantly improve legal certainty, ensure a more proportionate application of the RTS and support a more consistent interpretation by both obliged entities and national competent authorities.
Assogestioni - Italian investment management Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	-
Assogestioni - Italian investment management Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	-
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 1 Do you have any observations concerning the definitions laid out in article 2?	In general: principle of proportionality The draft RTS apply the principle of proportionality only to selected provisions. We suggest introducing an overarching proportionality principle in Art. 1. Proposed wording: These RTS shall be applied in accordance with the principle of proportionality. The nature, extent and complexity of group-wide policies, procedures and controls shall be commensurate with the size, organisation and risk profile of the group respectively the group entities and shall enable the effective management and mitigation of ML/TF risks. The Austrian Banking and Insurance Industry notes that Article 2

Name of the organisation	Question	Answer
		introduces definitions of the terms ‘control function’, ‘structure’, ‘network’, ‘partnership’ and ‘franchise’ to complement the concept of a ‘group’ as defined in Regulation (EU) 2024/1624. Consistency with existing EU definitions The Austrian Banking and Insurance Industry observes that certain terms, in particular ‘control function’, are already defined in other EU financial services legislation, It would be helpful for AMLA to confirm that this definition is intended to be interpreted consistently with those existing frameworksfor legal certainty and coherent application. Interaction with the ‘group’ definition We understand that the newly introduced concepts are intended to capture arrangements that fall outside the AMLR definition of a ‘group’, particulary where no parent–subsidiary relationship exists. However, the relationship between these concepts and the group definition is not explicit. Clarification would be welcome as to whether: • these definitions are intended to apply only in the absence of a group structure; and • obliged entities that are part of a group are expected to assess these concepts in parallel. In the absence of such clarification, there is a risk of uncertainty as to whether group-wide obligations could extend beyond formally defined group structures to other types of commercial arrangements.

Name of the organisation	Question	Answer
		Conflicting requirements respectively a conflict of norms would arise if it will not be clarified which group requirements prevail in case of parallel/overlapping groups and/or other structures. The group steering requirements pursuant to Art 16 and 17 AMLR (and the respective RTS) should only be applicable for each traditional group with in the structure but not in addition to the participants of the institutional protection scheme as a group. After the classification as a group member or parent one obliged entity should not belong to an additional network. We further note that it is important to clarify whether, and to what extent, these definitions are intended to trigger obligations analogous to those applicable at group level. Particularly, we request clarification that the introduction of these concepts does not, in itself, extend group-wide requirements beyond the perimeter of entities that form part of a 'group' within the meaning of the AMLR. Scope and risk of over-interpretation We note that the definitions of 'structure', 'network' and 'partnership' are framed broadly and could, depending on interpretation, capture a wide range of arrangements. In particular, there is a risk that purely contractual or investment relationships could fall within scope without involving the level of control, coordination or integration that would justify the application of group-like AML/CFT obligations. Members of the Austrian Banking and Insurance Industry further note that the definitions rely on concepts such as 'common management', 'common compliance control' or a 'common

Name of the organisation	Question	Answer
		framework', without clearly specifying the level of influence or control required. In the absence of such clarification, there is a risk that arrangements involving coordination but not control could be captured. This may give rise to operational challenges, as obliged entities could be expected to apply policies or obtain information in respect of entities or arrangements over which they do not exercise control or have no legal means to enforce compliance. Members of the Austrian Banking and Insurance Industry encourage AMLA to clarify the intended scope and interaction of these definitions in order to support consistent and proportionate application and avoid unintended scope expansion. Purpose and proportionality From a wholesale banking perspective, institutions typically operate within clearly defined group structures. However, clarity on the intended scope and application of these additional concepts remains important to avoid unnecessary complexity and ensure consistent interpretation. We emphasise that the application of these definitions should remain consistent with the risk-based approach underpinning the AMLR, and should not result in disproportionate obligations on arrangements that do not present equivalent AML/CFT risks.
Austrian Federal Economic Chamber -	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	The Austrian Banking and Insurance Industry recognises the importance of effective information sharing and robust group-wide governance arrangements in managing money laundering, terrorist financing and targeted financial sanctions risks. The

Name of the organisation	Question	Answer
Division Bank and Insurance	indicate which other requirements, or further clarification, you think should be added and/or revised?	provisions set out in Article 3 broadly reflect existing practices in large cross-border banking groups. However, members have identified a number of operational and legal challenges that may arise in implementation, particularly for groups with complex structures or headquarters outside the Union. Legal basis and scope of group-wide obligations We also highlight uncertainty regarding the legal basis for extending group-wide requirements across entities that are not linked through a traditional parent–subsidiary relationship under applicable company law frameworks. Particularly,, where entities within the Union are part of a broader group but are separately incorporated and subject to distinct legal and regulatory obligations, it may be unclear how far group-wide policies, procedures and controls can be imposed or enforced in practice. This is especially relevant in the context of cross-border information sharing, where legal constraints may limit the ability to share or act upon certain information. We would welcome clarification as to how these requirements are intended to operate in practice, including the extent to which they are expected to apply across legally distinct entities and how potential conflicts with local legal obligations should be managed. Governance and approval requirements Article 3 (2) draft RTS introduces requirements for group-wide policies to be approved by the management body of the parent undertaking in the Union, and for procedures and controls to be approved at least at the level of the group compliance manager.

Name of the organisation	Question	Answer
		While we recognise the importance of appropriate governance and senior oversight, these requirements may be challenging to operationalise in large and complex organisations. The Austrian Banking and Insurance Industry therefore encourages AMLA to clarify that a proportionate, risk-based approach to governance is appropriate, including the ability to delegate approval of more granular procedures and controls to appropriately senior and competent functions, in line with existing governance frameworks. Information exchange between commercial and control functions Article 3 (1) (e) draft RTS introduces requirements for regular and documented information exchanges between compliance, control and commercial functions. Members note that, while internal information sharing is an established component of effective risk management, the provision would benefit from further clarification as to its intended scope and practical application. Clarification would be welcome on: • the type and level of information expected to be shared (for example, whether this is intended to be aggregated risk information rather than customer-specific data); and • how these requirements interact with existing legal constraints, including obligations relating to confidentiality, data protection and the prohibition on tipping-off. Without such clarification, there is a risk that the provision could be interpreted in a way that creates unnecessary operational burden or conflicts with existing legal obligations, without a

Name of the organisation	Question	Answer
		commensurate benefit to risk management outcomes. Application across diverse group entities We welcome the recognition in Article 3 that group-wide policies, procedures and controls should take into account the structure, composition, operations and individual risk profiles of entities within the group and consider this flexibility particularly important for groups comprising entities with differing business models, legal frameworks and risk exposures, and support a proportionate, risk-based approach to implementation. Information sharing with third countries The Austrian Banking and Insurance Industry welcomes the inclusion in Articles 5 to 15 of mechanisms addressing situations where third-country legal restrictions may limit information sharing, data processing, supervisory access or record retention within cross-border groups. We nevertheless emphasise the importance of ensuring that supervisory expectations remain proportionate and operationally workable. Obliged entities should not be placed in a position where compliance with Union requirements would require them to breach applicable local law. Summary Members of the Austrian Banking and Insurance Industry support the objective of strengthening group-wide governance and information sharing arrangements. We emphasise however the need for clarity, proportionality and alignment with existing global practices and legal frameworks, in order to ensure that the

Name of the organisation	Question	Answer
		provisions can be implemented effectively in practice without creating unnecessary duplication or legal uncertainty.
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Whilst the Austrian Banking and Insurance Industry is welcoming and understanding the need of a possibility of a broader Group-wide information sharing, we can see both operational and legal challenges through the extended broad information sharing expectations. For instance data protection concerns may arise in case of customer due diligence und transactional data sharing in general and eventually might not be possible to fully overcome them even through the additional measures foreseen in the current draft RTS. As well as it can lead to technical (system/operational) issues in sharing certain information (e.g. risk assessment, etc.) within big banking groups, incl. the time necessary to implement such solutions. Third countries´ involvement can also carry legal risks, in case e.g. the local data protection laws are not compatible with (restrictive against) the data sharing expectations of the RTS. Article 4 We would welcome clarification that Article 4 is intended to enable and support the sharing of relevant information within a group, rather than to create independent obligations to collect, generate or centrally maintain information that obliged entities are not otherwise required to obtain under the AMLR or other applicable legislation. Particularly, certain categories of information listed in Article 4 may not currently be collected, retained or structured in a consistent manner across all entities or jurisdictions. Therefore it is important to clarify that the obligation applies to information that is available, relevant and necessary for AML/CFT and targeted financial sanctions

Name of the organisation	Question	Answer
		purposes. Article 4 (2) should be amended in order to better reflect the risk based approach. Especially the wording “Information sharing within the group shall cover at least …” should be amended. There should be no requirements regarding information that must be shared under any circumstances and there should be the possibility to decide in a risk based way which information is going to be shared within a group. Need-to-know principle and proportionality The reference in Article 4(3) to information being shared on a ‘need-to-know’ basis is fundamental to ensure that information sharing arrangements remain proportionate, operationally workable and consistent with applicable legal and confidentiality requirements. However we would welcome confirmation that Article 4 does not require systematic or routine sharing of all listed categories of information across all entities within a group, nor require institutions to conduct group-wide searches across their entire customer base in all cases. Rather, we consider that information sharing should be risk-based and triggered where relevant. Operational challenges As mentioned before we would like to note that certain aspects of Article 4 may present significant operational challenges in practice for all groups, especially for large (international) groups operating across multiple legal entities and jurisdictions. In particular: • identifying customers that ‘belong to the same group or structure’ may be difficult to operationalise, esp. for large and

Name of the organisation	Question	Answer
		complex corporate groups; • maintaining records of all information exchanges across multiple entities and jurisdictions may create substantial operational and technical burdens; • requirement to ensure information is available in an 'adequate and comprehensible form' may require significant systems development and data standardisation efforts across global organisations. A clarification on supervisory expectations regarding the practical implementation of these requirements, including the extent to which firms may apply risk-based prioritisation and proportionate controls would be welcome. Suspicious transaction reporting-related information (Art 4 (1) (d)) We welcome the fact that the provision does not appear to require the sharing of the suspicious transaction report itself. However, that information relating to suspicious transaction reporting is particularly sensitive and may be subject to restrictions. We would therefore welcome further clarification regarding the scope of information expected to be shared under Article 4 (1) (d); the interaction between these provisions and national restrictions relating to suspicious transaction reporting information; and the extent to which firms may limit sharing where necessary to comply with applicable legal or confidentiality requirements. Interaction with broader group-wide obligations We note that Article 4 appears focused on information sharing between obliged entities established in the Union, whereas

Name of the organisation	Question	Answer
		broader AMLR provisions may require consideration of information held elsewhere within global groups. We would welcome clarification regarding the interaction between Article 4 and these broader AMLR obligations, including the extent to which information sharing expectations apply in relation to non-EU entities within international banking groups.
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Article 5 The Austrian Banking and Insurance Industry supports effective cross-border information sharing within groups and welcome the recognition of third-country legal restrictions. Clarification is needed on the scope of Article 5, particularly whether it applies only to receiving information by obliged entities in the Union from third countries or also to sharing information from entities in the Union to third countries entities. We would therefore welcome further clarification regarding: • whether Article 5 is intended to operate as a two-way framework for intra-group information sharing; • how Article 5 interacts with Article 16 (3) AMLR and the broader group-wide information sharing framework, and • whether different expectations apply depending on the direction of information sharing. Art 5 (2) alongside Section 4: In practice, members observe that legal restrictions in certain third countries may significantly constrain the ability to share customer or risk-related information across borders. This may be due to (but is not limited to) data localisation requirements, banking secrecy laws, or broader confidentiality restrictions.

Name of the organisation	Question	Answer
		We therefore welcome the recognition elsewhere in the RTS that alternative or mitigating measures may be necessary where direct information sharing is restricted by local law and encourage AMLA to ensure that supervisory expectations regarding such alternative measures remain proportionate and operationally workable. Article 6 We recognise that many international banking groups already operate frameworks designed to manage such cross-border information sharing challenges, including through the use of customer consent mechanisms, internal governance arrangements and jurisdiction-specific controls. In this respect, we would welcome further clarification regarding the extent to which Article 6 is intended to introduce materially new obligations or expectations beyond existing group-wide information sharing practices. Moreover we would welcome clarification regarding the operation of the notification requirement in Article 6 (3), including the point at which the 28-calendar-day period is intended to begin. In particular it would be helpful to clarify whether the notification obligation is triggered: • when a relevant legal restriction or prohibition formally enters into force; • when the obliged entity becomes aware of the restriction or prohibition, or • when the obliged entity concludes, following assessment, that the restriction or prohibition affects the relevant information-sharing arrangements in practice.

Name of the organisation	Question	Answer
		Furthermore we would welcome greater clarity regarding supervisory expectations, interpretation and application of the concept of 'without undue delay'. We would also welcome clarification regarding the meaning of 'supervisor of the home Member State' in situations where an obliged entity is subject to direct AMLA supervision as a selected obliged entity. In particular, it would be helpful to clarify: • whether notifications should be made directly to AMLA; • whether parallel notification to national competent authorities is expected, and • how responsibilities are intended to operate between AMLA and national supervisors in practice. Article 7 We would welcome clarification regarding the scope of information expected to be shared with supervisors under Article 7. In particular, while Article 7 refers generally to the sharing of information from entities or branches established in third countries to supervisors in the Union, it is not clear whether this is intended to encompass all categories of information listed in Article 4 or only information that is necessary and proportionate for supervisory purposes in a given context. We consider it important that supervisory information-sharing expectations remain targeted and proportionate and would therefore welcome clarification that obliged entities are expected to share information relevant to the exercise of supervisory

Name of the organisation	Question	Answer
		functions, rather than systematically transferring all categories of information referred to in Article 4. Obtaining consent from beneficial owners (Art 7 (2) (b)) may be operationally challenging, particularly where the obliged entity does not maintain a direct relationship or regular communication channel with the beneficial owner concerned. It should be clarified that obliged entities are expected to take reasonable and proportionate steps in this regard, taking into account the nature of the customer relationship and the practical ability of the obliged entity to obtain such consent. Greater consistency across related provisions (e.g. Articles 12 and 13) would be welcome, particularly regarding scope of information-sharing expectations, role of customer and beneficial owner consent and the practical application of mitigating measures where legal restrictions prevent information sharing. Please refer also to Question 3 and 4 above.
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Please refer also to Question 3 and 4 above.
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Even if the parent undertaking´s supervisor is using such additional actions, depending on the level of potential incompatibility of the third countries´ respective legal and regulatory environment with the expectations of the current draft RTS, due to the local legal constraints, the gaps might not be fully overcome.

Name of the organisation	Question	Answer
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	N/A
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	N/A
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The concept of 'common compliance control' must be interpreted restrictively, as already indicated in Recital 27 of the RTS. Regarding the intention of Recital 27, further clarification within the RTS is required. In this context, it should be taken into account that the following aspects need to be considered: • Administrative oversight alone does not constitute a right of enforcement. • Without legally enforceable rights, common compliance control is simply not possible. In the financial sector, comprehensive obligations already exist. • The exchange of information does not in itself constitute common compliance control. • If the individual company continues to bear full liability and makes fully independent decisions as to whether to follow the common approach or deviate from it, it does not fall within the scope of this. Without the aforementioned criteria all met, a common compliance control is not possible. Recital 27 and Article 21 (2) c) should be adapted and specified in

Name of the organisation	Question	Answer
		order to establish a set of criteria for determining when common compliance control applies and when it does not. Concerning question 1 and 9 the Austrian Banking and Insurance Industry would like to point out the principle of proportionality: Concerning Art. 21 RTS group wide requirements “structures” identified in Article 21 shall apply requirements equivalent to the group-wide requirements taking into account the obliged entities´ size, complexity and risks (proportionality). We should point out here / ask if this will potentially include simplifications for e.g. national credit institutions structures and if so which these simplifications specifically would be?
Austrian Federal Economic Chamber - Division Bank and Insurance	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	For example, a company may simultaneously act as the “parent undertaking” for a specific structure and, at the same time, be classified as a reporting entity within a group that has a parent company at a higher level. The RTS does not provide sufficiently clear guidance on how to proceed in such situations. Thus the relationship between a “group” in the traditional sense and “structures sharing common ownership, management or compliance control” is not sufficiently addressed in the RTS. In particular, situations may arise where entities within a group are not themselves parent undertakings, but nevertheless meet the criteria of a “parent undertaking” within the meaning of Article 22/Section 6 of the RTS. In such cases, a relevant entity (1) may simultaneously be part of a group with a higher-level parent undertaking (2), while also qualifying as a “parent undertaking” under Section 6 of the RTS. In this context, it should be taken into account that the group’s parent undertaking (2) may neither be aware of, nor required to be

Name of the organisation	Question	Answer
		aware of, such structures. Against this background, it should be clarified that: 1. the parent undertaking (2) is also to be regarded as the "parent undertaking" within the meaning of Section 6 in relation to these structures; 2. the relevant entity (1) is required to inform the parent undertaking that it meets the criteria set out in Article 22 of the RTS; 3. the notification pursuant to Article 23 is to be submitted by the parent undertaking (2); and 4. the notification pursuant to Article 24 is to be submitted by the relevant entity (1). It is also unclear whether a company that meets the criteria of a parent undertaking is required to proactively submit the message "Not applicable" to the supervisory authority for both Article 23 and 24. We would like to request clarification on this matter."
Austrian Savings Banks Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Whilst we are welcoming and understanding the need of a possibility of a broader Group-wide information sharing, we can see both operational and legal challenges through the extended broad information sharing expectations. For instance data protection concerns may arise in case of customer due diligence und transactional data sharing in general and eventually might not be possible to fully overcome them even through the additional measures foreseen in the current draft RTS. As well as it can lead to technical (system/operational) issues in sharing certain information (e.g. risk assessment, etc.) within big banking groups, incl. the time necessary to implement such solutions. Third countries´ involvement can also carry legal risks, in case e.g. the local data protection laws are not compatible with (restrictive against) the data sharing expectations of the RTS.

Name of the organisation	Question	Answer
Austrian Savings Banks Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes (please refer also to Question 3 above).
Austrian Savings Banks Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes (please refer also to Question 3 above).
Austrian Savings Banks Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Even if the parent undertaking´s supervisor is using such additional actions, depending on the level of potential incompatibility of the third countries´ respective legal and regulatory environment with the expectations of the current draft RTS, due to the local legal constraints, the gaps might not be fully overcome.
Austrian Savings Banks Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	N/A
Austrian Savings Banks Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	N/A
Austrian Savings Banks Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	N/A

Name of the organisation	Question	Answer
Auxia Consulting ApS	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The concepts of “common management” and “common compliance control” in the definitions of “network” in Article 2(3) and “partnership” in Article 2(4) require further clarity in an AML/CFT context. The definition of a network set out in Article 2 of the RTS appears to be derived from the definition in Directive 2006/43/EC. This definition may not fully encompass the actual structures of more voluntary network relationships that exist in the audit sector today. In the audit sector, legally and economically independent audit firms may participate in a formally organised membership structure with a board, articles of association, network agreements and binding membership rules. Failure to comply with the membership requirements may result in exclusion from the organisation. Membership may also provide access to shared AML/CFT tools, including IT solutions supporting the future compliance with Regulation (EU) 2024/1624, as well as common training across the member firms, including training relevant to the employee training requirements under Article 12 of that Regulation. However, the organisation may have no authority to impose consequences where a member firm fails to comply with AML/CFT requirements. It should be possible, on the basis of the definitions and criteria in the RTS, to determine whether such a membership structure constitutes common management or common compliance control and whether it is to be classified as a network, a partnership, another structure or none of these.

Name of the organisation	Question	Answer
		A relevant question is therefore whether a membership structure that provides its members with access to shared AML/CFT tools, including IT solutions used separately by each member firm to support its own AML/CFT compliance, but does not operate a shared CRM system or provide access to other members' customer data, and has no authority to impose consequences for AML/CFT non-compliance by its members, falls within the definition of a structure, network or partnership, or outside all three definitions. The distinction is relevant because the organisation may support the AML/CFT activities of the member firms to a significant extent, while each member firm remains legally independent and individually responsible for compliance with the AML/CFT requirements.
Auxia Consulting ApS	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3(1)(d) requires the group-wide business-wide risk assessment to be commensurate with the size, complexity and risk profile of the group. The final paragraph of Article 3(1) also requires the parent undertaking to take account of the nature of the group's business, including its size, complexity and risks, when complying with the requirements of that paragraph. However, the provisions do not make sufficiently clear how the principle of proportionality is to be applied in practice. In particular, it is unclear whether size, complexity and risk profile only affect the level of detail, documentation and organisational arrangements, or whether certain elements of the minimum requirements may be simplified or omitted for smaller and less complex groups.

Name of the organisation	Question	Answer
		The RTS should make it possible to determine which requirements constitute a minimum for all groups and which requirements may be adjusted in scope, frequency, level of detail or organisational form according to the size, complexity and risk profile of the group. Article 3(2) also requires the group-wide policies to be approved by the management body of the parent undertaking in the Union, while procedures and controls must be approved at least at the level of the group compliance manager. It is unclear how this approval requirement is to be applied to structures, networks or partnerships that do not have a traditional group hierarchy or a common management body with authority over all participating obliged entities. The RTS should provide a clear basis for determining which body or function is responsible for approval in such structures and whether approval by the entity identified as the parent undertaking is sufficient where the participating obliged entities remain legally and operationally independent.
Auxia Consulting ApS	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	Scope of the information sharing requirement Article 4 contains an extensive list of information that must be capable of being shared within a group, including detailed information relating to customers, beneficial owners, business relationships, transactions, risk assessments and suspicious activities.

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	Under Article 4(2), the parent undertaking in the Union must define the situations in which information sharing is relevant, taking into account the size, complexity and risks of the group. Information sharing must, however, at least cover common customers, customers having the same beneficial owners and customers belonging to the same group or structure. This approach establishes a broad information sharing obligation as the main rule, while exemptions and practical limitations will depend on the assessment of the parent undertaking and the interpretation of the relevant supervisory authority. This creates a risk that national supervisory authorities will apply materially different exemptions and minimum requirements, thereby challenging the consistent application of the RTS, the purpose of the AML Regulation, and the level playing field across Member States. Relationship with Article 75 The range of information listed in Article 4 appears to extend considerably beyond the information sharing framework addressed in Article 75 of Regulation (EU) 2024/1624. Article 75 regulates a specific type of partnership for information sharing and establishes particular conditions for information exchanged within that framework. It is not sufficiently clear why Article 4 requires such a substantially broader range of information to be shared, or what specific need justifies this extension compared with the information sharing framework established under Article 75. The necessity and proportionality of the extensive list in Article 4

Name of the organisation	Question	Answer
		should therefore be explained more clearly. Recital 10 and Article 8 of the RTS concern the narrower situation in which information obtained through such a partnership is subsequently shared within a group. It should also be made clear that the “partnerships for information sharing” referred to in Article 8 of the RTS and Article 75 of Regulation (EU) 2024/1624 are distinct from the “partnerships” defined in Article 2(4) of the RTS as structures linked by an agreement or another binding instrument. Application to networks and partnerships It is unclear how Article 4 applies to structures other than traditional groups, including networks and partnerships consisting of legally independent obliged entities. Article 21 appears to extend group equivalent requirements to such structures. If this includes the full scope of Article 4, detailed customer information could be shared between independent obliged entities at a level significantly beyond what would normally be shared outside a traditional group. This concern is particularly significant where a national or cross border network consists of many independent member firms. Article 4(2) refers to size, complexity and risk, but does not explain how proportionality should operate where the structure includes five, ten or several hundred legally independent obliged entities. Existing communication structures in group audits

Name of the organisation	Question	Answer
		In group audits involving audit firms from the same network, in the same or in different Member States as well as other countries, the established communication structure under ISA 600 (Revised) is generally between the group auditor and the relevant component auditors. Information from a component auditor is communicated to the group auditor, who determines whether and to what extent relevant information should be communicated to other component auditors. ISA 600 does not establish a general model under which all component auditors share customer information directly with each other across the group. Article 4 should therefore make clear whether information sharing within audit networks and other structures is intended to follow this limited and function based communication model, rather than requiring information to be shared across all participating audit firms. This should constitute the general framework and should not depend solely on each parent undertaking defining exceptions or limitations. Need for a clearer framework The RTS should provide a clearer legal and operational framework for determining the scope, conditions and limitations of information sharing within networks, partnerships and other structures. This should include the interaction with Article 75 of Regulation (EU) 2024/1624, data protection requirements, confidentiality obligations and professional secrecy.
Auxia Consulting ApS	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures	No comments

Name of the organisation	Question	Answer
	required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	
Auxia Consulting ApS	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	No comments
Auxia Consulting ApS	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	No comments
Auxia Consulting ApS	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comments
Auxia Consulting ApS	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Proportionality Article 21 also requires the group equivalent requirements to be applied taking account of the obliged entities' size, complexity and risks. However, it remains unclear how this proportionality should operate where the structure consists of a large and potentially diverse number of legally independent entities. This is addressed further in the response to Question 9.
Auxia Consulting ApS	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	The application of group equivalent requirements to networks, partnerships and other structures gives rise to significant legal and operational questions, particularly where the participating

Name of the organisation	Question	Answer
	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	obliged entities are legally and operationally independent. Proportionality across different structures The principle of proportionality is referred to in Articles 3, 4 and 21. However, the RTS do not provide a sufficiently clear framework for determining the practical consequences of applying the requirements to structures of very different sizes and levels of complexity. A network may comprise five, ten or several hundred independent member firms and may operate across several Member States. The operational consequences of applying the same group equivalent requirements to these different structures may therefore vary considerably. The RTS should make it possible to determine which obligations constitute a minimum for all structures and which obligations may be adjusted in scope, detail, frequency or organisational form. It should also be clear how the number of participating entities affects the requirements and how proportionality applies where the entity identified as the parent undertaking has no corporate management authority over the member firms. Approval requirements The approval requirements in Article 3(2) create a practical difficulty where a network or partnership does not have a common management body with authority to approve AML/CFT policies, procedures and controls on behalf of the individual member firms.

Name of the organisation	Question	Answer
		A clearer framework is needed for determining which body or function is responsible for approval and how such approval affects the individual responsibility of legally independent obliged entities. Information sharing The same concerns apply to the extensive information sharing requirements under Article 4. If these requirements apply across an entire national or cross border network, they could involve the exchange of detailed customer information between a large number of legally independent obliged entities. The RTS should therefore clarify how proportionality affects the scope and organisation of information sharing in networks and partnerships of different sizes and structures.
Auxia Consulting ApS	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22(1)(d) provides that an entity may be identified as the parent undertaking in the Union where it provides essential technical information or critical services to two or more obliged entities in the structure that cannot be replaced in a timely manner without excessive cost. Shared IT systems and critical services This criterion may be relevant to audit associations or networks that provide shared IT systems and other essential services to legally independent audit firms. However, Article 22 applies only once the arrangement has already been identified as a structure under Article 21. It should

Name of the organisation	Question	Answer
		therefore be clear how the criterion interacts with the prior assessment of whether the independent member firms and the entity providing the shared services constitute a structure with common ownership, management or compliance control. Operational dependence and AML/CFT authority The provision may lead to an association or network entity being identified as the parent undertaking because it provides a shared AML/CFT IT system that cannot readily be replaced. However, that entity may have no ownership interest in the member firms and no authority to manage their individual AML/CFT compliance or impose consequences for AML/CFT non-compliance. The RTS should therefore distinguish between: • operational dependence on a provider of essential technical information or critical services; and • actual authority and capacity to develop, implement, monitor and enforce the group equivalent AML/CFT framework. This distinction is particularly important where the entity identified under Article 22 is not itself an obliged entity. Consequences of identifying the parent undertaking If Article 22 is intended to entail that an association or network entity is to be identified as the parent undertaking solely because it provides essential IT systems or other critical services, the legal and operational consequences should be clear. This includes the

Name of the organisation	Question	Answer
		extent of its responsibility for policies, procedures, controls and information sharing across the legally independent member firms.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We support AMLA's objective of extending AML/CFT requirements to structures that may not constitute formal groups but that nevertheless share significant governance or compliance arrangements. However, we are concerned that the definitions of "structure", "network", "partnership", and the conditions for "common compliance control" may be interpreted too broadly and unintentionally capture arrangements that were not intended to fall within the scope of Article 16 AMLR. In particular, Article 21(2)(c) appears capable of capturing: • joint ventures that share elements of compliance infrastructure or reporting; • private market co-investment structures; • sub-advisory arrangements; • other commercial arrangements where methodologies, reporting frameworks or service providers are shared without any entity exercising actual authority over AML/CFT decision-making. We note that Recital 27 recognises that certain arrangements, including pure cooperation agreements, common technical tools, customer referrals, knowledge-sharing arrangements and common branding alone, should not fall within scope. However, these exclusions appear only in the recitals and not in the operative provisions. For legal certainty, we recommend that these exclusions be incorporated directly into the operative articles. We also recommend narrowing the concept of "common compliance control" so that it requires actual authority over

Name of the organisation	Question	Answer
		compliance decisions and controls, rather than merely shared infrastructure, methodologies, audits or service providers. Finally, AMLA should clarify that groups headed by partnership-form entities, including Scots-law unlimited partnerships, remain subject to the ordinary group framework and are not brought within the "structures other than groups" regime solely because of the legal form of the parent undertaking.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The minimum requirements are generally appropriate and broadly consistent with the objectives of Article 16 AMLR. However, additional clarification would be beneficial regarding the application of the requirements to groups headquartered outside the Union. In particular, clarification would be helpful regarding: • the extent to which EU entities may rely on group-wide governance structures located in third countries; • how responsibilities should be allocated where compliance functions are distributed across jurisdictions; • how proportionality should operate for groups with only one obliged entity established in the Union. We also encourage AMLA to emphasise that group-wide requirements should be applied in a risk-based and proportionate manner that recognises different business models, including asset management structures that do not involve large transactional flows.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	Yes. The information-sharing framework is extensive and includes customer due diligence information, beneficial ownership information, transaction information, adverse media information, suspicious transaction reporting information and risk assessments. For groups headquartered outside the Union, Article 6 effectively

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	requires EU entities to assess legal restrictions affecting information sharing with third-country parent undertakings. A key concern is that the RTS currently make no distinction between jurisdictions with robust AML/CFT and data-protection frameworks and jurisdictions presenting materially greater legal or supervisory risk. For example, the United Kingdom is treated in the same manner as all other third countries despite: • operating a mature AML/CFT framework; • being subject to FATF standards; • benefiting from an EU adequacy decision for data transfers. A differentiated approach for equivalent jurisdictions would be more consistent with the risk-based principles underpinning the AMLR. We also consider the proposed 28-day notification period challenging in practice. Proper assessment of legal restrictions frequently requires engagement with external counsel across multiple jurisdictions and cannot always be completed within that timeframe. We therefore recommend a staged notification process consisting of: • an initial notification within 28 days; and • a detailed legal assessment within a further specified period.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes. Articles 10, 11 and 14 require firms first to determine whether customer consent can overcome legal restrictions in third countries. While consent may be effective in some jurisdictions, it is not a workable solution in many important international financial centres. For example:

Name of the organisation	Question	Answer
		• certain banking secrecy regimes impose obligations on institutions rather than creating rights that customers can waive; • data localisation and national security laws may prohibit transfers regardless of customer consent; • in some circumstances consent obtained as a condition of service may raise concerns under data protection law. Requiring firms to pursue consent as a mandatory first step may therefore impose operational burdens without addressing the underlying legal restriction. We recommend that the RTS expressly recognise that where consent is legally unavailable, ineffective or unlikely to overcome the restriction, firms may proceed directly to the Article 15 additional measures without first exhausting a consent process.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes. The principal challenge is that legal restrictions affecting information sharing vary significantly across jurisdictions and frequently involve complex interactions between data protection law, banking secrecy law, professional secrecy obligations and national security legislation. The RTS should therefore provide greater flexibility in how firms assess and manage such restrictions. In particular, AMLA should clarify: • how conflicts between AML/CFT information-sharing obligations and local legal restrictions should be resolved; • the circumstances in which alternative risk-mitigation measures may substitute for information sharing; • how firms should proceed where local law prohibits transfers notwithstanding customer consent. Greater guidance would improve consistency across Member States and reduce the risk of divergent supervisory expectations.

Name of the organisation	Question	Answer
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We support the objective of ensuring that supervisors have effective tools where ML/TF risks cannot be adequately managed. However, we have concerns regarding Article 16(2)(c), which permits supervisors to require closure of some or all operations in a third country. Closure of operations is an exceptionally intrusive measure with significant implications for customers, employees and contractual counterparties. The RTS should therefore explicitly provide that: • closure is a measure of last resort; • less intrusive measures must first be considered and, where appropriate, exhausted; • firms should have an opportunity to make representations before a closure decision is adopted; • supervisors should provide reasons for such decisions. We also recommend that supervisors be required to consider whether any failure to comply results from legal or governance constraints beyond the direct control of the parent undertaking.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The proposed framework provides a useful structure for identifying the parent undertaking in the Union. However, some of the quantitative criteria may not be equally suitable across all sectors. For example, customer numbers, transaction volumes and turnover may not be the most meaningful indicators of operational significance in the asset management sector. Alternative metrics such as: • assets under management; • assets under advice; • number of mandates; • scale of regulated activities; may provide a more accurate reflection of operational

Name of the organisation	Question	Answer
		prominence and risk. We therefore encourage AMLA to consider whether sector-specific flexibility would improve the effectiveness of the framework.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	While the objective is understandable, we consider that the conditions remain capable of capturing a broader range of arrangements than intended. In particular, the concepts of common management and common compliance control could encompass arrangements where no entity exercises meaningful control over another obliged entity's AML/CFT framework. As noted in response to Question 1, we recommend that AMLA: • incorporate the Recital 27 exclusions into the operative provisions; • require actual decision-making authority as a condition of common compliance control. These amendments would significantly improve legal certainty and proportionality.
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. Without further clarification, firms may face uncertainty as to whether existing joint ventures, co-investment arrangements, delegated management arrangements or other commercial structures fall within scope. This uncertainty may lead to: • inconsistent implementation across Member States; • divergent supervisory interpretations; • unnecessary compliance costs. More precise drafting would help ensure that group-equivalent requirements apply only where there is genuine common ownership, management or compliance control capable of influencing AML/CFT outcomes.

Name of the organisation	Question	Answer
BAILLIE GIFFORD INVESTMENT MANAGEMENT (EUROPE) LIMITED	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria broadly identify entities that are likely to have the ability to coordinate and oversee AML/CFT compliance. However, greater clarification would be useful regarding: • how the criteria should be weighted where different indicators point to different entities; • how the framework applies to structures involving joint control; • how sector-specific business models should be accommodated. As noted in response to Question 7, the use of turnover alone as a residual criterion may not always identify the entity best placed to oversee AML/CFT compliance, particularly in the asset management sector. AMLA should therefore consider whether additional sector-relevant indicators should be recognised.
Bank of Cyprus	Question 1 Do you have any observations concerning the definitions laid out in article 2?	no
Bank of Cyprus	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	no
Bank of Cyprus	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Article 4 sets out the categories of information to be shared among group entities. However, it remains unclear whether such information sharing is intended to operate on a bidirectional basis, as also highlighted in the European Banking Federation (EBF) comments. In our view, a unidirectional flow—from the subsidiaries to the group head—would be appropriate for purposes of governance, oversight, and ensuring the consistent application of group-wide policies and controls. At the same time, the provision could usefully enable the group head to share Know Your Customer

Name of the organisation	Question	Answer
		(KYC) information with subsidiaries in respect of common clients. This would help avoid duplicative requests to the same customer and enhance overall operational efficiency. In this context, certain core KYC elements—such as verified identity information and beneficial ownership details—could reasonably be shared across group entities. By contrast, other elements, including those related to the customer's economic profile (e.g. purpose and intended nature of the business relationship, expected transactional behaviour), may need to be collected independently by each subsidiary, taking into account the specific nature of its relationship with the customer. If this is indeed the intention of the RTS, it would be important to explicitly clarify this point. Such clarification would facilitate effective intra-group sharing of KYC information, reduce unnecessary customer outreach, and support greater operational efficiency across the group.
Bank of Cyprus	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	no
Bank of Cyprus	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	no
Bank of Cyprus	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of	no comments

Name of the organisation	Question	Answer
	supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	
Bank of Cyprus	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	no comments
Bank of Cyprus	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No comments
Bank of Cyprus	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	no comments
Bank of Cyprus	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	no comments
Bank of Valletta p.l.c.	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No feedback to provide.
Bank of Valletta p.l.c.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	No feedback to provide.
Bank of Valletta p.l.c.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you	Article 4 - Information sharing within a group 1. Art. 4(1) The current wording of article 4 is as follows:

Name of the organisation	Question	Answer
	foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	"1. When information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group as referred to in provisions of Article 16(3) of Regulation (EU) 2024/1624 shall enable at least the sharing of the following information:" However, it should be clarified which functions or roles within the group should have access to such information. Access should not be granted indiscriminately to all staff but, rather, be limited to those whose responsibilities require such information for the effective application of AML/CFT and targeted financial sanctions obligations. To address this, we suggest that this provision is reworded as follows: "1. Information shall be shared within the group with those functions or staff members for whom such information is necessary to fulfil their responsibilities relating to the prevention of money laundering, terrorist financing, and the non-implementation or evasion of targeted financial sanctions. Where such information is relevant, group-wide information sharing in accordance with Article 16(3) of Regulation (EU) 2024/1624 shall, at a minimum, enable the sharing of the following information:" 2. Art. 4(1)(b)(ii) - The reference to "counterparties" gives rise to uncertainty, as the term is not sufficiently defined. It is unclear whether this is intended to encompass information relating to other parties to a

Name of the organisation	Question	Answer
		transaction, for example, and, if so, the scope of such a requirement should be expressly clarified. This is particularly important given that the collection or sharing of certain data, especially where it may go beyond standard identification requirements, may not always be legally permissible under applicable data protection frameworks. - The reference to the "nature" of transactions, activities, or provision of services lacks clarity. It is not clear whether this is intended to refer to the nature of the transaction or the type of customer i.e. natural person/legal person and/or legal form or arrangement. We would recommend clarifying this wording accordingly. - The term "due diligence" is also ambiguous. If the intention is to refer to Customer Due Diligence (CDD), this should be explicitly stated. If it relates to a different process, further clarification would be required to avoid misinterpretation. 3. Art. 4(1)(c)(iii) and 4(1)(c)(iv) Points (c)(iii) and (iv) appear to create ambiguity. There should be no distinction in the nature of customer information based solely on whether the customer is engaged in a business relationship or an occasional transaction. The type of information required remains inherently the same. If the intention of the provision is to introduce or clarify specific risk-related information applicable to occasional transactions, such requirements should be clearly and explicitly set out within the provision itself. As currently drafted, the wording may create the misunderstanding that only information relating to occasional

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		transactions is required, potentially implying, incorrectly, that equivalent information is not required in the context of business relationships. 4. Art. 4(1)(c)(viii) We suggest rewording this provision to better clarify whether it is intended to cover any supervisory or regulatory actions arising from breaches related to AML/CFT and targeted financial sanctions. In particular, the current wording does not make it sufficiently clear whether the reference to “breaches” includes the consequences of such breaches, such as enforcement measures, sanctions, or remedial actions imposed by competent authorities. Clarifying this point would enhance legal certainty and ensure consistent interpretation. We therefore suggest that this provision is reworded as follows: “(viii) information on any supervisory or regulatory actions arising from breaches in the group related to anti-money laundering, counter terrorist financing and prevention and management of the non-implementation or evasion of targeted financial sanctions;”. 5. Art. 4(1)(e)(iv) The current wording “(iv) information held by the obliged entity of the group pursuant to the obligation of data retention;” is too broad and would benefit from additional context to ensure it can be applied effectively by obliged entities, particularly by linking it explicitly to AML/CFT and targeted financial sanctions obligations.

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		We therefore suggest that this provision is reworded as follows: "(iv) information obtained in the course of complying with anti money laundering, countering the financing of terrorism, and targeted financial sanctions obligations, and retained by the obliged entity of the group in accordance with applicable data retention requirements;"
Bank of Valletta p.l.c.	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	No feedback to provide.
Bank of Valletta p.l.c.	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	No feedback to provide.
Bank of Valletta p.l.c.	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	No feedback to provide.
Bank of Valletta p.l.c.	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No feedback to provide.

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Bank of Valletta p.l.c.	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No feedback to provide.
Bank of Valletta p.l.c.	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	No feedback to provide.
Bank of Valletta p.l.c.	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	No feedback to provide.
Binance	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We broadly support the definitions in Article 2. The definitions of "control function", "structure", "network", "partnership" and "franchise" provide a useful foundation for applying group-wide or group-equivalent requirements beyond formal corporate groups. We recommend, however, that AMLA clarify the boundary between structures that should be subject to group-equivalent AML/CFT obligations and looser commercial, technical or service arrangements that should not. In particular, the definitions of "network", "partnership" and "franchise" may capture a broad range of commercial relationships where entities share branding, technical infrastructure, service providers or commercial arrangements but do not exercise meaningful AML/CFT control over one another. This distinction is important in digital-asset markets, where entities may use common technology providers, blockchain infrastructure, liquidity venues, custody technology, analytics tools or outsourced compliance services without forming an

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		integrated group or structure for AML/CFT governance purposes. The use of common infrastructure or service providers should not, by itself, be treated as evidence of common management or compliance control. We suggest clarifying that a “structure” should be captured only where there is a durable and substantive arrangement through which two or more obliged entities are subject to common ownership, common management or common compliance control in a manner that enables coordinated implementation of AML/CFT policies, procedures and controls. This would ensure that the definitions remain risk-based and avoid unintentionally capturing ordinary commercial relationships. Proposed clarifications: 1/ Article 2: AMLA should clarify that the use of common technology infrastructure, common service providers, blockchain infrastructure, analytics tools, liquidity arrangements, outsourced compliance vendors or shared commercial arrangements should not, in itself, be sufficient to establish a “structure”, “network”, “partnership” or “franchise” for the purposes of the RTS. 2/ Article 2: AMLA should clarify that a structure should be captured only where there is a durable and substantive arrangement that creates common ownership, common management or common compliance control in a manner that enables coordinated implementation or enforcement of AML/CFT policies, procedures and controls across two or more obliged entities.

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		3/ Article 2: AMLA should consider including examples of arrangements that are outside scope, including ordinary outsourcing arrangements, common vendor use, technical interoperability arrangements, industry partnerships, liquidity connectivity, blockchain protocol participation and commercial cooperation arrangements where there is no substantive AML/CFT control between the entities.
Binance	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We consider Article 3 to provide a sound and generally clear framework for minimum group-wide policies, procedures and controls. We support the requirements for documented policies, defined governance, allocation of responsibilities, group-level oversight and periodic review. We recommend three clarifications. First, Article 3 should make clear that group-wide policies may be implemented through a global framework supplemented by local procedures. This is particularly important for international groups subject to different licensing, data protection, employment, outsourcing and financial-crime laws. A group may appropriately set global minimum standards while allowing local entities to adopt additional or adapted controls to meet local legal requirements. Second, AMLA should clarify that group-wide policies should be outcome-based rather than prescribing identical procedures across all entities. In practice, risk profiles may differ significantly across entities, products, services and jurisdictions. For example, a crypto asset exchange, custody entity, broker, fiat on/off-ramp provider and technology support entity may each require different

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		control procedures even where they operate under common group standards. Third, Article 3 should recognise that the group compliance function may operate through a combination of central oversight and local compliance accountability. The parent undertaking should be responsible for ensuring effective group-wide governance, but local obliged entities should retain responsibility for compliance with applicable local law and supervisory expectations. This would support accountability while avoiding an interpretation that central group functions must directly perform all local compliance tasks. Proposed clarifications: 1/ Article 3: AMLA should clarify that group-wide AML/CFT and targeted financial sanctions policies, procedures and controls may be implemented through a global framework supplemented by local procedures, controls and governance arrangements designed to comply with applicable local law and supervisory expectations. 2/ Article 3: AMLA should clarify that group-wide policies should establish common minimum standards and risk management outcomes, but should not require identical procedures across all entities, products, services or jurisdictions where different controls are justified by the entity's risk profile, licensing status, business model or local legal requirements. 3/ Article 3: AMLA should clarify that the group compliance function may operate through a combination of central oversight

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		and local compliance accountability, provided that responsibilities, escalation lines, governance arrangements and supervisory access are clearly documented.
Binance	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We support the objective of effective information sharing within groups. At the same time, there are operational and legal challenges that should be reflected in the RTS. First, information sharing should remain limited to what is necessary, proportionate and relevant for AML/CFT and sanctions purposes. The RTS should avoid creating an expectation that all customer or transactional data must be made routinely available across the group. AMLA should clarify that firms may operationalise this by enabling access only for defined AML/CFT and sanctions purposes, limited to relevant roles and cases, supported by access controls, logging, and retention discipline consistent with EU data protection requirements. In addition, we recommend that the RTS more explicitly acknowledge how group information-sharing obligations should be reconciled with GDPR and broader EU data protection requirements. Second, legal privilege and confidentiality constraints should be expressly preserved. Where information relates to privileged legal advice or protected communications, firms should not be required to disclose such material across group entities in a way that could waive privilege or conflict with local law. Third, third-country data transfer restrictions may create legal constraints. These may include data localisation requirements, banking secrecy, professional secrecy, restrictions on STR/SAR-

Name of the organisation	Question	Answer
		related information, privacy laws, cybersecurity laws or limits on transferring identity documents, biometric data or beneficial ownership information. The RTS should recognise that firms may use alternative arrangements where direct transfer is restricted. This issue is particularly relevant for global crypto asset groups headquartered outside the Union, where a Union obliged entity may need to exchange AML/CFT information with non-Union group entities, central compliance functions, shared technology teams or group-level risk management systems. Article 6 appears to recognise this scenario by addressing groups whose head office is located outside the Union and requiring Union obliged entities to assess restrictions or prohibitions on information sharing with group entities in third countries. We welcome that recognition. However, further clarification would be helpful on whether Article 6 applies only where information is shared between a Union entity and the third-country head office, or more broadly where information is shared between a Union obliged entity and any third-country group entity or function. We also note that some categories listed in Article 4 may create legal constraints in practice. In particular, Article 4(d)(i) refers to sharing FIU reporting information accompanied by underlying analyses. In a number of jurisdictions, sharing SAR/STR materials, or even the existence of a report, with other entities (including within the same group) can be restricted by tipping-off rules, FIU confidentiality requirements or local legal limitations. Similar issues may arise for information on interactions with supervisors, including on-site inspections, under Article 4(e)(iii), where

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		supervisory correspondence or findings may be confidential or subject to restrictions. AMLA could clarify that where such restrictions apply, firms may share risk-relevant outcomes (i.e., aggregated metrics, risk flags, remediation themes) without requiring transfer of restricted SAR/STR or confidential supervisory materials. Fourth, in the crypto sector, effective information sharing should recognise the value of blockchain analytics and technical risk signals. These may include wallet clustering, exposure to high risk services, sanctions exposure, typology indicators and transaction pattern analytics. AMLA should confirm that sharing risk indicators, alerts and analytical outputs may satisfy information sharing objectives where sharing full underlying personal data is not necessary or legally permitted. Proposed clarifications: Article 6: AMLA should clarify that, for groups whose head office is located outside the Union, restrictions or prohibitions on information sharing should be assessed in relation to any AML/CFT-relevant transfer between a Union obliged entity and a third-country group entity or group function, where such transfer is necessary for AML/CFT purposes. This should include transfers to a third-country head office. Article 4(3) and Article 4(4): AMLA should clarify that information sharing must be implemented in a manner consistent with GDPR and applicable data protection rules, including lawful basis, purpose limitation, data minimisation, retention, role-based access controls and audit logs. Article 4(d)(i) and Article 4(e)(iii): AMLA should clarify that information sharing obligations do not require cross-entity

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		sharing of SAR/STR-related materials or confidential supervisory correspondence where there are legal restrictions on such transfers. in such cases, alternative methods should be permitted.
Binance	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	We support the need for additional measures where third-country law restricts effective application of group-wide AML/CFT standards. However, practical challenges may arise in determining when a restriction is sufficiently material to trigger the RTS, what mitigation is adequate, and how quickly firms can implement measures. First, the RTS should distinguish between a legal prohibition/restriction and an operational limitation. Some third-country regimes may not prohibit information sharing outright, but may require customer consent, regulator approval, local storage, specific transfer mechanisms or case-by-case assessment. These situations should not automatically be treated as equivalent to a full inability to comply. Second, reliance on customer consent may be useful in some cases, but should not be treated as the default or exclusive mechanism for overcoming legal restrictions. In some jurisdictions, consent may not be valid where there is an imbalance of power, may be revocable, may not override secrecy laws, or may not provide a sufficient legal basis for transfer of sensitive data. As consent depends on the customer's willingness and can be withdrawn, it may not provide a sufficiently robust basis in this context and may therefore create practical and legal challenges if treated as a primary mechanism. Firms should be able to use other lawful mechanisms where available.

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		Third, the requirement to terminate relationships, refuse transactions or close operations should remain a measure of last resort. These steps may be appropriate where risks are unmanageable, but they can also create consumer disruption, financial exclusion risks and market fragmentation effects. The RTS should clarify that supervisors and obliged entities should first assess whether risk can be effectively mitigated through other targeted measures. Fourth, implementation timeframes should be proportionate. Some measures may be implemented quickly, but others, such as restructuring data flows, changing vendor arrangements, renegotiating intra-group agreements or obtaining third-country regulatory approvals, may require more time. In addition, AMLA should clarify how Section 4 applies where the relevant legal impediment affects a Union entity's ability to transfer information to a third-country group function, rather than only a third-country branch or subsidiary's ability to transmit information back to the Union. The current drafting of Section 4 is primarily framed around branches or subsidiaries established in third countries of a Union parent undertaking or obliged entity. However, Article 6 separately addresses groups whose head office is outside the Union, and in such cases the practical issue may be whether a Union obliged entity can lawfully share information with a non-Union head office, central compliance team or other third-country group function. This is an important distinction. Where the restriction arises under Union law or Member State law, the appropriate response may differ from a case where the restriction arises under the law

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		of the third country in which a branch or subsidiary operates. The RTS should therefore distinguish between: (i) restrictions under third-country law that limit information flowing from a third-country branch or subsidiary to the Union; (ii) restrictions under Union or Member State law that limit information flowing from the Union to a third country; and (iii) restrictions affecting transfers between two non-Union group entities where the Union obliged entity relies on the outcome of that control. Finally, we recommend clarifying that Section 4 should be triggered where a legal impediment materially prevents or restricts the ability of the parent undertaking or obliged entity to achieve equivalent AML/CFT outcomes. By contrast, procedural requirements such as regulator approval, contractual safeguards, customer notices, local storage requirements or transfer assessments should not automatically be treated as an inability to comply where the firm can still achieve effective risk management through lawful and documented mechanisms. Proposed clarifications: Section 4: Clarify that the additional measures framework applies differently depending on the direction and source of the legal impediment. Articles 10 to 14: Clarify that where the legal impediment concerns transfer of information from a Union obliged entity to a third-country head office or group function, the obliged entity should not be required to “ensure” action by a third-country branch or subsidiary unless it has legal and practical authority to do so. Articles 10 to 14: AMLA should clarify that customer consent is one possible tool where lawful and effective, but should not be

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		treated as a default requirement or a necessary condition for compliance; obliged entities should be able to rely on other lawful transfer mechanisms and compensating controls where consent is not valid, durable, or effective.
Binance	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The main challenge is ensuring that EU regulatory expectations are met without requiring entities to breach third-country law. We recommend clarifying that where direct sharing of customer level information is restricted, firms may adopt equivalent risk mitigation arrangements. These could include: 1. sharing risk indicators or typology information without directly identifying the customer; 2. sharing pseudonymised or tokenised identifiers where re-identification is controlled; 3. providing central compliance functions with case summaries rather than raw data; 4. enabling local compliance teams to conduct reviews under centrally defined standards; 5. using independent assurance, audit or testing to confirm local implementation; 6. escalating high risk cases through legally permissible channels; and 7. documenting legal impediments and mitigation decisions for supervisory review. For crypto asset service providers, this is particularly important because relevant AML/CFT risk information may be both personal and technical. Wallet addresses, device identifiers, IP data, blockchain analytics outputs and transaction-pattern indicators

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		may each raise different legal and data protection considerations. AMLA should therefore confirm that firms may calibrate what is shared according to the nature of the data, the legal basis for processing, the risk involved and the availability of less intrusive alternatives. We also recommend that AMLA encourage cooperation between home supervisors and relevant third-country authorities where restrictions are structural. This would reduce the burden on individual firms and support more consistent cross-border solutions. In our view, the most sensitive category is information connected to suspicious transaction or activity reporting. In many jurisdictions, the underlying facts, the existence of a report, the analysis supporting the report, and related internal escalation materials may be subject to tipping-off restrictions, confidentiality duties or FIU-specific limitations. The RTS should therefore avoid creating an expectation that STR/SAR-related materials must always be transferred across borders in full. Where direct sharing is restricted, the RTS should permit legally compliant alternatives, such as aggregated typology reporting, risk flags, escalation summaries, local FIU-led processes, independent assurance and senior management reporting that allows the Union entity to assess risk without breaching local law. Proposed clarifications: 1/ Articles 12 and 13: AMLA should clarify that where third-country law restricts the sharing of customer level information, STR/SAR-related information or supervisory data, obliged entities

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		may use legally permissible alternative arrangements that provide equivalent AML/CFT assurance, including risk indicators, typology reporting, pseudonymised identifiers, case summaries, aggregated reporting, independent assurance, local review under centrally defined standards and senior management escalation. 2/ Articles 12 and 13: AMLA should clarify that STR/SAR-related information should not be required to be transferred across borders in full where doing so would conflict with tipping-off restrictions, FIU confidentiality rules, legal privilege, professional secrecy, data protection law or other applicable legal restrictions. 3/ Article 13: AMLA should encourage home supervisors to cooperate with relevant third-country authorities where restrictions on supervisory access or customer data sharing are structural, so that firms are not required to resolve systemic legal conflicts solely through entity level mitigation measures.
Binance	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We broadly support the proposed escalation framework in Article 16. It is appropriate that supervisors have a graduated set of tools where third-country legal impediments prevent effective management of ML/TF risk. We recommend that the final RTS clarify that supervisory actions should be proportionate, evidence-based and sequenced according to the severity and remediability of the risk. Restrictions on new business relationships, termination of existing relationships and closure of operations are significant measures. They may be necessary in exceptional cases, but should be applied only where less intrusive measures cannot adequately mitigate the risk. Before requiring restrictions or

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		closure, supervisors should consider the nature of the impediment, the effectiveness of local controls, the availability of alternative information sharing mechanisms, the risk profile of the products and customers involved, and the impact on customers and market integrity. We also recommend clarifying the addressee of supervisory decisions in complex cross-border structures. Where a Union parent undertaking has legal authority over the relevant branch or subsidiary, it may be appropriate for the decision to be addressed to that parent undertaking. Where the Union entity does not have direct legal power to compel action by a third-country affiliate, the RTS should avoid imposing obligations that are not practically enforceable. In such cases, the obligation should be framed as requiring the Union entity to take all reasonable steps within its legal and practical control. Firms should be given an opportunity to present a remediation plan before the most restrictive measures are imposed, except in urgent cases involving serious and immediate risk. This would support procedural fairness and improve supervisory outcomes. We also recommend clarifying the supervisory consequences for global groups headquartered outside the Union. Article 16 empowers the home supervisor to require a Union parent undertaking or obliged entity to submit and implement a mitigation plan, take corrective measures, restrict business relationships, reduce or terminate relationships, or close operations in a third country. These tools are appropriate where the Union entity has legal and practical authority over the relevant third-country operations. However, in global groups

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		headquartered outside the Union, a Union obliged entity may not have unilateral authority to direct a third-country affiliate, central compliance function or head office. In those cases, Article 16 should be applied by reference to what the Union obliged entity can reasonably control. For example, the Union entity may be able to restrict reliance on a group service, implement compensating local controls, limit data access, enhance monitoring, require contractual safeguards, escalate issues to group governance, or notify the supervisor. It may not be able to close or materially restructure third-country operations that are not legally under its control. We recommend that Article 16 expressly incorporate procedural safeguards before the most restrictive measures are imposed. Except in cases of serious and immediate ML/TF risk, supervisors should provide the addressee with the reasons for the proposed action, allow the firm to present a remediation plan, consider less intrusive compensating measures, and coordinate with other relevant Union supervisors where the measure may affect multiple entities or cross-border operations. This would support consistent supervisory outcomes and reduce the risk of unnecessary de-risking or market disruption. Proposed clarifications: Article 16: Clarify that supervisory actions should be directed to the Union parent undertaking or obliged entity only to the extent that the entity has legal and practical authority to implement the required action.

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		Article 16: Where the Union obliged entity does not control the relevant third-country entity, function or operation, clarify that the supervisor may require the Union obliged entity to implement proportionate compensating measures within its control, including enhanced local controls, restrictions on reliance, contractual safeguards, escalation to group governance, independent assurance, additional reporting and remediation plans. Article 16: Clarify that restrictions, termination of relationships or closure of operations should be used only where the ML/TF risk cannot be effectively mitigated through less intrusive measures and where the addressee has the legal and practical ability to implement the measure
Binance	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We support AMLA's objective of providing clear criteria to identify the Union parent undertaking in these circumstances. The criteria based on prominence, understanding of operations and responsibility for implementation are broadly appropriate. However, we recommend that AMLA recalibrate the hierarchy of criteria to focus primarily on functional control and compliance capability rather than size alone. In crypto asset markets, annual turnover may not always be an appropriate proxy for AML/CFT control, operational understanding or risk management capability. Turnover may vary significantly depending on business model, product mix, accounting treatment, market conditions and whether an entity books revenue locally or centrally. A high turnover entity may not be the entity best placed to implement group-wide AML/CFT controls.

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		More relevant indicators may include: 1. authority over AML/CFT policies and procedures; 2. responsibility for compliance staffing and systems; 3. control over onboarding, transaction monitoring or sanctions screening frameworks; 4. operational responsibility for customer facing activity in the Union; 5. ability to obtain and escalate relevant risk information; 6. supervisory significance; and 7. practical ability to implement remediation across Union entities. Annual turnover may be retained as a tie-breaker, but should not override a clear assessment that another entity has stronger compliance control and operational understanding. We also recommend that the notification process include scope for pre-notification engagement with supervisors, particularly where the assessment is complex or where several Union entities have different regulatory permissions. We suggest revisiting Article 18(3). Where the entity with the greatest customer base, transaction volume or turnover is not the entity with the strongest AML/CFT governance capability, operational control or access to relevant risk information, it may not be the best placed entity to implement group-wide requirements. In such cases, AMLA should allow the entity with demonstrable functional control over AML/CFT policies, systems, staffing, onboarding, monitoring, sanctions screening or

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		escalation to be identified as the parent undertaking, subject to supervisory confirmation. Sufficient prominence should therefore be an important factor, but should not automatically override sufficient understanding of operations and practical implementation capability. In crypto asset markets, customer numbers, transaction volumes and turnover may each be imperfect indicators. Customer numbers may include inactive or low risk users; transaction volumes may be affected by market volatility, product design, internal transfers or high frequency activity; and turnover may depend on booking models and accounting treatment. AMLA should therefore treat these quantitative indicators as evidence of scale, but not as determinative evidence of AML/CFT control or implementation capability. Proposed clarifications: 1/ Articles 17 and 18: AMLA should clarify that quantitative indicators such as customer numbers, transaction volumes and turnover should be treated as indicators of scale, but not as determinative evidence of AML/CFT control, operational understanding or implementation capability. 2/ Article 18(3): AMLA should reconsider the rule that sufficient prominence automatically prevails over sufficient understanding of operations. Where another Union obliged entity has demonstrably stronger functional control over AML/CFT policies, systems, staffing, onboarding, transaction monitoring, sanctions screening, escalation or remediation, that entity should be capable of being identified as the parent undertaking in the

Name of the organisation	Question	Answer
		Union, subject to supervisory confirmation. 3/ Articles 17 to 20: AMLA should clarify that annual turnover should be used as a last-resort tie-breaker where no entity is clearly better placed on the basis of functional control, compliance capability, operational understanding and practical ability to implement group-wide requirements. 4/ Article 20: AMLA should clarify that obliged entities may engage in pre-notification discussions with the relevant supervisor where the identification of the parent undertaking is complex, including where several Union entities have different licences, activities, customer bases or compliance functions.
Binance	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 provides a useful starting point, but we recommend further clarification to avoid over-inclusion. The conditions relating to common ownership, common management and common compliance control are appropriate where they indicate a level of integration comparable to a group. However, some of the indicators may be interpreted broadly. For example, common branding, shared reporting, common policies, common service providers or shared technical systems may exist in commercial arrangements that do not create meaningful control over AML/CFT compliance. We recommend clarifying that Article 21 should apply where the relevant conditions create a substantive ability to direct, coordinate or enforce AML/CFT policies, procedures and controls across two or more obliged entities. This would avoid capturing arrangements where entities merely participate in common infrastructure, industry networks, technology ecosystems or

Name of the organisation	Question	Answer
		commercial partnerships. In digital asset markets, this distinction is especially important. Entities may rely on common blockchain protocols, open-source software, liquidity infrastructure, wallet technology, analytics vendors or cloud services without being part of a structure that shares common management or compliance control. Such arrangements should not be treated as group-equivalent structures. This clarification would also be consistent with AMLA's own recognition that pure cooperation arrangements, the development of common technical tools, knowledge sharing, customer referrals, exchanges of best practices, use of the same branding, or outsourcing to the same service provider should not fall within scope where they do not involve common ownership, common management or common compliance control. Proposed clarifications: 1/ Article 21: AMLA should clarify that common branding, common technical systems, common infrastructure, common service providers, common commercial arrangements or common outsourcing providers should not, in themselves, be sufficient to establish common ownership, common management or common compliance control. 2/ Article 21: AMLA should clarify that group-equivalent requirements should apply only where the relevant arrangement gives one entity, person or governance body a substantive ability to direct, coordinate or enforce AML/CFT policies, procedures or

Name of the organisation	Question	Answer
		controls across two or more obliged entities. 3/ Article 21: AMLA should provide examples of non-captured arrangements, including use of common blockchain protocols, open-source software, cloud infrastructure, wallet technology, liquidity infrastructure, blockchain analytics vendors, shared technical service providers and industry cooperation arrangements where there is no common AML/CFT control.
Binance	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The main challenge is determining when a non-group arrangement crosses the threshold into a group-equivalent structure. Operational challenges may arise where entities share some functions but retain separate governance, separate compliance accountability and separate regulatory permissions. In such cases, it may be unclear which entity is responsible for group-equivalent requirements, what information must be shared, and how conflicts between local legal obligations should be resolved. Legal challenges may also arise where the proposed parent undertaking is not itself an obliged entity, or where it does not have regulatory permissions, access to customer data or legal authority to direct AML/CFT controls. Requiring such an entity to assume group-equivalent responsibilities may create uncertainty unless its duties are clearly defined and limited to matters within its control. We recommend that AMLA provide examples distinguishing captured and non-captured structures. For example:

Name of the organisation	Question	Answer
		1. a franchise network with centrally mandated AML/CFT policies and central compliance reviews may be captured; 2. a commercial partnership with independent compliance programmes and no central AML/CFT control should not be captured; 3. use of a common technology provider should not be captured unless the provider also directs AML/CFT controls; 4. shared branding alone should not be sufficient unless accompanied by common management or compliance control. These examples would materially improve legal certainty and reduce inconsistent application across Member States. Proposed clarifications: 1/ Article 21: AMLA should provide implementation guidance distinguishing captured and non-captured structures, including examples involving franchise networks, commercial partnerships, technology-service arrangements, shared branding, outsourced compliance providers and industry cooperation arrangements. 2/ Articles 21 to 24: AMLA should clarify that where a proposed parent undertaking is not an obliged entity, its responsibilities should be limited to the group-equivalent functions it actually controls, and should not displace the individual AML/CFT and targeted financial sanctions responsibilities of the obliged entities. 3/ Articles 21 to 24: AMLA should clarify how conflicts between group-equivalent requirements and local legal obligations should

Name of the organisation	Question	Answer
		be managed, including through documented legal assessments, local procedures, alternative assurance mechanisms and supervisory engagement.
Binance	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria in Article 22 are directionally appropriate because they focus on strategy, management, important transactions, technical services, compliance control, operational costs and branding arrangements. We recommend four refinements. First, AMLA should clarify that the parent undertaking should be the entity with the practical ability and legal authority to implement group-equivalent AML/CFT requirements. The fact that an entity provides essential technical information or critical services should not automatically make it the parent undertaking if it does not control AML/CFT policy or customer facing risk management. This is particularly relevant in technology-driven sectors, where critical infrastructure providers may not have access to customer information or authority over obliged entities' compliance programmes. Second, annual turnover should be used only as a last resort tie-breaker. As noted in response to Question 7, turnover may not reflect AML/CFT control, compliance capability or risk management responsibility. A better tie-breaker would be the entity with the greatest ability to implement AML/CFT controls, supported by indicators such as compliance staffing, governance responsibility, access to relevant information, supervisory footprint and authority over policies and procedures.

Name of the organisation	Question	Answer
		Third, we also recommend that Article 22 clarify the position where the best placed entity is not an obliged entity. In such cases, the RTS should specify how supervisory accountability will be allocated and how the obligations interact with the responsibilities of the obliged entities themselves. Obliged entities should remain responsible for their own compliance, while any non-obliged parent or coordinating entity should be responsible only for the group-equivalent functions it actually controls. Finally, we recommend that AMLA support implementation through supervisory guidance, illustrative examples and proportionate transitional expectations, particularly for global groups and non-group structures that must assess multiple entities, functions, data flows and local legal restrictions. Where firms are undertaking good-faith assessments, engaging with supervisors and implementing documented remediation plans, supervisory action should focus on risk mitigation and convergence rather than immediate enforcement for technical uncertainty during the initial implementation period. Proposed clarifications: 1/ Article 22: AMLA should clarify that the parent undertaking in a structure should be the entity with the legal authority and practical ability to implement or coordinate group-equivalent AML/CFT requirements, rather than an entity that merely provides technical services, infrastructure, branding, commercial support or other non-compliance functions. 2/ Article 22: AMLA should clarify that the provision of essential

Name of the organisation	Question	Answer
		technical information or critical services should not automatically result in the service providing entity being identified as the parent undertaking where it does not control AML/CFT policy, customer onboarding, transaction monitoring, sanctions screening, risk assessment or compliance escalation. 3/ Article 22: AMLA should clarify that annual turnover should be used only as a last-resort tie-breaker where no entity is clearly better placed based on compliance control, access to relevant information, governance responsibility, supervisory footprint and practical implementation capability. 4/ Articles 22 to 24: AMLA should clarify the position where the best placed coordinating entity is not an obliged entity, including how supervisory accountability will be allocated and how its obligations will interact with the continuing obligations of the obliged entities themselves.
Branschorganisationen för Onlinespel (BOS)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	BOS notes that the term "customer" is used as a determining factor in several provisions of the RTS, including for the identification of a parent undertaking in the Union, but is not defined in Article 2. The absence of a harmonised definition risks leading to divergent interpretations across Member States and sectors, which may create legal uncertainty for cross-border operations. BOS recommends that AMLA introduces a clear and uniform definition of "customer" in the RTS in order to ensure consistent application and supervision. It is particularly important that the same customer concept can be applied consistently across different supervisory authorities.

Name of the organisation	Question	Answer
Branschorganisationen för Onlinespel (BOS)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	BOS supports the objective of ensuring strong group-wide coordination of measures against money laundering and terrorist financing. At the same time, the RTS should clarify that group-wide policies do not override the statutory responsibilities of local compliance functions and centrally appointed compliance officers under national law. BOS urges AMLA to clarify in the RTS how responsibilities are to be allocated between the group's central functions and local compliance functions, in particular in situations where group-wide and national requirements may conflict.
Branschorganisationen för Onlinespel (BOS)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	BOS foresees a number of operational and legal challenges in the draft. The RTS should more clearly distinguish between jurisdictions that actually present elevated risks of money laundering and terrorist financing, and jurisdictions with robust AML/CFT frameworks but where legal restrictions exist relating to information sharing, secrecy or data protection. The existence of such restrictions should not automatically be interpreted as indicating elevated risk. A proportionate and risk-based approach is necessary. BOS also wishes to highlight the interaction with the GDPR. Swedish licence holders already operate in an environment where the balance between customer due diligence requirements, responsible gambling data and data protection rules is central. The RTS needs to provide clear guidance on the legal basis for intra-group sharing of customer and transaction data, and on the extent to which consent can be used as a mechanism to overcome legal restrictions, particularly given that consent in many jurisdictions cannot override statutory secrecy and may, moreover, be withdrawn by the customer.

Name of the organisation	Question	Answer
Branschorganisationen för Onlinespel (BOS)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	BOS foresees significant operational and legal challenges in the draft. Obliged entities with cross-border operations may simultaneously be subject to AMLR and AMLA requirements, local AML/CFT obligations, secrecy provisions, and rules concerning data protection and data localisation. In practice, compliance with the RTS may in certain cases come into direct conflict with mandatory third-country law. BOS is concerned that the draft in its current form appears to apply a relatively binary approach, where the existence of legal restrictions automatically triggers escalation measures regardless of the overall AML/CFT quality of the third country concerned. A more proportionate model should distinguish between high-risk third countries with material AML/CFT weaknesses and well-regulated jurisdictions where only individual legal differences exist. BOS urges AMLA to take into account FATF status, supervisory maturity and the overall risk profile of the third country when assessing whether additional measures are required.
Branschorganisationen för Onlinespel (BOS)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	BOS foresees challenges relating to restrictions on the sharing of information concerning suspicious transactions, supervisory access to information, and data protection and confidentiality obligations. The RTS should more clearly recognise that legal restrictions in third countries may arise in jurisdictions with well-functioning AML/CFT frameworks, and that such restrictions should therefore not automatically be treated as indicators of elevated risk. BOS urges AMLA to clarify how obliged entities should manage situations involving conflicting legal obligations, what supervisory expectations apply where legal restrictions cannot realistically be overcome, and how the principle of proportionality is to be

Name of the organisation	Question	Answer
		applied based on the third country's risk profile and AML/CFT maturity.
Branschorganisationen för Onlinespel (BOS)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	BOS supports effective supervision at Union level, but considers that the RTS requires further proportionality and clarification regarding supervisory measures. Restriction or closure measures should be measures of last resort and should only be considered where material risks of money laundering or terrorist financing cannot be managed through reasonable mitigating measures. Legal conflicts or technical differences between Union law and third-country law should not in themselves automatically trigger such measures. The RTS should furthermore clarify which factors the supervisory authority is expected to consider when assessing whether such measures are appropriate, including the nature of the legal impediment, the effectiveness of compensating controls, and the overall AML/CFT framework of the third country concerned. For Swedish online gambling operators, where a high channelisation rate to the licensed market is central to consumer protection, it is particularly important that supervisory measures remain proportionate and focused on actual risks.
Branschorganisationen för Onlinespel (BOS)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	BOS supports the objective of establishing clearer criteria for identifying the parent undertaking in the Union. However, several of the concepts used in section 5 – such as "prominence", operational influence and the scope of the term "customer" – may be difficult to apply consistently in practice, particularly for digital and cross-border business structures of the kind found in the online gambling sector. BOS encourages AMLA to provide further guidance to reduce the risk of divergent interpretations. BOS also notes that annual turnover alone may not accurately reflect operational importance or AML/CFT influence within a

Name of the organisation	Question	Answer
		group. In the online gambling sector, turnover and gross gaming revenue are distinct measures, and a high turnover does not necessarily indicate a higher level of operational control. BOS therefore encourages AMLA to complement the turnover criterion with additional indicators that better reflect operational influence.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	1) The definition of 'control function' laid down in Article 2(1) Draft RTS lacks a legal basis, is inadequate, and is entirely inapplicable to the notarial sector. It should therefore be deleted. While the Regulation (EU) 2024/1624 (hereinafter: AMLR) does not use the term 'control function', it neither confers on AMLA a mandate to define or apply such a term. AMLA's mandate, as set out in Article 16(4) AMLR, is limited to specifying group-wide policies, procedures and controls (including information sharing) as well as the criteria for identifying a parent undertaking or the circumstances under which group-wide requirements apply to structures other than groups. None of these tasks allow for a definition of a 'control function' as a 'function independent from commercial functions'. Accordingly, the introduction of such a definition, and its use throughout the Draft RTS, is unlawful. Beyond that, there is no substantive reason for the definition of a 'control function'. The AMLR already requires obliged entities to establish 'compliance functions', which contain a compliance manager and, where applicable, a compliance officer. The Draft RTS fail to explain why an additional function would be necessary in the context of group-wide requirements. Finally, the definition would be entirely inapplicable for the notarial sector. It was apparently been tailored to the financial sector, characterised by medium-to-large-sized corporations with separate compliance or control departments. By contrast, the notarial profession is fundamentally characterised by the

Name of the organisation	Question	Answer
		principle of the personal exercise of the office. As confirmed by the ECJ in its Jemerak decision (C-109/23), a notary performs governmental tasks, rendering any notarial office a public office. This public office is granted to the individual office-holder on the basis of their personal aptitude ("Grundsatz der persönlichen Eignung") pursuant to Section 5 German Federal Code for Notaries (Bundesnotarordnung; hereinafter: BNotO). The notarial office – and therefore the status as an obliged entity – is deeply tied to the person of the office holder. At the same time, the office is exercised in complete independence, which is the most important principle of the notarial office itself, stipulated in Section 1 BNotO. It follows that notaries cannot form any 'control function' at group level because 'control' in substance over the notary by any entity to exercise would violate the most fundamental principle of notarial professional law. Rather, compliance and control are responsibilities of the office holder themself, in accordance with the personal exercise of the office. For the public office holder, who is always a natural person, there cannot be any function detached from its personal public office duties. 2) While the definition of 'partnerships' in Article 2(4) Draft RTS is acceptable, the corresponding Recital 25 Draft RTS has a very misleading wording as it presupposes a false conclusion. It should therefore be amended. In particular, Recital 25 Draft RTS specifies that "partnerships are common arrangements for auditors, external accountants, lawyers and notaries [...] where common ownership, common management, common compliance control can be established." While the requirement of common ownership, management or compliance control is considered a necessity under the wording

Name of the organisation	Question	Answer
		of Recital 25 Draft RTS and the corresponding Article 21 Draft RTS, notaries do not provide an appropriate example of a partnership because they do not meet the definition set out in Article 2(4) Draft RTS. Although German notaries may share a practice, subject to strict statutory limitations, it should be emphasised that each individual holds an independent public office. That office is inseparably linked to the office holder personally (and is neither transferrable nor inheritable). As public office holders, notaries perform governmental tasks as public officials. Therefore, they do not act 'with a view to profit', just as courts do not act 'with a view to profit' because they charge fees. This is evidenced by the fact that in Germany, notaries – like courts – have fixed rates that are non-negotiable and stipulated in the same legislative act governing court fees (Court and Notary Fees Act – Gerichts- und Notarkostengesetz). Furthermore, notaries – like courts and other providers of public activities – generally must not refuse their services if requested (Section 15 BNotO). It follows that notaries are not profit-seeking service providers, but perform a public function. It is therefore suggested to exclude 'notaries' as an example of partnerships under Recital 25. Correspondingly, the reference to notaries in Recital 8 should also be deleted.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	While most of the requirements seem generally sufficient and clear, there are certain requirements that are not operable from a notarial perspective, assuming that notaries would fall under any of the definitions that would make Article 3 Draft RTS applicable (which is doubtful). They should therefore either be deleted or amended to ensure they apply only where application is practicably possible. Specifically, any requirements that presuppose a 'management

Name of the organisation	Question	Answer
		body' above the level of the notary that may have decision-making powers over them is not operable in the notarial context. While the definition of the term 'parent undertaking' is addressed under Question 10, regardless of that (flawed) definition, no entity or undertaking structurally connected to the notary would have the (legally effective) power to impose obligations on the notary. As explained under Question 1, the independence of the office holder is the basic principle of the notarial office itself, enshrined in Section 1 BNotO. While the notary may associate with other notaries, there can be no hierarchical relationship between them. Any different agreement would be a violation of the most fundamental principle of notarial professional law. At the same time, any notary may terminate the cooperation at any time at their discretion in the exercise of their independence and must withdraw from it if their independence would be compromised (Section 9(3) BNotO). Because of this principle of independence, Article 3(1), point (a), Draft RTS is inapplicable in its entirety to the notarial sector, assumed notaries were to fall within its scope. It would be impossible for any entity, parent undertaking or otherwise, to set up any structure at "group level with sufficient decision-making powers" since the notary, as an independent office holder, would be prohibited from subduing to such a structure for professional reasons. The 'parent undertaking' could therefore not successfully establish such a structure. Therefore, Article 3(1) Draft RTS should at least be amended to include a passage that limits the applicability to the extent that the entity responsible for setting up the body with 'decision-making powers' must have actual control or power over obliged entities within their group or structure. Preferably, it should be ensured that the inadequate definition of

Name of the organisation	Question	Answer
		'parent undertakings' for structures where no entity has control over the other and no other measurable hierarchy exists pursuant to Article 22(1), points (d)–(f), (2) Draft RTS, is deleted. Rather, in the event that all obliged entities within a 'structure' are hierarchically equal, there should be no determination of a parent undertaking at all. Instead, the obligations between obliged entities within a structure should be limited to the exchange of information. Since it would not be possible either way to give a notary a legally binding instruction within a structure – a notary is, while naturally being obligated by the applicable professional law, subject only to instructions by a supervising authority – any obligation to impose authority over a notary could not be fulfilled and any entity would violate its obligations under Article 3 Draft RTS. Therefore, either Article 3(1) Draft RTS has to be amended accordingly, or, preferably, the scope of applicability to structures other than groups or to structures with no clear parent undertaking should be amended (as explored in detail under our contributions to Questions 9 and 10).
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	In general, information sharing within structures that involve notaries, if applicable, can be implemented without significant operational or legal challenges. However, certain amendments and clarifications should be provided. 1) It should be ensured that information sharing is limited to information already available. The current wording of Article 4(2) Draft RTS, whereas 'availability' of the information should be taken 'into account', is not sufficiently clear as it implies that obliged entities may have active duties to collect information for the purpose of then sharing it. This would be contrary to the purpose of information sharing as that purpose is to give every obliged entity within the structure or group access to the same

Name of the organisation	Question	Answer
		data, thereby raising the awareness and knowledge of each obliged entity to the same high level. However, it does not mean that an obliged entity shall have to collect any information they do not already possess or have to collect for other reasons. This would create additional burden for obliged entities operating within structures or groups. For a practical example, entities from the non-financial sector generally do not possess any information regarding 'material changes in the customer's risk profile or status' (Art. 4(1), point (a)(xi), Draft RTS), especially if they perform single individual transactions (like notaries) rather than accompanying the customer for a large period of time. Unless such information is already available, the entity should not be considered to conduct active searches. Another example is information on 'cash transactions volumes and amounts' or 'payment methods and accounts', of which obliged entities will often have no knowledge at all. Since these data points were apparently designed primarily for the financial sector, proportionality for the non-financial sector should be ensured by limiting the obligations accordingly. Therefore, the scope of information to be collected, for example, on CDD, should be limited to what the individual obliged entity has to collect pursuant to their own obligations under the AML/CFT framework. It should also be questioned whether a provision requiring entities within structures to collect additional information would even be permissible as Article 16(4) AMLR limits AMLA's mandate to the sharing of information within groups or structures, not its collection. To ensure consistent and proportionate applicability, Article 4(2) Draft RTS should therefore be revised as follows: "Information shall be provided within the group to any obliged entity established in the Union taking into account the size, the

Name of the organisation	Question	Answer
		complexity and the risks of the group as well as the quality of the information. Only information already available to the entity shall be subject to information sharing pursuant to paragraph 1.“ Recital 4 should be amended accordingly. 2) Article 4(4) reasonably stipulates that information sharing shall not generally exempt other obliged entities from the necessity to conduct their own CDD or risk assessment. However, other obliged entities should be permitted to use shared information to fulfil their own AML obligations, provided the information is considered up-to-date and of sufficient quality. Otherwise, obliged entities would have to obtain the same information again, causing unnecessary burden. Notaries (if applicable) would be affected disproportionately as they usually run small-staffed offices while managing a relatively large number of clients. While the last sentence of Article 4(4) Draft RTS already implies that information from other obliged entities within the structure may be used as the basis for ‘decisions’, this should be stated more clearly. Therefore, an additional sentence should be added to Article 4(4) Draft RTS as follows: “Obliged entities within the group may use information shared at group-level to fulfil their respective obligations regarding anti-money laundering, counter terrorist financing and the evasion of targeted financial sanctions.” 3) Information derived from ‘media reports’ (Article 4(1), point (c)(x), Recital 6 Draft RTS) should not be subject to information sharing. The term appears broad and unspecific, as it is unclear if, for example, reports on social media, which may be of questionable quality, should be included in that definition. The obliged entity should also not be responsible for considering

Name of the organisation	Question	Answer
		media reports and assessing their quality and reliability as it would cause a substantial burden, violating the risk-based approach with the outcome being dependent on subjective criteria, subjecting it to arbitrary application. Rather, information sharing should be limited to knowledge obtained during the obliged entity's own risk assessment or diligent checks. Article 4(1), point (c)(x), Draft RTS and Recital 6 should therefore be deleted without replacement.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	As notaries can operate neither in branches nor in third countries, this question is not relevant to the notarial profession.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	As notaries can operate neither in branches nor in third countries, this question is not relevant to the notarial profession.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	As notaries can operate neither in branches nor in third countries, this question is not relevant to the notarial profession.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	For notaries, it is legally not possible to have a parent undertaking. Since notaries have to maintain their offices at their official seat, they cannot have an office located outside of the European Union. Therefore, this question is not relevant to the notarial profession.

Name of the organisation	Question	Answer
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The conditions, as currently drafted, are not sufficiently clear and effective to determine common ownership, management, or compliance control. 1) It is insufficient to define common ownership as existing where 'two or more obliged entities' share 'the ownership or control of structure', as provided in Article 21(2), point (a)(ii), Draft RTS. As the term "ownership" was already established by the AMLR, there is no benefit gained from that definition, which therefore should be revised or deleted as it is ineffective. The second criterion, 'control' of the structure, appears unsuitable. Control and ownership are not identical as AMLR strictly distinguishes 'ownership' from 'control'. For example, in the context of beneficial ownership, Articles 52 and 53 AMLR establish entirely separate criteria for 'ownership' and 'control', respectively. Ownership and control are, by these standards, mutually exclusive. Therefore, it would be inconsistent and even a violation of the superior legal provisions of the AMLR to stipulate 'control' as an example for 'ownership'. Therefore, the reference to 'control' as an example for ownership should be deleted without replacement, as it appears to be a criterion of 'management' rather than 'ownership'. 2) Furthermore, the condition set out in Article 21(2), point (b)(iii), Draft RTS should be deleted. The provision stipulates that, in the event that multiple "obliged entities have a common structure or mechanism in place to share profits or revenues or results or losses or to transfer remunerations, revenues or costs for services or activities provided", they shall be considered as a structure that has 'common management'. This condition goes far beyond any reasonable definition of the term 'management' and is therefore inadequate. In general, management concerns the process of planning, organising and allocating resources

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		within a business structure. The distribution of profit or losses is not a part of the management. There can be persons entitled to a share of profits that are not involved in any management decision at all, namely minority shareholders. In its current definition, this might apply to persons who hold a single share in a large public company. Clearly, this is not the intention of the definition, illustrating that the distribution of profits has nothing to do with any management decisions as those are meant to turn a profit, not to distribute it. It is proposed to delete this provision as Article 21(2), point (b)(ii), Draft RTS correctly concludes that "a common management body with a homogenous business strategy" constitutes common management. As this condition rightfully presupposes, management concerns the business strategy, not the distribution of revenue. For similar reasons, Article 21(2), point (b)(v), Draft RTS should be deleted. An "arrangement to implement and operate activities or operations based on common policies" seems overly broad and open to interpretation, particularly due to the lack of specificity of the term 'policies'. For example, it is unclear whether these policies have to be related to business decisions at all. Alongside the already sufficient "common management body with a homogenous business strategy", this criterion is not necessary and leaves room for inconsistent or arbitrary application, therefore warranting its deletion. 3) Finally, not all conditions constituting 'common compliance' appear to be operable. This namely concerns Article 21(2), point (c)(i), Draft RTS. As already explained under Question 1, there is no, nor can there be, a 'control function' for a notary as their public office is inseparable from the natural person appointed to this office. While there cannot be any "common compliance control", as each notary has to fulfil their AML duties individually

Name of the organisation	Question	Answer
		and bears the legal responsibility, the only entity controlling the notary regarding AML obligations is the AML supervisory authority, which is understood not to be a 'control function'. Otherwise, every obliged entity subject to the same supervisor would be deemed part of a 'structure' on the basis of common compliance control as they "operate under common controls", even if they have never had any contact between them. It is clear that this is not the intention of this definition as the administrative burden would be immeasurable, causing significant economic harm. There would also be no substantial basis as obliged entities under the same system of legal supervision do not have any discretion whether they want to be part of this supervisory group, meaning that they would be forced to share potentially vulnerable information or information under legal privilege with any entity under the same supervisory authority. The wording of Article 21(2), point (c)(i), Draft RTS, in conjunction with a deficient definition of the term 'control function' under Article 2(1) Draft RTS, might imply this result. It is therefore suggested to delete it to ensure operability.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	There are insurmountable legal and operational challenges in implementing the provisions for the structures involving notaries, provided they would fall under one of the conditions of Article 21(2) Draft RTS. The provisions were evidently designed for financial institutions and do not take sectoral specificities into account. The 'general and comprehensible' approach pursuant to Recital 24 is therefore not suitable. In its current wording, Article 21(1) Draft RTS stipulates that for every structure that fulfils one of the definitions under paragraph (2), the entire scope of obligations set out in Article 16(1), (2) and (3) AMLR and the entire Draft RTS apply. Some of these obligations would be impossible to fulfil for notaries. Specifically,

Name of the organisation	Question	Answer
		there are several obligations that require control, governance or the authority to issue instructions over other obliged entities within the same structure. It is legally impossible to have such authority over another notary. The core principle of the notarial profession is the notary's independence. It is such a central principle that the legislator has stipulated it under Section 1(1) BNotO. This is derived from the fact that notaries perform their acts not as service providers with commercial discretion, but as public officials who perform sovereign tasks. It follows that even though notaries may share a practice and/or administrative resources with other notaries, they can never be bound by instructions given by a colleague, a management body, or other. This also is expressly stipulated under Section 9(3) BNotO, which expresses that any association "is permissible only to the extent that the notary's personal and autonomous exercise of the office, independence and impartiality is not affected". No entity within the same structure could therefore legally compel a notary to compliance as this right is reserved to the supervision authorities. Any obligation that requires a 'parent undertaking' to enforce measures against a notary can therefore not be fulfilled. To give a practical example, Article 3(1), point (a), Draft RTS would require the 'parent undertaking' to set up a body 'with sufficient decision-making powers' at group level while point (b) requires it to "ensure the [...] control functions have the necessary information at group level". Article 16(1) AMLR also requires the undertaking to "establish and implement" group-wide policies. No undertaking could fulfil these tasks since it has no authority over the notary. Such an undertaking could neither successfully set up a body with decision-making powers nor compel notaries to provide information or implement policies.

Name of the organisation	Question	Answer
		The solution to this issue is to amend the scope of obligations. This would be well within AMLA's mandate, as Article 16(4) AMLR allows AMLA to specify and therefore choose which obligations shall apply to obliged entities that are part of structures other than groups. This specification could be done in different ways: The first option would be to limit the scope of application for structures that include an independent public official as an obliged entity to obligations that do not require any control, authority or governance over an independent public official. This could be ensured by amending Article 21(1) Draft RTS accordingly by providing an appropriate exception. The second and preferred option would be to revise the flawed definition of 'parent undertaking' pursuant to Article 22 Draft RTS. The current definition falsely presupposes that every structure should have or can have a parent undertaking exercising control over other entities within the structure. This notion is incorrect as there are cases where it is legally impossible to exercise such control, such as the entire notarial sector. For that reason, it is recommended to distinguish between structures that can have a parent undertaking and structures that cannot have a parent undertaking. While this matter is addressed in more detail under Question 10, which concerns Article 22 Draft RTS, it should still be noted that the conclusion has implications for Article 21(1) Draft RTS as well. The latter should therefore be revised accordingly to ensure that for structures that have no parent undertaking, the only applicable provisions should be those governing information sharing pursuant to Article 16(1), (3) AMLR in conjunction with Article 4 Draft RTS. This would guarantee legality and operability without undermining the primary purpose of additional obligations for entities operating in structures as it would facilitate consistent information exchange and allow

Name of the organisation	Question	Answer
		obliged entities to benefit from the same high level of available information.
Bundesnotarkammer (German Federal Chamber of Notaries)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22(1), points (a)–(c), Draft RTS appear effective for the identification of the parent undertaking. The other criteria are not suitable and would be entirely inoperable for the notarial sector, presumed notaries were part of a 'structure'. They should be amended or deleted. As explained in our contribution to Question 9, Article 22 Draft RTS incorrectly presupposes that a parent undertaking always exists. In reality, there are instances where a parent undertaking does not exist due to a lack of hierarchy between different obliged entities within the structure. While hierarchical structures may not be common practice in certain other professions, but nonetheless feasible, for notaries, who exercise a public office, the lack of hierarchy is based upon notarial independence as the most fundamental principle of the profession (stipulated in Section 1(1) BNotO). Derived from their status as public officials, notaries must never subdue to any hierarchical agreement as they would otherwise be in violation of their paramount professional principle. This is expressly stipulated in Section 9(3) BNotO. The Draft RTS therefore fail to distinguish between a structure that is hierarchical by default, a structure that can be made hierarchical via agreement and a structure where there cannot be any hierarchical relationship between obliged entities due to professional law. German notaries clearly fall into the last category. The flaw of the Draft RTS lies in its attempt to impose a hierarchical relationship upon structures where a hierarchy cannot exist. This approach should be revised. Rather, Article 22 Draft RTS should acknowledge that if there is no control or hierarchical power of one obliged entity over the other,

Name of the organisation	Question	Answer
		no artificial determination of a parent undertaking should be imposed upon the obliged entities. In these cases, the supervisor should confirm to the obliged entities that there is no parent undertaking, and the group-wide obligations should be limited to the exchange of information. This approach would ensure that obliged entities that are part of a structure but have no parent undertaking are exempt from artificially determining a parent undertaking that has to fulfil tasks that would be impossible to perform or do not serve any purpose. The obligations of the parent undertaking, stipulated in Article 16(1), (2) AMLR or Article 3 Draft RTS, either directly or indirectly require that one obliged entity has power, governance or authority over the other. Otherwise, the implementation of group-wide policies, group-wide compliance functions or group-wide risk assessments would become meaningless administrative exercises. Subjecting the decision to the supervisor would also ensure that the exemption is limited to entities where the lack of hierarchy is not merely claimed, but confirmed. It would also be consistent with the idea from a previous draft (Art. 14), under which exemptions from group-wide policies were generally possible, subject to supervisory decision. For this, Article 22(2) Draft RTS should be amended whereas Article 22(1), points (d)–(g), Draft RTS should be deleted without replacement as unfit. They do not determine the parent undertaking based on control, authority or governance, but rather on the execution of managerial or other duties that do not indicate hierarchy. The criterion under Article 22(2) Draft RTS, based on turnover, is particularly unsuitable as, while also being no indication of any control, authority or governance whatsoever, it is in many cases arbitrary or might not even be applicable (if

Name of the organisation	Question	Answer
		partners were to evenly split turnover). For notaries, it would even be more arbitrary due to statutory, fixed fees. Any mention of turnover as a suitable basis for determining a parent undertaking is entirely unfit and should be removed, including its mention in Recital 29 Draft RTS. Instead, Article 22(2) Draft RTS should constitute the option for structures without a parent undertaking to be confirmed as such and to exempt them from duties that require the existence of a parent undertaking. It should therefore be rephrased as follows: "Where paragraph 1 does not conclusively determine the parent undertaking in the Union of the structure, there shall be no parent undertaking. Obliged entities of a structure with no parent undertaking shall be exempt from any obligation that requires a parent undertaking, subject to the approval of the relevant supervisory authority. The exemption may be revoked at any time if the grounds for this exemption cease to exist." At the very least, obliged entities that hold a public office, subject to professional independence, should be exempt from Article 22 Draft RTS and the resulting duties. It should finally be noted that the provisions in Article 23, 24, 26 Draft RTS lack a legal basis as Article 16(4) AMLR mandates AMLA to set up criteria to identify parent undertakings, not to oblige them with a duty to notify the supervisor.
Bundessteuerberaterkammer KdöR (Germany)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Die BStBK sieht hinsichtlich der vorgeschlagenen Begriffsbestimmungen teilweise Änderungsbedarf. Insbesondere die Definitionen der Begriffe „Struktur", „Netzwerk" und „gemeinsame Compliance-Kontrolle" sind zu weit gefasst und führen zu erheblichen Rechtsunsicherheiten für den steuerberatenden Berufsstand.

Name of the organisation	Question	Answer
		Darüber hinaus erscheint die Verwendung des Begriffs „Partnerschaft“ erläuterungsbedürftig. Im deutschen Recht bezeichnet die Partnerschaft (§§ 1 ff. PartGG) eine gesetzlich geregelte Rechts-form für Angehörige Freier Berufe. Die in Artikel 2 Nummer 4 RTS verwendete Definition knüpft hingegen an funktionale Kooperationsformen an und weicht damit von dem im deutschen Gesellschaftsrecht etablierten Begriffsverständnis ab. Dies wird zu erheblichen Auslegungsunsicherheiten führen. Es sollte daher klargestellt werden, dass der Begriff „Partnership“ i. S. d. RTS nicht mit der deutschen Partnerschaftsgesellschaft gleichzusetzen ist. Zudem sollte der Begriff im RTS legaldefiniert werden. Der RTS verfolgt ausdrücklich das Ziel, gruppenweite Anforderungen auch auf Netzwerke, Partnerschaften und andere Strukturen anzuwenden. Gleichzeitig erfassen die Definitionen des Artikels 2 bereits Konstellationen, in denen gemeinsame Compliance-Richtlinien, gemeinsame Geschäftsstrategien oder eine gemeinsame Marke bestehen. Erwägungsgrund 24 bestätigt zudem, dass sich die gemeinsame Compliance-Kontrolle nicht auf AML/CFT-Compliance beschränken soll, sondern auch andere Compliance-Bereiche erfassen kann. Dies steht in einem Spannungsverhältnis zum Leitbild der eigenverantwortlichen und unabhängigen Berufsausübung gem. § 57 Abs. 1 StBerG. Steuerberater bleiben auch innerhalb von Kooperationen, Netzwerken oder Berufsausübungsgesellschaften (BAGen) grundsätzlich eigenständig und eigenverantwortlich für die Wahrnehmung ihrer gesetzlichen und berufsrechtlichen Pflichten verantwortlich. Gemeinsame Qualitäts- oder Compliance-

Name of the organisation	Question	Answer
		Standards dürfen daher nicht ohne Weiteres einer konzernähnlichen Steuerungs- oder Kontrollstruktur gleichgesetzt werden. Zwar stellt Erwägungsgrund 27 des RTS-Entwurfs klar, dass reine Kooperationsvereinbarungen, Wissensaustausch, Kundenempfehlungen, die Nutzung gemeinsamer technischer Instrumente oder die bloße Verwendung eines gemeinsamen Namens grundsätzlich nicht in den Anwendungsbereich fallen sollen. Gleichwohl verbleiben erhebliche Auslegungsrisiken, da die Definitionen in Artikel 2 weiterhin sehr weit gefasst sind und insbesondere die Begriffe „gemeinsame Compliance-Kontrolle“, „Netzwerk“ und „Partnerschaft“ nicht hinreichend voneinander abgegrenzt werden. Unsere Änderungsvorschläge: In Artikel 2 Nummer 2 wird nach Buchstabe c folgender Satz eingefügt: „Eine Struktur liegt nicht vor, wenn die Zusammenarbeit ausschließlich dem fachlichen Austausch, der Fortbildung, der Qualitätssicherung, dem Marketing, der Nutzung gemeinsamer technischer Systeme, der Mandatsvermittlung oder der Verwendung eines gemeinsamen Namens dient und keine verbindlichen AML/CFT-bezogenen Steuerungs- oder Kontrollbefugnisse bestehen.“ Artikel 2 Nummer 3 Buchstabe a wird wie folgt geändert: „... oder verbindliche AML/CFT-Richtlinien, -Verfahren oder -

Name of the organisation	Question	Answer
		Kontrollen anwendet, deren Umsetzung durch eine zentrale Stelle überwacht oder durchgesetzt wird ...“ Zusätzlich wird eingefügt: „Die bloße Verwendung einer gemeinsamen Marke, eines gemeinsamen Namens oder gemeinsamer Qualitätsstandards begründet für sich allein kein Netzwerk i. S. dieser Verordnung.“
Bundessteuerberaterkammer KdöR (Germany)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Aus der Sicht der BStBK berücksichtigen die vorgeschlagenen Anforderungen die Besonderheiten des Nichtfinanzsektors nicht ausreichend. Artikel 3 orientiert sich erkennbar an Konzernstrukturen des Finanzsektors. Die Vorschrift verlangt u. a. eine Organisations- und Koordinierungsstruktur auf Gruppenebene, regelmäßige gruppenweite Informationsflüsse und umfassende gruppenweite Risikobewertungen. Für Steuerberaternetz-werke und BAGen führt dies zu erheblichen organisatorischen und administrativen Belastungen. Gleichzeitig verbleibt die berufsrechtliche Verantwortung beim einzelnen Berufsträger. Besonders kritisch ist dies für kleine und mittlere Steuerberatungskanzleien sowie Einzelpraxen. Die vorgeschlagenen Anforderungen orientieren sich erkennbar an zentral gesteuerten Konzernstrukturen des Finanzsektors. Für kleinere Verpflichtete bestehen regelmäßig weder gruppenweite Compliance-Strukturen noch eigenständige Kontrollfunktionen. Der RTS sollte daher ausdrücklich vereinfachte Anforderungen für kleine Verpflichtete vorsehen und den Aufsichtsbehörden ermöglichen, diese von einzelnen gruppenweiten Verpflichtungen

Name of the organisation	Question	Answer
		auszunehmen, sofern Art, Umfang und Risikoprofil der Tätigkeit dies rechtfertigen. Unsere Änderungsvorschläge: In Artikel 3 Absatz 1 wird nach dem letzten Unterabsatz eingefügt: „Bei Verpflichteten des Nichtfinanzsektors sind Umfang und Intensität der gruppenweiten Richtlinien, Verfahren und Kontrollen unter Berücksichtigung der Größe, Struktur, Komplexität, Risikolage und berufsrechtlichen Organisation der jeweiligen Struktur festzulegen.“ Artikel 3 Absatz 1 Buchstabe a wird wie folgt ergänzt: „Die Einrichtung einer solchen Struktur begründet keine Weisungsbefugnis hinsichtlich der unabhängigen Berufsausübung oder der individuellen berufsrechtlichen Verantwortlichkeit der beteiligten verpflichteten Unternehmen.“ Zudem sollte folgender Unterabsatz ergänzt werden: „Bei kleinen Verpflichteten i. S. d. Verordnung sind die gruppenweiten Richtlinien, Verfahren und Kontrollen in vereinfachter Form auszugestalten. Die Aufsichtsbehörden können Befreiungen von einzelnen gruppenweiten Anforderungen zulassen, sofern Art, Umfang und Risikoprofil der Tätigkeit dies rechtfertigen.“
Bundessteuerberaterkammer KdöR (Germany)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a	Die BStBK sieht erhebliche Herausforderungen - insbesondere für den steuerberatenden Berufsstand, der seinen Beruf auf den Grundsätzen der Unabhängigkeit, Eigenverantwortlichkeit und

Name of the organisation	Question	Answer
	group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Verschwiegenheit ausübt. I. Rechtliche Herausforderungen: 1. Spannungsverhältnis zu den berufsrechtlichen Pflichten des Steuerberaters Steuerberater sind verpflichtet, ihren Beruf unabhängig, eigenverantwortlich, gewissenhaft und verschwiegen auszuüben. Die Verschwiegenheitspflicht gehört dabei zu den tragenden Grundprinzipien des Berufsrechts. Sie schützt das besondere Vertrauensverhältnis zwischen Steuerberater und Mandant und ist Voraussetzung für eine funktionierende Steuerrechtspflege. Art. 4 sieht einen umfassenden Austausch von Informationen über Kunden, wirtschaftlich Berechtigte, Vermögens- und Mittelherkunft, Eigentumsstrukturen, Risikobewertungen sowie Dienstleistungen und Tätigkeiten vor. Diese Informationen betreffen regelmäßig unmittelbar das Mandatsverhältnis zwischen Steuerberater und Mandant. Der RTS enthält jedoch keine ausdrückliche Regelung dazu, wie die vorgesehenen Informationsaustauschpflichten mit der berufsrechtlichen Verschwiegenheitspflicht der Steuerberater in Einklang zu bringen sind. Dies schafft erhebliche Rechtsunsicherheit. 2. Besonderheiten von Steuerberaternetzwerken Besonders problematisch ist die vorgesehene Anwendung der Anforderungen auf Netzwerke und vergleichbare Strukturen.

Name of the organisation	Question	Answer
		Anders als bei Unternehmensgruppen oder Finanzkonzernen bestehen in Steuerberaternetzwerken regelmäßig keine gemeinsamen Mandate, keine einheitliche Geschäftsleitung und keine konzernrechtlichen Weisungsstrukturen. Die einzelnen Kanzleien bleiben rechtlich und berufsrechtlich selbstständig. Auch wenn gemeinsame Qualitätsstandards, Fortbildungsangebote, IT-Systeme oder Markenauftritte bestehen, führt dies nicht dazu, dass Mandanteninformationen frei ausgetauscht werden dürfen. Die Übertragung konzerninterner Informationsaustauschmechanismen auf solche Strukturen berücksichtigt die berufsrechtliche Stellung des Steuerberaters nicht ausreichend. 3. Strafrechtliche Risiken Neben den berufsrechtlichen Pflichten bestehen strafrechtliche Risiken. Der RTS-Entwurf erkennt zwar an, dass Informationen, die dem Berufsgeheimnis unterliegen, besonderen Beschränkungen unterliegen können. Gleichwohl bleibt unklar, in welchem Umfang die vorgesehenen Informationsaustauschpflichten für Angehörige rechts- und steuerberatender Berufe eine hinreichende Offenbarungsbefugnis i.S.d. nationalen Strafrechts begründen. Dies sollte ausdrücklich klargestellt werden, um Rechtsunsicherheiten bei der praktischen Umsetzung zu vermeiden.

Name of the organisation	Question	Answer
		II. Operative Herausforderungen 1. Abgrenzung zulässiger und unzulässiger Informationen In der Praxis wird die Abgrenzung besonders schwierig sein. Steuerberater müssten fortlaufend prüfen, • welche Informationen AML-relevant sind, • welche Informationen dem Berufsgeheimnis unterliegen, • ob die Weitergabe für AML/CFT-Zwecke tatsächlich erforderlich ist, • welche Informationen innerhalb eines Netzwerks oder einer Struktur weitergegeben werden dürfen. Dies verursacht erhebliche zusätzliche Prüfungs- und Dokumentationspflichten. 2. Unterschiedliche Berufsrechtsordnungen in Drittländern Internationale Steuerberaternetzwerke umfassen auch Mitgliedskanzleien außerhalb der EU. Diese unterliegen häufig eigenen berufsrechtlichen Verschwiegenheitspflichten sowie datenschutzrechtlichen Vorgaben. Die beteiligten Kanzleien können dadurch in einen Konflikt zwischen den Informationsaustauschpflichten des RTS und den berufsrechtlichen Vorgaben des jeweiligen Drittstaates geraten.

Name of the organisation	Question	Answer
		3. Unverhältnismäßiger Aufwand für kleine & mittlere Kanzleien Die vorgesehenen Informationsaustauschprozesse setzen komplexe technische und organisatorische Maßnahmen voraus. Während größere internationale Netzwerke hierfür eigene Compliance-Strukturen vorhalten können, stellt dies insb. für kleinere und mittlere Steuerberatungsgesellschaften einen erheblichen organisatorischen und finanziellen Aufwand dar. Unser Änderungsvorschlag: Neuen Art. 4 Abs.1a einfügen: „Bei Steuerberatern und Steuerberatungsgesellschaften erfolgt der Informationsaustausch unter Beachtung der in der Verordnung (EU) 2024/1624 vorgesehenen Ausnahmen und Beschränkungen für berufliche Geheimnisträger sowie unter Wahrung der nach nationalem Recht geschützten Berufsgeheimnisse, soweit diese mit dem Unionsrecht vereinbar sind.“ Erwägungsgrund 10 ergänzen: „Bei Angehörigen der steuerberatenden Berufe ist sicherzustellen, dass die Anwendung dieser Verordnung nicht zu einer Offenlegung mandatsbezogener Informationen führt, die den berufsrechtlichen Verschwiegenheitspflichten unterliegen." Art. 4 ergänzen:

Name of the organisation	Question	Answer
		„Die Zugehörigkeit zu einem Netzwerk, einer Partnerschaft oder einer vergleichbaren Struktur begründet für sich genommen keine Verpflichtung zur Weitergabe mandatsbezogener Informationen.“
Bundessteuerberaterkammer KdöR (Germany)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Ja. Die BStBK sieht erhebliche rechtliche und praktische Herausforderungen bei der Umsetzung der in Abschnitt 4 des RTS vorgesehenen Mindestmaßnahmen und zusätzlichen Maßnahmen, wenn das Recht eines Drittlandes die Anwendung gruppenweiter AML/CFT-Richtlinien, -Verfahren und -Kontrollen einschränkt. Besondere Herausforderungen ergeben sich für Steuerberater, Steuerbevollmächtigte und Steuerberatungsgesellschaften, die über Niederlassungen oder Kooperationen in Drittstaaten verfügen oder Teil internationaler Netzwerke sind. In zahlreichen Drittstaaten bestehen eigenständige berufsrechtliche Verschwiegenheitspflichten, Datenschutzvorschriften oder sonstige gesetzliche Geheimhaltungspflichten. Diese können die Weitergabe von Informationen an andere Unternehmen einer Gruppe oder Struktur sowie an Aufsichtsbehörden in der Union einschränken oder ausschließen. Hierdurch können rechtliche Normkonflikte entstehen. Betroffene Berufsträger können gleichzeitig verpflichtet sein, • die Anforderungen der Verordnung (EU) 2024/1624 und der RTS einzuhalten, • die berufsrechtlichen Verschwiegenheitspflichten ihres Sitzstaates zu beachten, • datenschutzrechtliche Vorgaben des Drittstaates einzuhalten

Name of the organisation	Question	Answer
		und • nationale Beschränkungen hinsichtlich der Offenlegung mandatsbezogener Informationen zu beachten. In diesen Fällen kann die Erfüllung einer Verpflichtung zur Verletzung einer anderen Verpflichtung führen. Zusätzliche organisatorische Maßnahmen können solche Konflikte nicht stets auflösen. Praktische Beispiele können insbesondere sein: • Drittstaatliche Berufsrechtsordnungen, die die Weitergabe mandatsbezogener Informationen an ausländische Stellen oder Netzwerkpartner untersagen; • Datenschutzvorschriften, die die Übermittlung personenbezogener Daten an Unternehmen innerhalb einer Gruppe oder Struktur außerhalb des Drittstaates beschränken; • nationale Geheimhaltungsvorschriften, die eine Offenlegung von Informationen über wirtschaftlich Berechtigte, Vermögensverhältnisse oder Mandatsinhalte untersagen. In solchen Fällen können die in den RTS vorgesehenen Maßnahmen nur eingeschränkt oder gar nicht umgesetzt werden. Unsere Änderungsvorschläge: Ergänzung eines Erwägungsgrundes: „Bei der Beurteilung rechtlicher Hindernisse in Drittstaaten sind berufsrechtliche Verschwiegenheitspflichten, gesetzliche Geheimhaltungspflichten und datenschutzrechtliche

Name of the organisation	Question	Answer
		Beschränkungen als eigenständige rechtliche Grenzen zu berücksichtigen.“ Artikel 10 sollte wie folgt ergänzt werden: „Bei der Bewertung rechtlicher Beschränkungen oder Verbote nach diesem Artikel sind berufsrechtliche Verschwiegenheitspflichten, Berufsgeheimnisse sowie sonstige gesetzliche Geheimhaltungs-pflichten als eigenständige rechtliche Hindernisse zu berücksichtigen.“ Artikel 13 sollte wie folgt ergänzt werden: „Bei der Beurteilung der Angemessenheit zusätzlicher Maßnahmen ist zu berücksichtigen, ob bestehende rechtliche Hindernisse auf zwingenden gesetzlichen oder berufsrechtlichen Vorgaben beruhen und von dem verpflichteten Unternehmen nicht beeinflusst werden können.“
Bundessteuerberaterkammer KdöR (Germany)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Ja. Die BStBK sieht erhebliche Herausforderungen bei der Anwendung der Artikel 12 und 13 des RTS-Entwurfs. Die Vorschriften gehen davon aus, dass bestehende rechtliche Hindernisse identifiziert, bewertet und soweit möglich durch geeignete Maßnahmen überwunden werden können. Für den steuerberatenden Berufsstand bestehen jedoch Situationen, in denen ein Informationsaustausch rechtlich nicht oder nur eingeschränkt zulässig ist. 1. Berufsrechtliche Verschwiegenheitspflichten als Grenze des Informationsaustauschs

Name of the organisation	Question	Answer
		Die Verschwiegenheitspflicht gem. § 57 Abs. 1 StBerG gehört zu den grundlegenden Berufspflichten des Steuerberaters. Entsprechende Berufsgeheimnisse bestehen auch in zahlreichen Drittstaaten. Diese Verpflichtungen stellen nicht lediglich praktische Hindernisse des Informationsaustauschs dar, sondern rechtliche Grenzen, die bei der Anwendung der Artikel 12 und 13 berücksichtigt wer-den müssen. Der RTS sollte ausdrücklich klarstellen, dass rechtlich geschützte Berufsgeheimnisse bei der Beurteilung der Zulässigkeit und Angemessenheit von Informationsaustauschmaßnahmen zu berück-sichtigen sind. 2. Problematik der Kundeneinwilligung Der RTS geht davon aus, dass rechtliche Hindernisse u. a. durch die Einholung einer Einwilligung des Kunden oder wirtschaftlich Berechtigten überwunden werden können. Insbesondere bei Angehörigen Freier Berufe erscheint jedoch zweifelhaft, ob die Einholung einer Einwilligung als Regelfall zur Überwindung berufsrechtlicher Geheimhaltungspflichten geeignet ist. Das Vertrauensverhältnis zwischen Berufsträger und Mandant könnte beeinträchtigt werden, wenn die Erteilung einer Einwilligung faktisch Voraussetzung für die Mandatsannahme oder Mandatsfortführung wird. Die Einwilligung sollte daher lediglich als ergänzende

Name of the organisation	Question	Answer
		Ausnahmeoption und nicht als vorrangiges Instrument zur Lösung rechtlicher Hindernisse betrachtet werden. 3. Laufende Bewertung ausländischer Rechtsordnungen Die Artikel 12 und 13 setzen voraus, dass verpflichtete Unternehmen fortlaufend beurteilen können, ob und in welchem Umfang das Recht eines Drittstaates den Zugang zu, die Verarbeitung oder die Weitergabe von Informationen beschränkt. Für viele Steuerberatungsgesellschaften und Steuerberaternetzwerke ist dies mit erheblichem organisatorischem und finanziellem Aufwand verbunden. Insbesondere kleine und mittlere Kanzleien verfügen regelmäßig nicht über die personellen und organisatorischen Ressourcen, um die berufs-rechtlichen, datenschutzrechtlichen und sonstigen Geheimhaltungsvorschriften verschiedener Drittstaaten fortlaufend zu überwachen und zu bewerten. 4. Gefahr unverhältnismäßiger Konsequenzen Kann ein Informationsaustausch aufgrund zwingender berufsrechtlicher oder gesetzlicher Vorgaben eines Drittstaates nicht erfolgen, dürfen daraus keine unangemessenen aufsichtsrechtlichen Nach-teile entstehen. Der RTS sollte klarstellen, dass rechtlich zwingende Übermittlungsverbote anders zu behandeln sind als Fälle mangelnder Kooperation oder unzureichender Compliance. Unsere Änderungsvorschläge:

Name of the organisation	Question	Answer
		Einfügen eines neuen Artikel 10 Absatz 3: „Die Einholung einer Einwilligung des Kunden oder wirtschaftlich Berechtigten entbindet nicht von der Prüfung, ob nach dem anwendbaren Berufsrecht oder sonstigen gesetzlichen Vorschriften weiterhin Beschränkungen der Informationsweitergabe bestehen.“ In Artikel 13 Absatz 2 sollte folgender Satz angefügt werden: „Die Verpflichtung zur Übermittlung oder Zugänglichmachung von Informationen besteht nicht, so-weit die Übermittlung oder Zugänglichmachung nach dem Recht des betreffenden Drittstaates verboten ist oder gegen dort geltende Berufsgeheimnisse, Verschwiegenheitspflichten oder sonstige gesetzliche Geheimhaltungspflichten verstoßen würde.“ Einfügen eines neuen Artikel 13 Absatz 3: „Die bloße Existenz eines rechtlichen Hindernisses im Drittstaat begründet keine Vermutung einer unzureichenden Umsetzung gruppenweiter AML/CFT-Maßnahmen, sofern das verpflichtete Unternehmen nachweisen kann, dass es alle angemessenen, verhältnismäßigen und rechtlich zu-lässigen Maßnahmen zur Risikominderung ergriffen hat.“
Bundessteuerberaterkammer KdöR (Germany)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of	Die BStBK hält den vorgeschlagenen Rahmen für zusätzliche Aufsichtsmaßnahmen nur teilweise für angemessen und in der Praxis umsetzbar.

Name of the organisation	Question	Answer
	supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Insbesondere für den steuerberatenden Berufsstand ergeben sich erhebliche praktische und rechtliche Fragen hinsichtlich der Adressaten von Aufsichtsentscheidungen sowie der Durchführbarkeit von Beschränkungs- und Schließungsmaßnahmen in grenzüberschreitenden Netzwerken und vergleichbaren Strukturen. 1. Unklare Adressaten von Aufsichtsmaßnahmen Der RTS sieht vor, dass zusätzliche Aufsichtsmaßnahmen gegenüber dem Mutterunternehmen oder anderen relevanten Einheiten einer Gruppe oder Struktur angeordnet werden können. Für den steuerberatenden Berufsstand ist jedoch häufig unklar, wer tatsächlich Adressat einer solchen Maßnahme sein soll. Internationale Steuerberaternetzwerke bestehen regelmäßig aus rechtlich selbstständigen Kanzleien, die weder konzernrechtlich verbunden sind noch einer gemeinsamen Leitung unterliegen. Die einzelnen Kanzleien bleiben eigenständige Verpflichtete i. S. d. Geld-wäscherechts und unterliegen zugleich ihrer jeweiligen nationalen Berufsaufsicht. Der RTS sollte deshalb klarstellen, dass Aufsichtsmaßnahmen grundsätzlich gegenüber dem jeweils verantwortlichen verpflichteten Unternehmen zu richten sind und nicht gegenüber Netzwerkstrukturen, die selbst keine Verpflichteten sind. 2. Begrenzte Durchsetzbarkeit in grenzüberschreitenden Netzwerken

Name of the organisation	Question	Answer
		Die in Artikel 16 vorgesehenen Maßnahmen orientieren sich erkennbar an Konzernstrukturen mit hierarchischen Steuerungs- und Weisungsrechten. Steuerberaternetzwerke sind demgegenüber regelmäßig dezentral organisiert. Selbst wenn innerhalb eines Netzwerks gemeinsame Qualitätsstandards oder Compliance-Vorgaben bestehen, verfügen die Netzwerkorganisationen häufig nicht über die rechtliche Möglichkeit, einzelne Mitgliedskanzleien zu bestimmten Maßnahmen zu verpflichten. Aufsichtsmaßnahmen, die auf der Annahme zentraler Durchsetzungsmöglichkeiten beruhen, können daher in der Praxis ins Leere laufen. 3. Spannungsverhältnis zur berufsrechtlichen Aufsicht Steuerberater und steuerberatende Berufsausübungsgesellschaften unterliegen in Deutschland der Aufsicht der Steuerberaterkammern. Diese Aufsicht berücksichtigt die Besonderheiten der unabhängigen Berufsausübung gem. § 57 Absatz 1 StBerG. Der RTS sollte vermeiden, dass zusätzliche geldwäscherechtliche Aufsichtsmaßnahmen faktisch zu einer Verlagerung berufsrechtlicher Verantwortung auf Netzwerkorganisationen oder Mutterunternehmen führen. Die berufsrechtliche Eigenverantwortung des einzelnen Steuerberaters darf nicht durch aufsichtsrechtliche Konstruktionen unterlaufen werden.

Name of the organisation	Question	Answer
		4. Praktische Probleme bei Beschränkungs- oder Schließungsmaßnahmen Besonders kritisch bewertet die BStBK die Möglichkeit von Beschränkungs- oder Schließungsmaß-nahmen. Bei Kreditinstituten oder konzernverbundenen Finanzunternehmen können solche Maßnahmen u. U. gegenüber einzelnen Niederlassungen oder Tochtergesellschaften angeordnet werden. Bei Steuerberaternetzwerken stellt sich dagegen die Frage, welche Einheit konkret betroffen wäre und wie eine solche Maßnahme praktisch umgesetzt werden soll. Darüber hinaus könnten Beschränkungen oder Schließungen erhebliche Auswirkungen auf die Betreuung von Mandanten und auf die Berufsausübung unabhängiger Steuerberater haben, die selbst keine Verstöße begangen haben. Der RTS sollte daher klarstellen, dass derartige Maßnahmen nur als letztes Mittel (ultima ratio) in Betracht kommen und stets dem Grundsatz der Verhältnismäßigkeit unterliegen. Unsere Änderungsvorschläge: In Artikel 16 Absatz 1 sollte nach Satz 1 folgender Satz eingefügt werden: „Zusätzliche Aufsichtsmaßnahmen sind grundsätzlich gegenüber dem verpflichteten Unternehmen anzuordnen, das für die festgestellten Defizite verantwortlich ist.“ Weiterhin sollte folgender neuer Artikel 16 Abs. 1a eingefügt

Name of the organisation	Question	Answer
		werden: „Die Zugehörigkeit zu einem Netzwerk, einer Partnerschaft oder einer sonstigen Struktur begründet für sich genommen keine Verantwortlichkeit für Verstöße anderer rechtlich selbstständiger verpflichteter Unternehmen.“ In Artikel 16 Absatz 2 sollte folgender Satz ergänzt werden: „Bei der Anordnung zusätzlicher Aufsichtsmaßnahmen gegenüber Verpflichteten des Nichtfinanzsektors sind die berufsrechtliche Organisation, die Eigenverantwortlichkeit der Berufsträger und die tatsächlichen Einflussmöglichkeiten innerhalb der jeweiligen Struktur zu berücksichtigen.“ In Artikel 16 Absatz 3 sollte zudem folgender Unterabsatz angefügt werden: „Beschränkungs- oder Schließungsmaßnahmen dürfen nur angeordnet werden, wenn mildere Maßnahmen nicht ausreichen und die
Bundessteuerberaterkammer KdöR (Germany)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Die BStBK hält die in Abschnitt 5 vorgesehenen Kriterien nur teilweise für geeignet. Für den steuerberatenden Berufsstand hat diese Fragestellung zwar eine geringere praktische Relevanz als die Regelungen zum Informationsaustausch oder zur Erfassung von Netzwerken. Sie kann jedoch für internationale Steuerberaternetzwerke und grenzüberschreitend tätige BAGen Bedeutung erlangen. Das Kriterium des Jahresumsatzes erscheint dabei nur

Name of the organisation	Question	Answer
		eingeschränkt geeignet. Internationale Steuerberaternetzwerke bestehen regelmäßig aus rechtlich selbstständigen Kanzlei-en und BAGen. Die wirtschaftlich größte Einheit verfügt nicht zwangsläufig über die größte AML/CFT-Fachkompetenz oder nimmt tatsächlich gruppenweite AML/CFT-Koordinierungsaufgaben wahr. Der Jahresumsatz lässt im steuerberatenden Berufsstand daher nur begrenzte Rückschlüsse auf die tatsächliche Eignung eines Unternehmens zur Wahrnehmung der Funktion eines Mutterunternehmens in der Union zu. Aus Sicht der BStBK sollten deshalb funktionale Kriterien stärker berücksichtigt werden, insbesondere die tatsächliche Wahrnehmung von AML/CFT-Koordinierungsaufgaben sowie das Vorhanden-sein entsprechender personeller und organisatorischer Ressourcen. Darüber hinaus weist die BStBK darauf hin, dass die Frage der Bestimmung eines Mutterunternehmens eng mit der vorgelagerten Frage verknüpft ist, welche Netzwerke und sonstigen Strukturen überhaupt in den Anwendungsbereich des RTS fallen. Eine präzisere Abgrenzung dieser Strukturen würde zugleich die praktische Anwendung der Kriterien zur Bestimmung des Mutterunternehmens erleichtern. Unsere Änderungsvorschläge: In Artikel 17 Absatz 1 sollte folgender Satz angefügt werden:

Name of the organisation	Question	Answer
		„Bei der Bestimmung des Mutterunternehmens sind AML/CFT-bezogene Leitungs-, Kontroll- und Fachkompetenzen vorrangig gegenüber rein quantitativen Kriterien zu berücksichtigen.“ In Artikel 17 Absatz 2 sollte folgender Unterabsatz eingefügt werden: „Der Jahresumsatz darf nur subsidiär berücksichtigt werden, wenn die Anwendung der funktionalen Kriterien keine eindeutige Bestimmung des Mutterunternehmens ermöglicht.“
Bundessteuerberaterkammer KdöR (Germany)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Nein. Die BStBK hält die in Artikel 21 vorgesehenen Voraussetzungen weder für hinreichend klar noch für ausreichend trennscharf, um diejenigen Strukturen zu identifizieren, für die gruppenähnliche AML/CFT-Anforderungen sachgerecht sind. Insbesondere für den steuerberatenden Berufsstand besteht die Gefahr, dass eine Vielzahl von Kooperations- und Netzwerkstrukturen erfasst wird, obwohl diese weder rechtlich noch tatsächlich mit Unternehmensgruppen vergleichbar sind. 1. Zu weite Erfassung von Netzwerken und Kooperationsstrukturen Artikel 21 erweitert den Anwendungsbereich gruppenweiter Anforderungen ausdrücklich auf Netz-werke, Partnerschaften und sonstige Strukturen. Die hierfür maßgeblichen Kriterien – insbesondere gemeinsame Leitung, gemeinsame Eigentümerschaft oder gemeinsame Compliance-Kontrolle – sind jedoch sehr weit gefasst.

Name of the organisation	Question	Answer
		Im steuerberatenden Berufsstand bestehen zahlreiche Formen der Zusammenarbeit, beispielsweise: • nationale und internationale Steuerberaternetzwerke, • multidisziplinäre Kooperationen, • Qualitätssicherungsverbünde, • gemeinsame Fortbildungs- und Wissensplattformen, • gemeinsame IT- und Organisationsstrukturen, • gemeinsame Markenauftritte. Diese Strukturen dienen regelmäßig der fachlichen Zusammenarbeit und Qualitätssicherung. Sie begründen jedoch keine konzernähnliche Beherrschungs- oder Weisungsstruktur. Dennoch besteht die Gefahr, dass sie nach Artikel 21 als gruppenähnliche Struktur eingeordnet werden. 2. Unklare Abgrenzung der gemeinsamen Compliance-Kontrolle Besonders problematisch ist die Verknüpfung mit dem Begriff der gemeinsamen Compliance-Kontrolle. Nach dem RTS kann bereits das Vorliegen gemeinsamer Compliance-Strukturen für die Anwendung gruppenweiter Anforderungen relevant sein. Gerade im steuerberatenden Berufsstand existieren häufig gemeinsame Qualitätsstandards, interne Richtlinien oder Qualitätssicherungsmaßnahmen. Diese dienen jedoch nicht der zentralen Steuerung der einzelnen Kanzleien, sondern der Sicherung fachlicher Standards. Die derzeitige Fassung lässt nicht ausreichend erkennen, wann eine

Name of the organisation	Question	Answer
		solche Zusammenarbeit in eine gemeinsame Compliance-Kontrolle umschlägt. 3. Spannungsverhältnis zum Berufsrecht Die Regelungen berücksichtigen aus Sicht der BStBK nicht ausreichend die Besonderheiten des steuerberatenden Berufsrechts. Steuerberater üben ihren Beruf gem. § 57 Abs. 1 StBerG unabhängig, eigenverantwortlich, gewissenhaft und verschwiegen aus. Auch innerhalb von Netzwerken oder Kooperationen bleibt die Verantwortung für die Mandatsbearbeitung und die Einhaltung berufsrechtlicher Pflichten grundsätzlich beim einzelnen Berufsträger oder bei der jeweiligen BAG. Die bloße Zugehörigkeit zu einem Netz-werk rechtfertigt daher nicht die Gleichstellung mit einer Unternehmensgruppe. 4. Gefahr unverhältnismäßiger Folgewirkungen Die Einordnung als gruppenähnliche Struktur löst umfangreiche Rechtsfolgen aus, insbesondere: • gruppenweite AML/CFT-Richtlinien, • gruppenweite Risikobewertungen, • gruppenweiten Informationsaustausch, • Bestimmung eines Mutterunternehmens, • zusätzliche Aufsichtsmaßnahmen. Angesichts dieser weitreichenden Folgen sind präzisere

Name of the organisation	Question	Answer
		Abgrenzungskriterien erforderlich. Unsere Änderungsvorschläge: In Artikel 21 Absatz 1 sollte folgender Satz angefügt werden: „Die Anwendung gruppenweiter Anforderungen auf andere Strukturen als Gruppen setzt voraus, dass die betreffende Struktur über eine tatsächliche und durchsetzbare Befugnis verfügt, AML/CFT-bezogene Entscheidungen der beteiligten verpflichteten Unternehmen verbindlich zu steuern oder deren Umsetzung durchzusetzen.“ Zudem sollte in Artikel 21 folgender Absatz 2 eingefügt werden: „Die bloße Nutzung gemeinsamer Qualitätsstandards, Fortbildungsangebote, technischer Systeme, organisatorischer Unterstützungsleistungen, gemeinsamer Marken oder gemeinsamer Außendarstellung begründet für sich genommen keine Struktur i. S. dieses Artikels.“ sowie folgender Absatz 3 neu eingefügt werden: „Netzwerke rechts- und steuerberatender Berufe gelten nicht als Struktur i. S. dieses Artikels, so-fern keine tatsächliche AML/CFT-bezogene Leitungs-, Kontroll- oder Weisungsbefugnis gegenüber den beteiligten verpflichteten Unternehmen besteht.“
Bundessteuerberaterkammer KdöR (Germany)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	Ja. Die BStBK sieht erhebliche rechtliche und operative Herausforderungen bei der Umsetzung der vorgesehenen gruppenähnlichen Anforderungen auf Netzwerke,

Name of the organisation	Question	Answer
	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Partnerschaften und vergleichbare Strukturen. Dies gilt insbesondere für den steuerberatenden Berufsstand, dessen Organisationsstrukturen regelmäßig nicht mit klassischen Unternehmensgruppen vergleichbar sind. 1. Unklare Verantwortlichkeiten innerhalb von Netzwerken Internationale und nationale Steuerberaternetzwerke bestehen regelmäßig aus rechtlich selbst-ständigen Steuerberatern und BAGen. Selbst wenn gemeinsame Qualitätsstandards, Fortbildungsangebote oder organisatorische Unterstützungsleistungen bestehen, bleibt die Verantwortung für die Einhaltung geldwäscherechtlicher Pflichten grundsätzlich bei dem jeweiligen Verpflichteten. Die Anwendung gruppenähnlicher Anforderungen wirft daher die praktische Frage auf, wer inner-halb eines Netzwerks verantwortlich ist für: • die Erstellung einer gruppenweiten Risikoanalyse, • die Einführung gruppenweiter AML/CFT-Richtlinien, • die Überwachung ihrer Einhaltung, • die Kommunikation mit den Aufsichtsbehörden, • die Behebung festgestellter Mängel. Der RTS enthält hierzu keine ausreichenden Vorgaben. 2. Spannungsverhältnis zur berufsrechtlichen Eigenverantwortung

Name of the organisation	Question	Answer
		Gemäß § 57 Abs. 1 StBerG üben Steuerberater ihren Beruf unabhängig, eigenverantwortlich, gewissenhaft und verschwiegen aus. Auch bei Zugehörigkeit zu einem Netzwerk verbleibt die Verantwortung für die Mandatsbearbeitung und die Einhaltung gesetzlicher Pflichten grundsätzlich beim einzelnen Steuerberater oder bei der jeweiligen BAG. Gruppenähnliche Anforderungen können daher zu Unsicherheiten hinsichtlich der Verantwortungsverteilung führen, wenn zentrale Stellen innerhalb eines Netzwerks AML/CFT-Aufgaben koordinieren oder überwachen sollen. 3. Herausforderungen beim Informationsaustausch Die Umsetzung gruppenweiter AML/CFT-Anforderungen setzt regelmäßig den Austausch von Informationen voraus. Dabei können Konflikte mit den berufsrechtlichen Verschwiegenheitspflichten gem. § 57 Abs. 1 StBerG sowie mit sonstigen Geheimhaltungspflichten entstehen. In der Praxis wird häufig unklar sein, • welche Informationen innerhalb eines Netzwerks weitergegeben werden dürfen, • wer Zugriff auf diese Informationen erhalten darf und • wie die Einhaltung berufsrechtlicher Anforderungen sichergestellt werden kann. 4. Organisatorischer und administrativer Aufwand Die Einführung gruppenähnlicher AML/CFT-Strukturen würde für

Name of the organisation	Question	Answer
		viele Steuerberaternetzwerke zusätzliche organisatorische Anforderungen mit sich bringen. Hierzu zählen insbesondere: • die Abstimmung gemeinsamer Verfahren, • die Durchführung gemeinsamer Risikobewertungen, • die Einrichtung von Berichtswegen, • zusätzliche Dokumentationspflichten, • regelmäßige Abstimmungs- und Kontrollprozesse. Insbesondere kleinere und mittlere Kanzleien könnten hierdurch unverhältnismäßig belastet wer-den. 5. Herausforderungen für die Aufsicht Auch für die StBKn ergeben sich praktische Fragen. Insbesondere kann unklar sein, • welche Einheit innerhalb einer Struktur Gegenstand aufsichtsrechtlicher Maßnahmen ist, • wer für Verstöße verantwortlich gemacht werden kann, • welche Informationen von Netzwerkorganisationen angefordert werden dürfen und • wie gruppenähnliche Anforderungen bei rechtlich selbstständigen Berufsträgern effektiv über-wacht werden können. Praktische Beispiele

Name of the organisation	Question	Answer
		• Mehrere rechtlich selbstständige steuerberatende Berufsausübungsgesellschaften nutzen gemeinsame IT-Systeme und Fortbildungsangebote. Es ist unklar, wer für die Erstellung einer gruppenweiten Risikoanalyse verantwortlich sein soll. • Ein internationales Steuerberaternetzwerk verfügt über gemeinsame Qualitätsstandards, jedoch über keine Möglichkeit, AML/CFT-Maßnahmen gegenüber seinen Mitgliedern verbindlich durch-zusetzen. • Eine Netzwerkorganisation wird von der Aufsicht als zentrale Ansprechstelle angesehen, verfügt jedoch weder über Mandantendaten noch über Befugnisse zur Durchsetzung gruppenweiter Maßnahmen.
Bundessteuerberaterkammer KdöR (Germany)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Die BStBK hält die in Artikel 22 vorgesehenen Kriterien nur eingeschränkt für wirksam. Die Kriterien setzen voraus, dass innerhalb der betreffenden Struktur ein Unternehmen identifiziert werden kann, das tatsächlich eine zentrale Leitungs-, Kontroll- oder Koordinierungsfunktion wahr-nimmt. Diese Annahme trifft auf viele Strukturen des steuerberatenden Berufsstands jedoch nicht zu. Internationale und nationale Steuerberaternetzwerke bestehen regelmäßig aus rechtlich selbst-ständigen Steuerberatern und steuerberatende Berufsausübungsgesellschaften. Auch wenn gemeinsame Qualitätsstandards, Fortbildungsangebote, IT-Systeme, Marken oder sonstige organisatorische Unterstützungsleistungen bestehen, verfügen diese Strukturen häufig nicht über ein Unter-nehmen, das funktional einem Mutterunternehmen vergleichbar wäre.

Name of the organisation	Question	Answer
		Die einzelnen Steuerberater und BAGen bleiben vielmehr gem. § 57 Abs. 1 StBerG für die Einhaltung ihrer berufsrechtlichen und geldwäscherechtlichen Pflichten eigenverantwortlich. Vor diesem Hintergrund besteht die Gefahr, dass die Kriterien des Artikel 22 zu einer künstlichen Bestimmung eines Mutterunternehmens führen, obwohl innerhalb der betreffenden Struktur tat-sächlich keine zentrale AML/CFT-Steuerung existiert. Dies kann insbesondere dann problematisch sein, wenn das bestimmte Unternehmen weder über Weisungsrechte noch über ausreichende Informationen verfügt, um die ihm zugewiesenen Aufgaben tatsächlich wahrzunehmen. Praktische Beispiele • Ein internationales Steuerberaternetzwerk besteht aus mehreren rechtlich selbstständigen Mitgliedskanzleien innerhalb der Europäischen Union. Keine der Kanzleien verfügt über Weisungs- oder Kontrollrechte gegenüber den übrigen Mitgliedern. Gleichwohl müsste nach Artikel 22 ein Mutterunternehmen bestimmt werden. • Eine Netzwerkorganisation koordiniert gemeinsame Qualitätsstandards und Fortbildungsmaß-nahmen, verfügt jedoch weder über Mandantendaten noch über die Befugnis, AML/CFT-Maßnahmen gegenüber den Mitgliedskanzleien durchzusetzen. • Mehrere steuerberatende Berufsausübungsgesellschaften nutzen gemeinsame Compliance-Standards und IT-Systeme, führen ihre Risikoanalysen und geldwäscherechtlichen Verfahren jedoch eigenständig durch. Auch hier ist nicht erkennbar,

Name of the organisation	Question	Answer
		welches Unternehmen die Funktion eines Mutterunternehmens sachgerecht wahrnehmen könnte. Unser Änderungsvorschlag: Artikel 22 sollte um folgenden Absatz ergänzt werden: „Die Bestimmung eines Mutterunternehmens setzt voraus, dass das betreffende Unternehmen tat-sächlich AML/CFT-bezogene Leitungs-, Koordinierungs- oder Kontrollfunktionen gegenüber den übrigen verpflichteten Unternehmen der Struktur wahrnimmt.“ Alternativ sollte in den Erwägungsgründen klargestellt werden: „Kann innerhalb einer Struktur gem. Artikel 21 kein Unternehmen identifiziert werden, das tatsächlich AML/CFT-bezogene Leitungs-, Koordinierungs- oder Kontrollfunktionen ausübt, besteht keine Verpflichtung zur Bestimmung eines Mutterunternehmens.“ Begründung des Änderungsvorschlags Die vorgeschlagene Klarstellung trägt den Besonderheiten von Steuerberaternetzwerken und anderen berufsrechtlich geprägten Kooperationsstrukturen Rechnung. Sie verhindert, dass Unternehmen allein aufgrund formaler Kriterien als Mutterunternehmen bestimmt werden, obwohl sie weder über entsprechende Befugnisse noch über die tatsächliche Möglichkeit verfügen, gruppenweite AML/CFT-Aufgaben wahrzunehmen. Zugleich bleibt gewährleistet, dass dort, wo tatsächlich eine zentrale AML/CFT-Steuerung besteht, ein

Name of the organisation	Question	Answer
		Mutterunternehmen bestimmt werden kann.
Caixa Geral de Depósitos, S.A.	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Consideramos que algumas definições do artigo 2.º devem ser melhor alinhadas com o Regulamento (UE) 2024/1624 (AMLR), para evitar incerteza interpretativa e assegurar convergência na aplicação. Em particular, importa clarificar conceitos como funções de controlo, “reporting lines”, “need to know basis”, “common customers” e “risk classification”, que atualmente apresentam formulações abertas. No caso de “need to know basis”, não é claro como se garante que a partilha de informação se limita ao estritamente necessário e proporcional, podendo gerar fluxos excessivos de informação. Relativamente a “reporting lines”, seria útil clarificar se o conceito abrange apenas reporte hierárquico formal ou também linhas funcionais, incluindo reporte a funções de grupo (ex.: compliance), relevantes para supervisão e alinhamento. Quanto a “common customers”, importa definir critérios objetivos, evitando interpretações extensivas baseadas em ligações indiretas. No caso de “risk classification”, não é claro se se pretende impor uma harmonização das metodologias de classificação de risco entre entidades do grupo ou apenas assegurar coerência no tratamento do risco. Adicionalmente, as definições de “structure”, “network”, “partnership” e “franchise” são potencialmente demasiado amplas, devendo excluir relações onde não exista controlo efetivo de PBC/FT. Neste contexto, seria útil clarificar que a aplicação de requisitos equivalentes aos de grupo deve depender da existência de um nível suficiente de influência e controlo efetivo sobre políticas e procedimentos de PBC/FT.

Name of the organisation	Question	Answer
		Assim, sugerimos reforçar a importância de alinhar as definições com o AMLR ou, quando tal não seja possível, clarificar expressamente o seu conteúdo. Pode ser incorporada no âmbito da definição das funções de controlo a função de controlo do cumprimento do normativo de PBC/CFT como função de 2º linha.
Caixa Geral de Depósitos, S.A.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Os requisitos do artigo 3.º parecem globalmente compatíveis com o reforço da governação de PBC/FT a nível de grupo, nomeadamente no que respeita à coordenação, circulação de informação relevante e avaliação consolidada do risco. No entanto, alguns elementos parecem ir além do que resulta diretamente do AMLR, em particular a exigência de uma estrutura ou órgão formal de coordenação com poderes de decisão, a definição de linhas de reporte detalhadas e o reforço de funções específicas a nível de grupo. Enquanto a AMLA fala em harmonização e metodologias comuns, o presente draft impõe um modelo organizacional único (o risco é o excesso de formalização vs. flexibilidade risk-based). Estas disposições introduzem um nível de prescrição organizacional que poderá não refletir a diversidade de modelos de governação existentes, sendo importante clarificar a respetiva base legal e assegurar que a sua aplicação se mantém alinhada com uma abordagem baseada no risco. Em particular, deveria ser explicitado que estes requisitos podem ser adaptados à dimensão, complexidade e perfil de risco de cada grupo, evitando uma aplicação excessivamente uniforme. Na prática, consideramos que uma abordagem proporcional é essencial. Assim, o RTS deveria clarificar que o objetivo é assegurar uma governação eficaz de PBC/FT, permitindo simultaneamente

Name of the organisation	Question	Answer
		diferentes formas de implementação, desde que estas garantam resultados equivalentes em termos de controlo do risco e que sua aplicação respeita o princípio da proporcionalidade, permitindo adaptação à dimensão e complexidade dos grupos.
Caixa Geral de Depósitos, S.A.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	A partilha de informação é essencial para uma gestão eficaz do risco a nível de grupo. No entanto, o enquadramento proposto levanta desafios operacionais e jurídicos que justificam clarificação. Desde logo deveria ficar claro que não devem existir impedimentos para partilha de informação de clientes para efeitos de PBC/CFT. Em particular, consideramos a lista do artigo 4.º demasiado extensa e rígida enquanto "mínimo obrigatório", o que pode conduzir a obrigações de partilha muito amplas, independentemente do risco concreto ou da finalidade, com impacto relevante ao nível operacional e de proteção de dados. Adicionalmente, não é totalmente claro o sentido dos fluxos de informação dentro do grupo, sendo importante clarificar se se trata de um modelo bidirecional, com implicações diretas na arquitetura de sistemas e responsabilidades internas. No que respeita a "common customers", a obrigação de partilha pressupõe, na prática, mecanismos contínuos de identificação e cruzamento de informação entre entidades do grupo, com impacto significativo em termos operacionais e de proteção de dados. Por fim, o recurso ao consentimento do cliente ou do beneficiário efetivo como solução para ultrapassar restrições legais em países terceiros não se afigura, na maioria dos casos, robusto do ponto de vista operacional ou jurídico. Na nossa perspetiva seria mais prudente privilegiar a notificação ao supervisor, a

Name of the organisation	Question	Answer
		documentação do impedimento e a adoção de medidas alternativas proporcionais.
Caixa Geral de Depósitos, S.A.	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Compreendemos o objetivo do RTS nesta matéria e concordamos que, quando a legislação de um país terceiro impede a aplicação integral dos requisitos da União, devem existir medidas adicionais para mitigar o risco. Esse ponto é particularmente relevante para grupos bancários com presença internacional. Ainda assim, vemos alguns desafios práticos. O primeiro é que as restrições legais em países terceiros não são homogéneas. Em algumas jurisdições, o problema centra-se na partilha de dados; noutras, no acesso a informação de beneficiário efetivo, no sigilo bancário ou nas limitações à divulgação de informação relacionada com operações suspeitas. O segundo desafio é concorrencial e operacional. Se as medidas exigidas aos grupos europeus forem estruturalmente mais difíceis de executar do que aquelas aplicáveis a concorrentes locais ou não europeus, isso pode gerar uma desvantagem competitiva sem benefício claro em termos de gestão de risco. Também aqui, o recurso ao consentimento do beneficiário efetivo não se nos afigura como a solução mais prudente. A gestão desse consentimento, incluindo eventual retirada, é pouco compatível com a natureza das obrigações de PBC/FT. Parece-nos mais operacional exigir que a instituição documente o impedimento, avalie o risco, informe o supervisor e aplique medidas mitigadoras que estejam efetivamente ao seu alcance. Finalmente, seria útil que a AMLA confirmasse de forma mais explícita a continuidade face ao regime estabelecido pelo Regulamento Delegado (UE) 2019/758, que já enquadra matérias como as medidas aplicáveis a sucursais e filiais em países terceiros, a gestão de situações de restrições legais à partilha de

Name of the organisation	Question	Answer
		informação e o recurso a medidas adicionais com lógica de escalonamento. Tendo em conta que muitas instituições já estruturaram os seus processos internos com base nesse regime, qualquer divergência significativa no novo RTS poderá implicar revisões operacionais relevantes. Assim, uma clarificação expressa sobre o grau de continuidade contribuiria para assegurar previsibilidade e facilitar uma implementação eficiente por parte das instituições.
Caixa Geral de Depósitos, S.A.	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Sim, vemos desafios práticos nesta matéria, sobretudo quando a legislação local limita de forma objetiva o acesso, tratamento ou transmissão de informação relevante para PBC/FT. O ponto principal, para nós, é a necessidade de clarificar que a instituição cumpre o seu dever regulatório quando identifica e documenta o impedimento legal, notifica o supervisor de forma tempestiva e aplica as medidas alternativas disponíveis e proporcionais ao risco. Sem essa clarificação, pode subsistir a perceção de incumprimento mesmo quando a instituição adotou todas as medidas razoavelmente ao seu alcance. Adicionalmente, seria importante clarificar a articulação entre a obrigação de notificação “sem demora injustificada” e o prazo de 28 dias previsto no RTS. Em muitos casos, a identificação de um impedimento legal em país terceiro exige análise interna e validação local antes de estar plenamente estabilizada, pelo que não é evidente qual o momento a partir do qual se inicia a contagem do prazo, nem o nível de detalhe esperado na notificação inicial. Neste contexto, entendemos que o enquadramento deveria privilegiar uma lógica de notificação tempestiva e progressiva, assegurando transparência com o supervisor sem impor um ónus

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		de cumprimento que, em determinadas situações, possa revelar se difícil de operacionalizar.
Caixa Geral de Depósitos, S.A.	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Concordamos com a lógica do artigo 16.º, no sentido de permitir a atuação do supervisor quando o risco não esteja adequadamente controlado, assegurando uma resposta coerente e proporcional. No entanto, seria importante clarificar melhor o papel da entidade mãe e o destinatário efetivo das medidas. Em grupos internacionais com filiais juridicamente autónomas, a entidade mãe não dispõe de poderes equivalentes aos das autoridades locais, devendo manter se a distinção entre governação interna do grupo e poderes de supervisão. Neste contexto, importa explicitar que medidas como “corrective measures” ou “risk mitigation plan”, quando dirigidas à entidade mãe, correspondem a instrumentos de coordenação e controlo interno, e não a mecanismos que permitam impor diretamente obrigações a entidades em países terceiros, fora do seu enquadramento legal. Adicionalmente, seria útil clarificar o grau de intervenção esperado da entidade mãe e a forma de articulação com o enquadramento jurídico local, de modo a evitar conflitos de jurisdição e garantir uma aplicação prática e juridicamente segura do regime.
Caixa Geral de Depósitos, S.A.	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	De forma geral, consideramos positiva a introdução de critérios mais estruturados para identificar a entidade mãe na União quando existem várias entidades obrigadas sem relação de controlo e com sede fora da União, contribuindo para maior clareza em termos de governação, supervisão e responsabilização.

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		No entanto, temos reservas quanto ao uso do volume de negócios anual como critério residual no setor financeiro, uma vez que este indicador nem sempre reflete a relevância operacional, a exposição ao risco ou o peso efetivo de uma entidade num grupo bancário. Outros indicadores, como ativos, número de clientes ou volumes transacionais, tendem a representar de forma mais adequada a realidade do setor e o perfil de risco associado. Adicionalmente, seria útil clarificar melhor os conceitos de "sufficient prominence" e "sufficient understanding of operations". Embora relevantes, tratam se de conceitos ainda abertos, cuja aplicação pode variar em função da interpretação adotada. Em particular, importa definir com maior objetividade os critérios que determinam o "peso" de uma entidade no grupo e a sua capacidade efetiva de compreender e influenciar as suas operações, nomeadamente ao nível da estratégia, da gestão de risco e das funções de controlo. Uma maior concretização destes conceitos contribuiria para reduzir o risco de interpretações divergentes entre instituições e autoridades, assegurando uma aplicação mais consistente e alinhada com uma abordagem baseada no risco.
Caixa Geral de Depósitos, S.A.	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	A intenção de abranger estruturas que, não sendo grupos em sentido formal, funcionam de facto com elementos comuns de direção ou controlo parece-nos compreensível. No entanto, os critérios do artigo 21.º poderiam ser mais precisos. Em especial, seria importante clarificar quando estamos perante "common management" ou "common compliance control" num sentido suficientemente efetivo para justificar a aplicação de requisitos equivalentes aos de grupo, nomeadamente quando exista capacidade real de definir orientações, coordenar

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		decisões ou impor políticas e procedimentos de PBC/FT às entidades envolvidas. Tal como os critérios estão redigidos, existe o risco de abranger situações em que há apenas cooperação, alinhamento comercial ou utilização de estruturas comuns, sem que exista uma capacidade jurídica ou operacional de direção e controlo sobre as entidades, o que pode conduzir a uma aplicação excessiva do regime. Do ponto de vista prático, o mais importante é garantir que este enquadramento se aplica apenas quando exista uma capacidade efetiva de coordenação e de imposição de controlos de PBC/FT. Caso contrário, corre-se o risco de criar obrigações formais difíceis de executar e com utilidade limitada na mitigação do risco.
Caixa Geral de Depósitos, S.A.	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Sim, prevemos desafios jurídicos e operacionais nesta área. O primeiro é o risco de extensão prática do regime a entidades que não são entidades obrigadas ou que, sendo o, atuam de forma autónoma. Este risco é particularmente relevante em estruturas partilhadas ou em modelos de cooperação entre várias instituições, onde não existe um controlo exclusivo. Nestes casos, as obrigações de PBC/FT devem limitar se a um perímetro juridicamente controlável. O segundo desafio é a ausência de autoridade jurídica típica de grupo. Em muitas destas estruturas, incluindo modelos de distribuição de produtos entre entidades obrigadas juridicamente autónomas (como no bancassurance), existe cooperação comercial ou operacional, mas não uma capacidade efetiva para impor políticas, medidas corretivas ou obrigações de reporte às entidades envolvidas. Por isso, parece-nos essencial que o RTS clarifique que a

Name of the organisation	Question	Answer
		aplicação de requisitos equivalentes aos de grupo deve depender da existência de controlo ou influência efetiva, evitando a criação de obrigações formais difíceis de executar e com utilidade limitada na mitigação do risco.
Caixa Geral de Depósitos, S.A.	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Consideramos positiva a introdução de critérios para identificar a entidade responsável na União em estruturas onde não existe uma relação de controlo formal, contribuindo para maior clareza ao nível da governação e supervisão. No entanto, a redação atual suscita dúvidas quanto à aplicação prática destes critérios. Em particular, seria importante clarificar a articulação entre os vários critérios previstos no artigo 22.º, nomeadamente se devem ser aplicados de forma sequencial ou ponderada, e como deve ser resolvida a situação em que diferentes critérios apontam para entidades distintas. Na ausência dessa clarificação, subsiste um risco elevado de interpretações divergentes entre instituições e autoridades. Adicionalmente, o recurso ao volume de negócios anual como critério deve ser utilizado com prudência no setor financeiro, na medida em que este indicador nem sempre reflete adequadamente a relevância operacional, a exposição ao risco ou o peso efetivo de uma entidade. Caso seja mantido, seria útil clarificar a sua aplicação no contexto específico das instituições financeiras.
CFE Tax Advisers Europe	Question 1 Do you have any observations concerning the definitions laid out in article 2?	CFE Tax Advisers Europe is the umbrella body of 33 national tax institutes and associations of tax advisers from 26 European countries, representing more than 200,000 tax advisers. Our members are obliged entities under EU AML/CFT law. Several of our member bodies are themselves designated AML/CFT supervisors under national law. CFE welcomes the opportunity to

Name of the organisation	Question	Answer
		respond to the public consultation on the draft Regulatory Technical Standards (RTS) under Articles 16(4) and 17(3) of Regulation (EU) 2024/1624 (AMLR). 1. Tax Advisers' Role in AML Compliance CFE's central message on the draft RTS is consistent with the position we have taken in our recent AMLA submissions: tax advisers are not banks, and the regulatory architecture appropriate for cross-border financial groups is not appropriate, without significant calibration, for the professional advisory sector. The CFE position has three structural elements that frame our comments below. First, tax advisers typically operate through partnerships, professional associations, multidisciplinary firms or federated networks, not through integrated financial groups with centralised compliance functions. Many of the largest professional networks (Big Four, mid-tier networks, professional federations) are member-firm structures in which each national member firm is a legally independent partnership. They share branding, training, methodologies and referral arrangements, but they do not operate integrated AML/CFT compliance under a single command structure. Second, the AMLR definition of "group" and the extension of group-equivalent requirements to structures sharing common ownership, management or compliance control under Article 21 of the draft RTS must therefore be calibrated with care. The boundary between a genuine group and ordinary professional cooperation must be drawn at the point of meaningful central

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		influence over AML/CFT policies, controls and oversight, not at the point of shared methodology, branding or technology. Third, intra-group information sharing in the professional services sector is structurally constrained by professional secrecy, legal privilege and confidentiality regimes that are not present, or not present in the same form, in the financial sector. 2. Question 1 - Definitions 2.1 “Common Management” and “Common Compliance Control” CFE considers the definitions in the draft RTS generally appropriate, with two significant caveats. The concepts of "common management" and particularly "common compliance control" require substantial clarification before the RTS can be finalised, because their current drafting risks capturing ordinary professional cooperation arrangements that fall outside the AMLR definition of "group" and that should not be subjected to group-equivalent obligations. In the tax advisory and broader professional services sector, firms commonly share branding, training programmes, professional methodologies, IT infrastructure, referral arrangements and even harmonised AML training without operating under integrated AML/CFT compliance command. Several typical arrangements that should fall outside “common compliance control” include: • international professional networks in which each member firm

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		is a legally independent partnership operating under shared branding and methodology, but with autonomous AML/CFT compliance functions; • professional bodies such as CFE itself, in which national member bodies cooperate on methodology and share experience via our Professional Affairs Committee, but where each member body remains separately governed; • multidisciplinary firms that include tax, audit and legal practices under common ownership but in which the AML/CFT functions of each professional line are kept separate to respect professional independence; • technology and back-office sharing arrangements between professional firms that do not extend to compliance decision-making. CFE therefore asks AMLA to confirm in the final RTS that "common compliance control" requires meaningful, demonstrable central influence over AML/CFT policies, controls or compliance oversight, for example, group-level approval of AML policies, group-level appointment of compliance officers, or group-level escalation of suspicious activity reports. The sharing of administrative support, technology, training, branding or professional methodologies alone should not, of itself, trigger application of group-equivalent obligations. 2.2 Boundaries with Ordinary Professional Cooperation The final RTS should distinguish clearly between (i) genuinely integrated group structures with centralised compliance oversight; and (ii) ordinary professional cooperation arrangements, including international professional networks

Name of the organisation	Question	Answer
		operating as associations of independent firms. The Guidelines should provide concrete examples drawn from the non-financial sector, not solely from the banking sector to assist supervisors in applying the test.
CFE Tax Advisers Europe	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Question 2 — Minimum Group-Wide Requirements CFE agrees in principle with the proposed minimum requirements relating to group-wide policies, procedures and controls. The draft RTS appropriately recognise proportionality and allow requirements to be calibrated to the size, complexity and risk profile of the structure concerned. CFE welcomes the use of a single, simplified instrument and the express recognition of proportionality but is of the view the final RTS should, however, go further in three respects. Governance Structures Vary by Sector Governance structures in professional services differ structurally from those in the financial sector. For many small and medium-sized professional firms, and for federated professional networks: • compliance functions may be combined with broader governance responsibilities; there may not be a dedicated AML compliance officer separate from the firm's partners; • client acceptance decisions are typically decentralised, with individual partners exercising professional judgement at the point of engagement; • local offices, where they exist, operate with significant autonomy that reflects professional independence requirements; • professional independence obligations may limit central intervention into individual client engagements, including for the purposes of AML/CFT compliance.

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		The final RTS should avoid creating implicit expectations that all obliged entities adopt banking-style governance models, dedicated compliance functions, or highly centralised "three lines of defence" structures. CFE asks AMLA to recognise expressly that small and medium-sized non-financial obliged entities, and networks, may discharge their group-wide obligations through governance arrangements that reflect their own structural realities, provided the underlying AMLR objectives are met. Recognition of the Professional Infrastructure CFE members operate within established professional infrastructure: ethical codes, fit-and-proper requirements, mandatory continuing professional development, disciplinary mechanisms and quality reviews conducted by national professional bodies, several of which are themselves designated AML/CFT supervisors under AMLD6. The final RTS should recognise this infrastructure as part of the group-wide controls landscape, rather than requiring it to be replicated within each obliged entity's internal governance structure. Proportionality As in CFE's previous submissions on the AMLA Single Rulebook, we ask that proportionality be embedded structurally in the RTS through differentiated requirements, simplified expectations for smaller obliged entities, and concrete recognition of sectoral context rather than expressed solely as a principle to be applied at supervisory discretion.

Name of the organisation	Question	Answer
CFE Tax Advisers Europe	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Question 3 — Information Sharing Welcome Elements CFE recognises the importance of effective information sharing within groups and structures for AML/CFT purposes. We particularly welcome the recognition in the draft RTS that information sharing must occur on a strict "need-to-know" basis and must remain compatible with data protection requirements. Structural Constraints in the Professional Services Sector Intra-group information sharing in the professional services sector raises substantive legal and operational issues that the final RTS must address explicitly. The substantive constraints include: • professional secrecy obligations under national law, which apply across all CFE member jurisdictions and which protect client information from disclosure outside the engagement, including to other entities under common ownership; • legal professional privilege, which may apply to tax advisory work in particular jurisdictions and which is protected by primary EU law (the case-law of the Court of Justice of the EU) as well as the Charter of Fundamental Rights of the European Union; • contractual confidentiality obligations to clients, which form a routine part of engagement letters in professional advisory practice; • data protection obligations under the GDPR, including the principles of purpose limitation and data minimisation; • differing national legal frameworks across the EU and in third

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		countries, which may prohibit, restrict or condition the transfer of client information. Tax advisers frequently hold sensitive information relating to tax positions in dispute, restructuring arrangements and other confidential commercial matters. The unstructured sharing of this information within a professional network or multidisciplinary firm would breach professional duties and would be unlawful in most CFE member jurisdictions. Clarifications CFE recommends that AMLA clarifies the following aspects in the final RTS: • the RTS do not create independent obligations to disclose information that is subject to professional secrecy, legal professional privilege or contractual confidentiality; • professional secrecy and privilege protections under national law remain fully applicable, and override the information-sharing provisions of the RTS where they apply; • any information sharing must be strictly necessary and proportionate to the AML/CFT objective, and must respect the principle of purpose limitation under the GDPR; • the categories of information identified in the RTS are not to be interpreted as creating automatic or systematic sharing obligations — information sharing remains conditional on a substantive risk-based assessment in each case. Article 21(2) AMLR and the CJEU/ ECtHR Jurisprudence on Privilege

Name of the organisation	Question	Answer
		The information-sharing provisions of the RTS must be read consistently with Article 21(2) AMLR, which codifies a functional carve-out for notaries, lawyers, other independent legal professionals, auditors, external accountants and tax advisers when they ascertain the legal position of their client or act in or concerning judicial proceedings. The functional architecture of Article 21(2) AMLR has been shaped by the recent jurisprudence of the Court of Justice of the European Union in Orde van Vlaamse Balies, Belgian Association of Tax Lawyers and F SCS, all of which confirm that mandatory disclosure obligations applied to professionals exercising legal-position advice or judicial-proceedings work must respect Articles 7 and 47 of the Charter of Fundamental Rights. Furthermore, CFE further recalls that the protection of legal professional privilege in the context of AML reporting obligations is protected at the level of fundamental rights. In Ordre des barreaux francophones et germanophone, the Court of Justice held that, where lawyers assist in the defence or representation of a client in judicial proceedings or give legal advice on the institution or avoidance of such proceedings, they must be exempted from AML reporting obligations, on the basis that those activities lie at the heart of the lawyer's mandate and of the right to a fair trial. The European Court of Human Rights reached an equivalent conclusion in Michaud v. France, confirming this protection as inherent to Article 8 ECHR and that any interference with professional secrecy in this core domain is permissible only within strictly defined limits.

Name of the organisation	Question	Answer
		Read together with the more recent jurisprudence, this case-law confirms that the functional carve-out under Article 21(2) AMLR is the legislative expression of a fundamental-rights guarantee which indicates that information-sharing provisions of the draft RTS must be drafted in a manner that gives that fundamental-rights guarantee full effect. The final RTS must be drafted in a manner that is fully consistent with this legal framework established by the European courts.
CFE Tax Advisers Europe	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Questions 4 and 5 — Third-Country Restrictions and Additional Measures CFE agrees with the underlying principle: where third-country laws prevent the full application of Union AML/CFT requirements, obliged entities should implement additional safeguards. The final RTS should, however, better reflect the practical limitations faced by non-financial obliged entities operating across borders. In particular: • customer consent mechanisms are not always legally effective or operationally feasible in advisory contexts, and consent obtained under coercion or as a condition of engagement may not satisfy GDPR or third-country consent requirements; • local secrecy laws may prevent specific categories of information sharing even where consent has been obtained, particularly in jurisdictions with strong professional secrecy frameworks; • smaller professional firms have limited operational capacity to implement the complex mitigation structures that may be feasible for large financial groups; • remediation expectations should remain proportionate to the

Name of the organisation	Question	Answer
		scale and nature of the operations in the third country. CFE asks AMLA to confirm in the final RTS that the inability to obtain customer consent or to share specific information in a particular third-country context does not automatically constitute non-compliance, provided the obliged entity has documented the legal or operational restrictions and has implemented proportionate alternative safeguards. The final RTS should also confirm that information-sharing expectations in third-country contexts remain subject to proportionality and to applicable legal protections.
CFE Tax Advisers Europe	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Questions 4 and 5 — Third-Country Restrictions and Additional Measures CFE agrees with the underlying principle: where third-country laws prevent the full application of Union AML/CFT requirements, obliged entities should implement additional safeguards. The final RTS should, however, better reflect the practical limitations faced by non-financial obliged entities operating across borders. In particular: • customer consent mechanisms are not always legally effective or operationally feasible in advisory contexts, and consent obtained under coercion or as a condition of engagement may not satisfy GDPR or third-country consent requirements; • local secrecy laws may prevent specific categories of information sharing even where consent has been obtained, particularly in jurisdictions with strong professional secrecy frameworks; • smaller professional firms have limited operational capacity to

Name of the organisation	Question	Answer
		implement the complex mitigation structures that may be feasible for large financial groups; • remediation expectations should remain proportionate to the scale and nature of the operations in the third country. CFE asks AMLA to confirm in the final RTS that the inability to obtain customer consent or to share specific information in a particular third-country context does not automatically constitute non-compliance, provided the obliged entity has documented the legal or operational restrictions and has implemented proportionate alternative safeguards. The final RTS should also confirm that information-sharing expectations in third-country contexts remain subject to proportionality and to applicable legal protections.
CFE Tax Advisers Europe	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Question 6 — Additional Supervisory Actions CFE acknowledges the need for supervisors to retain powers to address situations where ML/TF risks cannot be effectively mitigated. The closure of operations or the imposition of restrictions on business relationships must, however, remain measures of last resort, applied with proper regard to proportionality. The final RTS should clarify that supervisors, in considering whether to impose such measures, must take into account: • the nature and scale of the operations concerned; • the actual ML/TF risk exposure, rather than its theoretical maximum; • the remediation measures already implemented by the obliged entity; • the specific characteristics of professional services firms,

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		including the role of professional duty in client relationships and the legal effects of unilateral termination of advisory engagements; • the supervisory response of national professional bodies, where these are themselves designated AML supervisors. The feasibility and proportionality of imposing restrictions or closure measures may differ substantially between financial institutions and professional advisory firms. The final RTS should reflect that difference explicitly.
CFE Tax Advisers Europe	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	See answer to question 7.
CFE Tax Advisers Europe	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Questions 8 to 10 — Structures Sharing Common Ownership, Management or Compliance Control CFE welcomes AMLA's effort to provide greater legal certainty regarding the application of group-equivalent requirements to structures other than formal groups under Article 21 of the draft RTS. The application of group-equivalent obligations to a wide range of cooperation arrangements in the professional services sector is, however, the single most consequential provision of this RTS for the tax advisory sector. CFE asks AMLA to address the following points in the final RTS. Clear Distinction Between Integration and “Brand” Cooperation

Name of the organisation	Question	Answer
		The final RTS should distinguish clearly between: • on the one hand, genuinely integrated structures with centralised compliance oversight, in which a central entity exercises meaningful influence over AML/CFT policies, controls and decision-making across the structure; and • on the other hand, ordinary professional cooperation arrangements, including: international professional networks operating as associations of independent firms; professional federations; referral arrangements; branding cooperation; training cooperation; and, shared methodologies, which do not involve centralised compliance oversight. Professional networks of the second type (brand cooperation, common branding etc) should not automatically be treated as structures subject to group-equivalent obligations. The conditions in Article 21 of the draft RTS would benefit from substantial elaboration and from concrete examples drawn from the non-financial sector to guide consistent supervisory application. Decentralised Governance and the Designation of a Parent Undertaking CFE notes that determining a "parent undertaking" in decentralised professional structures may be operationally difficult, particularly where governance responsibilities are shared across multiple entities and where no single entity exercises decisive control. The final RTS should allow sufficient flexibility for obliged entities to identify a coordinating entity in a manner that reflects the actual governance of the structure, and

Name of the organisation	Question	Answer
		should avoid overly rigid designation requirements that would force decentralised networks into an artificial hierarchical model. Proportionality of Obligations Applied to Non-Group Structures Where group-equivalent obligations are applied to a structure that is not a group within the meaning of Article 2(1)(35) AMLR, the substance of those obligations should be calibrated to the nature of the structure. Applying the full set of group-wide obligations to a loosely federated professional network would be disproportionate and would not be supported by the underlying AML/CFT objective. CFE asks AMLA to confirm in the final RTS that the obligations applied under Article 21 of the draft RTS are to be calibrated to the nature of the structure and the degree of integration of its constituent entities. Concluding Remarks CFE supports a robust EU AML/CFT framework and the objective of strengthening the consistency and effectiveness of AML/CFT controls across cross-border structures. Our main comment on the draft RTS is consistent with the position we have taken in all our recent AMLA submissions: tax advisers are not banks, and the regulatory architecture appropriate for cross-border financial groups must be calibrated carefully to advisers' business model before it is extended to the professional services sector. The final RTS should: • clearly delimit the concepts of "common management" and "common compliance control" so as not to capture ordinary professional cooperation arrangements;

Name of the organisation	Question	Answer
		• recognise the diversity of governance structures in the non-financial sector and avoid implicit reliance on banking-style governance models; • preserve professional secrecy, legal professional privilege and contractual confidentiality in the information-sharing provisions, consistent with Article 21(2) AMLR and CJEU privilege jurisprudence; • apply proportionality structurally to the obligations imposed on small and medium-sized obliged entities and on decentralised professional networks; • respect the supervisory role of national professional bodies, several of which are themselves designated AML/CFT supervisors. CFE stands ready to work closely with AMLA, the European Commission and other stakeholders to support the finalisation of these RTS and the implementation of the broader EU AML/CFT framework.
CFE Tax Advisers Europe	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	See answer to question 8.
CFE Tax Advisers Europe	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	See answer to question 8.
Chamber of Advocates Malta	Question 1 Do you have any observations concerning the definitions laid out in article 2?	1.1 General Observations The respondent welcomes the introduction of defined terms for 'structure,' 'network,' 'partnership,' and 'franchise' in Article 2, addressing a regulatory gap since the AMLR extended scope to alternative arrangements. Embedding definitional clarity in

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		primary RTS text — rather than guidelines or Q&A — is appropriate given the direct regulatory consequences. Three substantive concerns remain: the breadth of 'common compliance control' within the in-scope conditions; whether the conjunctive structure of the network, partnership, and franchise definitions adequately protects arrangements satisfying limb (a) that ought not to fall within limb (b); and the absence of a defined 'AML/CFT governance nexus' qualifying threshold. 1.2 The Definition of 'Structure' — Article 2(2) Article 2(2) defines 'structure' as any organisation, agreement or similar that: (a) includes at least two obliged entities; (b) is not a group; and (c) has the objective of establishing a common framework of business, professional or commercial relationships. Limb (c) is extremely broadly drafted — virtually any ongoing commercial relationship between two obliged entities could qualify, including referral arrangements, co-marketing, or shared professional association membership. The respondent recommends qualifying limb (c) to require that the common framework creates shared governance, shared risk management obligations, or shared compliance responsibilities — not merely commercial cooperation. Current drafting risks capturing arrangements with no AML/CFT governance dimension. 1.3 The Definition of 'Network' — Article 2(3) A 'network' requires satisfaction of both limbs. Limb (a) is met by any of: profit/cost sharing; common business strategy; shared compliance policies or controls; or a common brand. Limb (b) requires common ownership, management, or compliance control. The concern is the interaction between the broadest limb (a) element — common brand use — and 'common compliance control' under Article 21(2)(c), which per recital (24) extends to

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		prudential, product, or service compliance. Under this reading, two law firms or accounting firms sharing a network brand and any quality or professional standards framework — however remote from AML/CFT — would constitute a 'network' within Article 21's scope. This is not hypothetical. Most professional network arrangements in the non-financial sector combine precisely these elements: a shared brand and a quality or professional indemnity framework — neither of which carries an AML/CFT governance nexus. The respondent strongly recommends reconsidering recital (24)'s broadening of 'common compliance control,' or introducing a carve-out limiting that term in Article 2(3)(b) to controls with AML/CFT content. 1.4 The Definition of 'Franchise' — Article 2(5) The franchise definition is similarly conjunctive. Limb (a) captures any arrangement exploiting a brand, know-how, or business systems for marketing goods or services — effectively all standard commercial franchises. Limb (b) again requires common ownership, management, or compliance control. The critical issue: a brand licensor whose relationship with franchisees is limited to brand licensing, quality standards, and operational manuals — with no AML/CFT governance role — would nonetheless be identified as parent undertaking under Article 22(1)(g). A brand management entity with no AML/CFT expertise, no supervisory relationship, and no access to franchisee client data would bear the full obligations of Article 3. The respondent recommends that the franchise definition either: (a) explicitly exclude arrangements where the franchisor has no AML/CFT governance role; or (b) require that the franchise arrangement includes a mandatory AML/CFT compliance component to bring it within Article 21's scope.

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		1.5 The Definition of 'Control Function' — Article 2(1) The definition of 'control function' as 'a function independent from the commercial functions it controls' is appropriate and consistent with standard governance terminology. However, for non-financial sector entities — particularly smaller professional firms — the practical distinction between compliance and commercial functions may not be clearly established, and the independence requirement may be disproportionate for SMEs. AMLA should clarify that the definition accommodates arrangements common in smaller obliged entities, where compliance, risk management, and internal audit may be performed by one individual or outsourced to a third party. Such arrangements are widespread in the non-financial sector and consistent with the proportionality principle in Article 3 and Recital 2. Without this clarification, smaller entities face an impossible position: unable to replicate large institutions' structural separation, yet lacking regulatory confirmation that existing arrangements are compliant.
Chamber of Advocates Malta	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	2.1 Support for the Principle-Based Approach The respondent supports AMLA's adoption of a principle-based approach (Option B) over granular prescriptive requirements (Option A). This framework better accommodates the diversity of obliged entities across sectors and aligns with the AMLR's risk-based character. The requirements in Article 3(1)(a)–(h) provide a workable baseline for genuine corporate groups. 2.2 Structural Mismatch: The Governance Authority Assumption Article 3(1)(a) requires the parent undertaking to establish a group-level coordination structure with sufficient decision-making powers. Article 3(2) requires group-wide policies to be approved by the parent's management body. Both assume that

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		body holds plenary authority over all entities in scope. In a genuine corporate group, this holds: the parent appoints subsidiary directors, controls capital, and enforces policy through corporate law mechanisms. In a network or franchise of independently owned entities — expressly brought within scope by Article 21 — no such authority exists. Each member firm has its own management body accountable to its own shareholders or partners. A group-level body with decision-making powers over independent entities cannot be established without voluntary contractual consent, which cannot be mandated by regulation. The respondent recommends supplementing Article 3 with a paragraph expressly addressing independently owned structures: minimum requirements should apply only to the extent of the parent's actual contractual governance authority, with an obligation to document and notify the home supervisor of any limitations. 2.3 The Business-Wide Risk Assessment at Group Level Article 3(1)(d) requires a group-level business-wide risk assessment (BWRA). Recital (3) confirms this does not derogate from entity-level BWRA obligations under Article 10 AMLR, creating mandatory duplication: each entity produces its own BWRA and must also contribute to a group-level one. Where member entities share no customers, no risk pools, and no common client base, the group-level BWRA cannot contain risk intelligence beyond the aggregate of entity-level BWRAs. AMLA should clarify what additional value the group-level BWRA is expected to generate in such structures. Without that clarification, the duplication imposes compliance cost without proportionate regulatory benefit. 2.4 Conflicts of Interest Identification — Article 3(1)(c) Article 3(1)(c) requires the parent undertaking to identify and

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		mitigate conflicts of interest between AML/CFT risk management and commercial functions. In a corporate group, this is a standard governance obligation. In a network of independently owned entities, commercial functions belong to each member firm, which owes no governance obligation to the network coordinator. Conflicts between compliance and commercial functions at member level are for that firm's own management and supervisor — not a network body with no authority over those functions. AMLA should clarify the scope of Article 3(1)(c) in non-group structures: does it require the parent to identify conflicts within each member entity (which it has no authority to investigate), within the network body itself, or solely within its own operations? 2.5 Proportionality The Article 3(1) closing provision — requiring the parent to account for the group's nature, size, complexity, and risks — is a welcome scalar proportionality qualifier. However, proportionality in the draft RTS is calibrated exclusively to scale. It does not address the qualitatively distinct case where the governance preconditions for implementing the requirements do not exist. A requirement that scales appropriately with size remains structurally undeliverable where the parent has no governance authority over other entities. AMLA should explicitly acknowledge in Article 3 or an accompanying recital that structural impracticability — distinct from scale — is a separate proportionality dimension that modifies obligations under Article 3 for non-hierarchical structures.
Chamber of Advocates Malta	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the	3.1 The Foundational Challenge: No Common Customers, No Information to Share

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	provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Article 4(2) requires information sharing to cover common customers, customers with the same beneficial owners, and customers belonging to the same group or structure. In a professional services network where member firms maintain entirely separate client relationships, there may be no common customers at all. The Article 4 minimum obligation would produce no substantive output, yet the full compliance architecture — information sharing policies, exchange records, need-to-know assessments, GDPR safeguards — would still require establishment and maintenance. AMLA should clarify whether Article 4 applies to structures with no common customers and, if so, on what basis the residual infrastructure serves a proportionate purpose. 3.2 Legal Privilege — Article 9 and Its Limits Article 9 provides a derogation for information covered by legal professional privilege under Article 70(2) AMLR. In several EU jurisdictions, however, professional secrecy obligations for advocates and notaries extend beyond privileged communications to cover client relationship existence, client identity, engagement nature, and basic CDD information. Article 4(1)(a) mandates sharing precisely this information, creating a direct conflict with national professional secrecy law that the Article 9 derogation does not address. The respondent recommends amending Article 9 — or inserting a new provision — to extend the derogation to information subject to national professional secrecy obligations restricting disclosure of client identity or engagement information, to the extent not already displaced by the AMLR. 3.3 GDPR: The Data Controller Problem Sharing Article 4(1) information within a network of independently owned entities constitutes significant personal data transfer

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		between separate data controllers. Article 6(1)(c) GDPR provides a lawful basis for each entity's own processing, but does not self-evidently cover lateral transmission of individually identified client data to other data controllers bearing no direct regulatory obligation in relation to that client. The Article 4(3) need-to-know principle partially addresses this without resolving the underlying lawful basis question. AMLA should provide, in the final RTS recitals or accompanying guidance, explicit analysis of the GDPR lawful basis for intra-network transfers between separate data controllers, and guidance on data minimisation under Article 5(1)(c) GDPR. 3.4 The Scope of the Minimum Information List — Article 4(1) The Article 4(1) list mandates near-total sharing of all AML-relevant intelligence: full CDD, transaction data, STR/SAR filings with analyses, PEP data, declined customers, adverse media, supervisory findings, and training records. In a network of independently owned entities with separate client bases, transmitting this volume of data to a coordinating entity with no control relationship, no client accountability, and no supervisory authority serves no demonstrated risk management purpose. The respondent recommends limiting the minimum sharing obligation in Article 21 structures to: (a) typology-level and aggregated risk intelligence relevant to shared exposures; and (b) aggregated STR statistical data — excluding individually identified client data where there are no common customers. Articles 4 and 5 are also insufficiently delineated: it is unclear whether Article 4 governs intra-EU sharing while Article 5 modifies it for third-country scenarios. This should be clarified in the final RTS. No reconciliation methodology is prescribed for applying mandatory sharing against derogations scattered across Article 9,

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		Articles 5–7, Articles 12–13, Article 73 AMLR, and Article 4(1)(d)(i). AMLA should clarify: (i) whether entities apply derogations as sequential filters to the full Article 4 catalogue or build upward from the most restrictive applicable regime; and (ii) where derogations overlap — e.g. information subject to both legal privilege and third-country restriction — which provision governs and whether procedural requirements under both apply concurrently. 3.5 Third-Country Information Sharing: The 28-Day Identification Obligation Articles 5–7 require notification to the home supervisor within 28 days of identifying restrictions on cross-border information sharing. The obligation to 'identify' third-country restrictions implies continuous legal monitoring across every jurisdiction of operation — a disproportionate burden for non-financial sector entities with limited legal resources. The respondent recommends clarifying that this obligation is triggered by actual or constructive knowledge of a restriction — specifically, receipt of formal legal advice, official regulatory communication, or a binding judicial or administrative determination — rather than a duty of continuous independent legal surveillance.
Chamber of Advocates Malta	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	4.1 General Observations The respondent broadly supports the structured escalation framework in Articles 10–15. The graduated menu of additional measures — from product restriction and enhanced monitoring through to relationship termination and closure — is more proportionate and flexible than the binary approach of predecessor Delegated Regulation (EU) 2019/758. Extending this framework to all AMLR obliged entities across sectors is appropriate in principle.

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		4.2 The Consent Mechanism: Practical and Legal Challenges Articles 10(1)(b)–(c), 11(1)(b)–(c), and 14(1)(b)–(c) rely on customer consent as the primary mechanism for overcoming third-country CDD, information sharing, and record retention restrictions. Three significant challenges arise. First, in high-risk third-country jurisdictions most likely to have restrictive data protection or banking secrecy law — the very jurisdictions triggering Article 17 — customers may be unwilling or unable to provide genuine informed consent to cross-border transfer of personal and financial information. Customers declining consent would trigger Article 10(3) termination requirements, potentially producing de facto market exit from entire high-risk jurisdictions where other risk management tools remain available. Second, in some jurisdictions, banking secrecy or state security law renders it unlawful for any party — including the customer — to consent to disclosure of account information to foreign supervisors or entities. The consent mechanism is therefore not merely commercially impractical but legally impermissible, placing the obliged entity in an impossible position. Third, consent obtained in a third country to overcome local restrictions must, when the resulting data is processed by EU entities, meet GDPR Article 7 standards. Consent given under regulatory compulsion — where the customer is told their relationship will be terminated absent consent — may not satisfy the voluntariness requirement. This structural tension between the Article 17 framework and GDPR has not been addressed. 4.3 Article 15 Additional Measures: Proportionality for Non-Financial Sector Entities Several Article 15 measures presuppose operational resources and local presence disproportionate for non-financial sector

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		entities with limited third-country operations. Article 15(1)(c) — enhanced reviews including on-site checks or independent audits — may be impracticable and prohibitively costly for a law firm or real estate professional whose third-country exposure is a small branch serving a limited client base. Article 15(1)(f) — enhanced ongoing monitoring until the entity is 'reasonably satisfied' it understands the risk — contains no temporal limit, potentially requiring indefinite enhanced monitoring where risk assessment information remains structurally unavailable. Article 15(1)(g) — sharing with the parent undertaking of underlying STR information and supporting documentation — conflicts with the third-country information sharing restrictions that originally triggered the Articles 10/11 measures. Where the third country restricts disclosure of information forming the basis of the STR, the entity cannot comply with Article 15(1)(g) without violating the restriction it is trying to manage. AMLA should provide sector-specific guidance calibrating Article 15 measures for non-financial sector entities with limited third-country exposure, and should address the circularity in Article 15(1)(g). 4.4 Article 10(3): The 'Cannot Effectively Manage' Standard Article 10(3) requires business relationship termination or closure where the parent undertaking 'cannot effectively manage the money laundering and terrorist financing risk' using available measures. This is the most consequential provision in Section 4 — yet the standard is undefined. What residual risk level triggers it? Is the standard absolute or relative to a defined threshold? Does the parent undertaking determine this alone or in consultation with the supervisor? AMLA should issue guidance — in recitals or a separate technical

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		standard — specifying: (a) the risk threshold triggering Article 10(3); (b) documentation and supervisory notification requirements preceding any termination or closure decision; and (c) a minimum remediation period before closure is required, except where risk is acute and immediate.
Chamber of Advocates Malta	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	5.1 Article 12: STR Disclosure Restrictions Article 12 addresses situations where third-country law restricts the disclosure of STR-related information. The provision requires, in lieu of full STR sharing, the provision to senior management of: the number of STRs filed within a set period; and aggregated statistical data on the circumstances giving rise to suspicion. This is a sensible and proportionate alternative to full STR disclosure where legal impediments apply. The respondent identifies one practical challenge: in jurisdictions with very strict tipping-off provisions — which are common in third countries with high professional secrecy standards — even the disclosure of the number of STRs filed to parent undertaking senior management may constitute an unlawful disclosure. A regime that requires professional secrecy to be maintained absolutely may prohibit even aggregated statistical reporting to group headquarters. AMLA should clarify what additional measure is required in such cases, and whether the chain of escalation under Article 16 is automatically triggered where Article 12's alternative disclosure mechanism is also legally unavailable. 5.2 Article 13: Supervisory Access Restrictions Article 13 requires, where third-country law restricts the sharing of customer data with Union supervisors, enhanced reviews including on-site checks or independent audits, and regular reporting to senior management. The respondent supports these

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		requirements in principle. However, two challenges arise. First, on-site checks and independent audits as required by Article 13(1)(b) may themselves be restricted by third-country law in some jurisdictions. A jurisdiction with comprehensive professional secrecy law may prohibit access to customer records even by the parent undertaking's own auditors, let alone by Union supervisors. Where on-site checks are legally impermissible in the third country, Article 13(1)(b) cannot be complied with regardless of the parent undertaking's best efforts. AMLA should specify the alternative measure available where on-site audit access is legally restricted, to avoid placing entities in a position of absolute non-compliance with no available remedy. Second, Article 13(1)(e) requires the parent undertaking to make supervisory reporting available to the home Member State supervisor 'upon request.' In some third-country jurisdictions, providing information about local customers to a foreign supervisor — even indirectly through a parent undertaking in the EU — may be prohibited by local law. The 'upon request' framing may therefore create a standing obligation that is systematically legally unavailable. AMLA should address this by confirming that where legal restriction prevents compliance with Article 13(1)(e), the notification obligation under Article 7(2)(a) is triggered and the home supervisor is informed of the restriction without the underlying information.
Chamber of Advocates Malta	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	6.1 General Support for the Two-Tier Framework The respondent supports the two-tier escalation structure in Article 16, distinguishing remediable risks (Article 16(1) — risk mitigation plan or corrective measures) from unmanageable risks (Article 16(2) — restriction, limitation, or closure). The Article 16(3) requirement to consider risk nature and gravity, third-

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		country impediments, and existing governance before applying supervisory actions is consistent with the risk-based approach and provides a proportionate intervention framework. 6.1A Home and Host Supervisor Cooperation in Cross-Border Groups Article 16 addresses supervisory actions to the parent undertaking or obliged entity, but does not adequately address groups where the EU-supervised parent has branches or subsidiaries subject to third-country supervision. Corrective measures required under Article 16(1) may be unimplementable without cooperation or non-objection from the third-country supervisor. The RTS should include a provision encouraging or requiring such supervisory cooperation, consistent with Article 48 of Directive (EU) 2024/1640, and should clarify the procedural framework for home and host supervisor coordination in relation to cross-border groups under Article 16. 6.2 The Addressee Problem in Non-Group Structures Article 16 supervisory actions are addressed to 'the parent undertaking in the Union or the obliged entity.' In a network or franchise of independently owned entities, the parent undertaking may be a brand management company or cooperative society with no direct supervisory relationship — not an authorised or regulated entity whose licence a supervisor can restrict or withdraw. Article 16's toolkit — risk mitigation plans, corrective measures, closure of operations — presupposes a supervised entity over whom the supervisor holds enforcement jurisdiction. AMLA should clarify how Article 16 supervisory actions are enforced against a non-OE parent undertaking lacking a direct supervisory relationship, and how a closure requirement translates into an enforceable obligation in the absence of direct

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		regulatory jurisdiction. 6.3 Feasibility of Closure Measures in Cross-Border Structures Article 16(2)(c) authorises supervisors to require the parent undertaking to close some or all third-country operations. In practice, this involves terminating employment contracts under local law, winding up legal entities under third-country company law, settling client engagements consistent with professional obligations, and obtaining regulatory approval for closure from the third-country supervisor. None of these are within the home supervisor's control, and several may take years to complete. The final RTS should include a recital acknowledging that Article 16(2)(c) specifies the regulatory objective to be achieved, without prejudice to the parent undertaking's obligation to complete closure in an orderly manner consistent with third-country law. This would provide legal certainty and avoid any implication that the closure order overrides third-country winding-up requirements. 6.4 The 'Insufficient' Determination Standard Article 16(1) is triggered where the supervisor determines that additional measures 'are insufficient to ensure that branches or subsidiaries in the third country effectively manage the risk.' Neither 'insufficient' nor 'effectively manage' is defined. This is a technically complex judgment to be made on facts that may be largely opaque to the home supervisor — precisely because the third-country legal restrictions giving rise to the Article 17 scenario in the first place prevent adequate information flow. AMLA should issue sector-specific guidance — particularly for non-financial sector supervisors with less cross-border AML/CFT experience — addressing: the evidence base required to support an insufficiency determination; the standard of review applicable to the parent undertaking's own adequacy assessment; and the

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		procedural safeguards available to the parent undertaking before a formal insufficiency determination is made.
Chamber of Advocates Malta	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	7.1 General Support for the Three-Stage Methodology The respondent broadly supports the three-stage methodology for parent undertaking identification in Articles 17–19: sufficient prominence (Article 17), sufficient understanding of operations (Article 18), and responsibility to implement group-wide requirements (Article 19). The sequencing — with the tie-breaking hierarchy in Article 18(3) confirming that prominence prevails where prominence and understanding point to different entities — provides a workable and transparent framework for the Article 2(1)(42)(b) AMLR scenario. 7.2 The Transaction Volume Criterion — Non-Financial Sector Article 17(1)(b) provides that, absent a holding company under Article 17(1)(a), the entity with the higher of average customer count or average transaction volume shall be deemed to have sufficient prominence. This criterion is well-suited to financial sector entities — banks, payment institutions, investment firms — for whom customer counts and transaction volumes are meaningful indicators of market significance, risk exposure, and operational capacity. For non-financial sector entities — lawyers, notaries, accountants, real estate professionals — these metrics are far less meaningful as indicators of AML/CFT relevance or governance capacity. A law firm handling 50 high-value cross-border corporate transactions annually may present a substantially greater ML/TF risk, and have substantially greater AML/CFT compliance infrastructure, than a firm handling 500 lower-value domestic conveyancing matters. Transaction volume as a proxy for AML/CFT prominence systematically misidentifies

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		non-financial sector entities. The annual turnover tiebreaker in Article 17(2) is similarly problematic for non-financial sector entities: the highest-revenue firm within a network is not necessarily the one with the greatest AML/CFT governance capacity, the most sophisticated compliance function, or the greatest de facto authority within the network structure. The respondent recommends that AMLA either: (a) introduce sector-specific prominence criteria for non-financial sector entities — for example, number of AML compliance staff, most recent supervisory assessment outcome, or explicit contractual assumption of AML/CFT coordination responsibilities; or (b) issue sector-specific guidance on how the Article 17 criteria should be applied and interpreted for non-financial sector entities where transaction volumes are not meaningful AML/CFT indicators. 7.3 The 'Sufficient Understanding of Operations' Criterion — Article 18(1)(d) Article 18(1)(d) includes, as an indicator of sufficient understanding of operations, 'having critical or important outsourcing arrangements in place for one or more of the other obliged entities established in the Union.' The respondent is concerned that this criterion could inadvertently designate as parent undertaking a technology service provider or shared AML compliance platform that provides transaction monitoring software, KYC data services, or compliance management systems to multiple entities within a network — without that provider having any governance role, AML/CFT decision-making authority, or accountability for the AML/CFT outcomes of the entities it serves. The respondent recommends that Article 18 be amended to clarify that outsourcing of technical compliance tools or data

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		services — as distinct from outsourcing of governance or AML/CFT decision-making functions — does not constitute 'sufficient understanding of operations' for parent undertaking identification purposes. 7.4 The 28-Day Notification Period Article 20 requires the identified parent undertaking to notify its role within 28 calendar days of determination. For complex multi-entity structures — particularly those with multiple EU-based entities at the same organisational level, with cross-border ownership arrangements, and operating across multiple Member States — the Article 17–19 self-assessment requires gathering three years of historical financial data, legal analysis of inter-entity agreements, and potentially legal advice in multiple jurisdictions. This cannot reliably be completed within 28 calendar days. AMLA should consider whether a 60-day notification period would be more appropriate for multi-entity scenarios, with provision for an interim notification indicating that the assessment is ongoing.
Chamber of Advocates Malta	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	8.1 The Statutory Mandate Article 16(4) AMLR mandates AMLA to specify conditions under which its provisions apply to entities sharing common ownership, management, or compliance control, including networks or partnerships. Article 21 implements that mandate. The conditions as drafted fail on clarity and effective targeting. 8.2 Clarity: The In-Scope / Out-of-Scope Boundary Is Insufficiently Certain Article 21(2) conditions span three limbs — common ownership (a), management (b), and compliance control (c) — each with multiple sub-limbs, any one of which suffices. The disjunctive structure produces a very wide in-scope population and an

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		insufficiently certain boundary with the Article 27 exclusions. The technical complexity creates regulatory risk: an entity conducting a reasonable scope analysis may conclude it falls outside scope while a supervisor subsequently concludes otherwise. AMLA should consider bright-line tests, a self-assessment template, or a notification-based safe harbour for structures that have conducted a documented good-faith scope analysis. Article 21(2)(b)(v) captures any professional network whose members comply with a common practice manual or accreditation framework, regardless of AML/CFT content. Article 21(2)(c)(v) captures any branded network with shared quality assurance audits, again regardless of AML/CFT content. The Article 27 exclusion covers 'only the same name or branding,' but the moment any additional element is present — a quality manual, a peer review, a practice guide — the arrangement risks falling within (b)(v) or (c)(v). The boundary is drawn so narrowly that virtually every professional network falls within scope, since virtually all combine a shared brand with some quality review relating to brand standards. 8.3 Effectiveness: The Definition Does Not Track AML/CFT Risk Article 21(2) is framed by governance relationships — ownership, management, compliance control — without reference to whether those relationships create AML/CFT risk. The in-scope population is defined by organisational form rather than regulatory purpose. Group-wide requirements are justified where entities share customers, risk pools, or governance affecting AML/CFT risk management. Where each entity has separate clients, risk profiles, AML officers, and supervisory relationships, group-wide requirements produce compliance cost without risk reduction.

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		Recital (24) explicitly extends 'common compliance control' to prudential, product, or service compliance — severing the connection between regulatory scope and purpose. An accounting or legal network sharing a brand, an ISO quality standard, and an annual quality audit presents no shared AML/CFT risk yet falls within Article 21(2)(c)(v). 8.4 The Proportionality Gap The draft RTS calibrates proportionality exclusively to size and complexity. It does not address structural proportionality: whether any compliance burden is appropriate where no AML/CFT governance nexus exists and the structural preconditions for meaningful compliance are absent. Article 5(4) TFEU requires EU measures not to exceed what is necessary to achieve their objectives. Where a structure presents no AML/CFT risk beyond that addressed by entity-level compliance, imposing group-wide requirements exceeds necessity regardless of scale. AMLA has not conducted the incremental risk analysis required to justify any compliance burden in such cases. 8.5 Recommended Amendments to Article 21 Recommendation 1 — AML/CFT nexus requirement. Add Article 21(3): a structure falls within scope only where the common ownership, management, or compliance control identified under paragraph 2 creates AML/CFT governance dependencies between at least two obliged entities — i.e. where the governance relationship affects how at least one entity identifies, assesses, or manages ML/TF risk, such that group-level oversight would reduce risks not already addressed by entity-level obligations under Regulation (EU) 2024/1624. Recommendation 2 — Narrow common compliance control. Amend Article 21(2)(c) and recital (24) so that 'common

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		compliance control' covers only arrangements with AML/CFT content. Quality assurance, professional accreditation, product/service compliance audits, and branding audits without an AML/CFT element should be explicitly excluded. Recommendation 3 — Structural impracticability. Add Article 21(4): where the parent undertaking lacks legal authority to impose binding AML/CFT policies on other entities, Section 2 obligations apply only to the extent of actual governance authority, with documentation and home supervisor notification under Articles 23 or 24. Recommendation 4 — Clarify Article 27 exclusion boundary. Amend recital (27) to confirm that structures sharing a brand, quality standards, or professional accreditation framework — without an AML/CFT governance element — fall within the exclusion, regardless of whether audits of those standards are shared.
Chamber of Advocates Malta	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	9.1 Overview Article 21 cannot be implemented in practice by non-hierarchical arrangements of independently owned obliged entities. 9.2 Challenge 1: No Legal Authority to Impose Binding Obligations Section 2's group-wide governance model — compliance function with decision-making powers, management-body approval of group-wide policies, consistent implementation, and staff communication — presupposes a parent undertaking with legal authority over other entities. Example: A European network of independently owned accounting firms shares a brand and accreditation standard. Each firm is separately incorporated and partner-owned. NetworkCo manages brand, standards, and reviews, but has no shareholding, board seats, or contractual power to direct

Name of the organisation	Question	Answer
		members. Article 21(2)(c)(v) brings the structure within scope; Article 22(1)(g) designates NetworkCo as parent. NetworkCo must ensure its management body approves group-wide AML/CFT policies implemented consistently across members under Article 3(2). It cannot: member firms may decline, and each firm's AML policies are separately supervised. The obligation is structurally undeliverable. 9.3 Challenge 2: The Information Sharing Obligation Cannot Be Enforced Article 4 requires the parent to define information-sharing conditions and ensure exchange of common customer data. NetworkCo cannot compel disclosure: each firm has confidentiality duties, GDPR controller responsibilities, and no contractual sharing duty. In Germany, France, Luxembourg, Malta and similar jurisdictions, professional secrecy may bar disclosure of client identity despite AML/CFT rationale; Article 9's derogation does not cover secrecy rules of this breadth. Article 4 is legally and practically impossible for a non-hierarchical network. 9.4 Challenge 3: The Notification Paradox Articles 23–24 require the parent to notify its role and provide a structural overview within 28 days. NetworkCo's notice would state that it has no governance authority, cannot impose binding policies, has no client-data access, and is not an obliged entity. This exposes the parent designation as a regulatory fiction. Where Article 22(a)–(f) identifies no entity with governance authority, Article 22(2)'s turnover tiebreaker designates the highest-revenue member firm, which has no greater authority; its Article 23 notification would say so. 9.5 Challenge 4: The Absence of Incremental Risk Reduction Group-wide requirements reduce AML/CFT risk by consolidating shared-customer intelligence, preventing intra-group risk

Name of the organisation	Question	Answer
		arbitrage by a controlling parent, and creating consolidated supervisory intelligence. None operates in independently owned networks with no shared customers, controlling parent, or governance integration. The burden — governance infrastructure, information sharing, risk assessments, and supervisor notifications — is real; the AML/CFT benefit is negligible. Section 5.1 acknowledges no quantitative evidence on costs or risk reduction for alternative structures. AMLA would impose substantial costs for an intervention whose incremental risk-reduction value has not been demonstrated. 9.5A Additional Challenges (a) Non-obliged entity parent undertakings: Article 24 contemplates a non-OE parent, such as a holding company or franchisor, bearing group compliance duties without AML/CFT expertise, systems, qualified staff, or supervisory assurance of resourcing. The RTS should require non-OE parents to appoint or outsource the function to a suitably qualified person or entity, with AMLA guidance on minimum qualifications. (b) Cost proportionality: The draft RTS contains no quantitative compliance-cost data for smaller Article 21 structures and no de minimis exemption. AMLA's final impact assessment should include sector-disaggregated cost data and consider a de minimis threshold with simplified duties below a defined size or turnover. 9.6 Practical Recommendations (a) Before 1 April 2027, AMLA should publish worked examples of non-financial sector networks, partnerships, and franchises within Article 21 scope, explaining the AML/CFT governance dependency and implementation of Articles 3 and 4. (b) AMLA should engage representative bodies for lawyers, accountants, real estate professionals, and gambling — the main

Name of the organisation	Question	Answer
		non-financial sector population in recital (25) — to assess feasibility within their governance models. (c) Where no entity holds governance authority, AMLA should clarify that the designated parent's minimum obligation is to: (i) document governance limits and notify the supervisor; (ii) establish a best-efforts voluntary sharing framework; and (iii) conduct a group risk assessment limited to voluntarily supplied information. (d) AMLA should provide a safe harbour confirming that a parent that documents governance limits, notifies the supervisor, and makes best efforts to implement group-equivalent requirements within those limits has complied with Article 21 and is not sanctionable.
Chamber of Advocates Malta	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	10.1 Overview Article 22(1) sets seven criteria for identifying the parent undertaking in a nongroup structure: strategic decision-making (a); important transactions (b); management coordination (c); essential technical services (d); compliance control (e); operational and compliance costs (f); and branding, marketing, or franchising arrangements (g). Article 22(2) adds a turnover tiebreaker where paragraph (1) is inconclusive. The concern is that Article 22 identifies a parent undertaking without requiring capacity to discharge resulting obligations. The criteria approximate control; they do not identify an entity able to impose group-wide AML/CFT governance on independently owned entities. 10.2 Criterion (g): Brand Management as Parent Undertaking Trigger

Name of the organisation	Question	Answer
		Article 22(1)(g) designates as parent undertaking any entity developing, managing, distributing, or reviewing branding, marketing, franchising, partnership, or network arrangements for two or more obliged entities. Read with Article 21(2)(c)(v), this captures brand managers of in-scope professional networks. Example: a European real estate franchise has 200 independently owned franchisees in 12 Member States. FranchisorCo owns the brand, supplies marketing materials, and conducts annual quality audits. Each franchisee is separately owned, has its own clients and AML officer, and is nationally supervised. Under Article 22(1)(g), FranchisorCo becomes parent undertaking. Article 3(2) requires group-wide AML/CFT policies for all 200 franchisees. Article 3(1)(a) requires a group compliance function with decision-making powers over them. Article 4(2) requires minimum client-information sharing. Article 23 requires notification to its home supervisor and all franchisee supervisors across 12 Member States. Yet FranchisorCo is a brand manager with no AML/CFT expertise, supervisory relationship, client-data access, or legal authority over operations. Most Article 3, 4, and 23 obligations are legally and practically impossible. The respondent recommends amending Article 22(1)(g) to exclude entities limited to brand management, quality standards, or marketing coordination, unless mandatory AML/CFT governance gives them actual authority over member AML/CFT functions. 10.2A Overlapping Criteria: The Need for a Weighting Hierarchy

Name of the organisation	Question	Answer
		Article 22(1) gives no hierarchy. Different criteria may identify different entities: Entity A may manage compliance control (e), while Entity B manages branding (g). The turnover tiebreaker is arbitrary. The respondent recommends a hierarchy: AML/CFT-governance criteria — compliance control (e) and management coordination (c) — should outweigh peripheral criteria such as branding (g) and technical services (d). 10.3 The Turnover Tiebreaker — Article 22(2) Annual turnover does not indicate AML/CFT governance capacity, compliance sophistication, or supervisory track record. Selecting the highest-revenue entity is arbitrary and may identify an entity with no greater governance authority, and weaker AML/CFT infrastructure, than others. The respondent recommends replacing turnover with purpose-relevant criteria: (a) most dedicated AML/CFT compliance staff in the Union; (b) most recent satisfactory AML/CFT supervisory assessment; or (c) contractual AML/CFT coordination. If none applies, no governance centre can discharge parent-undertaking obligations, and supervisory determination under a new Article 22(3) should be required. 10.4 The Missing-Parent-Undertaking Scenario Where criteria (a)–(f) identify no governance authority, criterion (g) applies only through brand management, and Article 22(2) selects the highest-revenue entity, the designated parent has no governance authority. Article 23 notification will cite revenue or branding, not governance. The result is formalistic compliance

Name of the organisation	Question	Answer
		with no AML/CFT benefit. The respondent recommends a new Article 22(3): where no entity can direct other entities' AML/CFT policies, the home supervisor shall, following Article 23 or 24 notification, assess: (a) whether the structure falls within Article 21, considering AML/CFT governance dependency; and (b) what contractual arrangements are needed for the parent to discharge Article 3 obligations, which the supervisor may require as a condition of continued operation. 10.5 The Non-OE Parent Undertaking: Article 24 Accountability Gap Article 24 contemplates a non-obliged parent undertaking. Notification falls on obliged entities, but Article 3 obligations remain with the non-OE parent, without direct supervision, AML/CFT expertise, or compliance infrastructure. Obliged entities may have no mechanism to compel action, creating an accountability gap indirect enforcement cannot close. AMLA should: (a) require the Article 24 home supervisor to notify the non-OE parent's authority of the AML/CFT obligations imposed; and (b) guide supervisors on tools available for non-OE parent undertakings within Article 21 structures.
Chamber of Auditors of the Czech Republic	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Domníváme se, že definice „structure“, „network“, „partnership“ a „franchise“ jsou formulovány příliš široce a mohou zahrnout i uspořádání založená především na obchodní nebo profesní spolupráci, aniž by mezi zúčastněnými subjekty existovala skutečná řídicí nebo kontrolní vazba. V auditorském odvětví jsou mezinárodní sítě často tvořeny právně

Name of the organisation	Question	Answer
		samostatnými a nezávislými auditorskými firmami, které mohou sdílet značku, metodiky, odborné standardy, školení nebo určité compliance nástroje. Tyto prvky však samy o sobě neznamenají existenci společného řízení nebo kontroly srovnatelné se vztahem mateřské a dceřiné společnosti. Navržený přístup by tak mohl vést k požadavkům na významné organizační změny u struktur, které nebyly vytvořeny jako integrované skupiny a nemají odpovídající řídicí pravomoci. Doporučujeme proto lépe vymezit kritéria pro posouzení, zda konkrétní struktura disponuje dostatečnou úrovní společného řízení nebo kontroly, která odůvodňuje uplatnění skupinových požadavků.
Chamber of Auditors of the Czech Republic	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	V případě některých struktur v nefinančním sektoru není zcela jasné, jak mají být tyto požadavky uplatňovány v praxi, zejména pokud mezi jednotlivými subjekty neexistuje vztah kontroly nebo možnost prosazovat závazné skupinové postupy. Doporučujeme proto doplnit, že rozsah skupinových politik, postupů a kontrolních mechanismů by měl být přiměřený povaze, velikosti, rizikovému profilu a organizačnímu uspořádání dané struktury. Současně by mělo být jasně stanoveno, že požadavky se uplatní pouze v rozsahu, v jakém má určený řídicí subjekt skutečnou možnost jejich zavedení a prosazování.
Chamber of Auditors of the Czech Republic	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	V nefinančním sektoru mohou při sdílení informací vznikat právní i provozní překážky související zejména s ochranou osobních údajů, profesní mlčenlivostí, obchodním tajemstvím a rozdílnými právními úpravami v jednotlivých jurisdikcích. Doporučujeme proto upřesnit rozsah informací, které mají být sdíleny, a zdůraznit uplatňování principů proporcionality a „need-to-know“. Současně by bylo vhodné poskytnout dodatečné pokyny pro

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	případy, kdy sdílení informací naráží na právní omezení ve třetích zemích, a výslovně potvrdit, že požadavky RTS nemají vést k porušování povinností stanovených jinými právními předpisy.
Chamber of Auditors of the Czech Republic	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Viz odpověď na otázku 3.
Chamber of Auditors of the Czech Republic	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Viz odpověď na otázku 3.
Chamber of Auditors of the Czech Republic	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Domníváme se, že u některých přeshraničních struktur v nefinančním sektoru může být praktická proveditelnost určitých opatření omezená. To platí zejména v případech, kdy subjekt v EU nemá dostatečné právní nebo faktické možnosti ovlivnit činnost subjektů působících ve třetích zemích. V takových situacích nemusí být vždy zřejmé, vůči kterému subjektu by měla být dohledová opatření směřována a jak efektivně zajistit jejich provedení. Doporučujeme proto dále upřesnit kritéria pro určení adresáta dohledových rozhodnutí a zohlednit míru kontroly nebo vlivu, kterou má příslušný subjekt nad činností dotčených subjektů ve třetích zemích. Současně považujeme za důležité, aby omezení činnosti nebo uzavření provozu představovaly krajní opatření uplatňovaná pouze tehdy, pokud nelze rizika účinně zmírnit jinými prostředky.
Chamber of Auditors of the Czech Republic	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship	Domníváme se, že při určování mateřské společnosti by měl být kladen větší důraz na skutečnou schopnost koordinovat a podporovat uplatňování AML/CFT požadavků než na kvantitativní

Name of the organisation	Question	Answer
	whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	ukazatele. V auditorském odvětví, zejména v případě mezinárodních sítí tvořených právně samostatnými a nezávislými auditorskými firmami, nemusí být kritérium ročního obratu vždy vhodným ukazatelem pro určení subjektu, který je nejlépe připraven plnit úlohu mateřské společnosti v Unii. Auditorská firma s nejvyšším obratem nemusí mít současně odpovídající pravomoci, odpovědnost ani kapacity pro koordinaci AML/CFT postupů napříč sítí. Roční obrat proto považujeme spíše za podpůrné kritérium, které by mělo být posuzováno společně s kvalitativními faktory, jako jsou role v rámci sítě, odpovědnost za compliance, zavedené řídicí mechanismy a schopnost koordinovat plnění AML/CFT povinností mezi jednotlivými členskými firmami.
Chamber of Auditors of the Czech Republic	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Domníváme se, že podmínky uvedené v článku 21 nejsou dostatečně jasné pro jednoznačné určení všech struktur, na které by se měly vztahovat požadavky obdobné skupinovým požadavkům. Zejména pojmy společné vlastnictví, společné řízení a společná compliance kontrola mohou být v praxi vykládány rozdílně napříč jednotlivými sektory a členskými státy. Mezinárodní auditorské sítě jsou často tvořeny právně samostatnými a nezávislými auditorskými firmami, které mohou sdílet značku, metodiky, odborné standardy, školení nebo určité compliance nástroje. Tyto prvky však samy o sobě neznamenají existenci řídicí nebo kontrolní pravomoci srovnatelné se vztahem mateřské a dceřiné společnosti. Doporučujeme proto kritéria dále upřesnit a jasněji vymezit, jaká úroveň společného řízení, kontroly nebo compliance funkcí je nezbytná pro vznik povinnosti uplatňovat požadavky na úrovni

Name of the organisation	Question	Answer
		celé struktury. Tím by se zvýšila právní jistota a podpořilo jednotné uplatňování RTS napříč nefinančním sektorem.
Chamber of Auditors of the Czech Republic	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Domníváme se, že při uplatňování těchto RTS, a zejména článku 21, mohou vznikat právní i provozní problémy, především u struktur tvořených právně nezávislými subjekty. Hlavní problém spočívá v tom, že některé struktury v nefinančním sektoru mohou sdílet určité prvky společného fungování, například značku, metodické postupy, školení nebo compliance podporu, aniž by existovala právní možnost vynucovat jednotné AML/CFT postupy nebo vykonávat efektivní dohled nad ostatními členy struktury. V takových případech může být obtížné určit, který subjekt by měl nést odpovědnost za plnění skupinových požadavků a jakým způsobem by měly být tyto požadavky prosazovány. Další problémy mohou souviset se sdílením informací mezi právně nezávislými subjekty, zejména pokud jsou omezeny pravidly ochrany osobních údajů, profesní mlčenlivosti nebo obchodního tajemství. V přeshraničních strukturách mohou navíc vznikat komplikace v důsledku rozdílných právních úprav v jednotlivých jurisdikcích. Doporučujeme proto dále upřesnit podmínky uvedené v článku 21 a zohlednit, zda dotčená struktura disponuje skutečnými řídicími nebo kontrolními pravomocemi, které umožňují efektivní uplatňování skupinových AML/CFT požadavků.
Chamber of Auditors of the Czech Republic	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Domníváme se, že v případě struktur uvedených v článku 22 nemusí být tato kritéria ve všech případech dostatečná pro jednoznačné určení subjektu, který je nejlépe schopen plnit úlohu mateřské společnosti pro účely AML/CFT.

Name of the organisation	Question	Answer
		V nefinančním sektoru mohou existovat struktury, ve kterých žádný subjekt nevykonává skutečnou řídicí nebo kontrolní funkci vůči ostatním členům. Kritéria by proto měla více zohledňovat skutečné pravomoci v oblasti řízení, compliance a koordinace AML/CFT povinností. Samotná velikost subjektu nebo jeho ekonomický význam nemusí být dostatečným ukazatelem schopnosti vykonávat tuto roli. Doporučujeme proto posílit význam kvalitativních kritérií souvisejících s řízením a kontrolou a současně poskytnout další pokyny pro případy, kdy struktura funguje na základě spolupráce právně nezávislých subjektů bez jasně definovaného vedoucího subjektu.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 1 Do you have any observations concerning the definitions laid out in article 2?	CINOA supports AMLA's efforts to establish harmonised definitions applicable across both the financial and non-financial sectors and endorses the objective of ensuring effective and consistent implementation of group-wide AML/CFT requirements under Regulation (EU) 2024/1624. While the obligations of the draft regulation are appropriate for large corporate groups—such as international auction houses with global representative offices, mega-galleries, or multi-location businesses under common ownership, management, or control—they should not be extended to independent operators. At the same time, CINOA considers that several definitions in Article 2, in particular the concepts of "structure", "network", "partnership", and "common compliance control," would benefit from further clarification to ensure legal certainty and promote a

Name of the organisation	Question	Answer
		proportionate and consistent application across all sectors. As currently drafted, these definitions may be capable of capturing arrangements that do not exhibit the degree of operational integration or effective control contemplated by Articles 16 and 17 AMLR. This is particularly relevant in the art market sector, which is characterised by a large number of legally and operationally independent micro and small-sized businesses that do not operate through integrated corporate structures. Ordinary commercial arrangements in the art market may include: a) participation in art fairs, which involves the temporary rental of stand space and payments towards the marketing of the event, where the contract is between the dealer and the fair organiser and there is no contractual relationship between the exhibitors at the fair, and certainly no shared AML function or control; b) rental of gallery space in venues where other galleries also rent space; c) sharing a gallery on a temporary basis in order to exhibit the cultural goods of each dealer; d) shared branding initiatives; e) referral relationships between galleries; f) cooperative shipping, storage or logistics arrangements; and g) use of shared provenance research or compliance service providers. These arrangements generally reflect ordinary commercial arrangements between legally and operationally independent businesses and do not entail common management, integrated operations, or AML/CFT oversight.

Name of the organisation	Question	Answer
		CINOA considers that further clarification would be beneficial to ensure that Articles 16 and 17 AMLR apply only where there is genuine organisational integration or effective control, and to support consistent application across Member States. In particular, neither participation in art fairs, operation within a shared venue or dealer complex, nor other ordinary commercial arrangements between independent art businesses should, without additional indicators of integration or control, constitute evidence of common management, common compliance control, or organisational integration. Although obliged entities may be subject to venue- or event-related requirements imposed by organisers or property managers, they remain legally, financially, and operationally independent and do not control each other's AML/CFT frameworks or business decisions. Additional clarification would also be beneficial regarding the concept of “common compliance control”. While Recital 24 indicates that the concept extends beyond AML/CFT arrangements, it should remain limited to situations involving common compliance governance or control. The RTS is intended to ensure that entities exercising control over one another's activities apply common compliance and reporting standards; it should not encompass entities that merely occupy the same premises or rely on the same external compliance consultant, legal adviser, shipping intermediary, provenance specialist, or due diligence provider without common ownership, management, or control. Such arrangements should not in themselves constitute evidence of common compliance control or trigger group-equivalent obligations.

Name of the organisation	Question	Answer
		CINOA would therefore encourage AMLA to: a) introduce additional objective criteria demonstrating effective operational integration, decision-making authority, or control over AML/CFT functions; b) clarify that purely contractual arrangements and ordinary commercial relationships between independent businesses do not in themselves constitute "structures" for the purposes of the RTS; c) provide examples confirming that arrangements based solely on shared branding, fair participation, customer referrals, common external service providers, or ordinary commercial arrangements between independent businesses do not in themselves give rise to group equivalent obligations; and d) further clarify the meaning of "common compliance control" to distinguish shared external support services from genuine compliance governance or managerial control.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Apart from the large international auction houses and a relatively small number of art galleries operating through subsidiaries or branches in multiple jurisdictions, the art market is composed largely of independent micro and small family-run businesses. Consequently, the provisions of Article 3 (and many of the other Articles in the draft RTS) would neither apply to, nor be suitable for implementation by, most of these small businesses. For this reason, we were not expecting to have to respond to this question. However, in an online AMLA meeting held on 29 May 2026, attended by representatives of CINOA, we were led to understand that the provisions of Section 6 of the draft RTS – notably draft Article 21 – could apply where independent dealers in cultural goods attend an art fair or share rented space in a building. For reasons set out in our response to Question 1,

Name of the organisation	Question	Answer
		CINOA, does not consider this to be the correct interpretation of the draft wording of the RTS. Moreover, even if such an interpretation were considered possible, we see no indication that the extension of group-equivalent requirements to ordinary commercial arrangements between independent art market participants is intended by Regulation (EU) 2024/1624. Furthermore, requiring entirely independent businesses to regard themselves as forming part of a group and, in certain circumstances, to designate one of them to act as a "parent undertaking" with responsibility for overseeing the AML/CFT arrangements of competing businesses would appear inconsistent with both the operational realities of the sector and the objectives of Regulation (EU) 2024/1624. Without accepting that such dealers come within scope of the arrangements outlined in Article 21 we therefore felt it appropriate to comment on the issues that small micro-businesses would face were they to have to apply the Article 3 measures, as follows. Certain provisions in Article 3 would benefit from additional precision to ensure that the requirements can be implemented effectively across sectors with significantly different organisational models and operational realities. This is particularly relevant for non-financial sectors, such as the art market, where many obliged entities conduct business across borders while remaining legally and operationally independent and operating with limited internal hierarchy and high degree of operational autonomy.

Name of the organisation	Question	Answer
		In this context, certain governance expectations outlined in Article 3 are inapplicable. Specifically, the obligation to establish an "organisation and coordination structure or body at group level with sufficient decision-making powers" does not correspond to the sector's reliance on micro and small businesses, which operate with a high degree of autonomy and without a centralised decision-making structure. Many art market operators do not maintain dedicated compliance departments or multiple internal control structures comparable to those commonly found in large regulated financial institutions. Accordingly, obligations relating to control functions, formal documented reporting lines, regular information exchanges, and periodic reviews are unsuited to smaller businesses consisting of sole traders and minimal staff with limited compliance capacity. CINOA would therefore encourage AMLA to clarify that: a) governance arrangements may be adapted to the operational structure and ML/TF risk profile of the relevant entity, b) the use of external advisers and specialised service providers to support AML/CFT compliance should not, in itself, be regarded as inconsistent with the governance requirements set out in Article 3; c) recordkeeping, reporting, and internal review processes should remain commensurate with the scale and complexity of the business concerned. The art market sometimes relies on external specialists for areas such as provenance research, sanctions screening, logistics compliance, storage arrangements, and customer due diligence support. Further guidance regarding the allocation of responsibilities in outsourcing and reliance arrangements would

Name of the organisation	Question	Answer
		therefore assist businesses in applying the RTS consistently and effectively. More broadly, CINOA considers it important that the RTS focus on achieving effective AML/CFT outcomes while allowing sufficient flexibility in how internal governance arrangements are organised in practice for micro and small businesses in non-financial sectors. Many of the organisational expectations reflected in the RTS appear to have been developed with large, integrated financial groups in mind and may not always be readily transferable to non-financial sectors characterised by smaller businesses, simpler governance structures, and different operational models. Additional clarification in this area would strengthen legal certainty and support more consistent and proportionate implementation across sectors.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The provisions relating to information sharing raise important operational, legal, confidentiality, and data protection considerations for the art market sector, particularly in relation to commercially sensitive information, client confidentiality obligations, professional secrecy requirements, and cross-border legal restrictions. The categories of information listed in Article 4 are extensive and include customer identification data, beneficial ownership information, transactional activity, adverse media information, information relating to declined business relationships, and suspicious transaction reporting-related information. The legal and operational challenges described below arise only where the relevant entities properly constitute a group or equivalent structure for the purposes of the RTS. As explained in

Name of the organisation	Question	Answer
		response to Question 1, many ordinary commercial arrangements between independent art market participants do not involve the degree of organisational integration or common control necessary to justify group-wide information sharing obligations. In the art market, customer and client confidentiality often forms an important component of legitimate commercial practice. Collectors, consignors, artists, estates, foundations, trusts, and intermediaries may require a high degree of discretion regarding: a) acquisition strategies; b) provenance-related information; c) pricing arrangements; d) cross-border transactions; and The exchange of such information across entities under common ownership, management, or control, operating in multiple jurisdictions may create significant legal, operational, and commercial sensitivities, particularly where the information extends beyond what is strictly necessary for AML/CFT purposes. In the case of businesses that are not under common ownership the exchange of such information would present enormous problems. CINOA would therefore welcome additional clarification regarding the application of the “need-to-know” principle under Article 4(3). In practice, art market participants would benefit from clearer guidance regarding: a) which categories of information should be shared

Name of the organisation	Question	Answer
		systematically; b) under which circumstances information sharing is mandatory or discretionary; c) how proportionality should be assessed in non-financial sectors; d) how commercially sensitive information unrelated to AML/CFT risk mitigation should be protected; and e) how the principle of data minimisation should operate in practice in the context of group-wide information sharing, and in the case of quasi-groups (businesses conceivably regarded by the RTS as within a group, despite not actually being in a group). CINOA also notes that the international art market routinely involves customers, trusts, foundations, consignors, and intermediaries located outside the European Union. The interaction between Articles 5 - 7 of the draft RTS and the restrictions applicable to international data transfers under Chapter V GDPR may therefore create significant operational and legal complexity. Additional guidance would be beneficial regarding: a) lawful bases for intra-group processing and transfers of personal data; b) safeguards applicable to transfers to third countries; c) interaction with local secrecy, confidentiality, or professional secrecy obligations; d) retention and access limitations; and e) practical expectations where third-country laws restrict disclosure or onward transfer of information.

Name of the organisation	Question	Answer
		CINOA supports the exclusion under Article 9 concerning information protected by legal privilege. Nevertheless, further clarification would still be useful regarding the interaction between the RTS and cross-border professional secrecy obligations involving lawyers, fiduciaries, art advisers, estate representatives, and other intermediaries frequently involved in art market transactions. In addition, the sharing of information relating to suspicious transaction reports or declined business relationships requires particularly extensive safeguards in order to avoid unintended reputational consequences, excessive de-risking practices, or the effective exclusion of customers from the market. In this regard, CINOA welcomes Recital 7, which clarifies that information sharing within groups should not result in automatic acceptance or rejection of customers or categories of customers, and considers that this principle should remain central to the implementation of the RTS. More generally, CINOA encourages AMLA to ensure that the operational implementation of the information-sharing framework remains proportionate, risk-based, and sufficiently flexible to accommodate sectors where confidentiality obligations, commercially sensitive information, and cross-border legal constraints play a significant role in ordinary business activity
CINOA - Confédération Internationale	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	CINOA foresees several operational and legal challenges in implementing the minimum actions and additional measures set out in Articles 10 to 15 of the draft RTS. As noted in response to Question 1, CINOA considers that many ordinary commercial

Name of the organisation	Question	Answer
des Négociants en Œuvres d'Art	procedures and controls? If so, please describe the challenges and provide practical examples.	arrangements in the art market should not fall within the scope of group-equivalent obligations. The comments below therefore address situations where a genuine group relationship exists. First, art market professionals may operate through branches or subsidiaries in jurisdictions where local laws may restrict access to, processing of, or transfers of customer information, beneficial ownership information, or transaction-related information. This issue is particularly relevant in the international art market, where many obliged entities conduct business across major global art markets, including those in the United States, the United Kingdom, and China. As recognised in Recitals 12 and 13 of the draft RTS, such restrictions may arise from data protection rules, professional secrecy obligations, or limitations on access to customer and beneficial ownership information. In practice, this may create situations where an obliged entity is unable to comply simultaneously with both local legal requirements and Union AML/CFT obligations. For example, an EU-based gallery group may maintain a subsidiary or representative office in a third country where local law restricts the transfer of customer information or beneficial ownership data outside the jurisdiction. In such circumstances, the entity may face difficulties in complying with group-wide information-sharing, customer due diligence, or record-retention requirements. Second, CINOA notes that Articles 10, 11 and 14 rely significantly on obtaining customer consent as a mechanism for overcoming

Name of the organisation	Question	Answer
		legal restrictions. While obtaining customer consent may provide a practical solution in certain cases, CINOA does not consider that it should be regarded as a universally available mechanism for overcoming legal restrictions. Collectors, consignors, artists, and other customers involved in high-value transactions may have legitimate confidentiality, security, or personal safety concerns and may therefore be unwilling to consent to broader information sharing arrangements. As a result, obtaining consent may not always resolve the underlying legal impediment. Third, several of the additional measures listed in Article 15 may be challenging for micro and small businesses operating in the art market sector. Enhanced reviews, independent audits, additional due diligence measures, enhanced monitoring, and senior management approval requirements may require expertise and resources that smaller businesses do not always possess internally. For example, a small gallery operating internationally through a branch or subsidiary may have limited compliance personnel and may rely on external advisers for AML/CFT support. Repeated audits, enhanced monitoring measures, or duplicated due diligence requirements could create significant operational burdens without necessarily improving risk outcomes in lower-risk situations. CINOA would therefore welcome additional guidance regarding the treatment of genuine conflicts of law, the assessment of alternative mitigation measures, and the circumstances in which supervisors would consider such measures sufficient to satisfy the requirements of Articles 10 to 15. Such clarification would

Name of the organisation	Question	Answer
		enhance legal certainty and assist obliged entities in implementing the RTS consistently.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes, CINOA foresees a number of legal and operational challenges in applying the provisions set out in Articles 12 and 13 of the draft RTS. The observation below proceeds on the basis that the relevant entities properly constitute a group or equivalent structure for the purposes of the RTS, and not the situation in which the RTS has determined that non-group entities are a quasi-group. The principal challenge is that obliged entities may face situations where compliance with Union AML/CFT requirements conflicts directly with legal obligations applicable in the relevant third country. As recognised in Recitals 12 and 13 of the draft RTS, restrictions may arise from data protection legislation, professional secrecy rules, banking secrecy provisions, or limitations on access to customer and beneficial ownership information. This issue is particularly relevant in the international art market, where transactions frequently involve collectors, intermediaries and other parties located in jurisdictions with strict confidentiality requirements. In some cases, local law may restrict the transfer of customer information, beneficial ownership data, transaction records, or suspicious transaction-related information outside the jurisdiction, including to parent undertakings or competent authorities in the Union. CINOA also notes that the alternative mechanisms envisaged in Articles 12 and 13, including the use of aggregated information,

Name of the organisation	Question	Answer
		statistical reporting, enhanced reviews, or independent audits, may not always provide parent undertakings or supervisors with sufficient visibility of specific ML/TF risks. While such measures may support broader risk oversight, they cannot always substitute for access to underlying information where detailed risk assessment or supervisory review is required. In addition, obliged entities may face legal uncertainty when determining what information can lawfully be shared and in what form. This may lead to inconsistent approaches across jurisdictions and create difficulties in establishing group-wide information-sharing frameworks that satisfy both local legal requirements and Union AML/CFT expectations. CINOA also notes that Article 12(3) may have significant practical implications where legal restrictions in a third country cannot be effectively mitigated through alternative measures. While CINOA recognises the need to address situations in which AML/CFT risks cannot be adequately managed, the possibility that restrictions or termination measures may ultimately become necessary, as contemplated by Article 12(3), may have substantial consequences for businesses operating through long-standing cross-border relationships. CINOA therefore considers that such measures should remain measures of last resort and would welcome further clarification regarding the circumstances in which supervisors would conclude that all reasonable mitigation measures have been exhausted. CINOA would therefore welcome further guidance regarding acceptable alternative reporting mechanisms where direct information sharing is legally restricted, as well as clarification on

Name of the organisation	Question	Answer
		supervisory expectations in situations involving genuine and irresolvable conflicts of law. Such clarification would enhance legal certainty and assist obliged entities in implementing Article 12 and 13 consistently across sectors and jurisdictions.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	CINOA generally supports the proposed framework for additional supervisory actions set out in Article 16 of the draft RTS and welcomes the graduated and risk-based approach reflected in the escalation process. In particular, CINOA supports the distinction between situations where identified risks can be remedied through corrective measures and those where more restrictive supervisory intervention may be necessary. At the same time, CINOA considers that additional clarification would be beneficial regarding the practical implementation of supervisory actions in cross-border structures and non-financial sectors. In particular, further guidance would be welcome regarding the addressee of supervisory decisions and the allocation of responsibilities within complex international structures. While this may be relatively straightforward in highly centralised groups, it may be less clear where the relevant entities operate through more decentralised organisational models that do not exhibit the same degree of centralised governance or decision making. CINOA also considers that additional clarity regarding the practical application of restrictions or closure measures would be beneficial. In the art market, transactions may involve culturally significant works, complex ownership arrangements, or consignments that remain in place over extended periods. As a result, restrictions on activities or the closure of operations may,

Name of the organisation	Question	Answer
		in certain circumstances, have practical implications that cannot be addressed immediately and may require an appropriate implementation period. While CINOA recognises that restrictions on business relationships or closure of operations may be necessary in circumstances where risks cannot be effectively managed, such measures should remain measures of last resort following appropriate remediation efforts and after a careful assessment of the specific circumstances of the case. CINOA would thus appreciate further guidance regarding the factors supervisors will consider when assessing whether corrective measures have been exhausted, the expected implementation timelines for remedial actions, and the practical coordination of supervisory decisions affecting entities operating across multiple jurisdictions. Such clarification would enhance legal certainty and support the consistent and proportionate application of Article 16 across sectors and organisational models.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	CINOA considers that, where a structure properly falls within the scope of Section 5 of the RTS, several of the proposed criteria, particularly those relating to operational oversight, decision-making authority, compliance responsibilities, customer base, and understanding of the group's activities, are appropriate indicators for determining which entity is best placed to coordinate and oversee group-wide AML/CFT obligations. However, CINOA has reservations regarding the use of annual turnover as a determining criterion in the art market sector.

Name of the organisation	Question	Answer
		Turnover can fluctuate significantly from year to year and may be influenced by factors that do not necessarily reflect operational control or responsibility for AML/CFT oversight. For example, a single high-value artwork sale, an exceptional consignment, a major collection sale, or the temporary handling of culturally significant works may substantially increase the turnover of a particular entity without altering its role within the broader structure. Additionally, it is important that the RTS should recognise that within a particular business only a small fraction of sales may fall in scope of the MLR. This is because it is only if a business derives sales from transaction involving objects that fall within both the definition of "cultural goods" and where the transaction value is above the €10,000 threshold that they are in scope. If a business has only one transaction annually involving cultural goods and all its other transactions are, for example, sales of modern household furniture, then it would be inappropriate to consider the turnover of the entire business. Furthermore, business models based on agency, consignment, or intermediary arrangements may generate substantial transaction values without conferring any corresponding degree of managerial authority, operational control, or responsibility for AML/CFT oversight. As a result, turnover may not always be a reliable indicator of which entity is best positioned to assume responsibility for implementing and overseeing group-wide AML/CFT requirements. CINOA therefore encourages AMLA to place greater weight on

Name of the organisation	Question	Answer
		qualitative criteria such as effective decision-making authority, responsibility for compliance functions, operational oversight, governance capacity, and the ability to implement AML/CFT policies across the structure. In CINOA's view, these qualitative factors are more closely aligned with the objectives of identifying the entity best placed to ensure effective AML/CFT coordination and accountability. While annual turnover may remain a useful supplementary indicator, it should not be treated as a decisive criterion in sectors where turnover may bear little relationship to operational control or compliance responsibility. Where turnover is used, it should relate only to in-scope business.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	CINOA considers that additional clarification would be beneficial to ensure that the conditions set out in Article 21 can be applied consistently and proportionately across sectors, particularly in the non-financial sector. In principle, the concepts of common ownership, common management, and common compliance control provide a reasonable basis for identifying structures that may warrant group-equivalent AML/CFT obligations. However, in practice, the distinction between structures exhibiting genuine organisational integration and ordinary commercial relationships between independent businesses may not always be clear. As explained in response to Question 1, many commercial arrangements commonly found in the art market do not involve the degree of common governance, decision making authority, or effective control over AML/CFT

Name of the organisation	Question	Answer
		functions, that Articles 16, 17 and 21 appear intended to address. CINOA therefore welcomes Recital 27, which recognises that pure cooperation agreements, customer referrals, shared technical tools, common branding, exchanges of best practices, or outsourcing arrangements involving the same compliance service provider should not in themselves give rise to group equivalent obligations. Similarly, participation in industry events such as art fairs, or compliance with operational requirements imposed by organisers, should not, without additional indicators of common management or common compliance control, satisfy conditions set out in Article 21. To enhance legal certainty, and promote consistent implementation across sectors, CINOA encourages AMLA to provide additional practical examples and objective indicators demonstrating when a structure should be considered to operate under common management or common compliance control. Such guidance would help ensure that group-equivalent obligations are targeted at structures exercising genuine operational integration and oversight; while avoiding the unintended inclusion of legally and operationally independent market participants engaged in ordinary commercial relationships.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The implementation challenges described below arise only once a structure has properly been determined to fall within Article 21. CINOA refers to its observations under Question 1 and 8 regarding the circumstances in which ordinary commercial arrangements should not be regarded as group-equivalent structures.

Name of the organisation	Question	Answer
		Where Article 21 applies, CINOA foresees several practical challenges in implementing the requirements contained in the RTS. Unlike traditional parent-subsidiary groups, many of structures potentially falling within Article 21 may not possess a central body with legal authority to establish AML/CFT policies, monitor compliance, or require participating entities to implement corrective measures across all participating entities. This may create uncertainty regarding the allocation of responsibilities under the RTS. Particularly, it may not always be clear which entity should be responsible for developing common AML/CFT policies, coordinating information-sharing arrangements, overseeing implementation, or acting as the principal point of contact for competent authorities. Operational challenges may also arise where participating entities remain legally and operationally independent despite being subject to group-equivalent requirements. Such entities may operate different compliance systems, internal procedures, reporting frameworks, and risk assessment methodologies, making the implementation of common governance arrangements resource-intensive and operationally complex. CINOA would also welcome further clarification regarding the meaning of "common policies, procedures and controls" for the purposes of Article 21. In particular, it would be helpful to confirm that this concept refers to common AML/CFT governance arrangements of the type envisaged by Regulation (EU) 2024/1624, rather than operational, commercial, or technical procedures that independent businesses may adopt in parallel.

Name of the organisation	Question	Answer
		Without such clarification, there is a risk that the use of common service providers, adherence to industry standards, or participation in shared commercial arrangements could inadvertently be interpreted as evidence of common compliance control. Greater precision regarding the indicators of common management and common compliance control would also support the proportional application of the RTS to sectors characterised by a high number of SMEs and commercially independent market participants.
CINOA - Confédération Internationale des Négociants en Œuvres d'Art	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	CINOA considers that the criteria set out in Article 22 may be more challenging to apply in structures that do not operate through traditional parent-subsidiary relationships. As noted in response to Question 1 and 8, certain structures that may potentially fall within the scope of Article 21 do not necessarily possess the governance arrangements typically associated with integrated corporate groups. In such cases, identifying an entity as the parent undertaking in the Union may not always result in the selection of an entity that is capable of effectively implementing and overseeing group-equivalent AML/CFT obligations. The entity identified under Article 22 may lack the legal authority, governance role, or operational influence necessary to impose policies, coordinate compliance measures, or ensure implementation across the relevant structure. For example, where independently owned and managed galleries operate under a shared brand or other common commercial

Name of the organisation	Question	Answer
		framework, one participant may be larger or generate higher turnover that the others without exercising any meaningful control over their AML/CFT frameworks or business decisions. In such cases, quantitative indicators alone may not identify the entity best placed to discharge the responsibilities associated with a parent undertaking. CINOA therefore considers that greater weight should be given to qualitative factors, including effective decision-making authority, responsibility for compliance coordination, operational oversight, and the practical ability to implement AML/CFT policies across the structure. Additional guidance and practical examples illustrating how Article 22 would further enhance legal certainty and support the consistent allocation of responsibilities across sectors.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Yes The definitions are a central element of the draft RTS because they determine the scope of the structures subject to group requirements. The concepts of “network”, “structure” and “common compliance control” (in the definition of “partnership”) require further clarification. Audit and accounting networks are often made up of legally independent entities. There are also purely “technical” networks where the entities involved only share technical resources (working files, training modules). AMLA should provide objective criteria to distinguish networks subject to group requirements from cooperation or resource-sharing agreements. In particular, such criteria should ensure that only structures where the is legally enforceable AML/CFT governance fall within

Name of the organisation	Question	Answer
		scope. Otherwise, the definitions risk capturing structures where no entity has the legal authority to impose or monitor AML/CFT requirements.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	No The requirements appear to have been designed mainly for the financial sector. Clarifications are needed for non-financial professional networks where common policies are based on contractual commitments rather than on hierarchical control or capital links. In such structures, the ability to implement and enforce group-wide AML/CFT requirements may be limited, as no entity has legally enforceable authority over the others. The RTS should therefore clarify that these requirements apply only where there is legally enforceable capacity to implement them, otherwise they risk creating obligations that are not practically or legally achievable.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	yes We understand that the principle of information sharing contributes to improving AML/CFT risk management. Nevertheless, the obligations set out in Article 4 cover a very wide range of information, including 'KYC' data, risk assessments, refusals to establish a business relationship, reports of suspicious transactions and compliance-related information. In international networks, this raises ethical questions and practical difficulties related to professional secrecy, data protection (GDPR), differences in national regulatory frameworks, and the liability of entities relying on information provided by other network members—whether those members are in the country, in another EU Member State, or outside the EU.

Name of the organisation	Question	Answer
		In France, for example, non-financial regulated entities belonging to the same network may include accountants, auditors and lawyers; French legislation requires these three professions to be organised as separate legal entities. Nor are they subject to the same supervision in relation to AML/CFT: for example, lawyers do not themselves submit suspicious transaction reports; this is done on their behalf by the President of the Bar. It is therefore not possible for an accounting firm, designated as the parent, to receive suspicious transaction reports from lawyers for onward transmission to the French Financial Intelligence Unit (TRACFIN), given the obligation of professional secrecy. More generally, such situations illustrate that, in certain cases, compliance with the information-sharing requirements may be legally or structurally impossible. In addition, although the RTS are not formally extraterritorial, they may lead in practice to an extension of EU AML/CFT standards to third-country entities, creating potential conflicts with local legal frameworks (e.g. data protection, confidentiality or professional secrecy obligations). A risk-based and proportional approach would help avoid excessive obligations for legally independent entities, particularly where no enforceable authority exists between them.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes The implementation of the proposed measures may be complex where local legislation restricts access to customer data or the sharing of information. In such cases, professional networks will have little scope to implement uniform AML/CFT measures. We do not believe that requiring entities outside the European Union to comply with the same AML obligations as those of member states is consistent with the mandate given to the AMLA.

Name of the organisation	Question	Answer
		Thus, on what legal basis can a network—whose "parent" entity, according to the proposed definition, is American and based in New York for example—be required to implement an AML procedure that complies with European requirements? While the RTS are not formally extraterritorial, they may in practice lead to an extension of EU AMF/CFT standards to third-country entities, creating potential conflicts with local legal frameworks. AMLA must also not overlook translation issues and the challenges of implementing AML/CFT procedures within small European "technical" networks (i.e., those with no capital ties and whose sole purpose is to share information, with a centralized steering committee) composed of entities of different nationalities and languages, where only the executives speak English, for example.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes Mechanisms based on the customer's consent may be useful, but they are not a one-size-fits-all solution. In some jurisdictions, consent is not sufficient to lift legal prohibitions. In others, obtaining consent may be difficult from an operational standpoint. The draft RTS should acknowledge more clearly the diversity of legal frameworks and local legal constraints that may prevent effective information sharing. As reflected in Articles 12 and 13, while the RTS recognise such constraints, the proposed approach relies on compensatory measures (enhanced reviews, controls or audits) which may not always be sufficient to address the underlying legal restrictions. In particular, there may be situations where compliance with information-sharing requirements is partially or fully impossible,

Name of the organisation	Question	Answer
		especially where strict data protection, confidentiality or professional secrecy rules apply in third countries. The possibility, as a last resort, of withdrawing from operations also raises proportionality concerns, particularly for non-financial networks operating in jurisdictions where such legal constraints are structural.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The overall framework for supervisory actions is consistent. However, some of the corrective and restrictive measures proposed assume that the coordinating entity has effective supervisory power over the network members. This assumption does not always reflect the reality of professional networks. Clarifications are needed regarding the respective responsibilities of the coordinating entity and the members, and regarding the application of corrective and restrictive measures in networks composed of legally independent entities.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No The proposed criteria do not always allow for the clear identification of a responsible entity. In most professional networks, no entity exercises control comparable to that of a parent company over the other network members. International networks generally rely on contractual arrangements rather than hierarchical authority. As a result, the criteria risk designating an entity that does not have the legal or operational capacity to perform the functions of a parent undertaking in practice. The proposed criteria based on size or turnover do not appear suitable to us, as they may lead to arbitrary outcomes. In particular, turnover is not a reliable proxy for AML/CFT governance capacity and may result in the designation of an

Name of the organisation	Question	Answer
		entity that is commercially significant but not central from a compliance perspective.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No This provision is one of the main issues of the RTS proposal. Extending group requirements to certain non-integrated structures may be justified when the level of integration is very high. However, international professional networks often have significant legal and regulatory autonomy. The conditions set out in Article 21 are particularly broad and may capture a wide range of non-integrated structures that rely primarily on coordination mechanisms rather than effective AML/CFT control. In particular, elements such as common branding, shared methodologies or common policies do not, in themselves, demonstrate the existence of legally enforceable authority within the structure. Additional criteria and detailed examples are needed to ensure legal certainty. AMLA should clarify the circumstances under which a professional network must be treated as a group and be subject to equivalent requirements. This should include the introduction of a clear threshold requiring legally enforceable AML/CFT control across the structure before such obligations apply.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes The difficulties relate to governance, information sharing, cross-border supervision, conflicts of laws, and the lack of hierarchical powers within networks, especially in structures other than groups where designated parents have no legal authority to enforce AML/CFT policies.

Name of the organisation	Question	Answer
		This creates a mismatch between the regulatory obligations imposed by the RTS and the actual legal powers available within such structures. AMLA should ensure that the final obligations remain feasible and proportionate.
CNCC (Compagnie Nationale des Commissaires aux Comptes)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	No The proposed criteria do not make it possible to identify clearly which entity should assume coordination responsibilities within networks. This is particularly important in non-financial professional networks, where no entity may have legally enforceable authority over the others. As a result, the criteria risk designating an entity that does not have the legal or operational capacity to fulfil the responsibilities of a parent undertaking in practice. An approach based more on actual powers of governance and control, focused on the effective capacity to define, enforce, and control AML/CFT policies would be preferable to an approach primarily based on economic factors.
Comité Professionnel des Galeries d'Art (CPGA)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The Comité Professionnel des Galeries d'Art (CPGA) supports AMLA's objective of establishing harmonised definitions applicable across all obliged sectors in order to ensure the consistent and effective implementation of the group-wide requirements laid down in Regulation (EU) 2024/1624. However, CPGA considers that several definitions contained in Article 2, in particular those relating to the concepts of "structure", "network", "partnership", and "common compliance control", would benefit from further clarification in order to strengthen legal certainty and ensure a proportionate application

Name of the organisation	Question	Answer
		of the future obligations. Such clarification is particularly important for non-financial sectors and, more specifically, for the art market, which is predominantly composed of small and medium-sized enterprises that are legally and operationally independent. As currently drafted, the RTS may inadvertently extend the scope of group-wide requirements to situations that, in practice, merely reflect ordinary commercial relationships between independent operators. Art market professionals regularly engage in various forms of commercial, logistical, and promotional cooperation and frequently rely on common specialised service providers, without these arrangements involving any integrated organisational structure, common management, or effective control of one entity's AML/CFT framework by another. For example, art market participants frequently: - participate in art fairs; - rent exhibition space in buildings hosting multiple galleries; - temporarily share premises for joint exhibitions; - engage in collective communication or promotional initiatives; - enter into cooperation arrangements relating to shipping, storage, or logistics; - use common service providers for provenance research or compliance support; - and occasionally refer clients to other specialised professionals. Such arrangements do not, in themselves, demonstrate the

Name of the organisation	Question	Answer
		existence of an integrated structure, common management, or effective control over another entity's AML/CFT policies and procedures. CPGA therefore considers it essential that the concepts of "structure", "network", and "partnership" be interpreted on the basis of objective criteria demonstrating genuine organisational integration or effective control. In particular, the qualification of a structure subject to requirements equivalent to those applicable to groups should be based on elements such as: - the existence of common decision-making powers; - the existence of a common governance framework; - the existence of a centralised compliance function; - the exercise of effective control over AML/CFT policies and procedures; - or the ability to impose decisions relating to risk management and compliance. Conversely, CPGA considers that ordinary contractual, commercial, or professional relationships between legally independent undertakings should not, in themselves, be regarded as constituting a "structure" within the meaning of the draft RTS. Particular attention should also be paid to the definition of "common compliance control". Recital 24 of the draft RTS appears to give this concept a particularly broad scope. However, the use of the same external compliance provider, law firm, AML/CFT consultant, or technological solution provider should not, in itself, be regarded

Name of the organisation	Question	Answer
		as evidence of common compliance control. Within the art market, many small and medium-sized operators rely on the same specialised service providers in order to pool costs or access expertise adapted to the specificities of the sector. Such arrangements do not confer any power of direction, supervision, or control by one entity over another. By contrast, CPGA welcomes the approach reflected in Recital 27, which clarifies that cooperation agreements, customer referral arrangements, the sharing of technical tools, the use of common external service providers, or joint communication initiatives should not, in themselves, trigger the application of group-wide requirements. In order to strengthen legal certainty and promote the harmonised application of the future RTS, CPGA encourages AMLA to: - further specify the criteria used to establish the existence of effective control or organisational integration; - explicitly confirm that ordinary commercial relationships between independent operators do not, in themselves, constitute “structures” within the meaning of the Regulation; - provide practical examples relevant to non-financial sectors, including the art market; - and clarify the distinction between genuine compliance control and the mere use of common external service providers or technological tools. Such clarifications would contribute to a more predictable, coherent, and proportionate application of the future

Name of the organisation	Question	Answer
		requirements, in line with the risk-based approach that constitutes one of the fundamental principles of Regulation (EU) 2024/1624.
Comité Professionnel des Galeries d'Art (CPGA)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The Comité Professionnel des Galeries d'Art (CPGA) considers that the minimum requirements set out in Article 3 are broadly consistent with the objective pursued by Regulation (EU) 2024/1624, namely to ensure the existence of harmonised AML/CFT compliance frameworks within groups operating across multiple jurisdictions. However, CPGA notes that these provisions appear to have been designed primarily for integrated groups with centralised governance structures, dedicated compliance resources, and specialised control functions. With the exception of a limited number of large international operators, the art market is predominantly composed of legally and operationally independent small and medium-sized enterprises, often family-run businesses operating with lean organisational structures and limited administrative resources. In this regard, CPGA wishes to reiterate the observations made in response to Question 1 concerning the risk that an overly broad interpretation of the concepts of “structure”, “network”, “partnership”, or “common compliance control” could result in independent operators being subjected to requirements originally intended for integrated groups. This concern is all the more significant given that certain indications provided during AMLA stakeholder discussions appeared to suggest that the provisions contained in Chapter VI

Name of the organisation	Question	Answer
		of the draft RTS, and in particular those relating to structures treated as equivalent to groups, could potentially apply to common situations within the art market, such as participation in art fairs, the temporary sharing of exhibition space, or the occupation of premises within the same building. CPGA does not consider such an interpretation to be supported either by the overall scheme of Regulation (EU) 2024/1624 or by the objectives pursued by Articles 16 and 17 thereof, which appear intended to address situations characterised by genuine organisational integration or effective control. Without prejudice to this position, CPGA considers that certain provisions of Article 3 would benefit from additional clarification in order to ensure a proportionate application of the future requirements across the various sectors concerned. In particular, the obligation laid down in Article 3(1)(b) to establish an “organisation and coordination structure or body at group level with sufficient decision-making powers” appears difficult to transpose to smaller structures operating without complex hierarchies or specialised compliance functions. Similarly, the requirements relating to: - separate control functions; - formal reporting and escalation mechanisms; - periodic internal review procedures; - and structured information-sharing arrangements within the group, reflect organisational models more commonly found in large

Name of the organisation	Question	Answer
		international groups than in non-financial sectors composed primarily of micro-enterprises and SMEs. CPGA therefore encourages AMLA to clarify explicitly that: - governance and compliance arrangements may be adapted to the size, organisational structure, and risk profile of the entities concerned; - smaller structures may combine certain compliance functions, provided that appropriate oversight and control mechanisms are maintained; - the use of specialised external service providers remains fully compatible with the requirements of the Regulation within a risk-based framework; - and documentation, internal control, and reporting obligations should be applied in a manner proportionate to the size, complexity, and nature of the business concerned. CPGA further notes that art market professionals frequently rely on specialised external providers for certain technical, regulatory, and compliance-related functions. In this context, additional clarification regarding the interaction between the requirements set out in Article 3 and the use of external service providers would be particularly valuable in order to avoid uncertainty regarding the allocation of responsibilities.
Comité Professionnel des Galeries d'Art (CPGA)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	The Comité Professionnel des Galeries d'Art (CPGA) acknowledges that information sharing within a group contributes to the effectiveness of AML/CFT frameworks. However, the implementation of such mechanisms raises several important issues for the art market that should be taken into account in the future RTS.

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	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	CPGA recalls that the observations below concern only situations in which the entities involved genuinely constitute a group or an equivalent structure within the meaning of Regulation (EU) 2024/1624 and the draft RTS. As previously noted, many commercial relationships between independent art market professionals do not display the degree of organisational integration or common control that would justify the application of the proposed information-sharing mechanisms. Subject to this reservation, CPGA notes that the categories of information that may be shared within a group are particularly broad. They include customer identification data, beneficial ownership information, transaction-related information, internal alerts, information on declined or terminated business relationships, and suspicious transaction reporting-related information. In the art market, confidentiality is often an essential component of legitimate business relationships. Collectors, artists, estates, foundations, trusts, intermediaries and consignors may legitimately seek discretion regarding their identity or ownership structure, acquisition or disposal strategies, certain provenance-related information, financial terms of transactions, or the existence of ongoing negotiations. CPGA therefore considers that further clarification would be welcome regarding the practical application of the “need-to-know” principle set out in Article 4(3). In particular, it would be useful to clarify:

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		- which categories of information should be shared systematically; - in which circumstances information sharing is mandatory or discretionary; - how proportionality should be assessed in non-financial sectors; - how commercially sensitive information that is not directly necessary for AML/CFT risk management should be protected. CPGA also notes that art market participants regularly maintain business relationships with collectors, foundations, trusts, intermediaries and other structures located outside the European Union. In this context, the interaction between the draft information-sharing provisions and the rules governing international data transfers deserves further clarification. CPGA anticipates challenges relating to: - the identification of lawful bases for intra-group processing and transfers; - safeguards applicable to transfers to third countries; - differences between national confidentiality and professional secrecy regimes; - information retention and access requirements; - situations where third-country laws restrict or prohibit the disclosure of certain information. In this regard, CPGA welcomes the provisions of the draft RTS addressing situations where third-country legislation prevents the full application of Union requirements. Further guidance on the corrective or alternative measures expected in such cases would nevertheless strengthen legal certainty.

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		Finally, CPGA considers that particular attention should be paid to information relating to suspicious transaction reports and business relationships declined or terminated for AML/CFT reasons. The sharing of such information should be subject to robust safeguards in order to avoid unjustified reputational consequences, excessive de-risking practices, or the automatic exclusion of certain customers. CPGA therefore welcomes Recital 7 of the draft RTS. To enhance legal certainty and the effectiveness of the framework, CPGA encourages AMLA to: - clarify the categories of information expected to be shared, the applicable safeguards, and the practical application of the “need-to-know” principle; - provide further guidance on transfers of information to third countries and on the interaction with national confidentiality and professional secrecy rules; - confirm that information-sharing mechanisms must be applied in accordance with the principles of proportionality and the risk-based approach, and that the obligations set out in the draft RTS apply only to structures characterised by genuine organisational integration or effective control.
Comité Professionnel des Galeries d'Art (CPGA)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The Comité Professionnel des Galeries d’Art (CPGA) understands the objective pursued by Section 4 of the draft RTS, which is to ensure an adequate level of protection where the legislation of a third country limits or prevents the full application of AML/CFT policies, procedures and controls implemented at group level. CPGA recalls that, here again, the observations set out below concern only situations in which the entities concerned genuinely

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		constitute a group or an equivalent structure within the meaning of Regulation (EU) 2024/1624 and the present draft RTS. Subject to this reservation, CPGA considers that the practical implementation of the measures set out in Articles 10 to 15 could give rise to several significant difficulties for international groups active in the art market. Art market professionals frequently conduct their activities in several major jurisdictions of the global art market (United States, United Kingdom, China). In this context, groups with subsidiaries, branches or representative offices in third countries may be confronted with legislation restricting access to certain information, its processing or its transfer to other entities within the group. As recognised in Recitals 12 and 13 of the draft RTS, such restrictions may result, in particular, from rules relating to business confidentiality, professional secrecy, the protection of certain information relating to customers or beneficial owners, or the international transfer of data. In practice, these situations may place certain entities in a position where they are faced with difficult-to-reconcile obligations: compliance with the requirements of the European Regulation on the one hand, and compliance with obligations arising from applicable local law on the other. CPGA also notes that several provisions of Articles 10, 11 and 14 rely heavily on obtaining customer consent in order to allow the circulation of information necessary for the implementation of group-wide requirements. While this solution may constitute a useful tool in certain situations, CPGA considers that it cannot be

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		regarded as a universal solution capable of overcoming all restrictions. In the art market, certain collectors, artists, foundations or heirs may wish to preserve a high degree of confidentiality regarding their activities, acquisitions or wealth-related transactions. They may therefore legitimately refuse to authorise the broader circulation of certain information within a group. Obtaining consent does not therefore necessarily resolve the legal or operational difficulties resulting from restrictions imposed by certain third countries. Furthermore, CPGA observes that several additional measures provided for in Article 15 – such as enhanced reviews or monitoring arrangements, independent audits, additional due diligence measures, or hierarchical approval procedures – may prove particularly burdensome or even unsuitable for smaller structures. This observation is particularly relevant to the art market, which is composed predominantly of small and medium-sized enterprises with limited human resources. In some cases, the cumulative application of several compensatory measures could generate significant administrative and financial burdens without a proportionate improvement in the effective management of risks. CPGA therefore considers that further clarification would be useful regarding, in particular: - the criteria for assessing the “reasonableness” of the efforts expected from the entities concerned to remove or mitigate restrictions arising from local law; - the manner in which supervisory authorities will assess the effectiveness of the alternative measures implemented; - the level of documentation expected in order to demonstrate

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		that a local legal restriction effectively prevents full compliance with group requirements; - the circumstances in which maintaining operations in a third country may be considered compatible with the requirements of the Regulation despite the existence of persistent local restrictions; - the criteria for assessing whether the compensatory measures provided for in Article 15 are sufficient and proportionate. More generally, CPGA encourages AMLA to adopt a risk-based and sufficiently flexible approach capable of taking into account the diversity of legal frameworks applicable in third countries, as well as the operational realities specific to non-financial sectors.
Comité Professionnel des Galeries d'Art (CPGA)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The Comité Professionnel des Galeries d'Art (CPGA) considers that the implementation of Articles 12 and 13 of the draft RTS may give rise to a number of difficulties where the law of a third country limits or prohibits access to, processing of, or transmission of information for AML/CFT purposes. As a preliminary remark, CPGA once again recalls that the observations set out below concern only situations in which the entities concerned genuinely constitute a group or an equivalent structure within the meaning of Regulation (EU) 2024/1624 and the present draft RTS. The main challenge lies in situations of conflict between, on the one hand, the European requirements relating to information sharing within a group and, on the other hand, certain mandatory provisions applicable in third countries. As recognised in Recitals 12 and 13 of the draft RTS, such restrictions may result, in particular, from national rules limiting access to information

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		relating to customers, beneficial owners or transactions carried out, or from specific confidentiality or professional secrecy regimes. This issue is of particular importance to the art market, whose activities are inherently international in nature. In certain situations, local law may prohibit or restrict the transmission, to a parent undertaking or another group entity established in the European Union, of information relating to the identity of the customer, beneficial owners, transactions carried out, or certain customer due diligence measures. CPGA also notes that the alternative mechanisms provided for in Articles 12 and 13 – such as the transmission of aggregated information, statistical reporting, enhanced reviews or independent audits – do not always fully meet the needs of detailed AML/CFT risk assessment. In some cases, these alternative measures cannot provide the parent undertaking or the competent authorities with a level of visibility equivalent to that resulting from access to the underlying information, particularly where an individualised risk assessment or in-depth review is required. CPGA further considers that operators may face significant legal uncertainty when determining which information may be shared, in what form and within what limits. This situation may lead to divergent interpretations across jurisdictions and complicate the establishment of consistent information-sharing arrangements within international groups. The Committee also wishes to draw AMLA's attention to the

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		potentially significant consequences of Article 12(3). While CPGA understands the need to provide mechanisms for managing situations in which AML/CFT risks cannot be adequately controlled, it considers that measures leading to the restriction or termination of certain business relationships or international operations should remain measures of last resort. In this regard, further clarification would be welcome as to the circumstances in which supervisory authorities may consider that all reasonably available measures have been implemented before such a conclusion is reached. Finally, CPGA considers that it would be useful for AMLA to provide further guidance regarding: - alternative information escalation mechanisms that may be used where direct information sharing is legally impossible; - the criteria for determining the existence of a genuine and insurmountable conflict of laws; - the level of documentation and justification expected by supervisory authorities from the entities concerned; - the conditions under which the alternative measures provided for in Articles 12 and 13 may be considered sufficient.
Comité Professionnel des Galeries d'Art (CPGA)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The Comité Professionnel des Galeries d'Art (CPGA) broadly supports the framework proposed in Article 16 of the draft RTS and welcomes the graduated and risk-based approach underpinning the proposed escalation mechanism. CPGA particularly welcomes the distinction drawn between situations where identified risks can be remedied through appropriate corrective measures and those where more restrictive supervisory measures may prove necessary. Nevertheless, the Committee considers that several aspects of

Name of the organisation	Question	Answer
		the proposed framework would benefit from further clarification. As a preliminary remark, CPGA once again recalls that the measures provided for in Article 16 should apply only in situations where a group or an equivalent structure genuinely exists within the meaning of the Regulation and the future technical standards. That being said, the draft would benefit, first, from providing further clarification regarding the interaction between the competent authorities concerned and the identification of the addressee of supervisory measures. In cross-border structures, responsibilities may be distributed among several entities established in different jurisdictions, each subject to distinct legal obligations. In this context, it appears important that the future technical standards clarify more clearly: - which entity is legally responsible for implementing the measures imposed; - under which circumstances a parent undertaking may be held responsible for restrictions resulting from legal obstacles affecting a subsidiary established in a third country; - how the actions of the different competent authorities concerned should be coordinated. Secondly, CPGA considers that the most restrictive measures envisaged under Article 16, particularly those that may limit certain activities or lead to the termination of operations in a third country, raise important questions regarding practical feasibility and proportionality. In the art market, many international business relationships are based on long-standing establishments, historical partnerships, or structures established in major art trade jurisdictions. The closure of a branch, the

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		cessation of an activity, or the termination of an international business relationship may have significant economic consequences without necessarily resulting in a proportionate reduction of the identified risk. In this context, while CPGA acknowledges that activity restrictions or closure measures may be justified where AML/CFT risks cannot be adequately managed, it considers that such measures should remain measures of last resort. They should be adopted only after remediation efforts have been undertaken and following an assessment of the specific circumstances of each case. In this regard, further clarification would be useful concerning: - the criteria for determining that a risk can no longer be adequately managed through alternative measures; - the factors that competent authorities should take into account before imposing restrictions or closure measures; - the expected implementation timelines for corrective measures; - the level of documentation expected from the entities concerned to demonstrate the efforts undertaken to address the identified obstacles; - the arrangements for coordination between supervisory authorities where several jurisdictions are involved. Finally, CPGA considers that it should be explicitly reaffirmed that the application of the measures provided for in Article 16 must remain based on a proportionate and risk-based approach. The supervisory responses adopted should take into account the nature and severity of the identified risk, the actual degree of

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		control exercised within the group, the size and resources of the entities concerned, the objective legal constraints to which they are subject in the relevant jurisdictions, as well as the operational specificities of the various obliged sectors.
Comité Professionnel des Galeries d'Art (CPGA)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The Comité Professionnel des Galeries d'Art (CPGA) understands AMLA's objective of identifying a reference entity within the Union where several obliged entities belong to the same cross-border structure whose head office is located in a third country. As a preliminary point, the CPGA notes that the situations covered by Section 5 primarily concern structures displaying a significant degree of organisational integration or common control. As stated in its observations regarding Article 2, the CPGA considers that ordinary commercial relationships between independent operators should not be treated as structures equivalent to a group. Subject to that reservation, the CPGA considers that the proposed criteria provide, overall, a workable basis for identifying a responsible entity within the Union. However, their application may give rise to certain practical difficulties in structures characterised by more decentralised governance arrangements or where operational responsibilities are distributed among several entities without a clearly identifiable hierarchy. In this context, further clarification would be useful regarding how supervisory authorities will assess and apply the various criteria in situations where several entities simultaneously meet certain conditions or where no entity exercises a clearly predominant

Name of the organisation	Question	Answer
		role. With regard more specifically to the criterion of annual turnover, the CPGA wishes to underline that, in the art market sector, turnover does not necessarily reflect the actual level of responsibility, control, or exposure to ML/TF risks. The activities of art galleries and other art market participants are characterised by significant fluctuations in transaction volumes and by occasional high-value transactions that may generate substantial turnover without reflecting any particular structural importance within the organisation. Furthermore, certain entities may perform essential governance, compliance, or risk-management functions while generating lower turnover than other entities within the same structure. The CPGA therefore considers that annual turnover should remain a subsidiary criterion and should be used only where the other criteria for identifying the most appropriate entity do not lead to a clear outcome. In this respect, the CPGA believes that criteria linked to the effective exercise of management, coordination, or compliance functions may, in certain situations, constitute more relevant indicators than the mere volume of economic activity. More generally, the CPGA encourages AMLA to ensure that the mechanisms for identifying the parent undertaking in the Union remain grounded in the reality of the functions performed, the effective control exercised, and the governance arrangements of

Name of the organisation	Question	Answer
		the structure concerned, in line with the risk-based approach underpinning Regulation (EU) 2024/1624.
Comité Professionnel des Galeries d'Art (CPGA)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The Comité Professionnel des Galeries d'Art (CPGA) supports AMLA's objective of ensuring that certain organised structures, although not based on a traditional parent-subsidiary relationship, cannot circumvent the governance and control requirements established by Regulation (EU) 2024/1624. However, the CPGA considers that the conditions currently set out in Article 21 would benefit from further clarification in order to ensure a legally certain, consistent, and proportionate application of these provisions. This issue is particularly important for the art market, which is characterised by a large number of legally independent galleries and art dealers operating through commercial, professional, or event-based relationships that do not necessarily reflect the existence of an integrated structure within the meaning of the Regulation. The CPGA notes in particular that several of the criteria referred to in Article 21 rely on concepts that may be susceptible to broad interpretation, including the existence of a common commercial strategy, a common commercial identity or brand, operational cooperation arrangements, coordination mechanisms, or shared functions and services. Taken individually, such elements may exist across many economic sectors without necessarily demonstrating the existence of effective control, common governance, or a sufficient degree of organisational integration to justify the

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		application of requirements equivalent to those applicable to groups. By way of example, art market professionals frequently engage in various forms of commercial, logistical, or promotional cooperation and often rely on common specialised service providers, without such arrangements reflecting the existence of an integrated structure, common management authority, or effective control over the AML/CFT framework of one entity by another. The CPGA therefore considers that Article 21 should place greater emphasis on the existence of objective indicators demonstrating genuine organisational integration or effective control. In this regard, more relevant criteria would include: - the existence of centralised decision-making powers; - the existence of common governance arrangements; - the existence of a common compliance function with powers of instruction or supervision; - the ability to impose AML/CFT policies and procedures on all participating entities; - and the existence of effective control over the strategic or operational decisions of the entities concerned. Conversely, the CPGA considers that participation in art fairs, occasional cooperation agreements, client referrals, shared premises, the use of common service providers, or collective promotional initiatives should not, in themselves, constitute sufficient indicators for determining that a structure falls within

Name of the organisation	Question	Answer
		the scope of Article 21. The CPGA therefore welcomes the approach reflected in the draft RTS, which seeks to distinguish genuinely integrated structures from ordinary commercial relationships between independent operators. Nevertheless, it considers that additional clarification would be useful in order to avoid divergent interpretations among national supervisory authorities. Such clarification is all the more important given that the application of group-wide requirements carries significant operational consequences in terms of governance, information sharing, internal controls, supervision, and compliance responsibilities. Applying these obligations to legally and economically independent businesses would risk creating disproportionate burdens without any demonstrated benefit in terms of preventing money laundering and terrorist financing. The CPGA therefore encourages AMLA to: - further clarify the criteria for establishing the existence of a structure equivalent to a group; - explicitly confirm that ordinary commercial relationships between independent operators are not, in themselves, sufficient to constitute such a structure; - provide practical examples applicable to non-financial sectors, including the art market; - and clarify that the existence of a genuine capacity to control or influence AML/CFT arrangements constitutes a decisive element of the assessment.

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		These clarifications would strengthen legal certainty for obliged entities, support the harmonised application of the Regulation across the Union, and preserve a risk-based approach that remains proportionate to the economic realities of non-financial sectors.
Comité Professionnel des Galeries d'Art (CPGA)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The Comité Professionnel des Galeries d'Art (CPGA) considers that several legal and operational challenges may arise from the implementation of the provisions set out in the draft RTS and, in particular, Article 21. As a preliminary remark, the CPGA refers to the observations made in response to Questions 1 and 8 regarding the conditions under which a structure may be considered subject to requirements equivalent to those applicable to groups. The challenges outlined below relate exclusively to situations in which a structure genuinely falls within the scope of Article 21. The CPGA supports AMLA's objective of preventing the circumvention of AML/CFT requirements through structures characterised by a significant degree of organisational integration or common control. However, unlike traditional groups organised around a parent undertaking exercising clearly identifiable management authority, certain structures that may potentially fall within the scope of Article 21 do not necessarily possess a central body with the legal authority to establish common policies, supervise their implementation, or impose corrective measures on the entities concerned.

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		This situation may create significant uncertainty regarding the allocation of responsibilities under the RTS. In particular, it may prove difficult to identify the entity responsible for: - developing common AML/CFT policies and procedures; - organising information-sharing arrangements; - overseeing the implementation of applicable obligations; - coordinating compliance arrangements; - or acting as the principal point of contact for competent authorities. The CPGA considers that further clarification on this point would usefully contribute to enhancing legal certainty for the entities concerned. Operational challenges may also arise where entities participating in the same structure remain legally and operationally independent. Even where Article 21 applies, such entities may continue to operate distinct compliance systems, different risk assessment methodologies, separate internal procedures, and autonomous operational structures. The implementation of common governance, control, or reporting arrangements may therefore prove particularly complex and generate significant costs, especially for small and medium-sized enterprises, which constitute a substantial proportion of non-

Name of the organisation	Question	Answer
		financial sectors, including the art market. The CPGA also considers that additional clarification would be welcome regarding the concept of “common policies, procedures and controls”. It is important to confirm that this concept refers exclusively to AML/CFT governance and compliance arrangements within the meaning of Regulation (EU) 2024/1624. Absent such clarification, there is a risk that certain ordinary operational or commercial practices could be interpreted as evidence of common control. In the art market, professionals may, for example, participate in art fairs, temporarily share premises or services, undertake collective promotional activities, cooperate on logistical matters, or rely on common specialised service providers, while remaining legally and operationally independent. Such situations should not, in themselves, be regarded as indicators of common compliance control or integrated governance. The CPGA therefore considers that greater precision regarding the concepts of “common management” and “common compliance control” would support a more predictable and proportionate application of the RTS. Finally, the CPGA believes that further clarification of the criteria used to identify the structures covered by Article 21 would help

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		avoid divergent interpretations among national supervisory authorities and ensure a harmonised application of the future rules across the Union.
Comité Professionnel des Galeries d'Art (CPGA)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The Comité Professionnel des Galeries d'Art (CPGA) understands the objective pursued by Article 22, which seeks to identify a reference entity responsible for coordinating the obligations applicable to structures subject to requirements equivalent to those applying to groups. However, the CPGA considers that the effectiveness of the proposed criteria depends largely on the nature of the structures concerned and on the conditions under which those structures have been determined to fall within the scope of Article 21. As indicated in its responses to Questions 1, 8 and 9, the CPGA considers that requirements equivalent to those applicable to groups should only apply to structures exhibiting a sufficient degree of organisational integration, common governance, or effective control. Where such integration genuinely exists, the identification of a reference entity generally appears feasible on the basis of objective criteria relating to governance arrangements, organisational structures, or the exercise of decision-making powers. Conversely, where several legally independent entities are brought together within a structure that is not based on a genuine relationship of control, the application of the criteria set out in Article 22 may give rise to a number of practical and legal difficulties.

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		In particular, the designation of one entity to assume responsibilities comparable to those of a parent undertaking may appear artificial where none of the entities concerned possesses the legal authority to: - impose common policies or procedures; - exercise oversight over the compliance arrangements of the other entities; - supervise their risk management processes; - or take binding AML/CFT decisions. In such circumstances, reliance on criteria based solely on economic size, business volume, or other quantitative indicators does not necessarily reflect the reality of the relationships between the entities concerned. The CPGA therefore considers that the fact that one entity generates higher turnover or has a more significant economic presence does not necessarily mean that it exercises any authority, responsibility, or supervisory role with respect to the other participants in the structure. This observation is particularly relevant to the art market, where independent operators may cooperate in certain professional contexts while retaining full autonomy with regard to their commercial decisions, governance arrangements, and compliance frameworks. The CPGA therefore considers that the criteria used to identify the reference entity should, wherever possible, prioritise factors demonstrating a genuine capacity to coordinate, supervise, or

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		exercise effective control, rather than relying exclusively on economic indicators. Further clarification would also be welcome regarding the specific responsibilities attached to the status of reference entity and the legal consequences that may arise from such designation. Such clarification would enable the entities concerned to better assess the implications of this role and would contribute to a more harmonised application of the framework across the Union. Finally, the CPGA considers that greater precision regarding the interaction between the criteria set out in Articles 21 and 22 would strengthen legal certainty for obliged entities and reduce the risk of divergent interpretations among national supervisory authorities. Such clarifications would help ensure a proportionate and risk-based application of the future technical standards, in line with the objectives pursued by Regulation (EU) 2024/1624.
Conseil national des barreaux de France	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Le Conseil national des barreaux (CNB) est attaché au respect des règles déontologiques nationales relatives au secret professionnel liant l'avocat et à la nécessité de respecter l'approche par les risques. Il est particulièrement attentif à la manière dont les RTS pourraient affecter l'efficacité de la supervision exercée par les organismes d'autorégulation. 1) S'agissant de l'article 2, les normes techniques de réglementation (RTS) ne doivent pas aller au-delà de la définition prévue par le Règlement 2024/1624.

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		La plupart des avocats n'exercent pas au sein de grandes structures. Seuls certains grands cabinets internationaux peuvent, en théorie, présenter une relation mère / filiale. La définition du « réseau » figurant à l'article 2 § 3 du RTS est très large puisqu'elle ne se réfère qu'à « une marque ou une dénomination commerciale commune » et à une « direction commune ». Le fait de partager une même « marque ou dénomination » ne signifie pas que des fonctions soient effectivement mutualisées. Les réseaux ne sont pas forcément des sociétés, mais plutôt des cadres pour la formation ou pour faciliter la recommandation de clientèle. Ces « réseaux » n'intègrent aucune fonction commune liée aux opérations quotidiennes. Ils ne disposent pas d'une « entreprise mère ». Dans un réseau, les informations ne peuvent être partagées en raison de l'application du secret professionnel et de la confidentialité des échanges entre l'avocat et son client. La définition du réseau devrait donc être limitée aux réseaux présentant à la fois une propriété commune ET des fonctions communes de conformité. En conséquence, les réseaux ne devraient pas être traités de la même manière que les groupes de sociétés. 2) Le projet de RTS semble contredire les recommandations 18 et 23 du GAFI qui n'ont pas pour objet de créer des obligations nouvelles, lourdes ou obligatoires pour le secteur privé ainsi que le précise le mémorandum explicatif. Les RTS ne suivent pas ce même objectif d'efficacité consistant à appliquer les règles uniquement lorsqu'elles permettent une meilleure atténuation des risques de BC-FT. Il est utile d'ajouter une disposition reflétant la position du GAFI : « Le présent RTS n'est pas destiné à s'appliquer aux entrepreneurs individuels ni aux autres

Name of the organisation	Question	Answer
		entreprises ou professionnels exerçant leurs activités de manière indépendante. » En outre, ces RTS sont destinées à s'appliquer aux groupes (cette notion étant définie de manière très large par renvoi à l'article 2, § 1, point 41, du Règlement 2024/1624) et visent à couvrir, au-delà des structures sociétaires, les réseaux et autres accords contractuels impliquant un partage de la propriété, de la gestion ou des fonctions de conformité. Compte tenu de cette définition extensive, nous estimons qu'un nombre limité de cabinets d'avocats de l'Union européenne et de l'Espace économique européen sera concerné par ces règles. 3) Dans ce contexte, les dispositions des RTS : • Semblent contraires à l'approche fondée sur les risques : le niveau de risque d'un cabinet d'avocats ou d'un avocat peut varier selon l'État membre de l'UE dans lequel il est établi et selon les activités qu'il exerce. Dès lors, une atténuation efficace des risques de BC-FT suppose un ancrage local des dispositifs de contrôle, y compris du cadre de LBC-FT. Or, ces RTS conduiraient à une « délocalisation » de ce cadre au niveau de l'entreprise mère, avec pour conséquence possible que les entités locales du « groupe » soient soumises, au niveau du groupe, à des décisions ou politiques qui ne seraient pas nécessairement adaptées ou proportionnées, voire qui seraient moins strictes que celles actuellement applicables dans leur propre État. • Risquent de compromettre le choix de confier la supervision des avocats aux organismes d'autorégulation afin de garantir leur indépendance. Conformément à la directive, les États membres peuvent confier cette supervision aux organismes d'autorégulation. Dans de nombreux cas, la supervision des avocats est expressément confiée aux barreaux afin de préserver

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		l'indépendance de la profession à l'égard de toute influence de l'État. Si, en application du présent projet de RTS, un cabinet d'avocats est soumis localement à la supervision LBC-FT d'un organisme d'autorégulation tout en ayant une « entreprise mère » relevant d'un système de supervision étatique, cela pourrait créer des tensions avec les garanties d'indépendance de la profession, qui constituent un élément essentiel de l'architecture de l'État de droit dans le premier État membre. Si les organismes d'autorégulation peuvent naturellement coopérer entre eux et avec des autorités de supervision étatiques, il convient de veiller à ce que cette coopération ne remette pas en cause la compétence exclusive de l'organisme compétent pour les questions relatives aux avocats qu'il supervise.
Conseil national des barreaux de France	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Les politiques applicables à l'ensemble du groupe ne devraient s'appliquer que lorsqu'elles sont proportionnées et justifiées au regard d'une évaluation fondée sur les risques. En outre, il conviendrait de préciser clairement que ces exigences ne s'appliquent qu'aux groupes, et non à d'autres structures telles que les réseaux ou les partenariats. Plusieurs dispositions de l'article 3 sont incompatibles avec les règles d'indépendance et de confidentialité applicables aux avocats : • l'article 3, § 1, a), qui impose la mise en place, au niveau du groupe, d'une « structure ou d'un organe d'organisation et de coordination (…) doté de pouvoirs décisionnels suffisants » et, corrélativement, exige que le responsable groupe de la conformité et le responsable de la conformité soient en mesure de « gérer et prévenir » les risques de blanchiment de capitaux et

Name of the organisation	Question	Answer
		de financement du terrorisme (BC/FT) ; • l'article 3, § 1, b), qui impose la circulation des « informations nécessaires au niveau du groupe » ; • l'article 3, § 1, e), qui exige que les fonctions de conformité du groupe entretiennent des « échanges d'informations réguliers et documentés » ; • l'article 3, § 1, g), qui prévoit que les fonctions de conformité du groupe examinent l'efficacité des politiques, procédures et contrôles applicables à l'échelle du groupe, et que ces politiques, procédures, contrôles ainsi que les évaluations des risques à l'échelle du groupe fassent l'objet d'un examen « adéquat » au niveau de l'entreprise mère. Ces dispositions, qui sont imprécises, pourraient avoir pour conséquence que des structures ou fonctions établies au niveau du groupe : • imposent aux entités du groupe des politiques ou instructions incompatibles avec l'indépendance que les avocats doivent respecter dans l'exercice de leurs missions ; • aient accès à des informations ou documents protégés par les règles de confidentialité. À cet égard, certaines dispositions actuelles de ce projet de normes techniques de réglementation (RTS) semblent : • constituer un risque pour la protection du secret professionnel ; voir également la liste des informations (y compris les informations relatives aux clients) devant être partagées au titre de la section 3 du projet de RTS ; • porter atteinte au principe d'indépendance, l'article 3 du projet de RTS conférant à la fonction de conformité LBC-FT au niveau du groupe certaines prérogatives et un accès à des informations. En

Name of the organisation	Question	Answer
		pratique, certains cabinets d'avocats pourraient perdre leur indépendance dans le choix des fonctions de conformité les plus compétentes, ce qui est manifestement contraire à la nécessité de disposer d'une organisation interne adéquate. La portée générale de cet article devrait donc être limitée par l'ajout d'un paragraphe tenant compte des spécificités de la profession d'avocat, qui pourrait être rédigé comme suit : « Les dispositions du présent article ne s'appliquent aux professionnels indépendants du droit que dans la mesure où elles sont compatibles avec les droits fondamentaux garantis par le droit de l'UE et par la CEDH, et/ou avec les dispositions des législations nationales régissant l'accès à la profession ou son exercice. » En outre, plusieurs exigences spécifiques vont au-delà de l'article 16 du règlement 2024/1624, notamment l'obligation de mettre en place une « structure ou un organe dédié d'organisation et de coordination au niveau du groupe » (article 3, point a)), doté de « pouvoirs décisionnels suffisants », de « lignes hiérarchiques clairement documentées » et d'un « responsable groupe LBC/FT » (article 3, point b)). Il s'agit d'obligations nouvelles et spécifiques qui ne trouvent aucun fondement juridique dans le règlement AMLR.
Conseil national des barreaux de France	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	Le secret attaché aux échanges entre un avocat et son client et l'impossibilité de communiquer le contenu de ces échanges sont des principes fondamentaux de l'État de droit. Il s'agit d'un droit fondamental des clients. Les règles de confidentialité et de respect du secret professionnel s'appliquent de manière stricte aux avocats en

Name of the organisation	Question	Answer
	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	application du droit national et des règles déontologiques. Ces règles se retrouvent aussi dans les articles 7 et 47 de la Charte des droits fondamentaux de l'Union européenne ainsi que dans l'article 8 de la Convention européenne des droits de l'homme (Conv.EDH). Toute dérogation au secret professionnel de l'avocat doit respecter la Charte, la Conv.EDH ainsi que la jurisprudence de la Cour de justice de l'Union européenne (CJUE ; p. ex. Ordre des barreaux francophones, aff. C-305/05) et de la Cour européenne des droits de l'homme (CEDH) (p. ex. 6/12/2012, Michaud c. France). La section relative au partage d'informations doit donc être encadrée par un article supplémentaire tenant compte des spécificités de la profession d'avocat, qui pourrait être rédigé comme suit : « Les dispositions de la présente section 3 ne s'appliquent aux professions juridiques indépendantes que dans la mesure où elles sont compatibles avec les droits fondamentaux garantis par le droit de l'Union et la CEDH et/ou avec les dispositions des législations nationales relatives au secret professionnel et à la confidentialité de la relation avocat-client. » En outre, il est proposé d'ajouter le considérant suivant afin de reconnaître et de préserver les spécificités de certaines entités assujetties susceptibles d'entrer en conflit avec le partage d'informations avec d'autres entités (du groupe / du réseau / du partenariat) : « L'exercice des activités des professions juridiques indépendantes est soumis à une inscription auprès d'un

Name of the organisation	Question	Answer
		organisme professionnel indépendant et régi par des principes tels que l'indépendance et la confidentialité. Le cadre européen de lutte contre le blanchiment de capitaux et le financement du terrorisme reconnaît, conformément à la jurisprudence de la Cour de justice de l'Union européenne, le rôle particulier joué par les professions juridiques indépendantes dans le système judiciaire, réaffirmant notamment certains droits fondamentaux tels que la confidentialité des communications entre l'avocat et son client. La Convention du Conseil de l'Europe sur la protection de la profession d'avocat souligne, dans son préambule, « le rôle fondamental que les avocats et leurs associations professionnelles jouent dans la défense de l'État de droit, la garantie de l'accès à la justice et la protection des droits de l'homme et des libertés fondamentales ». Les professions juridiques indépendantes ne devraient donc être soumises au présent Règlement que dans la mesure où ses dispositions ne portent pas atteinte (i) à ces droits fondamentaux, (ii) aux principes fondamentaux et aux devoirs régissant l'exercice de la profession ou (iii) aux dispositions des législations nationales régissant l'accès à la profession et/ou son exercice dans un État membre de l'Union. » Par ailleurs, la cohérence de certaines dispositions pose problème. L'article 4, § 1, et le considérant 4 semblent envisager un échange d'informations très large, tandis que l'article 4, § 3, et le considérant 10 se réfèrent à un partage proportionné des informations, limité au principe du « besoin d'en connaître ». L'article 4.1.d), point i), prévoit : « sauf instruction contraire de la CRF compétente ». Le mécanisme de filtrage assuré par le bâtonnier dans certains États membres (par exemple en

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		Belgique, en France et au Luxembourg), dans le cadre du dispositif de déclaration applicable aux avocats, n'est pas pris en considération. Dès lors, le bâtonnier devrait également être habilité à donner des instructions contraires lorsqu'un tel mécanisme de filtrage existe. S'agissant du considérant 7, qui indique que le partage d'informations au sein des groupes ne devrait pas conduire à une acceptation ou à un refus automatique d'un client ou de catégories de clients à l'échelle du groupe, cette disposition n'est jamais applicable aux avocats, les contrats étant conclus intuitu personae. Enfin, le considérant 23 et l'article 8 (Partage d'informations dans le cadre de partenariats de partage d'informations) ne peuvent pas fonctionner, en particulier lorsque tous les membres de la structure ou du partenariat ne sont pas des entités assujetties. L'AMLA ne peut pas être en mesure d'imposer des obligations à l'avocat qui n'est pas une entité assujettie. L'ensemble de la section relative aux obligations des sociétés mères qui ne sont pas des entités assujetties ne relève pas des compétences de l'AMLA.
Conseil national des barreaux de France	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Les groupes soumis au Règlement 2024/1624 qui exercent notamment leurs activités par l'intermédiaire de filiales établies dans des pays tiers peuvent être confrontés à des restrictions juridiques ou réglementaires locales, telles que des règles relatives à la protection des données, le secret bancaire ou des limitations concernant les informations sur les clients. Lorsqu'une législation d'un pays tiers ne permet pas de se

Name of the organisation	Question	Answer
		conformer à l'AMLR, les entreprises mères ou les entités assujetties sont tenues de mettre en œuvre des mesures supplémentaires afin de gérer efficacement les risques de blanchiment de capitaux et de financement du terrorisme (LCB-FT). Les cabinets d'avocats disposant de bureaux internationaux dans des juridictions appliquant des règles restrictives en matière de protection des données ou de secret professionnel seront confrontés à un régime d'escalade structuré, avec des conséquences sur leurs activités et sur leurs clients.
Conseil national des barreaux de France	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Certains éléments et notions utilisés dans l'article 21 manquent de clarté et peuvent donner lieu à des interprétations divergentes lors de leur mise en œuvre, en contradiction avec l'exigence de sécurité juridique que des instruments tels que les RTS sont censés garantir. Il s'agit notamment des articles suivants : • Art. 21, § 2, point a) : le « contrôle » exercé sur des activités ou des entités / structures ; • Art. 21, § 2, point b), ii) : une stratégie commerciale ou un modèle économique « homogène » ; • Art. 21, § 2, point c), iii) : un « système centralisé d'opérations de conformité périodiques ou de coûts de conformité ». En outre, la pertinence des critères liés au « contrôle commun de la conformité » peut être remise en cause eu égard à l'objet du présent projet de RTS qui est la lutte contre le blanchiment de capitaux et le financement du terrorisme (LBC-FT), et dès lors que les critères concernés vont, en réalité, au-delà du seul cadre de la LCB-FT. À cet égard : • Le considérant 24 est préoccupant. Il explique la manière dont les conditions de qualification des structures partageant une propriété commune, une direction commune ou un contrôle commun de la conformité devraient être définies et précise que le

Name of the organisation	Question	Answer
		« contrôle commun de la conformité ne devrait pas se limiter à la conformité au cadre LCB-FT, mais inclure d'autres formes de conformité, telles que les dispositifs prudentiels ou les dispositifs de conformité relatifs aux produits ou aux services ». • L'article 21, § 2, point c), v), fait référence à des dispositifs communs de marque, de marketing ou de franchise. Il en résulte que ce considérant et cette disposition devraient être supprimés ou, à tout le moins, limités au seul objectif de lutte contre le blanchiment de capitaux et le financement du terrorisme, compte tenu de la finalité de cette législation à savoir la lutte contre le blanchiment de capitaux et le financement du terrorisme (les exigences prudentielles ou de conformité des services étant étrangères à son objet) et, plus généralement, parce que l'AMLA n'est pas compétente en matière de conformité pour les questions qui ne sont pas liées à la lutte contre le blanchiment de capitaux et le financement du terrorisme.
Conseil national des barreaux de France	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Comme indiqué dans la réponse à la question 8, certains éléments ne sont pas pertinents au regard de la lutte contre le blanchiment de capitaux et le financement du terrorisme, et le manque de clarté de certaines notions et de certains critères utilisés dans le présent article est susceptible d'entraîner des divergences d'interprétation et de mise en œuvre pratique. Conformément aux règles déontologiques applicables dans de nombreux États membres de l'Union européenne, la « propriété commune » de cabinets d'avocats n'est pas autorisée, dans la mesure où elle est susceptible d'entrer en conflit avec le secret professionnel de l'avocat (LPP/PS) et où elle serait ouverte à des non avocats qui voudraient y être majoritaires.

Name of the organisation	Question	Answer
		Les critères définissant la notion de « direction commune » manquent également de clarté : (i) le texte prévoit qu'il y a direction commune lorsque des entités constituent des « parties juridiquement dépendantes » d'une entité, sans toutefois définir cette notion ; (ii) il fait référence à un « organe de direction commun », lequel peut ne pas être un organe chargé des questions opérationnelles. Il conviendrait de préciser qu'un organe de direction commun ne devrait être considéré comme tel que s'il est compétent non seulement pour les questions stratégiques, mais également pour les questions opérationnelles quotidiennes ; (iii) ce critère n'est pas davantage pertinent dans la mesure où les avocats peuvent répartir entre eux les honoraires en fonction de leur intervention dans un dossier (par exemple lorsque deux avocats assistent un même client dans une même affaire), sans que cela constitue un élément distinctif. Il pourrait également être utile de préciser que l'article 21 ne devrait pas étendre les obligations applicables au niveau du groupe à des entités établies exclusivement dans des pays tiers du seul fait qu'elles participent à un réseau, sauf en ce qui concerne les succursales établies dans l'Union européenne.
Conseil national des barreaux de France	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Il ressort des points (a) à (g) de l'article 22, § 1, du projet de RTS que l'identification de « l'entreprise mère » repose sur des critères vagues et non définis :

Name of the organisation	Question	Answer
		• Article 22, § 1, point (b) : « transactions importantes » • Article 22, § 1, point (c) : « droit ou capacité de coordonner la gestion » • Article 22, § 1, point (d) : « informations techniques essentielles ou services critiques » • Article 22, § 1, point (e) : « gér[er] le contrôle ou le système de conformité » • Article 22, § 1, point (f) : « gér[er] les coûts des activités opérationnelles et de conformité » Il en va de même pour des critères tels que le développement, la gestion, la diffusion ou la révision de la stratégie de marque, du marketing, des partenariats de franchise ou des accords de partenariat ou d'organisation en réseau (article 22, § 1, point (g)). En outre, l'article 22, § 2, du projet de RTS prévoit que, en l'absence d'identification sur la base des critères de l'article 22, § 1, l'entité présentant le chiffre d'affaires annuel total le plus élevé sera considérée comme « l'entreprise mère ». Le pouvoir d'imposer des règles au niveau du réseau ne devrait pas être fondé sur le chiffre d'affaires, dès lors que le niveau de risque peut varier considérablement d'une entité à l'autre, y compris au sein d'un même réseau. Dans le cas des entités assujetties telles que les avocats, qui ne sont soumises aux obligations LBC/FT que pour certaines activités, ce critère devrait, à tout le moins, être limité au chiffre d'affaires correspondant à ces activités. Cela démontre une nouvelle fois une méconnaissance de l'approche fondée sur les risques, principe qui constitue pourtant le fondement même de la politique européenne en matière de LBC/FT.

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		Enfin, cet article, lorsqu'il traite de l'entreprise mère devant être identifiée en cette qualité, se réfère uniquement à une « entité » et non à une « entité assujettie ». L'article 24 prévoit certaines obligations de notification à l'égard des autorités de surveillance « lorsque l'entreprise mère n'est pas une entité assujettie ». Ainsi, l'entreprise mère pourrait être une entité qui, en elle-même, ne relèverait pas du champ d'application des règles LBC-FT. Cela aurait pour conséquence de confier, au niveau du groupe, des obligations et prérogatives en matière de LBC-FT à des entités susceptibles de ne pas disposer de ressources suffisantes et/ou qualifiées et ayant une connaissance et une compréhension limitées des risques de BC-FT qu'elles sont censées atténuer à l'échelle du groupe. En conséquence, « l'entreprise mère » devrait, à tout le moins, être une entité assujettie, c'est-à-dire une entité déjà, en principe, dotée des moyens nécessaires pour comprendre et atténuer les risques de BC-FT, puisqu'elle est elle-même soumise à des obligations professionnelles en matière de LBC-FT. En outre, compte tenu des obligations d'indépendance et de confidentialité applicables aux professions juridiques indépendantes et dès lors que, dans sa rédaction actuelle, cet article permettrait à des entités non assujetties et à des personnes n'appartenant pas à une profession juridique d'être désignées comme « entreprise mère » de professionnels du droit indépendants, cet article devrait comporter une réserve générale précisant que l'identification de l'entreprise mère et les prérogatives qui lui sont conférées en vertu du présent projet de RTS et du règlement AMLR ne doivent pas entrer en conflit avec ces obligations d'indépendance et de confidentialité.

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		S'agissant de l'article 23, le projet de RTS semble imposer la notification d'une entreprise mère désignée et autoriser les autorités de surveillance à désigner une entreprise mère différente. Il convient de s'interroger sur le point de savoir si les articles 16 et 17 du règlement AMLR fournissent une base juridique suffisante pour conférer de tels pouvoirs. S'agissant de l'article 24 (notification à l'autorité de surveillance lorsque l'entreprise mère n'est pas une entité assujettie) : • L'article 24, § 1 prévoit que la notification est effectuée par « les entités assujetties des structures », tandis que la troisième phrase envisage l'hypothèse dans laquelle « une entreprise mère omet de notifier à l'autorité de surveillance ». Cet article devrait dès lors être corrigé afin de remédier à cette incohérence. • L'article 24, § 3, prévoit qu'en cas de modification des informations précédemment notifiées aux autorités de surveillance compétentes par les entités assujetties, celles-ci informent les autorités de surveillance compétentes « et l'Autorité » (c'est-à-dire l'AMLA), alors que la notification initiale prévue à l'article 24, § 1, ne doit être adressée qu'aux autorités de surveillance compétentes. Il n'existe donc aucune raison de notifier l'AMLA en cas de modification, une telle notification relevant plutôt, le cas échéant, de la responsabilité des autorités nationales de surveillance compétentes.
Consiglio Nazionale dei Dottori Commercialisti e	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definitions contained in Article 2 appear, on the whole, to be consistent with the objective of extending AML/CFT requirements to organizational structures other than traditional groups. However, it is worth making a few observations, particularly in light of the impact of these definitions on professionals.

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degli Esperti Contabili		First, the definition of “structure” is very broad and potentially all-encompassing. The inclusion of any agreement aimed at establishing a common framework of professional or commercial relationships risks encompassing even “light” forms of cooperation (e.g., informal networks or occasional collaborations), leading to uncertainty in application or improper application. It would be useful to better clarify the criteria for effective organizational and operational integration necessary for a “structure” to fall within the scope of the relevant concept outlined in the RTS, in order to prevent forms of cooperation that do not constitute structures in the strict sense from being included. Second, the definitions of “network” and “partnership” are based on elements such as cost-sharing, the pursuit of common goals, or the adoption of shared policies. However, these elements do not align with the typical legal categories of regulated professions, such as professional associations or partnerships among professionals. In these contexts, in fact, cost-sharing or the existence of a common purpose does not necessarily imply a level of integration sufficient to justify the application of AML/CFT obligations at the “group” level. This disconnect between regulatory definitions and the legal/operational reality of the professions risks creating uncertainty, or the adoption of measures that are disproportionate and unsuitable for achieving the objective the RTSs aim for. Structures that, from a civil law and organizational perspective, remain autonomous could be drawn into the scope of the RTS based on overly generic criteria: in this regard, the repeated use of the term “similar” should be avoided. In other words, the regulation seems to struggle to achieve full systematic consistency when applied to the world of regulated professions.

Name of the organisation	Question	Answer
		This issue also emerges in light of Recital 25, which expressly refers to networks and partnerships among professionals. Precisely because these organizational forms are widespread but heterogeneous, a greater effort at classification and distinction would be necessary, to prevent profoundly different models from being treated uniformly. Another point of concern relates to the concept of "joint compliance oversight," which is one of the key criteria for bringing such structures within the scope of the obligations. In professional practice, it is common to share standards, guidelines, or best practices without this translating into effective management or control power. From this perspective as well, there is a risk of overly broad application. Finally, the definition of "control function," which also includes compliance and internal audit, appears tailored to structured organizational entities and is difficult to apply to small or medium-sized professional firms, such as the vast majority of accounting firms.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	From the perspective of clarity and practical applicability, especially for professionals with simple, non-complex structures, the requirements set forth in Article 3 of the draft RTS present many critical issues. First, although the principle of proportionality is invoked, it is not sufficiently elaborated in operational terms. The requirements of Article 3 appear, in fact, to be based primarily on organizational models typical of complex corporations, with formalized functions (management body, control functions, group compliance, etc.), whereas in the context of professional firms such functions are absent or, in residual cases, centralized or informal. It would therefore be appropriate to explicitly clarify whether and how these obligations can be adapted to small and

Name of the organisation	Question	Answer
		medium-sized structures, avoiding interpretations that are excessively burdensome and do not respect the principle of proportionality. Second, the requirements regarding the establishment of a coordination structure or body at the group level with “sufficient decision-making powers” (Art. 3, para. 1, letter a)) are unclear when applied to networks or partnerships among professionals, in the absence of a single decision-making center, with both the obligation and the liability for non-compliance or proper compliance falling on the individual entity. It would be useful to specify that such structures are not required to establish centralized bodies, as they may adopt more flexible solutions. A further element of uncertainty concerns the obligations regarding the exchange of information between functions (Art. 3, para. 1, letter e)). In professional contexts, the distinction between commercial, control, and management functions is non-existent as well as unworkable for reasons related to the intellectual nature of the services provided by individuals registered in professional registers. It would therefore be appropriate to clarify that these requirements do not apply in the contexts described above. Furthermore, the requirement to identify and manage conflicts of interest (Art. 3, para. 1, letter c)), while acceptable in theory, is difficult to apply in professional contexts already regulated by far more rigorous ethical standards; therefore, this additional requirement could even lead to interpretative inconsistencies and/or overlapping applications. It should also be noted that the obligation to consider the interrelationships between the risks of the various entities within the group (Art. 3, para. 1, subpar. f)) is difficult to apply in less structured organizations.

Name of the organisation	Question	Answer
		In these cases, a practical difficulty arises in defining the scope and methodology of the “overall” risk assessment: it is unclear, in fact, whether and to what extent the assessment should take into account the risks of other entities belonging to the network, nor what the minimum information flows required to carry out such an assessment are, where relevant and necessary, given that membership in a network does not automatically imply shared management of clients or services. Even more significant is the lack of guidance regarding the rules applicable if the network itself were required - under the RTS - to develop a risk assessment at the aggregate level. In particular, it would be necessary to clarify: - whether the risk assessment at the network level should take precedence over, supplement, or remain separate from that of the individual firm; - what criteria should be used for aggregating risks among formally independent entities; - what reciprocal disclosure obligations exist between the network and individual entities that, although members, maintain operational independence. In the absence of such clarifications, there is a risk of creating overlaps or inconsistencies between risk assessments conducted at different levels (practice vs. network), resulting in operational uncertainty and a disproportionate increase in risks and liabilities for individual professionals. In this regard, it would be desirable, at the very least, to provide practical examples or guidelines clarifying how to fulfill these obligations in a proportionate manner, particularly in cases where professional firms participate in networks characterized by varying levels of integration, or by a lack of operational integration.

Name of the organisation	Question	Answer
		Finally, although there is a requirement to formalize and share approved procedures internally (Art. 3, paras. 2 and 3), it is not entirely clear what level of formalization - including in terms of approval - is required for professional groupings and, consequently, what must be made available to supervisors upon request. In this regard as well, clarification would help reduce uncertainty in application.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	First, with specific reference to professionals (particularly lawyers, notaries, and accountants), significant challenges arise regarding compliance with professional secrecy and legal privilege. The provisions on information sharing - which include data on clients, transactions, risk assessments, and suspicious activity reports - may conflict with confidentiality obligations and with the limitations already established by the European AML framework itself regarding information covered by legal privilege. Although the draft RTS highlights the need to respect these limits, there remains a risk of interpretative uncertainty regarding what information can actually be shared within a group or firm, especially in multidisciplinary or cross-border contexts. This could expose professionals to a conflict between divergent regulatory obligations. Second, from an operational perspective, the breadth of the categories of information to be shared risks being difficult to manage for non-complex entities or networks of professionals. The implementation of systems for collecting, updating, and transmitting such information requires organizational and technological resources that are not always available, especially in smaller organizations, and whose implementation costs conflict with the principle of proportionality that underpins the regulation.

Name of the organisation	Question	Answer
		Further challenges arise in cases involving the sharing of information to and from third countries. As highlighted in the draft RTS, local regulations (e.g., data protection, bank or professional secrecy) may limit or prohibit such information flows. In these cases: - it may be difficult to assess ex ante the compatibility of local regulations with EU obligations; - obtaining the client's consent, although envisaged as a possible solution, is not always feasible or sufficient; - differences between legal systems may lead to inconsistent approaches within the same group. For professionals, these difficulties are compounded by the fact that professional secrecy is often regulated particularly strictly at the national level, making the management of cross-border information flows even more complex.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	First, a general observation: the entire Section 4 of the draft RTS is structured in a way that makes its effective application in the context of regulated professions extremely difficult, if not, in many cases, improbable. The provisions are clearly modeled on the organizational structures of corporate groups, characterized by control relationships, hierarchical authority, and centralized information flows. These conditions are, in most cases, absent in the professional sector, where—even in the presence of international networks—entities retain legal and decision-making autonomy. Consequently, concepts such as "parent undertaking in the Union," "branches or subsidiaries in third countries," and the possibility of imposing uniform measures or ordering the cessation of activities in a specific jurisdiction are difficult to transpose into professional practice. For this reason, it is suggested that professionals be excluded

Name of the organisation	Question	Answer
		from the scope of application of Section 4.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The provisions set forth in Articles 12 and 13 also present significant challenges in their application within the context of regulated professions, for the same reasons already highlighted in Section 4. These provisions, in fact, require integrated organizational structures characterized by structured information flows and effective coordination powers, which are generally absent in professional networks, where entities retain legal and operational autonomy. In this context, the main challenges concern legal restrictions in third countries (particularly regarding data protection and professional secrecy), the difficulty of assessing their compatibility with EU obligations, the limited availability of structured information flows, and the ineffectiveness, in many cases, of client consent as a means of overcoming such restrictions. Added to this is the fact that, in regulated professions, these obligations may also conflict with particularly stringent ethical constraints and, above all, with the objective impossibility for a professional operating within the EU to enforce the application of the RTS on a non-EU entity in a dominant position.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework proposed for further supervisory actions under Article 16 of the draft RTS, while consistent and understandable with regard to structured corporate groups, is difficult to apply in practice in the context of regulated professions (see the general introduction to Section 4). The measures envisaged - which include operational restrictions up to the cessation of activities in certain jurisdictions - in fact presuppose the existence of effective control and steering

Name of the organisation	Question	Answer
		powers on the part of the parent company or a central entity. Such prerequisites are absent in most professional networks, where entities operate independently, albeit within the framework of cooperation agreements or under a common name. In this context, the practical implementation of supervisory decisions requiring, for example, the limitation or closure of activities in a third country appears difficult to achieve. An entity belonging to a network generally lacks the legal or organizational power to impose such measures on other formally independent entities. Notwithstanding this premise, in addition to what has already been highlighted above, the following further critical issues are briefly noted: - coordination among supervisory authorities: in less integrated cross-border structures, the multiplicity of competent authorities and the absence of a single point of contact can complicate the adoption and coordinated enforcement of supervisory decisions. Furthermore, in cross-border activities, professionals may also lack a supervisory authority or equivalent body; - risk of disproportionate effects: the application of drastic measures in the absence of effective oversight of the overall structure may result in excessive consequences for individual entities, without ensuring effective risk mitigation at a broader level, and, furthermore, could lead to a territorial restriction on the professional's operations. In light of these considerations, it is deemed necessary - also to ensure the effective application of the principle of proportionality to regulated professions - to expressly provide for alternative or adapted intervention measures in contexts where there is no effective capacity for control at the group level.

Name of the organisation	Question	Answer
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	It is recommended that it be explicitly clarified that Section 5 does not apply to regulated professions.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	With regard to Section 6 as well, significant challenges regarding its applicability within the context of regulated professions have emerged. The conditions set forth in Article 21, while inspired by the laudable goal of preventing regulatory arbitrage, appear to be formulated in broad and, in some cases, vague terms, with the risk of encompassing a highly diverse range of structures that, in practice, exhibit vastly different levels of integration. In particular, criteria based on shared ownership, management, or compliance oversight are difficult to apply unambiguously in professional settings. In professional associations, partnerships among professionals, and, above all, international networks, elements of coordination (e.g., common guidelines, professional standards, shared tools) may in fact coexist without this translating into effective centralized control or a level of integration sufficient to justify the application of “group-level” requirements. The risk is therefore that conditions formulated too broadly could lead to an excessive expansion of the scope of application, including structures that do not possess the essential characteristics of a group, but only forms of limited or insignificant cooperation or coordination, with the legal, organizational, and decision-making autonomy of the individual entities (professionals) remaining predominant in practice.

Name of the organisation	Question	Answer
		Particularly critical is the reference to “joint compliance oversight,” which represents one of the central elements for the application of the obligations. In the context of the professions, the mere sharing of standards, policies, or best practices does not necessarily imply the existence of effective control. In the absence of a more stringent definition, this concept risks being interpreted broadly, resulting in uncertainty regarding its application, or the inclusion of entities that do not actually possess the required characteristics. Furthermore, Article 21 does not appear to distinguish clearly enough between: - structures characterized by actual management or coordination authority; - structures based on collaboration agreements, the sharing of know-how, or the use of a common name. This distinction is, however, fundamental in the professional sector, where very different organizational models coexist in seemingly similar forms. In conclusion, it is considered that the conditions set forth are neither sufficiently clear nor effective to consistently identify, with regard to regulated professions, the structures that should be subject to similar requirements to those of groups.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Even with regard to the implementation of the provisions of Section 6 - and in particular Article 21 - the main operational and legal challenge lies not so much in the individual requirements as in the very objective of applying these provisions in a harmonized manner to highly diverse scenarios. The draft RTS indeed aims for a high level of harmonization, but for a significant portion of the provisions, it appears to assume organizational models that do not reflect the reality of many

Name of the organisation	Question	Answer
		entities subject to AML/CFT regulations, particularly regulated professions. As a result, in many cases, the provisions are difficult, if not effectively impossible, to apply. Regulated professions, for example, often operate through organizational models based on legal autonomy, individual responsibility, and ethical obligations (in particular professional secrecy), which do not easily lend themselves to being subsumed under “group” or centralized control frameworks, more typical of credit institutions. Notwithstanding this fundamental consideration, several additional critical issues should be noted: - uncertainty in the classification of structures: the broad scope of the criteria set forth in Article 21 may lead to the inclusion of structures that are very different from one another, without a clear distinction between actual integration and mere cooperation; - difficulties in implementing “group” requirements: in the absence of effective control or coordination powers, the implementation of policies and controls at the aggregate level is not feasible; - conflicts with regulations and ethical obligations: particularly in professional fields, the application of the provisions may conflict with obligations of confidentiality and decision-making autonomy, or with the very provisions governing the profession; - risk of inconsistent application: precisely because of the variety of contexts, the same rules could be interpreted and applied differently across Member States and sectors, due to the “strain” of having to apply them to situations that, by their very nature, do not lend themselves to being subsumed under the abstract cases covered by the rule. It is therefore recommended to explicitly acknowledge the limits

Name of the organisation	Question	Answer
		of harmonization in the presence of such heterogeneous organizational models, substantially reinforcing the principle of proportionality and sectoral adaptation, introducing more selective criteria for identifying relevant structures, and providing differentiated interpretative guidance for the various sectors, particularly for regulated professions, in order to prevent excessive regulatory uniformity from resulting, in practice, in widespread implementation difficulties and a reduction in the overall effectiveness of the regulatory framework.
Consiglio Nazionale dei Dottori Commercialisti e degli Esperti Contabili	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Without prejudice to the observations already made regarding the limited applicability of the provisions of Section 6 in the context of regulated professions, the specific criteria (position within the structure, management or control powers, and turnover) are also of little significance in the professional sector, as they do not reflect the degree of integration or the capacity for coordination between entities. Consequently, if these criteria were applied to the regulated professions sector, there is a risk of identifying a parent company in a purely formal sense, one that in practice lacks the powers necessary to actually perform the functions assigned to it. It is therefore recommended to clarify that these provisions apply only to cases of effectively integrated structures, thereby avoiding the identification of entities that are formally designated but lack actual coordination powers.
Consiglio Nazionale del Notariato	Question 1 Do you have any observations concerning the definitions laid out in article 2?	NO

Name of the organisation	Question	Answer
Consiglio Nazionale del Notariato	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	NO Quanto andrebbe a disciplinare l'articolo 3 del RTS è frutto di un grave vizio del regolamento che ha inteso disciplinare l'operatività di tutti i soggetti obbligati senza tener conto delle sostanziali attività svolte da ognuno di essi e della loro organizzazione imposta dalle Leggi nazionali che ne disciplinano l'operatività e sicuramente non può essere applicabile alla figura del Notaio italiano che è un professionista autonomo ed indipendente nello svolgimento della sua attività di pubblico ufficiale (articolo 1 comma 1 Legge 89/1913), libero professionista e soggetto obbligato.
Consiglio Nazionale del Notariato	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	L'organizzazione del notariato in Italia è improntata su base territoriale i cui limiti sono fissati dalla Legge, detta perimetrazione delimita anche l'ambito territoriale entro al quale il notaio è legittimato a svolgere la sua funzione di pubblico ufficiale; (articoli 83 e seguenti Legge 89/1913) Tutti i notai operanti nel territorio di appartenenza, costituiscono il Collegio notarile ed ogni singolo notaio è reciprocamente autonomo ed agisce in proprio senza alcun rapporto di collegamento o dipendenza dall'altro. Tuttavia i notai non costituiscono i Terminali di una organizzazione unitaria e coordinata in modo funzionale, tale da essere considerata operativamente interconnessa, perché ciascuno è una entità autonoma non soggetta a subordinazione gerarchica o associativa, né appartiene ad uno schema di gruppo giuridicamente rilevante. L'organismo che sovraintende l'operato dei notai iscritti nel singolo Collegio è il Consiglio Notarile Distrettuale, Ente di diritto Pubblico, a cui spetta il solo compito di vigilare alla conservazione del decoro nell'esercizio della professione, nella

Name of the organisation	Question	Answer
		condotta e nell'osservanza dei doveri dei notai del suo Collegio. (articolo 93 Legge 89/1913) A livello nazionale esiste il Consiglio Nazionale del Notariato che svolge attività politica per la categoria formulando pareri, facendosi promotore di proposte nell'interesse di tutti i notai italiani e dei cittadini, elaborando norme deontologiche; (Legge 577/1949) Il notaio italiano è al contempo un Pubblico Ufficiale, tale definito dalla Legge (articolo 1 comma 1 Legge 89/1913), a cui è conferita dallo Stato l'esclusività di alcune funzioni nell'interesse della collettività ed un libero professionista autonomo, poiché a proprie cure e spese deve provvedere all'organizzazione della sua attività ed è responsabile direttamente nei confronti dei clienti.
Consiglio Nazionale del Notariato	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Detta disciplina è inattuabile per il Notaio poiché lo stesso non fa parte di alcun gruppo ed agisce in base alla Legge nazionale (Legge 89/1913 e R.D.L. 1324/1923) in maniera autonoma senza alcun rapporto di collegamento o dipendenza da organizzazioni di tipo associativo; Il Notaio italiano è sottoposto a controlli, nel rispetto della normativa interna, da parte del Ministero della Giustizia per il tramite degli Archivi Notarili (articoli 127 e seguenti Legge 89/1913 e 249 e seguenti R.D.L. 1324/1923) relativamente all'applicazione delle normativa pubblicistica che garantisce la correttezza del suo operato, e del Consiglio Notarile Distrettuale, Ente di diritto Pubblico, a cui spetta il compito di vigilare alla conservazione del decoro nell'esercizio della professione, nella condotta e nell'osservanza dei doveri dei notai del suo Collegio, in ogni caso il controllo non è mai esercitato con struttura verticistica con rapporto di dipendenza, ma trattasi di un controllo ex post relativo all'attività autonomamente svolta. Solo laddove in base ad una normativa nazionale il notariato

Name of the organisation	Question	Answer
		italiano, nello svolgimento del contrasto del finanziamento dei programmi di proliferazione delle armi di distruzione di massa, fosse organizzato in maniera tale da accentrare in un unico soggetto le attività di valutazione del rischio, identificazione del Titolare Effettivo e di segnalazione di operazione sospetta, è concretamente attuabile quanto previsto dalle RTS, ma allo stato attuale non è normativa che può riferirsi al notaio italiano.
Consiglio Nazionale del Notariato	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	SI' perché il Notaio italiano nell'esercizio della sua attività non opera mai all'interno di un gruppo quindi l'intera disciplina è inapplicabile all'attività del notaio soggetto obbligato.
Consiglio Nazionale del Notariato	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	NO perché il Notaio italiano nell'esercizio della sua attività non opera mai all'interno di un gruppo quindi l'intera disciplina è inapplicabile all'attività del notaio soggetto obbligato.
Consiglio Nazionale del Notariato	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	NO L'intera disciplina riguardate l'operatività dell'attività di contrasto del finanziamento dei programmi di proliferazione delle armi di distruzione di massa nell'ambito di un gruppo nel quale il soggetto obbligato opera è totalmente avulsa all'attività del notaio quale soggetto obbligato, ciò perché lo stesso non opera in alcun gruppo o organizzazione associativa e tanto meno opera in un sistema organizzato in maniera verticistica o con una organizzazione di controllo; I Notai non fanno parte di alcun gruppo organizzato per l'esercizio associativo della propria attività e sono singolarmente totalmente autonomi sia dal punto di vista organizzativo che dal punto di fiscale contabile e fiscale.

Name of the organisation	Question	Answer
Consiglio Nazionale del Notariato	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	NO Probabilmente per i soggetti obbligati di tipo finanziario o comunque esercenti attività di impresa potrebbero essere chiare ma per i notai non possono trovare alcuna applicazione e, quindi, ne deve essere esclusa espressamente l'applicazione.
Consiglio Nazionale del Notariato	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	SI' Con riferimento ai notai italiani la normativa è completamente inapplicabile, perché gli stessi non fanno parte di alcun gruppo organizzato per l'esercizio associativo della propria attività e sono totalmente autonomi sia dal punto di vista organizzativo che dal punto di fiscale, contabile e fiscale. L'impianto normativo così come costruito con il regolamento 1624 che ha inteso disciplinare l'operatività di tutti i soggetti obbligati senza tener conto delle sostanziali attività svolte da ognuno di essi e della loro organizzazione imposta dalle Leggi nazionali che ne disciplinano l'operatività, sicuramente non può essere applicabile alla figura del Notaio italiano che è un professionista autonomo ed indipendente nello svolgimento della sua attività di pubblico ufficiale, libero professionista e di soggetto obbligato.
Consiglio Nazionale del Notariato	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	I criteri sono efficaci e consentono di chiarire che per il Notaio in Italia la disciplina non è applicabile; infatti per lo stesso notaio l'Organismo di autoregolamentazione al quale appartiene non decide in merito alla strategia o dirige le sue attività né decide in merito a operazioni importanti, compreso il trasferimento di utili o perdite di due o più soggetti, non coordina la gestione, non fornisce informazioni tecniche essenziali o servizi critici, non gestisce il controllo o il sistema di conformità dei notai, non gestisce i costi delle attività operative e di conformità dei notai, non sviluppa, gestisce, distribuisce o rivede accordi relativi ad

Name of the organisation	Question	Answer
		alcun marchio, al marketing, al franchising, alle partnership o alle reti per due o più notai.
CPHE Standing committee on European Watchmaking	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definitions in Article 2 are too broad and risk capturing ordinary commercial distribution arrangements in the non-financial sector, including authorised dealer networks, selective distribution systems, independent retailers, wholesale arrangements and after-sales networks. This is particularly problematic for watches and jewellery. Brands distribute through heterogeneous models: own points of sale, subsidiaries, authorised independent retailers, authorised dealers, wholesale arrangements and selective distribution networks. These models coexist in the same markets and sometimes for the same brand. Treating them as “networks”, “partnerships” or “franchises” for AML/CFT group-wide purposes would ignore how retail distribution actually works. Independent retailers are not part of the brand’s corporate group. They have their own management, customers, systems, commercial strategy, AML/CFT obligations where applicable, and their own data protection responsibilities. The brand does not control their customer acceptance decisions, CDD files, AML/CFT risk assessments or transaction history. Conversely, an independent retailer cannot be expected to transmit customer-level AML/CFT information, refusals, suspicions or risk assessments to the brand or to other retailers merely because it sells the same products. The key issue is “common compliance control”. If this notion covers product compliance, brand standards, quality control, anti-counterfeiting measures, warranty procedures, training,

Name of the organisation	Question	Answer
		marketing guidelines, merchandising rules, selective distribution criteria or reporting limited to product or brand standards, the scope becomes unworkable. These are normal features of distribution agreements. They are not AML/CFT governance. There is also a competition-law concern. Brands and independent retailers may compete at retail level, especially where the brand operates own stores or e-commerce channels. Broad AML/CFT information-sharing obligations between them, if required by the RTS, could involve customer-level or commercially sensitive information. The RTS should not indirectly require information flows that would be problematic, unnecessary or unlawful under competition law. We therefore strongly request AMLA to clarify that independent distribution arrangements do not fall within Article 2 merely because they involve a common brand, brand standards, product or service requirements, anti-counterfeiting measures, warranty procedures, training, marketing support, selective distribution criteria, audits limited to brand or product standards, or contractual reporting. A “network”, “partnership” or “franchise” should fall within scope only where there is genuine organisational integration or centralised AML/CFT compliance control, meaning that one entity has the right or ability to impose, manage or review AML/CFT policies, procedures, controls, risk assessments or customer due diligence processes of at least two obliged entities. This clarification would not create a new exemption. It would align Article 2 with recitals 27 and 28, which already recognise

Name of the organisation	Question	Answer
		that common branding, shared service providers, agent/principal and distributor/principal relationships should not, as such, bring arrangements within group-equivalent requirements. We propose adding the following clarification: “Commercial distribution arrangements, including vertical agreements within the meaning of Regulation (EU) 2022/720, selective distribution systems, authorised dealer networks, wholesale arrangements, agency relationships and after-sales networks, shall not be considered a structure, network, partnership or franchise solely because they involve a common brand, product or service standards, anti-counterfeiting measures, warranty procedures, training, marketing guidelines, reporting obligations or audits limited to product, service or brand standards. Such arrangements shall fall within scope only where there is common ownership, common management or centralised AML/CFT compliance control over the obliged entities concerned.”
CPHE Standing committee on European Watchmaking	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	No. Article 3 is not sufficiently clear or adapted to the non-financial sector. It appears to transpose a financial-sector governance model to heterogeneous retail and distribution structures. This creates legal uncertainty and risks imposing artificial compliance structures that do not correspond to how high-value goods businesses operate in practice. Article 3(1)(a) requires the parent undertaking in the Union to set up, implement and maintain an “organisation and coordination structure or body at group level” with sufficient decision-making powers. It is unclear whether this requires a separate committee

Name of the organisation	Question	Answer
		or department, or whether existing compliance managers, officers, reporting lines and escalation procedures may suffice. For non-financial groups, Article 3 should not require the creation of a separate group-level AML/CFT body where existing governance arrangements are adequate. The mere fact that a group operates in several Member States does not justify imposing disproportionate structures. A group active in several countries should not automatically be treated as if it were a banking group with a dedicated central compliance architecture, complex transaction monitoring systems and permanent cross-border control functions. The final sentence of Article 3(1) should operate as a clear limitation on all requirements listed in Article 3, not as a general afterthought. In its current form, Article 3 may still be read as imposing the full list of requirements first, with proportionality only affecting the degree of implementation. This is not sufficient. For the high-value goods sector, AML/CFT risks and operational realities differ fundamentally from those of the financial sector. Many transactions are occasional, many payments are made through supervised financial institutions, cash restrictions already operate as a major risk mitigator, and retail staff do not have the same role, tools or information as financial institutions. Group-wide policies may be useful, but they must remain realistic: they should provide coordination, escalation and minimum standards, not impose a centralised compliance machine disconnected from point-of-sale realities. A further difficulty arises where the ultimate head office is outside

Name of the organisation	Question	Answer
		the Union and EU entities are sister companies rather than parent/subsidiaries. A designated EU entity may have no corporate-law authority to impose governance, reporting obligations, information flows or compliance decisions on other EU sister entities. The RTS should not impose formal responsibility without corresponding legal authority. We propose clarifying that the Article 3 structure may consist of existing documented governance arrangements, including compliance managers, officers, reporting lines and escalation procedures, where adequate and proportionate. We also propose adding: “Where the parent undertaking in the Union does not hold a controlling interest in other Union-based obliged entities, its group-wide coordination responsibilities may be fulfilled through documented intra-group mandates, information-sharing agreements or equivalent arrangements, to the extent legally permissible and operationally capable of implementation.” Article 3 should also state that non-financial obliged entities are not required to implement governance arrangements, control functions or information flows equivalent to those of financial institutions unless justified by their nature, size, complexity and risk profile. Finally, for clarity and to avoid overreach, Article 3 should specify that its requirements apply only to entities that are genuinely part of the group or subject to centralised AML/CFT compliance control. They should not apply to independent retailers,

Name of the organisation	Question	Answer
		distributors, authorised dealers or commercial partners that are not under the parent undertaking's AML/CFT governance and decision-making authority, as mentioned in connection with the definitions in Article 2. Without these clarifications, Article 3 risks becoming an impractical blueprint drafted for financial institutions and imposed on non-financial retail groups. This would generate formalistic structures, increased costs and unclear responsibilities, without materially improving AML/CFT risk management.
CPHE Standing committee on European Watchmaking	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Yes. Articles 4 to 9 create major operational, data-protection and competition-law challenges for non-financial groups active in high-value retail. The provisions appear to assume homogeneous IT systems, centralised customer databases, comparable CDD processes, permanent compliance teams and group-wide alert tools. This may be realistic for large financial institutions. It is not realistic for retail groups operating through shops, local entities, different systems and many occasional transactions. Article 4(1)(a) is too broad. It includes expected transactional behaviour, business profile, purpose and nature of the relationship, source of wealth, source of funds, ownership structures, sanctions information and changes in risk profile. In retail, this information often does not exist, is not verified, or is not relevant, especially for occasional transactions or simplified due diligence.

Name of the organisation	Question	Answer
		The RTS should not create an indirect obligation to collect information merely because it may need to be shared. Only information actually collected, lawfully retained and relevant under the AMLR should be shared. Article 4 also fails to distinguish sufficiently between business relationships and occasional transactions. In high-value goods retail, many customers purchase one item, with no ongoing relationship. In such cases, it is neither feasible nor proportionate to build and share a complete customer profile across the group. The purpose of the transaction is self-evident: the purchase of goods. The customer's future transactional behaviour is generally unknown. Source of wealth and source of funds may be based only on limited self-declaration unless risk indicators justify enhanced checks. The Article 4(2) concepts of "common customers", "customers having the same beneficial owners" and "customers that belong to the same group or structure" are also unclear in a retail context. For occasional transactions, a group may not know whether a customer is "common" to several entities unless it implements a centralised matching system. Requiring such systems would be disproportionate. For non-financial groups, information sharing should be risk-triggered, not universal. It should focus on material cases: confirmed sanctions hits, high-risk customers, refused or terminated transactions for AML/CFT reasons, adverse information, repeated suspicious patterns identified across entities, or situations where the same customer is known to interact with several group entities and presents identifiable risk

Name of the organisation	Question	Answer
		indicators. It should not imply a mandatory central database unless proportionate. Information sharing may also be restricted by Union or national competition law, particularly where a group has distinct wholesale B2B and retail B2C business lines, or where a brand operates its own stores while supplying independent retailers. Customer identities, transaction data, purchasing volumes, refusals, risk indicators and profiles may be commercially sensitive. Article 4 should clarify that: (i) only available, lawfully collected and relevant information must be shared; (ii) no additional CDD data must be created solely for group-sharing purposes; (iii) occasional transactions and simplified due diligence may require only core identification data, transaction data and risk indicators; (iv) group-wide IT alert systems are not mandatory where manual escalation is adequate; (v) information sharing must be risk-based and need-to-know, not systematic bulk data sharing; (vi) “common customer” does not require a centralised customer database unless proportionate. For third-country information flows, Articles 5 to 7 should recognise that legal, technical and operational limits may prevent full alignment with Union standards. Transfers may be limited by data protection, confidentiality, banking secrecy, professional

Name of the organisation	Question	Answer
		secrecy, tipping-off rules or local record-retention rules. Obliged entities should document such limits and implement proportionate alternatives, but should not be required to guarantee information flows that are legally or technically impossible. Without these clarifications, Articles 4 to 9 would require costly financial-sector data infrastructures in sectors that do not operate like banks. The RTS should require escalation of material AML/CFT risks, not circulation of incomplete or unverifiable retail customer data.
CPHE Standing committee on European Watchmaking	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes. Section 4 raises significant challenges for non-financial groups, especially where the EU entity designated as parent undertaking does not directly or indirectly own or control the relevant third-country entities. Articles 10 to 16 appear to assume that the parent undertaking can impose AML/CFT measures on third-country branches or subsidiaries, obtain customer and beneficial ownership information, request customer consent, adjust products or services, impose enhanced monitoring, and ultimately restrict or close operations. This may be workable in centralised financial groups. It is much less workable in retail structures with separate local systems, different data-retention rules, local confidentiality obligations, limited compliance resources and many occasional transactions. In practice, the ability of the parent undertaking to obtain or process customer-level information may be limited not only by law, but also by the operational reality of local point-of-sale systems. The obligation to seek customer consent should be treated cautiously. Consent is not always an appropriate or reliable legal

Name of the organisation	Question	Answer
		basis, especially where requesting it may create confidentiality, data-protection or tipping-off concerns. Refusal of consent should not automatically require refusal or termination unless the underlying ML/TF risk justifies it. Section 4 should apply only where the parent undertaking in the Union or the obliged entity directly or indirectly owns or controls the relevant third-country branch or subsidiary. Where the EU entity is merely a sister company of third-country entities under a non-EU ultimate parent, it should not be expected to obtain customer-level information, impose controls, require operational changes or restrict activities outside the Union where it has no legal or operational authority. The RTS should allow proportionate alternatives: aggregated reporting, anonymised risk reporting, local enhanced controls, periodic audits and escalation of high-risk cases only. Closure or restriction of operations should remain exceptional and limited to situations where material ML/TF risks cannot be managed through proportionate alternative controls.
CPHE Standing committee on European Watchmaking	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes. Articles 12 and 13 concern particularly sensitive information, including suspicious transaction-related information and customer data required for supervisory purposes. Such information may be restricted by third-country data protection, confidentiality, banking secrecy, professional secrecy, tipping-off rules or disclosure restrictions. For non-financial high-value retail groups, the difficulty is greater because customer information is often collected locally, in point-of-sale systems, and in relation to occasional transactions. The parent undertaking may not have direct access to underlying customer files, and local entities may be unable legally or technically to transfer detailed customer-level information.

Name of the organisation	Question	Answer
		Suspicious transaction information is particularly sensitive. It should not be assumed that a branch, subsidiary or sister company can transfer underlying analysis, documents or personal data connected with a suspicious transaction report. In many cases, only aggregated or anonymised information may be possible. The RTS should clarify that, where third-country law restricts information sharing, obliged entities may rely on proportionate alternatives, such as aggregated statistics, anonymised risk reporting, local enhanced reviews, independent audits, escalation of high-risk cases only, or confirmation that local AML/CFT controls have been applied. The RTS should not require full customer-level information flows where this would breach local law or create alerts or confidentiality risks. The standard should be effective risk management, not automatic transfer of all underlying customer-level data to the Union.
CPHE Standing committee on European Watchmaking	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Partly, but clarifications are needed. Article 16 provides a useful escalation framework, but its application may be difficult in non-financial retail groups. Measures such as restricting business relationships, prohibiting occasional transactions or closing operations in a third country are intrusive and may have serious commercial, employment, contractual and reputational consequences. Such measures should be last-resort measures. They should not be triggered merely because full EU-style information sharing is impossible due to legal, technical or operational restrictions. In many cases, risks can be managed through less intrusive alternatives: local enhanced controls, audits, aggregated reporting, targeted escalation of high-risk cases, or restrictions

Name of the organisation	Question	Answer
		limited to specific products, customer categories or transaction types. The addressee of supervisory decisions must also be clarified. This is particularly important where the group head office is outside the Union and the identified parent undertaking in the Union is a sister company, not a legal parent. Such entity may have no legal or operational control over the third-country head office or other third-country entities. It should not be required to restrict, reorganise or close operations outside the Union where it has no corporate or legal power to do so. Supervisory decisions addressed to an EU obliged entity should be limited to measures that this entity can legally and practically implement. The RTS should not indirectly transform an EU subsidiary or affiliate into the extraterritorial control centre of a global group headquartered outside the Union. Closure or broad restriction measures should apply only after a documented supervisory assessment showing that the risks are material, specific and unmanageable through proportionate alternative controls, and only where the addressee of the supervisory decision is legally and practically capable of implementing the measure.
CPHE Standing committee on European Watchmaking	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Broadly yes, provided that the criteria are applied flexibly and do not produce an artificial designation. Annual turnover should remain only a fallback criterion. In the high-value goods sector, turnover does not necessarily reflect the entity best placed to coordinate AML/CFT requirements. Turnover may be driven by product value, market size or retail footprint, rather than by compliance capacity.the entity's ability to coordinate AML/CFT requirements. The relevant entity should be the one that can effectively perform the role, considering

Name of the organisation	Question	Answer
		compliance resources, operational coordination, IT systems, data access, staff expertise, supervisory experience and legal ability to obtain and process relevant information. A specific clarification is needed where a group contains distinct business lines, such as wholesale B2B distribution and retail B2C operations, and where competition law materially restricts information sharing between them. In such cases, designating a single parent undertaking in the Union may be impracticable or legally inappropriate. AMLA should allow, subject to notification and supervisory review, the designation of separate EU parent undertakings for distinct business lines where one entity cannot lawfully or effectively perform the group-wide information-sharing and oversight role. Where a group contains legally and operationally distinct business lines, the RTS should allow a documented and supervised designation by business line. This is particularly important where information sharing between business lines is materially restricted by competition law, data protection rules, confidentiality obligations or the absence of common customers or transactions. In such cases, a single EU parent undertaking may create formal accountability without effective control. A separate designation by business line, subject to notification and supervisory review, would be more effective and more legally robust. The RTS should not impose formal responsibility on an EU entity that has no legal authority over sister entities, no access to their customer data, or no ability to receive or share commercially sensitive information. Practical and legal capacity should therefore be considered alongside quantitative indicators.

Name of the organisation	Question	Answer
CPHE Standing committee on European Watchmaking	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No. Article 21 is not sufficiently clear and risks capturing ordinary commercial distribution arrangements in the non-financial sector. This is particularly important for high-value goods retail, including watches and jewellery, where brands may operate through own stores, subsidiaries, authorised independent retailers, selective distributors, wholesale partners and after-sales networks. The concepts of common ownership, common management and common compliance control may be relevant for integrated structures, but “common compliance control” is too broad if it captures brand standards, product compliance, quality controls, anti-counterfeiting measures, warranty procedures, training, selective distribution criteria, merchandising rules, audits limited to brand or product standards, or contractual reporting obligations. These elements are normal features of distribution agreements. They do not mean that the brand controls the AML/CFT compliance of independent retailers. Independent retailers have their own management, their own customer relationships, their own AML/CFT responsibilities where applicable, and their own data protection obligations. They do not form a group merely because they sell the same products, use the same brand, follow brand standards or report contractual information to the supplier. The distinction is critical. Group-equivalent AML/CFT requirements may be appropriate where there is genuine organisational integration or centralised AML/CFT compliance control. They are not appropriate for independent retailers or authorised dealers that are legally and commercially separate from the brand. Imposing group-like obligations on such networks would be operationally unrealistic and could require information exchanges that raise serious competition-law and confidentiality

Name of the organisation	Question	Answer
		concerns. The clarification requested under Article 21 would close a drafting gap between the recitals and the operative text. If recitals 27 and 28 already exclude arrangements based only on common branding, common service providers or ordinary distributor/principal relationships, Article 21 should state this expressly. Article 21 should therefore exclude ordinary distribution, authorised dealer, selective distribution, wholesale, agency, after-sales and brand representation arrangements, unless there is effective centralised AML/CFT compliance control. The decisive test should be whether one entity has the legal and practical ability to impose, manage or review AML/CFT policies, risk assessments, controls or CDD processes of the obliged entities concerned. We propose adding the following clarification: “Commercial distribution arrangements, including selective distribution systems, authorised dealer networks, wholesale arrangements, agency relationships and after-sales networks, shall not be considered structures subject to group-equivalent requirements solely because they involve the use of a common brand, compliance with brand, product or service standards, anti-counterfeiting measures, warranty procedures, training, marketing guidelines, contractual reporting obligations or audits limited to product, service or brand standards. Such arrangements shall fall within scope only where there is common ownership, common management or centralised AML/CFT compliance control over the obliged entities concerned.” Without this clarification, Article 21 would transpose financial-sector assumptions into fragmented non-financial retail structures and would impose disproportionate obligations on

Name of the organisation	Question	Answer
		independent market operators that do not have the governance, systems, legal basis or competition-law ability to operate as a group-wide AML/CFT structure.
CPHE Standing committee on European Watchmaking	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. Article 21 risks creating group-equivalent obligations for structures that are not groups in any meaningful legal, operational or economic sense. This is particularly problematic for non-financial retail sectors, including high-value goods, where distribution is often organised through independent retailers, authorised dealers, selective distribution networks, after-sales partners and mixed models combining own retail stores with independent points of sale. The RTS appears to assume that these structures can be managed like financial groups. This is not how the market works. Independent retailers are separate undertakings. They have their own management, systems, staff, customers, legal responsibilities and commercial strategy. A brand may impose product standards, brand standards, anti-counterfeiting requirements, training, warranty procedures or reporting obligations, but this does not mean that it controls the retailer's AML/CFT framework. The first challenge is legal authority. A brand or supplier generally has no legal power to impose AML/CFT decisions on an independent retailer, access customer files, review risk assessments, instruct refusal of a customer, or require disclosure of suspicion-related information. Conversely, the retailer may have no legal basis to transfer such information to the brand or to other retailers. The second challenge is competition law. Brands and independent retailers may compete at retail level, especially where the brand operates its own stores or e-commerce

Name of the organisation	Question	Answer
		channels. Requiring or encouraging exchanges of customer-level information, transaction data, refusals, risk indicators, customer profiles or commercially sensitive information would create serious competition-law risks. The third challenge is data protection and confidentiality. Customer information collected in a store for a specific transaction cannot be circulated across a broad distribution network. In many cases, the customer has no expectation that his or her data will be shared with a brand headquarters or other independent retailers. Suspicion-related information is even more sensitive. The fourth challenge is operational reality. Non-financial retail networks do not have common IT systems, harmonised CDD tools, central customer databases or group-wide alert systems. Many transactions are occasional. Many customer files are limited. Many risk indicators are handled manually at point of sale. Building financial-sector infrastructure for fragmented retail networks would be costly, disproportionate and often technically impossible. A practical example is an independent authorised watch retailer selling several brands and operating its own customer database. It may follow brand standards, receive training, report warranty information and comply with anti-counterfeiting rules. None of this gives the brand control over its AML/CFT compliance or access to its CDD files. Another example is a selective distribution network where the brand applies criteria relating to product presentation, staff training, after-sales service, security and brand image. These criteria are legitimate distribution requirements. They are not AML/CFT control functions. If Article 21 captures such arrangements, the RTS would confuse commercial distribution

Name of the organisation	Question	Answer
		control with compliance governance. The result would be legal uncertainty, defensive behaviour and excessive cost. Operators may have to redesign distribution contracts, restrict information flows, create unnecessary compliance committees, or avoid legitimate cooperation with retailers. This would not materially improve AML/CFT controls. Article 21 should apply only where there is genuine organisational integration or centralised AML/CFT compliance control. It should not apply to independent distribution arrangements solely because they involve a common brand, product standards, quality controls, anti-counterfeiting measures, after-sales procedures, training, marketing support, audits limited to brand or product standards, or contractual reporting. The RTS should target real AML/CFT control structures, not ordinary market distribution networks. Otherwise, Article 21 will impose financial-sector concepts on retail models that were never designed, legally or operationally, to function as AML/CFT groups.
CPHE Standing committee on European Watchmaking	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Broadly yes, but only if the scope of Article 21 is clarified as requested in the previous answers. Where a structure genuinely shares common ownership, common management or centralised AML/CFT compliance control, the criteria in Article 22 are generally relevant. The entity best placed to act as parent undertaking should be the entity with the practical and legal ability to direct activities, coordinate management, provide critical services, manage compliance controls or implement common AML/CFT procedures. However, Article 22 should not capture independent distribution networks. In particular, Article 22(1)(g), which refers to the entity developing, managing, distributing or reviewing branding,

Name of the organisation	Question	Answer
		marketing, franchising, partnership or network arrangements, is too broad if read in isolation. In high-value goods retail, a brand will often manage branding, marketing, product presentation, training, after-sales standards or selective distribution criteria. This does not mean that the brand controls the AML/CFT compliance of independent retailers. Article 22(1)(g) should identify a parent undertaking only where the entity also has effective AML/CFT governance or compliance control over the obliged entities concerned. Branding, marketing, franchising or distribution coordination alone should not be sufficient. The annual turnover criterion in Article 22(2) should also remain a fallback and should not be applied mechanically. In the high-value goods sector, turnover may reflect product value or market size, not AML/CFT coordination capacity. The relevant entity may instead be the one with appropriate compliance resources, IT systems, data access, operational coordination and staff expertise. Accordingly, the criteria in Article 22 are acceptable only if applied flexibly and only to structures that are genuinely integrated from an AML/CFT governance perspective. They should not transform a brand owner or commercial coordinator into a parent undertaking for independent retailers over which it has no AML/CFT control.
Czech Bar Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definitions of "network" and "partnership" are excessively broad. The definition of "network" in Article 2(3) captures structures linked merely by a "common brand or marketing name" and "common management." In the legal profession, many international law firm networks consist of nothing more than a shared brand, a website for referrals, and periodic conferences.

Name of the organisation	Question	Answer
		Such networks lack any integration of operational or compliance functions. A shared brand or marketing name has no bearing whatsoever on ML/TF risk and cannot serve as a basis for imposing group-wide AML obligations. Branding is a commercial tool, not a vector for money laundering. The definition must be narrowed to networks with both common ownership and common compliance functions. Similarly, "partnership" in Article 2(4) should require common ownership and common compliance functions, not merely a "common purpose." Furthermore, the RTS must respect that SRBs (such as Bar Associations) are entrusted with AML supervision of lawyers precisely to safeguard the independence of the profession. If a law firm is supervised locally by an SRB but its "parent undertaking" is subject to a different supervisory system, this creates tension with the constitutional safeguards for professional independence. SRBs have no supervisory powers over entities in other jurisdictions, and no mechanism exists to compel compliance by foreign entities. Imposing group-wide obligations in such circumstances would be ineffective and could paradoxically weaken the overall quality of AML supervision. We recommend adding: "These RTS are not intended to impact sole traders or other independently operating businesses or professionals."
Czech Bar Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	Several provisions under Article 3 conflict with the independence and confidentiality rules applicable to lawyers: Article 3(1)(a) – requiring a group-level coordination body with

Name of the organisation	Question	Answer
	indicate which other requirements, or further clarification, you think should be added and/or revised?	"sufficient decision-making powers"; Article 3(1)(b) – requiring flow of "necessary information at group level"; Article 3(1)(e) – requiring "regular and documented information exchanges"; Article 3(1)(g) – requiring group-level review of policies and controls. These provisions, through their imprecision, risk enabling group structures to access information protected by professional secrecy and to impose policies conflicting with lawyers' independence. Professional secrecy is a fundamental right of the client and a cornerstone of the effective administration of justice. It cannot be subordinated to group-level AML coordination. The provisions should be limited by an additional paragraph: "The provisions of this article shall apply to independent legal professionals only to the extent that they are compatible with fundamental rights under Union law and the ECHR and/or the provisions of national laws governing the access to or the exercise of the profession." Moreover, several requirements – such as the obligation to establish a dedicated "organisation and coordination structure or body at group level" with "sufficient decision-making powers" – go beyond the legal basis provided by Article 16 AMLR and lack a proper mandate.
Czech Bar Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that	The mere fact that a lawyer represents a client is subject to legal privilege. Information on clients may only be shared with other entities in very limited circumstances. Lawyers are bound by strict confidentiality rules reflecting Articles 7 and 47 of the EU Charter, the ECHR, and the jurisprudence of both the ECJ (e.g.,

Name of the organisation	Question	Answer
	information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Ordre des barreaux francophones, C-305/05) and the ECtHR (e.g., Michaud v. France). Article 4(1) and Recital 4 envisage very broad information exchange, while Article 4(3) and Recital 10 refer to proportionate, need-to-know sharing – an internal inconsistency that must be resolved. The suggestion in Articles 4, 7, and 10 that customer consent may overcome legal restrictions on information sharing is unworkable. It effectively requires obliged entities to circumvent third-country laws, exposing them to liability abroad. Regarding Article 8 (information sharing within partnerships): it goes too far, particularly where not all members of a structure are obliged entities. A lawyer handling exclusively non-obliged matters should not be subjected to AML obligations through partnership membership. Section 3 should be limited by an additional provision: "The provisions of this Section shall apply to independent legal professionals only to the extent that they are compatible with the fundamental rights under Union law and the ECHR and/or the provisions of national laws governing the access to or the exercise of the profession."
Czech Bar Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Groups operating through subsidiaries in third countries face local legal restrictions – data protection, banking secrecy, and professional secrecy rules – that cannot be overridden for AML purposes. SRBs have no supervisory authority over entities in third countries. Imposing group-wide AML obligations that cannot be enforced abroad creates an illusion of supervision without

Name of the organisation	Question	Answer
		substance, ultimately weakening the effectiveness of the AML framework rather than strengthening it.
Czech Bar Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Information sharing within groups is often blocked by third-country laws on professional secrecy, data protection, and banking confidentiality. SRBs lack any mechanism to compel compliance by foreign entities. The RTS must acknowledge that where local law prohibits information sharing, no group-wide AML policy can lawfully override it. Attempting to do so would expose EU obliged entities to legal liability in the jurisdictions concerned and would not improve AML effectiveness.
Czech Bar Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework for additional supervisory actions is unworkable in cross-border contexts. SRBs cannot impose restrictions or closure measures on entities in third countries. The RTS appears to assume supervisory powers that SRBs simply do not possess vis-à-vis foreign entities. This jurisdictional gap means that group-wide supervision will inevitably be incomplete, and the resulting framework may create a false sense of security regarding the effectiveness of AML controls in third countries.
Czech Bar Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No specific observations beyond those already raised regarding the inapplicability of group-wide requirements to independent legal professionals.
Czech Bar Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Several criteria in Article 21 lack clarity: "control," "legally dependent parts," "homogeneous business strategy," and "common management body" are undefined and open to divergent interpretation. Critically, Article 21(2)(c)(v) refers to "common branding, marketing or franchising arrangements" as a criterion for imposing group-wide AML obligations. This is fundamentally

Name of the organisation	Question	Answer
		misguided. A shared brand or marketing name has no connection whatsoever to ML/TF risk. Marketing is a commercial activity, not a compliance function. Using branding as a trigger for AML obligations dilutes the purpose of the legislation and diverts supervisory resources from genuine risk factors. This provision must be removed or limited exclusively to AML/CFT compliance functions. Recital 24 compounds this error by stating that "common compliance control should not be limited to compliance under the AML/CFT framework, but include other types of compliance such as prudential, product or service compliance." AMLA has no jurisdiction over non-AML compliance matters. This recital and the corresponding provisions must be deleted.
Czech Bar Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	In many EU member states, deontological rules prohibit "common ownership" of law firms due to conflicts with legal professional privilege and professional secrecy. The RTS must respect these fundamental rules. It should also be clarified that Article 21 does not extend group-wide requirements to entities established exclusively in third countries merely because they participate in a network, except where Union branches are concerned.
Czech Bar Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria in Article 22(1) are vague: "important transactions," "right or ability to coordinate the management," "essential technical information or critical services," and notably Article 22(1)(g) – "development, management, distribution or review of branding, marketing, franchising partnership or network arrangement." Branding and marketing have no relevance to ML/TF risk assessment. This criterion must be removed.

Name of the organisation	Question	Answer
		Article 22(2) provides that, absent identification by other criteria, the entity with the highest turnover becomes the "parent undertaking." Turnover is not a proxy for ML/TF risk. For lawyers, who are obliged entities only for certain activities, turnover should at most be limited to the turnover from obliged activities. Basing supervisory hierarchy on turnover contradicts the risk-based approach that underpins EU AML policy. Furthermore, Article 22 allows non-obliged entities to be designated as "parent undertakings" of independent legal professionals. This is unacceptable. An entity not subject to AML obligations, lacking qualified resources and understanding of ML/TF risks, cannot adequately supervise lawyers' compliance. The parent undertaking must at least be an obliged entity. A caveat must be added: "The provisions of this Article shall apply to independent legal professionals only to the extent they are compatible with the fundamental rights under Union law and the ECHR and/or the provisions of national laws governing the access to or the exercise of the profession." Regarding Article 24, there is an inconsistency between the first sentence (notification by "obliged entities") and the third sentence ("a parent undertaking fails to notify"). This must be corrected. Additionally, the requirement to notify AMLA of changes (Article 24(3)) is unnecessary – such notification should be the responsibility of local supervisors.
Daimler Truck Financial Services GmbH	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No

Name of the organisation	Question	Answer
Daimler Truck Financial Services GmbH	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirement for parent undertakings to take into account information published by authorities in all jurisdictions where the group operates should be interpreted in light of the principle of proportionality and the group-wide governance structure foreseen (AMLR. Art.16(1) of AMLR & Art. 3(d) of this RTS) In practice, the parent undertaking may reasonably rely on the business-wide risk assessments (BWRAs) performed by individual obliged entities within the group, particularly those established in the relevant jurisdictions, as these entities are best positioned to identify, assess, and document local ML/TF risks and to incorporate guidance issued by their respective national competent authorities. Accordingly, the group-wide risk assessment (GWRA) may be based on a structured aggregation and critical review of local BWRAs, provided that: - Local BWRAs demonstrably take into account relevant national and, where applicable, international authoritative sources (e.g. NRAs, supervisory guidance, FATF publications), - The parent undertaking establishes minimum standards ensuring consistency, completeness and comparability of those local assessments, and - The parent undertaking performs a risk-based consolidation, challenge and validation of the information received, focusing in particular on higher-risk jurisdictions, material entities, and identified risk concentrations. This approach ensures that the requirement to take into account information from all relevant authorities is fulfilled in a manner

Name of the organisation	Question	Answer
		that is both effective and operationally feasible, avoiding unnecessary duplication while maintaining appropriate group-level oversight. Direct and exhaustive review of all jurisdiction-specific sources by the parent undertaking itself would not be proportionate, particularly in large and geographically dispersed groups, and would not necessarily enhance the quality of the group-wide risk assessment where robust local processes are in place. In this context, it is suggested that obliged entities incorporate, as part of their own BWRAs, a structured and documented consideration of all relevant information published by competent authorities in their respective jurisdictions. This should include, at a minimum, national risk assessments, sectoral risk analyses, supervisory guidance, and, where relevant, international sources such as FATF reports. By embedding this requirement at local level, the parent undertaking can rely on consistent and comprehensive inputs across the group, thereby enabling an efficient and proportionate consolidation at group level while ensuring full compliance with the obligation to take into account jurisdiction-specific risk information.
Daimler Truck Financial Services GmbH	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	The draft RTS would benefit from clarification as to the scope of information sharing between obliged entities within mixed-activity groups comprising both financial and non-financial obliged entities, such as financial services entities and traders of goods. Article 4 and recital (5) appear to permit broad information sharing within the group, including information on customers whose business relationship was declined or terminated for

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	AML/CFT or targeted financial sanctions reasons, as well as risk assessment information. Read together, these provisions could be interpreted as requiring that such information be shared across all obliged entities of the group, including between entities operating in different sectors. In practice, it would be helpful to clarify whether this information-sharing obligation is intended to apply only between obliged entities whose activities, customer base or risk exposure are sufficiently connected and where the information is relevant and necessary for AML/CFT purposes, or whether it also extends systematically to all obliged entities in the group, including non-financial obliged entities such as traders of goods. In particular, clarification would be welcome as to whether, where a customer has been refused or exited by a trader of goods entity for AML/CFT reasons, that information is expected to be shared with a financial services entity of the same group, and if so, under what conditions and safeguards. While recital (5) suggests that such information may be used by other group entities to make informed decisions, recital (7) and Article 4(4) rightly make clear that information sharing should not lead to automatic group-wide acceptance or rejection of customers and does not remove the individual responsibility of each obliged entity to conduct its own risk assessment and take its own decision. It is therefore suggested that AMLA clarify that cross-sector intra-group information sharing should be required where, and only to the extent that, the information is relevant, necessary and proportionate for the AML/CFT or TFS risk assessment of another

Name of the organisation	Question	Answer
		obliged entity within the group, taking into account common customers, common beneficial owners, or otherwise connected risk exposures. Such clarification would support a risk-based and operationally workable implementation of the RTS, while avoiding both under-sharing of relevant risk information and overly broad interpretations that could lead to unjustified cross-sector de-risking practices.
Daimler Truck Financial Services GmbH	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes, operational and legal challenges are foreseeable where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls. 1. Fragmented customer data and lack of group-wide visibility A key operational challenge relates to the absence of centralised or interoperable customer data systems across jurisdictions. In practice, many international groups do not maintain a single consolidated repository of customers and beneficial owners. It is therefore not always possible to identify with certainty whether the same customer or beneficial owner exists across different entities within the group. This directly affects the implementation of measures such as: article 15(b) (prohibition on reliance on third-country CDD), and article 15(h) (enhanced monitoring following STRs within the group). Without reliable entity matching across jurisdictions, these measures may become operationally difficult to apply consistently and effectively. 2. Operational burden and proportionality Certain additional measures, including: on-site inspections or independent audits (Article 15(c)), enhanced approval processes or continuous monitoring requirements may entail significant

Name of the organisation	Question	Answer
		operational and financial costs. While the RTS refers to a risk-based approach, the practical implementation may still require: substantial resource allocation, and potentially disproportionate efforts, particularly for lower-risk operations or smaller entities.
Daimler Truck Financial Services GmbH	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes, significant challenges are expected in applying Articles 12 and 13 where third-country law restricts access, processing, or exchange of information. 1. Restrictions on access and processing of customer data In certain jurisdictions, data protection, banking secrecy, or local AML laws may restrict the processing or transfer of customer and beneficial owner data outside the jurisdiction. This limits the ability of the parent undertaking to: - obtain a complete and accurate group-wide risk view, and - effectively implement consistent AML/CFT controls. 2. Legal constraints on intra-group information sharing Legal restrictions in third countries may limit or prohibit: the sharing of customer data, and in particular the transmission of STR/SAR-related information and underlying evidence. For example: Certain jurisdictions prohibit the sharing of STR-related information beyond the reporting entity, even within the same group (e.g., Turkey). This creates direct challenges for compliance with: article 15(g) (sharing of underlying STR information), and article 15(h) (enhanced monitoring based on intra-group STR knowledge).

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		In such cases, obliged entities may face conflicting legal obligations, where compliance with group-level expectations could result in a breach of local law. 3. Practical implications for group-wide controls These restrictions result in: - information asymmetry within the group, - an inability to fully align risk assessments, and - challenges in ensuring that group-wide policies are meaningfully applied in practice. Accordingly, compliance with Articles 12 and 13 may be partially constrained by factors outside the control of the obliged entity, requiring careful interpretation and supervisory alignment.
Daimler Truck Financial Services GmbH	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	While the objective of a harmonised supervisory framework is supported, certain aspects of Article 16 may raise practical and legal feasibility concerns. 1. Addressee of supervisory decisions in cross-border structures In cross-border group structures, legal responsibility often lies with locally incorporated entities, subject to local supervisory authorities. Accordingly, the direct application of supervisory decisions at group level, or the expectation that the parent undertaking ensures full implementation, may be difficult to reconcile with local legal frameworks. 2. Feasibility of restrictive or closure measures Measures such as, restricting business activities, or requiring the closure of operations in a third country may face:

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		- legal, contractual, and regulatory barriers at local level, and - constraints arising from licensing obligations or host country supervisory requirements. As a result, such measures may not always be immediately enforceable or proportionate in practice, particularly where the local entity remains compliant with its domestic legal framework. 3. Absence of a structured flexibility mechanism A key concern relates to the absence of a formalised mechanism to address situations where compliance is legally or operationally constrained. In current practice, institutions may: - formally document legal impediments, - obtain validation at local and group level, - implement alternative risk mitigation measures, and - inform the competent authority accordingly. This approach ensures: - transparency, - proportionality, and - effective risk management despite constraints. However, the draft RTS does not appear to explicitly provide for such a waiver or derogation framework. 4. Suggested consideration It would be beneficial for the framework to explicitly allow for: a formal waiver or justification mechanism, whereby obliged

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		entities can: demonstrate that certain measures cannot be implemented due to legal restrictions, and propose equivalent, risk-based alternative controls; clear expectations on: documentation, and supervisory notification or approval. Such a mechanism would: - enhance legal certainty, - support consistent supervisory practices, and - enable a proportionate and risk-based application of supervisory measures in complex cross-border environments.
de Nederlandse Orde van Belastingadviseurs	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Dear Madam / Sir, The Dutch Association of Tax Advisers (de Nederlandse Orde van Belastingadviseurs, also referred to as 'NOB' – more information about the NOB is included at the end of this document) is pleased to herewith provide comments on the public consultation on the draft Regulatory Technical Standards (RTS), as published on the Anti-Money Laudering Authority's (AMLA)website on 16 April 2026 (Consultation Paper). The comments in this document will focus on the Draft RTS on supplementing Regulation (EU) 2024/1624 of the European Parliament and of the Council (the AMLR) with regard to regulatory technical standards on group-wide requirements, on additional measures and additional supervisory actions related to obliged entities' branches or subsidiaries in third countries (draft RTS on group-wide requirements under Article 16(4) of the AMLR and on additional measures on branches and subsidiaries in third countries under Article 17(3) of the AMLR).

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		Kind Regards, The Dutch Association of Tax Advisers Margriet Lukkien Chair of Commissie Beroepszaken of the Dutch Association of Tax Advisers General observations According to the Consultation Paper, the draft RTS contain a strong focus on the principle of proportionality. The RTS include some measures to address this proportionality such as recognising risk-based approaches in some instances and reducing the level of regulatory obligations across the different types of obliged entities. The NOB endorses AMLA's intention to focus on proportionality and the risk-based approach. However, with regard to the underlying draft RTS, the NOB is of the opinion that even more focus on proportionality is needed. The approach towards obliged entities that are part of structures which share common ownership, management or compliance control, including networks or partnerships, is not feasible. The same goes for the additional measures to be taken by obliged entities where the law of a third country prevents compliance with the AMLR. The NOB urges AMLA to reconsider both approaches. General provisions (articles 1-2) In Article 2 definitions are given of structure, network, partnership

Name of the organisation	Question	Answer
		and franchise. As far as the subparagraphs (a) - and (c) when applicable - ar concerned the definitions seem quite straight forward. However, they are broadly described. Given the consequences, namely the application of the group-wide requirements and the significant administrative burden that places on the (obliged) entities concerned, the NOB is of the opinion that the definitions should not be broad, but very specific. Networks or franchises may have a kind of common management or - on a voluntary basis - some common compliance control. Networks or franchises with common ownership seem rare. As a result of the definitions in Article 2 these networks or franchises easily fall within the scope of the underlying RTS and thus will have to apply requirements equivalent to the group-wide requirements at hand involving a great administrative burden. A natural reaction to this threat may be that especially networks or franchises without sufficient common ownership or common management will move away from their common compliance control. The NOB urges AMLA to reconsider the definitions in Article 2 and make these less broad, and in addition by replacing in Article 21 alternative conditions by cumulative conditions. Under the proposed draft RTS a franchise using a common brand (Article 2) together with having a common mechanism in place to share profits (Article 21) leads to applicability of group-wide requirements for all (obliged) entities involved, even entities outside the EU (please refer to hereafter). In the opinion of the NOB the two characteristics, mentioned by way of example, are insufficient to justify similar AML/CFT requirements for the franchise in the example as for groups.
de Nederlandse Orde van	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures	In Article 3 a quite robust set of requirements has been set out, in addition to the requirements set out in Article 16(1), 16(2) and

Name of the organisation	Question	Answer
Belastingadviseurs	and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	16(3) of the AMLR. The NOB is of the view that the RTS should refrain as much as possible from setting additional requirements and that it should merely specify minimum standards for information sharing within the group, such as 'sharing of information on a periodic basis appropriate to the level of risk'. Although the requirements can be implemented in a risk-based manner, in any case the design and implementation will entail high costs. Qualifying structures, such as networks and franchises, will face a task that borders the impossible. As these structures are not groups – as defined in Article 2 of the draft RTS - and thus do not have a controlling parent, the rule to design and implement group-wide requirements will give rise to lengthy discussions between the entities that are part of the structure. After having implemented the group-wide requirements, discussions with one or more supervisors may follow. In the opinion of the NOB the group-wide requirements should only apply as an exception, to very specific structures and should be reshaped on a less burdensome basis.
de Nederlandse Orde van Belastingadviseurs	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The list of information at least to be shared within a group or qualifying structure is lengthy. The information sharing comes on top of the requirements on an entity level. The RTS states that information sharing does not exempt obliged entities within the group from the need to conduct adequate own customer due diligence or risk assessments. Each obliged entity shall remain fully responsible for its own risk assessments and decisions, even when such decisions are based on information shared at group level. The NOB understands this approach, but believes that the group-wide requirements should be far less detailed. The group-wide requirements described in the draft RTS contain information sharing to and from group entities in third countries,

Name of the organisation	Question	Answer
		based on Article 17 AMLR. The group-wide requirements in the draft RTS seem to apply in full to qualifying structures as well, such as networks and franchises. The NOB is of the opinion that Article 17, nor any other Article of the AMLR provide a sound basis for information sharing to and from 'group' entities in third countries as far as other qualifying structures are concerned. Merely Article 16 AMLR applies to qualifying structures, not Article 17 AMLR. The NOB urges AMLA to clarify this point in the RTS to avoid any misunderstandings.
de Nederlandse Orde van Belastingadviseurs	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	According to Article 17 AMLR "Where the law of a third country does not permit compliance with this Regulation, the parent undertaking shall take additional measures to ensure that branches and subsidiaries in that third country effectively handle the risk of money laundering or terrorist financing, and shall inform the supervisors of its home Member State of those additional measures.". In Article 10 of the draft RTS one of the proposed additional measures is that branches or subsidiaries established in the third country require their customers and, where applicable, their customers' beneficial owners, to give consent to overcome restrictions to the extent that this is compatible with the law of the third country. In cases where said consent is not feasible, two or more of the specific measures set out in Article 15 have to be applied. Asking customers and the customers' beneficial owners for their consent as described is, in the opinion of the NOB, an additional measure that is unreasonably onerous. The NOB urges to reconsider this additional measure and/or to move the additional measure to Article 15 of the RTS, in such a way that it becomes one of the additional measures the obliged entity can choose from. As mentioned above (under articles 4-9) the NOB is of the opinion

Name of the organisation	Question	Answer
		that Article 17 AMLR, nor any other Article of the AMLR provide a sound basis for information sharing to and from 'group' entities in third countries as far as other qualifying structures are concerned. Merely Article 16 AMLR applies to qualifying structures, not Article 17 AMLR. The same goes for Article 5 of the draft RTS. The NOB urges AMLA to clarify this point in the RTS to avoid any misunderstandings.
de Nederlandse Orde van Belastingadviseurs	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Please see above by question 4
de Nederlandse Orde van Belastingadviseurs	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	PLease see above by question 4
de Nederlandse Orde van Belastingadviseurs	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Article 17 contains the criteria to determine which entity shall be considered as being the one with sufficient prominence in the group and thus the parent undertaking in the European Union, in case there are two or more obliged entities whose head office is located outside of the European Union. Furthermore, Article 20 takes care of the notification as parent undertaking by the obliged entity to the supervisor. In Article 20(6) the obligation to notify the home supervisor in the event of a change should be done at least one month before implementing that change. The NOB foresees the risk that within dynamic business structures the qualified entity with sufficient prominence (i.e. the parent undertaking) might change relatively quick. In that case it may simply not be

Name of the organisation	Question	Answer
		feasible to notify the supervisor of the change one month before implementing the change. The NOB therefore requests AMLA to reconsider this approach and suggests postponing the notification deadline until one month after implementing the change.
de Nederlandse Orde van Belastingadviseurs	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	According to paragraph 3.7 of the consultation paper, the objective is to effectively target structures where the application of group-wide AML/CFT measures is both necessary and proportionate. The NOB does not believe that the application of group-wide AML/CFT measures is necessary for structures that, for instance, merely share a common brand and have a common mechanism in place to share profits. For said structures implementing a group-wide system covering all entities involved - in practice entities often established in 100+ countries - implies a massive and costly administrative burden. The NOB requests AMLA to take into account that the separate obliged entities themselves already fall within the scope of the AMLR and therefore have to apply AML/CFT measures. The structures for which group-wide AML/CFT measures are deemed necessary, should be reshaped to a narrow group. This can for instance be done by replacing alternative conditions by cumulative conditions - in order to avoid unworkable and/or undesirable situations.
de Nederlandse Orde van Belastingadviseurs	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Please see above by question 8
de Nederlandse Orde van	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Please see above by question 8

Name of the organisation	Question	Answer
Belastingadviseurs		
Deloitte	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Deloitte welcomes the opportunity to respond to this consultation. We note that the AML Regulation entrusts AMLA with developing draft regulatory technical standards (RTS), taking into account the principle of proportionality, to identify the conditions under which group-wide AML requirements would apply to obliged entities that are not part of a parent/subsidiary group but are part of other structures which share common ownership, management or compliance control, including networks or partnerships. We understand the aim of this mandate given to AMLA is to ensure a level playing field between different sectors, including non financial entities, and we support the goal of consistent rules strengthening the effectiveness of EU rules preventing the use of the financial system for the purposes of money laundering or terrorist financing. However, we are concerned that the RTS as currently drafted would lead to disproportionate and burdensome requirements with which many obliged entities would not be in a position to comply, given the purpose and nature of the contractual structures to which they belong, and without clear additional benefits in terms of preventing money laundering or terrorist financing. Subject to legal advice that we will be obtaining regarding the applicability of the RTS as drafted to our structure, we raise two concerns in particular: • The criteria to identify the “parent undertaking” in a structure sharing common ownership, management or compliance control (section 6) may not lead to an appropriate entity nor indeed

Name of the organisation	Question	Answer
		clearly identify a single entity in a position to comply with the requirements set out in the RTS. We recommend allowing the structure to designate this entity based on operational and compliance capacity, where applicable. • There should be more clarity on whether and the extent to which non-obliged entities are excluded from group-wide or structure-wide requirements. We request specific clarification regarding targeted financial sanctions, as these requirements potentially apply to all persons in the Union. We have the following specific comments on the definitions in Article 2: • Structure: the objective of the structure is defined very broadly, as any agreement that aims to establish "a common framework of business, professional or commercial relationships connecting two or more obliged entities". We understand this aims to be broad and to capture structures including at least two obliged entities, even if they are not themselves direct contracting parties to the structural set up but specifying this may be helpful. In addition, this broad definition risks inadvertently capturing entities. Specifically excluding certain type of arrangements such as multi-party service arrangements, private equity shareholding where the private equity firm has a substantial shareholding in a franchise or network of entities, third party AIFMs managing AIFs whereby the AIFM and AIF operate under the same management and compliance controls but are not necessarily part of a same group may be helpful. • Network: this definition is broad and it is unclear how it interacts with the requirements set out in Article 21 on the conditions for application of group-wide requirements to structures (see also our reply to question 8).

Name of the organisation	Question	Answer
		• It would be useful to set out a definition of a designee entity (rather than using the "parent" terminology that is potentially confusing) that would carry out structure-wide AML requirements under Article 21 RTS if the conditions of that article are met.
Deloitte	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	While we welcome the principle-based approach of Article 3 for formally integrated corporate groups, we question its applicability to "other structures". We identify four areas in particular requiring clarification or revision, especially in light of the application of equivalent measures to structures under Article 21. Proportionality for non-integrated structures The application of Article 3 requirements to contractually organised structures under Article 21 risks being disproportionate. Network-level standards in professional services networks are designed to ensure a common quality baseline — not to create centralised compliance governance. Uniform minimum requirements should therefore be calibrated to the degree of actual integration. We recommend that AMLA provide explicit guidance permitting scaled application of Article 3 requirements based on the size, complexity and risk profile of each structure. Reliance on AML/CFT work within the structure Article 3 does not explicitly permit entities within a structure to rely on AML/CFT work performed by other member entities, consistent with Articles 48 and 49 AMLR. Without such explicit

Name of the organisation	Question	Answer
		permission, duplicative compliance processes across network members are unavoidable and resource-intensive without corresponding risk reduction. We request that AMLA explicitly confirm that reliance arrangements within structures are permissible under Article 3. We also suggest that AMLA allow groups and any relevant structures to use a decentralised and technology-reliant approach, where one entity could perform AML requirements listed in the RTS on behalf of the group and share only formal conclusions with the other group entities to allow them to take decisions. Governance and decision-making powers (Article 3(1)(a)) The requirement to establish a coordination body with "sufficient decision-making powers" presupposes a central entity with enforceable authority over member firms. In a contractually organised network, no such function exists. We request clarification that this obligation can be fulfilled through an advisory and monitoring committee without requiring formal enforcement powers over legally independent member firms. Data standards and transitional period A meaningful group-wide risk assessment under Article 3(1)(d) requires comparable data across entities. Without common templates or minimum data standards, aggregation across entities using different systems remains impractical. We recommend that AMLA develop standardised templates to reduce implementation costs. Given the significant operational changes required, a transitional period of at least two years from

Name of the organisation	Question	Answer
		the date of application of the RTS should be provided for structures other than groups.
Deloitte	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Yes, we do see operational and legal challenges to information sharing for groups or structures including regulated professions, given client confidentiality and professional secrecy rules that may restrict the transfer of client information. AMLA should consider introducing a proportionality mechanism allowing obliged entities to demonstrate that specific information sharing obligations cannot be fulfilled due to binding professional secrecy rules and providing a supervisory channel for reporting and addressing such impediments — analogous to the Article 17 AML Regulation mechanism. Regarding specifically legal professional privilege (LPP), which applies to confidential communications between a lawyer and a client for the purpose of seeking or giving legal advice, regardless of whether litigation is contemplated (and so is broader than the derogation set out in Article 9 RTS), the mandatory intra-group sharing of client information — even where restricted to AML/CFT purposes — risks compelling lawyers within a network or structure to transmit to group compliance functions information that is covered by LPP. We urge AMLA to introduce an explicit LPP carve-out in the information sharing provisions of the RTS, making clear that: • information sharing obligations do not extend to information subject to LPP under the relevant member state law; • the group compliance function may not receive, process, or store information that is LPP-protected; and • the determination of whether information is LPP-protected rests with the lawyer in possession of it, subject to review by the relevant supervisory or judicial authority.

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		An equivalent carve-out should be provided for information protected by auditor's professional secrecy requirements. The provisions on information sharing from and to third countries interact with GDPR and, where third countries are involved, with the adequacy decision framework under Chapter V GDPR. Transfers of personal data (including customer due diligence data) to group entities in third countries that lack an adequacy decision, or appropriate safeguards, would require standard contractual clauses or binding corporate rules, which may not be compatible with the speed and format of AML/CFT information sharing that the draft RTS contemplate. We recommend that AMLA coordinate with the European Data Protection Board to issue joint guidance clarifying the lawful bases and transfer mechanisms available for AML/CFT information sharing within groups and structures, and that the RTS acknowledge the GDPR layer explicitly rather than leaving its interaction with the information sharing obligations to be resolved case by case. Other practical points: • For networks of professional services firms, the obligation to share information is more difficult to operationalise than in a conventional corporate group, because there is no parent-subsidiary information flow channel. Obliged entities within a network may have no direct legal relationship with each other, and a central coordinating entity may have no right of access to client files held at local firm level. The draft RTS should therefore clarify the categories of information that are required to be shared, distinguishing between: (a) information about the structure's overall AML/CFT policies and procedures (clearly shareable); (b) aggregate statistical or risk data (shareable with appropriate anonymisation); and (c) client-specific CDD or

Name of the organisation	Question	Answer
		transaction monitoring data (where the confidentiality, privilege and data protection concerns identified above apply). • We note that Article 4(1) RTS sets minimum relevant information that is to be shared within a group. We suggest for clarity specifying that this is to be shared by obliged entities within the group, to reflect Article 16 (3) AML Regulation. We recommend that AMLA define a clear minimum mandatory dataset for common client situations covering ID, UBO, services and material changes, restricting full transactional or sensitive documents to risk-based situations such as suspicion or high-risk cases, to avoid potential breaches of market abuse and insider trading legislation. • Article 4(2) second subparagraph RTS requires information sharing (from obliged entities to obliged entities) for common customers and customers having the same beneficial owners. It is unclear whether common client means the same legal entity, related entities, or entities sharing the same ultimate beneficial owner (UBO)/ senior managing official (SMO). Independent directors may serve as default beneficial owners under Article 63(4) AML Regulation across unrelated clients of different firms. This should not trigger information sharing - genuine common clients should be distinguished from nominal UBO/SMO overlaps. • Continuous data feeds across decentralised networks are resource-intensive and we therefore recommend standardised templates and proportionate frequency of information-sharing, aligned to risk.
Deloitte	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	We expect significant legal and operational challenges in implementing the minimum actions and additional measures under Section 4 where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls. Unlike

Name of the organisation	Question	Answer
	procedures and controls? If so, please describe the challenges and provide practical examples.	the general challenges described in our response to Question 3, we identify below specific jurisdictional conflicts with direct practical relevance. United States 31 USC 5318(g)(2) absolutely prohibits the disclosure of suspicious activity reports (SARs) to affiliates, directly conflicting with the information-sharing requirements under Articles 10–12 of the draft RTS. The Gramm-Leach-Bliley Act additionally restricts the sharing of non-public personal information. State-level requirements such as NY DFS Part 504 impose independent AML programme obligations that may conflict with group-wide standards. Critically, customer consent under Article 10(1)(c) cannot override these absolute statutory prohibitions, rendering the consent mechanism ineffective in this jurisdiction. Switzerland Article 47 of the Swiss Banking Act criminalises client information disclosure, including to affiliated entities. Article 271 of the Swiss Criminal Code prohibits actions carried out on behalf of foreign states without authorisation, potentially capturing information sharing conducted for EU supervisory purposes under Article 13 of the draft RTS. India The Digital Personal Data Protection Act 2023 (DPDPA) restricts cross-border data transfers to notified jurisdictions only. The EU does not currently hold notified status. Additionally, the RBI

Name of the organisation	Question	Answer
		Master Direction on KYC imposes confidentiality obligations and the Prevention of Money Laundering Act 2002 contains tipping-off prohibitions that conflict with group-wide reporting requirements. Consequences for group-wide risk management These jurisdictional impediments result in incomplete group-level risk visibility and prevent the parent undertaking from performing comprehensive group-wide risk assessments as required under Article 3(1)(d). Local management in affected jurisdictions will, in many cases, be legally compelled to prioritise local law over group-wide AML/CFT instructions, creating an inherent conflict between regulatory responsibility at group level and legal obligations at entity level. Closure measures — proportionality concern We are concerned that the escalation to closure measures under Article 10(3) may itself generate integrity risks. Withdrawal from a jurisdiction could result in loss of supervisory visibility, displacement of clients to unregulated providers, and entities escaping EU oversight entirely — outcomes contrary to the objectives of the AMLR. We therefore recommend that Article 10 require a documented proportionality assessment before any closure measure is applied, and that the RTS specify alternative compensatory measures such as enhanced local governance, independent audit and ring-fencing as preferred remedies prior to exit.
Deloitte	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where	Yes, we foresee the following challenges: • Suspicious transaction report (STR) confidentiality conflicts:

Name of the organisation	Question	Answer
	third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Article 12(1)(b) requires aggregated STR data to be shared with parent management. In the US (31 USC 5318(g)(2)), UK (POCA 2002 Section 333A) and India (PMLA 2002 Section 66), even disclosing the existence of an STR is criminal. Aggregated data may constitute indirect disclosure where transaction volumes are low enough to identify specific clients. • Notification overload: if each case where it is identified that the law of a third country does not permit or restricts the sharing of date triggers a 28-day notification under Articles 10-14 RTS, networks operating across multiple restrictive jurisdictions face very high volumes overwhelming both entities and supervisors. We recommend thresholds, staged processes requiring exhaustion of internal remedies first, and standardised notification templates. • Regulatory fragmentation risk: mandatory closure under Article 12(3) could force entities out of groups, reducing rather than increasing oversight. We recommend that AMLA considers alternative structural measures such as enhanced local governance, independent audit or ring-fencing before requiring exit.
Deloitte	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We support the principle of graduated escalation but do raise concerns about the workability of this framework: • For structures under Section 6 where the parent may be a non-obliged entity under Article 22 RTS, it is unclear how supervisory powers under the AML Regulation would apply. • Where multiple obliged entities in a structure or group are based in different member states, coordination among supervisors would be needed. The RTS should identify the decision addressee and each entity's implementation obligations. • Closure or restriction measures under Article 16(2) RTS have

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		implications under relevant member state laws on employment, contracts and winding up/liquidation. Enforcing decisions towards non-EU network members is very difficult. We recommend that AMLA establishes procedural steps and supervisor cooperation mechanisms. • Clarity is needed on the criteria for escalating from Article 16(1) measures to Article 16(2) restrictions. For example, what constitutes failure to comply or a determination that risk is unmanageable? Article 16(3)(b) should distinguish between absolute legal prohibitions and practical difficulties resolvable through alternative arrangements. • Finally, regarding financial institutions, supervisors should exercise Article 16 RTS powers in coordination with prudential supervision under SSM or CRD/CRR to avoid conflicting instructions on the same operations. Reasoned decisions and adequate implementation timelines should be mandatory.
Deloitte	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The conditions set out in Article 21 (2) to require the "parent undertaking" (see our comment in the reply to question 1 requesting a change of terminology, to avoid confusion) and obliged entities in a structure which shares common ownership, management or compliance to comply with AML requirements that are "equivalent", are very broad and include several that in our view are not in themselves factors that denote common management (notably (b) (iv) or (v)) or common compliance control (notably (c) (iii) and (v)). Criteria like branding, shared services or strategy may effectively indicate coordination within a network structure but do not necessarily indicate a sufficient degree of AML/CFT control to justify group-equivalent requirements. We suggest that the conditions need to be narrowed down to ones that truly denote common management

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		and common compliance control, respecting also the principles in the exclusions set out in recitals (27) and (28) RTS. The provision appears to indicate that any of these conditions would suffice to trigger application of group-wide AML requirements to a structure, yet this would be clearly disproportionate. Application should be proportional to the degree of integration. Loosely connected structures should face lighter obligations than those with genuine organisational interdependence to avoid disproportionate burdens without corresponding risk-reduction benefits. We recommend that AMLA specifies quantitative and qualitative thresholds, for example what level of shared control functions or what proportion of common management membership triggers group-equivalent treatment. Practical examples illustrating structures that do and do not meet conditions would significantly reduce ambiguity and divergent supervisory interpretations. As noted in our response to Question 1, Article 21(2) refers throughout to "obliged entities" in the structure, yet in many professional services networks the formal structural parties (e.g., holding companies or management entities acting as shareholders of a central network vehicle) are not themselves obliged entities, even though their operating affiliates are. The conditions should expressly confirm that they are satisfied where the relevant indicators (ownership, management, compliance control) connect the central coordination vehicle to the operating affiliates of the structural parties, even where those structural parties are not themselves obliged entities.

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Deloitte	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We foresee significant legal and operational challenges, or obstacles, in implementing the provisions of Article 21 for professional services networks. The following challenges are particularly acute. Perimeter identification The most fundamental operational challenge is determining which entities fall within the scope of the structure for the purposes of Article 21. In a conventional corporate group, the perimeter is defined by ownership and control thresholds. In a contractually organised network, the perimeter is defined by membership agreements that change as firms join or leave. Central coordinating entities may have direct contractual relationships only with intermediate holding or management entities, while the actual obliged entities — the operating member firms — have no direct contractual relationship with the coordinating entity. Mapping the full structural perimeter therefore requires a multi-layer analysis that would need to be performed specifically for AML/CFT purposes. We request that AMLA provide explicit guidance on the methodology for perimeter determination, including the treatment of affiliates that are not direct contractual parties to the network arrangement. Legal authority and enforceability A designated parent undertaking in a contractually organised network derives its authority from contract, not from ownership or company law. If existing contractual arrangements do not confer binding AML/CFT authority over member firms, implementation of Article 21 would require renegotiation of constitutional

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		documents across the entire network — a significant undertaking, particularly where multiple parties hold veto rights. Article 21(3) prevents non-obliged entities from blocking policies but does not address how a parent undertaking compels compliance by legally independent member firms. We recommend that AMLA acknowledge best-efforts obligations within contractual frameworks as a compliant alternative to requiring corporate-style enforcement authority. Responsibility without control A designated parent undertaking may bear regulatory responsibility for failures in entities it does not own, manage or control in any legally enforceable sense. This mismatch between regulatory accountability and actual legal authority is a structural problem. Professional secrecy and information barriers Many professional services networks have established information barriers between member firms to prevent conflicts of interest — a requirement under applicable audit and professional conduct regulation. These barriers are in direct tension with the information-sharing obligations under Articles 4 and 21. In some jurisdictions, audit firms face legal restrictions on sharing client information even within their own network. We urge AMLA to introduce a safe harbour for actions taken in good faith compliance with binding professional conduct rules, analogous to the tipping-off protections in the AMLR itself. Absence of shared compliance infrastructure

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		Professional services networks do not typically operate common compliance platforms, centralised investigation teams or consolidated customer risk methodologies. Building such infrastructure solely to satisfy group-equivalent obligations may be disproportionate to the actual ML/TF risk reduction achieved, and local knowledge and risk based approaches are key in detecting suspicious or unusual transactions based on local specificities. We request that AMLA confirm that phased implementation of compliance infrastructure is permissible. Implementation timeline The notification deadline of 10 December 2027 under Article 26 is in any event not realistic for complex structures that must first complete perimeter mapping, identify the parent undertaking, renegotiate membership agreements and establish information-sharing infrastructure, where applicable. We request that AMLA provide a dedicated transitional period of at least two years from the date of application of the RTS for structures other than groups, together with a phased implementation schedule.
Deloitte	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We do not consider the criteria in Article 22 to be appropriate or effective in identifying the parent undertaking in the Union for professional services networks. We identify four specific concerns. Absence of internal ranking within Article 22(1) Article 22(1) lists seven criteria without establishing any hierarchy or prevalence rule between them. In practice, different criteria

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		will frequently point to different entities within the same structure, without any mechanism to resolve the conflict other than the turnover tiebreaker in Article 22(2). We urge AMLA to introduce a prevalence rule within Article 22(1) — comparable to Article 18(3) for groups — establishing that governance and compliance control criteria (in particular sub-criteria (a), (c) and (e)) take precedence over operational and service-delivery criteria (in particular sub-criteria (d), (f) and (g)). This would reflect the functional objective of the framework, which is to identify the entity best placed to enforce group-equivalent AML/CFT requirements, not the entity with the highest operational footprint. Turnover tiebreaker leads to structurally wrong outcomes In professional services networks, the central coordinating entity — which most closely resembles a group parent for AML/CFT purposes — will almost invariably have lower annual turnover than the client-facing operating affiliates. The Article 22(2) tiebreaker will therefore consistently point to a large operating affiliate with no group compliance role, rather than to the coordination entity that actually governs network-wide standards. We note in this regard that Article 22(2) uses the term "entity" rather than "obliged entity", meaning the tiebreaker could in principle designate a non-obliged holding or management vehicle. We request that AMLA revise the tiebreaker to prioritise demonstrated governance authority and compliance capacity over revenue size. Structures should be permitted to self-designate their parent

Name of the organisation	Question	Answer
		We recommend that AMLA introduce an additional criterion explicitly permitting structures to propose their parent undertaking based on documented governance decisions demonstrating compliance capacity and authority, subject to supervisory validation under articles 23 and 24. This would accommodate the diversity of network arrangements without requiring AMLA to prescribe a single rigid metric applicable across all sectors. Structural gap: Article 23/24 asymmetry Article 23 provides a supervisory challenge mechanism — including a two-month decision period, inter-supervisor information exchange and AMLA escalation — but only where the identified parent undertaking is itself an obliged entity. Where the parent is a non-obliged entity, Article 24 establishes only a notification obligation, with no equivalent challenge mechanism, no decision period and no AMLA escalation route. This asymmetry is a significant structural gap. In practice, the parent undertaking of a professional services network will frequently be a non-obliged central coordination entity. Under the current framework, local supervisors would receive a notification but have no procedural basis to challenge it. We urge AMLA to extend the Article 23 challenge mechanism — or a substantively equivalent mechanism — to the Article 24 scenario to ensure supervisory convergence and prevent regulatory arbitrage.
Digital Currencies	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The Digital Currencies Governance Group (“DCGG”) is a membership association that represents some of the largest firms in the digital assets sector. We actively engage with policymakers at an international level to share insights and

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Governance Group		provide input to the regulatory and policy development process. These regions include the European Union, United Kingdom, Latin America, Asia and Africa. We welcome the opportunity to provide our perspectives on these proposals and remain available to AMLA for further discussions directly or through wider engagement with our members DCGG welcomes this consultation and AMLA's efforts to produce a single, coherent set of rules addressing both mandates under Articles 16(4) and 17(3) of the AMLR. We submit this response from the perspective of obliged entities in the cryptoasset sector that are newly brought within the full scope of the EU AML/CFT framework under the AMLR. As a sector characterised by global operations, novel technological infrastructure and business models that do not always map neatly onto traditional financial services structures, we believe targeted clarifications in several areas would significantly improve the workability of the RTS for these entities without compromising the overarching supervisory objectives. We see the definitions proposed in Article 2 as sufficiently clear, however we wish to provide our views in relation to the definition of “partnership”, which according to Article 2(4) captures any arrangement where at least two obliged entities exercise an activity in common with a view to profit- or cost-sharing or achieving a common purpose, provided the relationship involves common ownership, management or compliance control. We note that the parameters of the concept of a “group” in relation to partnerships should be clarified from the outset to avoid undue burdens on relationships that do not fulfil the criteria of this definition. For example, where parties share a common

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		compliance framework for Travel Rule purposes or occasionally conduct joint AML risk assessments as part of a commercial distribution agreement, such arrangements are not organisationally equivalent to a group. When parties are commercially independent, conducting compliance-sharing is typically driven by regulatory necessity (e.g., Travel Rule compliance) rather than organisational integration and if any of the entities is not based in the EU, said entity may have no supervisory relationship with any EU authority. Applying group-equivalent requirements to these types of arrangements would impose obligations that are disproportionate to the nature of the relationship and potentially impossible to fulfil given the absence of formal authority of one party over the other. We recommend that AMLA clarifies in the recitals or accompanying guidance that commercial distribution or integration arrangements between independent entities (e.g., arrangements involving shared compliance tools or Travel Rule infrastructure) do not constitute a "partnership" unless the parties are organisationally integrated in a manner functionally equivalent to a group. The existing Recital 27 exclusion for "pure cooperation agreements" and "outsourcing arrangements of compliance control to the same service provider" provides a useful starting point but does not fully address scenarios like the one described above.
Digital Currencies Governance Group	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The minimum requirements set out in Article 3 are broadly sensible; however, we understand that article 3(1)(f) requires the parent undertaking to take into account outsourcing and reliance arrangements when designing and applying group-wide policies, procedures and controls. For obliged entities in the crypto sector, reliance on third-party blockchain analytics providers,

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		KYC/identity verification providers and Travel Rule solution providers is operationally integral to AML compliance. We note that these arrangements are not equivalent to traditional financial sector outsourcing, as they are often technically inseparable from the obliged entity's core compliance infrastructure. We therefore request a clarification from AMLA that the reference to "outsourcing and reliance arrangements" in Article 3(1)(f) is calibrated to the risk relevance of the arrangement to group-wide AML compliance and does not require exhaustive documentation of every third-party technical provider as a distinct risk element in the group risk assessment. A proportionate, materiality-based approach to this requirement, consistent with the general proportionality principle stated in the RTS, would be more appropriate in our view.
Digital Currencies Governance Group	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We support the broad, non-exhaustive approach to information sharing in Article 4. We do, however, want to flag a tension between this framework and GDPR. Specifically, article 4(3) requires information sharing to comply with data protection law. Notwithstanding, we note that many CASP groups have entities in third countries without an EU adequacy decision, meaning the Chapter V transfer restrictions of the GDPR apply at the same time as the AML obligation to share. In effect, AML rules require obliged entities to share information, while GDPR may restrict the legal basis for transfer without appropriate safeguards in place. The RTS acknowledges this friction but provides no guidance on how to resolve it. The obligation to assess and notify restrictions under Article 6(3) places the burden entirely on the obliged entity to find a solution, without any safe harbour or recognition that in some cases no adequate transfer mechanism may be available.

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		In our view, AMLA can benefit from coordination with the European Data Protection Board to develop guidance on the intersection of Article 4 information-sharing obligations and GDPR Chapter V transfer restrictions, specific to the AML/CFT context. In the interim, the RTS should provide a clear confirmation that where GDPR restrictions genuinely prevent full Article 4 compliance for third-country group entities, notifying the home supervisor under Article 6(3) is treated as a sufficient good-faith step while the issue is worked through.
Digital Currencies Governance Group	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	In DCGG's view, Section 4 raises the most significant operational concerns for crypto firms with global operations. We outline three issues below: • 28-day notification obligation: Articles 10-14 each impose a 28-day notification obligation running from "identification" of a third-country impediment, but the term "identification" is undefined. For a crypto firm operating across many jurisdictions, it is unclear whether the “clock” starts when an issue is first flagged or once it has been properly assessed. If the former, firms may end up making premature notifications before any real legal analysis has taken place, which is of limited value to national supervisors. This would be particularly difficult for newly established EU parent undertakings. Article 3 requires a group-wide risk assessment immediately on assuming that role and this is exactly the exercise that will surface third-country impediments. A newly established EU parent, including one created through a non-EU group setting up EU headquarters, would therefore need to simultaneously run this legacy review, manage multiple 28-day clocks as issues come to light, stand up its compliance infrastructure and build its relationship with its home supervisor.

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		The RTS, as currently drafted, does not realistically allow for this. We suggest that AMLA defines "identification" as the point at which legal analysis confirms (rather than merely suggests) that an impediment exists. We also recommend a defined onboarding period, for example in the order of 60-90 days (since the EU has already recognised in this same sector through the MiCA Regulation, that a defined onboarding runway is necessary and proportionate for newly regulated entities), for newly established parent undertakings, during which the 28-day clock runs from the end of that period rather than from each individual finding, provided the supervisor is notified upfront and the legacy review is completed within the window. This would still allow supervisors early visibility without setting an unworkable timeline for firms new to the parent undertaking role. • Single entity structures: We note that this timeline problem is not limited to multi-entity groups. A single EU obliged entity with third-country subsidiaries faces the same challenge, i.e., it becomes the parent undertaking automatically on establishment, with no designation process and no transitional period. We request that AMLA confirm that the onboarding approach we outline above would also apply in this scenario. • Consent mechanism: Articles 10-14 rely primarily on customer consent as the way to overcome third-country legal impediments. This assumes a traditional customer relationship where the customer can be identified, reached out to and asked for consent. For crypto firms, this is often not realistic, as obtaining individual consent from large retail customer bases is not practical at scale and for pseudonymous or self-custodied wallet

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		activity, there may be no identifiable customer to ask in the first place. The RTS allows firms to move to Article 15 measures where consent is not feasible, but gives no guidance on how to determine that, leaving firms exposed if a supervisor later disagrees with that judgment. We therefore suggest the RTS recognise explicitly that consent is not a workable route where: - the underlying restriction is a public law matter that consent cannot override; - the customer base is too large for individual consent to be practical; or - there is no identifiable customer to consent in the first place. In these situations, firms should be able to move directly to Article 15 measures, provided they document their reasoning and notify their home supervisor.
Digital Currencies Governance Group	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We would like to reiterate our comments on Question 4 above in relation to the 28-day notification obligation and consent mechanism, both of which apply equally to Articles 12 and 13.
Digital Currencies Governance Group	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We consider the two-tier supervisory escalation framework in Article 16 broadly appropriate in structure and welcome the explicit requirement for supervisors to take a proportionate and risk-based approach in Article 16(3). We have one observation specific to the crypto sector, particularly that the ultimate supervisory action available under Article 16(2)(c), i.e., requiring closure of some or all operations in a third country, would have consequences for crypto firms that go beyond those for

Name of the organisation	Question	Answer
		traditional financial institutions. A directive to close a third-country CASP operation would have immediate implications for token holders in that jurisdiction, including redemption rights for stablecoin holders, access to custody arrangements and continuity of ongoing transactions. These are not purely bilateral matters between the entity and its customers and they may affect broader market integrity and consumer protection. To appropriately address this operational reality, we recommend that AMLA provides further guidance clarifying the interaction between Article 16(2)(c) closure requirements and the MiCA provisions on orderly wind-down of CASP operations and stablecoin redemption obligations, to ensure that supervisory actions under the AML framework do not inadvertently compromise the orderly resolution of obligations owed to token holders.
Digital Currencies Governance Group	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We support the sequential approach to parent undertaking identification in Articles 17-19 and consider the proposed criteria broadly workable for the crypto sector.
Digital Currencies Governance Group	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We flag that the Article 21 conditions as drafted could be read to apply to decentralised autonomous organisation (DAO) structures or protocol governance arrangements involving EU-licensed CASPs. The definition of "structure" in Article 2(2) only requires two or more obliged entities to share "the objective of establishing a common framework of business, professional or commercial relationships". CASPs building on the same protocol or participating in the same DAO governance process, could meet this threshold simply by operating within the same ecosystem, without any of the organisational integration the group-equivalent framework is meant to capture.

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		The common compliance control conditions in Article 21(2)(c) further exacerbate this risk. Where a DAO's governance token gives voting rights over protocol parameters that affect participating CASPs' compliance functions, such as transaction screening rules, this could be read as common policies or controls "managed by a control function" (Article 21(2)(c)(i)). Likewise, CASPs relying on shared risk assessments or audits developed for a common protocol could fall under (c)(iv) or (c)(v). DAO governance reflects a CASP's role as one stakeholder among many in a decentralised community and does not give the kind of operational authority or compliance oversight that Article 22's parent undertaking criteria assume. In a typical DAO, no single entity could plausibly meet Article 22(1), as no party can direct strategy, decide on profit transfers or coordinate management of the participating CASPs. Applying Article 21 here would not identify a workable parent undertaking, but would rather just create an unresolvable designation exercise. Furthermore, if adopting shared protocol standards or open-source compliance tooling could trigger group-equivalent obligations, this would discourage CASPs from adopting common industry standards, such as shared blocklists or interoperable Travel Rule infrastructure, that supervisors would otherwise want to encourage. We believe further guidance is needed to confirm that participation in a common blockchain protocol, including engagement with DAO governance or reliance on shared protocol-level standards or tools does not of itself constitute a "structure" under Article 21. Instead, we believe the Article 21

Name of the organisation	Question	Answer
		conditions should be understood as targeting organisational integration between obliged entities, e.g., common ownership or shared management.
Digital Currencies Governance Group	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Please refer to our response to question 8.
Digital Currencies Governance Group	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We see the Article 22 criteria as broadly workable; however, we note that Article 22(1)(d) designates as parent undertaking the entity that provides "essential technical information or critical services to two or more obliged entities in the structure which cannot be replaced in a timely fashion without excessive cost". As outlined in our response to question 8, a protocol developer or infrastructure provider that also operates shared compliance-relevant tools (for example, common transaction screening or risk-scoring infrastructure relied upon by multiple CASPs) could find itself within an Article 21 structure on that basis. Where this occurs, Article 22(1)(d) could then designate that entity as parent undertaking on the grounds of its technical irreplaceability alone, even though it has no AML compliance function of its own, may not be an obliged entity and has no visibility into the customer relationships of the CASPs it serves. While Article 9 of the RTS confirms that non-obliged entities can be designated as parent undertakings in non-group structures, the practical consequences, including the obligation to implement group-wide AML/CFT policies and notify supervisors, would be unworkable for a purely technical infrastructure provider.

Name of the organisation	Question	Answer
		From our perspective, Article 22(1)(d) should be clarified to apply only where the critical technical services in question include compliance-decision-making functions, that is, functions involving discretion or judgment over AML/CFT risk, rather than the provision of shared tools or infrastructure that CASPs use within their own compliance frameworks. Alternatively, AMLA could confirm that where an entity meeting criterion (d) is not an obliged entity and exercises no AML/CFT decision-making function, designation falls to the next applicable criterion.
DUFAS	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definitions introduced in article 2 would benefit from further clarification, in particular the concepts of “structure”, “network”, and “partnership”, which appear broad and may capture structures that do not operate as integrated AML/CFT groups in practice. In particular, the current drafting appears to imply a broad interpretation of these concepts. Further clarification would therefore be beneficial regarding the types of relationships and arrangements that are intended to fall within these definitions, especially in the asset management sector. The Draft RTS refers to networks and partnerships, but does not expressly address common asset management structures involving fund managers and collective investment undertakings. Additionally, the term “control function” is neither legally defined nor even mentioned in the AMLR. Therefore, it appears to go beyond the mandate conferred by Article 16(4) AMLR to introduce obligations on such functions.
DUFAS	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures	The Draft RTS establishes a set of minimum requirements for group-level internal policies, procedures, and controls. In

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	and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	particular, the Draft RTS requires the establishment of a group-level compliance function, as well as the preparation of an annual report on the implementation of group-wide policies, procedures, and controls. While the underlying objectives are broadly clear, further clarification would be beneficial to support consistent and proportionate implementation, particularly for large, diversified asset management groups. In current practice, many international asset managers operate through governance models, whereby global standards are set centrally (within or outside the EU) and supplemented by local entity-level frameworks. These entities often maintain independent boards, Money Laundering Reporting Officers ("MLROs"), and AML/CFT frameworks tailored to their business models, and may operate as sibling entities rather than within a parent–subsidiary structure. As a result, there may be limited operational alignment or direct oversight across entities, which is a key consideration for how group-level coordination requirements are expected to operate. While we understand the objective of enhancing consistency and oversight, further explanation would be helpful to ensure that AMLR Article 16 requirements do not result in duplicative or overlapping reporting layers with existing governance arrangements, including global compliance frameworks, regional oversight, and entity–level controls. It would be helpful to confirm whether these requirements may be implemented through coordinated, rather than centralized, governance arrangements. Further uncertainty arises as to the extent to which a designated EU "parent" (including where it is a sister entity) is expected to

Name of the organisation	Question	Answer
		exercise direct operational control over AML functions, and how the annual reporting requirement should interact with existing global or regional reporting frameworks. At the same time, additional clarity on the application of proportionality would be beneficial, particularly for lower-risk business models such as asset management. In particular, we would welcome further guidance on how the proportionality principle should be applied to section 2 of the RTS (Minimum group-wide requirements). Absent such clarity, there is a risk that requirements become overly prescriptive and process-driven, rather than focused on meaningful outcomes. We therefore recommend that the Draft RTS explicitly allow firms to apply a risk-based approach and rely on existing group compliance frameworks and reporting lines where these meet AMLR objectives. Suggested clarifications: • Clarification would be beneficial that the AMLR Article 16 obligations may be implemented through coordinated governance, oversight and reporting arrangements across relevant obliged entities, and should not be interpreted as requiring full operational centralization of AML functions where effective local governance and control arrangements already exist. • Clarification would be beneficial on how a designated EU undertaking may discharge its coordination and oversight responsibilities through formal governance arrangements, including committees, reporting lines, escalation frameworks, and other coordination mechanisms across relevant obliged

Name of the organisation	Question	Answer
		entities. • Clarification would be beneficial that the designation of a "parent" undertaking does not necessarily imply direct operational control over local AML functions, and that local MLRO and entity-level responsibilities may continue alongside the AMLR Article 16 framework. • Additional clarification on the application of proportionality and practical implementation expectations would support more consistent implementation across different sectoral operating models.
DUFAS	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The Draft RTS mandate extensive information sharing within groups, including customer data, transaction information, risk assessments, and suspicious activity reporting data. While we understand the objective of enhancing group-wide risk management, further clarification would be beneficial to support consistent and proportionate implementation, particularly for firms operating across multiple jurisdictions, systems, legal entities, and business lines where information barriers may apply. Importantly, this does not apply only to cross-border or multi-jurisdictional group structures. For example, questions may arise regarding the extent to which information can be shared between an asset manager and a legally separate pension administration entity within the same group. In addition, the interaction with data protection, banking secrecy, and confidentiality laws in third countries remains a significant practical consideration. While the Draft RTS acknowledge a "need-to-know" principle, the practical application of this principle and the thresholds for determining necessity are not sufficiently clear. There is a risk that the current drafting could

Name of the organisation	Question	Answer
		result in broader information sharing than is necessary under the AMLR. Suggested clarifications: • The RTS should more clearly distinguish between mandatory and optional information sharing requirements and align more closely with the AMLR standard that information should be shared only where necessary for AML/CFT purposes. In this context, it would be preferable to remove “at least” from paragraph 1 and to limit the list of information required to be shared, as the current list appears overly extensive and may result in the exchange of information beyond what is necessary in practice. Consistent with Recital 10, firms should be able to apply a “need-to-know” assessment rather than being expected to share the full list of information in all circumstances. • Further clarification would be beneficial regarding how AML/CFT information-sharing obligations should be reconciled with data protection, confidentiality, banking secrecy and other legal restrictions, particularly in third-country contexts and in group structures involving separate business lines or information barriers. • Clarification would also be helpful regarding the extent to which entities may rely on information, controls and assessments already available within the group, without creating unnecessary duplication of CDD and risk assessment processes. In particular, firms should be able to rely on information provided by other group entities where appropriate controls and governance arrangements are in place. • In this context, we note that the current wording stating that each obliged entity “shall remain fully responsible for its own risk assessments and decisions, even when such decisions are based

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		on information shared at group level" may unintentionally undermine effective group-wide reliance arrangements. Clarification would therefore be beneficial to confirm that entities may reasonably rely on information and assessments provided within the group, while remaining responsible for the appropriate application of AML/CFT obligations in their own activities.
DUFAS	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Answer to questions 4-6: Operational and legal challenges may arise where third-country laws restrict the application of group-wide AML/CFT policies, procedures and controls, including the ability to access, process or exchange information for AML/CFT purposes. In particular, practical difficulties may arise in assessing whether customer or beneficial owner consent can legally overcome local restrictions, in obtaining such consent in practice, and in implementing additional measures where restrictions remain in place. Additional challenges may also arise from conflicting legal obligations relating to data protection, confidentiality and reporting restrictions in third countries, particularly where entities are required to share information with the parent undertaking or EU home supervisors. In practice, international groups may face operational complexity in applying enhanced reviews, monitoring obligations, onsite checks, independent audits and reporting requirements across multiple jurisdictions and legal entities. This may be particularly relevant in internationally operating asset management groups relying on local intermediaries, delegated arrangements or jurisdiction-specific distribution structures, where customer information and AML/CFT responsibilities may

Name of the organisation	Question	Answer
		not always be centrally held or directly accessible. While additional measures and supervisory actions may assist in mitigating risks, legal and operational restrictions in third countries may still limit effective implementation. The potential requirement to terminate business relationships, restrict transactions or close down operations where ML/TF risks cannot be effectively mitigated may also create significant legal, operational and client-related consequences in cross-border structures. Further clarification would therefore be beneficial regarding supervisory expectations, the proportional application of additional measures and supervisory actions, and the extent to which firms may apply a risk-based approach where full compliance with group-wide requirements is restricted by third-country law. In addition, Articles 10–13 require notifications to be made “no later than 28 calendar days of the following”, but the relevant trigger date is not entirely clear. Clarification would be welcome as to when the 28-day period starts to run. We suggest replacing this wording with “within 28 calendar days after identifying the relevant restriction or prohibition”, which would provide greater legal certainty and facilitate consistent implementation across firms.
DUFAS	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The Draft RTS sets out a methodology for identifying the “parent undertaking in the Union” where two or more EU obliged entities share a common head office outside the Union but there is no parent-subsidiary relationship between them. While we understand the objective of establishing a clear point of accountability within the EU, we do not consider that the

Name of the organisation	Question	Answer
		proposed criteria will always identify a single parent undertaking effectively. The qualitative and quantitative criteria — including operational control, risk management capacity, customer and transaction metrics, and decision-making authority over AML/CFT policies — may point to different entities, particularly in complex international group structures or where business models and AML frameworks differ materially. This issue may arise in international financial groups where legal ownership, AML governance authority, and operational AML oversight are distributed across different EU entities. In practice, cross-border entities often operate through separate legal entities that do not share common management or compliance control, particularly where activities differ significantly. For example, an asset management company subject to the UCITS Directive and/or AIFMD may operate alongside an investment firm subject to MiFID. In such cases, indicators such as turnover, customer numbers, or transaction volumes may point to different entities. It is also unclear whether the concept of a “group” is intended to include all obliged entities within the EU. Section 6 of the RTS introduces criteria for grouping entities based on common ownership or management and common compliance control, but it is unclear whether these same criteria should also inform the application of section 5. This creates uncertainty as to whether all EU entities within a broader organization should automatically be treated as a single group under the RTS. Suggested clarifications:

Name of the organisation	Question	Answer
		• Clarification would be beneficial regarding the hierarchy and interaction of the RTS criteria, including “sufficient prominence”, where legal ownership, governance authority, operational AML oversight and quantitative indicators point to different EU entities within the same group structure, including where entities do not sit within a single parent-subsidiary chain and operate materially different businesses. • Clarification under Article 16 AMLR would be beneficial to confirm that the designation of a parent undertaking does not automatically require all EU entities to be treated as a single group, particularly where there is no shared management, governance, business or risk characteristics, or control framework. It would also be helpful to clarify that firms may apply a risk-based approach to determine that certain entities fall outside the EU group where they are operationally and functionally independent. • Clarification would be helpful on whether the scope of the “group” for the purposes of section 5 is intended to align with section 6, including whether common ownership or management and common compliance control are presupposed, and how the criteria should be applied where such features are absent. • Clarification would be beneficial regarding how the accounting-law concepts of “group” and “parent undertaking” should operate in layered internal structures, given that the AMLR definition of “group” incorporates accounting consolidation concepts through reference to Article 22 of Directive 2013/34/EU. • Clarification would also be helpful on how the parent selection criteria should apply where legal ownership resides in a holding entity while AML governance and operational oversight are exercised through regulated operating entities with separate governance and compliance frameworks aligned to their specific

Name of the organisation	Question	Answer
		activities. Regarding notification to the supervisor, DUFAS notes that the draft RTS provides limited clarity on the circumstances in which a supervisor may reject the entity identified by the group as the parent undertaking in the Union and designate another entity instead. Further clarification of the assessment criteria would enhance legal certainty and support consistent application across Member States. DUFAS also notes that the draft RTS does not clarify the status of the initially identified parent undertaking while the notification is under assessment or where disagreements between supervisors arise. Clarification on interim arrangements would help avoid uncertainty regarding group-wide AML/CFT responsibilities. Finally, DUFAS invites consideration of a more proportionate approach to notifications of changes under Article 20(6). As currently drafted, the requirement to notify changes at least one month before implementation may create unnecessary administrative burden where changes are not material from an AML/CFT perspective.
DUFAS	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No, the conditions set out in Article 21 are not sufficiently clear to identify with certainty which structures should be subject to requirements similar to those applicable to groups. In particular, further clarification is needed for the asset management sector. The criteria relating to common ownership, management and compliance control may be interpreted broadly and could potentially capture a wide range of relationships and arrangements that are common in asset management structures.

Name of the organisation	Question	Answer
		It is therefore unclear whether, and under what circumstances, collective investment undertakings, management companies (ManCos), AIFMs, transfer agents, distributors, fund administrators, seed investors and fund-of-fund structures would be considered to constitute a structure subject to group-like requirements. Additional guidance and practical examples would help firms assess whether such arrangements fall within the scope of Article 21 and would support a more consistent and proportionate application of the RTS across the asset management sector.
Dutch Banking Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS introduces several terms that are either absent from the AMLR or that diverge from the AMLR terminology, creating legal uncertainty. AMLA should address these gaps. Undefined terms The RTS uses several terms that are not defined in Art. 2 AMLR nor in RTS Art. 2, among others: 'commercial functions' (Arts. 2(1), 3(1)(c),(e)), 'decision making powers' (Art. 3(1)(a)), 'customer's expected transactional behaviour or business profile' (Art. 4(1)(a)(iv)), 'need-to-know basis' (Art. 4(3)), 'risk classification' (Art. 4(1)(a)(xi)), 'group-specific risks' (Art. 3(f)), 'reporting lines' (Art. 3(1)(a)), 'common customers' (Art. 4(2)), 'negative or adverse media reports' (Art. 4(1)(c)(x)), 'close family members' (Art. 4(1)(c)(v)), 'closely associated persons' (Art. 4(1)(c)(v)). AMLA should define these terms in Art. 2 RTS or provide cross-references to the applicable AMLR provisions from which the concepts are derived. Different terminology

Name of the organisation	Question	Answer
		Art. 4(1)(a)(iii) of the draft RTS introduces 'the person on behalf of whom the customer acts' without defining it. This wording differs from AMLR's 'any person purporting to act on behalf of the customer' and 'natural persons on whose behalf a transaction is conducted'. AMLA should align Art. 4(1)(a)(iii) with the applicable AMLR wording or confirm in Art. 2 RTS that the terms and definitions of the AMLR apply. The RTS uses 'risk-sensitive basis' in Arts. 10, 11, 12 and 14, while the AMLR generally uses 'risk-based approach'. The phrase 'risk-sensitive' appears only in AMLR Recital 126. AMLA should replace 'risk-sensitive basis' with 'risk-based approach' throughout the RTS or expressly equate the two terms in Art. 2 RTS. The RTS refers to 'group compliance manager' (Art. 3(a)), whereas Art. 16(2) AMLR uses 'compliance manager at the level of the group'. AMLA should use consistent terminology and confirm that these terms designate the same function. AMLA should also clarify whether the 'group AML/CFT officer' referred to in Art. 3(b) RTS is the same person as the compliance manager at group level or a separate mandatory appointment, since Art. 16(2) AMLR refers only to one function. Art. 2(1) defines 'control function' as 'including, but not limited to, the risk management function, the compliance function and the internal audit function.' The phrasing 'but not limited to' makes this a broad concept. Moreover, Recital 39 AMLR mentions the 'internal audit function' but Art. 9 AMLR uses 'independent audit function' as part of the internal controls requirement. 'Internal audit function' is absent from the AMLR. AMLA should ensure consistent use of AMLR terminology. More fundamentally, the

Name of the organisation	Question	Answer
		RTS should not extend the AMLR by introducing functions that are not provided for in Level 1.
Dutch Banking Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The NVB considers the minimum requirements in Art. 3 RTS broadly appropriate as a framework for group level governance. However, we request some clarifications. The RTS imposes several specific requirements beyond Art. 16 AMLR, including the obligation to establish a dedicated 'organisation and coordination structure or body at group level' (Art. 3(a)) with 'sufficient decision-making powers', 'clearly documented reporting lines' and a 'group AML/CFT officer' (Art. 3(b)). These are new and specific obligations with no AMLR equivalent. AMLA should confirm AMLR as legal basis for each of these requirements and clarify what constitutes compliance for groups of different sizes and risk profiles. It remains unclear whether the 'group AML/CFT officer' is intended to be the same function as the AMLR group-level 'compliance manager/officer', or whether it constitutes an additional mandatory role that must exist alongside both the compliance manager and officer. This ambiguity risks creating overlapping mandates and governance complexity. AMLA should confirm whether the 'group AML/CFT officer' is a distinct role in addition to existing AMLR functions. If so, the RTS should clearly define its responsibilities, specify whether roles may be combined (particularly in less complex groups), and establish clear reporting lines to prevent overlap or conflicts. AMLA also needs to include a proportionality provision in Art. 3, allowing the specific governance arrangements to be calibrated to the size, complexity and risk profile of the group. A single set of

Name of the organisation	Question	Answer
		minimum requirements applicable uniformly to all groups, from large internationally active banking groups to small two-entity structures is not proportionate.
Dutch Banking Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The RTS places information sharing burdens on OEs. AMLA should publish a list of third countries that restrict information sharing and confirm which MS pose no obstacles, to reduce inefficient reporting to national supervisors. Scope Recital 43 AMLR states that intra-group information sharing is required only where relevant for AML/CFT purposes. Where that relevance is absent, no obligation to share data should arise. Art. 16 AMLR likewise does not impose an absolute duty to share personal data within a group, but requires group-wide policies, procedures and controls on data protection and information sharing for AML/CFT purposes. This should leave OEs room, in line with the risk-based approach, to determine when such sharing is relevant. The RTS should clarify whether Art. 4 operates bidirectionally or only covers upward flows, as this has consequences for system design, compliance and data protection. AMLA should clarify whether Art. 5 relates solely to governance and oversight or also imposes direct obligations on subsidiaries and branches in third countries. If Art. 5(1) is intended to require subsidiaries and branches of EU-based OEs to share information irrespective of local legislation, this should be stated expressly, together with the legal basis in Art. 16 AMLR and subject to GDPR. Sharing data proportionate to the risk

Name of the organisation	Question	Answer
		Stating 'at least' in Art. 4(1) makes all data categories a mandatory minimum regardless of risk or purpose. This creates a disproportionate burden, especially for low risk customers, and may infringe the GDPR's data minimisation principle. AMLA should amend Art. 4 to require sharing proportionate to the ML/TF risk level of the customer. Intra-group sharing should be limited to information directly relevant, or necessary, given the customer's ML/TF risks. The RTS should clarify that where necessary to share, the data in Article 22 AMLR, including the national identification number may be provided. An explicit reference to such article or national identification number, would provide that clarity. Conflict with GDPR The broad mandatory data sharing under Art. 4 seems to conflict with GDPR data minimisation. To clarify what the data set should be, the list should not be treated as a minimum to be shared in all situations and 'at least' deleted. Art. 4(1)(a) requires sharing of identification and verification information, which may include national identification numbers. Art. 4(2) requires OEs to identify common customers across the group portfolio, necessitating processing of the entire customer database before any specific ML/TF risk is identified. This may not be lawful under GDPR without justifying the proportionality of such sharing. AMLA should therefore clarify the necessity for each category of data covered by the RTS. Consent Arts. 4, 7 and 10 suggest that customer or UBO consent could be used to overcome legal restrictions on information sharing. This is

Name of the organisation	Question	Answer
		not workable. It effectively requires OEs to circumvent local restrictions, creating sovereignty tensions and regulatory liability. Consent must be freely given and may be withdrawn at any time, so it cannot serve as a stable basis for addressing conflicts with third-country information restrictions. Specific provisions § Art.4(1)(a)(xi): Requiring sharing of 'material changes' in customer risk profile implies a real-time push-based system. AMLA should clarify whether periodic or event-triggered sharing is required and define 'material' change. § Art.4(1)(d)(ii): Sharing the number of STR/SARs filed is not clearly relevant to customer-specific risks. AMLA should distinguish customer specific information from aggregated group level data. § Art.4(1)(e)(iii): The obligation to share information on 'interactions with supervisors' is too broad and could be read as covering any email from the supervisor. AMLA should clarify the risk relevance of this provision. § Art.4(1)(e)(v): This catch-all clause may conflict with statutory secrecy obligations and state secret regulations. AMLA should limit this provision to information the OE is legally entitled to share and insert an explicit carve-out for legally restricted information. § Art.4(3): The proportionality assessment contradicts the 'at least' wording at the opening of Art.4(1). AMLA should resolve this by restructuring Art.4 around a risk-based approach rather than a fixed mandatory minimum list. § Art.4(1)(c)(i) requires OEs to share 'typologies' and 'risk indicators' but neither term is defined in the AMLR. 'Typologies' appears only in AMLR recitals and Art.81. OEs receive typologies

Name of the organisation	Question	Answer
		from FIUs and supervisors, they do not produce them. AMLA should define both terms or replace them with a functional description.
Dutch Banking Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Overall proportionality The NVB requests AMLA to conduct a proportionality assessment of Section 4. The obligations imposed on OEs operating in third countries should be proportionate to the ML/TF risks identified and should not create structural competitive disadvantages relative to non-EU competitors in the same markets. Arts. 11, 12, 13 and 14 should be reviewed to ensure they do not impose obligations that are structurally not feasible to implement in certain jurisdictions. UBO consent Art.10(1)(c) introduces UBO consent as a mechanism to overcome third country legal restrictions. This will not be workable in practice. Obliged entities often have no direct relationship with UBOs and cannot realistically obtain, verify or manage the withdrawal of their consent. Under GDPR, consent must be freely given and can be withdrawn at any time, making it unsuitable as legal basis for AML compliance obligations. AMLA should delete the consent mechanism from the RTS and replace it with workable alternatives, such as requiring the obliged entity to document the legal restriction and notify its supervisor, without an obligation to seek consent from the UBO. The proposed reliance on customer/UBO consent is an RTS-specific construct without a clear AMLR basis and should therefore not be used as a compliance workaround for third country legal impediments. Termination

Name of the organisation	Question	Answer
		Art. 10(3) should be clarified to reflect that, where the ML/TF risks cannot be managed, 'one or more' of the listed measures may be applied, rather than implying that the full set of measures must be imposed cumulatively in every case. Prior senior management approval Art. 15(1)(d) requires prior approval from senior management of the parent undertaking before certain additional measures are implemented. This requirement is disproportionate for risk management decisions that may need to be taken promptly in certain situations. AMLA should amend Art. 15(1)(d) to require senior management notification (with subsequent approval) for time sensitive operational decisions, while retaining the prior approval requirement for structural measures such as restriction of services or closure of operations. Source of funds, wealth and destination documentation Art.15(1)(e) would require mandatory documentation of source of funds, source of wealth and destination of funds for all customer files, creating a disproportionate CDD and documentation burden. AMLA should limit this requirement to cases where a high ML/TF risk has been identified for an individual customer and clarify at which risk level this obligation is triggered. Equivalence with Commission Delegated Regulation (EU) 2019/758 The measures in Section 4 of the draft RTS appear to be broadly equivalent to those under Commission Delegated Regulation (EU) 2019/758. AMLA is requested to confirm equivalence of this Commission Delegated Regulation in the preamble of the RTS, to

Name of the organisation	Question	Answer
		provide legal certainty for institutions that have already implemented frameworks under that regulation.
Dutch Banking Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Clarity on minimum actions Arts. 12 and 13 establish minimum actions where third country law restricts the sharing of customer information or the disclosure of STR-related information. The NVB requests AMLA to clarify the interaction between the minimum notification obligations in Arts. 12(1)(a) and 13(1)(a) and the 28-day deadline. AMLR uses 'without undue delay' as the applicable standard; the introduction of a specific 28-day period requires a clear legal justification. AMLA should also confirm that an OE that completes all required notifications and applies the measures available to it has met its regulatory obligations even if group information sharing remains impossible.
Dutch Banking Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Legal basis for parent-led corrective action Art. 16 introduces a 'risk mitigation plan' and 'corrective measures' as instruments that the parent undertaking must apply where third country law prevents full AML compliance by a branch or subsidiary. These are supervisory-type instruments that AMLR assigns exclusively to competent authorities. AMLA should clarify the legal basis under Art. 16 AMLR for requiring a parent undertaking to impose binding corrective measures on a separately licensed subsidiary in a third country. In the absence of a clear primary legal basis, 'corrective measures' should be reformulated as internal group governance measures that the parent undertaking implements within its group, rather than unilateral regulatory decisions binding on separately licensed entities.

Name of the organisation	Question	Answer
		Terminology AMLA should align 'corrective measures' with the AMLR terminology ('supervisory measures') and define the term in the RTS.
Dutch Banking Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Annual turnover The NVB observes that the annual turnover criterion in Art. 17(2) is less directly applicable for financial institutions whose primary measure of activity is balance sheet size, total assets under management or net interest income rather than 'total annual turnover' in the conventional commercial sense. AMLA should clarify how 'total annual turnover' is to be calculated for credit institutions and investment firms, and whether it refers to net banking income, total operating income or gross revenues. In the absence of this clarification, the application of the criterion will differ between Member States and between sectors. 'Sufficient prominence' and 'sufficient understanding' The criteria for 'sufficient prominence' (Art. 17) and 'sufficient understanding of operations' (Art. 18) are drawn from Art. 2(1)(42)(b)(iii) AMLR but are not further elaborated in either AMLR or the RTS. AMLA should specify the minimum content of these criteria and provide indicators that obliged entities and supervisors can use to assess compliance consistently. 'Critical or important outsourcing arrangements' Arts. 18(1) (as well as Art. 22(1)) use 'critical or important outsourcing arrangements'. This terminology seems to be imported from DORA (Regulation (EU) 2022/2554) without cross-

Name of the organisation	Question	Answer
		reference or AML specific definition. AMLA should cross-reference DORA or provide an AML specific definition.
Dutch Banking Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Criteria for 'common management' Art. 21(2)(b) lists six sub-criteria for establishing 'common management'. The RTS does not indicate whether these are exhaustive alternatives (i.e. any one suffices), cumulative requirements (i.e. all must be met), or indicative indicators. This ambiguity will lead to divergent interpretations and supervisory practices across Member States. AMLA should specify explicitly whether any single sub-criterion suffices or whether multiple criteria must be met. The same applies to the five sub-criteria for 'common compliance control' (Art. 21(2)(c)). 'Homogeneous business strategy and/or business model' The sub-criterion ‘homogeneous business strategy and/or business model’ (Art. 21(2)(c)) is not used or defined in AMLR. 'Business model' appears once in Recital 62 AMLR in an entirely different context. 'Homogeneous business strategy' has no AMLR basis. The criterion is too vague to apply as a legal test. AMLA should either delete this criterion and replace it with a functionally defined operative test or define both terms explicitly in RTS Art. 2. Scope of 'structure' The conditions in Art. 21 determine which entities are subject to group equivalent requirements. The NVB requests AMLA to confirm that the assessment under Art. 21 is binary: either the structure qualifies and all applicable requirements apply, or it does not, and that partial or tiered application of requirements is not intended.

Name of the organisation	Question	Answer
		'Group-equivalent' standard Arts. 21–24 apply 'group-equivalent' policies, procedures and controls to structures, but neither AMLR nor the RTS defines what 'equivalent' means. Art. 16(4) AMLR refers to group-wide provisions without introducing a separate 'group equivalent' standard. AMLA should define 'group equivalent' and clarify whether it means identical to, or may fall below, the full group-wide standard.
Dutch Banking Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Potential application to non-obliged entities Art. 21(3) appears to imply that non-obliged entities within a structure may be required to share information. If this is the intended scope, the provision would have a disproportionate and far-reaching impact, extending AML information sharing obligations to entities that are not subject to AMLR and that have no established AML compliance framework. AMLA should clarify the intended scope of Art. 21(3). If non-obliged entities are intended to fall within scope, there should be an explicit legal basis for this extension. In the absence of a clear legal basis, Art. 21(3) should be amended to limit its scope to OEs within the structure. Absence of definitions for ‘network members’ and ‘partners’ Arts. 21(3) and 22 use ‘network members’ and ‘partners’ as concepts. Neither term is defined in AMLR or in Art. 2 RTS. AMLA should define these terms and clarify how ‘partners’ in Art. 21(3) RTS relates to ‘partnership’ as defined in Art. 2(4) RTS, and whether the obligations of ‘network members’ differ from those of ‘partners’.

Name of the organisation	Question	Answer
		Absence of group-level legal authority Unlike a corporate group with a parent-subsidiary relationship, structures share no direct legal authority. The parent undertaking identified under Art. 22 may have no legal power to impose policies, reporting obligations or compliance measures on other obliged entities within the structure. AMLA should address the legal mechanism by which the identified parent undertaking exercises its responsibilities vis-à-vis other entities that are not its subsidiaries.
Dutch Banking Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	'Essential technical information or critical services' This criterion is not used or defined in AMLR. It is unclear whether it is imported from DORA (Regulation (EU) 2022/2554) or another regulatory framework. AMLA should define the term for AML purposes or cross-reference the applicable definition explicitly. Interaction of the Art. 22 criteria The NVB requests AMLA to clarify the hierarchy and interaction of the Art. 22 criteria. In particular: (i) whether the criteria are applied sequentially (i.e. first criterion (a), and only if it does not yield a result, criterion (b), etc.) or simultaneously; and (ii) what happens if two or more criteria point to different entities within the structure. The current text does not address this scenario, which will create legal uncertainty in practice. Annual turnover in the structure context The NVB's observations on the annual turnover criterion under question 7 apply equally here. For financial institutions, this metric requires specific clarification on the applicable calculation basis.

Name of the organisation	Question	Answer
DZ BANK AG Deutsche Zentral-Genossenschaftsbank, Frankfurt am Main	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	1. Executive Summary We welcome AMLA's objective of strengthening group-wide AML/CFT governance; the draft RTS reflect Regulation (EU) 2024/1624 (AMLR) well in large part. In our view, however, there is a need for adjustment on one point: Art. 4(2), second subparagraph, second sentence of the draft RTS provides that information sharing within the group "shall cover at least" common customers, customers having the same beneficial owners, and customers that belong to the same group or structure. Read as an unconditional minimum obligation, it conflicts with the AMLR, the draft RTS itself, and Union law data protection principles. The relevance criterion enshrined in the AMLR must remain decisive in these situations too; they should be clarified as mere indications of relevance triggering – not replacing – a case-by-case, risk-based necessity assessment. 2. Legal framework: relevance, necessity, data protection Art. 16(3), first subparagraph, first sentence AMLR requires information sharing "when such sharing is relevant for the purposes of customer due diligence and money laundering and terrorist financing risk management". Relevance is the decisive element; the list in Art. 16(3), second sentence AMLR identifies the content but does not replace that threshold. Art. 16(3), third subparagraph AMLR additionally requires guarantees as to confidentiality, data protection and use of the information. The draft RTS takes up these principles: Art. 4(2), second subparagraph, first sentence leaves the definition of relevant situations to the parent undertaking, and Art. 4(3) provides for sharing on a need-to-know basis in line with data protection law. Reading the second sentence as an unconditional minimum obligation would be inconsistent. 3. Limited mandate of AMLA

Name of the organisation	Question	Answer
		Under Art. 49(1), second subparagraph of Regulation (EU) 2024/1620, regulatory technical standards are technical in nature, shall not imply strategic decisions or policy choices, and their content "shall be delimited by the legislative acts on which they are based". Art. 16(4) AMLR empowers AMLA to specify "the minimum requirements of group-wide policies, procedures and controls", including "minimum standards for information sharing within the group". In our understanding, this empowerment does not include the power to extend or replace the substantive "relevant" element of Art. 16(3) AMLR with an unconditional minimum obligation. The potential mandate overreach is even clearer for the variant "customers that belong to the same group or structure": Art.s 20 et seq. AMLR do not require systematic collection of a customer's group affiliation. Read as a minimum obligation, it would compel obliged entities to collect and keep this information for all customers – a data-collection obligation that Level 1 law does not prescribe. 4. Minimum standard misses the risk-based approach An absolute minimum obligation would dilute the risk-based focus pervading the AMLR (cf. recital 28 and Art.s 9 and 10 AMLR), diverting resources from real risk indicators to routine data movement. In heterogeneous groups with many affiliated entities, it triggers massive comparisons aiding neither identification nor mitigation of ML/TF risk. It may also lead to group-wide adoption of risk assessments and de-risking, which recital 7 warns against. A centralized database, required to fulfil it, would raise concentration and cyber risks without benefit. 5. Doubtful compatibility with Union data protection law Art. 16(3), third subparagraph AMLR requires "sufficient guarantees in terms of confidentiality, data protection and use of the information", and recital 150 AMLR confirms that Regulation

Name of the organisation	Question	Answer
		(EU) 2016/679 (GDPR) applies. Relevant are data minimization (Art. 5(1)(c) GDPR; recital 151 AMLR) and proportionality (Art. 6(3), fourth sentence GDPR). An unconditional minimum obligation is doubtful here: it requires systematic, event-independent collection, storage and group-wide making-available of customer data although relevance in the individual case is often absent. As the three situations are risk-neutral, the limited added value is disproportionate to the burdens of a group-wide infrastructure. 6. Drafting proposal Art. 4(2), second subparagraph of the RTS should provide that the parent undertaking "shall in particular consider" whether obliged entities of the group share a common customer, customers having the same beneficial owner, or customers belonging to the same group or structure, treating such a circumstance as an indication of potential relevance triggering an assessment of whether sharing is necessary on a need-to-know basis under Art. 16(3) AMLR. A recital should confirm that these situations do not replace the case-by-case assessment, that no general obligation to collect group affiliation as a KYC data point beyond Art.s 20 to 25 AMLR arises, and that obliged entities remain free to choose decentralized over centralized arrangements.
Electronic Money Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Several key concepts used throughout the draft RTS require further clarification: "Obliged entities": In order to clarify that extraterritorial application is not intended, it would be helpful to refer to the definition in Article 3 of the AMLR. It should also be clear throughout the RTS that |obliged entities| refers to obliged entities in the Union in line with Section 5. If any extraterritorial

Name of the organisation	Question	Answer
		application is intended with the use of the term obliged entity, this would raise significant concern amongst our membership. In our response below we assume that this is not the case and proceed on the basis that OE only refers to those entities subject to the AMLRs. “Head office”: The term, whilst central to the application of the RTS, is not defined in the draft RTS (or in the AMLRs). Whilst we understand that the definition cannot be provided, we would appreciate general guidance on what would constitute a head office or how it can be determined which of various locations would be considered the head office. “Network,” “partnership,” and “common compliance control”: These concepts are insufficiently defined for the purposes of determining scope and are not consistently distinguished from one another or from the concept of “group.” The broad definitions risk capturing arrangements that should not be in scope such as e.g. joint ventures. To mitigate the risk of conflicting interpretations, AMLA should harmonise the following RTS phrasing with established AMLR terminology: Customer Representatives: Article 4(1)(a)(iii) of the RTS references "the person on behalf of whom the customer acts" without providing a definition. This deviates from phrasing in the AMLR, such as "any person purporting to act on behalf of the customer." Consistency should be maintained by adopting AMLR language or confirming its applicability in the RTS.

Name of the organisation	Question	Answer
		Risk Frameworks: The draft RTS utilises the phrase "risk-sensitive basis," whereas the AMLR standardises the "risk-based approach." Consistent use of "risk-based approach" is required to ensure alignment across both frameworks. Group Governance Roles: Article 3(a) RTS cites a "group compliance manager," differing from the AMLR's "compliance manager at the level of the group." Uniform terminology is essential. AMLA should also clarify whether the "group AML/CFT officer" represents a distinct mandatory appointment or is identical to the aforementioned manager. Control Functions: The Article 2(1) RTS definition for "control function" is overly expansive due to its open-ended phrasing. Additionally, the inclusion of "internal audit function" contrasts with the AMLR's specific requirement for an "independent audit function." Strict adherence to AMLR wording is advised. Third Countries The current draft lacks nuance regarding the classification of "third countries." Treating all non-EU jurisdictions under a single umbrella is impractical, as AML frameworks and compliance maturities vary significantly from one country to another; for example, low-risk jurisdictions with regulatory frameworks equivalent to the EU, such as the UK, Norway, Switzerland, the US, should be treated on-par with EU jurisdictions and excluded from third-country risk considerations, or, at a minimum, be treated with a risk-based approach and require materially less onerous standard than other third countries.

Name of the organisation	Question	Answer
		Recommendation: The RTS should introduce a risk-based distinction between different categories of third countries. The severity of required mitigating measures and parental approval thresholds should calibrate to the specific third country's equivalent regulatory standing, rather than applying a blanket standard. AMLA should review and strengthen the definitional provisions of the draft RTS to ensure legal clarity, internal consistency, and alignment with established regulatory and governance concepts. Definitions should be accompanied by explanatory guidance where necessary.
Electronic Money Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	1. Centralisation of Obstacles in Third Countries The requirement for individual obliged entities to report information-sharing barriers to their specific national supervisors is inefficient at an EU-level. This approach introduces significant operational friction and redundancy. Recommendation: It is suggested that AMLA leverage its coordination mandate to centrally assess the feasibility of intra-EU sharing. AMLA should identify specific jurisdictions with restrictive legal frameworks and publish an aggregated list of these obstacles to ensure regulatory consistency. 2. Scope and Bidirectionality Requirements Directionality (Art. 4): The draft RTS must clarify whether data-sharing flows are bidirectional (encompassing subsidiaries to

Name of the organisation	Question	Answer
		group head and downward flows; and between subsidiaries) or limited to upward reporting. Consistency is essential to address material impacts on data protection frameworks. Subsidiary Mandates (Art. 5): AMLA should confirm if direct obligations are placed on third-country subsidiaries regardless of local restrictions. Clear cross-references to the originating provisions in Art. 16 AMLR are required to validate the legal basis. 3. Data Volume & Proportionality The "at least" phrasing in Art. 4(1) rigidly mandates all 22 data categories as a baseline, conflicting with a true risk-based approach. This creates immense operational friction, especially for low-risk customers. Furthermore, clarifying operational nuances around document collection is vital to achieving the intended efficiency gains for digital and cross-border operations. To fully leverage this optimisation, further clarity is required on the following points: Reliance on Intra-Group Documentation: Does this framework explicitly permit a company in one EU jurisdiction to reuse corporate verification documents (e.g., extracts from the German Transparenzregister, Austrian WiEReG, or apostilled corporate certificates) already collected by another group entity, thereby minimising the repetitive document burden on the client? Document Validity and Recency: In cases where intra-group Customer Due Diligence (CDD) reliance is established, will

Name of the organisation	Question	Answer
		standard recency requirements (e.g., documents being "not older than 3 or 6 months") be waived or relaxed, provided the originating group entity confirms the records remain active and unchanged? Recommendation: Restructure Art. 4 around a risk-based filter rather than a fixed minimum baseline to resolve the contradiction with Art. 4(3). AMLA should clarify that sharing can be tailored to a customer's specific ML/TF risk level, provide guidance on relevant data for different scenarios, and explicitly permit the full reliance on documentation with the EU and between legal entities within the EU provided that 1) the entities apply a consistent AML policy (which may already be mandated elsewhere); and 2) the entities are part of the same structure/subject to consolidated supervision. 4. GDPR, Consent, and Liability Risks GDPR Alignment: Identifying "common customers" under Art. 4(2) involves large-scale customer data processing.. AMLA must ensure alignment with GDPR principles such as proportionality and data minimisation and provide a clear legal basis for this requirement. Consent Mechanics: Relying on customer consent to circumvent third-country sovereign laws is unworkable and exposes entities to legal liability. Uniformity is needed; AMLA should confirm that supervisory notification is a sufficient alternative if consent cannot be obtained.

Name of the organisation	Question	Answer
		5. Technical Refinements by Article Material Changes (Art. 4(1)(a)(xi)): AMLA should define "material" and clarify if real-time system pushes or event-triggered reporting lines are expected. Typologies (Art. 4(1)(c)(i)): As these are absent from the AMLR, AMLA must provide a functional definition to mitigate the risk of conflicting interpretations. STR/SAR Volumes (Art. 4(1)(d)(ii)): Further clarity is required to establish the risk management utility of this data point at the group level. Supervisory Interactions (Art. 4(1)(e)(iii)): This phrasing is too broad. AMLA should narrow the scope to ensure relevance to the risk. Catch-All (Art. 4(1)(e)(v)): AMLA must introduce an explicit carve-out for information subject to statutory laws or state secrecy to avoid legal conflicts.
Electronic Money Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	1. Overall Proportionality and Market Competitiveness We support the industry request that AMLA conduct a comprehensive proportionality assessment of Section 4. Obligations imposed on obliged entities in third countries should be proportionate to actual money laundering and terrorist financing (ML/TF) risks. They should not create structural,

Name of the organisation	Question	Answer
		competitive disadvantages that penalise EU entities relative to non-EU competitors operating in the same local markets. Specifically, Articles 11 through 15 must be reviewed to ensure they do not mandate compliance measures that are structurally or legally impossible to implement in certain jurisdictions. 2. Feasibility of Ultimate Beneficial Owner (UBO) Consent Article 10(1)(c) proposes using beneficial owner consent to bypass local legal restrictions in third countries. This mechanism presents significant practical and legal challenges: ● Lack of Direct Relationship: Obliged entities rarely maintain a direct relationship with a customer's UBO, making it logistically unfeasible to obtain, verify, or track consent. ● GDPR Incompatibility: Under GDPR, consent must be freely given and can be withdrawn at any time. This volatility makes it unsuitable as a stable legal basis for ongoing, mandatory AML compliance. Recommendation: AMLA should replace the consent mechanism with a workable alternative, such as requiring the entity to formally document the local legal restriction and notify its supervisor, without any obligation to solicit UBO consent. 3. Operational Friction and Targeted Challenges to Article 15 (Additional Measures) The highly prescriptive nature of Article 15 risks severely disrupting international operations, disproportionately affecting

Name of the organisation	Question	Answer
		branches and subsidiaries in reputable, low-risk third countries. Rather than imposing outright operational barriers, the framework should establish a clear, risk-based pathway through equivalent mitigation controls. We urge AMLA to address the following specific operational challenges within Article 15: Paragraph (a) — Restriction of Products and Services: Restricting third-country branches or subsidiaries solely to "low-risk" products severely impairs business viability. Subsidiaries in standard-risk jurisdictions must retain the commercial flexibility to offer a full, competitive suite of products, provided they maintain commensurate local controls. Paragraph (d) — Senior Management Approvals: Mandating prior approval from the parent undertaking's senior management before specific additional measures are deployed or before establishing any high-risk relationship creates severe, unsustainable bureaucratic bottlenecks. Paragraph (e) — Disproportionate Source & Destination of Funds Documentation: Requiring mandatory documentation of the source of funds (SOF), source of wealth (SOW), and destination of funds across all customer files creates an excessive, undifferentiated Customer Due Diligence (CDD) burden. To ensure parity with EU operations, this must not serve as a baseline requirement for standard relationships. Paragraph (f) — Initial Enhanced Ongoing Monitoring: Mandating prolonged, initial enhanced monitoring implies a presumption

Name of the organisation	Question	Answer
		that all third-country clients carry high risk at onboarding. This blanket approach misallocates compliance resources. Recommendations for Article 15: Bifurcate Management Approvals: Allow immediate action followed by senior management notification/approval for time-sensitive operational decisions. Maintain strict prior-approval only for high-impact structural measures (e.g., service restrictions or closing local operations). Alternatively, allow parent undertakings to delegate this authority to local senior management under strict group-wide reporting. Risk-Based Dynamic Verifications: Explicitly restrict intensive SOF/SOW documentation and enhanced ongoing monitoring to scenarios where a specific, elevated ML/TF risk trigger has been identified for an individual customer. The RTS must clearly define these triggering risk thresholds.
Electronic Money Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	1. Interaction of Notifications and the 28-Day Deadline Articles 12 and 13 establish the mandatory minimum actions required when third-country laws restrict the sharing of customer information or the disclosure of STR data. Request for Clarification: Clarity is required regarding the operational interaction between the minimum notification obligations under Articles 12(1)(a) and 13(1)(a) and the proposed 28-calendar-day deadline. The core AMLR text utilises "without undue delay" as its applicable regulatory standard, introducing a rigid, specific 28-day period requires a clear legal justification.

Name of the organisation	Question	Answer
		2. Regulatory Safe Harbour for Full Compliance Where local third-country laws create a permanent barrier to data flows, institutions require legal certainty regarding their compliance status. Request for Confirmation: AMLA should confirm that, where an obliged entity has fully complied with all applicable RTS requirements, including the completion of all required supervisory notifications and the implementation of all available mitigation measures, it will not be subject to regulatory liability or penalties simply because group-wide information sharing remains legally impossible due to restrictions under local law.
Electronic Money Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	1. Legal Basis for Parent-Led Supervisory Measures Article 16 introduces a "risk mitigation plan" and "corrective measures" as mandatory instruments that a parent undertaking must enforce when third-country laws block full AML compliance by a local branch or subsidiary. However, these concepts are inherently supervisory instruments. Under the primary text of the AMLR, the power to mandate corrective or enforcement actions is assigned exclusively to competent supervisory authorities, not to private market participants. Request for Clarification: AMLA should clarify the specific legal basis under AMLR Article 16 that allows a parent undertaking to

Name of the organisation	Question	Answer
		impose binding, regulatory-style corrective measures on a separately licensed and regulated subsidiary operating in a third country. 2. Recommended Reformulation and Group Governance Alignment In the absence of an explicit primary law basis empowering parent companies to act as quasi-supervisors, the terminology and framework must be adapted to respect corporate boundaries and local licensing regimes. Recommendation: AMLA should reformulate "corrective measures" as internal group governance measures. These should be framed as policies that the parent undertaking implements through standard corporate governance channels within its group, rather than as unilateral, regulatory decisions purported to bind independently licensed entities. 3. Terminology Alignment To prevent legal confusion and maintain a coherent regulatory framework: ● AMLA should align the phrase "corrective measures" with the AMLR's established terminology, which explicitly references "supervisory measures." ● AMLA should provide a clear, functional definition of this term

Name of the organisation	Question	Answer
		within the text of the RTS to delineate corporate oversight from statutory supervision.
Electronic Money Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	1. Clarification of "Annual Turnover" for Financial Institutions The annual turnover criterion set forth in Article 17(2) lacks direct applicability to financial institutions. In the financial sector, the primary measures of business activity are typically balance sheet size, total assets under management (AUM), or net interest income, rather than conventional commercial "turnover." Request for Clarification: AMLA should explicitly define how "total annual turnover" must be calculated for credit institutions and investment firms. Specifically, the RTS should clarify what this metric refers to. Without this explicit harmonisation, the application of this threshold will diverge significantly across different Member States and financial sectors, creating an unlevel playing field. 2. Definition Standards for "Sufficient Prominence" and "Understanding" The criteria of "sufficient prominence" (Article 17) and "sufficient understanding of operations" (Article 18) are imported directly from AMLR Article 2(1)(42)(b)(iii). However, neither the primary AMLR text nor the draft RTS provides any further elaboration on what these concepts practically mean. Recommendation: AMLA should provide additional guidance on

Name of the organisation	Question	Answer
		the interpretation of these criteria, including practical indicators and examples that obliged entities and national supervisors can use to evaluate and demonstrate compliance consistently. 3. Harmonisation of "Critical or Important" Outsourcing Terminology Articles 18(1) and 22(1) introduce the phrase "critical or important outsourcing arrangements." While this specific terminology appears to be drawn from the Regulation (EU) 2022/2554 ("DORA"), the draft RTS does not provide a definition or include whether the terms should be interpreted consistently with DORA or AML-specific definition. Recommendation: AMLA should clarify whether this concept is intended to align with DORA and, if so, cross- provide an explicit cross-reference or include a clear definition of the term for AML/CFT purposes.
Electronic Money Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Unintended consequences for the regulated sector: We understand that Article 21 is particularly relevant to the non financial sector, however in its current form, it could have unintended consequences for the regulated sector: The definitions are not sufficiently clear and very broad. This could result in unintended consequences where regulated obliged entities are subject to group-wide requirements when this is not in line with the risk-based approach. This would result in a misallocation of resources and also in an obligation to implement group-wide requirements that are inadequate or infeasible.

Name of the organisation	Question	Answer
		One example could be where two financial institutions enter into a joint venture to provide a payment service to customers such as a co-branded card programme, a shared payments infrastructure company, or a joint distribution arrangement. These are two separate, unrelated obliged entities that enter into a contractual agreement to deliver a particular service to customers. The unintended consequence is that joint venture partners who are separately licensed, separately governed, and separately supervised could find themselves subject to group-wide policy obligations and information-sharing requirements. Application Criteria for "Common Management" and "Common Compliance Control" Article 21(2)(b) lists six sub-criteria for establishing "common management," while Article 21(2)(c) establishes five sub-criteria for "common compliance control." However, the draft RTS fails to specify the structural relationship between these sub-criteria. It remains unclear whether they are: Cumulative: All listed criteria must be met concurrently; Alternative: Meeting any single criterion is sufficient; or Indicative: They serve merely as non-exhaustive, qualitative indicators. This ambiguity will inevitably lead to fragmented supervisory practices across Member States. Furthermore, without clear boundaries, obliged entities could be required to enforce

Name of the organisation	Question	Answer
		compliance policies over separate entities or legal arrangements where they possess no corporate control or lawful enforcement mechanisms. Recommendation: AMLA must explicitly state whether satisfying a single sub-criterion triggers these definitions or if a combination of multiple factors is required. Removing or Defining "Homogeneous Business Strategy/Business Model" The sub-criterion "homogeneous business strategy and/or business model" under Article 21(2)(c) lacks a statutory foundation in the primary text of the AMLR. The phrase "business model" appears only once within AMLR Recital 62 in a completely unrelated context, and "homogeneous business strategy" does not appear at all. As drafted, this criterion is too vague to serve as a predictable regulatory test. Recommendation: AMLA should delete this sub-criterion and replace it with a functionally defined, objective operational test. Alternatively, both terms must be explicitly and clearly defined within Article 2 of the RTS. 3. Clarifying the Binary Scope of a "Structure" The operational conditions outlined in Article 21 dictate whether a non-standard business arrangement qualifies as a "structure" subject to group-equivalent AML/CFT obligations.

Name of the organisation	Question	Answer
		Request for Confirmation: AMLA should confirm that the assessment under Article 21 is strictly binary. Either an arrangement fully qualifies as a structure—thereby triggering all applicable group-level requirements—or it does not. The RTS should clarify that a partial, phased, or tiered application of these obligations to a single arrangement is not intended. 4. Defining the "Group-Equivalent" Standard Articles 21- 24 mandate that qualified structures implement "group-equivalent" policies, procedures, and controls. However, neither the primary AMLR text nor the draft RTS defines what "equivalent" means in this context. Notably, AMLR Article 16(4) establishes group-wide provisions directly without introducing or referencing an independent "group-equivalent" baseline. Recommendation: AMLA must provide a clear legal definition for "group-equivalent." The RTS must explicitly clarify whether this standard requires policies to be identical to full group-wide requirements, or if it allows for a calibrated baseline that may fall below the full group-wide threshold based on the structure's risk profile.
Electronic Money Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	1. Scope and Potential Application to Non-Obliged Entities Article 21(3) appears to imply that non-obliged entities operating within a designated structure could be compelled to share information. If this reflects the intended scope, the provision would have a highly disproportionate and far-reaching impact. It

Name of the organisation	Question	Answer
		would effectively extend strict AML data-sharing mandates to unregulated entities that sit entirely outside the AMLR framework and lack any established compliance infrastructure. Recommendation: AMLA should clarify the intended scope of Article 21(3). If non-obliged entities are intentionally included, AMLA must provide the explicit legal basis within the primary text of the AMLR that justifies this regulatory extension. In the absence of a clear primary law basis, Article 21(3) must be amended to limit its scope strictly to obliged entities within the structure. 2. Absence of Core Definitions for "Network Members" and "Partners" Articles 21(3) and 22 frequently rely on the terms "network members" and "partners." However, neither concept is defined within the primary AMLR text or Article 2 of the draft RTS. Recommendation: AMLA should establish clear, formal definitions for both terms in RTS Article 2. Specifically, the RTS must clarify: How the term "partners" in Article 21(3) legally relates to the definition of a "partnership" under Article 2(4). Whether the regulatory obligations imposed on "network members" differ substantively from those applied to "partners." 3. Legal Enforceability and Absence of Group-Level Authority

Name of the organisation	Question	Answer
		Unlike traditional corporate groups bound by a clear parent-subsidiary ownership hierarchy, the independent entities within a "structure" share no direct legal or equity-based authority. Consequently, the "parent undertaking" identified under Article 22 may possess no lawful enforcement mechanism or contractual power to dictate policies, mandate reporting lines, or enforce compliance measures on other autonomous obliged entities within that structure. Recommendation: AMLA must address this fundamental governance gap. The RTS should explicitly clarify the precise legal mechanism by which the designated parent undertaking is expected to exercise its oversight responsibilities vis-à-vis peer entities that are not its corporate subsidiaries.
Electronic Money Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Defining "Essential Technical Information or Critical Services" The criterion "essential technical information or critical services" under Article 22 lacks any precedent, definition, or usage within the primary text of the AMLR. It remains unclear whether this terminology is intended to align with concepts used in the Regulation (EU) 2022/2554 (“DORA”) or whether it has a distinct meaning for the purposes of the RTS. Recommendation: AMLA should establish a clear, dedicated definition of this term for AML/CFT operational purposes, or provide an explicit statutory cross-reference to the originating regulatory framework. 2. Structural Hierarchy and Interaction in Parent Identification

Name of the organisation	Question	Answer
		(Art. 22) Clarity on operational hierarchy and interaction of the identification criteria set forth in Article 22 is required. In practice, the current drafting creates significant legal uncertainty due to two unaddressed areas: ● Sequential vs. Simultaneous Application: The RTS does not specify if these criteria must be applied sequentially (i.e., treating criterion (a) as the primary rule, and moving to criterion (b) only if (a) yields no result) or if they are evaluated simultaneously. ● Conflicting Indicators: The framework fails to outline the resolution mechanism if two or more criteria simultaneously point to entirely different entities within the same structure. Recommendation: AMLA must clarify how institutions should resolve conflicting indicators and outline a definitive, step-by-step methodology for designating the responsible parent entity. 3. Application of "Annual Turnover" within Non-Corporate Structures Observations shared in Question 7 also apply here. Traditional commercial "turnover" is not a standard metric for financial institutions and other obliged entities and requires further clarification. AMLA should define the exact calculation baseline (e.g., total operating income, or gross revenues) to ensure consistent application across all structures.

Name of the organisation	Question	Answer
Estonian Association of Accountants	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Yes. The definitions of “structure”, “network” and “partnership” in Article 2 require further clarification for auditors, external accountants and tax advisers, particularly in small Member States such as Estonia. In the Estonian audit and accounting sector, the overwhelming majority of obliged entities are standalone professional practices, micro-firms, small entities or sole practitioners. They generally do not form part of a group, do not have a parent undertaking, do not have subsidiaries or branches, and do not operate under group-level AML/CFT compliance control. Accordingly, the RTS should make clear that group-wide or group-equivalent requirements apply only where there is a genuine group or a genuine structure with common ownership, common management or enforceable AML/CFT compliance control. Professional cooperation should not be confused with a group or group-equivalent structure. Many Estonian auditors, external accountants and tax advisers may use common templates, common methodology, professional training, technical guidance, quality-management support, referrals, shared IT tools or materials provided by a professional association or network. Such cooperation supports professional quality and AML/CFT awareness, but it does not mean that one entity has legal or practical control over another entity’s AML/CFT compliance. We therefore recommend that AMLA clarify that common branding, common methodology, professional training, technical cooperation, quality-management reviews, independence systems, client referrals, shared templates or shared IT tools do not, by themselves, constitute common management or common compliance control. In our view, “common compliance control” should exist only where an entity or body has enforceable authority to require

Name of the organisation	Question	Answer
		AML/CFT policies, obtain relevant AML/CFT information, monitor implementation, impose remediation, or influence client acceptance, continuation or termination decisions. AMLA should add examples and negative examples for auditors, external accountants and tax advisers. Professional cooperation arrangements should fall within scope only where there is genuine and enforceable AML/CFT control, not merely cooperation, common branding, technical support or quality-related coordination.
Estonian Association of Accountants	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3 should apply only where there is a genuine group or a qualifying group-equivalent structure. It should not create group-wide governance obligations for standalone professional practices, micro-firms, small firms or sole practitioners that are not part of a group. In Estonia, most auditors, external accountants and tax advisers operate as independent practices. They do not have a parent undertaking, subsidiaries, branches, group compliance function or group-level control structure. For such entities, there is no “group-wide” framework to implement. The RTS should therefore state clearly that Article 3 does not apply to ordinary standalone professional practices merely because they belong to a professional association, use common methodology, receive training, use templates or obtain technical support. Where a genuine group or qualifying Article 21 structure does exist, Article 3 should contain stronger proportionality safeguards for non-financial sector obliged entities. Estonian audit and accounting practices are often very small. A sole practitioner or micro-practice may have no separate compliance department, internal audit function, legal department, risk management function or dedicated AML/CFT team. In many cases, the same

Name of the organisation	Question	Answer
		person may be the owner, management body, engagement partner and AML/CFT responsible person. We recommend clarifying that small entities and sole practitioners may comply through proportionate arrangements, such as owner-practitioner or partner-level oversight, combined quality and AML/CFT compliance functions, standard templates and checklists, external AML/CFT or legal support where needed, periodic documented review instead of permanent separate control functions, and simple written procedures proportionate to the entity's size, complexity and risk profile. References to the "management body" should include equivalent governance arrangements in professional practices, including a sole practitioner, managing partner, partner meeting, management committee or board of partners. For small Estonian practices, a group-wide or structure-wide risk assessment should not require centralisation of client files, audit working papers, tax files or detailed engagement documentation. A proportionate approach should permit reliance on aggregated risk information, high-risk client categories, country risk, sector exposure, sanctions-screening arrangements and material AML/CFT incidents. The final RTS should avoid creating a de facto requirement for small firms to build bank-style governance structures. The objective should be effective AML/CFT risk management, not formal complexity.
Estonian Association of Accountants	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	Yes. We foresee operational and legal challenges, but the first point is scope. Information-sharing obligations under Articles 4–9 should arise only within a genuine group or qualifying group-equivalent structure. They should not apply to independent Estonian audit or accounting practices merely because they participate in professional cooperation, use common templates,

Name of the organisation	Question	Answer
	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	obtain training or belong to a professional association or network. In Estonia, most auditors, external accountants and tax advisers are standalone practices, micro-firms, small entities or sole practitioners. They do not have group databases, central client registers, group compliance functions or cross-entity information-sharing infrastructure. The RTS should not create an expectation that such independent firms must build centralised systems or share client data across professional associations or loose cooperation arrangements. Where a genuine group or qualifying structure exists, Article 4 should clarify that obliged entities must be able to share relevant information where necessary and lawful, but that it does not require routine sharing of all listed information in every case. For audit and accounting practices, proportionate information sharing may include client identity, beneficial ownership information, risk classification, sanctions-screening results, high-risk indicators, refusals or terminations for AML/CFT reasons, and relevant typologies. It should not generally require sharing full audit files, tax files, accounting working papers or engagement documentation unless strictly necessary, lawful and proportionate. There are important legal constraints. Auditors and accountants are subject to professional secrecy, statutory audit confidentiality, audit working-paper confidentiality, data protection obligations, independence requirements and, in some cases, legal privilege or equivalent protections under national law. The RTS should make clear that Articles 4–9 do not override these obligations. STR/SAR-related information is particularly sensitive. Sharing underlying suspicious activity analyses may be restricted by tipping-off rules, FIU instructions, professional secrecy or

Name of the organisation	Question	Answer
		national law. Such information should be shared only where permitted by applicable law and not prohibited by the FIU or competent authority. In many cases, aggregated information, typologies, red flags and statistical information will be more proportionate. For third-country information sharing, direct transfer of client-level information may be restricted by local law. The RTS should allow alternatives, such as aggregated reporting, anonymised or pseudonymised information, typology reporting, local compliance confirmations, local independent reviews, legal opinions on transfer restrictions, jurisdictional impediment registers and confirmations from local supervisors or self-regulatory bodies. The regulatory objective should be effective AML/CFT risk management, not mandatory centralisation or automatic cross-border transfer of all client-level information.
Estonian Association of Accountants	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	This section appears to be of limited direct relevance for most Estonian auditors, external accountants and tax advisers, because they generally do not operate through third-country branches or subsidiaries and are usually not part of cross-border corporate groups. The RTS should therefore make clear that Section 4 applies only where there is a genuine group relationship with branches or subsidiaries in third countries, or another legally relevant structure to which the provisions properly apply. It should not be interpreted as applying to standalone Estonian professional practices merely because they cooperate professionally, use foreign methodology, participate in training, use templates, or belong to an international association or loose professional network.

Name of the organisation	Question	Answer
		Where Section 4 does apply, there are operational and legal challenges for small practices. Many Estonian audit and accounting service providers do not have in-house legal teams, international compliance departments or specialised cross-border data protection expertise. If third-country law restricts information sharing, customer data processing, access to beneficial ownership information, STR/SAR-related disclosure, supervisory access or record retention, a small practice may need external legal advice to understand the exact nature of the impediment. This may be costly and time-consuming. The fixed 28-calendar-day notification period may therefore be difficult where the assessment requires local legal advice, professional secrecy analysis, data protection analysis, audit confidentiality analysis and internal approval. We recommend allowing an initial notification within 28 days, followed by a more detailed legal and operational assessment within a reasonable further period, for example 60 or 90 days. The draft RTS also place considerable emphasis on obtaining consent from customers or beneficial owners. Consent may not be a reliable or valid solution. It may be ineffective under local data protection law, may be refused by the client, or may create a risk of alerting the client to AML/CFT concerns. For auditors and accountants, requesting consent may also conflict with professional secrecy, audit confidentiality or the nature of the engagement. Consent should be treated as one possible mechanism, not the default or mandatory solution. Closure or termination measures should be last-resort measures. In statutory audit, immediate termination may conflict with audit appointment rules, reporting duties, independence requirements, public-interest considerations and orderly handover obligations. Before requiring termination or closure, the RTS should allow

Name of the organisation	Question	Answer
		alternative measures such as enhanced local controls, local independent reviews, aggregated risk reporting, legal impediment registers, local supervisor confirmations, contractual safeguards and targeted restrictions on higher-risk services. .
Estonian Association of Accountants	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	This issue is likely to be relevant only in exceptional cases for the Estonian audit and accounting sector, because most Estonian auditors, external accountants and tax advisers are standalone practices and do not operate through third-country branches or subsidiaries. The RTS should therefore clarify that Articles 12 and 13 apply only where there is a genuine group, branch or subsidiary relationship, or a qualifying structure to which the provisions properly apply. They should not create obligations for independent Estonian firms simply because they participate in professional cooperation, use foreign methodology, obtain technical support or belong to a professional network. Although the question refers to Articles 12 and 13, Article 11 is also directly relevant because it concerns sharing and processing customer information within the group. Where the provisions do apply, there are legal and operational challenges. Third-country restrictions may apply differently to customer data, beneficial ownership information, suspicious transaction or activity information, audit working papers, tax files, accounting records, advisory files, supervisory access and record retention. For auditors, external accountants and tax advisers, these categories of information may be protected by professional secrecy, statutory audit confidentiality, data protection rules, local confidentiality obligations and, in some cases, legal privilege or equivalent national protections. Article 12 is especially sensitive because it concerns suspicious

Name of the organisation	Question	Answer
		transaction reporting information. STR/SAR-related information and underlying analyses may be subject to strict confidentiality and tipping-off prohibitions. Sharing should be permitted only where lawful and not prohibited by the FIU or competent authority. In many cases, aggregated statistical information, typologies, red flags and high-level risk indicators will be more appropriate than sharing underlying suspicious activity files. Article 13 may also be difficult where third-country law restricts sharing customer data with supervisors in the Union. Direct transfer of client-level information may be unlawful. The RTS should allow alternative mechanisms that still support effective supervision and risk management. We recommend permitting alternatives such as aggregated reporting, anonymised or pseudonymised information, typology reporting, local compliance confirmations, local independent reviews, local legal opinions on transfer restrictions, jurisdictional impediment registers, reporting to local supervisors or self-regulatory bodies, and supervisor-to-supervisor cooperation where available. The objective should be effective risk management, not mandatory cross-border transfer of client-level information where such transfer would breach third-country law, professional secrecy, statutory audit confidentiality, data protection requirements or tipping-off rules.
Estonian Association of Accountants	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework in Article 16 is broadly appropriate as an escalation mechanism, but it should include stronger safeguards to ensure that supervisory measures are addressed only to entities that are actually within scope and able to implement them. This is important in Estonia because most auditors, external accountants and tax advisers are standalone practices, micro-

Name of the organisation	Question	Answer
		firms, small entities or sole practitioners. They are generally not part of a group and do not have a parent undertaking or third-country branch/subsidiary structure. Supervisory measures under Article 16 should therefore not be applied to such entities unless they are part of a genuine group or qualifying structure to which the RTS properly applies. The addressee of supervisory decisions is critical. Supervisory measures should be addressed only to an entity that has legal authority, contractual power, resources and practical ability to implement the required action. In professional audit and accounting networks, a central network body may provide methodology, training, templates, quality guidance or technical support, but it may not have authority to instruct independent Estonian firms or sole practitioners to terminate clients, restrict engagements, change local procedures or close operations. Conversely, a small Estonian practice cannot change network-wide systems or policies. Supervisory measures must not be addressed to professional associations, network bodies, methodology providers, IT providers, training providers or coordinating entities unless they have actual enforceable AML/CFT control over the relevant obliged entities. For small Estonian practices, remediation plans should be realistic and proportionate. They should not require the creation of complex group compliance functions or IT systems that are disproportionate to the size and risk profile of the practice. Restrictions or closure measures should be used only as a last resort where risks are unmanageable and less intrusive measures have been considered. For statutory auditors, forced termination or closure may affect audit continuity, statutory appointment rules, reporting duties, independence requirements, public-

Name of the organisation	Question	Answer
		interest considerations and orderly handover obligations. Supervisors should consider whether an orderly exit plan is needed before requiring termination, restriction or closure. We recommend that Article 16 expressly require prior supervisory dialogue except in urgent cases, a reasonable remediation period, a documented proportionality assessment, coordination with relevant AML supervisors, audit public oversight bodies or self-regulatory bodies, and orderly exit arrangements where termination or closure is required.
Estonian Association of Accountants	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	This scenario appears rare in the Estonian audit and accounting sector. Most Estonian auditors, external accountants and tax advisers do not have a third-country head office and are not sister entities within a wider non-EU group. They usually operate as standalone practices, micro-firms, small entities or sole practitioners. The RTS should therefore avoid creating a framework that may be interpreted as requiring artificial identification of a parent undertaking where no genuine group relationship exists. If an Estonian professional practice is not part of a group and is not controlled by a third-country head office, Section 5 should not apply. Where Section 5 does apply, the criteria may be useful for large financial-sector groups, but they are less effective for auditors, external accountants and tax advisers. Customer numbers, transaction values and annual turnover do not always reflect AML/CFT control capacity in professional services. Audit and accounting firms do not generally process client transactions in the same way as banks or payment institutions. Therefore, transaction amounts are often not meaningful. Client

Name of the organisation	Question	Answer
		numbers may also be misleading. A sole practitioner may have a small number of clients but still face higher AML/CFT exposure if those clients operate in high-risk sectors, complex ownership structures or higher-risk jurisdictions. Conversely, a firm with many low-risk bookkeeping or payroll clients may present lower AML/CFT risk. Annual turnover is also not a sufficiently reliable criterion for our sector. In Estonia, turnover may mainly reflect the size of the local market, statutory audit fee levels, firm structure, or the mix of audit, accounting, tax and advisory services. It does not necessarily show that an entity has the legal authority, governance capacity, compliance resources or practical ability to implement group-wide AML/CFT requirements. For professional services, the most relevant criterion should be actual AML/CFT control capability. The parent undertaking in the Union should be the entity that has enforceable legal or contractual authority to impose AML/CFT policies, require relevant AML/CFT information, monitor implementation, impose remediation, and influence client acceptance, continuation or termination decisions. Annual turnover should be retained only as a residual fallback where no better control-based criterion identifies the appropriate entity. It should not prevail over actual AML/CFT governance capacity and enforceable control. Where no entity has enforceable AML/CFT control over other obliged entities, the RTS should not require an artificial parent undertaking designation
Estonian Association of Accountants	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 is the most important provision for the Estonian audit and accounting sector. The concern is not the application of group-wide requirements to genuine groups. The concern is that

Name of the organisation	Question	Answer
		Article 21 may be interpreted too broadly and may capture ordinary professional cooperation arrangements that are not groups and do not involve enforceable AML/CFT control. In Estonia, most auditors, external accountants and tax advisers are standalone professional practices, micro-firms, small entities or sole practitioners. They generally do not have a parent undertaking, subsidiaries, branches or group-level AML/CFT compliance control. They may, however, participate in professional associations, use common methodology, attend common training, use shared templates, obtain technical guidance, participate in quality-improvement arrangements or receive support from networks or service providers. These arrangements should not be treated as group-equivalent structures. They support professional quality and AML/CFT awareness, but they do not necessarily create common ownership, common management or common AML/CFT compliance control. We recommend that Article 21 apply only where there is a real functional control relationship. A structure should be subject to group-equivalent requirements only where all of the following elements are present: 1. at least two obliged entities are involved; 2. there is common ownership, common management or common compliance control in substance; 3. an entity or body has binding legal or contractual authority to impose AML/CFT policies, procedures or controls; 4. relevant AML/CFT information can lawfully be shared; 5. the application of group-equivalent requirements is proportionate to the ML/TF risk. AMLA should include clear negative examples. The following should not, by themselves, bring a structure within Article 21:

Name of the organisation	Question	Answer
		membership of an audit or accounting network; membership of a professional association; use of a common brand; common audit or accounting methodology; quality-management standards; independence monitoring; professional training; technical consultations; client referrals; shared templates or software; use of the same external AML/CFT service provider; joint audits; or component-auditor arrangements. For example, an Estonian sole practitioner may use AML/CFT templates or training materials provided by a professional body or network. That provider usually has no authority to decide the practitioner's client acceptance, customer due diligence, suspicious activity reporting, client termination or AML/CFT risk classification. Such a relationship should not be treated as common compliance control. We support applying group-equivalent requirements where there is genuine and enforceable AML/CFT control. However, Article 21 should clearly distinguish genuine control structures from ordinary professional cooperation. .
Estonian Association of Accountants	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. We foresee significant legal and operational challenges if Article 21 is interpreted broadly. The main risk is misclassification: standalone Estonian practices, micro-firms, small entities or sole practitioners could be incorrectly treated as part of a group-equivalent structure merely because they cooperate professionally or use common professional resources. In Estonia, most auditors, external accountants and tax advisers do not have separate AML/CFT departments, legal departments, data protection officers, internal audit functions or sophisticated

Name of the organisation	Question	Answer
		compliance IT systems. If Article 21 is applied to ordinary professional cooperation arrangements, these entities could be required to implement group-equivalent governance, documentation, information-sharing and reporting arrangements that are disproportionate and not legally justified. A practical example is a sole practitioner who uses audit methodology, AML/CFT templates or training materials provided by a professional association, network or external provider. The provider of those materials does not decide the practitioner's client acceptance, customer due diligence, risk classification, suspicious activity reporting or client termination. Treating this as common compliance control would create unrealistic obligations and unclear responsibility. Another example is a small Estonian audit firm participating in a professional network that shares branding, technical guidance, independence tools or quality-management processes. Such arrangements support audit quality and consistency, but they do not necessarily give the network body legal authority to require AML/CFT information, impose remediation or direct client-level decisions. These arrangements should not automatically trigger group-equivalent requirements. There are also legal constraints. Professional secrecy, statutory audit confidentiality, data protection rules and audit working-paper confidentiality may restrict client-level information sharing across firms or jurisdictions. Audit working papers are particularly sensitive and should not be treated as ordinary group compliance data. Information sharing should be limited to what is necessary, lawful and proportionate. Audit independence rules may also create challenges. Centralised involvement by a network or coordinating entity in client acceptance, continuation or termination decisions may

Name of the organisation	Question	Answer
		conflict with the independent professional judgement of the statutory auditor or local firm. A further challenge is liability allocation. If a coordinating entity is treated as a parent undertaking even though it has no enforceable control over member firms, it may be made responsible for risks it cannot manage. Conversely, local small firms may be expected to implement network-wide controls they cannot influence. The RTS should not discourage small firms from participating in professional cooperation arrangements that improve audit quality, AML/CFT awareness and access to expertise
Estonian Association of Accountants	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria in Article 22 are partly useful, but they require refinement for professional networks, small practices and sole practitioners. The current criteria may identify a parent undertaking based on technical services, critical services, branding, marketing, franchising, partnership or network arrangements. In the audit and accounting profession, these factors do not necessarily indicate AML/CFT control. This is particularly important in Estonia, where most auditors, external accountants and tax advisers are standalone practices, micro-firms, small entities or sole practitioners. They often rely on external methodology, templates, training, software tools, technical consultations or quality-management support because they do not have large internal technical departments. The provider of such support should not automatically be treated as a parent undertaking for AML/CFT purposes. A practical example is an Estonian sole practitioner who uses AML/CFT templates or audit methodology from a professional association, network or external provider. The provider may support quality and consistency, but it does not decide the practitioner's client acceptance, customer due diligence, risk classification, suspicious activity reporting or client termination.

Name of the organisation	Question	Answer
		It should therefore not be identified as a parent undertaking. Another example is a small Estonian audit firm belonging to an international network that provides branding, training, methodology, independence tools or quality reviews. These arrangements may be important for audit quality, but the network body may not have legal authority to impose AML/CFT policies, require client-level information, impose remediation or direct termination of a business relationship. Such a body should not be treated as a parent undertaking unless it has enforceable AML/CFT control. The decisive criterion should be actual AML/CFT control capability. A parent undertaking or equivalent coordinating entity should be identified only where it has binding legal or contractual authority to: • impose AML/CFT policies, procedures and controls; • require relevant AML/CFT information; • monitor implementation; • impose remediation; • restrict reliance arrangements; • escalate high-risk client acceptance or continuation decisions; • require refusal or termination where legally required. We recommend narrowing Article 22(d) and Article 22(g). Technical services, critical services, branding, marketing, partnership or network-management functions should identify a parent undertaking only where they are accompanied by enforceable AML/CFT control authority. Where no entity has enforceable AML/CFT control over other obliged entities, the RTS should not force an artificial parent undertaking designation. Instead, the structure should be able to designate a coordinating entity for limited administrative purposes, while each obliged entity remains individually

Name of the organisation	Question	Answer
		responsible for its own AML/CFT compliance. .
European Association of Co-operative Banks (EACB)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Please find below our observations: • Art.2 introduces a definition of “control function”, and we welcome its alignment with the EU financial services frameworks. We would appreciate confirmation that the term should be interpreted consistently across frameworks to support legal certainty and coherent application by obliged entities operating under multiple regimes. In addition, the wording “including, but not limited to” may create uncertainty regarding the exact scope of the functions covered. • Regarding the new definitions in Art.2, we understand that those are intended to capture arrangements that fall outside the AMLR definition of a ‘group’. However, the relationship between these concepts and the group definition is not explicit. In particular, clarification would be welcome as to whether: o these definitions are intended to apply only in the absence of a group structure; o obliged entities that are part of a group are expected to assess these concepts in parallel; Without such clarification, it is unclear whether group-wide obligations could extend beyond formally defined group structures, within the meaning of AMLR, to other types of commercial arrangements. Further clarification on this point would therefore be appreciated. We further note that, given the broader RTS framework on group-

Name of the organisation	Question	Answer
		wide policies, controls and information sharing, it is important to clarify whether, and to what extent, these definitions are intended to trigger obligations analogous to those applicable at group level. Finally, Recital (44) of the AMLR includes within the definition of groups the structures formed by entities permanently affiliated to a central body and financial institutions which are members of the same institutional protection scheme. However, the AMLR does not specify whether central bodies should be considered as parent undertakings in such structures for the purpose of AML/CFT requirements whereas national AML/CFT frameworks and other financial regulations including CRR regulation confer to central bodies similar obligations as those of parent undertakings in classical group structures). Clarification would help ensure legal certainty and preserve the robustness of existing group organisations. • We note that the definitions of 'structure', 'network' and 'partnership' are framed broadly and could capture a wide range of arrangements. In particular, there is a risk that purely contractual or investment relationships (e.g. minority interests or standard market arrangements) could fall within scope without involving the level of control, coordination or integration that would justify the application of group-like AML/CFT obligations. Furthermore, these definitions rely on concepts such as 'common management', 'common compliance control' or a

Name of the organisation	Question	Answer
		‘common framework’, without clearly specifying the level of influence or control required. In the absence of such clarification, there is a risk that arrangements involving coordination but not control could be captured, including situations where an obliged entity does not have the legal or practical ability to impose AML/CFT controls. This may give rise to operational challenges, as obliged entities could be expected to apply policies or obtain information in respect of entities or arrangements over which they do not exercise control or have no legal means to enforce compliance. We therefore request that AMLA clarify that any obligations linked to these definitions are limited to what is within the obliged entity’s legal and operational control. In addition, AMLA should clarify that these concepts should only apply to AML/CFT obligations and present AML/CFT risks. The application of group-equivalent requirements would be disproportionate where the arrangement concerns activities that are not related to regulated services or transactions. The criterion of “common compliance control” should also be reconsidered, as structures such as networks, partnerships or franchises may be based on common ownership, management or a common business project, without necessarily implying common compliance control AMLA should clarify the scope and potential overlap of this definitions, through supervisory

Name of the organisation	Question	Answer
		guidance or practical examples. • Finally, we believe in the importance of ensuring that the application of these concepts remains consistent with existing prudential and accounting frameworks used to define group perimeters, in order to avoid the creation of parallel or misaligned scopes of application across regulatory regimes. More broadly, the application of these definitions should remain consistent with the risk-based approach underpinning the AMLR, and should not result in disproportionate obligations being applied to arrangements that do not present equivalent AML/CFT risks.
European Association of Co-operative Banks (EACB)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements appear sufficiently clear and we welcome the principle-based approach followed by AMLA. However, we foresee a number of implementation challenges: • For groups headquartered outside the Union, group-wide policies, procedures and controls are typically established and approved at global level. The requirement for the parent undertaking in the Union to establish and approve a distinct set of group-wide policies may therefore create a duplication of frameworks, resulting in an incremented operational complexity and potential inconsistencies. We therefore request that AMLA clarify that, where global group frameworks meet or exceed the requirements of the AMLR and associated RTS, these may be relied upon to satisfy EU requirements, with any necessary adaptations limited to identified EU-specific requirements. • We note uncertainty regarding the legal basis for extending group-wide requirements to entities not linked through a traditional parent–subsidiary relationship under company law. Where entities are separately incorporated and subject to distinct

Name of the organisation	Question	Answer
		legal and regulatory obligations, it may be unclear how far group-wide policies, procedures and controls can be imposed or enforced in practice. This is particularly relevant for cross-border information sharing, where legal constraints may limit the exchange or use of certain information. Clarification would be welcome on how these requirements should operate, including their application across legally distinct entities and the management of potential conflicts with local legal obligations. • While none of the principles set out in Art.3 would directly undermine cooperative banking models, we suggest clarifying in the recitals, with regard to par. 1(a), that a direct reporting line between the group compliance manager/officer and local compliance functions may not always be practicable due to organisational specificities or group complexity. In such cases, the group compliance manager/officer should nevertheless be deemed to have adequate means to oversee the implementation of group-wide policies and controls, including through appropriate information channels and institutionalised committees involving local or regional compliance functions and management bodies. • It would be useful to explicitly recognise, within the definition of policies, procedures and internal controls, the role of line controls (first-level controls). Such controls include both the assessment of the effectiveness of procedures, structures and systems, and support in relation to management decisions. This clarification would be relevant in the context of the AMLR and related RTSs where effective implementation of AML/CFT obligations relies on the involvement of first-level controls. • In addition, with regard to Art.3(1)(c), further clarification and/or practical examples would be welcome on the identification and management of potential conflicts of interest, including the

Name of the organisation	Question	Answer
		parties involved. • While Art.3(1)(e) appropriately recognises the importance of information sharing between compliance, control and commercial functions, further clarification would be welcome regarding the scope and practical application of this requirement. In particular, clarification would be useful as to the type of information expected to be shared and its interaction with existing obligations relating to confidentiality, data protection and the prohibition on tipping-off. Without such clarification, the provision may create unnecessary operational complexity and potential conflicts with existing legal obligations. • Art.3(2) requires group-wide policies to be approved by the EU parent management body and procedures and controls at least by the group compliance manager. This may be difficult in large, complex organisations. In particular, requiring management body approval of broad policies and detailed procedures may create bottlenecks and reduce agility in adapting to evolving risks. Clarification would be welcome that a proportionate, risk-based governance approach applies, including the option to delegate approval of more granular procedures and controls to suitably senior and competent functions, in line with existing governance frameworks. • The inclusion in Art.5 to 15 of mechanisms addressing situations where third-country legal restrictions may affect information sharing, data processing, supervisory access or record retention within cross-border groups is welcomed. Further consideration should be given to ensuring that supervisory expectations remain proportionate and operationally workable in cases of genuine conflicts of law, including data protection, banking secrecy or confidentiality requirements in third countries, so that obliged entities are not placed in a position

Name of the organisation	Question	Answer
		where compliance with Union requirements would require a breach of applicable local law.
European Association of Co-operative Banks (EACB)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We foresee legal and operational challenges, as detailed in our paper submitted by email. • Art.4 - we recognise the importance of intra-group information sharing to support a risk-based approach to AML/CFT and sanctions compliance across cross-border groups. However, concerns arise over the breadth and prescriptive nature of the framework, including the “at least” list of customer, transactional, risk, governance and STR-related data, which risks being interpreted as a mandatory baseline requiring systematic sharing of most or all data points, with significant implications particularly for low-risk customers. Clarification is needed that Art.4 enables sharing of relevant and available information rather than to impose new obligations to collect, generate, structure or centrally maintain data not otherwise required under the AMLR or other applicable legislation. This raises concerns in relation to: o applicable legal constraints, including GDPR principles, FIU-related secrecy obligations, confidentiality requirements and third-country legal restrictions. Reliance on customer consent to override such constraints is considered operationally impractical and legally questionable; o reliance on BO consent in practice, which is not realistic given the absence of a direct relationship and the fact that consent must remain withdrawable, creating significant operational uncertainty; o potential conflicts with national confidentiality or state secrecy obligations, treatment of STR/SAR-related information and other sensitive data points. Several provisions introduce terminology not fully aligned with

Name of the organisation	Question	Answer
		AMLR (e.g. persons acting on behalf of customers, expected transactional behaviour, counterparties, ownership structure and legal entity data), creating uncertainty on scope and consistency with CDD. Operational concerns arise regarding feasibility and scalability in large cross-border groups, including data collection, processing, system integration, customer matching, and ensuring standardised and comprehensible information availability, as well as identifying customers belonging to the same group or structure. Further clarification is requested on the risk-based scope of information sharing, including when information is considered relevant for AML/CFT or targeted financial sanctions purposes, with illustrative examples to ensure consistent application and reduce interpretative divergence. Questions also arise on whether certain provisions imply ongoing "push" reporting of updates and on the practical application of the need-to-know principle, including whether a group-wide customer portfolio assessment is expected and how this aligns with proportionality and GDPR requirements. Further clarification would also be useful on certain data categories listed in Art.4. For example, "typologies" and "risk indicators" should be defined or replaced by a functional description, as these may be received from FIUs or supervisors rather than produced by obliged entities. • Art.5 - we would appreciate clarification on the scope of intra-group information sharing, in particular whether it is limited to information received by EU obliged entities or also covers outbound sharing to third-country entities, and whether a two-way framework is envisaged. We also seek clarification on the interaction with Art.16(3) AMLR and on whether requirements differ depending on the direction of information flow. In addition,

Name of the organisation	Question	Answer
		we highlight that third-country legal constraints (including banking secrecy, data localisation and confidentiality rules) may significantly restrict information exchange, and the RTS should explicitly allow proportionate alternative or mitigating measures where direct sharing is not feasible. • Art.6 - we would welcome clarification on whether the provisions introduce new obligations compared with existing group-wide practices used to manage cross-border information restrictions, including governance frameworks and consent-based mechanisms. Clarification is also sought on key operational aspects of Art.6(3), in particular the trigger for the 28-day notification period and the interpretation of "without undue delay". We further request clarification on supervisory allocation in cases of direct AMLA supervision, including notification channels and the respective roles of AMLA and national competent authorities. • Art.7 - we would appreciate clarification on the intended scope of supervisory information-sharing, in particular whether it covers all Art.4 categories or only information that is necessary and proportionate for supervisory purposes under a risk-based approach. We also highlight practical limitations regarding reliance on customer and beneficial owner consent, where obtaining such consent may not always be feasible, and consider that proportionate efforts should be sufficient. We also note the need for consistency across Art.12 and 13 regarding restrictions, consent and mitigating measures.
European Association of Co-operative Banks (EACB)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	We foresee both legal and operational challenges in implementing the minimum actions and additional measures under Section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls. In particular, certain requirements appear difficult to

Name of the organisation	Question	Answer
	procedures and controls? If so, please describe the challenges and provide practical examples.	operationalise or potentially disproportionate in practice, including: • the requirement under Art. 10(1)(c) to obtain consent for information sharing from UBOs, which is not realistic given that obliged entities do not have a direct relationship with UBOs; • the requirement under Art. 15(1)(d) for prior approval by senior management of the parent undertaking, which may not be proportionate in all cases and could reduce operational flexibility; • the requirement under Art. 15(1)(e), which may imply that source of funds, source of wealth, and documentation of the destination of funds become mandatory in all customer files, raising questions as to whether this reflects the intended scope of the provision. In addition, regarding the mandatory information of competent supervisors on third-country legal restrictions to the implementation of core group-wide requirements set out in paragraph (1) of Art. 10 to 14, AMLA could usefully support a more coordinated approach at EU-level by consolidating and publishing a list of those reported legal restrictions. This would avoid an inefficient institution-by-institution approach whereby each obliged entity separately identifies and reports the same obstacles to its own supervisor.
European Association of Co-operative Banks (EACB)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We would welcome further clarification on the minimum actions expected under Articles 12 and 13 where third-country law restricts the sharing of customer information or the disclosure of STR/SAR-related information within the group. In particular, we believe it would be beneficial to clarify the interaction between the notification obligations under Articles 12(1)(a) and 13(1)(a) and the 28-calendar-day deadline. Since the AMLR generally refers to a “without undue delay” standard,

Name of the organisation	Question	Answer
		the introduction of a specific 28-day period should be clearly justified and its trigger should be specified. AMLA should also confirm that, where an obliged entity has completed the required notifications and applied all measures legally and operationally available to it, it should be deemed to have complied with its obligations, even if intra-group information sharing remains impossible due to third-country legal restrictions.
European Association of Co-operative Banks (EACB)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The criterion “common compliance control” appears to cover a scope exceeding AML/CFT considerations, since the areas covered by control functions are not specified in the definition. This undetermined scope may create legal uncertainty and lead to unintended situations where group-wide requirements would apply to arrangements with specific risks unrelated to ML/FT. Therefore, we suggest limiting the scope of this concept to control functions and areas addressed under banking / financial regulations (e.g CRD/Solvency). This would ensure greater legal certainty and support a more proportionate assessment.
European Association of Co-operative Banks (EACB)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We foresee legal and operational challenges in applying group-wide requirements to structures that do not rely on a parent-subsidiary relationship. Article 21(3) should be clarified to ensure that information-sharing and related AML/CFT obligations do not apply to non-obliged entities within a structure, unless there is a clear legal basis in the AMLR. Extending such obligations to entities that are not subject to AML/CFT requirements would be disproportionate and difficult to implement in practice. Additionally, AMLA should define the notions of “network members” and “partners” and clarify how they relate to the definitions of “network” and “partnership” in Article 2. Finally, under Article 21 RTS, “structures” must apply

Name of the organisation	Question	Answer
		requirements equivalent to group-wide requirements, and taking into account size, complexity and risks. We foresee potential legal and operational challenges, for example for ordinary national credit institution structures, due to the lack of clarity on the application of proportionality and on whether simplifications compared to group-wide requirements would be available. We would therefore welcome clarification on these aspects.
European Banking Federation (EBF)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	AMLA should address the following definitional gaps and align the RTS definitions with the AMLR. The RTS uses several terms that are not defined in AMLR Art. 2 nor in RTS Art. 2, among other: decision-making powers' (Art. 3(1)(a)), 'risk classification' (Art. 4(1)(a)(xi) (AMLA should precise this terminology refers to risk assessment performed by the obliged entity) 'group-specific risks' (Art. 3(f)), 'reporting lines' (Art. 3(1)(a)), counterparty transaction' (Art. 4(1)(b)), 'negative or adverse media reports' (Art. 4(1)(c)(x)), 'close family members' (Art. 4(1)(c)(v)), 'closely associated persons' (Art. 4(1)(c)(v)) and 'common customers' (Art. 4(2)). AMLA should define these terms in RTS Art. 2 or provide cross-references to the applicable AMLR provisions from which the concepts are derived. Considering the operational impact of the notion of "structure", the condition (a) should provide that the obliged entities should be located within the EU and subject to the application of the AML Regulation 2024/1624. Art. 4(1)(a)(iii) of the draft RTS introduces the phrase 'the person on behalf of whom the customer acts' without defining it. This formulation differs from AMLR 'any person purporting to act on behalf of the customer' and 'natural persons on whose behalf a

Name of the organisation	Question	Answer
		transaction is conducted'. AMLA should align Art. 4(1)(a)(iii) with the applicable AMLR wording, or confirm in RTS Art. 2 that the terms and definitions of the AMLR apply. AMLA should also clarify whether the group AML/CFT officer referred to in Art. 3(1)(a) RTS is the same person as the compliance manager at group level or a separate mandatory appointment, since AMLR Art. 16(2) refers only to one function. Art. 2(1) defines 'control function' as including, but not limited to, the risk management, compliance and internal audit functions. To improve legal certainty, AMLA should clarify that the concept is limited to control functions that are relevant for AML/CFT purposes. Moreover, AMLR Recital 39 mentions the 'internal audit function' but AMLR Art. 9 uses 'independent audit function' as part of the internal controls' requirement; the formulation 'internal audit function' is absent from the AMLR. AMLA should ensure that the AMLR terminology is used. The definitions of ‘structure’, ‘network’, ‘partnership’ and ‘franchise’ in Art. 2 are broad and may capture arrangements beyond those warranting group-like AML/CFT obligations, including purely contractual or investment relationships without sufficient control, coordination or integration to justify such obligations. The notion of “structure” is defined in Art. 2(2) but it is not used in the rest of the RTS. Hence, we do not understand the necessity to maintain this definition in the RTS. Nevertheless, should this definition be retained, AMLA should limit its scope to entities carrying out AML/CFT-regulated activities subject to the application of the AMLR and established within the EU. Considering the operational impact of the notion of “structure”,

Name of the organisation	Question	Answer
		the condition (a) should be adjusted accordingly. Moreover, the definitions at issue rely on concepts such as 'common management', 'common compliance control' or 'common framework' without specifying the required level of influence or control. This may capture arrangements involving coordination but not control, where an obliged entity does not have the legal or practical ability to impose AML/CFT controls. The EBF recognises that these concepts may be intended to address business models operating outside traditional group structures and to mitigate the risk of circumvention of AML/CFT requirements. However, for EBF members, which generally operate within clearly defined group structures, further clarification is needed to avoid unnecessary complexity and unintended expansion of scope. The EBF therefore emphasises that the application of these concepts should remain aligned with existing prudential and accounting frameworks used to define group perimeters and should be applied in a manner that is proportionate and consistent with the risk-based approach underpinning the AMLR. Moreover, the draft RTS appears to extend the scope of information sharing beyond what is foreseen in the AML Regulation (Level 1 text). In particular, by including references to non-implementation and circumvention of targeted financial sanctions alongside money laundering and terrorist financing (ML/TF), it risks going beyond the scope of Arts. 16 and 17, which are limited to ML/TF-related risks. As a Level 2 instrument, the RTS should remain strictly aligned with the mandate set by the Level 1 framework to ensure legal certainty and avoid an

Name of the organisation	Question	Answer
		unintended broadening of information-sharing obligations. AMLA is therefore invited to review the relevant provisions and ensure that the RTS is fully consistent with the scope and principles established in Arts. 16 and 17 of the EU AML Regulation.
European Banking Federation (EBF)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	EBF considers the minimum requirements in Art. 3 RTS broadly appropriate as a framework for group-level governance. However, we request some clarifications. The RTS imposes a number of specific requirements beyond AMLR Art. 16, including the obligation to establish a dedicated group-level organisation and coordination body with sufficient decision-making powers and a group AML/CFT officer (Art. 3(1)(a)). These are new obligations without an AMLR equivalent. AMLA should confirm the AMLR legal basis for each of these requirements. It remains unclear whether the group AML/CFT officer is intended to be the same function as the AMLR group-level compliance manager/officer, or whether it constitutes an additional mandatory role that must exist alongside both the compliance manager and officer. This ambiguity risks creating overlapping mandates and governance complexity. AMLA must confirm whether the group AML/CFT officer is a distinct role in addition to existing AMLR functions. If so, the RTS should clearly define its responsibilities, specify whether roles may be combined (particularly in less complex groups), and establish clear reporting lines to prevent overlap/conflicts. The RTS appears to impose obligations of result on the parent undertaking irrespective of whether entities within the group are linked through a traditional parent-subsidiary relationship. The EBF recommends that Art. 3(1) be redrafted to clarify that the parent undertaking shall ensure minimum standards form part of group-wide policies, and that each obliged entity remains

Name of the organisation	Question	Answer
		responsible for implementing those policies under Art. 16(1) AMLR. Where entities are part of a broader group but are separately incorporated and subject to distinct legal and regulatory obligations, AMLA should clarify how far group-wide requirements apply across legally distinct entities and how potential conflicts between EU-level requirements and globally applied standards are to be resolved. Unlike what is stated in Art. 3 (1)(f), a group policy or procedure cannot consider the individual risks of each entity within the group, especially in large groups operating across different geographies. As risks evolve depending on activities/local contexts, this requirement would lead to constant updates of group-level procedures and create instability in the overall framework. In our view, the role of the parent undertaking is to define minimum AML/CFT requirements applicable to all entities in the group, to ensure that rules are properly harmonised and consistent. Entities are responsible for applying these standards to their activities, strengthening them based on their own risk exposure, and, where necessary, escalating implementation challenges in order to identify mitigating measures. We propose that point (f) should provide for: “ensuring that group-wide policies, procedures and controls are effectively implemented at entity level and that, where difficulties arise, mitigating measures are implemented at local level.” Similarly, in point (g): ‘The group-wide policies, procedures and controls and the group-wide risk assessments shall be

Name of the organisation	Question	Answer
		implemented consistently in all the obliged entities that are part of the group and shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union' does not appear feasible to implement, for the same reasons as outlined above. We request to delete this requirement: "and shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union". The sentence appears to contradict Art. 17 AMLR, which stipulates that the measures should be applied to 3rd group entities to the extent possible. This should also be reflected in the RTS. AMLA should ensure that Art. 3 appropriately reflects the principle of proportionality allowing governance arrangements to be calibrated to the size, complexity and risk profile of the group. A single set of minimum requirements applicable uniformly to all groups, from large internationally active banking groups to small two-entity structures, is not proportionate. In addition, certain key components of an effective AML/CFT framework are not explicitly addressed in art. 3: -Training and awareness: A group-wide AML/CFT training framework should be required, with appropriate minimum standards covering the frequency of training and the categories of staff to be trained, including senior management and the management body. -Whistleblowing and internal reporting: Art. 3 should explicitly recognise the need for group-wide whistleblowing arrangements, including reporting channels for AML/CFT- and sanctions-related concerns and appropriate safeguards for whistleblowers.

Name of the organisation	Question	Answer
		-Incident management: Consideration should be given to requiring a group-wide framework for the management of significant AML/CFT incidents, incl. escalation and communication protocols where relevant.
European Banking Federation (EBF)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	AMLA should publish a list of 3rd countries restricting info sharing and confirm which MS pose no obstacles, reducing inefficient institution-by-institution identification and reporting to national supervisors. The obligation to report obstacles should rest with the EU/EEA parent undertaking to avoid duplication. Art. 7 seems to require OEs to implement additional measures, incl. notifying supervisors where 3rd-country laws restrict or prohibit transfers to the supervisor of the EU OE. However, supervisors already exchange information via MoUs or similar arrangements and are generally aware of such restrictions. Recital 43 AMLR states that intra-group info sharing is required only where relevant for AML/CFT purposes. Where relevance is absent, no obligation to share data should arise. Art. 16 AMLR does not impose an explicit or absolute duty to share personal data within a group but requires group-wide policies, procedures and controls on data protection and info sharing for AML/CFT purposes. This should leave OEs room, consistent with the risk-based approach, to determine when sharing is relevant. The RTS should clarify whether Art. 4 operates bidirectionally or only covers upward flows, as this affects system design, legal compliance and data protection. Art. 4(3) provides that info sharing should be "strictly necessary" and on a "need-to-know basis", suggesting the categories in Art. 4(1) are illustrative and shared only where relevant. However, the use of "shall" and "at

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		least" in Art. 4(1) is overly prescriptive and may be read as requiring systematic sharing of all listed categories, regardless of customer risk, purpose or information availability. AMLA should reframe Art. 4 around a risk-based trigger, allowing the parent undertaking to determine, through group-wide policies and procedures, what info is relevant, when it should be shared and at what frequency. Any sharing obligation should be proportionate to customer ML/TF risk. Intra-group sharing should be limited to information directly relevant or necessary in light of the ML/TF risks identified for that customer; the RTS should not authorise routine transfers of verification data or complete customer files. Sharing identifying data requires a clear legal basis. Explicit reference to Art. 22, or to a person-identifying number within its scope, would provide that clarity. Art. 4 provisions requiring clarification: Art. 4(1)(a)(vii): the “more than 50%” ownership threshold should be clarified to ensure consistency with EU restrictive measures, which apply at “50% or more” ownership, as confirmed by CJEU C-84/24. Confirmation is needed that the RTS does not affect existing sanctions obligations. Art. 4(1)(a)(x): clarification is needed on the scope of CDD in the context of outsourcing arrangements and its interaction with existing outsourcing frameworks (e.g. EBA GLs on outsourcing arrangements). Art. 4(1)(b)(ii): the inclusion of counterparty transaction data appears to extend beyond L1 (Arts. 16/17 AMLR): no extension of scope to TFS should be introduced via L2 measures). Art. 4(2): the extension of info sharing to customers linked through BO or group/structure affiliation goes beyond Art.16(3)AMLR. AMLA needs to clarify the scope of Art. 5

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		RTS: whether it relates solely to governance and oversight by the parent undertaking, or whether it also imposes direct obligations on individual subsidiaries and branches in 3rd countries. If Art. 5(1) means that subsidiaries and branches of EU-based obliged entities must share information in line with the RTS regardless of applicable local legislation, this should be stated explicitly, along with the related legal basis in AMLR Art. 16. If so, an update of the Art. 5 is needed to replace the wording “receive” by “share”. Broad data sharing under art.4 conflicts with GDPR data minimisation. The list shouldn’t be treated as a minimum that must always be shared, and the words "at least" should be deleted. Art. 4(1)(a) requires sharing identification and verification documents, which may include national identification numbers. Art. 4(2) requires OEs to identify common customers across the group portfolio, requiring processing of the entire customer database before any specific ML/TF risk is identified. This may not be lawful under GDPR absent an explicit legal basis/proportionality justification. AMLA should clarify the GDPR legal basis and necessity test for each data category covered by the RTS. Art 4/7/10 suggest that customer or beneficial owner consent may overcome legal restrictions on info sharing. While consistent with Del. Reg. (EU) 2019/758, consent under GDPR must be freely given and may be withdrawn at any time, limiting its reliability as a legal basis for AML/CFT obligations. AMLA should clarify that consent cannot be relied on where invalid under data protection law and that, where consent is refused/withdrawn, the consequences should be addressed under the AML framework

Name of the organisation	Question	Answer
European Banking Federation (EBF)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The EBF requests AMLA to conduct a proportionality assessment of Section 4. The obligations imposed on obliged entities operating in third countries should be proportionate to the ML/TF risk identified and should not create structural competitive disadvantages relative to non-EU competitors in the same markets. In particular, Arts. 11, 12, 13 and 14 should be reviewed to ensure they do not impose obligations that are structurally impossible to implement in certain jurisdictions. Arts. 10–14 and 15 should be better aligned with Art. 17 AMLR, which requires supervisors to be informed of additional measures taken where third-country law restricts the application of AMLR requirements. In contrast, Art. 10 introduces a dual notification structure, comprising an initial notification upon identification of the restriction and a subsequent notification confirming the appropriateness of the measures applied. The Level 1 basis for this duplication is not clear, and it may create unnecessary administrative burden without commensurate supervisory benefit. Art. 10(3) should be clarified to reflect that, where the ML/TF risk cannot be managed, “one or more” of the listed measured may be applied, rather than implying that the full set of measures must be imposed cumulatively in every case. Art.10(1)(c), Arts. 11(1)(b) and 14(1)(b) refer to beneficial owner consent as a mechanism for overcoming third-country legal restrictions. These provisions should be read consistently with the existing framework under Delegated Regulation (EU) 2019/758. While obliged entities are required to assess whether customer or beneficial owner consent can be used to legally overcome restrictions, this should not be interpreted as a general or standalone solution. In particular, under GDPR, consent must

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		be freely given and may be withdrawn at any time, which limits its reliability as a basis for AML/CFT compliance. This should be reflected in the RTS to provide a more operationally realistic framework. EBF members understand that the additional measures set out in Art. 15 should be read and applied in light of an overarching principle of proportionality, as proposed for inclusion in Art. 1. These measures should not be interpreted as a checklist – they should be illustrative and enabling in nature, and groups should select and calibrate one or more measures based on a proportionate assessment of the specific ML/TF risks and legal constraints involved. Similarly, OE should be able to apply other measures that are equally or more effective in managing the specific ML/TF risks arising from third-country legal restrictions, provided those measures achieve outcomes consistent with AMLR objectives. Several provisions in Art. 15 require further calibration to ensure consistency with the risk-based approach. The reliance prohibition in Art. 15(b) appears broader than Art. 49 AMLR, as it may apply even where the underlying impediment does not directly affect the reliability of CDD, and should therefore be narrowed to ensure proportionality. Art. 15(1)(e) envisages as an additional measure the documentation of source of funds, source of wealth and destination of funds. Applying such a measure to all customer types appears disproportionate and should instead cover higher-risk business relationships, similarly to point (d). We also note that the documentation of source of wealth goes beyond the scope of the corresponding provision of Commission Delegated Regulation 2019/758. Art. 15(1)(f) should not be

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		interpreted as imposing blanket enhanced monitoring at onboarding, as this would assume a uniform high-risk classification for all third-country clients and would not be consistent with a risk-based approach. Art. 15(g) may overlap with the mechanisms already set out in Art. 12 for addressing STR disclosure impediments, in particular where Art. 12(1)(b) already provides for aggregated or anonymised information to senior management, and it is therefore unclear whether Art. 15(g) provides additional operational value or should be treated as residual in nature. The measures in Section 4 appear broadly equivalent to those in Commission Delegated Regulation (EU) 2019/758. AMLA is requested to confirm this equivalence in the RTS preamble in order to provide legal certainty for institutions that have already implemented compliance frameworks under that Regulation and to avoid duplication or divergence in supervisory expectations across Member States. Finally, clarification is sought on whether Section 4 is intended to cover risks related to the non-implementation or evasion of targeted financial sanctions, as Art. 1(b) currently refers only to money laundering and terrorist financing risks. If so, this should be explicitly stated in order to ensure consistency with Sections 2 and 3 of the RTS and to avoid divergent interpretations regarding the scope of application of the framework.
European Banking Federation (EBF)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Clarity on minimum actions Arts. 12 and 13 establish minimum actions where third-country law restricts the sharing of customer information or the disclosure of STR-related information. The EBF requests AMLA to

Name of the organisation	Question	Answer
		clarify: -the interaction between the minimum notification obligations in Arts. 12(1)(a) and 13(1)(a) and the 28-calendar-day deadline, given that the AMLR uses ‘without undue delay’ as the applicable standard; The EBF also proposes the possibility of consolidated notifications. The 28-day period starts on 'identification' of the impediment. For groups with subs/branches in multiple third countries, each material change in local law triggers a separate notification per impacted matter (CDD, sharing, STR, supervisory access, retention). A single piece of third-country legislation can trigger four parallel Art. 10/11/12/13/14 notifications simultaneously. The RTS should permit consolidated notifications addressing multiple matters arising from the same third-country instrument -where such information-sharing restrictions exist, notification to the competent authority together with the implementation of all available mitigating measures should be considered sufficient to demonstrate compliance with the applicable requirements. Accordingly, an obliged entity that completes all required notifications and applies the measures available to it should be deemed to have met its regulatory obligations, even where group information sharing remains impossible. -the distinction between Arts. 7 and 13, as the respective provisions appear to overlap Limitations of the consent-based approach Arts. 10–14 rely on customer or beneficial owner consent as the

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		primary mechanism for addressing legal impediments to information sharing (Arts. 10(1)(b) and (c), 11(1)(b) and (c), and 14(1)(b) and (c)). Where consent cannot be obtained or is ineffective, obliged entities are required to apply the additional measures set out in Art. 15 and, ultimately, to consider termination of the business relationship or account closure. In practice, this approach may be difficult to implement in certain jurisdictions, including the PRC and Hong Kong. Consent is often not a comprehensive solution where the restriction on information sharing arises from regulatory or legal requirements rather than from the data subject's rights. In particular, consent may not be legally effective in relation to sanctions-related disclosures, and certain restrictions, such as blocking statutes, may apply irrespective of whether the customer or beneficial owner has provided consent.
European Banking Federation (EBF)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Legal basis and scope for parent-led corrective action Art. 16 introduces a 'risk mitigation plan' and 'corrective measures' as instruments that the parent undertaking must apply where third-country law prevents full AML compliance by a branch or subsidiary. These are supervisory-type instruments that AMLR assigns exclusively to competent authorities. AMLA should clarify the legal basis under AMLR Art. 16 for requiring a parent undertaking to impose binding corrective measures on a separately licensed subsidiary in a third country. In the absence of a clear primary law basis, 'corrective measures' should be reformulated as internal group governance measures that the parent undertaking implements within its group, rather than unilateral regulatory decisions binding on separately

Name of the organisation	Question	Answer
		licensed entities. Such wording would provide individual parent undertakings with the necessary flexibility to identify and implement remedial measures tailored to their specific operational circumstances. The RTS should clarify that such measures should not be construed as conferring supervisory powers on the parent undertaking. Their implementation should fully respect the legal autonomy of subsidiaries and branches, as well as the role of local competent authorities. Given the cross-border nature of many OEs and the potential for the same third-country legal constraint to affect multiple entities or branches, clear coordination mechanisms and common supervisory expectations will be essential to avoid divergent interpretations of the same group-wide arrangements. Terminology AMLA should align 'corrective measures' with the AMLR's terminology ('supervisory measures') and define the term in the RTS.
European Banking Federation (EBF)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The EBF supports the objective of Section 5 to facilitate effective application of group-wide AML/CFT requirements within the Union. However, concerns arise regarding the criteria for identifying the parent undertaking in the Union where two or more obliged entities are located outside the Union, as the proposed approach is not effective for third-country headquartered groups with multiple EU obliged entities that are not in a parent-subsidiary relationship. The draft RTS appears to assume that a single EU parent undertaking can always be identified across all EU entities. This

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		would impose group-wide obligations in the absence of any legal relationship between such entities. It does not reflect the diversity of international group structures, in particular where EU entities are sister companies with separate boards, no shared management, no common compliance control and limited information-sharing. In such cases, a single designation risks creating a “responsibility without authority” outcome, where an entity is held accountable without the means to ensure implementation across affiliates. This is not comparable to other risk areas (compliance, market, operational or liquidity) and may reduce effectiveness in managing holistic risk. The EBF also emphasizes that the RTS must remain consistent with the AMLR definition of “group” in Art. 2(41). Entities outside that definition should not be treated as a group through the RTS. A broader interpretation would create legal uncertainty, particularly given the link between AMLA direct supervision and the highest level of consolidation under accounting standards. The proposed criteria rely heavily on quantitative indicators such as turnover, customer numbers, transaction volumes and compliance staff. While simple to apply, these are not reliable proxies for governance or AML/CFT oversight capability, particularly in asset and wealth management where turnover is not a meaningful measure of activity. In this context, the annual turnover criterion in Art. 17(2) is also less directly applicable for financial institutions, whose activity is better reflected by metrics such as total assets, assets under management or net interest income rather than “total annual turnover” in the commercial sense. Clarification is therefore needed on how turnover should be calculated for credit institutions and investment firms (e.g.

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		whether it refers to net banking income, total operating income or gross revenues), as divergent interpretations would lead to inconsistent application across Member States and sectors. Similarly, “understanding of operations” cannot be inferred from compliance headcount. Although framed as qualitative, the approach remains overly quantitative and lacks flexibility. ‘Sufficient prominence’ and ‘sufficient understanding’ The criteria of ‘sufficient prominence’ (Art. 17) and ‘sufficient understanding of operations’ (Art. 18) are drawn from AMLR Art. 2(1)(42)(b)(iii) but are not further elaborated in either AMLR or the RTS. AMLA should specify the minimum content of these criteria and provide indicators that obliged entities and supervisors can use to assess compliance consistently. 'Critical or important outsourcing arrangements' Arts. 18(1) and 22(1) refer to 'critical or important outsourcing arrangements', but this term is not defined in the AMLR or in the RTS. AMLA should define the term for AML/CFT purposes, or explain clearly how it should be interpreted in this context. Accordingly, the EBF recommends that AMLA: -confirm that implementation of Art. 16 AMLR does not extend beyond the defined scope of “group”; -revise Arts. 17 and 18 to include a broader mix of qualitative and quantitative indicators for “sufficient prominence” and “sufficient understanding of operations”;

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		-preserve Art. 2(1)(42)(b)(iv) AMLR as a substantive designation criterion; -permit, where justified by governance, regulatory perimeter or legal constraints, the designation of more than one EU parent undertaking for distinct sub-groups; or, if a single designation is retained, -clarify that the parent undertaking's obligation is discharged through reasonable, documented coordination and escalation, rather than strict liability for separately governed affiliates. -provide clarity for Annual turnover and 'Critical or important outsourcing arrangements' as above The EBF further requests that AMLA clarify how supervision should operate where entities within the same structure are supervised by different NCAs, in order to avoid conflicting expectations and support consistent implementation. In addition, the reference to 'critical or important outsourcing arrangements' should be specifically defined for AML/CFT purposes.
European Banking Federation (EBF)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Section 6 is understood to be aimed at firms without formal group structures, such as entities outside the financial sector, in order to bring them within a comparable compliance framework. However, the text does not explicitly exclude financial sector firms with traditional group structures. Such firms would already fall within Section 5, which sets out the criteria for identifying parent undertakings within groups. AMLA should clarify that where an entity is captured under

Name of the organisation	Question	Answer
		Section 5, it is excluded from the scope of Section 6. Without such clarification, firms may be required to apply duplicative qualification tests, leading to legal uncertainty and inconsistent application. Criteria for “common ownership, management or compliance control” Art. 21(2) provides that structures with common ownership, management or compliance control shall fulfil at least one of the following conditions. In practice, such structures are typically established to allow two or more entities to cooperate around a common project without full legal merger, based primarily on shared ownership and governance arrangements. Compliance control should not be treated as a standalone criterion for identifying such structures. It is important to ensure that the criteria applicable to structures under common control remain objective, predictable and based on a demonstrable capacity to coordinate and exercise effective control. In light of the above, the EBF suggests the following amendments: -the conditions in Arts. 21(2)(a) and 21(2)(b) should be cumulative; Art. 21(2) should be reworded as: “that fulfil all of the following conditions” (or equivalent wording to ensure cumulative application where intended); -Art. 1(2)(c) should be deleted.

Name of the organisation	Question	Answer
		Art. 21(2)(b) sets out six sub-criteria for establishing "common management". The RTS does not clarify whether these criteria are alternative (any one sufficient), cumulative, or indicative. This lack of clarity risks inconsistent application. Moreover, the sub-criteria are drafted in very broad terms and could inadvertently capture relationships such as subsidiaries or branches, which should clearly be excluded from this definition. In particular, the reference to a "homogeneous business strategy and/or business model" is not defined in the AMLR. The term "business model" appears only once in the AMLR (Recital 62) in a different context, and "homogeneous business strategy" has no clear legal basis. The criterion is therefore too vague to serve as a legal test. AMLA should either delete this criterion or define both terms clearly in Art. 2 of the RTS. Scope of "structure" The conditions in Art. 21 determine which entities fall within the scope of group-equivalent requirements. The EBF requests that AMLA clarify that the parent entity may determine the extent of policies, procedures and controls applicable to such structures, in line with their governance arrangements and risk profile.
European Banking Federation (EBF)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Potential application to non-obliged entities Art. 21(3) appears to imply that non-obliged entities within a structure may be required to share information. If this is the intended scope, the provision would have a disproportionate and far-reaching impact, extending AML information-sharing obligations to entities that are not subject to AMLR and that have

Name of the organisation	Question	Answer
		no established AML compliance framework. AMLA should clarify the intended scope of Art. 21(3) and, where appropriate, limit its application to entities subject to the AMLR. If non-obliged entities are intended to fall within scope, there should be an explicit legal basis in the AMLR for this extension. In the absence of a clear legal basis, Art. 21(3) should be amended to limit its scope to obliged entities within the structure. Absence of definitions for 'network members' and 'partners' Arts. 21(3) and 22 use 'network members' and 'partners' as concepts. Neither term is defined in AMLR or in RTS Art. 2. AMLA should define these terms and clarify how 'partners' in RTS Art. 21(3) relates to 'partnership' as defined in RTS Art. 2(4), and whether the obligations of 'network members' differ from those of 'partners'. Absence of group-level legal authority: Unlike a corporate group with a parent-subsidiary relationship, structures share no direct legal authority. The parent undertaking identified under Art. 22 may have no legal power to impose policies, reporting obligations or compliance measures on other obliged entities within the structure. AMLA should address the legal mechanism by which the identified parent undertaking exercises its responsibilities vis-à-vis other entities that are not its subsidiaries. Treatment of Third-Party Reliance Arrangements under the RTS: Under Art. 48 AMLR, obliged entities may rely on third parties for CDD while retaining full responsibility. In practice, this often involves cooperative structures with a central obliged entity to pool resources and reduce duplication, without forming an

Name of the organisation	Question	Answer
		integrated group. However, given the broad definitions in the draft RTS, there is a risk that such arrangements could be classified as “networks” or “partnerships,” triggering group-wide requirements under Arts. 21–22. This would impose disproportionate governance, risk assessment and information-sharing obligations on structures not designed to operate as groups under Art. 16 AMLR. The RTS should therefore clarify that Art. 48-compliant reliance arrangements, including multi-party structures with a central entity, fall outside Sections 2 and 3, provided each entity retains full AML/CFT responsibility and appropriate safeguards. This would ensure proportionality and legal certainty.
European Banking Federation (EBF)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Further clarification would be helpful regarding the application and interaction of the criteria used to identify the parent undertaking, particularly where multiple criteria may apply simultaneously. In addition, certain concepts used in the draft RTS would benefit from further definition to promote consistent implementation across groups. 'Essential technical information or critical services' This criterion is not used or defined in AMLR. AMLA should define the term for AML purposes or cross-reference the applicable definition explicitly. Interaction with Art. 22 The criteria set out in Art. 22 for identifying the parent undertaking in the context of a “Structure” seems not appropriate since the

Name of the organisation	Question	Answer
		aim of the "structure" is to pool resources and decisions. This pooling is subject to contractual arrangements and negotiations. De facto, no single entity can have rights or powers on its own. The criteria listed in Art. 22 (a) and (b) are, hence, not applicable. The other criteria may call into question existing shareholders' agreements. It would therefore be necessary to introduce a grandfathering clause for agreements concluded before 10 July 2027. The EBF requests AMLA to clarify the hierarchy and interaction of the Art. 22 criteria. While Art. 22(1) provides for the use of 'any' of the criteria, some additional clarification on how they should be applied in practice, particularly where multiple criteria may apply, would support consistent implementation. Annual turnover in the structure context The EBF's observations on the annual turnover criterion under Question 7 apply equally here. For financial institutions, this metric requires specific clarification on the applicable calculation basis. Treatment of Joint Minority Ownership Structures under the RTS A related concern also arises in the context of joint minority ownership structures. In practice, multiple financial institutions may hold minority shareholdings in another obliged entity, such as a payment institution, and exercise comparable levels of influence, for example through joint validation of AML/CFT policies. In these scenarios, no single shareholder exercises

Name of the organisation	Question	Answer
		dominant control or holds a majority stake. Under Art. 22 RTS, where the qualitative criteria do not lead to a clear identification of a parent undertaking, the fallback criterion based on the highest total annual turnover would apply. This could result in the designation of a single entity as the parent undertaking for AML purposes solely on the basis of turnover, even where that entity has only a limited ownership interest and no greater degree of control than the other shareholders. As annual turnover may vary from year to year, a different entity may be designated as the parent undertaking over time, thereby triggering the application of Sections 2 and 3 to that entity. Such recurring changes in designation are inefficient, increase compliance costs, and elevate the risk of compliance breaches due to the lack of stability and continuity in the governance framework. Such an outcome risks imposing a disproportionate compliance burden on the designated entity, which would be required to comply with the full set of group equivalent obligations under Sections 2 and 3 RTS, despite lacking effective control commensurate with those responsibilities. This could significantly increase compliance costs for the designated entity and create misalignment between AML obligations and actual governance influence. From a proportionality perspective, it would therefore be more appropriate to link the application of Sections 2 and 3 RTS to a parent undertaking that holds a majority shareholding, or at least to the largest shareholder by ownership interest, rather than relying solely on turnover as a fallback criterion. --- Entry into force and application (art. 27)

Name of the organisation	Question	Answer
		It would be useful to clarify that the implementation period runs until 10 December 2027, consistent with the notification deadline, to avoid any ambiguity.
European Boating Industry (EBI)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The proposed definition of "structure" may capture ordinary commercial arrangements that are not intended to function as groups and cannot do so. In the craft sector, arrangements may exist to establish a common commercial framework, but do not necessarily establish common AML governance. The definition should therefore clarify that a "structure" should only fall within the scope of the RTS where there is sufficient common ownership, management or compliance control to enable the effective implementation of group-equivalent policies, procedures and controls. The definition of "network" includes use of a common brand or marketing name. This is too broad. Businesses use common branding, while remaining independent, and this should not be treated as a proxy for AML control. The definition of franchise may capture ordinary authorised dealership arrangements in the craft sector, which may impose brand, customer service, technical, warranty or product standards, but not AML controls.
European Boating Industry (EBI)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	EBI broadly supports the principle-based approach rather than highly prescriptive requirements, especially for non-financial sectors such as the craft sector. This should be further clarified to avoid imposing financial-sector methodologies on SME-heavy non-financial structures.

Name of the organisation	Question	Answer
		Article 3 refers to organisation and coordination structures, group compliance managers, compliance officers, control functions and documented reporting lines. This may be appropriate for larger corporate groups in financial or even some non-financial sectors. It would however be disproportionate for small or medium-sized groups or networks in the craft sector where AML exposure is based on occasional high-value transactions. EBI supports the requirement to carry out a group-wide risk assessment. However, the group-wide risk assessment should not require every independent dealer or partner in a loose commercial network to disclose all customer-level data to a central entity unless legally justified and necessary.
European Boating Industry (EBI)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	EBI foresees significant operational and legal challenges, especially for non-financial entities. Article 4 permits extensive sharing of customer due diligence (e.g. beneficial ownership, source of funds, source of wealth, declined relationships, suspicious transaction information and supervisory interactions). This is extremely sensitive information. Within a fully owned corporate group, such sharing may be more manageable. In the boating sector, it raises concerns from a GDPR perspective and other considerations. The RTS refers to need-to-know and data protection safeguards, which is welcome. However, the list in Article 4 is broad and businesses may interpret it as a general permission or expectation to share extensive customer data. This could conflict with the GDPR principles. In the boating sector, independent dealers or brokers may compete with one another. Sharing customer information could

Name of the organisation	Question	Answer
		also raise competition concerns and commercially sensitive risks.
European Boating Industry (EBI)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Articles 10, 11 and 14 require entities to consider whether customer or beneficial-owner consent can overcome third-country legal restrictions. This may be difficult in practice and customers, without legal obligation, may simply not be willing to provide data. Article 15 includes enhanced reviews, on-site checks and independent audits. These may be appropriate for high-risk third-country operations, but disproportionate for small branches or subsidiaries with limited activity. Articles 10–16 contemplate termination of relationships, refusal of transactions and closure of operations where risks cannot be managed. EBI recognises that this may be necessary in serious cases. However, closure can be economically severe and should be a last resort after less intrusive measures have been considered.
European Boating Industry (EBI)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	These provisions may be challenging where local law restricts data transfers, customer information or delicate data. Third-country restrictions may not always be clear. Local legal advice may be needed to determine whether information can be transferred. A 28-day notification deadline may be difficult in complex jurisdictions. For small businesses, this will create a substantial legal challenge. Where customer-level information cannot be shared, aggregated

Name of the organisation	Question	Answer
		or anonymised information may still help group-level risk management.
European Boating Industry (EBI)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	EBI considers the criteria may be workable for formal and corporate groups, but less suitable for non-financial sectors if applied mechanically. In boating, turnover can be high due to the value of vessels sold, but this does not necessarily mean the entity has the resource to set up the necessary governance capacity, compliance expertise or operational control over other entities. Therefore, annual turnover should not be decisive where it does not reflect AML/CFT control capacity. The criteria also refer to customer numbers and transaction amounts. In high-value goods sectors, by definition the transaction amount will be high due to the threshold given in the AML Regulation but not be indicative of AML governance capacity.
European Boating Industry (EBI)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 includes common branding, marketing or arrangements combined with shared audits, reviews, risk assessments or control functions. In the craft sector, shared brand audits or technical reviews may concern product presentation, warranty standards, showroom or service standards, not AML/CFT. Article 21 refers to arrangements requiring entities to implement common policies and procedures. Many craft companies have common commercial policies, warranty manuals, standards or brand guidelines. These should not trigger group-equivalent AML obligations, which should be stated in the RTS.

Name of the organisation	Question	Answer
European Boating Industry (EBI)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Dealer networks, broker networks and other arrangements often involve independent businesses. One entity may not have legal authority to impose AML policies on another. Overly broad obligations may discourage SMEs from joining legitimate dealer or service networks, reducing market access and competition. It should be clarified that Article 21 applies only where the structure has genuine AML/CFT-relevant common control.
European Boating Industry (EBI)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	EBI considers the wording of Article 22 too broad for craft-sector commercial networks. It includes the entity that develops, manages, distributes or reviews branding, marketing, franchising, partnership or other arrangements. A craft manufacturer may define brand standards but not collect buyer CDD files from independent dealers. Article 22 refers to essential technical information or critical services being supplied as one criteria. In the craft sector, this could include technical manuals, warranty platforms or spare-parts systems. These are not relevant to AML and determination, and this should be clarified.
European Casino Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The European Casino Association (ECA) thanks AMLA for this consultation. As AMLA allows no separate field for general remarks, we set out here who we are; these points apply to all our responses. The ECA represents the licensed land-based casino sector in 26 countries: 700 casinos and 70,000 employees, plus the online gaming businesses of some members. Our members are national casino associations (whose members are land-based operators), individual operators and groups. Operating a land-based casino is a prerequisite for membership; we do not represent online-only operators. Our members range from single casinos and single-country operators to groups running land-

Name of the organisation	Question	Answer
		based casinos in several countries inside and outside the EU, so group-wide and third-country rules apply to some. Members with online businesses always hold a licence from the country whose players they serve; the European Court of Justice has repeatedly confirmed there is no mutual recognition of gambling licences in the EU. We ask AMLA to read and apply Article 2 and the whole RTS in a way that clearly distinguishes licensed, supervised operators from illegal, unlicensed operators targeting EU players without the necessary national licence. This illegal market is the real source of higher money laundering risk in our sector. The ECA stresses that the material ML/TF risk in the gambling sector lies NOT with the nationally licensed industry but with illegal online operators, who in 2024 captured 71% of the EU market (€80.6bn GGR). These figures come from the annual study commissioned by the ECA and conducted by Yield Sec (now IGC) and are used by the European Commission services in recent communication (see Working Document on the MFF 2028-20234, 28 May 2026, WK 7629/2026 INIT, footnote 11). These unlicensed flows include the move dirty money within the EU and out of it, laundered and "white-washed" beyond supervision. Disrupting them is essential. The ECA urges AMLA to prioritise this threat in close cooperation with Europol, the European Commission, the EBA and national gambling regulators to dismantle illegal operators and their financial networks. By contrast, the Commission's 2022 Supranational Risk Assessment rates land-based casinos as medium risk (level 2), reflecting mitigating measures already in place, such as fit-and-proper checks on owners and key staff and over 10 years' experience within the AML framework (SWD(2022) 344 final, 27 October 2022, p. 214). We mark each answer as

Name of the organisation	Question	Answer
		land-based or online. On the definitions themselves, our central observation is one of proportionality and flexibility. The AMLR and this draft RTS already give obliged entities room to apply a risk-based approach, and this room should be preserved. Overly prescriptive definitions of organisational concepts such as "network", "group" or "structure" risk unintended consequences: they could capture ordinary, arm's-length arrangements between independently licensed operators that share no AML decision-making, and could reduce the effectiveness of the risk-based approach. Where the AMLR already sets the obligations and principles, firms should retain flexibility to implement them according to their own risk profile. We therefore ask AMLA not to make the definitions more detailed than necessary. That said, some legal certainty is needed so that national supervisors do not over-interpret these terms divergently. We ask AMLA to confirm the following points of interpretation rather than to add lengthy new definitions: • A shared brand or marketing name alone does not create a "network" (point (3)). Co-branding, loyalty schemes, marketing and referral arrangements between separately licensed casinos should not, by themselves, bring entities within scope. The element of common ownership, management or compliance control in point (3)(b) should always be required. • Licensed operators do not become a single "structure", "network" or "group" merely because they belong to the same trade association, follow similar compliance standards, or offer

Name of the organisation	Question	Answer
		similar games under separate national licences. Standards derived from national law are not "common compliance control". • A franchisor that supplies only a brand, know-how or systems is in scope under point (5) only where it also exercises common ownership, management or compliance control over AML matters. • Each licensed entity remains subject to the AML rules and supervision of its own country, even within a cross-border group. The definitions should not override national licensing limits or require sharing player data across borders contrary to national gambling law. These confirmations would give legal certainty while preserving the proportionate, risk-based interpretation the AMLR already allows, and would avoid prescriptive definitions that could distort the scope of the group-wide duties that follow.
European Casino Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The minimum requirements in Article 3 are mostly clear at a high level, but they are designed around larger, multi-entity cross-border groups. As with Article 2, their application must remain proportionate and preserve the risk-based flexibility the AMLR already allows. We mark comments as land-based or online where relevant. Proportionality is the decisive point for our sector. We support the principle in the final paragraph of Article 3(1), which requires the parent undertaking to take into account the nature, size, complexity and risks of the group. However, as drafted this reads as a general aim rather than an operative rule. AMLA should make it genuinely operative, so that the detail expected of each group is

Name of the organisation	Question	Answer
		determined by its actual size, complexity and risk, and to confirm that for smaller and lower-risk operators the requirements in Article 3(1)(a) to (h) may be met in a lighter way, for example through one existing function, without creating new bodies or an artificial group layer. Land-based sector. The structure in points (a), (b) and (e) may be challenging but manageable for a large group with an appropriate risk-based approach. However, for a small operator or single casino those points assume a multi-entity structure that does not reflect the operator's reality and risk a disproportionate burden. This is acceptable only if AMLA confirms that an existing compliance officer and existing reporting lines may fulfil these roles, and that a separate group layer is not required where no group exists in fact. Online sector. Our members provide online gaming only under a national licence from the country in which their customers reside. The group-level assessment in point (d) and the information exchanges in points (b) and (e) may be manageable only where they operate within the limits of national licensing. However, they must not require the sharing of player data across borders where national gambling law does not permit it, and we ask AMLA to confirm this. Third-country element of point (f). Our comments concern only the third-country sentence of point (f), namely that "particular attention shall be paid to the risks to which the group's branches or subsidiaries established in third countries are exposed to". For the majority of our members, who operate only within the EU, this is not relevant. For the minority operating land-based casinos in non-EU or overseas jurisdictions through subsidiaries, we

Name of the organisation	Question	Answer
		question its practical relevance and proportionality: each such subsidiary is a physically located casino, licensed and supervised in its own jurisdiction, where national compliance and supervision persist in any case. The actual ML/TF risk is addressed locally, and a generalised "particular attention" requirement from the parent group adds little beyond the controls already in place. It remains a largely theoretical construct. However, to the extent any such duty is retained, it is acceptable only if applied through a genuine, risk-based lens and strictly proportionate to the demonstrable risk, rather than as a blanket obligation. Avoiding duplication. Point (d) requires a business-wide risk assessment at group level, while Article 10 AMLR and its draft guidelines already require one. We ask AMLA to confirm that the group-level assessment builds on the entity-level assessment and does not oblige members to duplicate work. Interpretation rather than new definitions. We do not ask AMLA to add lengthy new definitions, which could reduce flexibility and capture arrangements the rule does not intend to reach. However, some legal certainty is needed so that ECA members can apply these requirements correctly and consistently across the sector. We therefore ask AMLA to confirm how the "organisation and coordination structure or body" with "sufficient decision-making powers" (point (a)), the "control functions" (point (b)) and a "periodic basis appropriate to the level of risk" (point (e)) apply to small, single-entity operators, and that these may be satisfied through existing functions and governance. Likewise, the approval requirement in Article 3(2) is manageable for a small operator only if AMLA confirms that, with appropriate

Name of the organisation	Question	Answer
		safeguards, the same person or body may both approve the policies and act as compliance manager.
European Casino Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The information-sharing provisions in Articles 4 to 9 are, like Article 3, built around larger, multi-entity and cross-border groups. As with our earlier answers, our central point is that they must be applied proportionately and must preserve the risk-based flexibility, the national licensing limits and the data protection rules that already apply. We mark our comments as land-based or online where relevant. We foresee the following challenges. Relevance and proportionality. For the majority of our members, who are single-country or EU-only operators, the cross-border and third-country provisions in Articles 5 to 7 are not relevant, as they have no third-country branches or subsidiaries. The within-group sharing in Article 4 is workable in principle, and we note that it is expressly limited to what is strictly necessary, on a need-to-know basis, in line with data protection law, and that it preserves each entity's individual responsibility. However, "what situations are relevant for information sharing" is left to the parent undertaking, and AMLA should confirm that this discretion genuinely allows a proportionate, risk-based scope rather than becoming a default expectation of comprehensive sharing. Legal privilege. We note the derogation in Article 9, which disapplies this Section to information covered by Article 70(2) of the AMLR. However, several ECA member groups operate in jurisdictions where casinos rely on external legal advice, and the boundary between privileged legal advice and shareable compliance information is not always clear. We ask AMLA to confirm that the Article 9 derogation is read broadly enough to protect legitimately privileged material, so that group-level

Name of the organisation	Question	Answer
		sharing duties do not, in practice, override national legal privilege rules. Data protection and national gambling law. The most significant operational and legal challenge is the interaction between group-level sharing and national rules. Our members hold national gambling licences, and national gambling and data protection law frequently restricts the transfer of player data across borders. Article 4(3) rightly subordinates sharing to applicable data protection legislation. However, we ask AMLA to confirm that Articles 4 to 7 cannot require a member to share player data where its national gambling licence or national law prohibits it, and that compliance with such a national restriction is not treated as a deficiency. Without this, members would face directly conflicting obligations. Third-country sharing adequate to Union standards. For the minority of members with non-EU or overseas subsidiaries, ensuring that incoming third-country information meets Union standards is challenging. It is only manageable if AMLA accepts a genuinely risk-based approach that takes account of what each locally licensed and supervised subsidiary can lawfully share. However, the obligations in Articles 5 to 7 - including the 28-day notification of restrictions to the home supervisor and the requirement to assess and find alternative methods are operationally demanding. AMLA should confirm that a member is compliant if it has done three things: properly assessed the third-country restriction, notified its supervisor, and applied proportionate alternative measures. This should be enough even where local law prevents the member from obtaining the full information. In other words, the test should be whether the

Name of the organisation	Question	Answer
		member made a reasonable effort, not whether it achieved a result that local law may make impossible. Consent. Articles 7, 10 and 11 rely on customer consent to overcome third-country restrictions. In practice, consent is often unavailable or cannot be freely given, and a casino cannot compel it. We ask AMLA to confirm that, where consent is not feasible, a member that applies the proportionate alternative measures already provided for is treated as compliant, rather than being pushed towards terminating relationships or closing operations as a default. Suggestions to make the provisions better suited operationally and legally. First, make proportionality operative throughout this Section, so that the depth of sharing matches the size, complexity and risk of the group. Second, confirm expressly that national gambling-licence and data protection restrictions take precedence and that respecting them is not a deficiency. Third, the RTS should combine the various 28-day notification duties into one single notification, instead of requiring members to make several separate filings that overlap. Fourth, AMLA should avoid adding detailed new definitions. These can reduce flexibility and accidentally catch arrangements the rule was never meant to cover. Instead, AMLA should simply confirm how a term is meant to be read, and only where this is genuinely needed so that members can be confident they are applying it correctly.
European Casino Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	The minimum actions and additional measures in Section 4 (Articles 10 to 15) apply only where a member has a branch or subsidiary in a third country whose law restricts the application of the AMLR. For the majority of our members, who operate only

Name of the organisation	Question	Answer
	procedures and controls? If so, please describe the challenges and provide practical examples.	within the EU, this Section is not relevant. For the minority with non-EU or overseas subsidiaries, we foresee significant operational and legal challenges, which we set out below. We mark our comments as land-based or online where relevant. Consent is rarely available in practice. Articles 10, 11 and 14 require the member to obtain customer, and where applicable beneficial owner, consent to overcome a third-country restriction. A land-based casino cannot compel a customer to consent, and under data protection rules consent must be freely given and can be withdrawn at any time. The cascade is therefore challenging, and only manageable if AMLA accepts that, where consent is genuinely not feasible, applying the proportionate alternative measures already provided for is sufficient. Practical example: a player at an overseas subsidiary declines to consent to his data being transferred to the EU parent; local privacy law prohibits the transfer without consent; the member then has no lawful route to share that data and should not be penalised for it. The closure endpoint is disproportionate. Articles 10(3), 11(3), 12(3) and 14 ultimately require the member to close down some or all operations of the third-country branch or subsidiary where the risk cannot otherwise be managed. For a physically located, locally licensed and locally supervised land-based casino, closing operations is a drastic step with major economic and employment consequences. It is challenging to reconcile with proportionality, and only manageable if AMLA confirms that closure is a genuine last resort, applied on a risk-sensitive basis after the additional measures in Article 15 have been shown to be insufficient, rather than an expected default.

Name of the organisation	Question	Answer
		Source of funds and source of wealth. The additional measure in Article 15(e) requires the third-country branch or subsidiary to determine and document the source of funds and wealth, and where applicable the destination of funds. This is one of the most operationally demanding measures for our sector. It is only manageable if applied proportionately to the actual risk of the relationship, rather than as a blanket requirement on every customer of the third-country entity. Conflicting legal obligations. The core legal challenge is that Section 4 can require a member to do something that the third country's law prohibits, while EU and national law require the member to protect that same data. Article 13's enhanced reviews, on-site checks and independent audits may themselves be restricted by local law. The member is then caught between two legal systems. We ask AMLA to confirm that a member which has assessed the restriction, notified its supervisor and applied proportionate measures is compliant, even where local law prevents a particular action. Duplicated notifications. Articles 10 to 14 each impose a separate 28-day notification to the home supervisor, often about the same third-country restriction. This is administratively burdensome and adds little. The RTS should allow a single, consolidated notification covering all affected measures for a given third country. Suggestions. First, make proportionality and a genuine risk-based approach operative throughout Section 4, so that the depth of measures matches the actual risk. Second, confirm that, where consent is not feasible or an action is prohibited by local law, a member that has made a reasonable effort and applied

Name of the organisation	Question	Answer
		proportionate alternatives is compliant, and is not pushed towards closure. Third, treat closure of operations strictly as a last resort. Fourth, consolidate the various 28-day notifications into one. Fifth, rather than adding detailed new definitions, simply confirm how the key terms are to be read, and only where this is genuinely needed to give members the certainty they need to comply.
European Casino Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Articles 12 and 13 apply only where a member has a branch or subsidiary in a third country whose law restricts the disclosure of suspicious transaction information (Article 12) or the sharing of customer data with an EU supervisor (Article 13). For the majority of our members, who operate only within the EU, these provisions are not relevant. For the minority with non-EU or overseas subsidiaries, we foresee real challenges, which we set out below. We mark our comments as land-based or online where relevant. The central difficulty is a direct conflict of laws. Both Articles assume the member can move information out of the third country to the EU parent or to the home supervisor. In many third countries, however, exactly this is prohibited by data protection rules, banking or professional secrecy, or tipping-off and confidentiality restrictions on suspicious transaction information. The member is then required by the AMLR to share information that the local law forbids it from sharing. Compliance with one legal system means breaching the other. This is challenging, and only manageable if AMLA confirms that respecting a genuine local-law prohibition, after assessment and notification, is treated as compliance rather than as a deficiency. Article 12 - suspicious transaction information. The requirement

Name of the organisation	Question	Answer
		that the third-country branch or subsidiary provide suspicious transaction information, even in aggregated or statistical form, to the senior management of the EU parent is particularly sensitive. In several jurisdictions, disclosing the existence or content of a suspicious transaction report, including to a foreign parent, is itself a criminal offence. Practical example: an overseas subsidiary identifies a suspicious transaction and files locally; local law prohibits it from revealing to its EU parent that any report was made; the member cannot comply with Article 12 without exposing local staff to criminal liability. It is only manageable if AMLA accepts that the aggregated reporting cannot override a local prohibition, and that the alternative measures in Article 15 are sufficient where it does. Article 13 - enhanced reviews and audits. The enhanced reviews, on-site checks and independent audits required by Article 13 may themselves be restricted by local law, for example where local privacy or secrecy rules prevent an EU parent or its auditors from accessing customer files held in the third country. The obligation to then provide the findings to the home supervisor compounds the problem. This is challenging, and only manageable if AMLA confirms that a member which has carried out the reviews to the extent local law permits, and reported what it lawfully can, has met its obligation. Reliance on consent does not solve this. As with the rest of Section 4, the practical fallback of customer consent is rarely available: a casino cannot compel consent, and consent can be withdrawn. Where consent is not feasible, the member should not be left with closure of operations as the only route.

Name of the organisation	Question	Answer
		Suggestions. First, confirm expressly that Articles 12 and 13 cannot require a member to breach a genuine third-country legal prohibition, and that respecting such a prohibition, once assessed and notified, is not a deficiency. Second, make proportionality and a genuine risk-based approach operative, so that the depth of reviews and reporting matches the actual risk of the third-country operation. Third, confirm that a member which has made a reasonable effort and applied the proportionate alternative measures in Article 15 is compliant, even where full disclosure is unlawful locally, and is not pushed towards closure. Fourth, consolidate the separate 28-day notifications in Articles 12 and 13 with those elsewhere in Section 4 into a single notification per third country. Fifth, rather than introducing detailed new definitions, the RTS should clarify how key terms are to be interpreted only where this is genuinely necessary to help members understand and meet the requirement.
European Casino Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Article 16 sets out the supervisory actions a home-state supervisor may take where an operator cannot effectively manage the risk posed by a branch or subsidiary in a third country, escalating from a risk-mitigation plan and corrective measures (paragraph 1) to restrictions on new or existing business and, ultimately, closure of operations (paragraph 2), having regard to the criteria in paragraph 3. This applies only to the minority of members with third-country entities; for the majority who operate only within the EU it is not relevant. We mark our comments as land-based or online where relevant. We do not consider the framework workable as drafted without the confirmations below. The EU parent undertaking is the only feasible one, but its limits must be explicit. Directing action at the EU parent rather than the third-country entity is the only workable approach, as the EU

Name of the organisation	Question	Answer
		supervisor has no jurisdiction abroad. However, an EU parent often lacks the legal power to force a foreign subsidiary to stop business, terminate relationships or close, particularly where local company, licensing or employment law applies. This is only workable if AMLA confirms that the parent meets its obligation by taking all steps lawfully open to it, and cannot be held responsible for an outcome that foreign law places beyond its control. Closure is disproportionate as anything other than a last resort. In our sector, "closure of all operations" under paragraph 2(c) means permanently shutting down a licensed, physical casino, with serious consequences for employees, local licences and contracts. This is wholly different from closing a bank account. It is only acceptable if AMLA confirms that closure is a genuine last resort, used only after the staged, less intrusive measures in paragraphs 1 and 2 have been applied and shown to be insufficient, through a fair and proportionate process that reflects the paragraph 3 criteria. Proportionality and consistency. The paragraph 3 criteria must be applied as an operative, risk-based test, taking account of the operator's circumstances, the nature and scale of the third-country operation, the actual ML/TF risk, and the relevant legal constraints. As ECA member groups are supervised in different Member States, we ask AMLA to ensure a consistent, proportionate approach, so that members can understand what is expected of them and a land-based casino group can comply on the same basis wherever its parent is supervised. Online operations and the SNRA rating. Our members with online

Name of the organisation	Question	Answer
		operations hold a national licence in the country whose players they serve, with no mutual recognition in the EU. Where a member has no third-country branch or subsidiary, Article 16 does not apply. We also ask AMLA to read the online risk correctly. The Commission's 2022 SNRA rates online gambling very high (level 4), but its own reasoning shows this is driven by the cross-border, unlicensed model: operators licensed in one Member State, or based outside the EU, targeting players in countries where they hold no licence. These operations are illegal under the case law of the Court of Justice. The SNRA notes such sites apply no customer due diligence, record-keeping or reporting, are not audited, and are very hard to obtain information from (SWD(2022) 344 final, pp. 234-235, fn 374). This is precisely what the ECA also regards as illegal gambling, and the real source of risk. ECA members are different: their online operations are nationally licensed, do not provide cross-border services, are supervised by the national regulator, and must comply with national law or lose the licence. The same SNRA recognises that licensed online operators already apply risk-based measures. We ask AMLA to confirm that the RTS distinguishes licensed, nationally supervised online operations from the illegal cross-border market that drives the high rating, and does not apply that rating to them indiscriminately. Interpretation of key terms. Terms such as "insufficient", "cannot effectively manage the risk" and "corrective measures" are open-textured. Rather than adding detailed new definitions, we ask AMLA to confirm how these are to be read, so that members know how they are expected to act, and only where this is genuinely needed.

Name of the organisation	Question	Answer
		In short, the framework can only be workable if AMLA confirms that the EU parent is assessed only on the steps it can lawfully and practically take, that the process remains staged, fair, proportionate and risk-based, and that closure of a licensed land-based casino is always a genuine last resort.
European Casino Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Section 5 (Articles 17 to 20) deals with a narrow case: two or more obliged entities in the Union belonging to the same group, whose head office is in a third country, that are not in a parent-subsidiary relationship with each other, and how one is selected as the "parent undertaking in the Union". For the great majority of our members this case will not arise, as they are single operators, single-country operators, or groups that already have a clear EU parent or holding company. For the few members it could affect, the criteria appear designed for banking and insurance groups and do not transpose cleanly to our sector. We mark our comments as land-based or online where relevant. The turnover criterion does not work for gambling unless it is read as Gross Gaming Revenue. This is the most important point in our response to this question. Article 17(2) uses the "highest total annual turnover" as the final tie-breaker. In the gambling sector, "turnover" is not a clear or comparable measure, because the word is used very differently than in other industries. In most industries, turnover means the company's revenue. In gambling, "turnover" is commonly used to mean the total amount staked, wagered, dropped or handled - a figure that is many times larger than the operator's actual income, because the same money is staked, won and re-staked repeatedly. The true economic equivalent of "turnover" in other industries is, for

Name of the organisation	Question	Answer
		gambling, the Gross Gaming Revenue (GGR): the total amount staked or wagered by players minus the winnings paid out to them. GGR, not total stakes, reflects the operator's real income and is the figure that gambling regulators and tax authorities already use. If "turnover" in Article 17(2) were read as total stakes, a casino would appear far larger than its real economic size, producing distorted and non-comparable results across a group and potentially identifying the wrong entity as parent undertaking. We therefore ask AMLA to confirm that, for gambling operators, "turnover" in Article 17(2) means GGR (amounts staked or wagered minus winnings paid out), and not the total amount staked, dropped or handled. A common GGR-based reading is necessary for Article 17(2) to identify the correct entity fairly and consistently across gambling operators. This is in line with the FATF Methodology : Assessing Technical Compliance with The FATF Recommendations and the Effectiveness of AML/CFT systems (2023, footnote 65). The customer and transaction tests also do not transpose cleanly. The prominence test in Article 17(1)(b) relies on the "average number of customers" and the "average amount of incoming and outgoing transactions". In handling funds and cash, casinos operate much like banks, and the majority of European land-based casinos apply entrance identification and ID checks, issue player cards and record transactions. However, a land-based casino does not process "incoming and outgoing transactions" in the sense of payment-account flows, and where casinos serve walk-in visitors permitted by national regulation, the "number of customers" is not straightforward to define. We

Name of the organisation	Question	Answer
		ask AMLA to confirm how these tests apply to casinos or at least to confirm that this is applied in accordance with the risk and characteristics of the sector. The holding-company test rarely fits. Article 17(1)(a) uses terms from banking and insurance law (for example "mixed financial holding company", and references to Regulation 575/2013 and Directive 2009/138/EC) that rarely apply to a land-based casino group. We ask AMLA considers that, where no entity in the group is such a holding company, the test in point (b) applies instead. Scope and proportionality of the procedure. We ask AMLA to confirm that, where a group already has a clear parent or holding company in the Union, Section 5 does not apply, as the parent is identified in the normal way. The notification procedure in Article 20 - notification within 28 days, a two-month supervisory decision, one month's notice for changes, and the detailed content required by Article 20(2) - is disproportionate for a small group. It is only workable if AMLA c that a simpler, lighter notification is acceptable in such cases. In short, the Section 5 criteria may apply only in limited cases, but as drafted they are built around banking and insurance groups. They can only work if AMLA c how 'customer' and 'transaction' are to be read for our sector and, above all, considers that for gambling operators 'turnover' in Article 17(2) means Gross Gaming Revenue, not total stakes.
European Casino Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 sets out when a structure that is not a "group" must nonetheless apply group-equivalent AML requirements because it shares common ownership, management or compliance control.

Name of the organisation	Question	Answer
		We note the intention to prevent operators from avoiding group rules through arrangements that fall short of a formal legal group. However, for our sector the conditions are drawn so widely, and several terms are so unclear, that ordinary arm's-length relationships between separately licensed and separately owned casinos could be caught. The conditions can be applied in a workable way, but only if AMLA narrows and considers them along the lines below. We mark our comments as land-based or online where relevant. The "one condition is enough" threshold is too low. Article 21(2) lists many alternative conditions, and meeting any single one suffices. Several catch routine business links rather than control. Point (b)(v) catches entities operating "based on common policies and procedures", and point (c)(i) catches entities operating "under common policies, procedures or controls". Separately licensed casinos frequently apply similar compliance standards because national law or good practice requires it. Please confirm that using similar, or even identical, compliance standards does not on its own create a structure unless one entity actually controls the other. Branding and franchising should not, alone, create a structure. Point (c)(v) catches entities with "common branding, marketing or franchising arrangements" that share audits or control functions. This connects to our concern about the undefined term "network" in Article 2. Please confirm that a shared brand or marketing name does not on its own create a structure, and that real common control is always required. Please also clarify how a franchisor that is not an obliged entity, and plays no part in AML decisions, is treated, given that Article 21(3) provides that non-

Name of the organisation	Question	Answer
		obliged entities must not prevent the application of group-equivalent measures. Trade-association membership must be excluded. Many of our members belong to the same national casino association, and several national associations are themselves ECA members. Members share good practice and common standards through these associations. Please confirm that membership of a trade association, or following standards it promotes, does not by itself make members a "structure". An association carries on no economic activity and does not own, manage or control its members' businesses. The key terms need clear limits. Article 21 turns on terms it does not define, including "common ownership", "common management", "common compliance control", "common policies and procedures" and "common branding". We sought these definitions in our answer on Article 2, and the need is most acute here. Without simple tests - for example an ownership or voting threshold, or the real power to set and enforce AML rules - an obliged entity cannot reliably tell whether it is inside a structure. We are not asking for elaborate new definitions, but for short confirmations of the boundary, so that supervisors in different countries do not read these conditions differently. Proportionality must be operable in practice. Article 21(1) requires the requirements to be applied "taking into account the size, complexity and risks of the obliged entities". We note this in principle. However, it is only meaningful if AMLA considers that group-equivalent requirements can be met in a simple, light manner for a small, low-risk structure, without creating new bodies or heavy documentation.

Name of the organisation	Question	Answer
		Land-based: read widely, the conditions could catch casinos that are separately licensed and separately owned but use similar compliance standards or a shared brand. That outcome would be wrong, as each casino is licensed and supervised individually. Please confirm that only real common control brings such casinos into a structure. Online: our members operate under national licences, country by country, with no EU mutual recognition of gambling licences. Similar standards adopted to meet different national rules should not, on their own, create a structure. We ask AMLA to consider this. In short, the conditions in Article 21 are too wide and partly unclear. They are workable only if AMLA considers that similar compliance standards, a shared brand, or shared trade-association membership do not on their own create a structure, that real common control is always required, and that the key terms carry clear limits.
European Casino Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We foresee several significant legal and operational challenges in applying the RTS, and Article 21 in particular, to structures that are not groups. They arise mainly from the breadth and ambiguity of the conditions and from the fact that the entities in such a structure are separately owned and supervised. The challenges are manageable, but only if AMLA confirms or clarifies the points below. Some of these points may appear self-evident as a matter of common sense. However, because this is binding regulation, express confirmation is essential to prevent supervisors in different countries from reading them differently. We set out

Name of the organisation	Question	Answer
		practical examples and mark our comments as land-based or online where relevant. An operator may be unable to tell whether it is part of a "structure". The conditions in Article 21(2) are broad, and an operator may not have full information about the ownership, management or compliance links of the operators it deals with. Please confirm that an operator is responsible only for what it can reasonably know, and is not penalised for failing to identify a structure where the relevant facts sit with another entity. Responsibilities are unclear where there is no controlling entity. Article 21(1) requires "equivalent" group-wide requirements, yet the entities may be separate with no shared management. Example: three separately owned casinos use the same compliance software and follow the same written procedures supplied by an outside service provider; they have no common owner and no common board. It is unclear who must build the group-equivalent framework, who coordinates it and who bears the cost. Please confirm how responsibilities are allocated in a structure that has no controlling entity. Obligations cannot easily attach to a non-obliged parent. Article 24 addresses the case where the identified parent undertaking is not an obliged entity, such as a franchisor or holding person. It is difficult to place AML obligations on an entity that is not itself supervised. Example: a brand owner licenses its name to several casinos but takes no part in their AML work. However, Article 21(3) provides that such non-obliged entities must not prevent the application of group-equivalent measures. Please explain how obliged entities can be required to follow group-equivalent rules set by an entity that has no AML obligations of its own, and

Name of the organisation	Question	Answer
		confirm that they are judged only on what they can lawfully require of that entity. Data protection limits information sharing between separate owners. Sharing customer or compliance data between separately and independently owned entities raises data-protection questions that do not arise inside a single group. Example: two casinos in a "structure" but with different owners cannot freely share customer files. Please confirm that information sharing under the RTS does not override data-protection law, and that the structure rules do not compel sharing that the GDPR or national law does not permit. Overlap and duplication. An operator may be part of a structure while also carrying its own entity-level duties under Article 10 AMLR. Please confirm that the group-equivalent framework builds on existing entity-level work and does not require the same work to be done twice. Notification burden (Articles 23 and 24). The structure must identify a parent, notify the supervisor within 28 days and keep the notification current. For a loose structure of separate operators, gathering and agreeing this information is harder than inside a single group, as no entity may have authority over the others. Please confirm that notification is proportionate and that a simpler process is accepted for small, low-risk structures. Land-based: for separately licensed and separately owned casinos, the main risk is being treated as a structure where there is no real common control. Where a genuine structure exists, members need clear rules on who is responsible, who bears the cost and how data may be shared lawfully.

Name of the organisation	Question	Answer
		Online: our members operate under national licences, country by country, with no EU mutual recognition of gambling licences. National data and secrecy rules may further limit sharing between entities. Please confirm that the structure rules respect these national limits. In short, the principal challenges are determining whether a structure exists, allocating liability where there is no controlling entity, attaching duties to a non-obliged parent, and sharing data lawfully between separate owners. These are manageable only if AMLA confirms that operators are judged on what they can reasonably know and lawfully do, that their duties are proportionate, and that data-protection law always prevails.
European Casino Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 sets the criteria for identifying the "parent undertaking in the Union" for a structure that is not a group but shares common ownership, management or compliance control. We understand the aim of a single, clearly identified entity carrying the lead AML role. However, the criteria are difficult to apply where the entities are separate with no real controlling entity, and the tie-breaker in Article 22(2) relies on a turnover test that does not work for our sector. The criteria are workable only if AMLA confirms or clarifies the points below. We mark our comments as land-based or online where relevant. Several criteria can point to different entities at once. Article 22(1) lists seven criteria, points (a) to (g), which in a real structure can identify different entities simultaneously. Example: one casino sets the common compliance policy (point (e)), another provides the shared IT system (point (d)), and a third develops the common brand (point (g)). Please confirm an order of priority

Name of the organisation	Question	Answer
		between the criteria, or considers that the entities may agree which of them is the parent so that the choice is clear and stable. There may be no controlling entity. Unlike a group, a structure may have no entity that controls the others, and where ownership, management and compliance control are genuinely shared, no single entity clearly satisfies the criteria. Please explain how a parent is chosen in that case, and confirm that a structure may nominate a parent by agreement where no entity is dominant. The best-fitting entity may not be an obliged entity. As in our answer to Question 9, the entity that best fits the criteria - for example the brand owner under point (g) - may not be an obliged entity. Article 24 addresses this, but it remains difficult to place the lead AML role on an entity that is not supervised. Please confirm how the criteria operate where the best-fitting entity has no AML duties of its own. The turnover tie-breaker does not work for gambling unless it means gross gaming revenue. Article 22(2) breaks a tie by the highest total annual turnover. This is the same problem we raised on Article 17(2) in Question 7. "Turnover" means very different things in our sector: the total amount staked or wagered by players - sometimes called total stakes, drop or handle - is many times larger than the money a casino keeps after paying out winnings, which is its gross gaming revenue. A casino with high stakes but low margins could show a far larger "turnover" than a more profitable operator, only because of how bets cycle through the games, so choosing the parent on total stakes would identify the wrong entity. We ask that, for the gambling sector, AMLA

Name of the organisation	Question	Answer
		considers that "turnover" means gross gaming revenue (amounts staked or wagered minus winnings paid out), not the total amount staked. The exercise is largely theoretical in our sector, because every operating entity is already supervised. Any entity that actively operates a gambling offer must hold a national licence and is, on that basis, individually supervised, controlled and subject to full AML obligations. There is therefore no operating entity outside supervision through which money laundering or terrorist financing could pass unchecked. Identifying the "parent" does not bring a previously unsupervised operator into scope; it allocates a co-ordinating label among operators who are each already compliant. The exercise adds administrative effort without closing any AML or TF gap. We ask AMLA to keep the parent-identification process light and proportionate, rather than treating it as a substantive risk control. Land-based: casinos in a structure are each licensed and supervised individually. They need a clear and stable rule on which entity is the parent, and a turnover test based on gross gaming revenue rather than total stakes. Online: our members operate under national licences, country by country, with no EU mutual recognition of gambling licences. The same concern applies: the parent should be identified on gross gaming revenue, not the total amount staked. Closing remarks. As AMLA provides no separate field, we close here and thank AMLA for the consultation. Five points run through our answers: (1) clarify the undefined terms, including "network",

Name of the organisation	Question	Answer
		"common ownership", "common management", "common compliance control" and "turnover", so that ECA members can understand how to comply correctly. We ask for confirmations of meaning, not new definitions; (2) apply the rules proportionately, given that many members are small, low-risk, land-based casinos; (3) respect national licensing and the case law of the ECJ, as there is no mutual recognition of gambling licences in the EU; (4) keep licensed operators separate from the illegal, unlicensed market, the real source of higher AML risk; and (5) wherever "turnover" is used (Articles 17(2) and 22(2)), confirm it means gross gaming revenue, not the much larger total amount staked.
European Club Association (trading under the legally protected name European Football Clubs)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Article 2 of the draft RTS defines a "structure" as any form of organisation, agreement or similar arrangement that includes at least two obliged entities, is not a group within the meaning of Article 2(1)(42) of Regulation (EU) 2024/1624, and, critically, has the objective of establishing a common framework of business, professional or commercial relationships connecting two or more obliged entities. We welcome the inclusion of this third limb of the definition, as it is essential to prevent an overbroad application of the group-wide equivalence framework. However, we submit that further clarification is needed to ensure that the definition does not inadvertently capture arrangements that lack any genuine operational or commercial interconnection between obliged entities. This concern is particularly acute in the context of football clubs operating under multi-club ownership ("MCO") arrangements. In the current football landscape, it is increasingly common for a single investor or holding entity, often private equity, to acquire stakes in several clubs across different jurisdictions and

Name of the organisation	Question	Answer
		competitions. These clubs themselves, however, often operate independently without any integration: they compete in separate leagues, contract with different service providers, employ distinct management teams, maintain separate supporter bases, and generate entirely distinct revenue streams. Often there is no shared business strategy, no common commercial objective, and no coordinated professional relationship between the clubs. The only element they may have in common is their ultimate beneficial owner. The definition of "structure" as currently drafted risks being read as encompassing such MCO arrangements by virtue of shared ownership alone, particularly when read in conjunction with Article 21(2)(a)(i) of the draft RTS, which identifies as a condition of common ownership the fact that two or more obliged entities share any common majority shareholder exercising ownership rights or control on their activities in the structure. We submit that this reading would be incorrect and disproportionate. The definition in Article 2 of the draft RTS must be read on its own: element (c) requires an objective of establishing a common framework of business or commercial relationships. Where no such common framework exists, where the clubs operate entirely independently and the only link is passive shared ownership, the threshold for a "structure" is simply not met. We therefore invite AMLA to clarify in the recitals and accompanying guidance that shared ownership alone does not satisfy the definition of a "structure" under Article 2 of the draft RTS. Specifically, AMLA should confirm that the third limb of the definition, the objective of establishing a common framework of business, professional or commercial relationships, must be

Name of the organisation	Question	Answer
		independently and substantively satisfied, and that passive co-ownership of legally and operationally distinct obliged entities, such as some football clubs within a MCO arrangement, is not sufficient to trigger the application of group-wide equivalent requirements under this Regulation.
European Club Association (trading under the legally protected name European Football Clubs)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	As set out in our response to Question 1 above, EFC is of the view that some MCO's should not be considered as "structures" in scope of Article 16 of the AML Regulations. If AMLA were nonetheless to conclude that those MCO structures fall within the scope of Article 16 of the AML Regulations, and for other type of arrangement, groups or structures that are in scope, EFC notes that the minimum requirements under Article 3 of the draft RTS are difficult to implement / apply in the football sector and would, in any event, require significant adjustment in light of the principle of proportionality. The requirements listed in Article 3 of the draft RTS presuppose that the group entities share meaningful operational integration and connections that can be governed at group level. Football clubs in a MCO structure very often do not. They operate in separate national leagues under separate governing body rules, serve entirely distinct customer bases, pursue independent sporting and commercial strategies, and face risks that are inherently local, determined by their domestic market, their fan demographics, and their specific transfer and sponsorship activities. Football clubs clearly operate very differently than common corporate or financial groups, that share common strategies and customer bases. A club in one Member State and its sister club in another are, for all operational purposes, in most set-ups independent businesses that only share a common

Name of the organisation	Question	Answer
		owner or investor. Article 3(1) of the draft RTS allows the parent undertaking to take account of the nature of the business of the group, including its size, complexity and risks. Applied to MCO football structures, this proportionality safeguard should allow any group-level obligations to be kept minimal: a lightweight documented coordination arrangement that touches upon the mutual exposures and risks; and a high-level common policy framework for elements that can be governed at group level, with all substantive AML/CFT procedures remaining at individual club level. We request that AMLA confirms explicitly that insofar as Article 16 of the AML Regulations would apply, Article 3 of the draft RTS is satisfied in operationally independent MCO structures by such a minimal lightweight framework, rather than requiring the creation of an integrated group compliance framework for which there is no operational justification.
European Club Association (trading under the legally protected name European Football Clubs)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	As set out in our response to Question 1 above, EFC is of the view that some MCO's should not be considered as "structures" in scope of Article 16 of the AML Regulations. Should AMLA consider that those MCO structures fall within the scope of Article 16 of the AML Regulations and for other types of arrangements, groups or structures that are in scope, EFC notes the following: The information-sharing framework in Article 4 of the draft RTS appears to have been designed principally for integrated corporate groups, financial institutions, and professional service firms whose entities share customers, business strategies, and interconnected risk profiles. Football clubs under common

Name of the organisation	Question	Answer
		ownership differ fundamentally from such structures. First, clubs within a financial investor MCO structure will often have no common customers. Article 4(2) of the draft RTS requires information-sharing arrangements to cover, at a minimum, common customers, customers with common beneficial owners, and customers belonging to the same group. Football clubs operating in different jurisdictions generally serve different fan bases, sponsors, and commercial partners. In practice, circumstances giving rise to meaningful information-sharing obligations are therefore unlikely to arise. Second, clubs do not operate as an integrated business. Each club competes independently in its domestic league, is subject to separate governance and regulatory frameworks, and pursues its own sporting and commercial objectives and strategies. While the clubs may share an ultimate owner, that link is primarily financial in nature. It does not create the shared product offering, coordinated customer strategies, cross-selling of services or common risk exposures that characterize the groups for which Article 4 of the draft RTS framework was designed. Requiring operationally independent clubs to establish and maintain cross-club information-sharing arrangements solely because of common ownership, in the absence of common customers or a shared risk nexus, would impose significant compliance costs without delivering a corresponding AML/CFT benefit. Accordingly, and consistent with the principle of proportionality, football clubs should generally be entitled to conclude that the

Name of the organisation	Question	Answer
		substantive information-sharing obligations under Article 4 of the draft RTS should not apply to MCO structures. Common ownership alone should not be enough to create ongoing information-sharing obligations between otherwise independent / standalone entities. This should be clarified expressly in the recitals or, preferably, in the operative provisions of the RTS.
European Club Association (trading under the legally protected name European Football Clubs)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	EFC has identified that the practical difficulty in applying these actions and measures will especially be acute in markets where AML/CFT frameworks are at an early stage of development or are, in practice, largely absent. Across a significant number of the jurisdictions in which clubs may operate, particularly in Africa, parts of Asia, and certain Latin American countries, the foundational infrastructure required to implement meaningful AML/CFT compliance simply does not exist at club level. Against that backdrop, the practical expectation that a club operating in such a market could meaningfully adopt and embed group-wide AML/CFT policies developed in the context of a sophisticated EU regulatory environment is unrealistic. Implementing transaction monitoring systems, politically exposed persons screening tools, or suspicious activity reporting mechanisms requires not only financial investment but a baseline of regulatory infrastructure that many of these jurisdictions simply do not and/or cannot (yet) provide. Even where a club has the will to comply, the structural preconditions for meaningful implementation are absent. There is also a human capital dimension that should not be underestimated. Football clubs in emerging markets are typically modest operations by comparison with their European associated clubs, with many European clubs also running rather

Name of the organisation	Question	Answer
		modest operations. Their administrative functions are limited, their compliance teams, where they exist at all, are small, and their access to specialist external advisers is constrained by both cost and market availability. We welcome that the framework, i.e. draft RTS, already partially addresses this concern. In this regards, Article 16(3)(b) of the draft RTS expressly provides that, when determining additional supervisory actions, supervisors shall take into account the extent to which relevant third-country legal or regulatory impediments affect the effective implementation or supervision of group-wide AML/CFT policies, procedures and controls. This is a welcome and important recognition that supervisory responses must be calibrated to the actual regulatory environment in which an obliged entity operates, rather than applied mechanically against an abstract EU standard. We strongly support this approach and invite AMLA to clarify that market-level infrastructure deficiencies, including the absence of a similar domestic AML/CFT legal framework and the lack of a beneficial ownership register constitute precisely the kind of third-country legal or regulatory impediment that Article 16(3)(b) of the draft RTS is designed to capture. Where such deficiencies exist, supervisors should be empowered to accept risk-based alternative measures that are proportionate to what is practically achievable in the relevant jurisdiction, rather than applying a uniform standard that presupposes a level of regulatory maturity that does not yet exist.
European Club Association (trading under the legally protected	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or	Yes, we foresee significant challenges in applying Articles 12 and 13 of the draft RTS where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes.

Name of the organisation	Question	Answer
name European Football Clubs)	exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The draft RTS are designed with a relatively developed regulatory environment in mind. It assumes that the third country in question has, at a minimum, a functioning legal and institutional framework within which impediments to AML/CFT compliance can be identified, assessed, and notified to supervisors. This assumption is frequently not met in practice. Many of the jurisdictions in which European Union-based groups operate through branches or subsidiaries, particularly across parts of Africa, Asia, and the Pacific, have AML/CFT frameworks that are at an early stage of development, incompletely implemented, or effectively absent in practice even where legislation formally exists. In these markets, the additional measures prescribed by Articles 12 and 13 of the draft RTS cannot be applied as intended, not because local law actively prohibits them, but because the institutional and legal infrastructure required to give effect to them simply does not exist. A related and equally serious challenge concerns human capital. Effective implementation of the measures under Articles 12 and 13 of the draft RTS, enhanced reviews, independent audits, transaction monitoring, risk classification, requires trained compliance professionals, experienced external auditors, and informed local management. In many third-country markets, this expertise is scarce or entirely unavailable. The pool of qualified AML/CFT compliance officers and independent auditors operating at European Union standards is extremely limited, and in some jurisdictions, it does not exist at all.
European Club Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS)	We welcome the inclusion of Article 16(3)(b) of the draft RTS, which expressly requires supervisors, when determining

Name of the organisation	Question	Answer
(trading under the legally protected name European Football Clubs)	appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	additional supervisory actions, to take into account the extent to which relevant third-country legal or regulatory impediments affect the effective implementation or supervision of group-wide AML/CFT policies, procedures and controls. This is an important and principled recognition that supervisory responses must be calibrated to the actual legal and regulatory environment in which an obliged entity operates, rather than applied mechanically by reference to an abstract EU standard. We strongly support this provision and consider it essential to the workability of the framework for sectors, such as the football sector, which operate across jurisdictions with widely diverging levels of regulatory development.
European Club Association (trading under the legally protected name European Football Clubs)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	In the professional football sector, we do not find the criteria in Articles 17 and 18 of the draft RTS effective. While we understand the rationale behind the framework, the criteria are structurally misaligned with the operational reality of MCO structures, and risk designating an entity as parent undertaking that is neither equipped nor positioned to fulfil that role. Article 17(1)(b) of the draft RTS designates as the parent undertaking the entity with the higher of: the average number of customers over the previous three years, or the average amount of incoming and outgoing transactions. Where this is inconclusive, the fallback is the entity with the highest annual turnover. In football, those are measures and indicators of commercial scale, not of compliance capability or operational connectivity. A club with 60,000 season ticket holders and high broadcast revenues may be commercially larger, but it does not mean that it is better placed to know, monitor, or coordinate with a sister club

Name of the organisation	Question	Answer
		in another country. The two clubs will have separate management, separate governance and compliance functions with no shared oversight of each other's operations. In this sector, designating the larger club as parent undertaking on the basis of customer numbers or turnover would therefore produce a formal answer that bears no relation to any genuine capacity to implement group-wide AML/CFT requirements. Article 18 of the draft RTS bases "sufficient understanding" on whether one entity has the right or ability to decide on strategy, direct activities, decide on important transactions, coordinate management, or maintain critical outsourcing arrangements for one or more of the other obliged entities in the European Union. In a typical MCO structure, none of these conditions are met between clubs. In most cases each club has an independent board and management and no club decides the strategy or controls the compliance function of another. The fallback criterion, the highest number of FTE compliance staff, again measures size, not actual connectivity or oversight capacity to other clubs within the group or structure. The criteria in Articles 17 and 18 of the draft RTS should be supplemented or replaced in the football sector with criteria that identify the entity best placed to implement group-wide requirements (that should either way be kept minimal (see question 2)) in practice. We suggest the following alternative for AMLA's consideration: As a primary consideration, football clubs should be allowed to focus on complying with their own AML/CFT obligations, without being required to designate a coordinating parent undertaking

Name of the organisation	Question	Answer
		where no such structure exists or where such designation would not add meaningful AML/CFT value. Where, however, group-wide coordination is feasible and beneficial from an AML/CFT perspective, clubs should be permitted to jointly designate the entity best placed to act as parent undertaking, subject to supervisory approval. This would ensure that the framework remains proportionate and risk-based, while allowing affected entities the flexibility to adopt a coordinated approach where they consider it appropriate and effective.
European Club Association (trading under the legally protected name European Football Clubs)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We have no particular observations.
European Club Association (trading under the legally protected name European Football Clubs)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	As set out in our response to Question 1 above, EFC is of the view that most MCO's should not be considered as "structures" in scope of Article 16 of the AML Regulations. For MCO structures that may fall in scope of Article 16 of the AML Regulations – namely, where the entities share a common business, professional or commercial frameworks, EFC makes the following observations: In the professional football sector, we foresee significant operational challenges in implementing the group-wide equivalent requirements under Article 21 of the draft RTS in some MCO structures. The core difficulty is structural: Article 21 of the draft RTS requires structures sharing common ownership, management or compliance control to apply requirements

Name of the organisation	Question	Answer
		equivalent to the group-wide obligations under Article 16(1), (2) and (3) of the AML Regulations. In MCO football structures, the common element is often ownership alone. The clubs themselves often have nothing to do with each other. They operate in different countries, in different leagues, under different governing body rules, with separate management, separate compliance functions, and entirely distinct customer bases and risk profiles. For example, a single owner holds controlling interests in a club in Scandinavia and a club in Southern Europe. The clubs operate under different legal systems, different supervisory expectations, different business models, and different risk profiles. They have separate management, compliance staff, sponsors, supporters, and commercial activities. Requiring a common group-wide AML/CFT policy and monitoring framework would necessitate a detailed analysis of both clubs' systems and procedures, followed by ongoing coordination and oversight. The associated compliance costs would be significant, yet would not materially improve the identification or mitigation of AML/CFT risks at either club. Those resources could be more effectively invested in strengthening the clubs' individual AML/CFT controls and risk management frameworks. We request that AMLA clarify that Article 21 of the draft RTS applies to MCO football structures in a manner consistent with the proportionality principle: where clubs share only a common owner and have no operational connection, group-wide equivalent requirements should be reduced to a minimal coordination framework that focuses on mutual risks and exposures if relevant, with each club otherwise focusing on fulfilling its AML/CFT obligations individually.

Name of the organisation	Question	Answer
		We also refer to our response to question 2 and 3 in this regard.
European Club Association (trading under the legally protected name European Football Clubs)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	As set out in our response to Question 1 above, EFC is of the view that some MCO's should not be considered as "structures" in scope of Article 16 of the AML Regulations. For MCO structures that could be in scope of Article 16 of the AML Regulations, being for the rare case where the entities in the structure share a common framework of business, professional or commercial relationships, EFC notes the following: In the professional football sector, the criteria set out in Article 22 of the draft RTS are not capable of identifying in a reliable manner an appropriate parent undertaking within MCO structures. Their mechanical application risks designating an entity that is neither operationally suited nor practically capable of performing the role envisaged by the AML Regulations and the draft RTS. We therefore ask AMLA to introduce greater flexibility, allowing clubs either to designate the most appropriate entity to act as parent undertaking or, where justified by the nature of the structure, to focus on their individual AML/CFT obligations. In some football MCO structures, the common investor holds ownership interests in multiple clubs but exercises little or no day-to-day influence over their operations. Each club has its own board, management team, and governance framework. The investor's role is primarily financial and does not translate into operational direction, strategic coordination, or AML/CFT oversight of the kind assumed by the group-wide framework. The clubs therefore operate as autonomous businesses linked only by common ownership. The investor is not in a position to take up a

Name of the organisation	Question	Answer
		coordinating role for AML/CFT oversight within the structure. Where the ultimate parent undertaking is established outside the Union, the residual criterion of total annual turnover is likely to result in the designation of the largest club as parent undertaking. However, the largest club is not necessarily the best entity to coordinate AML/CFT compliance. Size does not confer authority. A club designated solely because it generates the highest turnover may have no practical ability to monitor, influence, or coordinate the AML/CFT activities of its sister clubs. Nevertheless, it would bear responsibility for implementing group-wide policies and controls, ensuring information-sharing arrangements, and complying with other obligations imposed on a parent undertaking under the AML Regulations and the RTS. The fundamental difficulty is that Article 22 of the draft RTS imposes a hierarchical designation model on structures that lack any genuine hierarchy between their EU obliged entities. In many football MCO structures, no club exercises oversight or control over another. The clubs are in most cases only connected by ownership and do not operate as an integrated group in the sense contemplated by the AML Regulations. For this reason, the final RTS should provide an alternative pathway. As a primary consideration, football clubs should be allowed to focus on complying with their own AML/CFT obligations, without being required to designate a coordinating parent undertaking where no such structure exists or where such designation would not add meaningful AML/CFT value. Where, however, group-wide coordination is feasible and beneficial from an AML/CFT perspective, clubs should be permitted to jointly

Name of the organisation	Question	Answer
		designate the entity best placed to act as parent undertaking, subject to supervisory approval. This would ensure that the framework remains proportionate and risk-based, while allowing affected entities the flexibility to adopt a coordinated approach where they consider it appropriate and effective.
European Contact Group (ECG)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	General introduction and concerns: The European Contact Group (ECG) represents the six largest international professional services networks in Europe: BDO, Deloitte, EY, Grant Thornton, KPMG and PwC. The members of the ECG are networks of independent and locally owned firms providing accountancy, auditing, tax and consulting services. We support the objective of providing clear and harmonised guidance on group-wide AML/CFT requirements. We also note that obliged entities operate within a broader international AML/CFT framework and are required to comply not only with the AMLR and related RTS, but also with other established standards, including those issued by the Financial Action Task Force (FATF). However, for professional services networks operating through legally separate member firms, we have significant concerns regarding both the scope and practicality of the draft RTS. The proposals do not adequately reflect the reality of network structures and create uncertainty in key areas, including definitions, enforceability of group-wide compliance, cross-border data sharing, and the risk of inconsistent application. In particular, the RTS appears to treat indicators of coordination—such as common branding, strategy, policies or shared services—

Name of the organisation	Question	Answer
		as proxies for control, potentially extending obligations beyond the scope of the AMLR and capturing entities that are not themselves obliged entities and imposing highly onerous obligations on the single obliged entity that is identified as the parent undertaking, potentially in circumstances where none of the indicators – let alone any real authority or power – exist between such entity and all of the relevant obliged entities. This raises questions as to alignment with Articles 16(4) and 17(3) AMLR. We also seek clarification on the treatment of Europe based third-country firms, i.e. obliged entities that are subject to harmonised control or oversight by a third-country parent or entity, as well as networks that have no parent entity within the EU but operate under the general oversight of a non-EU body. It is unclear whether and to what extent such structures fall within the scope of the RTS and, if so, on what legal basis group-level obligations could be imposed or enforced. We are also concerned that the approach is overly intrusive relative to its objective, as it imposes group-like requirements on structures that lack the legal and operational basis to function as compliance groups. Multidisciplinary network members of ECG may elaborate further on concerns in separate responses to the consultation. Response to Q1: A number of definitions in Article 2 appear overly expansive when applied to the non-financial sector and may unintentionally include arrangements that do not possess the legal or operational characteristics required to support group-level AML/CFT obligations. In particular, the concepts of “structure”, “network”,

Name of the organisation	Question	Answer
		"partnership" and "franchise" place significant weight on elements such as cooperation, shared strategy, branding, profit or cost allocation, and common compliance frameworks. From the perspective of non-financial obliged entities, these definitions do not adequately differentiate between integrated structures with enforceable AML/CFT oversight and commercial, professional, or brand-driven relationships that involve some level of coordination or shared infrastructure but lack a centralized compliance function or the legal ability to impose such a function. There should also be a clarification on where the control and authority lies in multi-layered/structured organisations. We also observe that the lack of clarity on definitions also impacts structures in other industries, for example the investment funds sector, where there is an association between the funds and management companies. Differences in interpretation of broad definitions will create unnecessary inconsistency between sectors.
European Contact Group (ECG)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	These minimum requirements are clear.
European Contact Group (ECG)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	We expect significant legal and operational challenges in implementing the information-sharing requirements, particularly in professional services structures made up of separate legal entities with different regulatory statuses and confidentiality obligations.

Name of the organisation	Question	Answer
	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The draft RTS does not adequately address situations where some entities are obliged entities and others are not, or where information is protected by legal professional privilege or similar national rules. In such cases, unrestricted sharing of AML/CFT information may not be legally permissible. The final RTS should therefore clearly confirm that information sharing remains subject to applicable privilege and confidentiality constraints. Further challenges arise in third-country contexts, where data protection, secrecy or localisation rules may restrict the transfer or use of information under Articles 4 to 9. Although the draft RTS refers to mitigating measures such as customer consent, consent will not usually be an appropriate or legally valid mechanism in this context. The final RTS should therefore make clear that entities must take reasonable and lawful steps to facilitate information sharing, rather than be expected to deliver outcomes that may be legally impossible in certain jurisdictions. Further guidance would be helpful on how such conflicts should be managed in practice, especially where the restrictions are beyond the entities' control. However, the principles of information sharing between connected obliged entities within network structures, other than those meeting the definition of 'group', (as referenced in the RTS), is sound and it would be beneficial to receive further guidance on how information sharing within non-group networks might be best achieved.

Name of the organisation	Question	Answer
European Contact Group (ECG)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	As described in section 3, question 3, we expect significant legal and operational challenges to implementing the minimum actions and additional measures where third country law restricts the application of group-wide AML / CFT policies, procedures and controls. The challenges are as described in our response to question 3.
European Contact Group (ECG)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	As above, there are risks arising from limitations on group-wide information sharing imposed by local legal frameworks. In such cases, it is unclear how entities are expected to comply with group-wide information sharing requirements, and what alternative approaches would be considered acceptable. Clarification on this would improve operational clarity.
European Contact Group (ECG)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The RTS sets out a methodology for identifying a “parent undertaking in the Union” responsible for group-wide compliance, and we acknowledge that this framework may be sufficiently clear in the context of traditional corporate group structures where a parent undertaking exercises legal control over its subsidiaries and can enforce compliance obligations downwards. However, this approach does not address, and indeed is fundamentally ill-suited to, structures such as partnerships and networks that operate on the basis of mutual recognition and adherence to shared standards rather than hierarchical control. In such structures, there is no legal basis on which one member firm can compel another to implement group-level AML/CFT measures. Assigning responsibility for group-wide compliance to a single entity, for instance on the basis of highest turnover in the EU, does not resolve this problem. It merely designates a responsible party without conferring on it any power to enforce compliance across the network. In the worst case, an entity

Name of the organisation	Question	Answer
		would bear regulatory responsibility without any corresponding legal authority to discharge it. The RTS must address this structural gap explicitly and clarify how group-wide obligations are intended to operate, and be enforced, in the absence of a controlling legal relationship between network members.
European Contact Group (ECG)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We support AMLA's aim of enhancing legal certainty and supervisory transparency through structured criteria and notification. However, from a non-financial perspective, these criteria may not always identify the entity best suited to act as Union parent in practice. Articles 17–19 place weight on metrics such as "prominence" (e.g. transaction volume, customer numbers, turnover) and governance indicators. In non-financial sectors, these do not necessarily reflect AML/CFT capability. For example, the largest entity by turnover or customer base may not have the legal authority to compel execution of compliance measures and transaction metrics may be of limited relevance. We therefore have concerns about the use of turnover as a fallback criterion, as it is not a reliable proxy for control, risk understanding or compliance capacity. The RTS should clarify that, for non-financial sectors, the preconditions for designation are demonstrable governance authority, access to information, and the practical ability to oversee AML/CFT, rather than reliance on turnover where this would lead to a misaligned outcome.

Name of the organisation	Question	Answer
European Contact Group (ECG)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 raises significant concerns for non-financial obliged entities. Paragraph 2 applies group-equivalent requirements based on satisfaction of any one item in a wide range of criteria—such as common ownership, management, strategy, shared services, policies, or branding—which are overly broad and risk capturing structures that are not, and cannot be, integrated for compliance purposes. The key issue is that the provision treats indicators of coordination as if they demonstrated control or confer power or authority. In practice, most of these indicators do not of themselves establish the authority to impose and enforce AML/CFT requirements This concern is compounded by inconsistency with recital 27, which suggests that cooperation-based arrangements should fall outside scope, creating legal uncertainty and a risk of divergent supervisory interpretations. We also recommend that clarification is issued as to the distinction between a group and a network
European Contact Group (ECG)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We anticipate significant legal and operational challenges when applying Article 21 to structures that are not traditional groups. These challenges are particularly pronounced where the structure was not designed to support shared compliance controls and lacks a central authority able to enforce AML/CFT standards across member entities. Key challenges include: • Fragmented governance: Even where some level of coordination

Name of the organisation	Question	Answer
		or common strategy exists, AML/CFT decision-making typically remains local. The RTS do not adequately explain how central expectations should align with decentralised responsibility. For instance, professional networks may share branding, training, and quality standards, yet retain full autonomy over client acceptance decisions, risk assessment, reporting, and file access. Despite this, such structures could fall within scope under Article 21 without having the legal authority or means to implement group-equivalent controls. • Legal authority and enforceability: as explained further in the response to question 10, there is significant concern that a designated parent undertaking will lack the legal authority to impose AML/CFT policies, require remediation, access customer data, or enforce participation in shared risk assessments. This creates a clear mismatch between regulatory expectations and actual legal power. • Absence of shared compliance infrastructure: Many non-financial structures do not operate with central compliance systems, investigation functions, or harmonised risk methodologies. Establishing such infrastructure solely to meet group-equivalent requirements would be disproportionate. • Data-sharing and confidentiality constraints: Independent obliged entities may not have the legal, contractual, or technical ability to share the type of information required under Articles 4 and 21. This issue is particularly acute where professional secrecy or local confidentiality obligations apply. It is further noted that GDPR does not stop information sharing because AML is a public necessity unless a country has banking privacy and confidentially laws that go beyond the GDPR. Ongoing clarity between the AMLR obligations to share information and the GDPR requirements to protect personal

Name of the organisation	Question	Answer
		information should continue to be made. • Liability without control: If an entity is designated as the parent undertaking under Article 22, it may be held accountable for deficiencies in entities it neither owns nor controls in a legally enforceable manner. We therefore recommend that AMLA introduce a clear exception for non-integrated structures where no entity has binding authority to enforce AML/CFT controls or to access and review customer-level information across the structure • Sanctions compliance – we would suggest including provisions for carve out or licence requests that the parent undertaking could avail of where there is lack of enforceability due to no national obligations existing in certain countries in the organisation's structure.
European Contact Group (ECG)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We do not consider Article 22 to be effective in identifying the Union parent where multiple obliged entities are involved. Large networks (which are not groups) containing non-financial sector obliged entities are likely to contain many obliged entities. As a result of the broad criteria listed in article 22, this is likely to mean that there are multiple entities that fit the one or more of the criteria to be the designated "parent undertaking". There are no grounds for concluding that the entity out of this subset with the highest annual turnover will be the one that has the most ability to fulfil AMT/CFT parent responsibilities in respect of all of the obliged entities in the network. Such an entity may well not satisfy any of the criteria in respect of some or most of the obliged entities in the network. That is why there is a significant concern that an entity could be legally responsible,

Name of the organisation	Question	Answer
		but, in some cases in accordance with national legal requirements, without the corresponding power or authority. Moreover, even if it did satisfy at least one of the criteria in respect of all of the obliged entities, the criteria are so broad that there is significant concern that it would still not have the power and ability to fulfil AMT/CFT parent responsibilities. For example, an entity may oversee branding, technology or shared services without having the authority to impose AML/CFT requirements on independent firms. Similarly, entities managing costs or providing critical services may lack access to client information or the ability to influence local risk decisions. In non-financial structures, the reference to entities providing "essential technical information or critical services" is particularly wide and may capture coordination or service entities rather than those exercising compliance or managerial control.
European Federation of Accountants and Auditors for SMEs AISBL	Question 1 Do you have any observations concerning the definitions laid out in article 2?	EFAA for SMEs is the voice of small- and medium-sized accountancy practices in Europe and represents national accountants' and auditors' organisations whose individual members provide professional services primarily to SMEs. EFAA has 15 members across Europe, representing more than 400,000 accountants, auditors and tax advisers. EFAA has previously stressed that SMPs play an important role in AML/CFT by helping SME clients tighten internal controls, maintain good accounting records and meet reporting obligations, while also calling for smarter regulation based on the "think small first" principle. Against this background, EFAA welcomes the opportunity to respond to AMLA's consultation on the draft Regulatory Technical

Name of the organisation	Question	Answer
		Standards on group-wide requirements and additional measures for branches and subsidiaries in third countries. EFAA is generally supportive of the draft RTS and supports the objective of strengthening the EU AML/CFT framework. However, EFAA has significant proportionality concerns about the potential application of group-wide requirements to SMPs and non-financial-sector obliged entities, particularly independent accountancy, audit and tax advisory networks that share a brand, training, methodology, technical resources or referral arrangements but do not have common ownership, common management or enforceable compliance control. AMLA's consultation recognises that the RTS extend group-wide requirements to structures other than formal groups, including networks, partnerships and franchises, and that this is particularly relevant for the non-financial sector. EFAA therefore considers it essential that the final RTS clearly distinguish between genuine control structures and looser professional cooperation arrangements. EFAA acknowledges the efforts made by the AMLA in its initiative to define "structure", "network", "partnership" and "franchise" for the purposes of group-wide AML/CFT requirements. However, EFAA considers that the definitions should be further clarified to avoid unintentionally capturing independent SMPs that cooperate under a common brand, referral arrangement, shared methodology, training programme, technical platform or quality support framework without common ownership, common management or enforceable compliance control. This point is particularly important because accountancy and

Name of the organisation	Question	Answer
		audit networks commonly consist of legally separate and independently owned firms. EFAA therefore recommends that the RTS make explicit that the definition of “network” should be cumulative. The mere use of a common name, brand, website, methodology, technical tool, training material, client referral mechanism, knowledge-sharing forum or best-practice exchange should not be sufficient to trigger group-wide AML/CFT obligations unless the arrangement also involves common ownership, common management or actual compliance-control powers. EFAA welcomes Recital 27, which states that pure cooperation agreements, common technical tools, knowledge-sharing, client referrals, exchange of best practices, use of the same name or branding, or outsourcing to the same compliance service provider should not fall within scope where there are no elements of common ownership, management or compliance control. This clarification should be highlighted or at least cross-referenced directly in Article 2, to give obliged entities and supervisors clear guidance. EFAA also recommends that “common compliance control” should be limited to arrangements where one entity or body has an actual legal or contractual power to impose, monitor and enforce AML/CFT policies on other obliged entities. Shared quality guidance, audit methodology, professional training, technical support or voluntary network standards should not be treated as “compliance control” unless they are mandatory and enforceable. Finally, EFAA stresses that the RTS should be applied in a

Name of the organisation	Question	Answer
		proportionate manner. Group-wide AML/CFT requirements must not result in SMPs being expected to maintain excessively complex compliance frameworks, or to comply with thousands of detailed requirements designed for large, integrated groups. The regulatory expectations placed on SMPs should reflect their size, resources, governance model, risk profile and actual degree of control within any cooperation arrangement. In this context, EFAA underlines that a lack of clear and narrowly tailored definitions of “network”, “structure”, “partnership”, and “common compliance control” could create an unintended “trickle-down” effect. If independent SMPs are inadvertently brought within the scope of group-wide AML/CFT requirements, they may become subject to compliance obligations that were originally designed for large, centrally controlled groups. Such regulatory spillovers would indirectly increase compliance costs and administrative burdens for SMPs without a corresponding AML/CFT benefit.
European Federation of Accountants and Auditors for SMEs AISBL	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	EFAA broadly supports the minimum requirements in Article 3, including the focus on documented policies, governance, risk assessment, information exchange and regular review. These are appropriate for formal groups where a parent undertaking has legal authority over subsidiaries or branches. EFAA recommends that AMLA clarifies that the parent undertaking, or equivalent entity in a structure, should only be responsible for obligations it can legally and practically discharge. An entity should not be required to impose AML/CFT policies on independent firms where it has no legal power to do so. EFAA further recommends that AMLA develop sector-specific

Name of the organisation	Question	Answer
		guidance, templates and examples for accountants, auditors and tax advisers, including examples of arrangements that fall outside the scope of Article 3.
European Federation of Accountants and Auditors for SMEs AISBL	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	While individual SMPs are typically less affected, EFAA foresees potential operational and legal challenges for independent professional networks of accountancy, audit and tax advisory practices, particularly where the rules are applied as if such networks were fully integrated corporate groups. For accountants, auditors and tax advisers, the main challenges are confidentiality, professional secrecy, audit confidentiality, legal privilege where applicable, GDPR, client confidentiality, independence obligations and national professional-regulatory rules. The International Code of Ethics for Professional Accountants includes confidentiality as one of the profession's fundamental principles. EFAA therefore recommends that the RTS make clear that information sharing should be strictly limited to what is lawful, necessary, proportionate and relevant for AML/CFT purposes. It should not require independent firms to establish shared client databases or systematic sharing of client files across a network. The RTS should also clarify that professional secrecy, audit confidentiality and legal privilege may limit the content and form of information sharing. Where information is protected by legal privilege or equivalent national rules, the RTS should not be interpreted as overriding such protection. Similarly, SMPs should not be expected to maintain complex cross-border compliance infrastructures or legal assessment processes comparable to those of large multinational groups.

Name of the organisation	Question	Answer
European Federation of Accountants and Auditors for SMEs AISBL	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Although third-country branches or subsidiaries are less common for SMPs than for large international firms, such issues can potentially become relevant for international accountancy and tax advisory networks and for SMPs that support clients with cross-border activities. EFAA supports the principle that where third-country law prevents effective application of AML/CFT policies, the relevant risks should be assessed, documented and addressed. However, Section 4 could be challenging for SMEs and SMPs because they may lack the internal legal resources to assess third-country law, obtain local legal opinions, design alternative measures, negotiate client consent, and document the proportionality of their response. EFAA recommends that AMLA include practical examples, templates and safe harbours for SMEs and SMPs. These should cover how to document the third-country restriction, when to seek local legal advice, how to assess whether consent is appropriate, how to design proportionate additional measures, and when to notify the home supervisor.
European Federation of Accountants and Auditors for SMEs AISBL	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Article 13 also raises practical issues where supervisors in the Union seek access to customer data held in a third country. EFAA supports effective supervision, but obliged entities should not be placed in a position where compliance with a Union supervisory request exposes them to breach of third-country law or professional duties in that jurisdiction. In addition, see our response to Question 4.
European Federation of	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS)	EFAA supports the need for supervisors to have effective tools where ML/TF risks cannot be adequately managed. However,

Name of the organisation	Question	Answer
Accountants and Auditors for SMEs AISBL	appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Article 16 should be applied with strong proportionality safeguards, especially in the non-financial sector and in relation to SMPs. Article 16 should not be interpreted as allowing supervisors to impose large-group style compliance or restructuring measures on SMPs where simpler, risk-based and proportionate actions would be sufficient. Moreover, EFAA is particularly concerned about the addressee of supervisory decisions in independent accountancy, audit or tax advisory networks. A central network body, member firm or coordinating entity should not be required to impose restrictions or closure measures on legally independent firms where it has no legal power to do so. Supervisory decisions should be addressed only to the entity that has legal authority and practical ability to implement them.
European Federation of Accountants and Auditors for SMEs AISBL	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	EFAA considers that the criteria should be based primarily on legal control and actual compliance-control powers. In the accountancy, audit and tax advisory sector, annual turnover is not a reliable proxy for the ability to implement group-wide AML/CFT requirements. EFAA recommends that AMLA revise Section 5 to ensure that annual turnover is treated only as a secondary indicator and never as a substitute for legal control, enforceable management authority or actual compliance-control powers.
European Federation of Accountants and Auditors for SMEs AISBL	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	EFAA recommends that Article 21 be amended to make clear that the conditions are met only where there is an actual legal or contractual power to impose, monitor and enforce AML/CFT policies, procedures and controls across the relevant obliged entities. The mere existence of a common name, common brand,

Name of the organisation	Question	Answer
		shared methodology, shared audit tools, common training, technical support, quality guidance, best-practice exchange, client referrals or use of the same compliance software should not be sufficient. In addition, see our response to Question 1.
European Federation of Accountants and Auditors for SMEs AISBL	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The main legal challenge is that many SMPs operate as legally independent firms. They may participate in a network, association or alliance for branding, referral, training, methodology, technical support or quality purposes, but there is often no central entity with legal authority to impose AML/CFT controls on the member firms. In such cases, applying group-equivalent requirements would create obligations that the supposed “parent” or coordinating body cannot legally or practically discharge. A second challenge concerns professional confidentiality. Accountants, auditors and tax advisers are subject to duties of confidentiality, professional secrecy, audit confidentiality, GDPR obligations, national professional-regulatory rules and, in some contexts, legal privilege. These rules may restrict the sharing of client due diligence files, engagement information, audit documentation, beneficial ownership information, adverse media assessments or suspicious activity information across a network. EFAA therefore considers that any group-equivalent information-sharing obligation must remain strictly limited to what is lawful, necessary, proportionate and on a need-to-know basis. A third challenge is proportionality. Many SMPs are small firms with limited administrative resources. Requiring them to implement group-style governance, group-wide risk

Name of the organisation	Question	Answer
		assessments, centralised compliance reporting, shared information systems and formal monitoring arrangements could impose disproportionate costs, especially where the structure does not in fact create group-level AML/CFT risk. A fourth challenge is supervisory complexity. Independent firms in a professional network may be supervised by different national authorities or self-regulatory bodies. Article 21 may therefore require extensive cross-border coordination even where the underlying relationship between the firms is limited and does not create real common control.
European Federation of Accountants and Auditors for SMEs AISBL	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	EFAA supports criteria that focus on actual control, such as the right to decide on strategy, direct activities, coordinate management or manage compliance controls. Article 22(1)(a), (c) and (e) are therefore directionally appropriate where they identify the entity that has real legal and operational capacity to implement group-equivalent AML/CFT requirements. However, EFAA is concerned that other Article 22 criteria are too broad. In particular, Article 22(1)(d), referring to an entity providing essential technical information or critical services, could unintentionally capture IT providers, methodology providers, training bodies, software platforms or network secretariats. These entities may provide important support but may have no legal authority to impose AML/CFT controls or access client-level information. Similarly, Article 22(1)(g), referring to the development, management, distribution or review of branding, marketing, franchising, partnership or network arrangements, may capture bodies responsible for branding or network administration but not AML/CFT compliance control.

Name of the organisation	Question	Answer
		EFAA is also concerned about the fallback criterion in Article 22(2), under which the parent undertaking would be the Union entity with the highest total annual turnover where the other criteria do not conclusively determine the parent undertaking. In the accountancy, audit and tax advisory sector, turnover is not a reliable indicator of control. A firm may have the highest turnover but no legal authority over other independent firms in the network. Conversely, a smaller entity may operate a genuine compliance function or have specific contractual authority. EFAA therefore recommends that Article 22 be amended so that the decisive criterion is not turnover, branding, technical support or commercial prominence, but legal and practical ability to implement AML/CFT obligations. The parent undertaking should be the entity, if any, that has a legally enforceable right to impose AML/CFT policies, monitor compliance, require corrective action and provide information to supervisors. Where no such entity exists, the RTS should not artificially designate a parent undertaking. Instead, each obliged entity should remain responsible for its own AML/CFT obligations, with supervisors coordinating where necessary.
European Fund and Asset Management Association (EFAMA)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	EFAMA is of the opinion that definitions of “structure”, “network”, “partnership”, and “franchise” proposed under Art. 2 of the RTS are too broad and can unintentionally capture relationships between obliged entities that should not trigger the application of a group-like perspective. Especially if we combine them with the broad criteria set out in Section 6 of the RTS (more on that below). While recitals 24 and 25 make it clear that these provisions are intended in particular for structures that exist in the non-financial sector, the proposed definitions do not include such a condition.

Name of the organisation	Question	Answer
		As a result, a broad range of relationships within the financial sector would fall under their scope, for which an application of a group-wide perspective is not justified. This could include, for example, (i) management companies managing multiple funds, including where they are initiated by third-party promoters (due to both management companies and funds being defined as obliged entities under AMLR), (ii) contractual arrangements for the distribution or marketing of financial products, (iii) delegation arrangements regulated according to the AIFMD and UCITS Directives, (iv) management delegation relationships under Art. 8(5) AMLR, (v) arrangements that outsource compliance functions to external providers, (vi) customer referral arrangements that do not entail operational integration, and possibly many others. These relationships are well-established and governed by sectoral frameworks that have already created a well-functioning regulatory architecture that effectively manages ML/TF risks. In such cases, deviating from the legal ownership structure or from prudential consolidation could lead to situations in which one obliged entity would need to apply multiple group-wide perspectives. That would be counterproductive to the goal of robust and effective management of ML/TF risks, as mentioned under Recital 43 of AMLR. While Recital 27 of the draft RTS clarifies that some of these structures should not be captured, the definitions themselves do not make this clear. Given the non-binding power of Recitals, this can lead to divergent approaches among supervisors. Therefore, we would suggest it be clarified in the RTS that the definitions of “structure”, “network”, “partnership”, and

Name of the organisation	Question	Answer
		"franchise" refer only to obliged entities from the non-financial sector, or that they do not refer to entities from the financial sector, in particular, the asset management. Alternatively, it should be made clear within the provisions of the RTS that at least the following relationships are excluded: (i) management companies managing multiple funds, including where they are initiated by third-party promoters, (ii) contractual arrangements for the distribution or marketing of financial products, (iii) delegation arrangements regulated according to the AIFMD and UCITS Directives, (iv) management delegation arrangements under Article 8(5) AMLR; (v) outsourcing of compliance functions to external service providers; (vi) customer referral arrangements without operational integration.
European Fund and Asset Management Association (EFAMA)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	For Art. 16 of AMLR and this RTS to jointly secure the expected outcome, it is necessary that the diversity of sectors, entities, and group structures within the financial industry is properly recognised. Otherwise, the proposed approach could lead to duplicative, overlapping obligations, which would not be suited to the ML/TF risks and challenges that a particular entity or group is facing. It would be counterproductive to robust and effective management of ML/TF risks (in line with Recital 43 of the AMLR) and to the current EU agenda of simplification and burden reduction. Obliged entities in the asset management sector often belong to groups that also consist of entities carrying out materially different business activities (banks, insurance companies, investment firms or others). This is true both for purely EU groups and international groups. Due to their different business

Name of the organisation	Question	Answer
		activities, a dedicated AML/CFT approach is required, suitable for the ML/TF risks each entity faces, the nature of their operations, and the legal requirements they must comply with. For example, the business activities of an asset manager and how it interacts with customers are significantly different from those of a bank. This leads to a different level of ML/TF risk that justifies different processes. An approach that would require a full alignment with the perspective of one parent entity from a different sector, with that parent entity obliged also to report on behalf of entities with significantly different business models, would be highly disproportionate. In particular, requiring this with regard to procedures and controls between entities carrying out entirely different business activities would be overly complex, with no benefit in mitigating ML/TF risks. Further, additional relationships can exist between these entities (e.g., a bank also being a distributor of funds managed by the asset manager within its group; obliged entities from the same group acting as service providers), where the proposed approach could also give rise to conflicts of interest. To properly address that diversity, groups currently operate within a coordinated governance model, where global AML/CFT standards are set centrally and supplemented by local frameworks on an entity level. These entities would maintain independent boards, Money Laundering Reporting Officers (MLROs) and frameworks tailored to their business models and activities. In such cases, the group governance arrangements are coordinated, rather than centralised under a vertical parent-subsidiary structure with a single parent undertaking. This is how groups currently operate under other EU frameworks,

Name of the organisation	Question	Answer
		such as CRD/CRR, IFD/IFR, Solvency II, MiFID II, and others, which, similarly to AMLR, refer to the Accounting Directive when defining the concept of group, parent undertaking, subsidiaries, etc. The prudential framework built on the Accounting Directive with mechanisms for EU parent identification (i.e. the consolidating supervisor concept) indeed recognises sub-consolidation parameters at intermediate holding levels, and means for coordinated cross-border supervision. Where a group already has an identified EU parent entity and supervisory and compliance structure under the prudential framework, this RTS should build on it rather than create a parallel AML-specific perimeter. As the RTS stands now, it contradicts this approach due to the prescriptiveness of certain obligations under Art. 3, as well as the procedure for selecting the parent undertaking in the EU (see Section 5 below). We would therefore welcome clarification that obligations under this RTS can be implemented through coordinated governance, oversight and reporting requirements, and do not necessitate full operational centralisation or a single vertical parent-subsidiary model. This should be further reinforced by a comprehensive application of the risk-based approach and proportionality principle throughout the entire RTS. The RTS, in its current form, recognises the need for proportionality only to a limited extent, concentrating mainly on non-group structures defined under Art. 2. This deviates from the principle of a risk-based approach, possibly leading to overly prescriptive requirements, concentrating on the fulfilment of the RTS provisions rather than meaningful outcomes.

Name of the organisation	Question	Answer
		Regarding specifically Art. 3(1)(a) of the RTS, we would like to highlight that when compliance functions are mentioned, this should also refer to a separate anti-financial crime departments which exist within some structures.
European Fund and Asset Management Association (EFAMA)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	According to the Art. 16(3) AMLR exchange of information shall be required within the group "when such sharing is relevant for the purpose of customer due diligence and money laundering and terrorist financing risk management". We believe that this principle is critical to guiding the extent of information sharing that should be expected between entities within the same group. In particular, where entities belong to different sectors within the financial industry (banking, insurance, asset management etc.), sharing of all information might not always be proportionate or relevant. Even in cases where two entities would have relationships with the same customer, not all information about the services provided to the customer by one entity would be relevant for the other. We therefore believe that the "need-to-know" principle, reinforced by the ability of the parent undertaking to define the perimeters of information sharing, is key to upholding the AMLR approach. It is also key to meet the standards of processing of personal data under GDPR, in particular the principle of data minimisation, which requires that personal data shall be "adequate, relevant and limited to what is necessary in relation to the purposes for which they are processed". To our understanding, this is also the approach put forward under Section 3 of the draft RTS and the extensive list of data under Art. 4, which includes data on customer due diligence, transaction information, risk assessments, and reporting of suspicious

Name of the organisation	Question	Answer
		activity, is there to set maximum borders of information sharing practices, whilst keeping the AML/CFT relevance as a critical objective. These principles and the enabling character of the provisions put forward need to remain clear. We would therefore suggest further strengthening wording with regard to the decision-making powers of the parent undertaking, as well as the "need-to-know" principle. In particular, we believe that amending the second sentence in the second subparagraph of Art. 4(2) of the RTS might be necessary. As it provides that "information sharing within the group shall cover at least (...)", it could mislead obliged entities towards an obligation to share at all times, all of the information gathered by each of the entities from the group on their common customers. As was already explained above, this would not always be relevant, and therefore, such misleading wording should be avoided. We would also like to point out that the period of 28 calendar days (Art. 6(3) of the RTS) is insufficient to enable proper evaluation and to provide substantiated notification to the authority of restrictions and prohibitions on information sharing. Such an assessment of legal constraints in a third country requires an analysis of foreign legislation, typically involving local experts, and an internal impact assessment. Following the examples existing in other EU frameworks such as DORA, we would therefore propose a two-step approach (i) initial simplified notification within 28 calendar days, identifying the jurisdiction concerned and general issue, and (ii) subsequent

Name of the organisation	Question	Answer
		detailed notification, including further details under an extended deadline of 60 to 90 days.
European Fund and Asset Management Association (EFAMA)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The approach proposed under Art. 10 to 16 of the draft RTS does not seem to fully capture the diversity of situations that obliged entities may face under legal frameworks in third countries. Between provisions that would prohibit the application of EU rules entirely and those that would be fully aligned, various scenarios can exist. In particular, they may include additional conditions such as prior administrative authorisation, requirements regarding the location of data storage centres, or restrictions on limited categories of data. Such additional requirements should not immediately trigger the application of additional measures under the draft RTS. A more proportionate approach should be established, allowing the obliged entity to demonstrate how it complies with the group-wide approach, taking into account additional requirements of a third country. We would also like to refer here to our comment under Question 3 with regard to the deadline of 28 calendar days. As explained there, where the law of a third country is involved, this would not be a sufficient timeframe to provide the supervisor with a full analysis of the situation. We therefore propose that the two-step approach be also applied to Art. 10-14 of the draft RTS. Moreover, unlike in Art. 6(3), these articles do not specify sufficiently the moment from which these 28 days should be counted. We believe that clarity in this regard is necessary for both the obliged entities and the supervisors. We would therefore propose the

Name of the organisation	Question	Answer
		following wording: “within 28 calendar days after identifying the relevant restriction or prohibition”.
European Fund and Asset Management Association (EFAMA)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Please see our response to question 4.
European Fund and Asset Management Association (EFAMA)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Obligations to refrain from carrying out a transaction, to terminate a business relationship, and to close down some or all operations in a particular jurisdiction should be treated as a measure of last resort and should not be automatically imposed. Instead, such cases should be subject to a proportionality assessment that would take into account the materiality of the ML/TF risk, the size and nature of transactions, etc. This is particularly relevant for industries such as asset management, where the ML/TF risk is highly mitigated through intermediaries and a significant part of business relationships with institutional investors who are regulated financial entities themselves.
European Fund and Asset Management Association (EFAMA)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Firstly, Section 5 of the RTS does not expressly refer to the definition of group under Art. 2(1)(41) AMLR. This can create uncertainty about the types of entities falling within the scope of Section 5 and how the “group” perimeter should be determined. In particular, given the broad concepts of “structures” introduced under Section 6, based on common ownership, management or control. Secondly, we refer to our response to Question 2 and the description of supervisory and compliance structures within groups currently in place across the financial industry. These considerations are critical for identifying parent undertakings in

Name of the organisation	Question	Answer
		the EU under Section 5, which should not deviate from the supervisory concept existing under other EU frameworks. Multiple intermediate parent undertakings should be clearly allowed under this RTS to respond to the needs of complex, multisectoral groups and their effective AML/CFT response. Moreover, the use of quantitative indicators such as the number of customers, the amount of transactions, or annual turnover would not indicate the entity that has the best ability to perform group-wide AML/CFT governance, as the largest entity from an economic perspective might not have the best expertise. In the case of complex, international groups, it could lead to the selection of the parent undertaking from one sector (e.g. banking, due to the typically higher average number of customers) that would not be best suited to govern the AML/CFT response of entities from other sectors (e.g. asset management, where the specificities of ML/TF response significantly differ). Also within the asset management sector, the activities of particular funds and asset management companies differ significantly. A fund with a limited number of institutional investors and a large amount of assets under management may be exposed to a higher level of ML/TF risk than an open-ended retail-oriented fund with a great number of daily subscription and redemption orders. The proposed criteria, due to their volume bias, could lead to the selection of a parent undertaking that may lack the necessary capabilities and expertise to govern the AML/CFT response for other group entities. Moreover, the necessity to choose a single parent undertaking for the entire group, as well as the use of quantitative criteria, were not indicated under the provisions of AMLR. Article 2(1)(42)(b)

Name of the organisation	Question	Answer
		AMLR treats the criteria of “sufficient prominence” and “sufficient understanding” equally and in conjunction. To resolve all of the issues mentioned above, we believe it is critical to: a) provide a clear reference to Art. 2(1)(41) AMLR within Section 5 to ensure that the RTS remains consistent with the concept of “group” under AMLR and covers only obliged entities, in line with Art. 16(1) AMLR; b) provide a clarification that there should be “at least one” parent undertaking in the EU, clearly allowing for the designation of multiple parent undertakings, in cases where they would better address the complexity of business activities and models of entities within the group, and c) allow the choice of the parent undertaking in the EU to be guided by its suitability for the oversight role, with the qualitative approach and criterion of “sufficient understanding” (Art. 18) taking clear precedence over the quantitative approach and criterion of “sufficient prominence” (Art. 17). Focus should be on stable, governance-based determinants that align with practical governance arrangements and operational models, and the current supervisory and compliance structures formed under the prudential framework. If necessary, quantitative criteria could apply only to homogenous sectorial groups, with the following metrics more suitable for the asset management sector: (i) assets under management (AuM) as a primary proxy for size and risk exposure; (ii) the geographical scope and resourcing of compliance functions as an indicator of implementation capacity; and (iii) the level of regulatory authorisation (e.g. large versus small management company) as a proxy for regulatory complexity and sophistication.

Name of the organisation	Question	Answer
		The reference to the "highest total annual turnover" in Art. 17(2) of the RTS may lead to the yearly reassessment of which entity has sufficient prominence within the group. This could potentially lead to frequent changes in the determination of the parent undertaking in the EU. Such volatility would have negative consequences not only for the entities involved but also for the entire group and its supervisors. If the maintenance of this criterion could not be avoided, any reassessment of the selection should happen not sooner than after three years. Regarding Art. 19 of the RTS, it should be clear that, while the parent undertaking in the EU is responsible for the governance and coordination of a consistent AML/CFT approach in the group, the ultimate responsibility for compliance with the EU AML/CFT framework remains with the specific obliged entity.
European Fund and Asset Management Association (EFAMA)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We would like to refer here to the issues already highlighted under our response to Question 1. As mentioned there, the definitions under Art. 2 of the RTS are too broad and can lead to unintended consequences for the financial sector, including asset management, by capturing arrangements that do not create group-like ML/TF risks and do not justify group-like coordination for AML/CFT purposes. This is further reinforced by the very broad conditions put forward under Art. 21 of the draft RTS. It is therefore critical to limit the scope of the application of these provisions in the manner proposed under our response to Question 1. Notwithstanding the above, we would like to point out in particular the "common compliance control" under Art. 21(1)(c), and especially point (i), which refers to "common policies,

Name of the organisation	Question	Answer
		procedures and controls managed by a control function". The alignment of compliance policies would not always be a manifestation of the close links existing between the entities involved. Instead, it can be a result of, e.g. regulatory or supervisory requirements where entities from a particular sector are required to adopt harmonised policies. This is, for example, the case for any delegation relationships governed by the AIFMD and UCITS Directives. We believe that the conditions should be amended to reflect instances where "common compliance control" comes from genuine structural integration, rather than other regulators or supervisory approaches. This could be achieved by introducing a criterion of a deliberate structural or organizational choice by the entities concerned, evidenced by governance arrangements such as shared board oversight, shared risk appetite frameworks, or formal cooperation agreements going beyond regulatory minimum requirements. Additionally, alignment resulting from regulatory or supervisory convergence, industry standards, and commonality due to the use of the same technology vendors should be excluded.
European Fund and Asset Management Association (EFAMA)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Please see our response to Questions 1 and 8. As already mentioned, too broad concepts under Art. 2 and 21 of the RTS could lead to one entity (that is already a part of a group within the meaning of the Accounting Directive) being subject to group-like classification, also with other entities from outside of its capital group. This would lead to it being obliged to apply multiple perspectives to AML/CFT, most likely being mutually exclusive.

Name of the organisation	Question	Answer
		More specifically, within the asset management sector, this could alter the well-established and well-regulated relationships under the AIFMD and UCITS directives, with possible side effects to supervision under these key frameworks. Applying a group-like perspective to unwarranted scenarios would also imply information sharing between entities where such sharing should not occur due to confidentiality, professional secrecy or commercial reasons.
European Fund and Asset Management Association (EFAMA)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We would like to refer here to the issues already highlighted under our response to Question 7 on the use of quantitative criteria for the selection of parent undertaking, with regard to the criterion of "highest total annual turnover". Moreover, reliance on the criteria mentioned under Art. 22(1) would not necessarily lead to the selection of an entity that is best suited to the role of parent undertaking in the EU and carrying out obligations vested in it. It is therefore crucial to concentrate more on effective capacity to implement group-wide policies, assessed by reference to available resources and the scope of responsibilities of the compliance function. Unrelated to the question raised above, we would also like to point out that implementing this RTS will require significant restructuring of group governance across many structures (both under Sections 5 and 6 of the RTS) within the EU. It is therefore crucial that sufficient time (24 months minimum) is provided to apply new rules.

Name of the organisation	Question	Answer
European Gaming and Betting Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The absence of a definition for "customer" in Article 2, despite the term being used later in the RTS in Section 5, as a determining factor for designating a parent undertaking in the Union based on customer numbers. Without a clear, harmonised definition, obliged entities may apply inconsistent interpretations leading to divergent supervisory outcomes and uncertainty or fluctuations in implementation. A precise definition of "customer" would therefore be essential to ensure legal clarity and consistent application.
European Gaming and Betting Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	While Art. 3 provides a strong framework for group-wide AML/CFT coordination, it does not sufficiently address the interaction with the personal liability of local MLROs under their national law. Further clarification is needed to ensure that group-wide policies do not override or constrain the statutory responsibilities of local MLROs, and that responsibility allocation between group and local compliance functions is clearly defined, particularly in cases of conflicting requirements.
European Gaming and Betting Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Yes. We foresee significant operational and legal challenges in implementing the proposed provisions relating to information sharing within groups, particularly in relation to third-country operations. While we support the objective of ensuring effective group-wide AML/CFT controls, the draft RTS create potentially significant tensions with third-country legal frameworks, including data protection, banking secrecy, professional secrecy, localisation and confidentiality requirements. Importantly, the existence of legal incompatibilities should not automatically be interpreted as indicating elevated ML/TF risk. Several jurisdictions outside the Union maintain robust AML/CFT

Name of the organisation	Question	Answer
		frameworks and strong supervisory systems, while nevertheless imposing legal limitations on cross-border information sharing or customer data transfers. The RTS should therefore more clearly distinguish between: - jurisdictions presenting genuinely elevated AML/CFT risks; and - jurisdictions with mature and effective AML/CFT systems but differing legal or operational approaches. A more proportionate and genuinely risk-based approach would reduce unnecessary compliance burdens while still ensuring effective risk management. We also foresee operational uncertainty regarding: - the interaction between AMLR obligations and GDPR requirements; - the legal basis for intra-group transfers of sensitive customer information; - differing third-country standards concerning customer consent; - restrictions on the sharing of suspicious transaction information; - legal privilege and confidentiality obligations in certain sectors and jurisdictions; - the practical management of customer consent withdrawal. The RTS currently rely heavily on customer consent as a potential mechanism to overcome legal restrictions. However, in many jurisdictions: - consent may not override statutory secrecy obligations; - consent may not be considered freely given where linked to service provision;

Name of the organisation	Question	Answer
		- customers may revoke consent at any time; - and local legal standards concerning valid consent vary significantly. Further guidance from AMLA would therefore be helpful regarding: - the circumstances in which customer consent may be considered sufficient; - whether consent embedded in contractual terms and conditions would satisfy expectations; - the consequences of consent withdrawal; - and how proportionality should apply where restrictions arise in jurisdictions with robust AML/CFT frameworks. We would also encourage AMLA to consider whether additional recognition should be given to: - FATF-compliant jurisdictions; - equivalent supervisory and AML/CFT frameworks; - and the overall risk profile of the relevant third country when assessing the appropriateness of additional measures.
European Gaming and Betting Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes. We foresee significant operational and legal challenges in implementing the proposed framework. The RTS raise complex issues of extraterritoriality and potential conflicts of law. Obliged entities may simultaneously be subject to: AMLR and AMLA requirements; local AML/CFT obligations; local privacy and data protection rules; banking secrecy provisions; data localisation obligations; and restrictions relating to supervisory access or suspicious

Name of the organisation	Question	Answer
		transaction reporting. This issue is particularly relevant in jurisdictions such as the United States, Brazil and other jurisdictions with mature AML/CFT frameworks, that maintain strong domestic AML/CFT and data governance frameworks. In practice, obliged entities may face situations where compliance with the RTS could place them in breach of mandatory third-country laws. We are also concerned that the draft RTS currently appears to apply a relatively binary approach whereby the existence of legal restrictions automatically triggers escalation measures, regardless of the broader AML/CFT quality and supervisory robustness of the relevant jurisdiction. A more proportionate approach should clearly differentiate between: high-risk jurisdictions with significant AML/CFT weaknesses; and jurisdictions with effective AML/CFT regimes where only specific legal incompatibilities exist. We also note that certain aspects of Article 15 may create operational challenges for internationally active groups. In particular, provisions that could be interpreted as limiting reliance on customer due diligence performed by entities established in third countries may not sufficiently recognise situations where those entities operate under robust AML/CFT frameworks and effective supervision. The location of the entity performing CDD should not, in itself, be determinative where equivalent standards can be demonstrated and appropriate group oversight mechanisms are in place. Greater recognition of the effectiveness of the relevant AML/CFT framework, the quality of supervision, and demonstrable alignment with EU AML/CFT requirements would help avoid

Name of the organisation	Question	Answer
		unnecessary duplication while maintaining effective risk management. We are also concerned that certain additional measures envisaged under Article 15, such as broad restrictions on products or services or the systematic collection of source of funds and source of wealth information irrespective of individual risk, may not always be consistent with the risk-based approach underpinning the AMLR. Further clarification on the circumstances in which such measures are expected would help ensure proportionate implementation and avoid unnecessary compliance burdens. We also question the extent to which customer consent can serve as a reliable mechanism for overcoming legal impediments to information sharing. In many jurisdictions: consent may not override statutory restrictions; customers may withdraw consent at any time; there may be uncertainty as to whether consent included in onboarding terms and conditions would be sufficient; and consent may not provide a sufficiently stable legal basis for long-term AML/CFT compliance arrangements. Clarification would therefore be beneficial regarding: the circumstances in which customer consent is expected to be used; the consequences of consent withdrawal; supervisory expectations where consent is not feasible or is not considered a legally robust solution; expectations and next steps in case the third country's law restricts or prohibits the transfer of data to the supervisor of the obliged entity in the Union; and the interaction with third-country legal frameworks.

Name of the organisation	Question	Answer
European Gaming and Betting Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We foresee important operational and legal challenges concerning: - restrictions on the sharing of suspicious transaction information; - supervisory access limitations; - data protection and confidentiality obligations; - and differing legal standards concerning access to customer and beneficial ownership information. The RTS should more clearly recognise that legal restrictions in third countries may arise in jurisdictions with robust AML/CFT frameworks and should therefore not automatically be treated as indicators of elevated ML/TF risk. We would encourage AMLA to provide further clarification on: - how obliged entities should reconcile conflicting legal obligations; - supervisory expectations where legal restrictions cannot realistically be overcome; - and how proportionality should apply depending on the risk profile and AML/CFT maturity of the relevant jurisdiction.
European Gaming and Betting Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We support the objective of ensuring effective supervisory oversight and a harmonised Union-level framework. However, we believe further clarification and proportionality would be beneficial regarding: • the practical feasibility of closure or restriction measures in cross-border structures; • how supervisory expectations should apply in jurisdictions with robust AML/CFT frameworks; and • the interaction between supervisory actions and conflicting

Name of the organisation	Question	Answer
		third-country legal obligations. We also believe the RTS should more clearly distinguish between: • unmanageable ML/TF risk; and • legal or technical incompatibilities arising in otherwise well-regulated jurisdictions. The existence of legal restrictions should not automatically lead to assumptions of elevated ML/TF risk or disproportionate escalation measures. With regard to restriction or closure measures, further clarification would be beneficial regarding their practical implementation in cross-border group structures. Parent undertakings may not always be able to implement such measures directly or immediately where subsidiaries are subject to local corporate, licensing, employment or regulatory requirements. The RTS should therefore clarify more strongly that such measures are intended as measures of last resort and should be considered only where material ML/TF risks remain unmanageable despite the application of reasonable alternative mitigating measures. The existence of legal impediments or conflicts of law should not, in itself, automatically justify closure or cessation measures. In addition, the RTS should clarify the factors that supervisors are expected to consider when assessing the appropriateness of such measures, including the nature of the legal impediment, the effectiveness of compensating controls, and the overall AML/CFT framework of the third country concerned. A risk-based and proportionate approach would help ensure that supervisory actions remain focused on addressing genuine AML/CFT risks rather than situations where compliance challenges arise primarily from conflicts of law or technical limitations outside the control of the obliged entity.

Name of the organisation	Question	Answer
		Given the complexity of cross-border group structures and the diversity of legal and supervisory frameworks in third countries, further clarity would also be beneficial regarding the assessment criteria supervisors are expected to apply when determining whether additional supervisory measures are appropriate. Consistent application across Member States will be particularly important to ensure legal certainty and avoid divergent supervisory outcomes. In this regard, consideration could be given to factors such as the effectiveness of the relevant third-country AML/CFT framework, the quality of local supervision, the nature of the legal impediment, the effectiveness of alternative mitigating measures, and the extent to which the obliged entity is able to demonstrate effective risk management despite the identified restriction. Greater clarity on these factors would support a more consistent, proportionate and risk-based application of supervisory measures across the Union.
European Gaming and Betting Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We support the objective of establishing clearer criteria for identifying the parent undertaking in the Union. However, we foresee operational uncertainty regarding concepts such as: “prominence”; operational influence; decision-making authority; and “customers” and whether the concept includes only customers with whom a business relationship is in place, or whether it includes occasional transactions as well. These concepts may be difficult to apply consistently across sectors and Member States, particularly for digital, decentralised or matrixed business structures.

Name of the organisation	Question	Answer
		We would encourage AMLA to consider whether additional objective criteria or further guidance could reduce the risk of divergent supervisory interpretations. At the same time, sufficient flexibility should be retained to allow groups to designate the parent undertaking based on the entity that is best placed to effectively discharge group-wide AML/CFT responsibilities. Relevant considerations could include the location of compliance expertise, governance and control functions, decision-making authority over AML/CFT matters, and the availability of resources necessary to implement and oversee group-wide compliance obligations. We also note that annual turnover alone may not always accurately reflect operational importance, risk exposure or AML/CFT influence within a group structure. Greater emphasis on the entity exercising effective AML/CFT oversight and control would help ensure that responsibilities are allocated in a manner that supports effective risk management and supervisory objectives.
European Gaming and Betting Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Points (v) and (vi) of Art 21 would require clarification. Both provisions refer to arrangements that “require” obliged entities to implement common policies or that “confer responsibility” for developing mandatory AML/CFT policies. These concepts imply the existence of a formal, binding or at least documented arrangement between entities. However, the RTS does not specify whether such arrangements must be contractual, governance-based, or otherwise legally enforceable. Without clearer guidance, supervisors may treat informal/ad-hoc practices as if they met the criteria, which could lead to inconsistent decisions and bring into scope structures that are not designed to operate group-equivalent AML/CFT controls.

Name of the organisation	Question	Answer
		Clear guidance on the need for formal, documented arrangements would enhance legal certainty. Although we support the objective of extending group-wide AML/CFT requirements to structures that, while not constituting formal groups, operate with a high degree of integration. Certain criteria related to shared branding, reporting lines, policy alignment, audit functions, may not indicate a sufficient level of integration or shared AML/CFT risks. We recommend introducing an explicit materiality and proportionality threshold, clarifying when group-wide requirements should apply only when common ownership, management or compliance control results in substantial influence over AML/CFT frameworks and risk management and customer life cycle management (onboarding, monitoring). These clarifications serve to improve legal certainty and reduce the risk of divergent supervisory interpretations, ensuring a more consistent application of the RTS.
European Gaming and Betting Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We foresee several concrete legal and operational challenges in implementing the RTS, particularly points that refer to “arrangements” that require entities to follow common AML/CFT policies or that confer responsibility for developing such policies, but the RTS does not clarify whether these arrangements must be formal, contractual, or otherwise legally binding. This creates legal uncertainty and may lead supervisors to treat informal or ad-hoc cooperation as meeting the threshold. A key challenge is the absence of a materiality and proportionality threshold, which makes it unclear when common ownership, management, or compliance control is sufficiently substantial to justify applying group-wide requirements. Without this clarification, entities may be required to implement

Name of the organisation	Question	Answer
		group-equivalent AML/CFT and customer lifecycle controls even where the level of integration is minimal, creating legal uncertainty and increasing the risk of divergent supervisory interpretations. Additionally, obliged entities may be part of franchise arrangements, licensing models or various commercial partnerships where the level of coordination and integration is difficult to assess even to the entities in question.
European Gaming and Betting Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Many of the criteria, such as the “right or ability to decide on strategy”, “coordination of management”, or “provision of essential technical information”, are open to interpretation, particularly in arrangements where influence may be contractual, operational, or practical. This creates a risk that different supervisors may reach different conclusions about which entity should be designated as the parent undertaking. In some organisational models, it is common for separate companies to provide centralised functions to multiple obliged entities without having any governance authority over them. For example, a group of independently owned obliged entities may rely on a central IT development company for core systems, while a separate shared-services company manages digital marketing and customer-facing platforms. Another entity may coordinate compliance-related systems or risk methodologies. Under Article 22, each of these entities could meet one or more criteria, making it unclear which should be designated as the parent undertaking. This ambiguity risks inconsistent supervisory outcomes and may assign responsibility to entities that lack the governance mandate to fulfil parent-level AML/CFT obligations. The other criterion in Art 22(2) raises practical concerns, as it may result in the designated parent undertaking changing from one

Name of the organisation	Question	Answer
		year to the next if different entities alternate as the highest-turnover entity. This would create instability in governance, disrupt continuity in AML/CFT oversight, and require frequent reallocation of responsibilities, documentation updates, and supervisory notifications. In structures where several obliged entities have comparable turnover, it is plausible that Entity A is the highest-revenue entity one year, while Entity B surpasses it the next. Under the current drafting, this would imply an annual shift in the parent undertaking, which is not operationally feasible for effective AML/CFT risk management. We recommend that the RTS introduce a prioritisation of criteria, giving precedence to entities exercising effective functional control over the AML/CFT framework. Primary weight should be given to control over compliance functions, AML systems, AML/CFT risk assessment, while branding or cost-sharing (cost center) should be secondary. The RTS should also serve to clarify that functional AML/CFT control should prevail over formal ownership and that the turnover-based fallback rule should not override this principle.
European Payment Institutions Federation	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We wish to raise a concern regarding the definition of "network" set out in Article 2(3) of the draft RTS. As currently drafted, the definition captures any structure established by two or more entities based on an agreement, contract or similar arrangement where entities carry out activities in a framework aimed at cooperation, common profit- or cost-sharing, common business strategy, shared compliance policies, procedures or controls, or use of a common brand — provided the relationship is established under common ownership, management or common compliance control. Our concern is that this definition contains no territorial nexus to

Name of the organisation	Question	Answer
		the European Union. There is no requirement that the network, or any part of it, operates within, has a presence in, or provides services into the EU. As a result, the definition risks casting an excessively broad net, potentially bringing within scope structures and arrangements that are entirely external to the EU and that pose no direct risk to the Union's financial system or its AML/CFT objectives. This absence of an EU nexus raises several issues: 1. Disproportionate extraterritorial reach — Without an explicit link to the EU, the definition could be interpreted to subject purely non-EU networks to EU group-wide AML/CFT requirements, extending AMLA's regulatory purview beyond what is necessary or proportionate to protect the EU's financial system from ML/TF risks. 2. Legal uncertainty for obliged entities — Obliged entities with international operations may face uncertainty as to whether structures or cooperative arrangements they participate in outside the EU fall within scope, creating compliance burdens that are difficult to assess or manage in practice. 3. Misalignment with the risk-based approach — The stated objective of these RTS is to target structures where the application of group-wide AML/CFT measures is "both necessary and proportionate" (as noted in recital 23 and the background rationale). A definition that lacks any EU territorial connection undermines this proportionality objective. We recommend that the definition of "network" in Article 2(3) be amended to include a clear EU nexus requirement — for example, by specifying that at least one obliged entity within the network must be established in, or carry out regulated activities within, the European Union. This would ensure that the scope of the RTS remains appropriately targeted at structures posing a genuine risk

Name of the organisation	Question	Answer
		to the EU's AML/CFT framework, while avoiding undue regulatory overreach into arrangements that are wholly external to the Union. This amendment would be consistent with the overall architecture of Regulation (EU) 2024/1624, which applies to obliged entities operating within the EU, and would better align the definition with the proportionality and risk-based principles that underpin the draft RTS.
European Payment Institutions Federation	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Yes
European Payment Institutions Federation	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Yes. The draft RTS acknowledge that group-wide information sharing is not absolute and must respect national or EU law which protects privileged communications or professional secrecy. It remains unclear how such conflicts should be resolved in practice. On a separate note, group entities headquartered outside the EU may have to respect local regulatory requirements in relation to data privacy and data sharing. The requirement to comply with local legal interpretations can result in an inconsistent implementation across entities. Yes. The draft RTS explicitly recognise that local laws may prohibit or severely restrict information sharing, requiring additional mitigating measures. Determining when a legal impediment is genuine can be legally sensitive and may be scrutinised by supervisors. Standardised interpretations for each jurisdiction would ensure a more harmonised approach, rather than relying

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		on different interpretations by legal professionals. Moreover, groups must define clear internal policies. This requires a level of formal documentation and auditability that many groups—particularly those which include non-financial entities—are not yet equipped to meet. Allowing more flexibility concerning non-financial entities would reduce the implementation costs and compliance burden.
European Payment Institutions Federation	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes. A key operational challenge lies in accurately identifying and evidencing third country legal restrictions that genuinely prevent the application of group wide AML/CFT requirements. Third country laws restricting data sharing are often fragmented and subject to administrative interpretation. The need to obtain local legal opinions on an ongoing basis creates significant costs and delays. This creates uncertainty as to when the test of minimum actions and additional measures is met. Moreover, while some countries would prohibit the sharing of information, even where partial sharing is possible, the scope, format and frequency of permissible information exchange may be constrained by legal requirements, limiting the effectiveness of group level oversight. Groups may face difficulties in standardising alternative measures across different third countries due to varied legal restrictions, which can create a gap between the formal implementation of the any measures and the outcome expected by supervisors. Furthermore, differences in supervisory interpretation across Member States may lead to inconsistent expectations regarding the adequacy of mitigating measures.

Name of the organisation	Question	Answer
European Payment Institutions Federation	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Please see our previous comments.
European Payment Institutions Federation	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Article 16 may create actual supervisory, commercial, and operational risks for groups headquartered outside the EU but operating in the EU through subsidiaries or branches. The biggest implication is that EU supervisors can force the EU parent/obliged entity to restrict, reduce or even shut down the group's non-EU operations if AML/CFT risks in the third country are not effectively managed. Even if the group's headquarters is outside the EU, Article 16 empowers EU supervisors to pressure the EU-based obliged entity to impose controls on the group's third country branches/subsidiaries. This means: •EU supervisors can effectively dictate AML/CFT standards for parts of the group outside the EU. •The non-EU parent company loses autonomy over how its global AML/CFT framework is implemented. •As a result, the non-EU group may face regulatory pressure from the EU that conflicts with local laws or business strategies. Similarly, If the EU supervisor finds AML/CFT risk management insufficient in the branch located outside EU, it can require the EU entity to ensure that the non EU branches/subsidiaries: •Stop onboarding new clients. •Stop certain transactions or categories of transactions. •Reduce or terminate existing business relationships.

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		•Close down some or all operations in the third country.
European Payment Institutions Federation	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The concept of "head office" is not defined in the AMLR. Including a definition would therefore improve legal certainty and ensure consistent application across Member States, particularly in cases involving groups with complex cross-border structures. This is especially important when identifying the parent undertaking in the Union, as divergent interpretations could lead to inconsistent supervisory outcomes. Such clarification would remain within AMLA's mandate, provided the definition is limited to specifying objective indicators relevant for AML/CFT supervision, rather than creating a new substantive legal concept. Moreover, in relation to the Article 17 of the draft RTS on determination of sufficient prominence, the number of branches or establishments with physical presence could be considered as a key indicator of prominence, as it reflects the depth and structural embedding of an OE within the Union. Unlike customer numbers or transaction volumes, which may fluctuate or be concentrated in specific business lines, a broad physical presence demonstrates a sustained operational footprint, local market integration, and ongoing exposure to multiple supervisory jurisdictions. Therefore, the number of branches could either serve as an additional standalone criterion or be incorporated alongside existing metrics to better capture the organizational complexity and supervisory relevance of the entity within the group. Article 18 states that the determination of sufficient prominence shall prevail over the determination of sufficient understanding of

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		operations. We wish to raise a concern that sufficient understanding of operations should prevail over prominence, considering it identifies the entity that actually knows and manages the group's risks and operations. While prominence reflects size, it does not guarantee insight, control, or involvement in AML/CFT frameworks. "Sufficient understanding of operations" should not be considered as overly discretionary since Article 18 already contains objective, verifiable indicators that materially constrain supervisory judgment and ensure consistent application. Indicators can be evidenced through governance structures, mandates, reporting lines, and contractual arrangements. In addition, the provision includes an objective fallback criterion (the highest number of compliance full-time equivalent staff) where the primary indicators do not clearly identify the relevant entity. This further limits supervisory discretion. Prioritizing understanding therefore supports a risk-based and effective supervisory approach. The entity with operational knowledge and control over AML/CFT frameworks is better placed to engage with supervisors, provide accurate information, and ensure effective implementation of controls. By contrast, "prominence" mainly reflects size and does not necessarily demonstrate effective oversight or understanding of group-wide risks.
European Payment Institutions Federation	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The notion of "common management" could encompass a wide range of arrangements, potentially leading to divergent interpretations across jurisdictions. "Shared compliance controls or functions" may arise without necessarily implying integration

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		comparable to a group structure. In DNFBP sectors (e.g. legal, notaries), shared infrastructure or governance does not necessarily entail shared arrangements, therefore this may lead to inconsistent outcomes across sectors. Article 21(2) provides that structures which share common ownership, management or compliance control — including partnerships, networks or franchises as defined in Article 2 — shall be subject to group-wide equivalent requirements where they fulfil at least one of the listed conditions. These conditions repeatedly reference "two or more obliged entities" sharing ownership, management or compliance control elements, but contain no explicit requirement that those obliged entities be established in the European Union. For example: • Article 21(2)(a)(i) refers to "two or more obliged entities" sharing a common majority shareholder; • Article 21(2)(b)(ii) refers to "two or more obliged entities" having a common management body; • Article 21(2)(c)(i) refers to "two or more obliged entities" operating under common policies, procedures or controls. In none of these conditions is it specified that the relevant obliged entities must be located in, or carry out activities within, the EU. This omission compounds the concern already raised in relation to Article 2(3): the absence of an EU territorial nexus means that the conditions for triggering group-wide equivalent requirements could theoretically be satisfied by structures composed entirely of entities outside the Union.

Name of the organisation	Question	Answer
		This creates the following risks: 1. Overly expansive regulatory capture — Structures operating entirely outside the EU could fall within scope simply because their constituent entities happen to qualify as "obliged entities" under broad AMLR definitions. Without a clear EU nexus, this provision risks bringing within scope arrangements that have no meaningful connection to the EU's financial system or its AML/CFT objectives. 2. Regulatory overreach beyond AMLA's supervisory mandate — AMLA's supervisory competence is inherently tied to the EU. Applying group-wide equivalent requirements to structures without an EU nexus would effectively extend the reach of EU AML/CFT regulation to purely extraterritorial arrangements, going beyond what is necessary or proportionate. 3. Inconsistency with Section 5 of the draft RTS — By contrast, Articles 17–20 (Section 5), which address the identification of the parent undertaking where the head office is outside the EU, explicitly and repeatedly reference "obliged entities established in the Union." This territorial anchor is conspicuously absent from Article 21 and the conditions thereunder, creating an inconsistency within the same instrument. 4. Practical compliance challenges — Obliged entities with international operations will face significant uncertainty in determining whether structures they participate in outside the EU trigger Article 21, potentially leading to over-compliance or regulatory arbitrage depending on interpretation.

Name of the organisation	Question	Answer
		We recommend that Article 21(2) be amended to include a clear EU nexus requirement — specifying that the conditions for triggering group-wide equivalent requirements apply only where at least one of the obliged entities within the structure is established in, or provides services into, the European Union. This would align Article 21 with the territorial logic underpinning Articles 17–20 of the same RTS and ensure that the scope of group-wide equivalent requirements remains proportionate, targeted, and consistent with AMLA's supervisory mandate.
European Payment Institutions Federation	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Obliged entities may struggle to determine with sufficient legal certainty whether Article 21 applies. Moreover, some structures with limited or no shared customer risk management could be required to implement group-like AML/CFT measures, creating disproportionate compliance burdens.
European Payment Institutions Federation	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	In practice, particularly for complex structures, it might be difficult to identify a single entity that unequivocally fulfils the role of parent undertaking. Further clarification on whether the criteria should be applied cumulatively or based on a predominant influence assessment would improve clarity. Moreover, the EU parent undertaking might not have the legal authority to impose AML/CFT measures on other members of the structure. The application of the criteria to financial and non-financial sector may lead to disproportionate compliance expectations.
European Precious Metals	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The precious metals industry generally supports the definitions, such as “structure”, “network”, “partnership”, and “franchise”, proposed in Article 2 and welcomes AMLA's efforts to establish a harmonised framework applicable across sectors. However, further clarification would be beneficial regarding the

Name of the organisation	Question	Answer
		application of certain definitions to non-traditional business structures frequently encountered in the precious metals sector. International precious metals groups often operate through combinations of trading entities, sourcing entities, refining operations, logistics providers and distribution networks that may not always fit within traditional "parent-subsidiary" structures. We therefore encourage AMLA to provide additional examples illustrating the application of the definitions to non-financial sector groups and structures, including trading networks, franchise-like arrangements and entities operating under common compliance frameworks.On the top, we note that the definition of “structure” (p.16) and the related concepts may be interpreted very broadly, potentially including arrangements that are, in practice, purely commercial relationships without common compliance control. In sectors such as precious metals and recycling, long-term supplier or customer relationships may involve cooperation, shared standards or operational alignment, but do not constitute structures with common ownership, management, or compliance control. We therefore suggest clarifying that the scope of “structure” should be limited to arrangements where there is demonstrable and effective control over compliance functions or decision-making processes, comparable to group-like situations. This would ensure legal certainty and prevent unintended extension of group-wide requirements to ordinary supply chain relationships. Such clarification would improve legal certainty and facilitate consistent implementation across Member States.
European Precious Metals	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	The EPMF supports the minimum requirements proposed in Article 3 and welcomes AMLA's objective of ensuring consistent AML/CFT standards across groups.

Name of the organisation	Question	Answer
	indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements appear sufficiently comprehensive and proportionate. In particular, we support AMLA's emphasis on risk-based implementation and flexibility. Article 3a: The text refers only to the Group Compliance Manager and the Group Compliance Officer; however, the Group Anti-Money Laundering Officer should also be included here if such a position exists within the respective group. Article 3a refers to Article 16(2) of Regulation (EU) 2024/1624, which explicitly mentions the Group Anti-Money Laundering Officer. We also recommend that AMLA explicitly recognise that obliged entities may rely on existing sector-specific compliance frameworks where appropriate. In the precious metals sector, relevant examples include LBMA Responsible Sourcing Programme, Responsible Jewellery Council (RJC) standards, OECD Due Diligence Guidance for Responsible Mineral Supply Chains. Recognition of these frameworks would reduce duplication while supporting effective risk management and increasing efficiency. We also suggest clarifying that the calibration of group-wide requirements should not only consider the size and complexity of the group, but also the degree of effective control over the relevant activities and entities. Particularly, risks arising from external supply chains should not automatically trigger the same requirements as risks arising from controlled entities within a group. Additional guidance on proportional application for SMEs and family-owned groups would also be beneficial.
European Precious Metals	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you	The EPMF supports effective information sharing within groups as an important component of AML/CFT risk management. However, several operational and legal challenges may arise for internationally active precious metals businesses. First, groups

Name of the organisation	Question	Answer
	foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	frequently handle commercially sensitive information concerning sourcing arrangements, supplier relationships, pricing structures, trading strategies, logistics networks. The interaction between AML/CFT information-sharing obligations and commercial confidentiality requirements should therefore be clarified. Second, operations in third countries may be subject to data localisation requirements, privacy laws, commercial secrecy obligations, restrictions on beneficial ownership information. These restrictions may limit the ability to share information across group entities. We therefore recommend to have additional guidance on the application of the "need-to-know" principle, clarify the interaction with confidentiality obligations and to provide practical examples for non-financial sector groups like the precious metals industry (including refiners recyclers). It will be also important to recognize that local legal restrictions may require alternative compliance solutions. We therefore propose that the RTS explicitly clarify that information sharing obligations: - are limited to information that is available, reliable and legally shareable within the group; and - do not extend to third-party derived or unverified information without appropriate safeguards.
European Precious Metals	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	The EPMF supports AMLA's objective of ensuring effective AML/CFT controls where third-country laws restrict implementation of group-wide requirements. However the precious metals businesses frequently operate globally through sourcing, refining and trading arrangements that

Name of the organisation	Question	Answer
	procedures and controls? If so, please describe the challenges and provide practical examples.	involve jurisdictions with significantly different legal frameworks. Practical challenges may include: - restrictions on data transfers; - confidentiality obligations; - imitations on beneficial ownership information; - restrictions on customer information sharing. In some cases, local legal requirements may directly conflict with group-wide compliance expectations. We therefore encourage AMLA to provide additional guidance regarding acceptable mitigating measures and examples of proportionate solutions where full implementation is not legally possible. Particular attention should be given to non-financial sector businesses, like precious metals refining and recycling, operating through international commodity supply chains. We therefore suggest reinforcing the principle that: - additional measures should be applied in a progressive and risk-based manner; and - termination or exit measures should be clearly framed as a last resort, applicable only where risks are demonstrably unmanageable. In addition, the RTS must explicitly recognize sector-specific due diligence frameworks (e.g.: LBMA, RJC etc.) as valid mitigation tools.
European Precious Metals	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes, the EPMF foresees challenges where local laws restrict: - collection of customer information; - access to beneficial ownership information; - transfer of personal data; - sharing of transaction information. Such situations are particularly relevant for precious metals sourcing and trading activities conducted in certain third-country

Name of the organisation	Question	Answer
		jurisdictions. In practice, firms may face legal uncertainty regarding the extent to which information can be transferred to group compliance functions located in the EU. It would be good to provide clearer examples of acceptable alternative measures, guidance on risk-based escalation processes, clarification on supervisory expectations where information gaps remain despite reasonable efforts. The final RTS should recognise that some legal impediments cannot be fully overcome by obliged entities.
European Precious Metals	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The industry agrees that competent authorities should have the ability to impose additional supervisory measures where material AML/CFT risks remain unmanaged. However, the proposed framework should ensure that measures remain, proportionate, risk-based, operationally feasible. In particular, restrictions on business relationships or the closure of operations may have significant commercial consequences and should only be considered where less intrusive measures have proven ineffective. For internationally active precious metals businesses, supply chains often involve multiple jurisdictions and counterparties. Supervisory decisions should therefore take account of: - the specific risk involved; - the effectiveness of alternative mitigating measures; - the degree of control exercised by the parent undertaking - explicitly sector-specific constraints, including limited control over third-party entities and reliance on global supply chains.

Name of the organisation	Question	Answer
		Additional guidance on the circumstances under which supervisory measures may be applied would improve legal certainty. It is critical to ensure consistency between the different competent authorities to not disrupt the EU internal market.
European Precious Metals	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The EPMF agrees that the proposed approach should improve consistency and reduce uncertainty. However, we note that annual turnover may not always be the most appropriate criterion in the precious metals sector. Turnover levels can fluctuate significantly due to: - commodity price movements; - trading volumes; - market volatility. As a result, turnover may not always reflect operational significance, compliance capabilities nor effective management control. We therefore support the use of turnover as one factor among several indicators, rather than as a decisive criterion in isolation. financial sectors. We would also suggest placing greater emphasis on qualitative criteria, in particular: - the ability to design, implement and enforce AML/CFT policies; and - the capacity of compliance functions. This would ensure that the designated parent undertaking is effectively able to fulfil its role in practice.
European Precious Metals	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The EPMF welcomes AMLA's effort to address structures that fall outside traditional corporate group arrangements. This is particularly relevant to the precious metals sector, where business activities may be organised through networks of

Name of the organisation	Question	Answer
		affiliated entities, common ownership arrangements or shared compliance functions. The proposed conditions are appropriate. However, additional examples would help clarify: - when a structure should be treated as equivalent to a group; - when common ownership alone is insufficient; - the role of shared compliance functions; - treatment of industry-specific trading structures. Further guidance would improve legal certainty and consistent application across Member States, which is critical to ensure level playing within the EU.
European Precious Metals	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The industry foresees several operational challenges. Many precious metals structures are commercially decentralised despite sharing ownership, management and compliance resources. As a result, implementation of group-wide requirements may be more complex than in traditional corporate groups. Challenges may include: - differing IT systems; - varying compliance maturity levels; - distinct customer bases; - legal restrictions in different jurisdictions. The RTS should therefore continue to emphasise proportionality and flexibility in implementation. We suggest explicitly recognizing that: - the application of group-equivalent requirements should be limited to cases where sufficient coordination and control mechanisms exist; and - proportionality should be carefully applied to avoid imposing

Name of the organisation	Question	Answer
		impractical obligations on independent business partners. Additional sector-specific examples would be helpful.
European Precious Metals	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The EPMF agrees with the objective of identifying a responsible entity within the EU for sake of transparency and efficiency. The criteria proposed in Article 22 appear suitable. However, the final RTS should ensure sufficient flexibility for structures where decision-making is decentralised, ownership is shared among multiple entities and/or compliance functions are distributed across jurisdictions. The identification process should focus on the entity that is best positioned to exercise effective AML/CFT oversight rather than relying exclusively on financial indicators. A combination of qualitative and quantitative criteria is therefore preferable. The industry would welcome additional examples illustrating how the criteria would apply in non-financial sectors, including precious metals trading, refining, recylcing and distribution groups.
EY	Question 1 Do you have any observations concerning the definitions laid out in article 2?	EY is a network of independent and locally owned firms providing accountancy, auditing, tax and consulting services. We support the objective of providing clear and harmonised guidance on group-wide AML/CFT requirements. We also note that obliged entities within the EY network operate within a broader international AML/CFT framework and are required to comply not only with the AMLR and related RTS, but also with other established standards, including those issued by the Financial Action Task Force (FATF). However, we have significant concerns regarding both the scope and practicality of the draft RTS.

Name of the organisation	Question	Answer
		The proposals do not adequately reflect the reality of network structures and create uncertainty in key areas, including definitions, enforceability of group-wide compliance, cross-border data sharing, and the risk of inconsistent application. In particular, the RTS appears to treat indicators of coordination—such as common branding, strategy, policies or shared services—as proxies for control, potentially extending obligations beyond the scope of the AMLR and capturing entities that are not themselves obliged entities and imposing highly onerous obligations on the single obliged entity that is identified as the parent undertaking, potentially in circumstances where none of the indicators – let alone any real authority or power – exist between such entity and all of the relevant obliged entities. This raises questions as to alignment with Articles 16(4) and 17(3) AMLR. We also seek clarification on the treatment of Europe based third-country firms, i.e. obliged entities that are subject to harmonised control or oversight by a third-country parent or entity, as well as networks that have no parent entity within the EU but operate under the general oversight of a non-EU body. It is unclear whether and to what extent such structures fall within the scope of the RTS and, if so, on what legal basis group-level obligations could be imposed or enforced. We are also concerned that the approach is overly intrusive relative to its objective, as it imposes group-like requirements on structures that lack the legal and operational basis to function as compliance groups. Response to Q1: A number of definitions in Article 2 appear overly expansive when

Name of the organisation	Question	Answer
		applied to the non-financial sector and may unintentionally include arrangements that do not possess the legal or operational characteristics required to support group-level AML/CFT obligations. In particular, the concepts of “structure”, “network”, “partnership” and “franchise” place significant weight on elements such as cooperation, shared strategy, branding, profit or cost allocation, and common compliance frameworks. From the perspective of non-financial obliged entities, these definitions do not adequately differentiate between integrated structures with enforceable AML/CFT oversight and commercial, professional, or brand-driven relationships that involve some level of coordination or shared infrastructure but lack a centralized compliance function or the legal ability to impose such a function. There should also be a clarification on where the control and authority lies in multi-layered/structured organisations. We also observe that the lack of clarity on definitions also impacts structures in other industries, for example the investment funds sector, where there is an association between the funds and management companies. Differences in interpretation of broad definitions will create unnecessary inconsistency between sectors.
EY	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	These minimum requirements are clear.
EY	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the	We expect significant legal and operational challenges in implementing the information-sharing requirements, particularly

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	provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	in professional services structures made up of separate legal entities with different regulatory statuses and confidentiality obligations. The draft RTS does not adequately address situations where some entities are obliged entities and others are not, or where information is protected by legal professional privilege or similar national rules. In such cases, unrestricted sharing of AML/CFT information may not be legally permissible. The final RTS should therefore clearly confirm that information sharing remains subject to applicable privilege and confidentiality constraints. Further challenges arise in third-country contexts, where data protection, secrecy or localisation rules may restrict the transfer or use of information under Articles 4 to 9. Although the draft RTS refers to mitigating measures such as customer consent, consent will not usually be an appropriate or legally valid mechanism in this context. The final RTS should therefore make clear that entities must take reasonable and lawful steps to facilitate information sharing, rather than be expected to deliver outcomes that may be legally impossible in certain jurisdictions. However, the principles of information sharing between connected obliged entities within network structures, other than those meeting the definition of 'group', (as referenced in the RTS), are sound and it would be beneficial to receive further guidance on how information sharing within non-group networks might be best achieved.
EY	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures	As described in section 3, question 3, we expect significant legal and operational challenges to implementing the minimum

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	required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	actions and additional measures where third country law restricts the application of group-wide AML / CFT policies, procedures and controls. The challenges are as described in our response to question 3.
EY	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	As above, there are risks arising from limitations on group-wide information sharing imposed by local legal frameworks. In such cases, it is unclear how entities are expected to comply with group-wide information sharing requirements, and what alternative approaches would be considered acceptable. Clarification on this would improve operational clarity.
EY	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The RTS sets out a methodology for identifying a "parent undertaking in the Union" responsible for group-wide compliance, and we acknowledge that this framework may be sufficiently clear in the context of traditional corporate group structures where a parent undertaking exercises legal control over its subsidiaries and can enforce compliance obligations downwards. However, this approach does not address, and indeed is fundamentally ill-suited to, structures such as partnerships and networks that operate on the basis of mutual recognition and adherence to shared standards rather than hierarchical control. In such structures, there is no legal basis on which one member firm can compel another to implement group-level AML/CFT measures. Assigning responsibility for group-wide compliance to a single entity, for instance on the basis of highest turnover in the EU, does not resolve this problem. It merely designates a responsible party without conferring on it any power to enforce compliance across the network. In the worst case, an entity would bear regulatory responsibility without any corresponding legal authority to discharge it. The RTS must address this

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		structural gap explicitly and clarify how group-wide obligations are intended to operate, and be enforced, in the absence of a controlling legal relationship between network members.
EY	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We support AMLA's aim of enhancing legal certainty and supervisory transparency through structured criteria and notification. However, from a non-financial perspective, these criteria may not always identify the entity best suited to act as Union parent in practice. Articles 17–19 place weight on metrics such as "prominence" (e.g. transaction volume, customer numbers, turnover) and governance indicators. In non-financial sectors, these do not necessarily reflect AML/CFT capability. For example, the largest entity by turnover or customer base may not have the legal authority to compel execution of compliance measures and transaction metrics may be of limited relevance. We therefore have concerns about the use of turnover as a fallback criterion, as it is not a reliable proxy for control, risk understanding or compliance capacity. The RTS should clarify that, for non-financial sectors, the preconditions for designation are demonstrable governance authority, access to information, and the practical ability to oversee AML/CFT, rather than reliance on turnover where this would lead to a misaligned outcome.
EY	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 raises significant concerns for non-financial obliged entities. Paragraph 2 applies group-equivalent requirements based on satisfaction of any one item in a wide range of criteria—such as common ownership, management, strategy, shared services, policies, or branding—which are overly broad and risk capturing structures that are not, and cannot be, integrated for

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		compliance purposes. The key issue is that the provision treats indicators of coordination as if they demonstrated control or confer power or authority. In practice, most of these indicators do not of themselves establish the authority to impose and enforce AML/CFT requirements. This concern is compounded by inconsistency with recital 27, which suggests that cooperation-based arrangements should fall outside scope, creating legal uncertainty and a risk of divergent supervisory interpretations. We also recommend that clarification is issued as to the distinction between a group and a network.
EY	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We anticipate significant legal and operational challenges when applying Article 21 to structures that are not traditional groups. These challenges are particularly pronounced where the structure was not designed to support shared compliance controls and lacks a central authority able to enforce AML/CFT standards across member entities. Key challenges include: • Fragmented governance: Even where some level of coordination or common strategy exists, AML/CFT decision-making typically remains local. The RTS do not adequately explain how central expectations should align with decentralised responsibility. For instance, professional networks may share branding, training, and quality standards, yet retain full autonomy over client acceptance decisions, risk assessment, reporting, and file access. Despite this, such structures could fall within scope under Article 21 without having the legal authority or means to

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		implement group-equivalent controls. • Legal authority and enforceability: as explained further in the response to question 10, there is significant concern that a designated parent undertaking will lack the legal authority to impose AML/CFT policies, require remediation, access customer data, or enforce participation in shared risk assessments. This creates a clear mismatch between regulatory expectations and actual legal power. • Absence of shared compliance infrastructure: Many non-financial structures do not operate with central compliance systems, investigation functions, or harmonised risk methodologies. Establishing such infrastructure solely to meet group-equivalent requirements would be disproportionate. • Data-sharing and confidentiality constraints: Independent obliged entities may not have the legal, contractual, or technical ability to share the type of information required under Articles 4 and 21. This issue is particularly acute where professional secrecy or local confidentiality obligations apply. It is further noted that GDPR does not stop information sharing because AML is a public necessity unless a country has banking privacy and confidentially laws that go beyond the GDPR. Ongoing clarity between the AMLR obligations to share information and the GDPR requirements to protect personal information should continue to be made. • Liability without control: If an entity is designated as the parent undertaking under Article 22, it may be held accountable for deficiencies in entities it neither owns nor controls in a legally enforceable manner. We therefore recommend that AMLA introduce a clear exception for non-integrated structures where no entity has binding authority to enforce AML/CFT controls or to access and review

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		customer-level information across the structure • Sanctions compliance – we would suggest including provisions for carve out or licence requests that the parent undertaking could avail of where there is lack of enforceability due to no national obligations existing in certain countries in the organisation's structure.
EY	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We do not consider Article 22 to be effective in identifying the Union parent where multiple obliged entities are involved. Large networks (which are not groups) containing non-financial sector obliged entities are likely to contain many obliged entities. As a result of the broad criteria listed in article 22, this is likely to mean that there are multiple entities that fit the one or more of the criteria to be the designated "parent undertaking". There are no grounds for concluding that the entity out of this subset with the highest annual turnover will be the one that has the most ability to fulfil AMT/CFT parent responsibilities in respect of all of the obliged entities in the network. Such an entity may well not satisfy any of the criteria in respect of some or most of the obliged entities in the network. That is why there is a significant concern that an entity could be legally responsible, but, in some cases in accordance with national legal requirements, without the corresponding power or authority. Moreover, even if it did satisfy at least one of the criteria in respect of all of the obliged entities, the criteria are so broad that there is significant concern that it would still not have the power and ability to fulfil AMT/CFT parent responsibilities.

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		For example, an entity may oversee branding, technology or shared services without having the authority to impose AML/CFT requirements on independent firms. Similarly, entities managing costs or providing critical services may lack access to client information or the ability to influence local risk decisions. In non-financial structures, the reference to entities providing "essential technical information or critical services" is particularly wide and may capture coordination or service entities rather than those exercising compliance or managerial control.
Febelfin	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We consider that the minimum requirements listed in Article 3 of the draft RTS provide a solid foundation; however, they would benefit from further clarification and the inclusion of additional key elements to ensure a comprehensive and effective framework at group level. In particular, we recommend the following enhancements: 1. Training and Awareness Article 3 does not explicitly address training and awareness, which are critical components of an effective AML/CFT framework. We recommend including a requirement for a mandatory group-wide AML/CFT training framework, with clearly defined minimum standards. These should cover, at a minimum: • The frequency of training, ensuring it is provided on a regular and risk-based basis; • The target audience, explicitly including not only operational staff but also senior management and governing bodies, given their key role in setting the tone from the top. 2. Whistleblowing and Internal Reporting Although whistleblowing could be considered implicitly covered under governance arrangements, it is not explicitly addressed in Article 3. To strengthen internal controls, we recommend introducing provisions for a group-wide whistleblowing

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		framework, including: • Specific channels and procedures for reporting AML/CFT and sanctions-related breaches; • Clear safeguards to ensure the protection of whistleblowers, in line with best practices and applicable legal requirements. 3. Crisis Management and Incident Handling Given the importance of a timely and coordinated response to serious AML/CFT failures, Article 3 should also explicitly cover incident management. In this respect, we recommend including requirements for a group-wide incident response framework, with: • Clearly defined procedures for handling major compliance breaches and sanctions violations; • Established communication protocols towards relevant stakeholders, including supervisory authorities and Financial Intelligence Units (FIUs). Overall, incorporating these elements would enhance clarity, promote consistency across groups, and strengthen the effectiveness of internal policies, procedures, and controls in managing AML/CFT risks.
Febelfin	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	With respect to Article 4 of the RTS on information sharing within a group, it should be noted that current market practice within financial groups often relies on shared databases or platforms, safeguarded by role based access controls. Under these models, access to data is strictly differentiated, with highly sensitive information relating to money laundering, terrorist financing or targeted financial sanctions typically restricted to compliance or specifically authorised profiles, while less sensitive data is accessible more broadly. The drafting of Article 4 RTS appears to be premised on a model of case by case information sharing on a

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		strict need to know basis, rather than on the existence of controlled shared infrastructures. Absent further clarification, this may give rise to uncertainty as to whether existing shared database models remain compatible with the RTS, or whether obliged entities would be expected to replace them with more fragmented, transactional forms of information exchange. Such an interpretation would represent a significant departure from established and efficient market practice and could undermine operational effectiveness without a corresponding risk mitigation benefit. Furthermore, Article 4 RTS specifies that information sharing must at least cover cases involving common customers. In practice, however, situations frequently arise where an individual or entity is not yet a customer of one group entity but is a prospective customer, while another group entity already holds adverse AML relevant information. From a preventive AML/CFT perspective, it is essential that such information can be shared so that the entity considering onboarding the prospect can make an informed, risk based decision. Clarification that information sharing may extend to prospective customers, where relevant for the prevention of money laundering or terrorist financing, would therefore be consistent with the objectives of the AMLR. Finally, while the RTS repeatedly refers to the principles of data minimisation and strict necessity, it provides limited guidance on when information must be shared and on what categories of data are considered strictly necessary in typical AML scenarios. In the absence of more concrete parameters, there is a risk of divergent interpretations by national data protection authorities across Member States. Such divergence could undermine the objective of a harmonised EU AML framework and conflict with the ratio legis of Regulation (EU) 2024/1624, which seeks to establish a

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		common rulebook. Additional clarification in the RTS on permissible information sharing models, the treatment of prospective customers and the application of the strict necessity test would therefore materially enhance legal certainty and supervisory consistency.
Febelfin	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Under Article 48 of Regulation (EU) 2024/1624, obliged entities are expressly permitted to rely on third parties for the performance of certain customer due diligence measures, provided that the regulatory conditions governing such reliance are met and that full responsibility remains with the relying entity. In practice, this reliance is frequently organised through cooperative arrangements involving multiple financial institutions and a central third entity, which itself qualifies as an obliged entity. These arrangements are typically established to pool resources, share costs and reduce duplication of AML/CFT controls, while preserving the individual obligations and accountability of each participating institution. In such reliance arrangements, the central entity generally operates on the basis of stand alone AML/CFT policies, procedures and controls, which are validated or approved by the shareholder or participant institutions. These policies are not embedded in, nor subordinated to, the group wide AML/CFT frameworks of the individual shareholder institutions within the meaning of Article 16 AMLR. Nonetheless, based on the broad and autonomous definitions introduced in Article 2 of the draft RTS, combined with the scope extending provisions in Articles 21 and 22, there is a material risk that these reliance arrangements could be characterised as networks or partnerships. This characterisation may follow from the existence of contractual arrangements between at least two obliged entities, the objective

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		of cost sharing, and elements of common compliance control exercised through validation or approval rights. If such reliance networks were to fall within the scope of Articles 21 to 22 RTS, this would trigger the application of group wide or group equivalent requirements under Sections 2 and 3 of the RTS, including consolidated governance frameworks, group level risk assessments and extensive intra structure information sharing obligations. Such an outcome raises serious concerns from a proportionality and coherence perspective. These arrangements are not structured, nor intended, to function as integrated groups comparable to those envisaged by Article 16 AMLR. Imposing the full set of group wide requirements would likely necessitate the development of complex governance arrangements, reporting mechanisms and dedicated IT infrastructures for information sharing across otherwise independent institutions. The resulting increase in compliance costs would appear difficult to reconcile with the rationale of Article 48 AMLR, which is explicitly designed to facilitate efficient and proportionate reliance between obliged entities while maintaining appropriate safeguards. Against this background, it would be advisable for the RTS to clarify that reliance arrangements established in compliance with Article 48 AMLR, including multi party reliance networks involving a central obliged entity, do not fall within the scope of Sections 2 and 3 of the RTS, provided that each relying obliged entity retains its own AML/CFT responsibility and has appropriate contractual and oversight arrangements in place. Such clarification would enhance legal certainty and better reflect the risk based and proportional approach underlying the AMLR.
Febelfin	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or	A related concern also arises in the context of joint minority ownership structures. In practice, multiple financial institutions

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	more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	may hold minority shareholdings in another obliged entity, such as a payment institution, and exercise comparable levels of influence, for example through joint validation of AML/CFT policies. In these scenarios, no single shareholder exercises dominant control or holds a majority stake. Under Article 22 RTS, where the qualitative criteria do not lead to a clear identification of a parent undertaking, the fallback criterion based on the highest total annual turnover would apply. This could result in the designation of a single entity as the parent undertaking for AML purposes solely on the basis of turnover, even where that entity has only a limited ownership interest and no greater degree of control than the other shareholders. As annual turnover may vary from year to year, a different entity may be designated as the parent undertaking over time, thereby triggering the application of Sections 2 and 3 to that entity. Such recurring changes in designation are inefficient, increase compliance costs, and elevate the risk of compliance breaches due to the lack of stability and continuity in the governance framework. Such an outcome risks imposing a disproportionate compliance burden on the designated entity, which would be required to comply with the full set of group equivalent obligations under Sections 2 and 3 RTS, despite lacking effective control commensurate with those responsibilities. This could significantly increase compliance costs for the designated entity and create misalignment between AML obligations and actual governance influence. From a proportionality perspective, it would therefore be more appropriate to link the application of Sections 2 and 3 RTS to a parent undertaking that holds a majority shareholding, or at least to the largest shareholder by ownership interest, rather than relying solely on turnover as a fallback criterion.

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Fédération Bancaire Française (French Banking Association)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS introduces terms absent from the AMLR or diverging from AMLR, creating legal uncertainty: - The RTS should use the terms defined by the AMLR. Consequently, the terms 'close family members' (Art. 4(1)c.v) should be replaced by "family member" defined in article 2 (35) of the AMLR and the terms 'closely associated persons' (Art. 4(1)c.v) by "person known to be a close associate" defined by article 2 (36) of the AMLR. - Art. 4(1)a.iii of the draft RTS introduces 'the person on behalf of whom the customer acts' without defining it. This term differs from AMLR 'any person purporting to act on behalf of the customer' and 'natural persons on whose behalf a transaction is conducted'. AMLA should align Art. 4(1)a.iii with the applicable AMLR wording or confirm in RTS Art. 2 that the terms and definitions of the AMLR apply. - Article 3 point 1 (b), in consideration of the nature of the tasks set up in this article, it will be more suitable to assigned to the compliance officer instead of the management body.The definition of «control function» in Art. 2(1) provides a list of non-exhaustive functions leading to legal uncertainty for the OEs. "But not limited to" should then be removed.. The RTS should instead use AMLR terminology (art. 9 and recital 39) or align with article 1(2)(c) of Directive (EU) 2024/1619 "Internal control functions mean risk management, compliance and internal audit functions". RTS control function, while enabling to appreciate the criterion of common compliance controls (which triggers group-wide requirements set out in the AMLR, see RTS Art. 21 (2)c), appears

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		to cover a scope exceeding AML considerations, since the areas covered by control functions are not specified in the definition. This undetermined scope may cause legal uncertainty and lead to unintended situations where group-wide requirements would apply to arrangement with specific risks unrelated to ML-FT. Limiting its scope to control functions and areas addressed under banking/financial regulations would be helpful for better and safer analyses. - The definitions of 'structure', 'network' and 'partnership' in RTS Art. 2 are broad and may capture arrangements beyond those warranting group-like AML-FT obligations, including purely contractual or investment relationships without sufficient control, coordination or integration to justify such obligations. Considering the operational impact of the notion of "structure", the condition (a) should provide that the OEs constituting the structure should be located within the EU and be subject to the application of the AMLR. Besides, implementing obligations equivalent to group-wide requirements would be disproportionate where the activities carried out under such arrangements do not involve AML risks or are not related to regulated services and transactions (e.g. joint sponsoring of cultural and sport events by two or more financial groups). These definitions rely on concepts such as 'common management', 'common compliance control' or a 'common framework' without specifying the required level of influence or control. This may capture arrangements involving coordination but not control, where an OE does not have the legal or practical ability to impose AML-FT controls. AMLA should therefore provide that the notion of structure, network or partnership apply only when their activities are subject to AML-FT obligations and when

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		they are located within the EU. In our point of view such structures, network or partnership are put in place to allow two or more entities to unite around a common project without merging. The success of this union is based on the pooling of the ownership and the management. Compliance controls are not a condition for identifying a “network”, “partnership” and “franchise, therefore the condition of “common compliance control” should be removed from the definition of these three terms. - “structure” is defined in Art. 2(2) but it is not used in the rest of the RTS. So, we suggest removing this term. Should AMLA nevertheless retain this definition, AMLA should limit its scope to entities carrying out AML-FT-regulated activities and established within the EU.
Fédération Bancaire Française (French Banking Association)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Unlike what is stated in Art. 3(f), a group policy or procedure cannot take into account the individual risks of each entity within the group, especially in large groups operating across many different and diverse geographies. Moreover, as risks evolve depending on activities and local contexts, this requirement would lead to constant updates of group-level procedures and create instability in the overall framework. In our view, the role of the parent undertaking is to define minimum AML/CFT requirements applicable to all entities in the group, to ensure that rules are properly harmonised and consistent. Entities are responsible for applying these standards to their activities, strengthening them based on their own risk exposure, and, where necessary, escalating implementation challenges to identify mitigating measures. In this context, we propose that point (f) should provide for:

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		"ensuring that group-wide policies, procedures and controls are effectively implemented at entity level and that, where difficulties arise, mitigating measures are implemented at local level", instead of : "The parent undertaking in the Union shall take into account in its money laundering and terrorism financing risk management system at group level the individual risks of the various entities of the group and their possible interrelations that could have a significant impact on the group-wide risk exposure, including outsourcing and reliance arrangements. In this respect, particular attention shall be paid to the risks to which the group's branches or subsidiaries established in third countries are exposed to, especially if they are of high money laundering and terrorism financing risk or of evasion or non-implementation of targeted financial sanctions risk". Similarly, the following sentence in point (g): 'The group-wide policies, procedures and controls and the group-wide risk assessments shall be implemented consistently in all the OEs that are part of the group and shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union' does not appear feasible to implement, for the same reasons as outlined above. We therefore request to delete this requirement: "and shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union' does not appear feasible to implement, for the same reasons as outlined above". AMLA should also include a proportionality provision in Art. 3, allowing the specific governance arrangements to be calibrated to the size, complexity and risk profile of the group. A single set of minimum requirements applicable uniformly to all groups, from large internationally active banking groups to small two-entity

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		structures is not proportionate. In this regard, certain supervisory approaches may also raise challenges for specific group organisations where the decision-making power at group level is not based on top-down processes with strict reporting lines between compliance functions at the group and local levels. For instance, in cooperative models – as referred to under Rec. (44) AMLR, local and regional levels are involved in the definition of group policies, procedures and controls through institutionalized processed. AMLA should then confirm that "group-wide requirements are not intended to interfere with group structures to an extent that would not be justified by objectives pursued by the AMLR and this RTS". Finally, the RTS should provide that for an Obliged Entity's branches or subsidiaries acting in non-obliged activities, including within the EU, the parent company can define the extent of the policy, procedure and controls applicable to those non-obliged activities.
Fédération Bancaire Française (French Banking Association)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The RTS places the burden of information-sharing on individual institutions, with each reporting obstacles individually to its own supervisor, creating inefficiency at EU level. AMLA should therefore, within its mandate and coordination role with third-country authorities, confirm the absence of intra-EU obstacles, identify third countries whose frameworks hinder information sharing, or at least consolidate and publish reported obstacles. This would reduce the inefficiency of institution-by-institution reporting. Furthermore, the requirements set out in Article 7 regarding information sharing for supervisory purposes appear disproportionate: the provision seems to require obliged entities to implement additional measures, including notifying the

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		supervisor where third-country laws restrict or prohibit the transfer of data to the supervisor of the obliged entity in the Union. However, other communication channels already exist between supervisors, and information exchange is typically carried out pursuant to memoranda of understanding or similar arrangements between competent authorities. Supervisors are therefore generally aware of any restrictions on information sharing. Scope Art. 4(1) (requirements regarding information's nature) mix information needed for KYC information sharing, enhanced due diligence and suspicious transaction reporting (STR) and consolidated group management. Art. 4(1) should distinguish between oversight purposes and information sharing purposes. Certain data (Art. 4(1)c(i,ii,viii), d, e, x) shall be reported to the parent undertaking and, where applicable to the ultimate parent undertaking, and are not necessary for information sharing. RTS should clarify that information sharing stated in Art. 5 RTS applies both-ways between the OEs established in the EU and the branches and subsidiaries established in third-country. Hence Art. 5 should replace «receive» by «share». Disproportionate volume of mandatory data points The 'at least' wording in Art. 4(1) may imply a mandatory minimum baseline of 22 data categories, regardless of client risk profile or specific purpose of the info request. The term "at least" must be replaced by "upon risk-based approach". While AMLA may have intended Oes to apply a proportionate, risk-based approach tailored to the specific circumstances of each group

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		situation (including size, complexity and risks), which seems to be reflected in Art. 4(3) (“strictly necessary“; “on a need-to-know basis”) and while the list of information appears to be illustrative rather than systematically shared in every case, the use of ‘shall’ and ‘at least’ in Art. 4(1) and (3) is overly prescriptive and inconsistent. This creates disproportionate operational challenges in data collection, processing, customer matching and system integration, particularly for low-risk customers. AMLA should resolve this contradiction by restructuring Art. 4 around a risk-based filter rather than a fixed mandatory minimum list. Art. 4 should clarify OEs may tailor the information shared in accordance with the customer ML risk level and the risk-based approach, and clarify in point 3 that the 22 items are not required to be shared systematically in all circumstances. Moreover, Art. 4(2) should provide that the extent and content of the data sharing should be defined by the parent entity, along with the relevant scenarios for such sharing. In this context, the following rewording could be considered appropriate: Article 4(1): "When information is deemed relevant by the parent undertaking in the Union, information sharing within a group, as referred to in Article 16(3) of Regulation (EU) 2024/1624, shall enable the sharing of relevant information, including, where appropriate, the following categories of information.” Conflict with GDPR The broad mandatory data sharing in Art. 4 conflicts with the GDPR data minimisation principle. Art. 4(2) requires identifying 'common customers' across the group portfolio, implying entire customer database processing before any specific ML/TF risk has been identified, which may lack a valid explicit legal basis under GDPR, as well as necessity and proportionality justification. Art. 4

Name of the organisation	Question	Answer
		should clarify the GDPR legal basis for each category of data sharing and ensure that mandatory sharing is limited to what is strictly necessary. In any case, the requirements set out in Art. 4.2 involve identifying customers that share the same beneficial owners or belong to the same groups. This identification is technically particularly difficult to implement. Art. 4.2 cases are relevant for investigations and STR, as each OE must comply with its own regulatory obligations. Information sharing in any other context should be shared on a "need-to-know' basis." For proportionality purposes, Art. 4.2 should provide that information sharing on common customers (same beneficial owner or same group) shall take place only in case of investigations or STRs.
Fédération Bancaire Française (French Banking Association)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Overall proportionality We recommend that AMLA conduct a proportionality assessment of Section 4. The obligations imposed on OEs operating in third countries should be proportionate to the ML/TF risk identified and should not create structural competitive disadvantages relative to non-EU competitors in the same markets. In particular, Art. 11, 12, 13 and 14 should be reviewed to ensure they do not impose obligations that are structurally impossible to implement in certain jurisdictions. Different terminology Arts. 10(3)(c) and 16(2)(c) provide that OEs shall «close down some or all operations provided by their branch or subsidiary established in the third country», the word «operations» must be defined to determine if it covers the business activity or specific operations. Il will be more appropriate to replace the term "operations" by "activities" as set forth by the delegated regulation (EU) 2019/758.

Name of the organisation	Question	Answer
		UBO consent Under GDPR, consent must be freely given and may be withdrawn at any time, which may raise difficulties in the context of an AML compliance obligation.. Carrying out enhanced reviews Art. 15(1)(c) requires the parent entity to carry out enhanced reviews to be satisfied that the branch or subsidiary effectively identifies, assesses and manages the risk. To avoid any misunderstanding with the client KYC review, we suggest rewording this additional measure as such: «carrying out enhanced supervision ...» or “enhanced checks”. Source of funds, wealth and destination documentation Art.15(1)(e) would require mandatory documentation of source of wealth for all customer files, creating a disproportionate CDD and documentation burden. AMLA should limit this requirement to cases where a specific high ML/TF risk has been identified for the individual customer and clarify at which risk level this obligation is triggered. Equivalence with Commission Delegated Regulation (EU) 2019/758 The measures in Section 4 of the draft RTS appear to be broadly equivalent to those under Commission Delegated Regulation (EU) 2019/758. AMLA is requested to confirm equivalence of this Commission Delegated Regulation in the preamble of the RTS, to provide legal certainty for institutions that have already implemented frameworks under that Regulation.

Name of the organisation	Question	Answer
Fédération Bancaire Française (French Banking Association)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Clarity on minimum actions Arts. 12 and 13 establish minimum actions where third-country law restricts the sharing of customer information or the disclosure of STR-related information. The RTS should clarify the interaction between the minimum notification obligations in Arts. 12(1)(a) and 13(1)(a) and the 28-calendar-day deadline. AMLR uses 'without undue delay' as the applicable standard; the introduction of a specific 28-day period requires a clear legal justification. AMLA should also confirm that an OE that completes all required notifications and applies the measures available to it has met its regulatory obligations even if group information sharing remains impossible.
Fédération Bancaire Française (French Banking Association)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Terminology AMLA should align 'corrective measures' with the AMLR's terminology ('supervisory measures') and define the term in the RTS.
Fédération Bancaire Française (French Banking Association)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Annual turnover The annual turnover criterion in Art. 17(2) is less directly applicable for financial institutions whose primary measure of activity is balance sheet size, total assets under management or net interest income rather than 'total annual turnover' in the conventional commercial sense. AMLA should clarify how 'total annual turnover' is to be calculated for credit institutions and investment firms, and whether it refers to net banking income, total operating income or gross revenues. In the absence of this clarification, the application of the criterion will differ between Member States and between sectors.

Name of the organisation	Question	Answer
		'Sufficient prominence' and 'sufficient understanding' The criteria of 'sufficient prominence' (Art. 17) and 'sufficient understanding of operations' (Art. 18) are drawn from AMLR Art. 2(1)(42)(b)(iii) but are not further elaborated in either AMLR or the RTS. AMLA should specify the minimum content of these criteria and provide indicators that OEs and supervisors can use to assess compliance consistently. 'Critical or important outsourcing arrangements' Arts. 18(1) (as well as art. 22(1)) uses 'critical or important outsourcing arrangements'. It will be appropriate to include the definition of EBA guidelines on outsourcing arrangements EBA/GL/2019/02".
Fédération Bancaire Française (French Banking Association)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Art. 21 (2) provides that Structures with common ownership, management or compliance control shall fulfil at least one of the following conditions. In our point of view such Structures are put in place in order to allow two or more entities to unite around a common project without merging. The success of this union is based on the pooling of the ownership and the management. The compliance controls are not a condition for identifying a Structure. We therefore suggest that: - the condition listed in Art. 21 (2) (a) and 21 (2) (b) be cumulative conditions. 21(2) to be reworded as follow: "that fulfil all the following conditions:" (instead of "that fulfil at least one of the following conditions"), - The condition listed in Art. 21 (2) (c) be deleted. Criteria for 'common management' Art. 21(2)(b) lists six sub-criteria for establishing 'common management are very broad and could potentially include the

Name of the organisation	Question	Answer
		notions of subsidiaries or branches. This definition should therefore exclude clearly these cases. 'Homogeneous business strategy and/or business model' The sub-criterion 'homogeneous business strategy and/or business model' (Art. 21(2)(c)) is not used or defined in AMLR. 'Business model' appears once in AMLR Recital 62 in an entirely different context. 'Homogeneous business strategy' has no AMLR basis. The criterion is too vague to apply as a legal test. AMLA should either delete this criterion and replace it with a functionally defined operative test, or define both terms explicitly in RTS Art. 2. Scope of 'structure' The conditions in Art. 21 determine which entities are subject to group-equivalent requirements. RTS should include of a paragraph to provide that the «parent entity» can define the extent of the policy, procedure and controls applicable to those structures. "Structure", "network" et "partnership" Considering the operational impact of the notion of "structure", "network" et "partnership", RTS should provide that the OEs constituting the structure should be located within the EU and be subject to the application of the AMLR. And that article 21 should not apply to group. Besides, implementing obligations equivalent to group-wide requirements would be disproportionate where the activities carried out under such arrangements do not involve AML risks or are not related to regulated services and transactions (e.g. joint

Name of the organisation	Question	Answer
		sponsoring of cultural and sport events by two or more financial groups).
Fédération Bancaire Française (French Banking Association)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Potential application to non-obliged entities Art. 21(3) appears to imply that non-OEs within a structure may be required to share information. If this is the intended scope, the provision would have a disproportionate and far-reaching impact, extending AML information-sharing obligations to entities that are not subject to AMLR and that have no established AML compliance framework. AMLA should clarify the intended scope of Art. 21(3). If non-OEs are intended to fall within scope, there should be an explicit legal basis in the AMLR for this extension. In the absence of a clear legal basis, Art. 21(3) should be amended to limit its scope to OEs within the structure. Absence of definitions for 'network members' and 'partners' Arts. 21(3) and 22 use 'network members' and 'partners' as concepts. Neither term is defined in AMLR or in RTS Art. 2. AMLA should define these terms and clarify how 'partners' in RTS Art. 21(3) relates to 'partnership' as defined in RTS Art. 2(4), and whether the obligations of 'network members' differ from those of 'partners'. Absence of group-level legal authority Unlike a corporate group with a parent-subsidiary relationship, structures share no direct legal authority. The parent undertaking identified under Art. 22 may have no legal power to impose policies, reporting obligations or compliance measures on other OEs within the structure. AMLA should address the legal mechanism by which the identified parent undertaking exercises

Name of the organisation	Question	Answer
		its responsibilities vis-à-vis other entities that are not its subsidiaries.
Fédération Bancaire Française (French Banking Association)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	'Essential technical information or critical services' This criterion is not used or defined in AMLR. It is unclear whether it is imported from DORA (Regulation (EU) 2022/2554) or another regulatory framework. AMLA should define the term for AML purposes or cross-reference the applicable definition explicitly. Interaction between Art. 22 The criteria set out in Art. 22 for identifying the parent undertaking in the context of a “Structure” seems not appropriate since the aim of the “structure” is to pool resources and decisions. This pooling is subject to contractual arrangements and negotiations. De facto, no single entity can have rights or powers on its own. The criteria listed in Art. 22 (a) and (b) are, hence, not applicable. The other criteria may call into question existing shareholders’ agreements. It would therefore be necessary to introduce a grandfathering clause for agreements concluded before 10 July 2027. Annual turnover in the structure context The FBF’s observations on the annual turnover criterion under Question 7 apply equally here. For financial institutions, this metric requires specific clarification on the applicable calculation basis.
FIL Investment Management	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definition of “structure” in Article 2(2) is written broadly enough to include arrangements that are very common in asset management but have never been considered group-equivalent structures for AML/CFT purposes. It covers any “form of

Name of the organisation	Question	Answer
(Luxembourg) S.à.r.l.		organisation, agreement or similar" that: (a) includes at least two obliged entities, (b) is not a group as defined by the EU regulation, and (c) aims to set up a common framework for business, professional, or commercial relationships between two obliged entities. When read together with the conditions in Article 21, this definition could end up including third-party management company ("Manco") platforms, where one Manco manages funds set up by unrelated promoters, as well as delegation arrangements under Article 13 of Directive 2011/61/EU (AIFMD) or Article 13 of Directive 2009/65/EC. In asset management, a single authorised Manco can manage many fund structures for different independent promoters, each with its own investment strategy, investors and risk profile. These set-ups must meet strict regulatory requirements under AIFMD and the UCITS Directive, including rules on conduct of business, organisation, and oversight by regulators. These arrangements may not have shared ownership, shared management (as meant by Regulation (EU) 2024/1624 (AMLR)), or shared compliance control. The Manco's AML/CFT responsibilities apply at the entity level and are supervised in that way. The exception in recital 27 for "outsourcing arrangements" does not exactly describe the Manco-as-a-service model, which involves authorised delegation of portfolio management, risk management and regulatory compliance. These are not just outsourcing arrangements; they are regulated delegation structures that are supervised under AIFMD and the UCITS Directive. Article 2(2) should therefore be changed to exclude arrangements covered by these sectoral delegation frameworks. Furthermore, the definitions of "network" (Article 2(3)),

Name of the organisation	Question	Answer
		"partnership" (Article 2(4)) and "franchise" (Article 2(5)) use broad concepts like "cooperation," "common profit- or cost-sharing," "common purpose" or "exploiting a brand." These could include many normal commercial and regulatory relationships in finance. These terms come from the non-financial sector and do not fit well in regulated financial services, where links between obliged entities are already governed by detailed sector rules. The current practice for investment funds in the EU, especially in Luxembourg, has grown within a strong regulatory system that already manages ML/TF risks without needing group-level AML/CFT rules. Because these definitions are not clear enough, there is a higher risk that supervisors in different countries will interpret them differently, and that arrangements which do not pose any group-level AML/CFT risk could be included by mistake.
FIL Investment Management (Luxembourg) S.à.r.l.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We have no comments on the minimum requirements listed in article 3.
FIL Investment Management (Luxembourg) S.à.r.l.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We do not foresee any material challenges in implementing the provisions related to information sharing within entities of a group.

Name of the organisation	Question	Answer
FIL Investment Management (Luxembourg) S.à.r.l.	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	We do not foresee any material challenges.
FIL Investment Management (Luxembourg) S.à.r.l.	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We do not foresee any material challenges
FIL Investment Management (Luxembourg) S.à.r.l.	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Article 16(2)(c) empowers the supervisor of the home Member State to "require the parent undertaking in the Union or the obliged entity to close down some or all operations carried out in the third country." This constitutes a notable intensification relative to the existing structure outlined in Delegated Regulation (EU) 2019/758, which does not specifically empower supervisors to require the closure of third-country operations. Closing operations in a third country has implications extending beyond AML/CFT concerns; it can impact duties to protect investors, contractual obligations, employment regulations, and the smooth winding down of fund structures. Therefore, any decision to enforce closure must be guided by a clear proportionality assessment within Article 16, obliging the supervisor to evaluate the effects on investors and contractual partners, and to liaise with both the third-country supervisor and, where appropriate, AMLA in accordance with Article 33 of Regulation (EU) 2024/1620. In addition, the escalation framework in Article 16(1) should be treated as a mandatory prerequisite before the measures in Article 16(2) can be applied. We suggest that Article 16(2) require

Name of the organisation	Question	Answer
		the supervisor to first have exhausted the measures under paragraph 1 and allowed reasonable time for their implementation before exercising the powers in paragraph 2.
FIL Investment Management (Luxembourg) S.à.r.l.	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We do not consider the criteria in Section 5 to be fully effective for identifying the parent undertaking in the Union in situations where two or more obliged entities established in the Union belong to the same third country headed group but are not in a parent-subsidiary relationship. The proposed criteria are not sufficiently adapted to groups in which the relevant entities carry out materially different activities and operate under fundamentally different business models. This concern is particularly acute in diversified financial groups that include, for example, both a credit institution and an investment fund management company. In such mixed-sector groups, the concept of “sufficient prominence” cannot appropriately be reduced to generic size indicators alone. The draft RTS first looks to the average number of customers and/or transaction volumes over a three-year period and, where those metrics do not conclusively identify one entity, falls back to the entity with the highest total annual turnover. In our view, this approach is problematic and fails to consider elements such as Assets under Management, a key metric and indicator for Investment Fund Management Companies. It risks designating the entity with the highest number of customers rather than the entity best placed, in legal, operational and compliance terms, to implement and oversee group-wide AML/CFT requirements in the European Union. We therefore do not agree that annual turnover is an appropriate fallback criterion for all sectors, and in particular we do not consider it suitable in the asset management sector. In the case of management companies and AIFMs, annual turnover is not a

Name of the organisation	Question	Answer
		meaningful proxy for the scale, significance or operational relevance of the activity carried on in the Union. By contrast, assets under management are a much more suitable indicator in this sector because it better reflects the scale of the managed activity, the breadth of the investment structure, the volume of assets subject to oversight, and the operational significance of the entity within the group. This is not merely a technical preference; it is necessary to avoid distorted outcomes. For an investment fund management company, the amount of annual revenue may be modest even where the entity is responsible for the management and oversight of a very large range of funds, compartments, distribution arrangements and delegates across several jurisdictions. Conversely, a banking entity in the same group may report significantly higher turnover due to the inherent characteristics of banking income, while having no operational nexus with the asset management activities that are to be coordinated for AML/CFT purposes. In those circumstances, annual turnover would operate as a sector-biased metric, producing results that are not aligned with the purpose of the RTS. We also disagree with Article 18(3) of the draft RTS under which, where the assessment of sufficient understanding of operations identifies an entity different from the entity identified through sufficient prominence, sufficient prominence shall prevail. In our view, this hierarchy should be reversed. The entity that has the closest operational understanding of the relevant activities, the strongest compliance oversight capability, and the clearest governance linkage to the Union obliged entities is, by definition, the entity best placed to discharge the responsibilities of a parent undertaking in the Union. The qualitative criteria used to assess sufficient understanding of operations — including decision-

Name of the organisation	Question	Answer
		making authority, coordination of management or control functions, and critical outsourcing relationships — are directly linked to the practical ability to implement and oversee group-wide AML/CFT requirements. The RTS should therefore state that, where the two tests lead to different results, sufficient understanding of operations shall prevail over sufficient prominence. The identification of the parent undertaking in the Union should focus on which entity has the most relevant degree of operational centrality, governance capacity, compliance oversight capability and functional proximity to the obliged entities concerned. Accordingly, we would suggest that the RTS be amended in one of the following ways: 1. Introduce the possibility to appoint more than one parent undertaking in the Union, if such an arrangement is justified due to the diverse nature of the business activities (e.g. mixed-sector groups). This enables groups to reflect and address the complexity of business activities and models of entities within the group 2. replace annual turnover with a sector-appropriate metric where the relevant obliged entity is an investment fund management company, using assets under management instead or alternatively clarify that annual turnover is not to be applied across non-comparable sectors, and that, in mixed-sector groups, the entities concerned should apply a different criteria.
FIL Investment Management (Luxembourg) S.à.r.l.	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We believe that the conditions set out in Article 21 would benefit from further clarification to ensure that they capture only those structures that are sufficiently integrated from an operational, managerial or compliance perspective to justify such treatment. Article 21 lists a broad range of situations, including common

Name of the organisation	Question	Answer
		ownership, common management and common compliance arrangements, and in our view additional precision would help ensure a proportionate and consistent application in practice. In this context, we would also refer to our response to Question 7 regarding the use of annual turnover as a criterion. For the reasons set out there, we do not consider annual turnover to be an appropriate indicator, in particular in sectors such as asset management, where it does not necessarily reflect the scale or significance of the relevant activity. We therefore believe that any assessment relying on size-related indicators should allow for more sector-appropriate metrics
FIL Investment Management (Luxembourg) S.à.r.l.	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The current regulatory framework applicable to investment funds in the European Union delivers effective AML/CFT outcomes. Management Companies and funds are subject to comprehensive entity-level AML/CFT obligations and to prudential supervision under their respective sectoral directives. This framework has been in place for many years and is well understood by both the industry and supervisors. We consider that the conditions listed in Article 21(2) are not sufficiently clear for the financial sector and risk capturing arrangements that do not warrant group-equivalent treatment. Article 21(2)(c)(i) captures as “common compliance control” any arrangement in which “two or more obliged entities operate under common policies, procedures or controls managed by a control function.” A manco managing multiple funds applies a single compliance framework across all of them. This is the ordinary discharge of entity-level compliance obligations, not common compliance control in the sense targeted by the AMLR. The same concern arises in respect of discretionary portfolio managers (DPMs) authorised under MiFID II, where the

Name of the organisation	Question	Answer
		relationship between the DPM and the fund (or its ManCo) could be characterised as a "structure" despite the absence of any common ownership, management body or structural compliance integration.
FIL Investment Management (Luxembourg) S.à.r.l.	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We welcome the effort to provide objective criteria in Article 22 for identifying the parent undertaking in the Union in the case of structures sharing common ownership, management or compliance control. However, we do not consider the criteria to be fully effective in their current form. Article 22 includes a broad range of indicators, such as the ability to decide on strategy, important transactions, coordination of management, the provision of critical services, management of compliance control, cost management and branding or marketing arrangements. In our view, some of these criteria may be useful indicators of connection within a structure, but they do not necessarily demonstrate that the relevant entity is the one best placed to assume responsibility for group-equivalent AML/CFT requirements. In particular, certain criteria appear capable of capturing entities that perform centralised support or coordination functions, without having the necessary proximity to the underlying regulated activities or the practical capacity to oversee AML/CFT implementation across the relevant obliged entities. We therefore believe that further clarification would be helpful to ensure that the parent undertaking in the Union is identified primarily by reference to the entity that has the clearest operational understanding, compliance oversight capability and governance responsibility in relation to the structure. As a practical example, this issue could arise in a structure where two or more obliged entities share a common brand, marketing

Name of the organisation	Question	Answer
		framework or certain centralised support services, but remain operationally distinct and carry out materially different activities. In such a case, the fact that one entity develops branding, manages certain costs or provides technical services should not, by itself, be sufficient to identify it as the parent undertaking in the Union if another entity is in practice better placed to ensure effective AML/CFT oversight. More generally, and consistently with our response to Question 7, we believe that criteria linked to sufficient understanding of operations should carry greater weight than broader indicators of prominence or centralisation, as they are more closely aligned with the objective of ensuring effective implementation of group-wide or group-equivalent AML/CFT requirement
Finance Denmark	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Finance Denmark welcomes the opportunity to contribute to this consultation and the development of the RTS. It is not entirely clear what is meant by the term "compliance function" under the concept of 'control function' as defined in Art. 2 (1) in the draft RTS. Finance Denmark understands this to refer to compliance and control functions in a broader sense - rather than to the specific function defined in Art. 11 of the AMLR - which would also be preferable from an implementation perspective.
Finance Denmark	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Point (a): This appears to reflect the classic group structure. We would like clarity regarding whether the Group Compliance Manager may also be the parent undertaking's compliance manager, as this could, in some cases, be beneficial. Paragraph 2: It appears that the reference to Article 16(1) should instead refer to Article 16(2) of Regulation (EU) 2024/1624, as

Name of the organisation	Question	Answer
		this provision sets out the requirements relating to the appointment of the compliance manager. Clarification or correction would be welcomed.
Finance Denmark	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	As a general remark on Art. 4, clarification would be welcomed as to how the provision applies to entities within a group that are not themselves obliged entities under the AMLR. It is unclear to what extent such entities are expected to participate in, or be subject to, the information sharing requirements. Overall, clarification would be appreciated as to how the terms “strictly necessary” and “relevant” are intended to interact. We would also appreciate further clarification on the intended scope of the term “relevant” information. While the provision refers broadly to the sharing of “relevant” information, it also uses the wording “at least”, which could be interpreted as expanding the scope beyond the listed categories. Given that the information covered is, by definition, collected within the AML/CFT framework, it could be argued that such information would be considered “relevant” and would always need to be shared. The “at least” formulation in Art. 4(1) could be understood as establishing the full list of data as a mandatory minimum baseline, irrespective of the customer’s risk profile or the specific purpose of the information request. While it may have been the intention to allow obliged entities to apply a proportionate, risk-based approach tailored to the circumstances of each group, the use of “shall” and “at least” makes the provision appear prescriptive and not fully aligned with such an approach. This may create disproportionate operational challenges in data collection, processing, customer matching and system integration,

Name of the organisation	Question	Answer
		particularly for low-risk customers. It would therefore be helpful to clarify in Art. 4 that obliged entities may tailor the information shared in line with the risk-based approach. In addition, the RTS could usefully specify or provide examples of information that is not relevant. Furthermore, the requirements in Art. 4 appear to indirectly necessitate the establishment of a comprehensive central customer database for the Group, as all (ongoing) changes would need to be communicated across the group. This appears to be a highly extensive requirement and would require significant system development. Point 1(d): It is unclear whether this provision applies at the level of individual customers. Should a specific request be made in order for the FIU to act? Is information to be withheld for a certain period, even though the main rule is that information should be shared? Furthermore, the provision appears to lack a clear limitation in its application to situations involving a “shared customer”. It would be beneficial for the article to explicitly clarify that it applies only in such cases. Lastly, the wording in Art. 4(1)(d)(i) does not fully align with Art. 69 of the AMLR, as it omits the reference to activities “related to criminal activity”. This may create uncertainty as to whether the scope of intra-group information sharing is narrower than the reporting obligation to the FIU. Clarification or alignment would be welcomed. Point 2: Customers having the same beneficial owner”: We understand this to mean situations where financial institutions

Name of the organisation	Question	Answer
		each have their own customer who share the same beneficial owner, and where institutions then share and store information relating to a customer who is not their own. It is unclear whether this is the correct interpretation and, moreover, how such an approach would align with GDPR requirements. This should be further clarified in the Article. Point 3 and 4: When read together, both provisions are unclear, in particular in relation to the overall context of Art. 4. Point 3 especially appears to introduce general GDPR considerations; however, its connection to Art. 4 and the underlying purpose of the provision remain unclear, which makes it difficult to comply with in practice. It is no clear which additional limitations, if any, are introduced by paragraph 3. The requirements overall appear to be extensive and difficult to operationalise. We would also welcome clarification in relation to Art. 4(3), in particular as regards the interplay between the requirement that information sharing must be “strictly necessary” and the reference to compliance with applicable data protection legislation. Art. 4 appears to introduce a much broader framework for intra-group information sharing than under the existing AML regime. In this context, it is unclear how the “strictly necessary” threshold should be interpreted in light of the extensive categories of information listed in Art. 4(1), and whether this may limit the practical implementation of group-wide information sharing. Furthermore, it is unclear how these expanded AMLR obligations should be reconciled with GDPR requirements, including whether AMLR is intended to provide a clear legal basis (lex specialis) for such processing.

Name of the organisation	Question	Answer
		Clarification on these points would be beneficial to ensure legal certainty and consistent implementation.
Finance Denmark	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	NA
Finance Denmark	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	NA
Finance Denmark	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	NA
Finance Denmark	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	NA
Finance Denmark	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	NA
Finance Denmark	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	NA

Name of the organisation	Question	Answer
	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	
Finance Denmark	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	NA
Finance Norway	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Finance Norway is a member of the European Banking Federation (EBF) and has taken part in the preparation of EBF's response to this consultation. The comments below reflect Finance Norway's own views and focus on certain issues of particular relevance. In the view of Finance Norway, the RTS introduces some new legal requirements that do not have a legal basis in the AMLR. In addition, the RTS is not sufficiently aligned with the terminology used in the AMLR. This undermines the coherence of the framework and creates uncertainty as to the interpretation and scope of the RTS. The RTS introduces terms that are either absent from or deviate from the terminology in the AMLR, giving rise to legal uncertainty. Wherever possible, the RTS should use the terminology and definitions already established in the AMLR. Reference is also made to EBF's comments on this question, which we support.Article 2(1) of the RTS defines the term "control function". It is unclear whether this concept is intended to cover only 2LOD and 3LOD functions, or also 1LOD functions that are independent from commercial activities because of the wording "included, but not limited to". Clarification is necessary for a consistent understanding of the scope of the RTS. In this regard, Finance Norway emphasizes the need for flexibility and proportionality in how control functions are organized. It should remain for each obliged entity to determine how roles and responsibilities are structured, taking into account its size, complexity and risk profile.

Name of the organisation	Question	Answer
		It should further be clarified whether the reference to the "compliance function" in the definition of "control functions" is intended to correspond to the roles set out in Article 11 of the AMLR, or to introduce a different concept. Any departure from the terminology established in the AMLR should be clearly and expressly stated.
Finance Norway	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Finance Norway suggest including an explicit proportionality provision in Article 3 of the RTS, to ensure that governance arrangements are appropriately calibrated to the size, complexity and risk profile of the group. A uniform set of minimum requirements applies across all groups – ranging from large, internationally active banking groups to small group structures – does not meet the principle of proportionality. Article 3 of the RTS introduces detailed organizational requirements without a legal basis in the AMLR. Article 3(1)(a) requires the establishment of a specific "organisation and coordination structure or body at group level with sufficient decision-making powers". The AMLR does not mandate a specific structure of this kind, and the RTS cannot introduce such requirements in the absence of a legal basis. Finance Norway's position is that AMLA should either identify a clear legal basis for this requirement in the AMLR or remove them. Moreover, the RTS does not sufficiently accommodate the need for flexibility and proportionality in the organization of AML/CFT functions. It must remain for each obliged entity to determine how the roles of compliance officer and compliance manager should be organized within its structure, taking into account its size, complexity and risk profile. Article 3(1)(e) of the RTS requires compliance functions to engage in regular and documented information exchanges with a broad

Name of the organisation	Question	Answer
		set of actors, including the management body, commercial functions, other compliance functions at group level and control functions. However, the provision introduces terminology that is not used in or derived from the AMLR. The references to “other compliance functions at group level” and “control functions at group level” do not correspond to the functions defined in Article 16(2) of the AMLR. This creates uncertainty concerns as to whether the RTS introduces additional functional categories or obligations that lack a clear legal basis in the AMLR. As a result, the scope of the information sharing requirements in Article 3(1)(e) is not clearly grounded in the AMLR. The RTS should remain closely aligned with the AMLR and avoid introducing new or undefined concepts without a clear legal basis. Clarification is therefore needed to ensure that the terminology and scope of Article 3(1)(e) are fully consistent with the AMLR.
Finance Norway	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Group-wide information sharing Article 4 of the RTS establishes a group wide obligation to share AML/CFT relevant information across all entities, including parent, subsidiaries and sister entities. This follows from Article 16(3) AMLR, which refers to information sharing “within the group”, and is understood to imply a comprehensive and, in practice, bidirectional flow of information. Such an approach raises significant practical challenges, particularly in cross border groups subject to differing data protection and confidentiality regimes. The volume of information to be shared, combined with the need for system integration, is also likely to create substantial implementation burdens, making the requirement difficult to apply consistently and effectively, especially in larger and more complex group structures.

Name of the organisation	Question	Answer
		Scope of Article 4(1) of the RTS Article 4(1) of the RTS extends the scope of group-wide information sharing to include targeted financial sanctions, while Article 16(3) of the AMLR is limited to money laundering and terrorist financing. Article 4(1) should therefore be clarified: AMLA should either identify a clear legal basis for this extension or align the provision with Article 16(3) AMLR. Excessive data sharing requirements The wording 'at least' in Article 4(1) of the RTS suggests that all 22 data categories in this article shall be treated as mandatory in all cases. This approach is overly prescriptive and does not accommodate a risk based assessment of what information is necessary in a given context. In addition, Article 4(1)(e)(v) of the RTS, which refers to "any other relevant information", further expands the scope in an open-ended and unclear manner. Such an extensive data sharing obligation creates significant operational challenges in data collection, processing and system integration, and require systems capable of handling all data categories irrespective of relevance. More broadly, the breadth and rigidity of the provision hinder consistent and workable implementation across different group structures and jurisdictions. AMLA should therefore clarify that obliged entities may determine the scope and level of information sharing on a risk-based approach. Consent mechanism Articles 7(1)(b) of the RTS indicate that customer or beneficial owner consent may be used to overcome legal restrictions on information sharing in third countries. This is not workable in

Name of the organisation	Question	Answer
		practice, as it would require obliged entities to bypass applicable legal frameworks and may expose them to legal or regulatory risks. These provisions should therefore be amended to clarify that obliged entities are not expected to circumvent third-country legal restrictions. Where such restrictions cannot be lawfully addressed, it should be sufficient for obliged entities to notify their competent authority. Strictly necessary threshold The reference to "strictly necessary" in Article 4(3) of the RTS is difficult to understand. While it should be understood as limiting the scope of information sharing to what is strictly necessary for AML/CFT purposes, the current wording links this requirement to the condition that information be kept up to date. The provision should be clarified to ensure that the threshold applies to the scope of information shared. GDPR In the view of Finance Norway, it is difficult to see that the extensive data sharing obligation in Article 4 of the RTS is aligned with the obligations in the GDPR, for instance the data minimization principle. Identification of legal obstacles to information sharing Article 6(1) of the RTS places the responsibility for identifying and reporting legal obstacles to information sharing on individual obliged entities, which is an inefficient approach. This role should instead be assigned to AMLA, which is better placed to assess EU/EEA restrictions, identifying third-country barriers and consolidate and publishing findings. This would significantly reduce duplication and administrative burden.

Name of the organisation	Question	Answer
Finance Norway	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Proportionality Finance Norway agrees with EBF's position that the requirements in Section 4 of the RTS should reflect a proportionate approach, and that Articles 11, 12, 13 and 14 should be reviewed to avoid obligations that are not workable in certain third-country jurisdictions. Consent mechanism Articles 10(1)(b) and (c), 11(1)(b) and 14(1)(b) of the RTS indicate that customer or beneficial owner consent may be used to overcome legal restrictions on information sharing in third countries. This is not workable in practice, as it would require obliged entities to bypass applicable legal frameworks and may expose them to legal or regulatory risks. These provisions should therefore be amended to clarify that obliged entities are not expected to circumvent third-country legal restrictions. Where such restrictions cannot be lawfully addressed, it should be sufficient for obliged entities to notify their competent authority. Senior management approval Finance Norway agrees with EBF's position that the prior approval requirement in Article 15(1)(d) is disproportionate for time-sensitive risk management decisions. The provision should be amended to allow for senior management notification, with subsequent approval, while maintaining prior approval for structural measures. Source of funds, wealth and destination documentation Finance Norway agrees with EBF that the requirement in Article 15(1)(e) is disproportionate. The obligation should be limited to cases where a specific high ML/TF risk has been identified for the

Name of the organisation	Question	Answer
		individual customer. Equivalence with Commission Delegated Regulation (EU) 2019/758 Finance Norway agrees with EBF's position that the measures in Section 4 appear broadly equivalent to those under Commission Delegated Regulation (EU) 2019/758. The RTS should confirm this equivalence in the preamble to provide legal certainty for institutions that have implemented frameworks under that Regulation.
Finance Norway	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Legal basis for parent-led corrective action The risk mitigation plan and corrective measures referred to in Article 16 of the RTS should fall within the scope of the parent undertaking's head office oversight responsibility and authority. Finance Norway considers that these measures should be understood as an exercise of the parent's existing governance and oversight mandate at group level, rather than as supervisory-type instruments imposed on separately licensed entities.
Finance Sweden	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Finance Sweden note that the draft RTS is using terms that are not found in the AMLR or terms that deviates from the terminology used in AMLR. This, in our view, raises a lot of questions and create legal uncertainty, something that forces the obliged entities to focus more on regulatory compliance and to manage regulatory risks, than to focus on the actual ML/TF-risks. Finance Sweden have participated in the preparation of the European Banking Federation´s (EBF) response to the consultation and therefore refers to EBF's observations regarding the definitional gaps that needs to be addressed. As EBF has commented, the definitions of "structure", "network", "partnership" or "franchise" are very broad and risk capturing

Name of the organisation	Question	Answer
		more than is actually appropriate or intended. We note that there are exceptions described in recitals 27 and 28. For these to have legal status, they need to be included in art 2.
Finance Sweden	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Finance Sweden refer to the reply given by EBF.
Finance Sweden	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Finance Sweden agrees with the reply given by EBF. We would also like to state that art 3 must be read very closely with AMLR art 16(3) to be understandable. AMLR states that “The policies, procedures and controls pertaining to the sharing of information referred to in paragraph 1 shall require obliged entities within the group to exchange information when such sharing is relevant for the purposes of customer due diligence and money laundering and terrorist financing risk management.” We therefore suggest that art 3(1) is changed: "1. When information sharing i relevant for the purposes of customer due diligence, money laundering and terrorisfinancing risk management, information sharing within a group as referred to in provisions of Art 16(3) of Regulation (EU) 2024/1624 shall enable at least the sharing of the following information:..." We interpret the words “shall enable” in art 3(1) that the article requires that it should be possible to share all the information listed: that there should be routines and technology in place for this, but not that all information should always be shared in each end every case, something that would be way out of proportion and in conflict with the requirements of data minimization in the

Name of the organisation	Question	Answer
		GDPR. We also note that art 4(3) at the beginning if the sentence suddenly states a “strictly necessary”-requirement, which is not found in the AMLR art 16. We therefore suggest that this part of the sentence is deleted: "Information shall be up-to-date, provided in an adequate and comprehensible form, on a need-to-know basis and be shared in line with the requirements stipulated by the applicable data protection legislation and respecting requirements on confidentiality”. Art 8 is an unnecessary article in that the entire AMLR art 75 deals with information sharing in partnerships and there is no authority for AMLA to develop technical standards regarding AMLR art 75. Art 8 should therefore be deleted.
Finance Sweden	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Finance Sweden refer to the reply given by EBF and would like to add: Reliance prohibition Art 15(b) imposes a blanket prohibition on other obliged entitites of the group relying on CDD performed by a third-country branch/sub. This is broader than the third-country reliance restrictions in AMLR art 49. Art 15(b) is triggered whenever ANY impediment under Section 4 arises — even where the impediment relates to record retention or supervisory data access and is not directly relevant to CDD reliability. We suggest narrowing art 15(b) so that the prohibition is risk-aligned to the nature of the impediment.

Name of the organisation	Question	Answer
		Sharing STR information Art. 15(g) requires sharing of underlying STR information 'to the extent permissible under the law of the third country'. Combined with art 12 (which itself addresses STR disclosure impediments), the structure creates a loop: art 12 is triggered because the law restricts STR disclosure; art 15(g) requires sharing of STR information 'to the extent permissible'; in the very situation art 12 applies, art 15(g) is by definition disapplied. Operationally art 15(g) is therefore unlikely to apply in the situations it is meant to address; the additional measure that does the work is art 12(1)(b) (the aggregated/anonymised data to senior management). We recommend that AMLA review whether art 15(g) adds incremental value or is a residual provision.
Finance Sweden	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Finance Sweden refer to the reply given by EBF and would like to add the proposal of one consolidated notification per “foreign-law trigger” and e.g. a 6 month window. The 28-day period starts on 'identification' of the impediment. For groups with subs/branches in multiple third countries, each material change in local law triggers a separate notification per impacted matter (CDD, sharing, STR, supervisory access, retention). A single piece of third-country legislation can trigger four parallel art. 10/11/12/13/14 notifications simultaneously. The RTS should permit consolidated notifications addressing multiple matters arising from the same third-country instrument. Each of arts 10–14 contemplates customer/UBO consent as the primary workaround (10(1)(b)/(c); 11(1)(b)/(c); 14(1)(b)/(c)). Where consent is unworkable, the cascade is to apply art 15 additional measures and, ultimately, to terminate/close. For

Name of the organisation	Question	Answer
		practical implementation in jurisdictions such as the China, consent is rarely a comprehensive cure because (i) the prohibition is regulatory rather than data-subject-based; (ii) consent for sanctions-related disclosures is generally not legally effective; and (iii) some prohibitions apply irrespective of subject consent (e.g. blocking statutes). Art10–14 are drafted in near-identical structure; the only meaningful variations are the subset of art 15 measures cross-referenced. Consolidating into one impediment-and-measures article with annexed tables would be more readable and would reduce the risk of accidental drafting drift between articles.
Finance Sweden	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Finance Sweden refer to the reply given by EBF.
Finance Sweden	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Finance Sweden refer to the reply given by EBF.
Finance Sweden	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Finance Sweden refer to the reply given by EBF. We would also again like to point out that the definition of the word “structures” will be crucial to whether art 21 will pose problems in practical implementation by having a far too wide scope. If the pose problems in practical implementation by having a far too wide scope. If the exceptions in the recitals 27 and 28 are incorporated into the definition in art 2, some of these concerns will be removed.

Name of the organisation	Question	Answer
Finance Sweden	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Finance Sweden refer to the reply given by EBF.
Finance Sweden	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Finance Sweden refer to the reply given by EBF.
Financial Supervisory Authority (FIN-FSA)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	1. FIN-FSA considers that the RTS leaves the definition of a group too open. This may limit legal clarity, particularly in the context of complex or non-traditional group structures. A clear definition of a group would improve supervisory effectiveness (auditability and accountability), reduce interpretative ambiguity, ensure consistent application across the EU, and facilitate the practical implementation of requirements, particularly in third countries and in the non-financial sector. FIN-FSA considers it important that the group subject to the regulation be defined as clearly as possible. This could be supported by describing different types of group structures through concrete examples or, alternatively, by providing separate guidance on the matter. 2. FIN-FSA considers that the RTS should include a clear definition of the concepts group compliance manager and group compliance officer. The definitions should also describe the roles and responsibilities of these individuals, including, for example, whether a company's CEO or a member of the board of directors could be designated as a group compliance manager. Article 2 contains definitions for the concepts of control function,

Name of the organisation	Question	Answer
		structure, network, partnership and franchise, but it does not separately define the concepts of group compliance manager or group compliance officer. At the same time, recital 2 explicitly refers to “the standing and role of the compliance manager and compliance officer at group level”, and Article 3 uses the concept of group compliance manager in the context of organisational structure and level of approval. The draft emphasises group-level governance as well as the “standing and role” dimension of the compliance manager and compliance officer in recital 2. In addition, Article 3 requires that there be a decision-making structure or body at group level for the group compliance manager and compliance officer, and that reporting lines and responsibilities are documented. Since the concepts are used in the operative provisions of the regulation but are not defined in Article 2, adding these concepts to the Definitions section would improve the internal consistency and interpretability of the regulation. This would also be aligned with the draft’s impact assessment, which identifies shortcomings in the precision of group-wide requirements and the need for clearer rules at the EU level.
Finans og Leasing	Question 1 Do you have any observations concerning the definitions laid out in article 2?	yes see below
Finans og Leasing	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Ved gennemgang af RTS’en ses den at indeholde generelle minimums regler for udviklingen og implementeringen af ”group-wide policies, procedure and controls” (artikel 3) ligesom den indeholder oplysninger om ”information sharing within groups” (artikel 4)

Name of the organisation	Question	Answer
		De opklarende spørgsmål som er anført nedenfor er centreret herom og har fokus på nærmere præcisering af de krav der sættes datterselskaber i en koncern i forhold til vurderingen, kontrollen og godkendelse af group wide procedures, herunder klarhed over i hvilket omfang der kan ske deling af oplysninger mellem koncerninterne virksomheder for det tilfælde at de oplysninger vedrørende en kunde der ønskes delt ikke vedrører en kunde der er angivet som en eksisterende kunde i begge virksomheder. ”group-wide policies, procedure and controls” Ved gennemgang af RTSen ses en nærmere beskrivelse af de krav der sættes til moderselskabet vedrørende group-wide policies, procedure and controls. Beskrivelsen ses i Artikel 3. Finansieringsselskab A er et datterselskab til Bank B og Finansieringsselskabet A ønsker mere klarhed omkring hvilke krav der gælder til datterselskaberne navnlig i forhold til i) vurderingen og godkendelsen af de group wide policies, procedures and controls og ii) hvilke forpligtigelser eller krav der gælder overfor et datterselskab der vurderer at moderselskabet ikke overholder kravene i artikel 3. Det følgder af article 9(2)(b) at ”De interne politikker, procedurer og kontroller, der er omhandlet i første afsnit, skal foreligge skriftligt. Interne politikker skal godkendes af ledelsesorganet i dets ledelsesfunktion. Interne procedurer og kontroller skal som minimum godkendes på den complianceansvarliges niveau for de tilfælde at moderselskabet ikke overholder sine forpligtigelser” Spørgsmål:

Name of the organisation	Question	Answer
		Er det alle interne politikker, procedurer og kontroller, der sendes ud fra et moderselskab, der vil skulle godkendes i datterselskabet på den compliance ansvarliges niveau i datterselskabet og hvilke krav er der til det enkelte datterselskab, som en selvstændig forpligtende enhed, at vurdere og kontrollere om de interne politikker, procedurer og kontroller overholder lovens krav? Hvilke krav/muligheder har datterselskabet for det tilfælde, at et moderselskab ikke følger kravene i artikel 3.?
Finans og Leasing	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	RTSen beskriver generelt hvilke krav der er til informationsdeling på kunder indenfor koncernen. På side 12 (5) er følgende anført " Obliged entities should use the information shared by other entities in the group to make, among others, informed decisions on customers, transactions and risk assessments and potentially restrict or refuse to enter into a new relationship or terminate existing business relationships" Vi ønsker at få klarhed over om informationsdeling også kan anvendes for det tilfælde, at kunden der ønskes informationsdeling omkring ikke er en såkaldt "delt kunde" (existing customer in all the legal entities within the group"), men derimod en monoline kunde, altså en kunde der eksempelvis alene er kunde i datterselskabet. Det er vigtigt ud fra et præventivt hensyn at få klarlagt om oplysninger for denne kundegruppe også må deles med andre virksomheder i koncernen.

Name of the organisation	Question	Answer
		Det kan eksempelvis være tilfælde hvor moderselskabet (en bank) smider en kunde ud på grund af mistanke om hvidvask på et tidspunkt hvor kunden ikke er kunde i datterselskabet og hvor kunden kort tid efter ansøger om et billån i datterselskabet (finanseringsselskabet). Ud fra et præventivt hensyn og et need-to-know princip vil det være afgørende for datterselskabet at være i besiddelse af oplysningerne og baggrunden for at den nye potentielle kunde blev smidt ud af moderselskabet således at oplysningerne kan indgå i risikovurderingen af den kunde der nu ønsker at blive onboardet som kunde i datterselskabet. Spørgsmål: Der ønskes svar på om der kan ske deling af informationer med en virksomhed i en koncern (virksomhed a) på et tidspunkt hvor kunden endnu ikke er kunde i den pågældende virksomhed (virksomhed a).
Finans og Leasing	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	see other questions
Finans og Leasing	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	see other questions

Name of the organisation	Question	Answer
Finans og Leasing	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	N/A
Finans og Leasing	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	N/A
Finans og Leasing	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	N/A
Finans og Leasing	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	N/A
Finans og Leasing	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	N/A
FRANCE ASSUREURS	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	• Structure or body at group level Article 3(1)(a) : Article 3(1)(a) of the draft RTS requires setting up, implementing, and maintaining “an organisation and coordination structure or body at the group level with sufficient decision-making powers”. Article 3(1)(a) indicates too that “such structure or body shall have a proper allocation of functions, responsibilities and reporting lines and shall be clearly documented”.

Name of the organisation	Question	Answer
		The wording does not permit a clear understanding of the precise meaning of what this structure or body is. Is it a new function which adds to existing functions? But level one regulation does not provide for such a new function. It would not be appropriate to add a new function that would generate confusion in view of the functions already existing, which are sufficient to manage and prevent the risks of money laundering and terrorist financing, as well as to prevent the non-application and circumvention of targeted financial sanctions. We think that the text should be clearer and explicitly state that it is not a new function, but a way of organizing existing functions. France Assureurs also points out that insurance groups must retain sufficient flexibility to choose the organizational arrangements best suited to their situation. Furthermore, what does the obligation to " have a proper allocation of functions, responsibilities and reporting lines" mean in practice? What are AMLA's specific expectations here? • Requirements not adapted for a parent undertaking Article 3(1)(b) : Article 3(1)(b) states that the management body and the supervisory functions must ‘address and implement any administrative act issued by any relevant supervisor’. The wording here is overly prescriptive, in that the question of who should process and implement administrative acts issued by an authority is a matter of internal organisation specific to each group. Such processing and implementation are not necessarily handled by the parent company. France Assureurs proposes amending the wording of Article 3(1)(b) by removing that reference.

Name of the organisation	Question	Answer
		Proposal: “(b) to ensure that the management body and the control functions have the necessary information at group level to be able to carry out their functions under Regulation (EU) 2024/1624, Regulation (EU) 2023/1113 for the oversight and management of subsidiaries and branches of the group in Member States and in third countries;” Article 3 (1)(c) : Paragraph 3(1)(c) requires the parent company “to identify and mitigate conflicts of interests between the prevention and management of risks related to money laundering, terrorist financing and the non-implementation and evasion of targeted financial sanctions risk and the tasks of the commercial functions of groups, including at subsidiary and branch level;” France Assureurs emphasises that this responsibility lies with the group’s subsidiaries and not with the parent company. Transferring this responsibility to the parent company would result in the subsidiaries being relieved of their accountability and is not feasible from an operational standpoint. The parent company’s role concerns prevention at group level, as well as control and audit functions. With regard to points (b) and (c) of Article 3(1), France Assureurs emphasises that the use of action verbs in relation to the group’s parent company is inappropriate and runs counter to the approach adopted in recent years. The parent company should not carry out the tasks of the group’s various entities on their behalf.

Name of the organisation	Question	Answer
FRANCE ASSUREURS	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	• Extensive list of information that can be shared Article 4 sets out an extensive list of information that may be shared within a group. This will enhance groups' ability to share information by clarifying the scope of information that may be shared. However, France Assureurs notes that this list represents the minimum amount of information to be shared. The systematic sharing of all the information listed would, however, not be justified from a risk-based approach, would constitute a very heavy operational burden and would raise questions regarding data protection law. Some information is specified as being to be shared 'where appropriate'. This clarification should apply to all the information listed in Article 4. Proposal: "1. When information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group as referred to in provisions of Article 16(3) of Regulation (EU) 2024/1624 shall enable where applicable the sharing of the following information: ..." • Scope of information sharing Article 4, paragraph 2, stipulates that "information sharing within the group shall cover at least common customers, customers having the same beneficial owners, and customers that belong to the same group or structure."

Name of the organisation	Question	Answer
		France Assureurs notes that this obligation is very broad and raises numerous difficulties, particularly if paragraph 1 requires groups to share all the listed information on a systematic basis. In practice, there are operational difficulties in identifying shared customers within a group, and it is even more difficult to identify customers with the same beneficial owners. Furthermore, when and how should this information be shared? On request? On a general and systematic basis? At the public hearing on 20 May 2026, the AMLA stated that the sharing of information within a group should be interpreted broadly and not be limited to high-risk customers. France Assureurs points out, however, that a general and automatic sharing of all information concerning all customers and customers with the same beneficial owners would be unjustified under the AML/CFT legislation, extremely burdensome from an operational perspective and therefore disproportionate. Such an approach would also raise issues under data protection law. We suggest modifying the text to make it clearer that this scope concerns only situations defined as relevant by the parent undertaking. Furthermore, Article 4, paragraph 2, should not impose specific procedures to ensure the traceability of information exchanges and therefore should not require a specific record. The organizational arrangements should remain at the discretion of the groups. Proposal : “The parent undertaking in the Union shall define what situations are relevant for information sharing, considering their size,

Name of the organisation	Question	Answer
		complexity and risks. In these situations, Information sharing within the group shall cover at least common customers, customers having the same beneficial owners, customers that belong to the same group or structure. Information-sharing policies, procedures and controls at group level ensure traceability of information exchanges as well as effective supervision." • Person who receives the information We suggest specifying, for example in paragraph 3, that the information is provided to an authorized person. Proposal: "3. To the extent that it is strictly necessary for the purposes of preventing money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information shall be up-to-date, provided to an authorized person in an adequate and comprehensible form, on a need-to know basis and be shared in line with the requirements stipulated by the applicable data protection legislation and respecting requirements on confidentiality."
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	Yes

Name of the organisation	Question	Answer
	indicate which other requirements, or further clarification, you think should be added and/or revised?	
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We do not anticipate any operational or legal difficulties in applying the provisions regarding the exchange of information within structures that, like ours, while not constituting a group in the traditional corporate sense, share common ownership, management, or compliance control mechanisms, as defined in Article 21. With regard to the information that may be shared, we highly appreciate the broad range of information that Article 4 allows to be shared, as it provides a solid basis for effective AML/CFT compliance, risk management and cooperation within the structure or group. As an enhancement to these provisions, we propose amending point (ix) of Article 4 (c), expanding the scope to expressly include situations where an obliged entity has refused to carry out an occasional transaction for money laundering, terrorist financing or targeted financial sanctions reasons. Such information may constitute a valuable risk indicator and could assist other entities within the group or structure in identifying potentially higher-risk customers or activities. We therefore propose amending point (ix) to also cover information relating to decisions to refuse the execution of occasional transactions, where such decisions are based on AML/CFT considerations, with the following wording: “(ix) information on customers whose entry into business relationship or execution of occasional transactions was declined or whose business relationship was terminated for money laundering, terrorist financing or targeted financial sanctions

Name of the organisation	Question	Answer
		reasons, including the grounds of such decisions." In addition, we suggest expressly including information relating to customers in respect of whom requests for information have been received from competent authorities among the categories of information that may be shared. Allowing the exchange of such information would further strengthen the ability of obliged entities to identify and assess potential ML/TF risks, reinforce preventive measures and contribute to a more effective and coordinated compliance framework. In our view, this addition would be fully aligned with the objectives of the AML/CFT regime and with the rationale underpinning the information-sharing provisions set out in Article 4. To this end, we propose the inclusion of a new point (xi) in Article 4(c), with the following wording: "(xi) information relating to customers in respect of whom requests for information or documentation have been received from legally authorised competent authorities responsible for combating money laundering and/or terrorist financing."
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	No
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or	No

Name of the organisation	Question	Answer
	exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Yes
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	In our opinion, the conditions listed in article 21 are sufficiently clear and effective and the inclusion in the Regulatory Technical Standards of specific regulations for those structures which, whilst not constituting a group in the traditional corporate sense, share common mechanisms of ownership, management or, in particular, compliance control is highly positive. In the case of the Spanish AML/CFT notarial system, we consider that the requirements set out in Article 21.2 (c) for the existence of "common compliance control" are met, an interpretation that was expressly confirmed by the drafters of the Regulatory Technical Standards during the meeting held with them on behalf of the Council of the Notariats of the European Union on 11 May this year. In particular, notaries operate in accordance with common policies, procedures and controls managed through a centralised control function, coordinated by the Centralised Prevention Body. Furthermore, there are common mechanisms for internal audit, information exchange and control that reinforce the uniform application of obligations regarding the prevention of money laundering and terrorist financing.

Name of the organisation	Question	Answer
		The Centralised Prevention Body is a specialised AML/CFT Technical Unit established pursuant to Ministerial Order 2963/2005, of 20 September 2005 and recognized as a "Best Practice" by the FATF, that assumes certain obligations on behalf of notaries, such as the development of risk-based common internal policies and procedures against money laundering and terrorist financing, the preparation of sectoral risk assessments, the analysis of transactions likely to be linked to money laundering and terrorist financing, the reporting of suspicious transactions to the FIU, the development of common procedures for the effective implementation of trading bans, freezing measures or other financial restrictions or sanctions established by EU or national law, the definition of risk indicators for the notarial sector, the provision of training to notaries and staff, responding to requests for documentation and information from legally authorised competent authorities, and conducting the internal audit of notaries' compliance with AML/CFT obligations. It also acts as a liaison between the FIU and notaries, with the general mission of strengthening cooperation between the notarial profession and the judicial, police and administrative authorities responsible for combating money laundering and/or terrorist financing. We therefore consider that our structure falls within the scope of Article 21 and that, consequently, it can benefit from the measures provided for in the regulation for this type of structure. Among these, of particular importance is the possibility of applying certain requirements at group or structural level and of sharing information and documentation relevant to the fulfilment of prevention obligations, including information on clients,

Name of the organisation	Question	Answer
		beneficial owners, economic activity and identification documentation, among other described in Article 4 of the RTS. We view this possibility very favourably, as it helps to improve the effectiveness of control systems, promotes a more coherent and uniform management of risks, and strengthens the preventive capacity of notaries. At the same time, it allows for a more efficient use of available resources, avoiding unnecessary duplication and facilitating better risk detection and analysis. For all these reasons, we welcome the fact that the Regulatory Technical Standards have expressly recognised the reality of these structures with common compliance control and have provided for a regime allowing certain measures to be applied at group or structural level. We consider that this solution adequately meets the objectives pursued by the new European framework for the prevention of money laundering and terrorist financing and constitutes a significant step forward for those organisational models which, like the Spanish notariat, have developed effective collective compliance mechanisms compatible with the individual responsibility of each obliged entity.
GENERAL COUNCIL OF THE NOTARIES (SPAIN)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	No
Generali Group	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The term "control function" is neither legally defined nor mentioned in the AMLR. The definition set out in Article 2(1) of the draft RTS - which encompasses risk management, compliance and internal audit functions - also raises significant consistency

Name of the organisation	Question	Answer
		concerns with sector-specific governance frameworks already established at Level 1, in particular the Solvency II Directive (2009/138/EC), which clearly delineates the three lines of defence model and assigns specific responsibilities to the risk management and compliance functions (second line) and to the internal audit function (third line). The unified treatment of these functions under the draft RTS does not reflect their distinct roles and responsibilities under the Solvency II framework. We invite AMLA to (i) clarify the Level 1 legal basis for imposing obligations on the "control function" beyond those expressly provided in the AMLR; (ii) clarify how the term interacts with sector-specific governance frameworks such as Solvency II; and (iii) confirm that, where the relevant activities are already performed by the second and third line functions within established governance arrangements, no additional governance layer is required. Also, "The term “head office” is used extensively throughout the RTS (Articles 17, 18, 19, 21, 22) but is not defined in either the AMLR or the draft RTS. Should “head office” be defined by reference to the entity’s registered office, principal place of business, or the location of strategic decision-making?"
Generali Group	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3(1), last paragraph, requires the parent undertaking to take into account the nature, size, complexity and risks of the group when applying the minimum requirements. While this embeds the proportionality principle in Article 3, its placement at the end of the provision, and the absence of an opening proportionality clause comparable to other AMLA RTS, may lead to a mechanical application of the detailed requirements set out

Name of the organisation	Question	Answer
		in points (a) to (h), without sufficient regard to group size, business model, existing governance frameworks and operational feasibility. This appears particularly relevant for multi-sector groups, where uniform application may prove disproportionate or inconsistent with sector-specific regulatory frameworks. Further clarification would be appreciated as to (i) whether AMLA would consider strengthening the proportionality principle through a dedicated opening provision or recital; and (ii) whether the draft RTS allows for differentiated group-wide policies tailored to sector-specific risks, provided that the overall framework remains coherent and effective." For Article 3(1)(c) requires parent undertakings to “identify and mitigate conflicts of interest between AML/CFT risk prevention/management and the commercial functions of the group.” The practical implementation of this requirement may give rise to interpretative challenges (the provision does not clarify how mitigation should be operationally implemented), governance complexity (in large groups, conflicts of interest may arise at multiple levels and may involve competing interests between different business lines), as well as documentation burden (extensive compliance documentation without clear supervisory expectations). Should Article 3(1)(c) clarify that “mitigation” means establishing clear decision-making protocols and escalation procedures? What level of documentation is expected to demonstrate compliance with the conflict of interest mitigation requirement?" According to Article 3(1)(f) and (g), both control and compliance functions (for which clarification on the definition is required) should ensure the adequacy and effectiveness of the group-wide

Name of the organisation	Question	Answer
		policies, procedures and controls. Currently, this responsibility lies within the Compliance Function (second line of defence) but it seems that under the RTS this responsibility has been split between different functions and level of governance, in contrast with the current governance principles and the independence requirements foreseen for these types of assessments. AMLA should clarify the scope and ownership of these assessments, particularly how they are allocated amongst the relevant functions?" Finally, Article 3(2) provides that Group-wide procedure and controls shall be approved at least at the level of the Group Compliance Manager. Confirmation is requested on whether such responsibilities can be delegated to the Group Compliance Officer.
Generali Group	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Article 16(3) AMLR requires information sharing within a group only where such sharing is relevant. By contrast, Article 4 of the draft RTS sets out an extensive list of minimum information to be shared. Clarification is sought on (i) whether Article 4(1) should be read as a non-binding set of information that may be shared, rather than a mandatory list; (ii) whether sharing must only be enabled where necessary, and not as a continuous group-wide availability irrespective of relevance in the individual case; (iii) the expected frequency and timing; and (iv) confirmation that sharing is limited to authorised persons on a strict need-to-know basis, in compliance with data protection requirements. Article 16(3) AMLR provides that group-wide policies, procedures and controls shall not prevent non-obliged entities of a group from sharing information with obliged entities of the same group, where relevant. The draft RTS does not implement this provision,

Name of the organisation	Question	Answer
		nor clarify which non-obliged entities are concerned, which information may be shared, or the legal nature of such sharing. This creates operational and legal uncertainty, and risks either disproportionate burdens or coverage gaps inconsistent with the risk-based approach. Could AMLA confirm that only the obliged entities are in scope? Article 4(1) applies “when information is relevant”, without further specifying how relevance should be assessed. We suggest that the draft RTS clarify that the assessment should follow a risk-based approach, supported by non-exhaustive indicators (e.g., customer risk level, type of transaction, higher-risk geographies). Further guidance on the interplay between the “relevance” criterion and the “need-to-know” principle would be helpful. Article 4(1)(b) refers to the sharing of transaction-related information “where applicable”, without further specification. The draft RTS should clarify the circumstances in which the qualifier excludes sharing, including: (i) obliged entities providing services connected to transactions but not executing them (as already foreseen by Recital 8); (ii) products or services without a transactional dimension; and (iii) other operational circumstances. Sector-specific examples would support consistent application. Article 4(1) requires the sharing of a broad range of entity-level information across the group, (e.g., business-wide risk assessments, control function reviews, outsourcing/reliance arrangements). While the rationale for sharing customer-specific information is evident, the purpose of sharing entity-level information across other obliged entities is less clear, and appears functional to the oversight role of the parent undertaking.

Name of the organisation	Question	Answer
		Could AMLA confirm that the entity-level information is intended to flow vertically to the parent undertaking for group-level oversight? Article 4(2) provides that information shall be provided taking into account the "quality of information", without defining the meaning. Quality could be construed under several dimensions, each carrying distinct operational implications. Clarification is sought on how "quality of information" should be interpreted, and whether obliged entities are expected to embed specific quality criteria within their information-sharing policies and procedures. Recital 5 provides that obliged entities should use information to make "informed decisions on customers, transactions and risk assessments", without specifying the operational follow-up expected from the recipient entity. Interpretations range from a mere obligation to record the information to a substantive duty to re-assess and align specific elements of the customer (e.g., risk classification, TxM). We invite AMLA to clarify the minimum follow-up expected, calibrated on a risk-sensitive basis, consistent with the individual responsibility principle set out in Article 4(4). Article 7 provides that obliged entities shall not be prevented from sharing information with supervisors in the Union. Clarification is sought on (i) the practical scenarios in which a supervisor may request, through an obliged entity under its jurisdiction, information held by another entity of the same group; (ii) whether such requests are limited to common customers or extend to broader categories (e.g., entity-level risk assessments, control function reviews); (iii) the expected level of granularity.

Name of the organisation	Question	Answer
		The draft RTS extend information sharing requirements to branches and subsidiaries in third countries. Implementation may require significant local adaptations, not always feasible within a short timeframe. The draft RTS does not provide for any transitional arrangement, and Article 27 sets a single application date of 10 July 2027. Clarification is sought on whether obliged entities are expected to be fully compliant from that date, or whether AMLA would consider a transitional period to allow third-country branches and subsidiaries to progressively adapt to the new requirements.
Generali Group	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Considering that Regulation (EU) 2019/758 is repealed by the RTS, how should impediments previously identified and notified under that Regulation be managed under the new provisions? Should they be re-assessed and re-notified, or is the initial notification under Regulation (EU) 2019/758 deemed sufficient? Article 10(2) provides that, where the consent referred to in point (c) of paragraph 1 is not feasible, the parent undertaking or the obliged entity shall apply additional measures. However, the draft RTS does not specify how obliged entities are expected to demonstrate that consent is "not feasible", creating operational and legal uncertainty. Could AMLA clarify that a legal opinion from the third country is sufficient to demonstrate that consent is "not feasible"?
Generali Group	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The RTS address situations where third-country law does not permit or restricts the ability to access, process, or exchange information for AML/CFT purposes. In particular, the RTS do not mention practical impediments, i.e., cases in which third-country law does not explicitly prohibit information sharing, but practical

Name of the organisation	Question	Answer
		obstacles make it difficult or costly (e.g., regulatory approval requirements, lengthy approval processes). Should the RTS also apply to practical impediments that make information sharing difficult? Should the RTS establish a timeline that defines an expiration period (e.g., 6 months) after which (if the data was not successfully shared/collected) obliged entities may implement alternative measures?
German Banking Industry Committee	Question 1 Do you have any observations concerning the definitions laid out in article 2?	In general, the wording of the AMLR and the draft RTS should be aligned to avoid any misinterpretation. This concerns, in particular, the deviation of business-wide risk assessment (Art. 3 (1)(d) draft RTS, Art. 10 AMLR) and group-wide risk assessment (Art. 3 (1)(g), Art. 16 (1) AMLR). The definitions in Art. 2(1) draft RTS 'control function' and Art. 2(2) 'structure' are relatively broad and vague. The term risk management would have to be specified, e.g. if it comprises or is limited to non-financial risk. Furthermore, the meaning of 'establishing a common framework of business' should be clarified. Art. 2 draft RTS provides for the extension of group-wide AML requirements beyond the traditional concept of a group to include certain 'structures' such as partnerships, networks or franchise models. Key criteria in this regard include, in particular, shared ownership structures, shared management or shared compliance management. In our view, the German Savings Banks Finance Group and the German Cooperative Financial Group as members of the German Banking Industry Committee do not comply with these criteria

Name of the organisation	Question	Answer
		and should not be classified as a 'group' or any other relevant 'structure' within the meaning of the draft RTS. We base our assessment primarily on the fact that the legally independent institutions within financial groups are generally not under common ownership control, but rather are themselves the operators of joint facilities. Nor is there a central body that uniformly manages or mediates business or commercial relationships between the institutions. The RTS cannot be read in isolation from Art. 16 AMLR. Art. 16(1) AMLR assumes a parent-subsidiary relationship as a prerequisite for a group, a point confirmed by the definitions of 'group' and 'parent undertaking' in Art. 2(41) and (42) AMLR. In our view, the RTS on Art. 16(4) AMLR, as a regulatory standard, cannot alter the fundamental requirements of the AMLR, but can only interpret them. The 'structure' as defined in Art. 2(2) RTS must therefore also involve a parent-subsidiary relationship. Recital (27) draft RTS also expressly argues against the inclusion of financial groups. According to this, pure cooperation agreements, shared technical infrastructure, knowledge exchange, best-practice approaches and joint branding are specifically not to be covered, provided that there is no common ownership structure, no common management and no common compliance control. In our view, the examples in draft RTS recital (27) should be amended to provide that financial groups such as the German Savings Banks Finance Group and the German Cooperative Financial Group should also not be classified as a

Name of the organisation	Question	Answer
		'group' or any other relevant 'structure' within the meaning of the draft RTS.
German Banking Industry Committee	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Clarification is needed as far as the involvement of non-OE entities in the group wide strategies, procedures and controls and especially the group wide risk assessment is concerned. Whereas Art. 16 AMLR states that a parent undertaking shall perform a group-wide risk assessment, taking into account the business-wide risk assessment performed by all branches and subsidiaries of the group, non-OE are not bound by the AMLR, they do not have to perform a business wide risk assessment, they have no legal basis under data protection law for collecting the information that may need to be shared and it is questionable how far a parent undertaking can oblige a non-OE subsidiary to implement group wide policies, procedures and controls. Furthermore, a full risk assessment following the group methodology should only be performed for those branches and subsidiaries that have clients on their own. Art. 3(1)(e) requires regular and documented information exchanges of the compliance function with inter alia the commercial functions. It does not seem plausible to discuss significant compliance issues with commercial functions if those issues do not concern these functions. That also goes for sharing that information with other compliance functions at group level where these are separate functions if that specific information does not concern those functions. Art. 3(1)(f) requires control functions to ensure the adequacy of group-wide policies, procedures and control. As the internal audit

Name of the organisation	Question	Answer
		is mentioned within the definition of 'control functions' the wording should be aligned with the role of an internal audit, namely verifying the adequacy but not ensuring it. Art. 3(1)(b) 2. Alt. requires "to address and implement any administrative act issued by any relevant supervisor for the oversight and management of subsidiaries and branches of the group in Member States and in third countries;...". A parent undertaking can only work towards the compliance of the subsidiary with requirements if it owns a majority of the proprietary rights or has control. According to Art. 2(1) no. 42 AMLR, a parent undertaking for groups whose head office is located in the Union, is an obliged entity that is a parent undertaking as defined in Art. 2, point (9) of Directive 2013/34/EU. Consequently, a 'parent undertaking' means an undertaking which controls one or more subsidiary undertakings. According to Recital (31) control should be based on holding a majority of voting rights, but control may also exist where there are agreements with fellow shareholders or members. In certain circumstances control may be effectively exercised where the parent holds a minority or none of the shares in the subsidiary. Therefore, an influence of the parent undertaking on a subsidiary can only be expected when it is majority owned or has control of that subsidiary.
German Banking Industry Committee	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	In Art.4(1), it is unclear what information has to be shared. The wording "When information is relevant.." seems to allow to decide what information is relevant. The following wording "shall enable at least.." introduces a very extensive list of data points. To avoid bureaucratic overload, the parent undertaking should not only hold discretionary power to determine the situations (para 2) but also the relevance, type and amount of data that has

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	to be shared. According to Art.4(2), the parent undertaking shall define what situations are relevant for information sharing. This should cover 'at least' common customers, customers having the same beneficial owners, customers that belong to the same group/structure. This wording clearly exceeds the requirements of the legal basis in Art.16(3) AMLR ("the relevance for the purposes of customer due diligence..."). It is also contrary to the requirements in Art.4(3) that information sharing must be "strictly necessary for the purposes of preventing money laundering...", also supported by Recital (9) and (10). Therefore, information sharing within a group is subject to relevance, necessity and compliance with data protection legislation. Art.49(1)(2) AMLR states that RTSs shall be technical, shall not imply strategic decisions or policy choices and their content shall be delimited by the legislative acts on which they are based. Requiring unconditional information sharing in the mentioned cases as a minimum requirement creates a new statutory requirement to Art.16(3) AMLR and therefore exceeds the boundaries of RTS-legislation. This kind of decision has to be taken on level 1. Furthermore, collecting information on customers that belong to the same group/structure is not required by the obligations in Art.20 ff AMLR. Non-OE are also not required to identify beneficial owners of their customers. Therefore, "customers having the same beneficial owners" belonging to a non-OE cannot be detected. Besides, to ensure information sharing in such a wide and broad

Name of the organisation	Question	Answer
		way, it would be necessary to establish a central groupwide database. Art.5(1)(c) GDPR requires 'data minimisation'. Art.6(3) GDPR demands a 'principle of proportionality'. The systemic, unconditional collection, storage and group wide availability of personal information would constitute a breach of GDPR, as the relevance of the information for the said purposes is not verified and the cases mentioned do not constitute a risk of ML/TF as such. Therefore, the cases mentioned should only be indications that a parent undertaking might take into consideration when defining the situations relevant for information sharing. If it is relevant and necessary for the purpose of (ML/TF) risk management must be assessed on a case-by-case basis. Additionally, the requirement set out in Art.4(2) regarding records of information-sharing cannot be derived from Art.16 AMLR. We suggest replacing it with the broader requirement to include 'sufficient safeguards'. Art.4(4) is unclear as to whether obliged entities of a group can rely on customer information collected by other obliged entities of the same group for KYC-purposes. Art.48(3) AMLR is clearly based on the assumption that obliged entities rely on other obliged entities in the group. Therefore, Art.4(4) should be amended in that regard that obliged entities can rely on customer information collected by other obliged entities of the same group for KYC-purposes, but they are responsible for the decisions they take based on that information.

Name of the organisation	Question	Answer
		Comments regarding the data points under Art.4(1)(a): (x): Since the responsibility for CDD remains with each obliged entity, it is questionable how the information regarding reliance or outsourcing agreements are relevant. In line with the principle of data minimisation, we recommend deleting this point. (xi): The current wording could be understood as changes in business activity are generally considered as a material change. We understand that only such changes are deemed material that are subject to an increase of risk classification. (xii): In the interests of proportionality, it should be clarified that the parent company also has some discretion in determining what information falls within its scope. The exchange of information about 'negative or adverse media reports' concerning customers or beneficial owners according to Art.4(1)(c)(x) should be limited to cases where the analysis states a potential higher risk. Regarding data points under Art.4(1)(d): (i): In lines with proportionality we understand that a full analysis report does not need to be shared. We ask for clarification on the extend of 'underlying analysis'. Regarding the Information exchange with third-country branches and subsidiaries we ask for clarification on the wording 'receive' instead of 'share' in Art.5 compared to Art.4 which consistently uses 'share'. We would welcome an explanation that the information can be shared both ways.
German Banking Industry Committee	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	NA

Name of the organisation	Question	Answer
	procedures and controls? If so, please describe the challenges and provide practical examples.	
German Banking Industry Committee	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	NA
German Banking Industry Committee	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We would like to underline the importance of supervisory convergence regarding supervisory actions in cross-border contexts and, in particular, third-country assessments. Articles 6–16 draft RTS grant the relevant NCA discretion, for example with regard to the assessment of third-country legal restrictions and the quality of mitigating measures by the obliged entity. Divergent assessments by different NCAs or AMLA would result in considerable legal uncertainty. We therefore suggest incorporating rules on coordination between NCAs in the assessment of such matters. This is particularly important in view of the potentially severe measures that may be imposed by the supervisory authorities, such as the closure of operations in cross-order structures.
German Banking Industry Committee	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	NA
German Banking Industry Committee	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We welcome the clarification in Recital (27) that structures without common ownership, management, or compliance controls should generally fall outside the scope of the Regulation. However, we are concerned that the criteria in Art. 21(2) are

Name of the organisation	Question	Answer
		drafted at a relatively low threshold and may, in practice, capture a wide range of ordinary cooperation arrangements despite the exclusion set out in Recital (27). In particular, the criteria referring to shared audit or reporting functions overseeing controls, policies and procedures, and to arrangements requiring entities to operate on the basis of common policies and procedures, appear overly broad. It is also unclear whether the latter criterion requires all operations to be based on common policies and procedures, or whether it is sufficient that only part of the operations are covered. This ambiguity significantly affects the practical scope of the provision. Read literally, these criteria could extend to arrangements that lack any central body managing business or commercial relationships and would generally be regarded as ordinary commercial cooperation rather than integrated group-like structures. For example, entities jointly procuring audit services or following a service provider's policies as a contractual condition could potentially be classified as a 'structure' subject to group-wide AML/CFT requirements, which seems difficult to reconcile with Recital (27). The establishment of a central AML group organization requires, above all, that a suitable parent undertaking within the meaning of Art. 22 exists with sufficient competences for the uniform management of relationships within the respective structure. In order to meaningfully distinguish relevant structures from ordinary cooperation agreements, we therefore suggest making

Name of the organisation	Question	Answer
		the existence of a 'parent undertaking' within the meaning of Art. 22 no. 1 draft RTS a prerequisite for group requirements.
German Banking Industry Committee	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	NA
German Banking Industry Committee	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	NA
German Federal Bar (Bundesrechtsanwaltskammer)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Ja, wir haben folgende Anmerkungen: Die Definitionen von „Struktur", „Netzwerk", „Partnerschaft" und „Franchise" sind für den Nichtfinanz-sektor und insbesondere für die Anwaltschaft zu weit gefasst. Die RTS dürfen nicht über die Definiti-on der „Gruppe" in Art. 2 Nr. 41 GwVO und den Anwendungsbereich des Art. 3 Nr. 3 GwVO hinaus-gehen. Die überwiegende Mehrheit der Rechtsanwälte arbeitet nicht in großen Strukturen. Nur bei einigen großen internationalen Kanzleien ist eine Mutter-/Tochtergesellschaftsbeziehung theoretisch möglich. Nach hiesigem Verständnis sind keine Zusammenschlüsse erfasst, die keine gruppenäquivalenten AML/CFT-Strukturen aufweisen. Wir würden aber eine ausdrückliche Klarstellung begrüßen, dass rechtsberatende Entitäten nur insoweit in den Anwendungsbereich fallen, als dass sie überhaupt Verpflichtete nach Art. 3 Nr. 3 GwVO sind. In der Anwaltschaft sind die Nutzung einer gemeinsamen Marke, ein gemeinsames Marketing, eine

Name of the organisation	Question	Answer
		gelegentliche Zusammenarbeit, ein Wissensaustausch oder die Nutzung derselben Infrastruktur nicht ungewöhnlich, ohne dass damit gleich eine gemeinsame Leitung oder eine einheitliche Compliance-Steuerung verbunden wäre. Standesrechtliche Vorschriften erfordern in der Regel einen nationalen Ansatz. Gesellschafter von anwaltlichen Berufsausübungsgesellschaften können nach dem geltenden deutschen Berufsrecht (BRAO) nur natürliche Personen sein, die Rechtsanwälte sind. Die einzige Möglichkeit einer „Gruppierung“ besteht in dem Zusammenschluss von Rechtsanwälten und Rechtsanwaltskanzleien mit anderen freien Berufen wie Notaren, Steuerberatern, Wirtschaftsprüfern, Ärzten, etc. Wir schlagen gleichwohl vor, dass die Definitionen dahingehend präzisiert werden, dass eine ge-meinsame Marke, Marketing, Technik, Wissenstransfer oder Outsourcing an denselben Dienstleister für sich genommen keine gemeinsame Compliance-Kontrolle begründen und dass ein ausdrücklicher Vorbe-halt für Rechtsanwälte aufgenommen wird, der die Pflichten auf den Anwendungsbereich des Art. 3 Nr. 3 GwVO beschränkt: Wir schlagen für Art. 2 RTS-E die Ergänzung eines folgenden Satzes (2) vor: „Gemeinsame Marke, gemeinsames Marketing, gemeinsame technische Infrastruktur, Wissenstrans-fer, bloße Kundenempfehlungen oder die Nutzung desselben externen Dienstleisters begründen für sich genommen weder eine

Name of the organisation	Question	Answer
		gemeinsame Leitung noch eine gemeinsame Compliance-Kontrolle im Sinne dieser Verordnung.“
German Federal Bar (Bundesrechtsanwaltskammer)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Die in Art. 3 RTS-E vorgesehenen Mindestanforderungen sind im Grundsatz nachvollziehbar, aber für die Anwaltschaft nicht hinreichend klar gefasst und auch nicht durchgehend verhältnismäßig. Der risikobasierte Ansatz wird nicht konsequent berücksichtigt. Die Anforderungen im RTS-Entwurf orientieren sich weitestgehend an Unternehmen im Finanzsektor. Für kleinere Berufsausübungsgesellschaften und kleinere Kanzleien muss klargestellt werden, dass keine unverhältnismäßigen Anforderungen verlangt werden. Das anwaltliche Berufsgeheimnis und die Unabhängigkeit der Berufsausübung werden nicht berücksichtigt. Es fehlt eine ausdrückliche Regelung, dass gruppenweite Richtlinien, Verfahren und Kontrollen nur insoweit reichen dürfen, wie dies mit dem anwaltlichen Berufsgeheimnis, der beruflichen Unabhängigkeit und der Vertraulichkeit der Mandatsbeziehung vereinbar ist. Gerade in internationalen Berufsausübungsgesellschaften- oder Netzwerken besteht die Gefahr, dass AML/CFT-Maßnahmen zu breit angelegt werden und damit sensible Mandatsdaten konzern- oder strukturweit verfügbar gemacht werden. Es fehlt zudem eine ausdrückliche Klarstellung, dass rechtsberatende Berufe nur insoweit in den Anwendungsbereich fallen, als dass sie überhaupt Verpflichtete nach Art. 3 Nr. 3 GwVO sind. Art. 3 Nr.1 Unterabs. 2 RTS-E sollte wie folgt ergänzt werden: „Für Verpflichtete nach Art. 3 Nr. 3 der Verordnung (EU)

Name of the organisation	Question	Answer
		1624/2024 und sonstige Berufsgeheimnis-träger sind Umfang, Tiefe und organisatorische Ausgestaltung gruppenweiter Richtlinien, Verfahren und Kontrollen unter Berücksichtigung des anwaltlichen Berufsgeheimnisses, der Unabhängigkeit der Berufsausübung und der Größe sowie Komplexität der betroffenen Struktur festzulegen.“ Zusätzlich bitten wir darum, in Art. 3 RTS-E eine neue Ziffer (4) einzufügen: „Für kleine und nicht komplex strukturierte Verpflichtete, insbesondere kleine Berufsausübungsge-sellschaften, können die Anforderungen dieses Artikels auf risikobasierter Basis in vereinfachter und funktional gleichwertiger Form erfüllt werden.“
German Federal Bar (Bundesrechtsanwaltskammer)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Ja, es bestehen erhebliche operative und rechtliche Herausforderungen für die Anwaltschaft, insbe-sondere im Zusammenhang mit dem Berufsgeheimnis. Die geplante Regelung des Art. 4 RTS-E halten wir für zu konzernlastig und für nicht mit der anwaltlichen Tätigkeit vereinbar. Der Informationskatalog ist sehr weit und birgt das Risiko unzulässiger mandatsbezogener Datenflüsse. Für kleinere Verpflichtete (kleine Kanzleien und kleinere Berufsausübungsgesellschaften) ist die operative Umsetzung nur eingeschränkt leistbar. Es fehlt eine Verhältnismäßigkeitsregel. Das Berufsgeheimnis wird zudem nicht geschützt. Art. 4 RTS-E umfasst Informationen, die im anwaltlichen Kontext regelmäßig mandatsbezogen und besonders sensibel sind. Das gilt auch oder vor allem bei Informationen zu Risikobewertungen, abgelehnten

Name of the organisation	Question	Answer
		Mandaten, Verdachtsmeldungen und Mandatsprofilen. Need-to-know und Datenschutz reichen als Schutzmechanismen nicht aus. Erforderlich ist eine ausdrückliche anwaltsspezifische Begrenzung. Auch beim Informationsaustausch in und aus Drittländern bestehen erhebliche Schwierigkeiten, da dort zusätzlich lokale Berufsrechte, Prozessrechte, Datenschutzregeln und Privilegien eingreifen können. Es bedarf hier einer ausdrücklichen Begrenzung des Informationsaustauschs bei anwaltlichen Ver-pflichteten auf zwingend nach der GwVO zu erfüllende Pflichten sowie angesichts des anwaltlichen Meldeprivilegs in Art. 70 Abs. 2 GwVO auch einer klaren Regelung zum Schutz von Informationen im Zusammenhang mit Verdachtsmeldungen und Mandanteninformationen. Erwägungsgrund Nr. 9 sollte daher einen ausdrücklichen Verweis auf das anwaltliche Berufsgeheimnis bzw. die berufliche Ver-schwiegenheit enthalten. Erwägungsgrund Nr. 7 ist auf Rechtsanwälte nicht anwendbar, da Verträge personengebunden (un-ternehmensgebunden) geschlossen werden. Der Erwägungsgrund Nr. 23 und Art. 8 RTS-E (Informationsaustausch im Rahmen von Partnerschaften) sind zu weitgehend, insbesondere dann, wenn nicht alle Mitglieder der Struktur oder Partnerschaft Verpflichtete Einheiten i. S. d. Art. 3 Nr. 3 GwVO sind. In einer Partnerschaft dürfen dem nicht verpflichteten Rechtsanwalt faktisch keine Pflichten auferlegt werden, ohne im Anwendungsbereich der GwVO zu sein. In Berufsausübungsgesellschaften mit Nicht-Rechtsanwälten müssen Rechtsanwälte ihre berufliche Pflicht zur

Name of the organisation	Question	Answer
		Verschwiegenheit wahren können. Art. 4 Abs. 1 RTS-E sollte um folgenden Unterabsatz ergänzt werden: „Bei Verpflichteten nach Art. 3 Nr. 3 der Verordnung (EU) 1624/2024 und sonstigen Berufsgeheimnis-trägern dürfen Informationen nur insoweit ausgetauscht werden, als dies für Zwecke der Verhinderung von Geldwäsche, Terrorismusfinanzierung oder der Nichtumsetzung oder Umgehung gezielter Finanzsanktionen zwingend erforderlich und berufsrechtlich zulässig ist.“ Artikel 4 Abs. 1 RTS-E und Erwägungsgrund Nr. 4 RTS-E sehen zudem einen außergewöhnlich wei-ten Umfang des Informationsaustauschs zu einer Reihe von Themen vor, die sich nicht ausschließ-lich auf einen Mandanten/Kunden beziehen, in Bezug auf den eine Kanzlei gem. Art. 3 Nr. 3 GwVO Verpflichtete sein kann. Dies steht nicht im Einklang mit Art. 4 Abs. 3 RTS-E und Erwägungsgrund Nr. 10 RTS-E, die einen verhältnismäßigen Informationsaustausch auf Need-to-know-Basis vorse-hen. Ferner bestimmt Art. 4 Abs. 3 RTS-E, dass jeder Informationsaustausch im Einklang mit den anwendbaren Datenschutzvorschriften zu erfolgen hat. Diese Bestimmung scheint anzuerkennen, dass die RTS eine EU-Verordnung auf Level 2-Ebene ist, während die DSGVO eine Level 1-Verordnung ist. Hier wird eine Klarstellung begrüßt. In der Anhörung hierzu wurde von der AMLA angedeutet, dass die RTS als lex specialis gegenüber den anwendbaren Datenschutzvorschriften zu verstehen sein könnten.

Name of the organisation	Question	Answer
German Federal Bar (Bundesrechtsanwaltskammer)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Ja, es werden erhebliche operative Herausforderungen gesehen. Der Entwurf berücksichtigt an-waltsspezifische Drittlands-Hindernisse nicht ausreichend. Die Heranziehung von Einwilligungen ist im anwaltlichen Bereich nur eingeschränkt möglich. Außerdem sind zahlreiche Maßnahmen für kleinere Kanzleien praktisch nur schwer umsetzbar. Die RTS gehen erkennbar von Konzern- und Datenflüssen aus, die stärker an Finanzgruppen orien-tiert sind. In der Anwaltschaft stellen sich Drittlands-Hindernisse jedoch anders dar: Neben Daten-schutz- und Geheimnisregeln können auch Prozessrecht, Beschlagnahmeschutz, Verteidigerprivile-gien und lokale anwaltliche Berufsrechte den Datenaustausch begrenzen. Besonders kritisch ist der wieder-holte Rückgriff auf die Einwilligung des Mandanten bzw. des wirtschaftlich Berechtigten als Mittel zur Überwindung rechtlicher Hindernisse zu sehen. Für die Mandatsbearbeitung ist die Einwilligung des Mandanten als ein nicht zuverlässiges Instrument anzusehen. Dies gilt insbesondere dann, wenn der Kernbereich vertraulicher Rechtsberatung betroffen ist. Rechtsanwälte unterliegen strengen berufs-rechtlichen Verschwiegenheitspflichten. Aufgrund dieser Pflichten dürfen sie weder den Namen ihres Mandanten noch irgendwelche Informationen über diesen Mandanten ohne dessen ausdrückliche Zustimmung an andere Personen oder Unternehmen weitergeben. In Strukturen im Sinne von Art. 21 Abs. 1 GwVO, in denen Verpflichtete solchen berufsrechtlichen Pflichten unterliegen, ist der Aus-tausch von Informationen über Mandanten und mandatsbezogenen Informationen nur möglich, wenn und soweit der Mandant zuvor hinreichend in einen solchen

Name of the organisation	Question	Answer
		Austausch eingewilligt hat. Nahezu alle gruppenweiten Anforderungen nach Art. 21 Abs. 1, 2 und 3 GwVO sowie nach dem RTS-Entwurf setzen den Austausch von oder den Zugang zu Informationen über Mandanten der Verpflichteten innerhalb der Struktur voraus. Soweit Mandanten einer verpflichteten Rechtseinheit innerhalb der Struktur einem solchen Informationsaustausch nicht zugestimmt haben, können gruppenweite Anfor-derungen nach Art. 21 Abs. 1, 2 und 3 der GwVO sowie nach dieser Verordnung von den verpflichteten Rechtsein-heiten innerhalb der Struktur nicht umgesetzt werden, ohne ihre berufsrechtlichen Pflichten zu verletzen. Es sollte daher ausdrücklich vorgesehen werden, dass entweder die Pflicht zur Umsetzung grup-penweiter Anforderungen Vorrang vor sonstigen Pflichten zur beruflichen Verschwiegenheit, zum Datenschutz und vor sonstigen Vorschriften hat, die die Offenlegung von Informationen über Man-danten beschränken, oder die Pflicht zur Umsetzung gruppenweiter Anforderungen nur insoweit besteht, als es den verpflichteten Rechtseinheiten innerhalb der Struktur möglich ist, diese umzusetzen, ohne ihre sonstigen gesetzlichen Pflichten zu verletzen. Für kleinere Kanzleien sind verstärkte Reviews, Vor-Ort-Kontrollen, unabhängige Prüfungen und gruppenweite Eskalationsmechanismen zudem oft nur schwer erfüllbar. Erforderlich ist daher eine ausdrückliche Anerkennung anwaltsspezifischer rechtlicher Hindernisse, klarere sektorale Beispiele und eine verhältnismäßige Anwendung für kleinere Verpflichtete.

Name of the organisation	Question	Answer
German Federal Bar (Bundesrechtsanwaltskammer)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Ja, es werden erhebliche operative Herausforderungen bei der Umsetzung der Pflichten für die An-waltschaft und für kleinere Verpflichtete gesehen. Art. 12 und 13 RT-E betreffen besonders sensible Informationen wie die Offenlegung von Mandan-teninformationen im Zusammenhang mit Verdachtsmeldungen (Art. 69 f. GwVO) und die Weitergabe dieser zu Aufsichtszwecken. Im anwaltlichen Bereich entstehen hier erhebliche Spannungen zwi-schen AML/CFT-Zielen und der Pflicht zur Verschwiegenheit. Bei Informationen im Zusammenhang mit Verdachtsmeldungen ist grundsätzlich das Meldeprivileg nach Art. 70 Abs. 2 GwVO zu beachten. Informationen im Zusammenhang mit Verdachtsmeldungen sowie die Weitergabe von Kundendaten zu Aufsichtszwecken betreffen hochsensible anwaltliche Informationen. Schon aggregierte oder indi-rekte Informationen können Rückschlüsse auf Mandate, Verteidigungsstrategien oder vertrauliche Beratungsinhalte zulassen. Die Verpflichtung zur Information der Geschäftsleitung darf nicht zu einer Aushöhlung des Schutzes nach Art. 70 Abs. 2 GwVO führen. Hier sind strengere anwaltsspezifische Schutzvorgaben erforderlich. Die RTS sollten daher deutlicher regeln, dass bei anwaltlichen Verpflichteten nur ein auf das absolut zur Pflichtenerfüllung Erforderliche und beschränkter Informationsaustausch zulässig ist. Auch die Weitergabe an Aufseher kann problematisch sein, wenn Drittlands-Rechte, lokale Berufsrechte oder Mandatsprivilegien entgegenstehen. Es besteht auch die Gefahr, dass geschützte Informationen an Stellen weitergegeben werden

Name of the organisation	Question	Answer
		müssten, die kein anwaltliches Privileg genießen. Diese Informationen können unseres Erachtens nur mit einer Aufsichtsbehörde geteilt werden, die ebenfalls ein entsprechendes anwaltliches Privileg genießt. In Art. 12 und 13 RTS-E sollte daher ergänzt werden, dass bei rechtsberatenden Berufen berufs-rechtlich geschützte Informationen weder direkt noch funktional offengelegt werden dürfen, soweit dies nach europäischen oder nationalem Recht geschützt ist. Art. 12 Abs. 1 lit. b) RTS-E sollte daher wie folgt ergänzt werden: „Dies gilt nicht für Informationen, deren Offenlegung bei rechtsberatenden Berufen gegen das anwalt-liche Berufsgeheimnis oder gegen die Schutzwirkung von Art. 70 Abs. 2 der Verordnung (EU) 1624/2024 verstoßen würde.“ Art. 13 Abs. 1 lit. b) RTS-E sollte wie folgt ergänzt werden: „Bei kleinen und nicht komplexen Verpflichteten sowie bei Verpflichteten nach Art. 3 Nr. 3 der Ver-ordnung (EU) 1624/2024 können anstelle von Vor-Ort-Kontrollen oder unabhängigen Prüfungen ande-re geeignete, verhältnismäßige Nachweismittel eingesetzt werden, sofern diese eine wirksame Risi-kobeurteilung ermöglichen.“
German Federal Bar (Bundesrechtsanwaltskammer)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Wir halten die Maßnahmen nur für teilweise angemessen. Beschränkungen oder Schließungsmaßnahmen können in die anwaltliche Berufsausübungsfreiheit, die laufende Mandatsbearbeitung und den Zugang zum Recht eingreifen. Der in Art. 16 RTS-E geplante Eskalationsmechanismus ist grund-sätzlich nachvollziehbar. Für

Name of the organisation	Question	Answer
		die Anwaltschaft muss es aber Einschränkungen geben. Maßnahmen wie die Beschränkung neuer Geschäftsbeziehungen, das Verbot bestimmter Transaktionen oder die teilwei-se bzw. vollständige Einstellung von Aktivitäten können tief in die anwaltliche Berufsausübung, in laufende Mandate und in den Zugang zum Recht eingreifen. Solche Maßnahmen dürfen daher nur ultima ratio sein. Für anwaltliche Strukturen sollte ausdrücklich vorgesehen werden, dass berufs-rechtliche Besonderheiten, Mandanteninteressen, Verfahrensrechte und der Schutz unabhängiger Rechtsberatung bei der Verhältnismäßigkeitsprüfung besonders zu berücksichtigen sind. Andernfalls besteht die Gefahr, dass die AML/CFT-Aufsicht mittelbar die Berufsausübungsfreiheit beeinträchtigt. Es wird daher vorgeschlagen, Art. 16 Abs. 3 RTS-E um einen Buchstaben d) und um einen Satz 2 zu ergänzen: „d) bei rechtsberatenden Berufen die Auswirkungen auf die Unabhängigkeit der Anwaltschaft, die Vertraulichkeit der Mandatsbeziehung, laufende Mandate sowie den Zugang zum Recht.“ (...) „Beschränkungen nach Absatz 2 sind gegenüber rechtsberatenden Berufen nur als ultima ratio und unter strikter Wahrung des Grundsatzes der Verhältnismäßigkeit anzuordnen.“ Zudem ist unklar, wie weit Aufsichtsentscheidungen praktisch gegenüber komplexen internationalen anwaltlichen Netzwerken oder Berufsausübungsgesellschaften durchgreifen sollen, wenn das „Mut-terunternehmen“ keine klassische Konzernmutter ist

Name of the organisation	Question	Answer
		oder sogar selbst kein Verpflichteter ist. Das Konzept einer „Kontrollfunktion“ hat keine Grundlage in der GwVO und scheint daher das Man-dat nach Artikel 16 Abs. 4 GwVO zu überschreiten. In Art. 16 Abs. 2 RTS-E ist das letzte Wort „ergreifen“ doppelt (zu viel).
German Federal Bar (Bundesrechtsanwaltskammer)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Die in Abschnitt 5 RTS-E genannten Kriterien halten wir nur für teilweise geeignet. Das Umsatzkrite-rium ist für anwaltliche Strukturen nur eingeschränkt aussagekräftig. Entscheidender sind tatsächliche AML/CFT-Steuerungsfähigkeit, Verantwortung für verpflichtete Tätigkeiten und personelle Ausstattung.
German Federal Bar (Bundesrechtsanwaltskammer)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Nein. Der Regelungsentwurf ist für anwaltliche Kooperationsformen zu weit gefasst. Die Voraussetzungen in Art. 21 RTS-E sind aus Sicht der Anwaltschaft nicht hinreichend klar. Die Kriterien „gemeinsame Eigentümerschaft“, „gemeinsame Leitung“ und „gemeinsame Compliance-Kontrolle“ können in anwaltlichen Kooperationsformen sehr unterschiedlich ausgeprägt sein. Ohne weitere Präzisierung droht eine Übererfassung. Erwägungsgrund Nr. 24 RTS-E sollte zudem gestrichen werden. Die AMLA hat kein Mandat für Compliance-Fragen, die nicht die Bekämpfung von Geldwäsche betreffen. Für Rechtsanwälte sollte folgende Klarstellung ergänzt werden: „Bei rechtsberatenden Berufen ist eine gemeinsame Compliance-Kontrolle nur dann anzunehmen, wenn eine

Name of the organisation	Question	Answer
		tatsächliche, strukturierte und auf AML/CFT-bezogene Entscheidungen gerichtete Steuerung vorliegt.“ Der Verweis in Art. 21 Abs. 1 RTS-E auf die Umsetzung gruppenweiter Anforderungen nach Art. 16 Abs. 1, 2 und 3 der GwVO und dieser Verordnung ist hinsichtlich der Einbeziehung von in einem Drittland errichteten Unternehmen, die Teil dieser Struktur sind, zudem unklar. Es sollte weiter klargestellt werden, dass die Pflicht zur Umsetzung gruppenweiter Anforderungen nur auf diejenigen Verpflichteten innerhalb einer Struktur beschränkt ist, die in der EU ansässig sind oder über eine Zweigniederlassung in der EU verfügen. Am Ende von Art. 21 Abs. 1 der GwVO sollte folgender Satz eingefügt werden: „Solche Anforderungen dürfen nicht auf Einheiten innerhalb der Struktur erstreckt werden, die in einem Drittland ansässig sind, mit Ausnahme von Zweigniederlassungen solcher Einheiten in der EU.”
German Federal Bar (Bundesrechtsanwaltskammer)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Ja. Die größte Herausforderung liegt in der Abgrenzung echter gruppenäquivalenter Strukturen von bloßen Kooperationsformen. In der Anwaltschaft gibt es viele Zusammenschlüsse, die aus berufsrechtlichen, wirtschaftlichen oder internationalen Gründen kooperieren, ohne eine einheitliche AML/CFT-Steuerung zu bilden, wie z. B. internationale Anwaltsnetzwerke mit gemeinsamem Branding, aber eigenständigen Kanzleien, multidisziplinäre Kooperationen mit Steuerberatern oder Wirtschaftsprü-fern, Berufsausübungsgesellschaften mit mehreren Standorten, aber

Name of the organisation	Question	Answer
		dezentraler Mandatsführung oder Franchise-ähnliche Dienstleistungsverbünde, bei denen zentrale Vorgaben nur Marketing und Qualitätssicherung betreffen. Ohne präzisere Kriterien entsteht erhebliche Rechtsunsicherheit. Die Artikel 21 Absatz 2 des RTS-Entwurfs verwendete Begrifflichkeiten sind unklar und was rechtlich unter „Eigentum an einer Struktur“ zu verstehen ist. Was ist konkret mit, „zwei oder mehr Verpflichtete sind rechtlich Teile einer Einheit” gemeint? Hier werden nähere Erläuterungen benötigt.
German Federal Bar (Bundesrechtsanwaltskammer)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Die in Art. 22 RTS-E aufgeführten Kriterien halten wir nur für teilweise wirksam. Problematisch ist, dass auch eine Nicht-Verpflichtete Mutterunternehmen sein kann. Das mag funktional sinnvoll erscheinen, wirft aber im anwaltlichen Bereich Fragen nach Verantwortlichkeit, Zugriff auf sensible Daten und berufsrechtliche Legitimationen auf. Entscheidend sollte nicht sein, wer Marke, Kosten oder Marke-ting verwaltet, sondern wer tatsächlich und rechtlich zulässig AML/CFT-bezogene Entscheidungen für verpflichtete anwaltliche Tätigkeiten steuern kann. Es wird vorgeschlagen, Art. 22 Abs. 1 RTS-E um einen Buchstaben h) zu ergänzen: „h) bei rechtsberatenden Berufen die rechtlich zulässige und tatsächliche Fähigkeit, AML/CFT-Anforderungen in den verpflichteten Tätigkeitsbereichen unter Wahrung des anwaltlichen Berufsge-heimnisses zu steuern.“

Name of the organisation	Question	Answer
Gesamtverband der Deutschen Versicherungswirtschaft e. V. (German Insurance Association)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The term “control function” is not legally defined nor even mentioned in the AMLR. Therefore, it appears to go beyond the mandate conferred by Article 16(4) AMLR to introduce obligations on such functions. As defined in Article 2(1) of the draft RTS, the term could be interpreted as sector-specific regulatory key functions such as risk management, compliance and internal audit. In practice, this would inadequately suggest that the “control function” encompasses the broader governance system of the group. Apart from that, the draft RTS assigns responsibilities for ensuring the adequacy and regular review of group-wide internal policies, procedures and controls not only to the group-wide AML/CFT compliance function under Article 16(2) AMLR, but also to the “control function” (Article 3(1)(f) and (g) of the draft RTS). Such an approach risks creating overlapping obligations for different governance and control functions and may conflict with the established “three lines of defence” model. In particular, the wording could be understood as placing the internal audit function, as part of the third line of defence, on the same operational level as the AML/CFT compliance function forming part of the second line of defence. In addition, the definition appears to include also the risk management function. For insurance undertakings, however, the Level 1 framework governing the organisation and responsibilities of the risk management function is laid down in the Solvency II Directive rather than in the AMLR. This further raises doubts as to whether the definition of “control function” falls within the mandate under Article 16(4) AMLR.

Name of the organisation	Question	Answer
		The term “control function” should therefore be deleted from the draft RTS. At a minimum, the RTS should clarify which specific functions are intended to be covered where sector-specific governance frameworks already exist, including under Solvency II. The Level 1 legal basis for imposing obligations on additional governance or control functions should likewise be clarified. If the intention is merely to ensure that the internal audit function periodically reviews the effectiveness of the AML/CFT compliance function within established governance arrangements, this should be expressly clarified. Such a requirement would, however, already follow from existing governance and supervisory frameworks, which further supports deleting the concept of a “control function” from the RTS.
Gesamtverband der Deutschen Versicherungswirtschaft e. V. (German Insurance Association)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	See answer to question 1.
Gesamtverband der Deutschen Versicherungswirtschaft e. V. (German Insurance Association)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We believe that Article 4 of the draft RTS exceeds the mandate conferred by Article 16(4) AMLR. Article 16(3) AMLR requires information sharing within a group only where such sharing is “relevant” for the purposes of customer due diligence and the ML/TF risk management. The AMLR therefore establishes relevance as the governing condition for information sharing within the group.

Name of the organisation	Question	Answer
		By contrast, Article 4 of the draft RTS effectively requires obliged entities to make extensive categories of information available across the group on a permanent basis. In particular, Article 4(2), second subparagraph, second sentence requires that information sharing within the group shall cover at least common customers, customers having the same beneficial owners, customers that belong to the same group or structure. In practice, compliance with these requirements would necessitate the establishment and maintenance of group-wide data-sharing infrastructures and, in many cases, centralised databases capable of identifying and matching such relationships across entities of the group. However, neither the obligation to establish such infrastructures nor the systematic collection and maintenance of the underlying data points can be derived from Article 16 AMLR. The Level 1 framework requires information only if considered relevant in a particular case; it does not require the permanent availability of information across the group nor the systematic screening whether customers maintain business relationships with multiple obliged group entities. The organisational, technical and financial implications of establishing and operating a group-wide information-sharing infrastructure are substantial. In addition to challenges arising under sector-specific regulatory requirements, including the separation of life and non-life insurance activities under Article 73 of the Solvency II Directive, such an obligation constitutes a significant interference with the freedom to conduct a business protected by Article 16 CFR. Under the principle of materiality, decisions involving such

Name of the organisation	Question	Answer
		significant interferences with fundamental rights must be taken by the Union legislature itself and cannot be introduced through legislative acts on Level 2 in the absence of a sufficiently specific mandate. Article 16(4) AMLR empowers AMLA only to develop minimum requirements and standards for information sharing within the group. It does not provide a legal basis for imposing obligations that effectively require the establishment of group-wide databases or the systematic collection and availability of information beyond what is required under the AMLR itself. Broad sharing of customer information irrespective of actual risk relevance would furthermore be difficult to reconcile with the principles of data minimisation and proportionality under the GDPR. The principle of proportionality requires that Union law constituting the legal basis for personal data processing pursues an objective of public interest and remain proportionate to the legitimate aim pursued. The establishment and maintenance of group-wide database infrastructures is not justified by compelling regulatory objectives and as a result disproportionate. At a minimum, the RTS should therefore clarify that information sharing must only be enabled where necessary for the purposes set out in Article 16(3) AMLR and should not be interpreted as requiring the continuous group-wide availability of information irrespective of relevance in the individual case. Proposal: Article 4(2), second subparagraph, second sentence is replaced by the following:

Name of the organisation	Question	Answer
		Information sharing within the group shall cover at least common customers, customers having the same beneficial owners, customers that belong to the same group or structure, when such sharing is relevant and necessary for the purposes of customer due diligence and money laundering and terrorist financing risk management.
Grant Thornton Participations SARL	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We would like precision for the definition of “common client” (legal entity vs group related legal entities vs shared Ultimate beneficial owner / Senior Management Official); We would appreciate that “third countries” will be defined in this article 2. When reading, we sometimes misunderstand if this is third countries are outside of the European Union or outside our country (ie: Luxembourg). For example, The title of section 4 mention “third countries of obliged entities and parent undertaking in the Union” is unclear. Finally, both terminologies are used : “third countries” and “outside the Union”. We would need clarification for non-obliged entities. Some RTS provisions exclude non-obliged entities from group-wide obligations while Article 16(3) second subparagraph of Regulation EU 2024/1624 expects information from them. Since targeted financial sanctions under Article 215 TFEU apply to all persons in the Union, the role of non-obliged entities needs explicit clarification, particularly for sanctions and information provision.
Grant Thornton Participations SARL	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	we ask for greater clarity and proportionality. Our Key concerns are : (1) Proportionality — a uniform set of minimum information required is disproportionate for small or low risk entities; we ask to review these minima based on a risk based approach. Article 3(1) final subparagraph acknowledges size and complexity but we recommend explicit calibration guidance permitting scaled

Name of the organisation	Question	Answer
		application by individual entity risk profile. (2) Reliance framework — The RTS should explicitly permit reliance on AML/CFT work of other group entities, consistent with Articles 48 and 49 of Regulation EU 2024/1624. Without this, duplicative processes across network members are unavoidable and resource-intensive without corresponding risk reduction. The reference on that in Article 4 1(a)(x) in the RTS is unclear : "reliance or outsourcing arrangements related to customer due diligence performed by other entities within the group".
Grant Thornton Participations SARL	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	(1) Obligation vs discretion — In article 4 of the RTS, it is unclear what information is mandatory to share vs optional; we understand that data on "common clients" is a minimum but the lists of documents and transaction data are broad and need narrowing. We ask for a clear minimum mandatory dataset for common client situations. (2) GDPR / data protection — It is unclear whether the AMLR obligation suffices as legal basis under Article 6(1)(c) of Regulation EU 2016/679 (Processing shall be lawful only if and to the extent that at least one of the following applies: [...] (c) processing is necessary for compliance with a legal obligation to which the controller is subject") We ask explicit guidance on GDPR/legal basis for intra group sharing and model contractual/notice language; and we ask for practical alternatives where third country law bars sharing (e.g. aggregated data, documented refusals, supervisor notification). In addition, we need guidance how to react in cases where customers refuse consent to data sharing.
Grant Thornton Participations SARL	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship	On quantitative criteria under Article 17(1)(b), customer numbers and transaction amounts produce anomalous results where customer concepts vary by service line. Annual turnover under

Name of the organisation	Question	Answer
	whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Article 17(2) identifies revenue size not compliance capability. It may work as a tiebreaker but should not be the sole determinant. We recommend a flexible approach allowing motivated group-level designation based on combined factors: turnover, governance role, compliance capacity and data aggregation ability. Structures should be permitted to designate their parent through documented governance decisions subject to supervisory validation under Article 20.
Institute of Financial Services Practitioners (IFSP)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	1.1 General Observations The respondent welcomes the inclusion of defined terms such as 'structure,' 'network,' 'partnership,' and 'franchise' in Article 2, noting that these address a regulatory gap arising from the AMLR's extension to alternative arrangements. Providing these definitions in binding RTS text is appropriate, given the direct regulatory consequences of falling within scope. However, three main concerns arise: (i) the overly broad concept of 'common compliance control'; (ii) the conjunctive structure of the definitions for networks, partnerships, and franchises, which may capture arrangements meeting limb (a) but not intended to satisfy limb (b); and (iii) the absence of an 'AML/CFT governance nexus' as a limiting threshold for scope. 1.2 Definition of 'Structure' — Article 2(2) Article 2(2) defines a 'structure' as any arrangement involving at least two obliged entities, which is not a group and aims to establish a "common framework of business, professional or commercial relationships." This wording is very broad. In practice, almost any ongoing commercial relationship—such as referrals, co-marketing, or professional association membership—could meet this criterion. The respondent recommends narrowing limb (c) so that it

Name of the organisation	Question	Answer
		captures only frameworks involving shared governance, shared risk management, or shared compliance responsibilities. Without such a qualification, the definition risks including arrangements with no AML/CFT governance element. 1.3 Definition of 'Network' — Article 2(3) A 'network' requires both limb (a) (e.g. shared costs or profits, common strategy, shared policies, or common branding) and limb (b) (common ownership, management, or compliance control). The concern lies in combining the broadest limb (a) factor—shared branding—with the expansive definition of 'common compliance control' in Article 21(2)(c), which includes non-AML compliance such as prudential or product-related controls. This could bring into scope typical professional networks (e.g. legal or accounting firms) that share a brand and quality standards but have no AML/CFT governance link. This is a common model in the non-financial sector. The respondent therefore recommends either reconsidering recital (24)'s expansion of 'common compliance control' beyond AML/CFT, or introducing a carve-out limiting it to arrangements with a clear AML/CFT component. 1.4 Definition of 'Franchise' — Article 2(5) The franchise definition is similarly structured. Limb (a) captures standard franchise arrangements involving the use of a brand, know-how, or systems, while limb (b) again requires common ownership, management, or compliance control. This could result in franchisors—whose role is limited to branding, operational standards, and manuals—being designated as parent undertakings under Article 22(1)(g), despite having no AML/CFT role, supervisory relationship, or access to client data. Such entities would nevertheless bear full obligations under

Name of the organisation	Question	Answer
		Article 3, creating a mismatch between responsibility and capability. The respondent proposes either excluding franchises where the franchisor has no AML/CFT governance role, or requiring the presence of a mandatory AML/CFT compliance component before such arrangements are brought within scope. 1.5 Definition of 'Control Function' — Article 2(1) Defining a 'control function' as one independent of the commercial functions it oversees is consistent with standard governance principles. However, for non-financial entities—particularly SMEs—the distinction between compliance and commercial roles is often less clear, making strict independence requirements potentially disproportionate. The respondent recommends that AMLA provide guidance on how functional independence should be applied proportionately across different entity sizes. In particular, it should clarify that smaller entities may combine compliance, risk, and audit roles, or outsource them, in line with common practice and the proportionality principle in Article 3 and Recital 2. Without such clarification, smaller entities may be unable to replicate the governance structures of larger institutions and may lack certainty as to whether their existing arrangements meet regulatory expectations.
Institute of Financial Services Practitioners (IFSP)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	2.1 Support for the Principle-Based Approach We support AMLA adoption of a principle-based approach (Opt B) rather than highly granular prescriptive requirements (Opt A). The principle-based framework is more capable of accommodating the diversity of obliged entities across financial & non-financial sectors and is consistent with the risk-based character of the AMLR. The requirements in Art3(1)(a)–(h) provide a workable

Name of the organisation	Question	Answer
		baseline for genuine corp groups. 2.2 Structural Mismatch: The Governance Authority Assumption Art3(1)(a) requires the parent undertaking to 'set up, implement and maintain an organisation and coordination structure or body at group level with sufficient decision-making powers.' Art3(2) requires groupwide internal policies to be 'approved by the management body of the parent undertaking.' These requirements assume that the parent undertaking's management body has plenary authority over the governance structures of all entities within the group or structure. In a genuine corp group, this assumption holds: the parent's management body appoints subsidiary directors, controls capital allocation & can enforce policy compliance through the standard mechanisms of corporate law. In a network/franchise of independently owned obliged entities, which Art21 explicitly brings within scope, no such authority exists. Each member firm has its own independent management body accountable to its own shareholders/partners. No group-level body with 'sufficient decision-making powers' can be established over independently owned entities without their voluntary contractual consent, which may not exist and cannot be mandated by regulation. We recommend that Art3 be supplemented by a new paragraph addressing structures of independently owned obliged entities: in such cases, the minimum requirements should apply only to the extent of the parent undertaking's actual contractual governance authority with an obligation to document and notify the home supervisor of any limitations. This would preserve the regulatory intent while acknowledging the governance reality. 2.3 The Business-Wide Risk Assessment at Group Level Art 3(1)(d) requires the parent undertaking to carry out business-wide risk assessment (BWRA) at group level. Recital (3) explicitly

Name of the organisation	Question	Answer
		confirms that groupwide requirements do not derogate from entity-level BWRA obligations under Art 10 AMLR. The result is a mandatory duplication: each entity must produce an entity-level BWRA and must also contribute to or comply with a group-level BWRA. In a structure where member entities do not share customers or risk pools, and have no common client base, the group-level BWRA cannot contain risk info that is not already captured by the aggregate of entity-level BWRAs. AMLA should clarify what additional risk intelligence the group-level BWRA is expected to generate in such structures. Without that clarification, the duplication of risk assessment obligations imposes compliance cost without proportionate regulatory benefit. 2.4 Conflicts of Interest Identification — Art 3(1)(c) Art 3(1)(c) requires the parent undertaking to 'identify and mitigate conflicts of interests between the prevention & management of risks related to money laundering, terrorist financing and the tasks of the commercial functions.' In a corporate group this is a standard governance obligation. In a network of independently owned entities, the commercial functions are those of each independent member firm, which owes no governance obligation to the network coordinating entity. Conflicts of interest between compliance and commercial functions at the member firm level are a matter for that firm's own management and its own supervisor not for a network-level body that has no authority over those functions. AMLA should clarify the scope of the Art 3(1)(c) obligation in the context of non-group structures: is the parent undertaking obliged to identify conflicts within each member entity (which it has no authority to investigate), within the network body itself, or solely within the parent undertaking's own operations?

Name of the organisation	Question	Answer
		2.5 Proportionality The Art 3(1) closing provision — that the parent undertaking 'shall take into account the nature of the business of the group, including its size, complexity and risks' — is a welcome scalar proportionality qualifier. However, proportionality in the draft RTS is calibrated exclusively to scale. It does not address the qualitatively distinct case where the governance preconditions for implementing the requirements do not exist. A requirement that scales appropriately with size remains structurally undeliverable if the parent undertaking has no governance authority over the other entities. AMLA should explicitly acknowledge in Art 3 or in an accompanying recital, that structural impracticability, as distinct from scale, is a separate dimension of proportionality that modifies the obligations in Art 3 for non-hierarchical structures.
Institute of Financial Services Practitioners (IFSP)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	3.1 Foundational Challenge: Lack of Common Customers The respondent highlights a threshold issue: information-sharing obligations assume overlapping customers across entities. Article 4(2) focuses on sharing data on common customers, shared beneficial owners, or customers within the same structure. However, in many professional networks of independently owned firms, client bases are entirely separate. In such cases, Article 4 would yield no substantive information exchange, yet firms would still need to implement and maintain full compliance infrastructures (policies, record keeping, GDPR safeguards, and “need-to-know” assessments). This imposes costs without corresponding AML/CFT risk management benefit. Clarification is needed on whether Article 4 applies where no shared customers exist and, if so, how its requirements remain proportionate.

Name of the organisation	Question	Answer
		3.2 Legal Privilege and Professional Secrecy (Article 9) Article 9 provides a derogation limited to legal professional privilege under Article 70(2) AMLR. While important, this carve-out is too narrow compared to broader national professional secrecy rules in several Member States. For lawyers and notaries, such secrecy may cover not only privileged communications but also client identity, existence of engagement, and core CDD data. Article 4(1)(a), however, mandates sharing precisely this information (identity, beneficial ownership, source of wealth, etc.). Compliance could therefore force breaches of national secrecy laws even where AMLR does not override them. The respondent proposes extending Article 9 (or adding a provision) to protect all information covered by applicable national professional secrecy regimes, insofar as these are not displaced by AMLR. 3.3 GDPR and the Data Controller Problem Article 4(1) requires sharing detailed personal data (e.g. identity, beneficial ownership, risk classifications, PEP status, STR information) across independently owned entities, each acting as separate data controllers under GDPR. Transferring such data between controllers—or to a coordinating entity—requires a lawful basis under Article 6 GDPR. While AML/CFT obligations justify each entity's own processing (Article 6(1)(c)), it is unclear whether this extends to sharing identifiable client data with other entities lacking a direct regulatory relationship to that client. The "need-to-know" principle in Article 4(3) helps limit access but does not fully address the lawful basis issue. The respondent calls for explicit AMLA guidance on (i) the legal basis for intra-network data transfers and (ii) application of data minimisation principles, to avoid unresolved conflicts between AML/CFT and data protection law.

Name of the organisation	Question	Answer
		3.4 Scope of the Minimum Information List (Article 4(1)) The mandatory information-sharing list is extremely broad, effectively requiring exchange of all AML-relevant intelligence: full CDD files, transaction data, risk assessments, STR/SAR reports and analyses, PEP details, adverse media, declined clients, supervisory findings, and even training data. While this may be justified within corporate groups with centralised compliance, it lacks a clear purpose in networks of independent entities without shared clients or control relationships. The respondent recommends limiting obligations in Article 21 structures to (a) aggregated or typological risk intelligence and (b) aggregated STR statistics, excluding identifiable client data where no overlap exists. The respondent also notes ambiguity between Articles 4 and 5, particularly whether Article 4 governs intra-EU sharing and Article 5 applies to third countries. The relationship between these provisions should be clarified. Additionally, there is no clear methodology for reconciling the extensive sharing obligation with multiple overlapping derogations (legal privilege, third-country restrictions, AMLR tipping-off rules, etc.). AMLA should specify whether firms should begin with the full Article 4 dataset and subtract restricted elements, or start from the most restrictive regime and build upwards, and how to resolve overlapping restrictions. 3.5 Third-Country Sharing and the 28-Day Rule Articles 5–7 impose a requirement to notify authorities within 28 days of identifying third-country restrictions on information sharing. This implies a continuous obligation to monitor foreign legal regimes. For smaller or non-financial entities, such ongoing legal surveillance is disproportionate. The respondent recommends clarifying that this obligation is triggered only by

Name of the organisation	Question	Answer
		actual or constructive knowledge—such as formal legal advice, regulatory communication, or binding decisions—rather than requiring continuous independent monitoring across all jurisdictions.
Institute of Financial Services Practitioners (IFSP)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	4.1 Observations We broadly support the structured escalation framework in Art 10–15. The graduated menu of additional measures — from product restriction & enhanced monitoring through to business relationship termination & closure of operations — provides a more proportionate and flexible framework than the binary approach of the predecessor Delegated Reg (EU) 2019/758. The extension of this framework from financial sector groups to all AMLR obliged entities across sectors is appropriate in principle. 4.2 The Consent Mechanism: Practical and Legal Challenges Art 10(1)(b) & (c), 11(1)(b) & (c), & 14(1)(b) & (c) rely on customer consent as the primary first-line mechanism for overcoming 3rd-country CDD, info sharing, and record retention restrictions. We identify 3 significant challenges with this mechanism. First, in the high-risk 3rd-country jurisdictions most likely to have restrictive data protection or banking secrecy law — the very jurisdictions that trigger the Art 17 additional measures framework — customers may be unwilling/unable to provide genuine free & informed consent to the cross-border transfer of their personal and financial information. Commercially, customers in those markets may decline to consent, triggering Art10(3) requirements to terminate business relationships or close operations. This could produce de facto market exit from entire high-risk jurisdictions, which may be disproportionate where other risk management tools are available. Second, in some 3rd-country jurisdictions, banking secrecy/state

Name of the organisation	Question	Answer
		security law renders it unlawful for any party — including the customer — to consent to disclosure of account info to foreign supervisors or entities. In those cases, the consent mechanism is not merely commercially impractical but legally impermissible, placing the obliged entity in an impossible legal position. Third, there is a GDPR interaction concern: consent obtained in a 3rd country for the purpose of overcoming local restrictions on info sharing must, when the resulting data is subsequently processed by EU entities, meet GDPR standards for valid consent under Art 7 GDPR. Consent given under regulatory compulsion — where the customer is told their relationship will be terminated if consent is not provided — may not meet the GDPR's voluntariness requirement. This creates a structural tension between the Art 17 framework/GDPR that AMLA has not addressed. 4.3 Article 15 Additional Measures: Proportionality for Non-Financial Sector Entities Several Art 15 additional measures presuppose a level of operational resource & local presence that may be disproportionate for non-financial sector entities with limited 3rd-country operations: Art 15(1)(c) — enhanced reviews including on-site checks/independent audits — may be impracticable and prohibitively expensive for a law firm or real estate professional whose 3rd-country exposure consists of a small branch office serving a limited client base. Art 15(1)(f) — enhanced ongoing monitoring until the entity is 'reasonably satisfied' it understands the risk — provides no temporal limit and may in practice require indefinite enhanced monitoring in jurisdictions where risk assessment information remains structurally unavailable.

Name of the organisation	Question	Answer
		Art 15(1)(g) — sharing with the parent undertaking of underlying STR info and supporting documentation — conflicts with the 3rd-country info sharing restrictions that triggered the Art 10/11 measures in the first place. If the 3rd-country restricts disclosure of the information that forms the basis of the STR, the entity may be unable to comply with Art 15(1)(g) without violating the 3rd-country restriction it is trying to manage. AMLA should provide sector-specific guidance on the calibration of Art 15 measures for non-financial sector entities with limited 3rd-country exposure and should address the circularity issue in Art 15(1)(g). 4.4 Article 10(3): The 'Cannot Effectively Manage' Standard Art 10(3) requires business relationship termination/closure of operations where the parent undertaking 'cannot effectively manage the money laundering and terrorist financing risk' using the measures in paras (1) & (2). This is the most consequential provision in Sect 4 — triggering it requires cessation of operations — yet the standard is not defined. What level of residual risk is acceptable before 'cannot effectively manage' is met? Is the standard absolute (any unmanageable risk) or relative (risk above a defined threshold)? Who makes the determination — the parent undertaking alone, or in consultation with the supervisor? We recommend that AMLA issue guidance — in recitals or a separate technical standard — specifying: (a) the risk threshold at which Art 10(3) is triggered; (b) the documentation and supervisory notification requirements preceding any termination or closure decision; & (c) a minimum remediation period before closure is required, except where the risk is acute/immediate.
Institute of Financial	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where	5.1 Article 12: STR Disclosure Restrictions Article 12 addresses situations where third-country law restricts

Name of the organisation	Question	Answer
Services Practitioners (IFSP)	third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	the disclosure of STR-related information. The provision requires, in lieu of full STR sharing, the provision to senior management of: the number of STRs filed within a set period; and aggregated statistical data on the circumstances giving rise to suspicion. This is a sensible and proportionate alternative to full STR disclosure where legal impediments apply. The respondent identifies one practical challenge: in jurisdictions with very strict tipping-off provisions — which are common in third countries with high professional secrecy standards — even the disclosure of the number of STRs filed to parent undertaking senior management may constitute an unlawful disclosure. A regime that requires professional secrecy to be maintained absolutely may prohibit even aggregated statistical reporting to group headquarters. AMLA should clarify what additional measure is required in such cases, and whether the chain of escalation under Article 16 is automatically triggered where Article 12's alternative disclosure mechanism is also legally unavailable. 5.2 Article 13: Supervisory Access Restrictions Article 13 requires, where third-country law restricts the sharing of customer data with Union supervisors, enhanced reviews including on-site checks or independent audits, and regular reporting to senior management. The respondent supports these requirements in principle. However, two challenges arise. First, on-site checks and independent audits as required by Article 13(1)(b) may themselves be restricted by third-country law in some jurisdictions. A jurisdiction with comprehensive professional secrecy law may prohibit access to customer records even by the parent undertaking's own auditors, let alone by Union supervisors. Where on-site checks are legally impermissible in the third country, Article 13(1)(b) cannot be

Name of the organisation	Question	Answer
		complied with regardless of the parent undertaking's best efforts. AMLA should specify the alternative measure available where on-site audit access is legally restricted, to avoid placing entities in a position of absolute non-compliance with no available remedy. Second, Article 13(1)(e) requires the parent undertaking to make supervisory reporting available to the home Member State supervisor 'upon request.' In some third-country jurisdictions, providing information about local customers to a foreign supervisor — even indirectly through a parent undertaking in the EU — may be prohibited by local law. The 'upon request' framing may therefore create a standing obligation that is systematically legally unavailable. AMLA should address this by confirming that where legal restriction prevents compliance with Article 13(1)(e), the notification obligation under Article 7(2)(a) is triggered and the home supervisor is informed of the restriction without the underlying information.
Institute of Financial Services Practitioners (IFSP)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	6.1 Support for the Two-Tier Framework The respondent supports the two-tier escalation framework in Article 16, which appropriately differentiates between remediable risks (Art. 16(1), addressed through risk mitigation plans and corrective measures) and unmanageable risks (Art. 16(2), requiring restriction, limitation, or closure of operations). This layered approach reflects the realities of cross-border AML/CFT risk management and avoids an overly blunt supervisory response. Article 16(3), requiring supervisors to consider the nature and severity of risks, the extent of third-country impediments, and the effectiveness of existing governance arrangements, is particularly welcome. It embeds proportionality into supervisory decision-making and ensures that escalation measures are calibrated rather than automatic. This is especially

Name of the organisation	Question	Answer
		important in complex cross-border scenarios where risk drivers may be legal or structural rather than operational failures. 6.1A Home and Host Supervisor Cooperation A key omission in the current drafting concerns cross-border coordination. In cases where an EU parent undertaking is supervised within the EU but its branches or subsidiaries are overseen by third-country authorities, implementation of Article 16 measures may depend on cooperation from those host supervisors. For example, corrective measures under Article 16(1) may not be operationally feasible without approval or at least non-objection from the local authority. The RTS should therefore explicitly require or strongly encourage supervisory cooperation in such circumstances, aligned with Article 48 of Directive (EU) 2024/1640. Clear procedural guidance should also be provided on how home and host supervisors are expected to coordinate, including timelines, communication channels, and conflict resolution mechanisms. Without this, supervisory actions risk being ineffective in practice. 6.2 Addressee Problem in Non-Group Structures Article 16 directs supervisory actions to “the parent undertaking in the EU or the obliged entity.” This framing works in traditional corporate groups but creates challenges in non-group structures such as networks or franchises. In such arrangements, the “parent undertaking” may be a non-regulated entity, such as a brand management company or cooperative association, which lacks AML/CFT authorisation and is not subject to direct supervisory oversight. Consequently, supervisory tools like mandating risk mitigation plans or ordering closure of operations may not be enforceable against such entities. This raises fundamental questions about jurisdiction and accountability. AMLA should clarify how Article 16 measures apply in these

Name of the organisation	Question	Answer
		contexts, whether enforcement should instead target individual obliged entities, and how obligations imposed at the “parent” level translate into legally binding requirements in the absence of a direct supervisory relationship. 6.3 Feasibility of Closure Measures in Cross-Border Contexts Article 16(2)(c) empowers supervisors to require closure of operations in third countries. While conceptually clear, its practical implementation is highly complex. Closure requires compliance with local employment law (including termination protections), corporate law (formal winding-up procedures), contractual obligations to clients, and regulatory approval from local authorities. These processes are governed entirely by third-country legal systems and often involve lengthy timelines. The home supervisor has no direct authority over these processes, and immediate compliance may be legally impossible. The respondent therefore recommends that the RTS include a clarifying recital stating that closure orders define an AML/CFT objective to be achieved, without displacing the obligation to comply with applicable third-country laws governing orderly wind-down. This would avoid legal conflict and provide necessary certainty to obliged entities. 6.4 Standard for ‘Insufficient’ Measures Article 16(1) allows supervisors to intervene where existing measures are deemed “insufficient to effectively manage risk,” yet these key terms are undefined. In practice, determining insufficiency requires complex supervisory judgment, often in conditions of incomplete information due to the very third-country restrictions that trigger Article 16 considerations. This creates a risk of inconsistent or opaque decision-making. The respondent recommends that AMLA issue detailed guidance, particularly for non-financial sector supervisors, covering: the

Name of the organisation	Question	Answer
		evidentiary threshold required to support a finding of insufficiency; how to assess the adequacy of measures implemented by the parent undertaking; and the procedural safeguards available to entities prior to a formal determination, including opportunities to respond or remediate. Such clarification would enhance transparency, consistency, and fairness in supervisory practice while supporting effective risk management.
Institute of Financial Services Practitioners (IFSP)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	7.1 General Support for the Three-Stage Methodology The respondent broadly supports the three-stage methodology for parent undertaking identification in Articles 17–19: sufficient prominence (Article 17), sufficient understanding of operations (Article 18), and responsibility to implement group-wide requirements (Article 19). The sequencing — with the tie-breaking hierarchy in Article 18(3) confirming that prominence prevails where prominence and understanding point to different entities — provides a workable and transparent framework for the Article 2(1)(42)(b) AMLR scenario. 7.2 The Transaction Volume Criterion — Non-Financial Sector Article 17(1)(b) provides that, absent a holding company under Article 17(1)(a), the entity with the higher of average customer count or average transaction volume shall be deemed to have sufficient prominence. This criterion is well-suited to financial sector entities — banks, payment institutions, investment firms — for whom customer counts and transaction volumes are meaningful indicators of market significance, risk exposure, and operational capacity. For non-financial sector entities — lawyers, notaries, accountants, real estate professionals — these metrics are far less meaningful as indicators of AML/CFT relevance or

Name of the organisation	Question	Answer
		governance capacity. A law firm handling 50 high-value cross-border corporate transactions annually may present a substantially greater ML/TF risk, and have substantially greater AML/CFT compliance infrastructure, than a firm handling 500 lower-value domestic conveyancing matters. Transaction volume as a proxy for AML/CFT prominence systematically misidentifies non-financial sector entities. The annual turnover tiebreaker in Article 17(2) is similarly problematic for non-financial sector entities: the highest-revenue firm within a network is not necessarily the one with the greatest AML/CFT governance capacity, the most sophisticated compliance function, or the greatest de facto authority within the network structure. The respondent recommends that AMLA either: (a) introduce sector-specific prominence criteria for non-financial sector entities — for example, number of AML compliance staff, most recent supervisory assessment outcome, or explicit contractual assumption of AML/CFT coordination responsibilities; or (b) issue sector-specific guidance on how the Article 17 criteria should be applied and interpreted for non-financial sector entities where transaction volumes are not meaningful AML/CFT indicators. 7.3 The 'Sufficient Understanding of Operations' Criterion — Article 18(1)(d) Article 18(1)(d) includes, as an indicator of sufficient understanding of operations, 'having critical or important outsourcing arrangements in place for one or more of the other obliged entities established in the Union.' The respondent is concerned that this criterion could inadvertently designate as parent undertaking a technology service provider or shared AML compliance platform that provides transaction monitoring software, KYC data services, or compliance management

Name of the organisation	Question	Answer
		systems to multiple entities within a network — without that provider having any governance role, AML/CFT decision-making authority, or accountability for the AML/CFT outcomes of the entities it serves. The respondent recommends that Article 18 be amended to clarify that outsourcing of technical compliance tools or data services — as distinct from outsourcing of governance or AML/CFT decision-making functions — does not constitute 'sufficient understanding of operations' for parent undertaking identification purposes. 7.4 The 28-Day Notification Period Article 20 requires the identified parent undertaking to notify its role within 28 calendar days of determination. For complex multi-entity structures — particularly those with multiple EU-based entities at the same organisational level, with cross-border ownership arrangements, and operating across multiple Member States — the Article 17–19 self-assessment requires gathering three years of historical financial data, legal analysis of inter-entity agreements, and potentially legal advice in multiple jurisdictions. This cannot reliably be completed within 28 calendar days. AMLA should consider whether a 60-day notification period would be more appropriate for multi-entity scenarios, with provision for an interim notification indicating that the assessment is ongoing.
Institute of Financial Services Practitioners (IFSP)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	8.1 Statutory Mandate The respondent acknowledges that Article 16(4) AMLR requires AMLA to define when the Article applies to entities within structures involving shared ownership, management, or compliance control, including networks and partnerships. Article 21 is intended to implement this mandate. While the challenge of

Name of the organisation	Question	Answer
		translating such a broad requirement into clear and proportionate rules—without capturing arrangements lacking any AML/CFT governance link—is recognised, the current drafting is considered insufficient in both clarity and targeting. 8.2 Clarity: Uncertain Scope Boundaries Article 21(2) defines scope through three alternative limbs—common ownership, management, or compliance control—each containing multiple sub-conditions, any one of which is sufficient for inclusion. This broad, disjunctive structure creates a wide scope and an unclear boundary with Article 27 exclusions. The complexity of overlapping conditions and exclusions further reduces transparency, making it difficult for entities to determine whether they fall within scope. This increases the risk of unintended non-compliance where entities reasonably conclude they are out of scope but are later judged otherwise. The respondent suggests introducing clearer thresholds, a structured self-assessment framework, or a safe harbour for documented, good-faith assessments. Certain provisions illustrate this overreach. Article 21(2)(b)(v) may capture networks applying common professional standards, even without AML/CFT relevance. Article 21(2)(c)(v) may capture branded networks with shared audits unrelated to AML/CFT. Although Article 27 and recital (27) exclude “pure cooperation” (e.g. branding alone), this exclusion is narrow: adding even limited elements such as quality standards may bring arrangements back into scope. In practice, this means most professional networks risk inclusion, undermining legal certainty and proportionality. 8.3 Effectiveness: Misalignment with AML/CFT Risk The scope of Article 21(2) is based on organisational links rather than AML/CFT risk. However, group-wide AML/CFT frameworks

Name of the organisation	Question	Answer
		are intended to address shared risks, such as common customers or integrated governance affecting risk management. Where entities operate independently—with separate clients, risk profiles, compliance systems, and supervision—group-level obligations add cost without reducing risk. Recital (24) expands "common compliance control" to include non-AML compliance (e.g. prudential or product standards). This weakens the connection between regulatory scope and AML/CFT objectives. As a result, networks sharing branding and quality frameworks, but lacking AML/CFT governance integration, may still fall within scope, which the respondent considers ineffective targeting. 8.4 Proportionality Gap Although proportionality is recognised, it is applied only in terms of size and complexity, not whether obligations are justified at all. Under Article 5(4) TFEU, measures must not exceed what is necessary to achieve their objective. Where no additional AML/CFT risk exists beyond what is already managed at entity level, applying group-wide requirements is unnecessary regardless of scale. The respondent considers that the draft does not adequately justify extending obligations to such cases. 8.5 Recommended Amendments 1. Introduce an AML/CFT nexus test: Limit scope to structures where governance links create real AML/CFT interdependence and group-level oversight adds value beyond entity-level compliance. 2. Narrow 'common compliance control': Restrict it to arrangements with an AML/CFT component, excluding purely non-AML frameworks such as quality assurance or branding audits. 3. Address structural limits: Clarify that obligations apply only

Name of the organisation	Question	Answer
		within the parent undertaking's actual legal authority, with documentation and supervisory notification. 4. Clarify exclusions: Confirm that structures based solely on shared branding, quality standards, or accreditation—without AML/CFT governance integration—remain out of scope, even if subject to related audits or reviews.
Institute of Financial Services Practitioners (IFSP)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	9.1 Overview Question 9 appropriately focuses on whether Article 21 can be implemented in practice, rather than merely whether it is clearly drafted. The respondent's position is that, for genuinely non-hierarchical structures of independently owned obliged entities, the requirements cannot be effectively implemented. The following challenges illustrate this, with practical examples. 9.2 Challenge 1: Lack of Legal Authority The governance framework in Section 2 assumes that the parent undertaking has legal authority over other entities—e.g. to establish a group compliance function, approve policies, ensure consistent implementation, and communicate requirements. In practice, this is often not the case. For example, a network of independent accounting firms may operate under a shared brand and quality standard through a coordinating entity ("NetworkCo") that has no ownership, board representation, or binding authority over member firms. Even if designated as the parent undertaking under Articles 21 and 22, NetworkCo cannot mandate adoption of group-wide AML/CFT policies. Member firms remain autonomous and subject to their own supervisors. As a result, obligations imposed on the "parent" are structurally incapable of being fulfilled. 9.3 Challenge 2: Unenforceable Information Sharing Article 4 requires the parent undertaking to define and ensure

Name of the organisation	Question	Answer
		information sharing, including data on common customers. In non-hierarchical networks, this cannot be enforced. Entities retain independent confidentiality duties, GDPR obligations, and professional secrecy constraints, and the coordinating entity has no legal right to access or compel disclosure of client data. Even voluntary data-sharing arrangements may be restricted by national secrecy laws that prohibit disclosure of client identity or engagement details to third parties. The Article 9 privilege derogation does not cover these broader obligations. Consequently, the core operational requirement of group-wide information sharing cannot be met in practice. 9.4 Challenge 3: The Notification Paradox Articles 23 and 24 require the designated parent undertaking to notify supervisors of its role and explain the structure. In practice, such notifications would reveal that the identified parent (e.g. NetworkCo) lacks authority, access to data, and supervisory status. This exposes the designation as largely formal rather than functional. Where no entity satisfies the main criteria in Article 22, the turnover-based fallback simply assigns parent status to the largest entity, regardless of governance capability. That entity is then burdened with obligations it cannot enforce over peers, reinforcing the disconnect between legal designation and operational reality. 9.5 Challenge 4: No Incremental Risk Reduction Article 21 imposes a group-wide compliance framework intended to reduce AML/CFT risk, but in non-hierarchical structures this objective is not achieved. Group-level measures are effective where there are shared customers, unified governance, or centralized risk control. These conditions are absent in networks of independent entities with separate clients, risk assessments,

Name of the organisation	Question	Answer
		compliance functions, and supervisors. As a result, while compliance costs—governance structures, reporting, information-sharing frameworks—are significant, the additional risk reduction is negligible or non-existent. The consultation's own acknowledgement of limited evidence on costs and benefits reinforces this concern, suggesting that the regulatory burden lacks an evidenced justification in such cases. 9.5A Additional Challenges (a) Non-obliged entity parent undertakings: Article 24 allows the parent to be a non-obliged entity (e.g. a franchisor or holding company). Such entities may lack AML/CFT expertise, staff, and systems, yet no direct supervisory mechanism ensures their capability. The respondent recommends requiring such entities to appoint or outsource compliance functions and setting minimum standards. (b) Cost proportionality: For smaller structures (e.g. small law firms in international networks), compliance costs may be disproportionately high relative to revenue. The RTS lacks data on such costs and does not consider simplified regimes or thresholds. A de minimis approach may be necessary to ensure proportionality. 9.6 Practical Recommendations • AMLA should publish practical examples of in-scope structures, explaining the AML/CFT nexus and implementation approach. • It should engage with key non-financial sectors to assess feasibility within existing governance models. • For structures without internal authority, guidance should clarify minimum obligations (e.g. documenting limitations, voluntary information sharing, and limited group risk assessments). • A safe harbour should confirm that entities acting in good faith

Name of the organisation	Question	Answer
		within their structural limits are compliant and not subject to sanctions for obligations they cannot realistically fulfill.
Institute of Financial Services Practitioners (IFSP)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	10.1 Overview Article 22(1) establishes seven criteria for identifying the parent undertaking in non-group structures, including authority over strategy, transactions, coordination, technical services, compliance, costs, and branding or network activities. Article 22(2) introduces a turnover-based fallback where none of these criteria clearly applies. The respondent's key concern is that these criteria identify an entity resembling a central actor, but do not ensure that the chosen entity is capable of fulfilling the obligations attached to being a parent undertaking. In other words, identification does not equate to operational capability. 10.2 Criterion (g): Branding as a Trigger Article 22(1)(g) designates as parent undertaking any entity responsible for branding, marketing, or network arrangements. When combined with Article 21(2)(c)(v), this effectively assigns parent status to brand coordinators in most professional networks. For example, in a franchise model with numerous independently owned entities, the franchisor may manage branding and quality standards but have no ownership, control, or AML/CFT authority over franchisees. Nonetheless, it would be designated as parent undertaking and required to implement group-wide AML/CFT governance, including policy approval, compliance oversight, and information-sharing frameworks across all entities. In practice, such an entity lacks the legal authority, technical capacity, and access to client data needed to meet these obligations. The resulting requirements are not only burdensome but often impossible to fulfil. The respondent therefore

Name of the organisation	Question	Answer
		recommends limiting criterion (g) so that it applies only where branding or franchise arrangements include a clear AML/CFT governance component that gives real authority over member entities. 10.2A Overlapping Criteria and Lack of Hierarchy A further issue is that Article 22(1) provides no hierarchy among its criteria. Multiple criteria may simultaneously point to different entities within the same structure—for instance, one entity overseeing compliance functions while another manages branding. The current fallback, based on turnover, offers no meaningful solution, as revenue size is unrelated to AML/CFT governance capacity. The respondent recommends introducing a hierarchy or weighting system, prioritising criteria directly linked to AML/CFT governance—such as control over compliance or management coordination—over more peripheral factors like branding or technical services. This would align parent undertaking designation with regulatory purpose. 10.3 Turnover Tiebreaker (Article 22(2)) Where Article 22(1) does not clearly identify a parent, the entity with the highest annual turnover is selected. This is considered arbitrary, as turnover has no connection to AML/CFT expertise, governance authority, or supervisory experience. It may result in designating an entity that lacks both the authority and capability to perform the required role. The respondent proposes replacing this rule with criteria better aligned to AML/CFT objectives, such as: the entity with the most developed compliance function, the strongest supervisory track record, or one that has contractually assumed coordination responsibilities. If no entity meets such criteria, this should signal that no suitable parent exists, requiring supervisory

Name of the organisation	Question	Answer
		determination rather than automatic designation. 10.4 The “Missing Parent” Scenario In many cases—particularly in networks and franchises—no entity has genuine governance authority over others. Nevertheless, Article 22 may still assign parent status based on branding or turnover. This leads to a formal designation without substantive authority, undermining the effectiveness of the framework. The respondent recommends introducing a mechanism requiring supervisors to assess whether a structure genuinely falls within Article 21 scope where no governance centre exists, and, where appropriate, to require contractual arrangements establishing sufficient authority for AML/CFT coordination. Without such a mechanism, the designation remains largely symbolic and produces no practical benefit. 10.5 Non-Obliged Entity Parent Undertakings (Article 24) Article 24 allows the parent undertaking to be a non-obliged entity, such as a holding company or franchisor. While notification obligations fall on the obliged entities, the substantive governance responsibilities remain with the non-regulated parent. This creates an accountability gap: the entity responsible for compliance is not itself directly supervised and may lack the expertise, systems, or resources required. The respondent recommends addressing this gap by ensuring that relevant authorities are informed of the obligations imposed on such entities and by providing guidance on supervisory approaches. Without this, enforcement remains indirect and potentially ineffective, as obliged entities may have no means of compelling action from a non-regulated parent.

Name of the organisation	Question	Answer
Insurance and Pensions Denmark	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No
Insurance and Pensions Denmark	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3 – three comments on minimum requirements 2.1 Article 3(1)(a) – "Decision-making powers" should be replaced by "independence" Article 3(1)(a) requires a group-level structure with sufficient decision-making powers for the designated group compliance manager and compliance officer. In our view, that wording is inappropriate. Compliance is an independent control function, not a business function, and should therefore not be framed by reference to business decision-making powers. Article 2 of the draft RTS defines compliance by its independence and objective risk assessment role. The key feature is independence. "Sufficient independence", or alternatively "sufficient authority and independence", would be more precise and better aligned with Article 2 and international compliance standards. Proposal: AMLA should replace "sufficient decision-making powers" with "sufficient independence", or alternatively "sufficient authority and independence", to reflect the role of compliance as an independent control function. 2.2 Article 3(2) – Approval level of procedures and controls Article 3(2) requires group internal policies to be approved by the management body of the Union parent undertaking and procedures and controls to be approved at least at the level of the designated group compliance manager. The phrase "at least at the level of the group compliance manager" is unclear because the draft RTS does not define what

Name of the organisation	Question	Answer
		"level" means. In practice, this may force firms into formal hierarchy-mapping exercises without clear AML/CFT value. Proposal: AMLA should require approval "at an appropriate senior level", or clarify in guidance which criteria determine whether approval has been given at the appropriate level. 2.3 Lack of differentiation for passive insurance holding companies Article 3(1) includes a proportionality clause, but Article 3(2) does not. As drafted, the approval requirement in Article 3(2) therefore applies without distinction to all parent undertakings, including passive insurance holding companies with no customers, transactions or independent AML/CFT exposure. Where such a parent merely holds shares in a subsidiary that is itself fully subject to the AMLR, this creates a duplicative approval process with no clear added value. That is difficult to reconcile with AMLA's simplification objective and with the broader risk-based and proportionate approach reflected elsewhere in the RTS. Proposal: AMLA should either add a proportionality clause to Article 3(2) or clarify, for example in a recital, that the requirement may be fulfilled in a simplified and proportionate manner where the Union parent undertaking is a non-operational insurance holding entity and the subsidiaries maintain fully compliant entity-level policies, procedures and controls.
Insurance and Pensions Denmark	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	Initially, we would like to stress that we find the requirements for infor-mation sharing in Article 4 quite comprehensive and without a clear re-flection of the proportionality principle. According to Article 4(2), second sentence, the Union parent undertaking must define which situations are relevant for information sharing and the intra-group information sharing must

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	cover at least common customers, customers with the same beneficial owners and customers belonging to the same group or structure. In a group consisting of one passive insur-ance holding company and one operating subsidiary – which is the only entity with customers, transactions and AML/CFT exposure – there are in practice no “intra-group” information sharing scenarios. It does not make sense to require the parent undertaking to define situations relevant for information sharing and to establish formalized policies and protocols for this when there is no recipient of the information that may be shared. Article 4(2), first sentence, states that information must be made available within the group to any obliged entity established in the Union, consider-ing the size, complexity and risks of the group, as well as the availability and quality of the information. However, the criterion of availability and quality only addresses the question of which information is to be shared – not the prior question of whether there is an entity with which to share information at all. Obliged entities are required under the draft RTS to define the conditions for information sharing, and this requirement applies as a minimum in situations where there is a common customer or common beneficial own-ership across at least two obliged entities in the group. The minimum sce-narios thus already logically assume that there are at least two obliged entities with customer information to share. Proposal: The RTS should more clearly reflect the proportionality princi-ple. Further the RTS should explicitly confirm that the information shar-ing obligations in Article 4 only apply to the

Name of the organisation	Question	Answer
		extent that there are in fact at least two obliged entities in the group, both of which process customer information that is relevant for AML/CFT purposes and can be shared. In a group with one passive holding company and one operationally obligat-ed entity, the parent company is not required to establish information sharing infrastructure or define information sharing situations, as no ac-tual information sharing scenario exists.
Insurance and Pensions Denmark	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	no comments
Insurance and Pensions Denmark	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	no comments
Insurance and Pensions Denmark	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	no comments
Insurance and Pensions Denmark	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	no comments

Name of the organisation	Question	Answer
Insurance and Pensions Denmark	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	no comments
Insurance and Pensions Denmark	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	no comments
Insurance and Pensions Denmark	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	no comments
Insurance Europe	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Insurance Europe welcomes AMLA's decision to consolidate the mandates under Articles 16(4) and 17(3) AMLR into a single set of draft RTS, as this should support a more consistent, proportionate, and harmonised implementation of group-wide AML/CFT requirements across the European Union. We would also reiterate the industry's concerns regarding the compressed implementation timelines. Undertakings are expected to prepare for compliance with significant new AML/CFT obligations while the related Level 2 and Level 3 measures remain under development by AMLA and have yet to be formally adopted by the European Commission. Sufficient implementation time will be critical to ensuring effective and consistent compliance. Section 1 - General provisions (articles 1 - 2) The term "control function" is neither legally defined nor even mentioned in the AMLR. Therefore, it appears to go beyond the mandate conferred by Article 16(4) AMLR to introduce obligations on such functions. As defined in Article 2(1) of the draft RTS, the

Name of the organisation	Question	Answer
		term could be interpreted as sector-specific regulatory key functions such as risk management, compliance and internal audit. In practice, this would inadequately suggest that the "control function" encompasses the broader governance system of the group. In addition, the draft RTS assigns responsibilities for ensuring the adequacy and regular review of group-wide internal policies, procedures and controls not only to the group-wide AML/CFT compliance function under Article 16(2) AMLR, but also to the "control function" (Article 3(1)(f) and (g) of the draft RTS). Such an approach risks creating overlapping obligations for different governance and control functions and may conflict with the established "three lines of defence" model. In particular, the wording could be understood as placing the internal audit function, as part of the third line of defence, on the same operational level as the AML/CFT compliance function forming part of the second line of defence. Furthermore, the definition appears to include also the risk management function. For insurance undertakings, however, the Level 1 framework governing the organisation and responsibilities of the risk management function is laid down in the Solvency II Directive rather than in the AMLR. This raises doubts as to whether the definition of "control function" falls within the mandate under Article 16(4) AMLR. Against this background, the term "control function" should be deleted from the draft RTS. At a minimum, the RTS should clarify which specific functions are intended to be covered where sector-specific governance frameworks already exist, including

Name of the organisation	Question	Answer
		Solvency II. The Level 1 legal basis for imposing obligations on additional governance or control functions should likewise be clarified. If the intention is merely to ensure that the internal audit function periodically reviews the effectiveness of the AML/CFT compliance function within established governance arrangements, this should be expressly clarified. Such a requirement would, however, already follow from existing governance and supervisory frameworks, which further supports deleting the concept of a "control function" from the RTS. If, however, the concept is retained, it is understood that AMLA may intend to ensure that "a function" is responsible for objectively assessing risks relating to money laundering, terrorist financing and sanctions evasion. In this context, and in line with established governance models (such as the "three lines of defence"), it should be clarified whether such responsibilities can also be assigned to a first-line function, provided that it is sufficiently independent from commercial activities. In such cases, clarification would be preferrable as it would allow second-line functions, such as compliance and risk management, to effectively challenge outcomes and, where necessary, determine that such outcomes are inadequate.
Insurance Europe	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	n Structure or body at group level Article 3(1)(a) of the draft RTS requires setting up, implementing, and maintaining "an organisation and coordination structure or body at the group level with sufficient decision-making powers".

Name of the organisation	Question	Answer
		It further indicates that “such structure or body shall have a proper allocation of functions, responsibilities and reporting lines and shall be clearly documented”. The wording does not allow for a clear understanding of the precise nature and role of this structure or body. In particular, the inclusion of the term “body” exhibits inconsistencies and causes confusion. It would therefore be preferable to retain the wording used in the EBA Guidelines on the role of the AML/CFT Compliance Officer (para. 79, p. 31), namely “set up an organisational and operational coordination structure at group level”. Additionally, it is unclear whether the provision merely refers to existing functions or requires the establishment of a new function in addition to those already in place. Level 1 regulation does not provide for the creation of such a new function. Hence, it would not be appropriate to introduce a new function, as this could create confusion and overlaps with existing functions and governance arrangements, which are already sufficient to manage and mitigate the risks of money laundering and terrorist financing, as well as to prevent the non-application and circumvention of targeted financial sanctions. As such, the text should be clearer and explicitly state that it is not a new function, but a way of organizing existing functions. Furthermore, it is unclear what the obligation to “have a proper allocation of functions, responsibilities and reporting lines” means in practice. The provision does not provide sufficient details to enable entities to understand how this requirement

Name of the organisation	Question	Answer
		should be implemented. Clarification is therefore needed as to AMLA's specific expectations in this regard. n Requirements not adapted for a parent undertaking Article 3, points b and c, is not suitable for a parent undertaking when it comes: - "to address and implement any administrative act issued by any relevant supervisor for the oversight and management of subsidiaries and branches of the group in Member States and in third countries" or - "to identify and mitigate conflicts of interests" These matters relate to the internal organisation and governance of the group. As such, the corresponding tasks are not necessarily carried out by the parent undertaking but may instead be performed at the level of the relevant subsidiary or branch. Drafting proposal: "Article 3(b) - remove "and to address and implement any administrative act issued by any relevant supervisor"
Insurance Europe	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	We foresee both operational and legal challenges in implementing Article 4 of the draft RTS. First, Article 16(3) AMLR permits information sharing within a group only where such sharing is relevant for the purposes of customer due diligence and money laundering and terrorist financing risk management. Relevance is therefore the key condition established by the Level 1 text.

Name of the organisation	Question	Answer
	the Union? Do you have any suggestion that would make it better suited operationally or legally?	Article 4 of the draft RTS is understood to require the systematic availability and sharing of extensive categories of information across the group. In particular, Article 4(2) provides that information sharing shall cover at least common customers, customers having the same beneficial owners, and customers belonging to the same group or structure. This wording is very broad and does not sufficiently reflect a risk-based approach. It could be interpreted as requiring groups to systematically identify and monitor such relationships across entities and to establish extensive information-sharing infrastructures to support this objective. Such requirements cannot be derived from Article 16 AMLR, which requires information sharing where relevant in a particular case, but does not require the continuous group-wide availability of information or the systematic identification of common customers or beneficial owners. Moreover, such an obligation would go beyond the legal basis in Article 16(4) AMLR and would also cut across existing sectoral constraints, including the separation of life and non-life insurance activities under Article 73 of the Solvency II Directive, while raising concerns under Article 16 CFR. The extensive list of information set out in Article 4 should therefore not be understood as information that must be systematically collected and shared in all circumstances as not all categories of information will be relevant in every case. Information sharing should be limited to situations that are relevant and necessary for the purposes set out in Article 16(3) AMLR. Parent undertakings should be able to determine such situations, taking into account the group's size, complexity and risk profile. The current approach also raises important operational and data

Name of the organisation	Question	Answer
		protection concerns. Identifying common customers across a group is already challenging in practice, and this becomes even more complex when customers having the same beneficial owners or belonging to the same group or structure must be identified. The systematic sharing of all information listed in Article 4 would create significant operational, technical and financial burdens and may be difficult to reconcile with the principles of data minimisation and proportionality under data protection legislation. In addition, Article 4(2) should not be interpreted as imposing specific organizational arrangements for ensuring traceability of information exchanges. In particular, it should not require the establishment of a specific register. The organizational arrangements should remain at the discretion of the groups. Drafting proposals: Article 4(1) - replace "at least" with "where applicable". Article 4(2) second and third paragraph, amend as follows: para2. The parent undertaking in the Union shall define what situations are relevant for information sharing, considering their size, complexity and risks. In these situations, information sharing within the group shall cover at least common customers, customers having the same beneficial owners, customers that belong to the same group or structure, when such sharing is relevant and necessary for the purposes of customer due diligence and money laundering and terrorist financing risk management. Add: "In these situations" ....."when such sharing is relevant and necessary for the purposes of customer due diligence and money laundering and terrorist financing risk management"

Name of the organisation	Question	Answer
		para3. Information-sharing policies, procedures and controls at group level shall ensure traceability of information exchanges as well as effective supervision. Remove: "include appropriate records of information exchanges to ensure traceability and accountability of such information as well as effective supervision" Add: "ensure traceability of information exchanges as well as effective supervision". Finally, Article 4(3) should clarify that information is shared only with authorized persons, on a strict need-to-know basis, and in compliance with applicable data protection and confidentiality requirements. We therefore recommend clarifying that information sharing within a group should take place only where relevant and necessary for the purposes of customer due diligence and money laundering and terrorist financing risk management and should not be interpreted as requiring the systematic sharing or continuous group-wide availability of information irrespective of its relevance in the individual case. Drafting proposal: Article 4(3) - add ...provided "to an authorized person" in an adequate...
Insurance Europe	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The draft RTS takes a novel approach to the designation of an EU parent undertaking in cases where the head office is located outside of the Union. The industry is concerned that this approach will have significant implications and may prove challenging to implement in practice. In particular, the requirement to identify an EU parent undertaking could result in a situation where a holding company in the EU is designated as the EU parent undertaking for AML/CFT purposes in

Name of the organisation	Question	Answer
		respect of entities in which it has no legal participation in, does not have ownership, or control over. This proposed requirement cuts across established corporate structures and governance frameworks, under which responsibilities are generally aligned with ownership and control, and introduces a significant operational and governance burden for the designated EU parent undertaking. In this context, we have reservations as to whether the criteria set out in Section 5 are effective in identifying the most appropriate EU parent undertaking.
Italian Banking Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Article 2 sets out definitions of the terms 'control function', 'structure', 'network', 'partnership' and 'franchise' in order to complement the notion of 'group' as defined under Regulation (EU) 2024/1624. We acknowledge that these definitions may be designed to address business models or sectors that do not operate within a group as defined by article 22 of Directive 2013/34/EU, and to mitigate the risk of circumvention of AML/CFT obligations. We understand therefore that the introduction of the additional terms is aimed at including organizational arrangements that fall outside the AMLR definition of 'group', in particular scenarios where no parent-subsidiary relationship exists. In particular, clarification would be welcome to confirm that such definitions are intended to apply exclusively in the absence of a group as defined by the AMLR. Absent such clarification, there is a risk of legal uncertainty as to whether group-wide obligations could be deemed to extend beyond formally consolidated group structures to encompass other forms of commercial or operational arrangements. We would ask for clearer definitions of commercial, professional

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		and business relationships linking two or more obliged entities, , as well as clarifying the difference between networks and partnerships, providing examples and explaining whether a joint venture should be understood as a partnership. For the sake of clarity and completeness, for "branch" and "subsidiary", it would be useful to refer to the definitions laid out in article 4 of Regulation (EU) No 575/2013.
Italian Banking Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 3(2) of the draft RTS requires group-wide policies to be approved by the management body of the EU parent undertaking, and related procedures and controls to be approved at least at the level of the group compliance manager. While we acknowledge the importance of strong governance and senior management oversight, these requirements may prove operationally challenging for large and complex organizations. Requiring management body approval for an extensive set of policies and potentially granular procedures may create inefficiencies and limit firms' ability to update their frameworks in a timely manner in response to evolving risk profiles. We therefore encourage AMLA to clarify that a proportionate and risk-based approach to governance is envisaged, including the possibility to delegate approval of detailed procedures and controls to suitable senior and competent functions, in line with established governance practices. Further clarification would be appreciated regarding the scope of the Targeted Financial Sanctions risk assessment: considering that the measures to mitigate the risks of non-implementation or circumvention of sanctions to be included in the BWRA relate only to targeted financial sanctions (i.e. asset freezing and prohibitions on making funds or other assets available, directly or indirectly, for the benefit of designated persons and entities), it is

Name of the organisation	Question	Answer
		understood that non-obliged entities within the group, for which other types of sanctions (e.g. trade or sectoral sanctions) may be relevant, should not be included among the group entities required to conduct the BWRA for Sanctions purposes.
Italian Banking Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Confirm that (except art. 4,2,second paragraph) information sharing needs an assessment by each Parent Company. Evaluate so, the introduction of predefined criteria, objective elements or general GL. RTS broadens the scope of L1 with impacts on IT systems and internal processes, which may be disproportionate to prevention objective. Reconsider the scope. Clarification on: term "appropriate records"; interaction between Art. 4 and sharing with non-EU entities. Harmonization of the risk profile of the group: confirm that all the information in art. 4 remain necessary. Provide illustrative guidance on - how information should be integrated into the internal processes including CDD - the reliance upon these information - their weight in the decision-making process - the allocation of responsibilities for their use. Specify: -the circumstances to use information (mandatory at onboarding?, limited to higher-risk?activated upon triggers?); -the modalities of their use - the degree of reliance in the decision-making process (supporting input? determinative evidence?) -the functions or units expected or permitted to use them. Clarify that: -Art. 4 does not introduce new obligation to collect, generate, or centrally maintain data beyond AMLR or other legislation. The obligation is limited to what is available, relevant, and necessary for AML/CFT/TFS, not require new data categories or centralized repositories; - the interaction between art 4(1) and

Name of the organisation	Question	Answer
		art. 4(3) – Art. 4 does not require systematic sharing of all information, nor impose group-wide searches across the customer base. Art. 4.1.a.(iv) confirm it is the estimate amount of the envisaged activities (see art. 18, b of the RTS under art. 28). Art. 4.1.c.(v) clarify the type of additional information other than the ones already required in section (a) point xii. Examples of operational challenges and costly investments: integration of information into the customer risk assessment process, in a context characterized by a diversified client base; maintaining records of information exchanges; data standardization and system enhancements. Clarification on Art. 4. 1. b: - point (ii): the information on counterparties transactions/due diligence is necessary considering that the collection of information on the customer is already shared? - point (v) clarify term 'accounts' related to payment methods and which information should be shared. Info sharing imply the development of integrated IT infrastructures that require investment and multiyear transformation. Even where information sharing is technically enabled, its operational use is challenging. As Each entity is responsible for its customer assessment the same customer may be assessed differently. This limits the reliance on shared information and may create inefficiencies and inconsistencies in customer treatment. Would AMLA consider an extension of the compliance deadline for Articles 4–9? Clarify the following point:

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		Art. 4.1. a(x): the information relates to an individual customer as defined by art 4. Sub. par. 2(2) or to the arrangements in force for the obliged entity? Art .4. 1. c (iii) and (iv) the term individual risk assessment should be intended as the CRR methodology or to the individual customer? Art.4.1. c (vi) the reference is to the CRR or to the business wide risk assessment? Art. 4. 1. e (iv) what is meant and what type of information are required?. Further clarification needed on : -the interaction with national legal restrictions on STR; - the extent to which institutions may restrict sharing to comply with legal and confidentiality obligations. Article 4. 1. d. the information are highly sensitive and may be subject to legal constraints. Article 5(1) does not address the reverse flow of information. So: Art.5 is a bidirectional framework for intra-group information sharing? Which is its interaction with Art. 16(3) AMLR and the broader group-wide information sharing framework? Do differentiated requirements apply depending on the direction of information flows? Art. 5. 2.: legal constraints may limit cross-border information sharing. Recognize that alternative measures may be required where direct sharing is restricted. Art. 7: - not clear, it is similar to art. 13; - specify if: - it is

Name of the organisation	Question	Answer
		applicable to single obliged entities of a group (see art 22 Directive 2013/34/EU) - they should inform their national Authority independently of the communication submitted by the EU Parent Undertaking - or it applies only to obliged entities other than the ones belonging to a group as defined above; -it encompass all information in art. 4 or only the ones necessary and proportionate for supervisory purposes. The expression "where applicable": is limited to cases in which the information is available or whether there is a margin of discretion left in the choice of whether or not sharing such information within the group?
Italian Banking Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	We note the removal of the term “majority-owned subsidiaries”, which has been replaced with “subsidiaries”; this could imply that the assessment should also be carried out on entities that are not majority-owned: this concept is in contrast with the definition of “Group” referred to in the text of the AMLR, which defines a group in accordance with article 22 of Directive 2013/34/EU, where reference is made to the principle of consolidation by recalling the criteria of “control”. However, even within the executive summary, there is an assimilation between the concept of a group as defined by article 22 of Directive 2013/34/EU and entities “that are part of structures which share common ownership, management or compliance control, including networks or partnerships, as well as the criteria for identifying the parent undertaking in the Union in those cases”. For this reason, we ask to restore the original wording or to clarify that for parent company of group as defined by article 22 of Directive 2013/34/EU, the criteria of ‘majority control’ continues

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		to be applied and the provisions are not extended to relationships involving joint ownership or partnership not majority controlled.
Italian Banking Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	In scenarios where two EU credit institutions apply differing approaches to entities under their respective control operating in the same third country, the RTS does not appear to provide mechanisms to ensure the harmonization of controls and implementation modalities across such institutions, despite both being subject to the same regulatory framework. This may result in divergent practices in comparable operating environments, potentially giving rise to inconsistencies in the application of AML/CFT requirements and undermining the objective of ensuring a level playing field. In this context, further clarification would be beneficial to promote greater convergence and consistency in the implementation of group-wide requirements
Italian Banking Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Please clarify that this section does not apply to group as defined by article 22 of Directive 2013/34/EU.
Italian Banking Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Please clarify that this section does not apply to group as defined by article 22 of Directive 2013/34/EU.
Italian Banking Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Please clarify that this section does not apply to group as defined by article 22 of Directive 2013/34/EU.

Name of the organisation	Question	Answer
Liechtenstein Bankers Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS introduces a number of terms that are either absent from the AMLR or that diverge from AMLR's terminology, creating legal uncertainty. AMLA should address these definitional gaps. Undefined terms The RTS uses several terms that are not defined in AMLR Art 2 nor in RTS Art 2, among others: 'commercial functions' (Art 2/1 & Art3/1/c/e), 'decision-making powers' (Art 3/1/a), 'customer's expected transactional behaviour or business profile' (Art 4/1/a/iv), 'need-to-know basis' (Art 4/3), 'risk classification' (Art 4/1/a/xi), 'group-specific risks' (Art 3/f), 'reporting lines' (Art 3 (1)(a)), 'common customers' (Art 4/2), 'counterparty transaction' (Art 4/1/b/ii), 'negative or adverse media reports' (Art 4/1/c/x), 'close family members' (Art 4/1/c/v), 'closely associated persons' (Art 4/1/c/v) and 'common customers' (Art 4/2). AMLA should define these terms in RTS Art 2 or provide cross-references to the applicable AMLR provisions from which the concepts are derived. Considering the operational impact of the notion of 'structure', the condition (a) should provide that the obliged entities should be located within the EU/EEA and subject to the application of the AML Regulation 2024/1624. Different terminology Art 4/1/a/iii of the draft RTS introduces the phrase 'the person on behalf of whom the customer acts' without defining it. This formulation differs from AMLR 'any person purporting to act on behalf of the customer' and 'natural persons on whose behalf a transaction is conducted'. AMLA should align Art 4/1/a/iii with the applicable AMLR wording or confirm in RTS Art 2 that the terms and definitions of the AMLR apply. The RTS uses 'risk-sensitive basis' in Art 10, 11, 12 and 14, while

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		the AMLR generally uses 'RBA'. The phrase 'risk-sensitive' appears only in AMLR Recital 126. AMLA should replace 'risk-sensitive basis' with 'RBA' throughout the RTS or expressly equate the two terms in RTS Art 2. The RTS refers to the 'group compliance manager' (Art 3/a), whereas AMLR Art 16/2 uses the formulation 'compliance manager at the level of the group'. AMLA should use consistent terminology across both instruments and confirm that these terms designate the same function. AMLA should also clarify whether the 'group AML/CFT officer' referred to in Art 3/b RTS is the same person as the compliance manager at group level or a separate mandatory appointment, since AMLR Art 16/2 refers only to one function. Art 2/1 defines 'control function' as including, but not limited to, the 'risk management function, the compliance function and the internal audit function'. The phrasing 'but not limited to' makes this a (too) broad concept. To improve legal certainty, AMLA should clarify that the concept is limited to control functions that are relevant for AML/CFT purposes. Moreover, AMLR Recital 39 mentions the 'internal audit function' but AMLR Art 9 uses 'independent audit function' as part of the internal controls requirement; the formulation 'internal audit function' is absent from the AMLR. AMLA should ensure that the AMLR terminology is used.
Liechtenstein Bankers Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	We consider the min. requirements in Art 3 RTS generally appropriate as a framework for group-level governance. However, we request some clarifications. The RTS imposes a number of specific requirements beyond AMLR Art 16, incl. the obligation to

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	indicate which other requirements, or further clarification, you think should be added and/or revised?	establish a dedicated 'organisation and coordination structure or body at group level' (Art 3/1/a) with 'sufficient decision-making powers', 'clearly documented reporting lines' and a 'group AML/CFT officer' (Art 3/b). These are new and specific obligations without an AMLR equivalent. AMLA should confirm the AMLR legal basis for each of these requirements and clarify what constitutes compliance for groups of different sizes and risk profiles. Art 3/1/c The expectations regarding the practical implementation of this provision are unclear. The AMLA should provide further clarification to avoid uncertainty and inconsistent supervisory measures. Art 3/1/g The phrase 'implemented consistently in all of the OE' appears to contradict Art 17 AMLR, which stipulates that the measures should be applied to third-country group entities to the extent possible. This should also be reflected in the RTS.
Liechtenstein Bankers Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The RTS places the burden of information-sharing on individual institutions. AMLA should therefore confirm that no obstacles exist within the EU, identify hindering third countries, or consolidate and publish the obstacles reported by national supervisors. The reporting obligation should fall at min. to the parent company based in the EU/EEA, to avoid duplication. Scope The RTS should clarify whether the information-sharing obligation in Art 4 operates bidirectionally, i.e. both from subsidiaries to the group head and from the group head to subsidiaries and between subsidiaries, or whether it covers only upward' flows from subsidiaries to the group head. This distinction has material

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		consequences for system design, legal compliance, and data protection assessments. Compliance with data protection always requires a specific purpose; this is not consistently clarified in Art 4. The RTS should therefore clarify that not all of the information has to be shared bidirectionally. Additionally, the EBA's technical advice (EBA/REP/2025/35) addresses the parent's role in information sharing. AMLA should reflect this in the RTS, as the chosen methodology significantly affects roles and responsibilities. AMLA should clarify whether information-sharing should be centralised if it seeks to enhance parental responsibility within the EU/EEA. Certain data categories should, due to need-to-know and purpose limitation, be shared only centrally/vertically—namely SARs/STRs under Art 69 AMLR (incl. underlying analyses, Art 4/1/d/i) and information on declined or terminated customer relationships for AML/CFT or sanctions reasons, incl. the grounds (Art 4/1/e/ix). AMLA should clarify the scope of Art 5 RTS—whether it covers only parent-level governance or also imposes direct obligations on third-country subsidiaries and branches. If Art 5/1 requires compliance with the RTS regardless of local law, this should be made explicit, incl. the legal basis in Art 16 AMLR. Disprop. volume of mandatory data points The 'at least' formulation in Art 4/1 establishes the full list of 22 data categories as a mandatory min. baseline, regardless of the customer's risk profile or the specific purpose. While AMLA may have intended OE to apply a proportionate, RBA tailored to the specific circumstances of each group situation (incl. size, complexity and risks), and while the list of information appears intended to be illustrative rather than systematically shared in

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		every case, the use of 'shall' and 'at least' in Art 4/1 is overly prescriptive and inconsistent with that approach. This creates disproportionate operational challenges in data collection, processing, customer matching, and system integration, particularly for low-risk customers. AMLA should therefore amend Art 4 to make clear that OE may tailor the information shared in accordance with the ML/TF risk level of the individual customer and the RBA. The RTS should further specify which information categories are relevant for different risk scenarios and provide guidance on what constitutes a sufficient basis for sharing each category. As the application of the proportionate, RBA can hardly relate to the content of information-sharing, as there is not much more data on customers available then listed in the RTS, AMLA should state that the application of the proportionate, RBA refers to the method of information-sharing incl. the aspect of the time-range, in which information has to be exchanged, if this is what is meant. If it does refer to the content of information-sharing, we would appreciate some elaboration on where further extensions are to be made. Conflict with GDPR The broad mandatory data sharing under Art 4 is in direct tension with the GDPR data minimisation principle. Art 4/2 requires OE to identify 'common customers' across the group portfolio which necessitates processing the entire customer database before any specific ML/TF risk has been identified. This portfolio-wide processing may not be lawful under GDPR without an explicit legal basis and necessity and proportionality justification. AMLA should clarify the GDPR legal basis for each category of data sharing under Art 4 and ensure that the scope of mandatory sharing is limited to what is strictly necessary.

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		In particular we seek clarification, how the processing of data of rejected prospects is in line with GDPR, especially reg. the GDPR-obligation to keep data that is stored up to date (Accuracy). We are unsure how to ensure the accuracy of data from persons; we do not have a business relationship with and with whom the obliged entity just had one single point of contact. And this is only for the cases where the prospect has agreed to data-processing by the obliged entity. If the on-boarding process is aborted at an earlier stage due to concerns, there might not even be such agreement, in which case we seek clarification on what basis OE are entitled to process the prospect's personal information.
Liechtenstein Bankers Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Consent mechanism Art 4, 7 and 10 suggest that customer or beneficial owner consent may be used to overcome legal restrictions on information sharing. Consent by its very nature can be withdrawn at any given point and can therefore not serve as a sound legal basis for this wide scheme of information sharing. It is questionable from a fundamental rights point of view to base caveats to GDPR on a systematic scale on an individual consent mechanism. This issue becomes especially apparent in the scenario of one customer withdrawing or refusing consent. Would such a withdrawal then trigger Art 15 of the RTS and if not, where is the threshold – how many customers would have to withdraw for Art 15 to be applicable. The measures in Art 15 are targeted at the branch or subsidiary as a whole, rather than individual customers. UBO consent Art 10/1/c proposes obtaining beneficial owner consent as a mechanism for overcoming third-country legal restrictions. This approach is not workable. OE often do not have a direct

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		relationship with beneficial owners and cannot realistically obtain, verify, or manage the withdrawal of their consent. The general legal restrictions on information sharing with the BO of a legal entity must be considered in the RTS. Under GDPR, consent must be freely given and may be withdrawn at any time, making it structurally unsuitable as a legal basis for an AML compliance obligation. AMLA should delete the consent mechanism from the RTS and replace it with workable alternative mechanisms, for example, requiring the obliged entity to document the legal restriction and notify its supervisor, without an obligation to seek consent from the beneficial owner. Equivalence with Commission Delegated Regulation (EU) 2019/758 The measures in Section 4 of the draft RTS appear to be broadly equivalent to those under Commission Delegated Regulation (EU) 2019/758. AMLA is requested to confirm equivalence of this Commission Delegated Regulation in the preamble of the RTS, to provide legal certainty for institutions that have already implemented frameworks under that Regulation.
Liechtenstein Bankers Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We note that AMLA requires OEs to fully comply with the RTS save the exemptions in Art 26 by July 2027. Given that the evaluation of the legal impediments alone is a huge effort for multinational groups, it is not operationally feasible to have concluded said assessment, reported it to the NCA and contacted each and every client to seek consent, having received the answer and possibly completed a remediation/mitigation according to Arts 11-15. We would consider it doable to have submitted the first

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		assessment of legal impediments to the NCA by July 2027. However, contacting clients and receiving feedback is always a tedious process that commonly involves several reminders. Given the fact that a non-response of customers can not result in a tacit acquiescence, this process could be drawn out significantly through circumstances not in the sphere of responsibility of the OE. Furthermore, developing a 'single-client-view' considering the wealth of different client administration applications and legacy systems commonly in use in multinational groups is also a massive operational task. With the fact in mind that the RTS will be in draft at least until autumn this year, this leaves OEs with little time to develop such a complex and comprehensive application, which will certainly impact on the quality of the solution. We urge AMLA to consider transitions periods for the remediation/mitigation process for legal impediments for third-country information sharing and the implementation of the technical solution for group-wide-information sharing (single-client-view) give the extensive scope.
Liechtenstein Bankers Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	n/a

Name of the organisation	Question	Answer
Liechtenstein Bankers Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	n/a
Liechtenstein Bankers Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	n/a
Liechtenstein Bankers Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	n/a
Liechtenstein Bankers Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	n/a
Lithuanian Banking Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	•Art. 4(1)(a)(vii): The “more than 50%” ownership threshold in the draft RTS reflects the wording of Art. 20(1)(d) AMLR, but is inconsistent with EU restrictive measures, under which entities owned exactly 50% or more by a sanctioned person are subject to asset-freezing obligations, as recently confirmed by the CJEU in Case C-84/24. AMLA should clarify that neither the RTS nor the AMLR alters existing obligations under EU restrictive measures, or align the wording by explicitly referring to “exactly 50% or more” ownership.
Mäklarsamfundet i Sverige AB	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements are generally sufficient and clear. However, we encourage AMLA to further emphasise proportionality for non-financial sectors and small and medium-sized enterprises. Many real estate brokerage firms are small businesses with limited resources and relatively simple

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		organisational structures. The RTS should explicitly recognise that group-wide policies and controls may be implemented in a simplified manner where the structure is small OR risks are limited. In Sweden many real estate brokerage firms consist of only one physical person.
Mäklarsamfundet i Sverige AB	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	no
Mäklarsamfundet i Sverige AB	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	no
Mäklarsamfundet i Sverige AB	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	no
Mäklarsamfundet i Sverige AB	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions	no

Name of the organisation	Question	Answer
	or closure measures in cross-border structures? If not, please explain.	
Mäklarsamfundet i Sverige AB	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	na
Mäklarsamfundet i Sverige AB	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	From the perspective of the Swedish real estate brokerage sector, the proposed conditions may be interpreted too broadly, particularly regarding the concepts of common management and common compliance control. Many real estate brokerage businesses operate under franchise arrangements where franchisees remain legally and operationally independent entities. They may share branding, training, marketing materials, IT systems, templates or compliance guidance without being subject to centralised decision-making or compliance control. We therefore encourage AMLA to provide further clarification and practical examples distinguishing structures that should be subject to group-wide equivalent requirements from those that should not. In particular, the RTS should explicitly confirm that the following elements alone are insufficient to trigger group-wide equivalent requirements: • common branding or trademarks; • shared marketing activities; • common IT platforms;

Name of the organisation	Question	Answer
		• training programmes; • exchange of best practices; • customer referral arrangements. Such clarification would improve legal certainty and avoid disproportionate compliance burdens. Is a structure that shall apply the requirements in article 21, in the RTS, considered a third party in relation to article 18, in AMLR (2024/1624), where it is strictly forbidden for an obliged entity to outsource the business wide risk assessment?
Mäklarsamfundet i Sverige AB	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Is a structure that shall apply the requirements in article 21, in the RTS, considered a third party in relation to article 18, in AMLR (2024/1624), where it is strictly forbidden for an obliged entity to outsource the business wide risk assessment? Is a structure that shall apply the requirements in article 21, in the RTS, also obliged to appoint functions according to article 11 in AMLR (2024/1624)?
Mäklarsamfundet i Sverige AB	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	no
Malta Institute of Accountants	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The Malta Institute of Accountants welcomes AMLA's efforts to establish a harmonised framework for group-wide AML/CFT governance and recognises the importance of clear and consistent definitions in ensuring the effective application of the RTS across the Union. The MIA considers that the definitions contained in Article 2 play a particularly important role in determining the practical scope of the RTS, especially given the extension of group-equivalent

Name of the organisation	Question	Answer
		requirements to structures that do not operate as traditional corporate groups. As a result, clarity at the definitional stage is essential to ensure legal certainty, consistent supervisory outcomes and proportionate implementation across sectors. The MIA notes that the accountancy profession, like many other non-financial sectors, includes a wide variety of organisational arrangements ranging from traditional corporate groups to professional networks, partnerships, alliances, franchise arrangements and other cooperative structures. These arrangements often involve varying degrees of coordination, common branding, shared methodologies, quality assurance procedures, professional standards or support services whilst maintaining independent ownership, governance arrangements and regulatory responsibilities at entity level. Against this background, the MIA is concerned that certain definitions may not sufficiently distinguish between arrangements characterised by genuine AML/CFT governance integration and arrangements that primarily involve commercial, professional or operational cooperation. In particular, concepts such as "common compliance control", "common management" and the broader indicators used to identify structures may, depending on their interpretation, encompass a broad range of arrangements commonly encountered within the non-financial sector. Whilst these arrangements may involve coordination and cooperation, they do not necessarily create the governance framework required to implement and oversee group-equivalent AML/CFT obligations. For example, many international accountancy networks operate under common brands, utilise common methodologies and participate in quality assurance reviews designed to promote professional consistency. However, the existence of such

Name of the organisation	Question	Answer
		arrangements does not necessarily imply that one entity possesses the authority to direct AML/CFT activities, approve AML/CFT policies or enforce compliance measures across independently owned member firms. The MIA therefore believes that additional clarification would be beneficial regarding the distinction between coordination and control. Whilst indicators such as common branding, shared infrastructure, common business strategies or professional standards may be relevant factors, they should not automatically be regarded as evidence of AML/CFT governance integration in the absence of mechanisms through which compliance obligations can be directed, implemented and enforced across the wider structure. The MIA further considers that additional clarification may be beneficial regarding the concepts of "structure", "network", "partnership" and "franchise". As currently drafted, these definitions may potentially capture a broad range of arrangements that were not designed to operate as compliance groups and which may lack the legal and operational characteristics necessary to support group-equivalent AML/CFT obligations. Recommendations • clarifying the distinction between coordination arrangements and AML/CFT governance integration; • providing additional guidance regarding the circumstances in which common compliance arrangements are intended to constitute common compliance control; • clarifying the degree of governance integration necessary for a structure to fall within scope; and • providing practical examples illustrating the types of structures that are intended to be captured by the definitions contained in

Name of the organisation	Question	Answer
		Article 2. Such clarification would contribute significantly to legal certainty, facilitate consistent implementation across Member States and help ensure that the scope of the RTS remains aligned with the objectives of the AMLR.
Malta Institute of Accountants	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The MIA generally supports the principle-based approach adopted in Article 3 and considers it preferable to a highly prescriptive framework. The proposed requirements provide flexibility that is necessary to accommodate the diversity of obliged entities operating across both the financial and non-financial sectors. The MIA agrees that effective policies, procedures and controls are a fundamental component of AML/CFT governance and that, where entities operate within integrated structures, appropriate coordination mechanisms can contribute to the effective identification, assessment and management of risks. At the same time, the MIA considers that additional clarification would be beneficial regarding the application of Article 3 to structures that do not operate as traditional corporate groups. Article 3 envisages, amongst other things, a group-level organisation and coordination structure, the allocation of responsibilities across the wider structure, group-wide information flows, periodic exchanges between compliance and control functions, business-wide risk assessments and mechanisms to ensure consistent implementation of AML/CFT policies across participating entities. Whilst these requirements appear well suited to traditional parent-subsidiary groups, their application may be less straightforward in professional networks, partnerships, franchise arrangements and other structures consisting of legally separate

Name of the organisation	Question	Answer
		and independently owned obliged entities. For example, an international accountancy network may operate under common methodologies and professional standards whilst individual member firms retain independent ownership, governance arrangements and direct responsibility for their own regulatory obligations. In such circumstances, a coordinating entity may facilitate cooperation and information sharing but may not possess the authority to direct AML/CFT activities, appoint compliance personnel or require the implementation of specific controls across member firms. The MIA therefore believes that additional clarification would be beneficial regarding the extent to which the requirements contained in Article 3 are intended to apply where governance authority is limited or distributed across multiple entities. In particular, the MIA would welcome clarification that: • the requirements contained in Article 3 should apply only to the extent that the identified parent undertaking or coordinating entity possesses the legal and operational capacity necessary to implement them effectively; • the application of group-equivalent requirements to alternative structures should not be understood as requiring the replication of all governance layers typically found within a corporate group where such arrangements do not exist in practice; • structures falling within Article 21 should be permitted to achieve the objectives of Article 3 through alternative and proportionate mechanisms, including common minimum standards, escalation procedures, information-sharing arrangements and clearly defined cooperation protocols; and • the allocation of responsibilities under Article 3 should reflect the actual governance authority exercised by the relevant entity. The MIA also considers that additional clarification would be

Name of the organisation	Question	Answer
		beneficial regarding the relationship between entity-level and group-level business-wide risk assessments. Whilst the rationale for maintaining both assessments is understood, practical questions may arise in structures where participating entities maintain separate customer bases, separate governance arrangements and distinct risk profiles. Finally, the MIA considers it important that the final RTS clarify that group-equivalent obligations should not result in an entity being held responsible for failures occurring outside its legal or contractual sphere of control. Where an entity does not possess the authority to direct, supervise or enforce compliance measures in relation to another legally independent entity, the allocation of responsibility should reflect that reality. The MIA believes that such clarifications would enhance legal certainty, support proportionate implementation and facilitate the effective application of Article 3 across the diverse organisational structures present within both the financial and non-financial sectors.
Malta Institute of Accountants	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	A first challenge arises from the diversity of entities that may exist within a group, network or other structure. In practice, certain structures may include a combination of obliged entities and non-obliged entities, entities operating in different sectors, and entities subject to different professional and regulatory frameworks. This diversity may create practical difficulties when establishing information-sharing arrangements that are both effective from an AML/CFT perspective and compliant with applicable legal and professional obligations. The MIA also notes that a number of professions subject to AML/CFT obligations operate within legal frameworks that impose professional secrecy, confidentiality and privilege obligations.

Name of the organisation	Question	Answer
		Whilst the draft RTS appropriately acknowledge legal professional privilege, the interaction between the proposed information-sharing requirements and broader professional secrecy obligations may require further clarification. Additional guidance regarding the practical application of these safeguards across different professions and jurisdictions would also assist obliged entities and supervisors in achieving consistent implementation. The MIA further notes that information sharing within structures consisting of independently owned entities may involve transfers of personal data between separate legal entities acting as independent data controllers. In these circumstances, firms must consider not only their AML/CFT obligations but also the requirements arising under Regulation (EU) 2016/679 (GDPR), including lawful processing, data minimisation, purpose limitation and accountability requirements. Additional clarification regarding the interaction between the RTS and applicable data protection obligations would therefore be welcome, particularly where customer information is exchanged between entities that maintain separate customer relationships and separate governance structures. The MIA also foresees challenges in relation to information sharing involving entities located in third countries. Whilst the objective of the RTS is not to regulate third-country entities directly, the practical implementation of certain requirements may depend upon the ability of entities located outside the Union to participate in governance, compliance and information-sharing arrangements. Such restrictions may arise through data localisation requirements, banking secrecy provisions, professional secrecy obligations, privacy legislation or other legal frameworks that limit the ability of firms to exchange

Name of the organisation	Question	Answer
		information across borders. Although the draft RTS provide for mitigating measures, including customer consent mechanisms and alternative safeguards, such measures may not always provide a complete solution. Customers may decline to provide consent, consent may subsequently be withdrawn, or local legal frameworks may prohibit certain disclosures irrespective of customer consent. As a result, firms may encounter situations where compliance with both local law and the information-sharing requirements of the RTS is not fully achievable despite reasonable efforts. The MIA therefore believes that additional guidance would be beneficial regarding the supervisory expectations applicable where legal restrictions persist despite the implementation of reasonable mitigating measures. In particular, clarification would be welcome regarding the extent to which firms are expected to continue pursuing alternative solutions where legal barriers cannot realistically be overcome. The MIA also notes that the practical value of extensive customer-level information sharing may differ depending on the nature of the structure concerned. In traditional corporate groups, information sharing may facilitate the management of common customers, common beneficial owners and shared risk exposures. Recommendations • clarifying the interaction between the information-sharing requirements and legal professional privilege, professional secrecy and confidentiality obligations; • providing additional guidance regarding the interaction between the RTS and applicable data protection legislation; • clarifying supervisory expectations where third-country legal restrictions prevent full implementation of information-sharing

Name of the organisation	Question	Answer
		requirements despite reasonable efforts by the obliged entity; • providing practical examples illustrating the operation of the information-sharing requirements within professional networks and other non-financial sector structures; and • clarifying the circumstances in which alternative forms of information sharing may be appropriate where extensive customer-level information sharing is neither necessary nor practicable. Such clarification would enhance legal certainty, support consistent implementation across Member States and sectors, and contribute to the effective achievement of the objectives underpinning the RTS.
Malta Institute of Accountants	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The MIA identifies several practical and legal challenges that may arise when obliged entities seek to comply with the draft RTS in circumstances where third-country legal restrictions prevent the sharing, processing or transfer of information required for effective AML/CFT controls. A key concern relates to the reliance placed on customer consent as a mechanism for overcoming such restrictions. While customer consent may provide a useful solution in certain circumstances, its effectiveness is likely to vary considerably across jurisdictions and business models. Customers may refuse consent, fail to respond, or subsequently withdraw consent. Moreover, some third-country legal frameworks may prohibit information sharing regardless of whether consent has been obtained. As a result, obliged entities may find themselves unable to implement the information-sharing arrangements required by the RTS despite having taken all reasonable steps available to them. The MIA therefore considers customer consent to be only

Name of the organisation	Question	Answer
		one possible mitigating measure rather than a universally effective solution and believes that further guidance is needed on when consent should be used and when alternative measures may be appropriate. The MIA also highlights uncertainty regarding the circumstances in which termination, withdrawal or restriction of business relationships and operations should become necessary. Although such measures may be justified where risks cannot be adequately managed, it remains unclear whether they are intended to operate strictly as measures of last resort or whether they may be expected automatically once particular information-sharing requirements cannot be met. Situations may arise where obliged entities have acted diligently, explored all available safeguards, sought customer consent where appropriate and implemented additional controls, yet remain unable to overcome legal restrictions imposed by local law. Greater clarification is therefore required regarding when termination measures should be considered, the factors competent authorities should assess, the relevance of the efforts undertaken by the obliged entity and the relationship between termination measures and alternative safeguards. The MIA further seeks clarification regarding the threshold at which risks can no longer be considered capable of being effectively managed. While the RTS envisage a progression from the identification of restrictions to the implementation of mitigating measures and eventual supervisory escalation, further guidance is needed on how competent authorities should determine that risks have become unmanageable. In particular, supervisory assessments should take into account the nature and severity of the risks, the measures implemented by the obliged

Name of the organisation	Question	Answer
		entity, the effectiveness of alternative safeguards, the legal constraints imposed by the third-country jurisdiction and whether any residual risks can still be managed through proportionate supervisory action. The principle of proportionality is considered fundamental to the application of Articles 10 to 15. The MIA notes that the suitability of any mitigating measure will depend on the size, complexity and risk profile of the structure concerned, as well as the nature of the restriction encountered. The focus should remain on whether risks are being effectively managed rather than on strict adherence to prescribed measures. This is particularly relevant for professional services networks and other structures composed of legally independent entities, which may lack the governance arrangements available within traditional corporate groups. The MIA therefore encourages AMLA to confirm that alternative measures capable of achieving equivalent AML/CFT outcomes may be adopted where the measures expressly contemplated by the RTS are impractical or ineffective. The MIA also emphasises that Articles 10 to 15 must be considered together with the supervisory escalation framework contained in Article 16. While supervisory intervention may be necessary where risks cannot be effectively managed, additional guidance is required regarding when escalation to Article 16 measures should occur. The MIA considers that competent authorities should undertake a broader assessment of residual risks, the mitigating measures already implemented and the practical realities of the legal restrictions concerned, rather than treating escalation as an automatic consequence of non-compliance with a specific requirement. This approach would be more consistent with the risk-based and proportionate framework

Name of the organisation	Question	Answer
		established under the AMLR. Finally, the MIA notes that Article 16 may create additional challenges for structures consisting of legally independent entities, networks or other arrangements that do not operate through traditional parent-subsidiary models.
Malta Institute of Accountants	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	See our considerations regarding third country situations under question 3.
Malta Institute of Accountants	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	See our considerations under question 4.
Malta Institute of Accountants	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	From the perspective of the non-financial sector, the MIA believes that certain criteria may not always identify the entity best positioned to perform the relevant AML/CFT governance functions in practice. Prominence Criteria Article 17 places significant emphasis on indicators of prominence, including the average number of customers, the volume of incoming and outgoing transactions where applicable and, ultimately, annual turnover. Whilst the MIA understands the rationale for relying on objective and readily measurable indicators, these factors may not necessarily correlate with AML/CFT governance capability in non-financial sectors such as accountancy, auditing and other professional services. For example, transaction volumes may be highly relevant in the

Name of the organisation	Question	Answer
		financial sector but may be considerably less meaningful in professional services sectors where the provision of advice, audit, accounting, tax or consultancy services constitutes the principal activity. In such sectors, AML/CFT risk is often more closely associated with the complexity of engagements, the nature of the client base, beneficial ownership structures, cross-border activities and the overall risk profile of the services provided rather than the volume of transactions processed. Similarly, customer numbers may not always provide a reliable indication of AML/CFT risk exposure or governance capability. A firm servicing a relatively small number of high-risk or highly complex international clients may require more sophisticated AML/CFT oversight than a firm serving a substantially larger number of lower-risk domestic clients. The MIA therefore believes that prominence indicators should be applied with appropriate flexibility, particularly in sectors where customer volumes and transaction data may not accurately reflect AML/CFT risks or governance capability. Annual Turnover as a Fallback Criterion The MIA has particular reservations regarding the use of annual turnover as a fallback criterion. Whilst turnover is an objective and easily measurable indicator, it may not be a reliable proxy for AML/CFT oversight capability, governance authority or compliance expertise. In practice, the entity generating the highest turnover within a structure may not be the entity best placed to coordinate AML/CFT arrangements, maintain oversight of risks or implement group-wide compliance measures. For example, within a professional services network, the largest firm by turnover may simply reflect the size of the local market in which it operates rather than any governance role within the wider

Name of the organisation	Question	Answer
		structure. Conversely, a smaller entity may possess a more developed compliance function, greater experience in AML/CFT matters, stronger governance capabilities or a more comprehensive understanding of the structure as a whole. The MIA therefore believes that turnover should not prevail where it produces a result that is inconsistent with the practical realities of AML/CFT governance and oversight. Governance Capability and Operational Authority The MIA considers that greater weight should be given to factors that more directly reflect AML/CFT capability and governance effectiveness. In particular, the ability of an entity to perform the role of parent undertaking is likely to depend on factors such as: • access to relevant information across the structure; • understanding of the activities and risks of participating entities; • the existence of governance mechanisms capable of supporting coordination and oversight; • the strength and experience of compliance functions; and • the practical ability to implement and monitor AML/CFT arrangements. The MIA also notes that Article 18 refers to critical or important outsourcing arrangements and other indicators intended to identify the entity most closely connected to the operation of the structure. Whilst these criteria may be useful in certain circumstances, additional clarification would be beneficial regarding the distinction between governance functions and operational support functions. The MIA therefore believes that the provision of operational or technical support services should not, in itself, be regarded as evidence that an entity is best placed to perform the role of parent

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		undertaking. Recommendations The MIA therefore encourages AMLA to consider:• clarifying that prominence indicators should be applied with due regard to the characteristics of the sector concerned; • recognising that transaction volumes may be of limited relevance in certain non-financial sectors; • clarifying that customer numbers should be considered alongside the complexity and risk profile of the client base; • confirming that annual turnover should not override considerations relating to AML/CFT governance capability and oversight capacity; • giving greater weight to governance authority, compliance expertise, access to information and the practical ability to coordinate AML/CFT arrangements;
Malta Institute of Accountants	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The MIA considers that Article 21 is not sufficiently clear or appropriately calibrated for the non-financial sector, particularly in relation to professional services networks and other structures composed of legally independent entities. A central concern is the distinction between coordination and control. Article 21(2) relies on a broad range of indicators, including common shareholders or partners, common management bodies, homogeneous business strategies, shared profit or cost-transfer mechanisms, reporting arrangements, common policies and procedures, common compliance functions, common audits and reviews, and common branding or marketing. While these indicators may demonstrate a degree of cooperation, integration or coordination, they do not necessarily establish the legal or operational authority required to direct, implement or enforce AML/CFT obligations across separate legal

Name of the organisation	Question	Answer
		entities. The MIA therefore believes that the assessment should focus on the existence of effective AML/CFT governance mechanisms rather than on indicators of commercial, professional or operational coordination alone. This concern is particularly relevant for professional services networks, such as accountancy and audit networks, which often operate through arrangements designed to promote consistency and quality while preserving the legal and operational independence of participating firms. Such networks may share branding, methodologies, professional standards, quality assurance reviews, training programmes and support functions, yet individual member firms remain independently owned, governed and responsible for their own regulatory obligations. A network may therefore exhibit significant levels of cooperation without possessing a central body capable of directing AML/CFT activities, appointing compliance personnel or enforcing compliance measures across the wider structure. The MIA considers that the existence of common branding, methodologies, professional standards or quality assurance arrangements should not, in itself, be regarded as sufficient evidence that a structure possesses the governance architecture necessary to support group-equivalent AML/CFT obligations. The MIA also believes that the concept of “common compliance control” requires further clarification. Within the accountancy profession, quality assurance reviews, monitoring arrangements and compliance assessments are commonly used to promote consistency and adherence to professional standards. However, such arrangements do not necessarily amount to a centralised AML/CFT governance framework and do not automatically confer

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		authority to direct AML/CFT decision-making across legally independent entities. The final RTS should therefore distinguish more clearly between mechanisms intended to promote professional consistency and those that provide effective AML/CFT governance and oversight. In the MIA's view, common compliance control should require evidence of a practical ability to influence, direct, implement and monitor AML/CFT obligations across the wider structure, rather than merely the existence of common standards, reviews or monitoring arrangements. The MIA further notes a potential inconsistency between Article 21 and Recital 27. Recital 27 appears to suggest that arrangements based solely on cooperation agreements, common technical tools, customer referrals, exchanges of best practices, common branding or outsourced compliance services are not intended to fall within the scope of the RTS. However, certain indicators listed in Article 21, particularly those relating to common branding, audits, reviews, risk assessments and control functions, could potentially capture structures that appear similar to those excluded by Recital 27. More broadly, the MIA considers that the determining factor should be the existence of meaningful AML/CFT governance integration. Where a structure operates through centralised oversight, shared compliance functions, common risk management arrangements or mechanisms that enable AML/CFT obligations to be directed, implemented and enforced across participating entities, the application of group-equivalent requirements may be justified. Conversely, where entities remain independently owned, governed and responsible for their own AML/CFT obligations, the mere existence of cooperative

Name of the organisation	Question	Answer
		arrangements should not automatically trigger obligations designed for integrated compliance groups. The MIA therefore recommends that AMLA clarify the distinction between coordination and governance integration; confirm that common branding, methodologies, professional standards, training arrangements and support services do not in themselves demonstrate AML/CFT governance control; provide further guidance on the meaning of "common compliance control"
Malta Institute of Accountants	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The MIA identifies a number of significant legal and operational challenges that may arise if the group-equivalent requirements under the RTS are applied to structures falling within Article 21, particularly those consisting of legally independent entities such as professional services networks, partnerships, franchise arrangements and similar associations. While the MIA supports AMLA's objective of ensuring that structures characterised by genuine AML/CFT governance integration are subject to appropriate oversight, it notes that many non-financial sector structures were not established to operate as integrated compliance groups and do not possess the governance arrangements typically found within traditional corporate groups. A primary concern relates to the relationship between regulatory obligations and legal authority. Article 21 may result in situations where an entity is expected to fulfil group-equivalent obligations despite lacking the legal power to direct AML/CFT activities across the wider structure. Many professional networks are designed to promote cooperation, consistency and quality while preserving the independence of participating firms. Although coordinating entities may establish common methodologies, professional standards, training programmes or quality

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		assurance mechanisms, they often lack authority to impose AML/CFT policies, direct compliance activities or enforce corrective measures. This creates a potential mismatch between regulatory responsibility and actual governance powers. The MIA therefore considers that group-equivalent obligations should only apply where effective governance authority and the practical ability to implement, oversee and enforce AML/CFT arrangements exist. The MIA also foresees difficulties in implementing group-level governance requirements such as group-wide AML/CFT policies, central compliance functions, consolidated risk assessments, coordinated information flows and oversight mechanisms. While these arrangements may be achievable within corporate groups, challenges arise where participating entities maintain separate governance structures, separate management and direct responsibility for their own regulatory obligations. In such cases, coordinating entities may lack authority to appoint compliance personnel, approve risk assessments or require remediation measures. Further clarification is therefore needed regarding how these requirements are intended to operate in structures characterised by limited governance authority. Another concern is the risk of liability without control. The RTS may create situations where an entity identified as the parent undertaking is expected to assume responsibility for AML/CFT failures occurring within entities that it does not own, manage or control. Where the identified entity lacks the practical ability to direct, supervise or enforce compliance measures, holding it accountable for failures elsewhere in the structure creates a disconnect between responsibility and actual governance

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		authority. The MIA therefore believes that liabilities and responsibilities should remain aligned with the legal and operational powers available to the relevant entity. Information-sharing requirements may also present significant challenges. Participating firms may be subject to professional secrecy obligations, confidentiality requirements, legal professional privilege and data protection rules that restrict the sharing of customer information. Many professional networks consist of firms with separate customer bases acting as independent data controllers, meaning that the rationale for extensive customer-level information sharing differs considerably from that found in integrated corporate groups. Furthermore, independent entities may lack the contractual arrangements, technological infrastructure or legal basis necessary to exchange the information envisaged by the RTS. The MIA therefore calls for additional guidance on the interaction between information-sharing obligations, professional secrecy requirements and data protection legislation. The MIA further notes that many professional networks do not operate through centralised compliance platforms, common investigations teams, consolidated customer databases or shared risk assessment systems. Although entities may cooperate, exchange best practices and adopt common standards, they often maintain separate compliance functions, customer records and AML/CFT procedures. Requiring such structures to establish entirely new centralised compliance architectures solely to satisfy group-equivalent requirements could impose significant legal, operational and financial burdens,

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		particularly where participating entities remain legally independent and individually responsible for compliance.
Malta Institute of Accountants	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The MIA considers that the criteria set out in Article 22 may not always identify the most appropriate parent undertaking, particularly within non-financial sector structures such as professional services networks, partnerships and other arrangements involving legally independent entities. A key concern is that the criteria may identify an entity that is commercially or operationally central to a structure without being central from an AML/CFT governance perspective. For example, an entity may manage branding, training programmes, technology platforms, administrative services or coordination functions that are important to the operation of the structure, yet lack the authority, oversight capabilities, access to information or compliance expertise necessary to perform the role envisaged by the RTS. The MIA therefore believes that operational or administrative prominence should not, by itself, determine which entity is designated as the parent undertaking for AML/CFT purposes. In the MIA's view, the primary objective of Article 22 should be to identify the entity that possesses the actual legal, operational and governance capability to implement, coordinate and monitor AML/CFT requirements across the structure. Relevant considerations should include access to information, AML/CFT expertise and resources, governance authority, oversight responsibilities, the practical ability to influence AML/CFT outcomes and the capacity to coordinate risk management, compliance and reporting arrangements. These factors are likely

Name of the organisation	Question	Answer
		to provide a more reliable indication of suitability than criteria based on organisational prominence or operational functions alone. The MIA also highlights the importance of access to relevant AML/CFT information. Certain entities may provide critical services to a wider structure while lacking access to customer due diligence documentation, customer files, risk assessments, suspicious transaction reports or local AML/CFT decision-making processes. For example, an entity responsible for technology infrastructure, administrative support or brand management may have little or no visibility over customer-level information or compliance activities. The MIA therefore considers that access to relevant AML/CFT information should be a key factor when assessing whether an entity is capable of fulfilling the role of parent undertaking. Particular difficulties may arise in professional services networks and other decentralised structures. Many such arrangements consist of legally independent firms that cooperate through common branding, methodologies, standards and quality assurance mechanisms while retaining separate governance structures and direct responsibility for their own AML/CFT obligations. In these circumstances, there may be no single entity that exercises the type of authority typically associated with a parent undertaking in a traditional corporate group. A network coordination entity, for example, may oversee branding, training and technical guidance but lack authority to direct AML/CFT activities, access customer files, impose compliance measures or enforce corrective action. Similarly, a franchisor may control branding and operational standards while having no influence

Name of the organisation	Question	Answer
		over customer acceptance, risk assessments, suspicious transaction reporting or customer due diligence processes. Applying the Article 22 criteria in such circumstances may therefore result in the designation of an entity that is incapable of fulfilling the responsibilities attached to the role. The MIA also expresses reservations regarding the use of annual turnover as a determining factor. While turnover is an objective and easily measurable criterion, it does not necessarily reflect AML/CFT expertise, governance authority, access to information or oversight capability. The MIA therefore considers that turnover should not override considerations relating to governance capability and practical effectiveness and should only be used as a limited tie-breaker where other factors do not clearly identify the most suitable entity. The MIA therefore recommends that AMLA clarify that Article 22 should identify the entity with the actual legal, operational and governance capability to implement, coordinate and monitor AML/CFT requirements across the structure. It further encourages AMLA to distinguish more clearly between commercial centrality and AML/CFT governance authority; confirm that operational, administrative or service-provider functions should not automatically determine the parent undertaking; give greater weight to governance authority, AML/CFT expertise, access to information and oversight responsibilities; provide guidance on the application of Article 22 to professional networks, franchise arrangements and other decentralised structures; and limit the use of annual turnover where it would produce outcomes inconsistent with AML/CFT governance realities.

Name of the organisation	Question	Answer
mBank S.A.	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The definition of “control function” is unclear. It treats the compliance function as part of the control function, while Article 3(1)(e) appears to distinguish the compliance function from the control function. This inconsistency may lead to uncertainty regarding the role and position of the compliance function within the group-wide governance framework, in particular in relation to its independence and interaction with other control functions.
mBank S.A.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	1. It is unclear whether the obligation to establish a coordination structure or body at group level also applies to sub-groups within a multilayered group structure. In particular, where a parent undertaking has both direct and indirect subsidiaries, it is unclear whether direct subsidiaries are required to establish their own sub-group coordination structures or sub-group compliance functions, or whether the group-level structure alone is sufficient. 2. Furthermore, the meaning of the phrase “appropriate to the level of risk” in Article 3(1)(e) is ambiguous. It is unclear whether this refers to the risk level of the individual obliged entity (e.g. based on its business-wide risk assessment), the overall group-wide risk, or another measure. In addition, the RTS do not provide any guidance, even at a high level, on the expected frequency of information exchange depending on the level of risk. 3. the RTS do not clarify how the obligations set out in Article 3 should be implemented in multilayered group structures. In particular, it remains unclear whether information exchange should take place directly between the parent undertaking and all

Name of the organisation	Question	Answer
		subsidiaries (including indirect subsidiaries), or whether such exchange may be performed through intermediate entities within the group (i.e. via a cascading model)
mBank S.A.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	1. The provisions of Article 4 appear inconsistent with regard to the scope of information sharing. While Article 4(1) sets out a detailed list of information to be shared, Article 4(2) requires entities to take into account the size, complexity and risk of the group, as well as the availability and quality of the information, and Article 4(3) introduces the “need-to-know” principle. It is therefore unclear whether the catalogue of information set out in Article 4(1) should be interpreted as a mandatory minimum standard or rather as an indicative list subject to proportionality and necessity. 2. The RTS also do not provide guidance on how information sharing should operate in multilayered groups. In particular, it is unclear whether such sharing should take place directly between the parent undertaking and indirect subsidiaries, directly between entities within the group (e.g. “sister” entities), or through a hierarchical or cascading model via intermediate entities. 3. With regard to Article 4(1)(a)(i), which refers to customer due diligence information, it is unclear whether the obligation to share “information and documents” includes full copies of documents (e.g. identity documents, utility bills or signed declarations), or whether it is limited to structured data extracted from such documents. 4. Furthermore, Article 4(1)(b) does not specify the time horizon for transactions that should be shared within the group (e.g.

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		transactions from a defined recent period). It is unclear whether the parent undertaking is expected to define such parameters, and if so, on what basis. 5. As per Article 4(2), information sharing within the group shall cover at least: (1) common customers, (2) customers having the same beneficial owners, and (3) customers belonging to the same group or structure. We identify a number of operational challenges in relation to these categories of “common clients”. With regard to common customers (1), the requirement appears relatively clear, as entities within the group already possess a full set of relevant data on such customers, and there is a clear rationale for sharing this information. A different situation arises in relation to customers having the same beneficial owners (2). In such cases, there is no clarity as to the scope of information that should be shared. In particular, it is unclear whether there is any justification for sharing detailed customer due diligence information (including identification and verification data) or transaction data, given that there is no common customer as such, but only a shared beneficial owner. Similar concerns arise with regard to customers belonging to the same group or structure (3). Firstly, it is unclear what type and extent of information should be shared, as these customers are not common customers per se. Secondly, from an operational perspective, identifying customers that belong to the same group or structure may be highly challenging, particularly in cases where such customers are neither common customers nor linked

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		through common beneficial ownership. 6. Given the broad scope and sensitivity of the information to be shared (including customer identification data, information on beneficial owners, persons on behalf of whom the customer acts, and transactional behaviour, etc.), the proposed framework raises significant data protection considerations. In particular, challenges may arise in scenarios where information relates to individuals or entities that are not directly parties to a business relationship with a given obliged entity (e.g. beneficial owners or entities within the same group structure). In such cases, it would be beneficial for the RTS to provide further clarification on how the proportionality principle and data protection requirements should be applied.
Ministry of Finance of the Czech Republic	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We would like to raise a few general comments regarding the draft RTS. Firstly, we believe that some provisions are not formulated with sufficient clarity or are actually confusing. One example is Article 24(1), which lacks clarity regarding which entity is subject to the obligation and which is subject to the measures pursuant to Section 4 of Chapter IV of Directive (EU) 2014/1640. Secondly, we are of the view that the draft RTS significantly exceeds the scope of the mandate set forth in Article 16(4) of the Regulation (EU) 2024/1624. This applies in particular to Articles 20, 23, 24, and 26 of the draft RTS, which impose new obligations beyond the scope of the Regulation (EU) 2024/1624 - and not only on obligated entities. Such an approach is not within the scope of the mandate set out in Article 16(4) of the Regulation (EU)

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		2024/1624. Third and finally, we have considerable doubts as to whether the draft RTS is compliant with the delegation of power under Article 290 of the Treaty on the Functioning of the European Union. That provision authorises the delegation of power to the Commission to adopt non-legislative acts of general application to supplement or amend certain non-essential elements of the legislative act. In accordance with the case law of the Court of Justice of the European Union regarding the interpretation of "non-essential elements", we are convinced that extending obligations of (not only) obliged entities beyond the scope of the relevant legislative act and imposing sanctions on them cannot be considered a "non-essential element". Such an approach violates the legal certainty of the addressees, especially since the Directive (EU) 2024/1640 specifies that sanctions and corrective measures apply to violations of the Regulation (EU) 2024/1624 and Regulation (EU) 2023/1113.
Nasdaq CSD SE	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We consider that the definitions set out in Article 2 of the draft RTS are generally clear and consistent with the terminology used in Regulation (EU) 2024/1624 (AMLR) and related EU legislation. That said, it would be helpful if the RTS clarified that ordinary operational or market infrastructure arrangements - such as CSD links, outsourcing or shared IT systems - do not, in themselves, constitute a "structure", "network" or "partnership" in the absence of common ownership, management or AML/CFT compliance control. From the perspective of a regulated entity operating through a branch in an EEA State outside the EU, we note that the draft RTS does not distinguish between third countries whose legal frameworks are substantively aligned with Union AML/CFT

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		requirements - as is the case for EEA EFTA States under the EEA Agreement - and third countries where material divergences or legal impediments may exist. We would therefore welcome: (a) A clarification, whether in the definitions in Article 2 or in a recital, acknowledging that EEA EFTA States are bound by the EEA Agreement to transpose and apply EU AML/CFT legislation, and that this substantive alignment should be taken into account when applying the provisions of this RTS; and (b) Interpretive guidance from AMLA confirming that the concepts and safeguards designed for situations involving legal impediments in third countries - in particular those under Article 17 AMLR and Section 4 of this RTS - should not be applied in a manner that disregards the absence of such impediments in EEA jurisdictions. Such clarification would support legal certainty and the proportionate, risk-based application of the RTS across different regulatory environments.
Nasdaq CSD SE	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We consider that the minimum group-wide requirements set out in Article 3 of the draft RTS are sufficient and clear and appropriately reflect a principle-based and proportionate approach. In this context, it would be helpful if the RTS clarified that group-wide AML/CFT frameworks may be implemented through centralised policies and controls, without requiring duplication where equivalent controls are already embedded in existing regulatory or operational frameworks. We would note that, in our experience, branches operating in EEA jurisdictions that apply AML/CFT frameworks substantively aligned with Union requirements can implement these minimum requirements without encountering legal or practical difficulties,

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		which further supports a proportionate approach to their application in such contexts.
Nasdaq CSD SE	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	As a regulated entity established in the Union and operating through one branch in an EEA State outside the EU, we do not identify legal or regulatory impediments under applicable national law that would prevent effective information sharing for AML/CFT purposes within the group. The EEA Agreement provides a framework for regulatory alignment that ensures the free flow of information necessary for the consistent application of group-wide AML/CFT policies and controls. In this context, it would be helpful if the RTS further clarified the interaction between information-sharing obligations and applicable legal constraints. In particular, clarification that such obligations do not extend to legally privileged material, information subject to FIU-related restrictions, or information that cannot be shared under confidentiality or data protection rules would support legal certainty. Where such constraints apply, proportionate alternatives - such as the sharing of summaries, risk indicators or status confirmations - could be recognised. It would also be helpful to clarify how information sharing should operate across jurisdictions within a group, including between EU, EEA and other third-country entities, taking into account the substantive alignment of EEA frameworks with Union requirements. In addition, further guidance on the safeguards applicable where AML/CFT information is shared with group entities that are not themselves obliged entities would support consistent implementation, including appropriate limitations on access and use. Finally, for Central Securities Depositories (CSD), clarification that information-sharing obligations apply only to information

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		that the entity holds or is legally entitled to obtain would be important, in particular given that end-investor information may be held by participants or intermediaries rather than by the CSD itself.
Nasdaq CSD SE	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	We would suggest that the RTS distinguished EEA jurisdictions from higher-risk third countries. If EU Member State's subsidiary or branch operates within an EEA regulatory environment and uses the same services/IT platforms and controls as the EU entity itself, the additional measures should be proportionate and based on actual legal impediments and residual ML/TF risk, not on third-country status alone. In addition, the feasibility of certain additional supervisory actions - such as restrictions on business relationships or the closure of operations - may present practical challenges in cross-border group structures, particularly where entities perform critical market functions or operate within established contractual and regulatory frameworks. Clear guidance on the proportionate and risk-based application of such measures would therefore support consistent implementation across different third-country scenarios.
Nasdaq CSD SE	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	From the perspective of a regulated entity established in the Union and operating through a branch in an EEA State outside the EU, we do not identify legal or regulatory restrictions under applicable national law that would prevent access to, processing of, or exchange of information for AML/CFT purposes within the group. In such a context, we do not foresee material challenges in applying the provisions set out in Articles 12 and 13 of the draft RTS. In situations where full information sharing is restricted, it would

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		be helpful if the RTS recognised proportionate alternatives, such as aggregated or confirmation-based reporting, enhanced local controls, local audit, or targeted escalation measures. In assessing the need for such measures, the existence of comparable AML/CFT and data protection frameworks - including in EEA jurisdictions - should be taken into account
Nasdaq CSD SE	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We consider that the proposed framework for additional supervisory actions set out in Article 16 of the draft RTS is, in principle, appropriate and consistent with a risk-based and graduated supervisory approach. The framework provides supervisors with tools to address situations where additional AML/CFT measures are insufficient to effectively mitigate ML/TF risks. From the perspective of a Central Securities Depository, it is important to note that entities subject to Regulation (EU) No 909/2014 (CSDR) are already subject to a comprehensive and stringent supervisory framework, including powers for competent authorities to impose restrictions, require remedial measures, or ultimately withdraw authorisation in cases of serious and persistent deficiencies. As such, the concept of restrictive or escalatory supervisory action is not new in this sector. In practice, however, the feasibility and application of certain measures foreseen under Article 16 - such as restrictions on business relationships or the closure of operations —-may raise particular challenges for financial market infrastructures. Such actions may have broader implications for market stability, settlement continuity and investor protection, and therefore require careful calibration and coordination with the existing regulatory and supervisory frameworks applicable under CSDR. We would also note that, in the case of branches operating in EEA

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		jurisdictions where no legal impediments to group-wide AML/CFT compliance exist, the escalatory measures foreseen under Article 16 are unlikely to be warranted. Guidance from AMLA confirming a proportionate and context-sensitive application of these measures would therefore be welcome. Clear guidance on supervisory coordination, the addressee of decisions, and the proportionate and sector-sensitive application of these measures would support effective and consistent implementation in cross-border group structures.
Nasdaq CSD SE	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	While the scenario addressed in Section 5 of the draft RTS is not directly applicable to our current group structure, we consider that the criteria set out in Articles 17 to 20 generally provide a workable basis for identifying the parent undertaking in the Union. At the same time, it would be helpful if the RTS clarified the basis on which the parent undertaking should be identified, in particular the interaction between different possible criteria such as accounting consolidation, legal ownership or control, AML/CFT compliance control, and the functional considerations reflected in Articles 17 to 20. It would also be helpful to clarify that, where an obliged entity operates through branches in multiple jurisdictions, these branches are not treated as separate obliged entities for this purpose, and that responsibility for AML/CFT compliance remains with the main legal entity. In addition, further clarification on the relevance of indicators such as annual turnover would be welcome, as in the case of financial market infrastructures where other factors - such as operational control, the location of AML/CFT decision-making, or the nature and scale of market activity - may provide a more appropriate basis for assessment.

Name of the organisation	Question	Answer
Nasdaq CSD SE	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We consider that the conditions set out in Article 21 of the draft RTS are sufficiently clear and effective to identify structures that should be subject to group-wide-equivalent requirements. We do not have any further observations on this point. At the same time, it would be helpful if the RTS clarified that ordinary market infrastructure arrangements - including CSD links, outsourcing and shared operational services - do not, in themselves, create such a “structure” in the absence of substantive common ownership, management or AML/CFT compliance control.
Nasdaq CSD SE	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Article 21 may have particular relevance for Central Securities Depositories, given the interconnected nature of market infrastructure arrangements. CSDs routinely operate through common technical standards, shared systems, CSD links and outsourcing arrangements that are integral to the normal course of their operations. In this context, we would welcome clarification on the circumstances in which such arrangements may be considered to constitute a “structure” subject to group-wide-equivalent AML/CFT requirements. In particular, it would be helpful to ensure that ordinary operational arrangements - even where they involve shared infrastructure or coordinated processes - are not, in themselves, treated as such a structure. Rather, the application of Article 21 should be limited to situations where there is substantive common ownership, common management or shared AML/CFT compliance control. Clarification to this effect would support a proportionate application of the RTS and help avoid unintended consequences for established market infrastructure arrangements.
Nasdaq CSD SE	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or	We consider that the criteria set out in Article 22 of the draft RTS provide a workable basis for identifying the parent undertaking in

Name of the organisation	Question	Answer
	more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	the Union for the structures referred to in Article 21. At the same time, it would be helpful if the RTS clarified that technical or operational dependencies alone do not determine parent undertaking status. In the context of financial market infrastructures, an entity may provide shared IT or operational services without exercising control over AML/CFT compliance. In this regard, further clarification that the assessment should focus on factors such as AML/CFT governance, decision-making authority and supervisory nexus - rather than solely on indicators such as turnover or provision of technical services - would support a more consistent and proportionate application of the RTS.
National Chamber of Notaries (Belgium)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Civil law notaries hold an individual public appointment conferred by the competent national authority. The function is personal and non-transferable. The notary acts as a public officer producing authentic instruments carrying full probative force under national and EU law.The Belgian notariat acknowledges that some non-financial professions, such as lawyers and accountants, may operate within structures that qualify as partnerships or groups, this is linked to the legal and organizational features of those professions. In such professions, hierarchical or centralized (including cross border) management structures may exist, and professional entities may act collectively as a single obliged entity or under common control. By contrast, civil law notaries operate under a different legal model: each notary holds an individual public appointment, exercises a public function independently, and bears ultimate personal responsibility for AML/CFT compliance. As a result, concepts such as “group”, “parent undertaking” or “common compliance control” cannot be transposed to the notarial profession in the same way as to other non-financial

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		professions This has 3 direct consequences relevant to this RTS: 1.Ultimate individual responsibility: each notary bears ultimate legal responsibility for AML/CFT compliance within their practice. National notarial AML frameworks may provide for the designation of dedicated compliance functions within a notarial practice or society consistent with Article 11 of Regulation (EU) 2024/1624. Such compliance functions operate within and under the authority of the individual notarial practice. The notary remains the individually appointed obliged entity bearing ultimate legal responsibility for AML/CFT compliance, even where a designated compliance function has been appointed. 2.No hierarchical authority between notaries: no notary may direct or exercise oversight over another notary's independent practice. Designating a 'parent undertaking' with AML/CFT decision-making power over another notary's independent practice is structurally incompatible with this framework. 3.Individual supervision by self-regulatory bodies: designated self-regulatory bodies within the meaning of Article 2(47) of Regulation (EU) 2024/1624 exercise binding AML/CFT oversight over each individual notary, including binding guidelines, periodic audits, and sanctioning powers. This supervisory oversight is distinct from both the internal compliance functions within each notarial practice and from the parent undertaking concept in the draft RTS. The Belgian notariat does not contest that notarial professional societies in which notaries genuinely exercise the notarial function jointly may fall within the definition of 'partnership'. However, two categories of arrangement must be excluded: (a) Resource-sharing arrangements (société de moyens'): where obliged entities share material or purely administrative resources

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		— such as premises or common secretariat facilities — without jointly exercising the regulated function to which their AML/CFT obligations relate, each remains a fully independent obliged entity bearing ultimate individual AML/CFT responsibility. The basis for exclusion is related to the fact that they exercise their regulated function individually and independently, without a common legal structure for that purpose. A concrete example would be two notaries having their own individual practice in the same building, with a common secretariat and a cost-sharing arrangement for that secretariat. (b) Common data protection compliance bodies: in Belgium, a body has been established by and within the notarial profession to provide data protection officer services to notaries individually, assisting them in putting GDPR compliance measures in place. Such a body acts as a service provider to individual notaries for the sole purpose of GDPR compliance. It exercises no AML/CFT compliance control, holds no authority over notaries' AML/CFT policies or procedures, and does not coordinate or direct their AML/CFT obligations in any way. Treating such a body and all notaries it serves as a single 'structure' within the meaning of the draft RTS would be unworkable and contrary to the proportionality principle. If left unqualified, this would bring such GDPR service bodies within scope without any AML/CFT justification. Article 2(4) — add new subparagraph: "A partnership shall not include: (i) arrangements under which two or more obliged entities share material or administrative resources — such as premises, or secretariat facilities — without jointly exercising the regulated function to which their AML/CFT obligations relate, provided that each obliged entity exercises that function individually and independently and bears ultimate legal responsibility for its own AML/CFT compliance; or (ii) bodies

Name of the organisation	Question	Answer
		established exclusively for compliance in regulatory domains other than AML/CFT, such as data protection."
National Chamber of Notaries (Belgium)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	/
National Chamber of Notaries (Belgium)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	/
National Chamber of Notaries (Belgium)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	/
National Chamber of Notaries (Belgium)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	/
National Chamber of Notaries (Belgium)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of	/

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	supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	
National Chamber of Notaries (Belgium)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	/
National Chamber of Notaries (Belgium)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The Belgian notariat wishes to draw AMLA's attention to the fact that Article 21, as currently drafted, lacks sufficient clarity in its application to notarial structures (see question 1). The Belgian notariat does not contest that notarial professional societies in which two or more notaries genuinely exercise the notarial function jointly may fall within the scope of Article 21. However, two categories of notarial arrangement must be excluded, as they do not involve the joint exercise of the regulated function: (a) Resource-sharing structures ('société de moyens'): where obliged entities share material or administrative resources without jointly exercising the regulated function to which their AML/CFT obligations relate, the conditions in Article 21(2)(b)(iii) and Article 21(2)(c)(i)–(iii) could technically capture such purely administrative arrangements. Each exercises the regulated function individually and independently, without a common legal structure for that purpose. Imposing group-wide AML/CFT obligations in such cases would be therefore disproportionate (see question 1) (b) Common data protection compliance bodies: bodies established by or within the notarial profession that provide DPO services to notaries individually (exercise no AML/CFT compliance control. Under a broad reading of Recital 24 of the

Name of the organisation	Question	Answer
		draft RTS, the conditions in Article 21(2)(c) could be interpreted as placing all notaries served by such a body within a single structure, potentially encompassing all notaries of an entire Member State. This would be contrary to the proportionality principle and the purpose of Regulation (EU) 2024/1624 (see question 1). (c) Supervisory oversight exercised by a self-regulatory body: In Belgium, as it is the case in other Member States, all notaries are subject to a common AML/CFT framework established by the national chamber of notaries acting as a self-regulatory body within the meaning of Article 2(47) of Regulation (EU) 2024/1624. Absent further clarification, Article 21(2)(c) could be interpreted as implying that all notaries within such a Member State form a single 'structure' subject to group-equivalent requirements, thereby requiring the designation of a parent undertaking among individually appointed and independent notaries. Such an interpretation would be disproportionate and operationally unworkable and would be inconsistent with the legal organization and institutional independence of the notarial profession. Proposed amendment Article 21 — add new paragraph: "This Article shall not apply to: (a) arrangements under which two or more obliged entities share administrative resources without jointly exercising the regulated function to which their AML/CFT obligations relate, provided that each obliged entity exercises that function individually and independently; or (b) bodies or arrangements established exclusively for compliance in regulatory domains other than AML/CFT, such as data protection. The AML/CFT supervisory oversight exercised by a self-regulatory body within the meaning of Article 2(47) of Regulation (EU)

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		2024/1624 acting as competent authority over its member obliged entities does not constitute common compliance control within the meaning of paragraph 2(c) of this Article." Recital 24 — proposed amendment (bold = new text; strikethrough = deleted text): "Given the different types of structures that could exist in different sectors and jurisdictions, especially in the non-financial sector, the conditions for the qualification of structures that share common ownership, management or compliance control should be designed in a general and comprehensible manner to ensure harmonization at Union level. Furthermore, such conditions should be designed broadly to allow a wide application of the group-wide equivalent requirements. For instance, common compliance control should not be limited to compliance under the AML/CFT framework, but include other types of compliance such as prudential, product or service compliance arrangements in place. However, common compliance control within the meaning of this Regulation shall refer to compliance control in the context of AML/CFT. Bodies or arrangements established exclusively for compliance purposes in other regulatory domains, such as data protection, shall not constitute common compliance control under this Regulation."
National Chamber of Notaries (Belgium)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	/
National Chamber of Notaries (Belgium)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or	Where Article 21 applies to a notarial professional society in which notaries genuinely exercise the notarial function jointly, the Belgian notariat submits that the criteria in Article 22 are not

Name of the organisation	Question	Answer
	more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	effective and produce a legally incoherent result. The criteria in Article 22(1) are structurally inapplicable All seven criteria in Article 22(1)(a)–(g) presuppose a hierarchical or controlling relationship in which one entity holds decision-making power or management authority over others. No such relationship exists or can lawfully exist between notaries. Each notary holds an individual public appointment and bears ultimate legal responsibility for AML/CFT compliance within their practice. While national notarial AML frameworks may provide for the designation of compliance functions within a notarial practice or society — such as an AML compliance manager or officer responsible for the risk assessment and internal procedures of that practice — these functions are internal to the practice and operate under the notary's own authority. They do not confer AML/CFT decision-making authority over separate independent notaries. Accordingly, none of the criteria in Article 22(1) can produce a designation that reflects actual AML/CFT management capacity across a notarial structure. The annual turnover fallback criterion (Article 22(2)) is not applicable The fallback criterion — highest annual turnover — would arbitrarily designate one notary as parent undertaking based on fee income. Higher fee income does not correlate with greater AML/CFT oversight capacity or authority over other notaries. The designation could also change from year to year as relative turnover fluctuates, requiring repeated notifications under Article 23 at disproportionate administrative cost and without AML/CFT justification. Moreover, in the notarial profession, fees are in many cases regulated by law or subject to statutory frameworks, which further undermines the relevance of turnover as a criterion for identifying

Name of the organisation	Question	Answer
		a parent undertaking. Differences in turnover between notaries do not reflect differences in economic power, control, or AML/CFT oversight capacity, but are primarily linked to the volume and nature of transactions handled within a regulated fee system. As such, the use of turnover as a fallback criterion is not only arbitrary but also structurally disconnected from the legal, institutional and economic reality of the notarial profession Therefore, the Belgian notariat kindly requests that AMLA clarify, in the text of Article 22 or in accompanying guidance, that where all obliged entities in a structure individually hold a public appointment for the exercise of a public function under national law and bear ultimate individual AML/CFT responsibility, the criteria in Article 22(1) cannot produce a valid designation.
NN Group N.V.	Question 1 Do you have any observations concerning the definitions laid out in article 2?	1. Clarification needed on definition of “transaction” in insurance context The definition of “transaction”, to be shared in a group in the context of non-obliged entities, appears broad and might be understood, excessively, to include the delivery of a product or service. For non-life insurance (non-obliged entities when sharing information within group), it is unclear to what extent this includes: claims payments, intermediary flows, premium collection Rationale: Non-life insurers are primarily indemnity-based (claims-driven), not transaction-driven (e.g. payment services). Suggested clarification: AMLA could explicitly clarify how “transaction” applies to: claims payments, outbound vs inbound payments (premium payment by customer), insurance-specific flows (e.g. intermediary commission payments).

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		2 Clarification needed on “customer” vs “third party” The definition of “customer” does not fully capture: o injured third parties Rationale: In non-life insurance, payments are frequently made to parties other than the policyholder. Suggested clarification: AMLA could: o distinguish between: § customer (policyholder) § third-party recipient
NN Group N.V.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	1. Proportionality of minimum requirements requires further clarification o Article 3 lists comprehensive minimum requirements but does not sufficiently differentiate, e.g. business models with limited ML/TF exposure • Rationale: Non-life insurance products typically involve: o limited customer control over funds o predefined claim payouts • Challenge: Risk of over-standardisation for leading to disproportionate control frameworks. • Suggested approach: AMLA could: o explicitly mention that non-obliged entities should only be covered in a limited way, when AMLR includes any obligations in relation to those entities 2. Interaction with existing group policies (insurance-specific

Name of the organisation	Question	Answer
		structures) o It is unclear how group-wide AML/CFT policies should align with existing insurance-specific governance frameworks • Rationale: Non-life insurers operate in: o decentralized underwriting o claims-driven operating models • Suggested clarification: AMLA could specify: o how to embed RTS requirements within existing governance layers o alignment expectations for 1st line vs 2nd line structures 3. Article 3 does not adequately refer to non-obliged entities AMLR obligations From the perspective of a capital group that includes both obliged entities and non-obliged entities, there is a need to clarify and further specify certain elements in order to ensure greater regulatory clarity and proportionality of requirements. The draft RTS does not fully and clearly define the extent to which group-wide policies and controls should be applied to non-obliged entities, such as certain non-life insurance undertakings or pension entities. It is therefore proposed to clarify that group-wide requirements should be applied to such entities in a proportionate manner, limited to areas that actually generate ML/TF risk or sanctions circumvention risk. 4. Article 3 does not provide enough clarity on the responsibilities allocation to parent undertaking and subsidiary/branch obliged entities In groups where the parent undertaking does not perform direct operational activities or maintain customer relationships

Name of the organisation	Question	Answer
		(Holding), requirements related to decision-making may be difficult to apply in practice. It is proposed to clarify that AML/CFT functions at group level may have a AML/CFT framework (group-wide policies, procedures, controls) coordinating and oversight role, rather than an operational one. For groups operating across multiple Member States and third countries, clarity regarding the priority of applicable legal requirements is of key importance. It would therefore be appropriate for the RTS to confirm that group-wide policies should allow for necessary deviations or adaptations in order to comply with the national laws applicable to the entities within the group. 5. Art. 3 (1) (a)Organization and coordination structure It is unclear, for parent undertakings being corporate entities, if the coordination body should be separate from the management body of the parent undertaking. We suggest the provision clarifies that a management body meets the criteria of a coordination body, alternatively that is explicitly stated it does not, and an additional body must be set up. It must however be noted that AMLR already makes it clear, in art. 16 (2) paragraph 2 that in case a collectively responsible management body exists, the role of the compliance manager is to support it. Additionally we would like to point out that art. 16 (2) AMLR does not confer any decision taking powers within the parent undertaking on the compliance officer. Instead that article refers specifically to the management body. We suggest therefore removal from art. 3(1)(a) the reference to decision making by a compliance officer. 6. Art. 3 (1) (e) Exchange of information Some parent undertakings, e.g. holding entities, might not have commercial functions as such, when they don't engage in

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		commercial activity directly.. We suggest that the article focuses on the aim (information exchanges at minimum on risks, issues, measures to address them), and gives more flexibility as to which functions should be involved in exchanges, e.g. management body and other relevant functions.
NN Group N.V.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	1. Legal constraints on sharing claims-related data across jurisdictions • Information sharing at group level may conflict with: o local insurance secrecy rules o GDPR/data minimization principles o Rationale: Claims data often contains sensitive personal and medical information • Operational challenge: Full sharing may not always be legally permissible. • Suggested approach: AMLA could: o clarify minimum vs optional data sharing o allow anonymisation or pseudonymisation 2.Limited relevance of full real-time information sharing for low-risk portfolios • Real-time information sharing may not be operationally justified across all portfolios o Rationale:Non-life portfolios often do not involve continuous transactional flows o Suggested refinement:AMLA could allow risk-based prioritisation of information-sharing intensity 3. Lack of clarity on when information should be exchanged In the current wording, operational and legal challenges are identified, in particular in relation to proportionality, data

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		minimization, and applicable data protection and professional secrecy requirements. It would therefore be appropriate to further specify situations in which information exchange between group entities should take place, as the wording “where the information is relevant…” is too general and may lead to divergent interpretations. Information exchange within the group should be limited to situations where there are substantiated suspicions of ML or TF, or a risk of non-implementation or circumvention of targeted financial sanctions, namely where a suspicious activity report has been submitted to the local FIU or when unacceptable risks identified. Furthermore, the scope of the information shared should be limited to the minimum necessary, allowing identification of the customer, assessment of risk at group level, and confirmation that a notification to the local FIU was made. 4. Unclear requirements regarding non-obliged entities The broad exchange of information provided for in Articles 4–9 of the draft RTS should apply to obliged entities within the group. Such broad transfer of information by non obliged entities or to entities not subject to AML/CFT obligations appears unjustified and is unlikely to contribute to the effective prevention of ML or TF. For this reason, it would be appropriate for the RTS to clearly specify that the addressees and participants of the information exchange are limited to obliged entities only. In groups that include both obliged and non obliged entities, operating across EU Member States and third countries, the obligation to exchange such information may create legal challenges. These challenges arise from differences in local laws, such as banking, insurance, and pension fund regulations, including data confidentiality provisions. Operational difficulties may occur due to lack of harmonized definitions and standards, differences in risk assessments across jurisdictions, as well as

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		diverse IT systems and tools used by group entities. Article 4 sets out a broad scope of data sharing within the group. In accordance with Article 16(3) AMLR, such data sharing is a requirement for obliged entities for the purposes of customer due diligence and money laundering and terrorist financing risk management. Article 16(3), paragraph 2 AMLR introduces a different obligation relating to group policies, procedures and controls, i.e. not preventing non obliged entities from sharing data with obliged entities when relevant for those obliged entities to meet AMLR requirements. This indicates that specific treatment, including data minimisation, is necessary for non obliged entities. The main obligation in AMLR (Article 26(1), paragraph 3) for obliged entities that may require data from non obliged entities is relationship monitoring. Whilst AMLR is unclear as to precise differences of data sharing including non obliged entities, it sets out a broad approach for obliged entities and a narrow, targeted scope for non obliged entities in specific situations. At the same time, Article 4 of the draft RTS does not reflect this distinction and seems to adopt an undifferentiated approach, which might lead to divergent approaches across the Union. We are of the opinion that non obliged entities should not be required to share the same scope of data. We consider that the draft RTS should provide additional clarity for parent undertakings on the circumstances in which non obliged entities should share data with obliged entities within the group. We invite AMLA to consider adding that non obliged entities, unless otherwise decided by the parent undertaking, will share data when requested by an obliged entity in relation to a common customer. Data shared will be limited to data specified in Article 4 that may contribute to understanding the level of risk of that customer.

Name of the organisation	Question	Answer
NN Group N.V.	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples. 1. Conflict between local insurance law and group AML/CFT requirements • In third countries: o local rules may restrict data transfer or enforcement measures • Rationale: Insurance regulation may impose: o strict confidentiality and customer protection requirements • Challenge: Implementing group-wide controls may conflict with local legal obligations • Suggested approach: AMLA could: o better align with “maximum feasible compliance” principle o allow documented deviations where local law prevents full compliance 2. Feasibility of additional mitigation measures in non-life structures • Some measures (e.g. increased monitoring or exit strategies) may be less applicable • Rationale: Insurance portfolios cannot be easily: o exited o restructured • Suggested clarification:

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		AMLA could: o provide examples tailored to insurance activities
NN Group N.V.	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	1. Data sharing limitations under third-country laws • Restrictions on: o personal data transfer o claims data sharing • Rationale: High dependency on local legal frameworks • Challenge: Ensuring EU-equivalent standards may not always be achievable • Suggested approach: AMLA could: o provide fallback mechanisms o clarify acceptable mitigation standards 2. Operational complexity in ensuring consistent group-level oversight • Centralised monitoring may be limited • Rationale: Insurance operations are: o locally embedded o product-specific • Suggestion: AMLA could: o allow hybrid models (central + local controls)
NN Group N.V.	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions	1 Practical feasibility of supervisory actions (restrictions/closure) • Measures such as: o activity restriction o forced closure are difficult to apply in insurance context • Rationale:

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	or closure measures in cross-border structures? If not, please explain.	Insurance contracts: o Many insurance products present low risk of money laundering o are long-term o involve legal obligations toward policyholders • Suggested clarification: AMLA should: o explicitly address insurance-specific constraints o strictly refer to risk-based principles when applying any measures 2 Addressee of supervisory decisions in group structures • Unclear whether decisions target: o group entity o local entity • Rationale: Insurance governance is often decentralized • Suggestion: AMLA could: clarify hierarchy of responsibility 3. Article 16 Article 16 does not seem to be considering the possible clash of mitigation plan/corrective measures with the local legislation, when it does not allow for application of those measures.
NN Group N.V.	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	1. Complex insurance group structures not fully captured • Non-life groups may operate via: o branches o partnerships • Suggestion: AMLA could: o include insurance-specific structural examples

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NN Group N.V.	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	1. Definition of “similar structures” requires clarification • Particularly relevant for: o distribution networks o intermediaries • Rationale: Insurance sector relies heavily on intermediaries • Suggestion: AMLA should: o clarify scope of applicability 2.Applicability of group-like requirements to intermediaries unclear • Unclear whether: o brokers/agents fall under group-like structures • Suggestion: Explicitly distinguish: o legal ownership vs functional control
NN Group N.V.	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Operational challenges in applying group-level controls to non-group structures • Especially in: o independent distribution networks • Rationale: Limited control over third-party actors • Suggestion: AMLA could: o introduce proportional governance expectations
NN Group N.V.	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or	1. Effectiveness of criteria for identifying parent undertaking • Criteria do not fully consider: o functional control

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	more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	• Suggestion: Include qualitative criteria: o risk management authority o compliance oversight 2. Need for insurance-specific guidance • Current framework appears: o Banking and/or life-centric • Suggestion: Provide sectoral clarifications for insurance
Nordea Abp	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Nordea supports the principle that information sharing within a group is an essential component enabling more effective detection and mitigation of money laundering and terrorist financing risks. Nordea also supports that the information sharing should be conducted on a “need to know” basis in compliance with data protection regulation as AMLA explains in the Background and Rationale. However, the wording chosen in the draft has raised some questions which Nordea kindly asks AMLA to elaborate on and/or clarify in the updated version of the RTS. In article 4(1) it is stated that “When information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions” it “shall enable at least the sharing of the following information”. The way it is written indicates that in situations deemed “relevant”, all listed information can be shared. Later, in article 4(3), the requirements that information sharing shall be limited to what is “strictly necessary” and on a “need-to-know basis” are introduced. This causes unnecessary confusion whether these limitations refers to the situations when information sharing are relevant or the information to be shared

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		or both. Therefore, Nordea asks AMLA to clarify the two-step model in article 4(1) and how its connected to 4(3). In article 4(2)2 it is stated that the parent undertaking shall define what situations are relevant for information sharing and it shall cover at least common customers, customers having the same beneficial owners, customers that belong to the same group or structure. In relation to this requirement, Nordea asks AMLA to elaborate on the level of detail the parent should define situations where information sharing are relevant.
Notarska komora Ceske republiky (Notarial Chamber of the Czech Republic)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The draft article 21 is not completely sufficient in our view. We would like to clarify that notaries in the Czech Republic never create structures based on a hierarchy. No notary can instruct an other notary either in the context of AML/CFT or of other professional duties. Such attitude would completely undermine the aim of the professional regulation ensuring impartiality and independence. At the same time, the proposed wording of Art. 21 and Art. 22 leaves wide space for their interpretation. An excessive interpretation might suggest that even a professional chamber acting as a supervisory body might pose a parent undertaking of a notarial office. We would like to invite AMLA to redraft the respective articles in a clearer manner. All in all, we do not think that notarial offices shall be considered structures as defined by the draft RTS: while in some member states notaries may cooperate to certain extent, this cannot be a partnership, group or a structure as defined - the personal element is much stronger than in other professions and fields. The notary is ultimately always personally responsible for his or her own activity. This aspect differs significantly from an OE being one of the corporations in a complex structure. We will be happy to provide further clarification if needed.

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OAL- Ordre des Avocats du Barreau de Luxembourg	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Regarding Article 2, the RTS should not go beyond the definition of article 2.1 (41) of AMLR where "group' means a group of undertakings which consists of a parent undertaking, its subsidiaries, as well as undertakings linked to each other by a relationship within the meaning of Article 22 of Directive 2013/34/EU. These RTS are intended to cover (beyond corporate structures) networks and other contractual arrangements that result in shared ownership, management, or compliance functions. In view of this broad definition, we believe that a (limited) number of EU/EEA law firms might fall under these rules. Due to the variety within the sector, it is unclear how the RTS apply to our sector. The definition of "network" in Article 2(3) RTS is very wide, notably referring to "a common brand or marketing name" and "common management" only. The same "brand or name" does not mean that any functions are shared. Often, lawyers join "networks" that only consist of lawyers' conferences, a website to assist referrals and a common brand. Such "networks" have a common management in the sense of a common organization in order to keep the "network" alive. Such a network does not integrate any functions for common daily operations, but still it seems to be covered by the definition. Networks do not have a "parent undertaking". Even more important, in such a network, information cannot be shared as legal professional secrecy applies. This definition must therefore be reduced to networks with common ownership AND common compliance functions, and, if applicable, the related obligation to share information

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		within the structure shall be at all times qualified by applicable rules in terms of legal professional privilege / professional secrecy. International law firm networks are generally based on voluntary cooperation and consensus and lack hierarchical governance structures or legal mechanisms enabling one entity to impose binding instructions on another. Hence, networks should not be treated in the same way as corporate groups. The definition of “partnership" in Article 2(4) RTS seems to be narrower than “network”. Still, the broad criterion of a “common purpose” is not distinctive, as a common purpose is very often met (e.g. lawyers share a common purpose to defend the rule of law). This definition too must be reduced to partnerships with common ownership AND common compliance functions and, if applicable, the related obligation to share information within the structure shall be at all times qualified by applicable rules in terms of legal professional privilege / professional secrecy. Moreover, RTS contain dissonances with the FATF Recommendations 18 and 23. For FATF, they are not intended to create onerous or mandatory new obligations on the private sector. The explanatory memorandum explains: “The requirements on DNFBP groups are designed to be proportionate and risk-based and help set expectations of the measures DNFBP groups should take to manage ML/TF risks effectively. (...) Based on their understanding of their ML/TF risks, countries should determine in which cases ‘other DNFBP structures’ could better mitigate their ML/TF risks by applying group wide programmes and ensure that any requirements to this effect are practical and

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		relevant to the goal of improving the effectiveness of AML/CFT system. The RTS do not follow the same spirit of effectiveness – to apply rules to cases where they would allow to better mitigate ML/TF risks. More generally the provisions of RTS seem to us: • contrary to the risk-based approach: the risk of a law firm/lawyer may vary depending on the jurisdiction where it is established, and on the activities it undertakes. Accordingly, efficient mitigation of ML/TF risks requires a local anchoring of related controls, including AML/CFT framework. However, this RTS would result in the "delocalization" of such a framework at the level of the parent undertaking, thus possibly entailing that local "group" entities would be subject, at "group" level, to decisions/policies that may not necessarily be appropriate or proportionate, nor as strict as those currently in place at the level of their own state; • posing a serious problem with regard to supervision. According to article ...of AMLD 6, MS may opt for direct or indirect supervision of lawyers, with the self-regulatory body (e.g. national bar associations) playing a crucial role in the latter case. What then if, under these RTS, a law firm is locally subject to AML/CFT supervision by an SRB and has a "parent undertaking" subject to a direct supervision system? This effectively negates the possibility for countries to entrust AML/CFT supervision to SRBs. Therefore, we disagree with this document, emphasizing its

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		inadequacy with regard to the exercise of the legal independent profession and principles governing it.
OAL- Ordre des Avocats du Barreau de Luxembourg	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The group-wide policies should only apply when proportionate and justified according to a risk-based assessment. Moreover, it should be made clear that the requirements only apply to groups, and, when applied by other structures such as networks and partnerships, shall follow a risk-based approach and, in any case, shall not be implemented if contradicting rules on e.g. legal professional privilege / professional secrecy, or independence of the legal profession. Several provisions under Article 3 conflict with the independence and confidentiality rules applicable to lawyers, such as: - Art.3, 1.(a), requiring to set up, at group level, an “organisation and coordination structure or body [...] with sufficient decision-making powers”, and, relatedly, requiring the group compliance manager and compliance officer to be in position to “manage and prevent” ML/TF risks; - Art.3, 1.(b), requiring flow of “necessary information at group level”; - Art.3, 1.(e), requiring group compliance functions to have “regular and documented information exchanges”; - Art.3, 1.(g), requiring group compliance functions to review the effectiveness of the group-wide policies, procedures and controls, and that such policies, procedures and controls and the group-wide risk assessments shall be “adequately” reviewed at the level of the parent undertaking. These provisions, and their imprecision, might result in group structures/positions having access to information / documentation protected by confidentiality rules, and imposing

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		policies / instructions to group entities conflicting with the independence that lawyers shall observe when providing services. Therefore, in some respects, the current provisions of this RTS: • constitute a risk to the preservation of professional secrecy: see also the list of information (including information on customer) to be shared under Section 3 of the draft RTS; • violate the principle of independence; Article 3 of the draft RTS, vesting the AML/CFT compliance function at group level with certain prerogatives and access to information. In practice, some law firms may loose their independence in the choice of the most competent compliance functions, which is certainly not in line with the need to have an adequate internal organization; The generality of this Article should thus be limited through an additional paragraph taking into account the specificities of lawyers, e.g. along the following lines: The provisions of this article shall apply to independent legal professionals only to the extent they are compatible with the fundamental rights and duties of these professionals under Union law and/or the provisions of national laws governing the access to or the exercise of the profession. Moreover, a number of specific requirements go in our opinion beyond the mandate given under Art. 16 (4) AMLR, including the obligation to establish a dedicated 'organisation and coordination structure or body at group level' (Art. 3(a)) with 'sufficient

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		decision-making powers', 'clearly documented reporting lines' and a 'group AML/CFT officer' (Art. 3(b)). These are new and specific obligations without an AMLR equivalent which also lack legal basis in the AMLR.
OAL- Ordre des Avocats du Barreau de Luxembourg	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Regarding operational or legal challenges related to legal privilege / professional secrecy, even though the principles are common to the European legal tradition, they still are governed by national law; hence there are national differences which are – and will remain – in place. Information sharing shall not contravene these rules. Furthermore, the mere fact that a lawyer represents a certain client, or provides assistance for transactions or other services, is subject to legal privilege/ professional secrecy, so that any information on clients may only be shared in very limited circumstances and in any case not just in order to facilitate due diligence measures. Lawyers are subject to strict confidentiality rules under the local law, such confidentiality rules restricting communication on any client information even with respect to other entities being part of same group/network/partnership, or foreign competent authorities. Such rules are protected by Articles 7 and 47 of the Charter, both defending fundamental rights of the clients and the effective administration of justice. Consequently, any exceptions to legal privilege / professional secrecy must respect the Charter and any measure which potentially infringes it has to respect jurisprudence of the ECHR and the ECJ, especially regarding its legality, legitimacy and proportionality. In this context, reference is made to the various cases of both the ECtHR (e.g. Michaud v. France) and the CJEU (e.g. Ordre des barreaux francophones, C-305/05). See in particular the opinion of AG Maduro in Case C-305/05.

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		This Section on information sharing should thus at least be limited through an additional Article taking into account the specificities of lawyers, e.g. along the following lines: The provisions of this Section 3 shall apply to independent legal professionals only to the extent they are compatible with the fundamental rights and duties of these professionals under Union law and/or the provisions of national laws governing the access to or the exercise of the profession. Moreover, we suggest adding the following recital acknowledging and safeguarding the specificities of the independant legal sector: (XX) The practice of activities carried out by independent legal professionals is subject to registration with an independent professional body and governed by principles such as independence and confidentiality. The EU AML framework recognises, in line with case law of the European Court of Justice, the particular role played by independent legal professionals in the judicial system, reaffirming in particular certain fundamental rights such as the confidentiality of lawyer-client communication. Also, the Council of Europe Convention for the protection of the Profession of Lawyer highlighted, in its preamble section, “the fundamental role that lawyers and their professional associations play in upholding the rule of law, securing access to justice and ensuring the protection of human rights and fundamental freedoms”. Independent legal professionals should therefore be subject to this Regulation only if its provisions do not infringe upon (i) these fundamental rights, (ii) the fundamental principles and duties governing the practice of the profession or (iii) the

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		provisions of national laws regulating access to and/or the practice of the profession of independent legal professionals in a Member State of the Union . We also have the following comments: - Art. 4(1) and Recital 4 envisage a very broad exchange of information, whereas Article 4(3) and Recital 10 refer to proportionate information sharing on a need-to-know basis. The internal consistency of these provisions could be challenged. - Art. 4.1.d)(i) states: “unless otherwise instructed by the competent FIU”. The filter provided by the President of the Bar in Luxembourg, as part of the reporting mechanism by lawyers, is not taken into account. The President of the Bar should also be authorised to issue contrary instructions where he considers that the file does not fall within the scope of the law or that the exception applies. - Rec.7 provides that information sharing within groups should not lead to an automatic group-wide acceptance or rejection of a customer or categories of customers,: this is never applicable to lawyers as contracts are intuitu personae. - Rec. 23 and Art. 8 (Information sharing in the framework of partnerships for information sharing) go very far, especially when not all members of the structure or partnership are obliged entities. Lawyers themselves are only partially subject to the law. It is not inconceivable that two lawyers might work on the same file, one of whom is obliged and the other not (e.g. in a divorce, one lawyer might handle personal matters and another the

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		partition of assets). If they form a partnership, with or without legal personality, AMLA should not be able impose obligations on the lawyer who is not obliged
OAL- Ordre des Avocats du Barreau de Luxembourg	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Groups subject to the AMLR that operate e.g. through subsidiaries in third countries may face local legal or regulatory restrictions, such as data protection rules, banking secrecy or limitations on customer information. Where the law of a third country does not permit compliance with the AMLR, parent undertakings or obliged entities are required to implement additional measures to effectively manage AML/CFT risks. Law firms with international offices in jurisdictions with restrictive data or secrecy laws will face a structured escalation regime with implications on their operations and on clients. In any case, in practice, local rules on legal professional privilege / professional secrecy might not be overruled for AML/CFT purposes, as this will depend on the provisions of applicable foreign law.
OAL- Ordre des Avocats du Barreau de Luxembourg	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Certain items and notions, as used in this Article, lack clarity (thus possibly giving rise to varying interpretations in their implementation, which contravenes the legal certainty that instruments such as RTS are expected to promote), such as e.g.: - Art.21, 2., (a) : “control” over activities or entities / structures; - Art.21, 2., (b)(i) : provides that common management applies when entities are “legally dependent parts” of an entity, without defining its meaning; - Art.21, 2., (b)(ii) : “homogeneous” business strategy or business model; - Art.21, 2., (b)(ii) : refers to a “common management body”, which might not be a body concerned with operational questions. It should be defined that a common management body only is considered as such, if it does not cope with strategy questions

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		only, but with daily operational questions; - Art.21, 2., (b)(iii) : is not distinctive either, as lawyers might share their profits due to well established practices (e.g. if two lawyers assist the client in the same case, they might share the revenue by half – "collegial half"), which is not distinctive - Art.21, 2., (c)(iii) : "system of periodic central compliance operations or compliance costs". Additionally, the relevance of the criteria linked to "common compliance control" may be challenged, bearing in mind that the purpose of this draft RTS is the fight against ML/TF and noting that the related criteria actually go beyond the mere AML/CFT framework. In this context: - Recital 24 is of concern. It explains how conditions for the qualification of structures that share common ownership, management or compliance control should be designed and it states that "common compliance control should not be limited to compliance under the AML/CFT framework, but include other types of compliance such as prudential, product or service compliance arrangements in place."; - Art.21, 2., (c)(v) refers to common branding, marketing or franchising arrangements. Consequently, this recital and this provision should be removed (or at least narrowed to the sole fight against ML/TF) given the purpose of this legislation (i.e. fight against ML/TF – prudential or service compliance thus falling short of its subject matter) and, more generally, because AMLA has no jurisdiction over compliance issues not related to the fight against ML/TF.
OAL- Ordre des Avocats du	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	As noted under answer to question 8 above, certain items are not relevant to the fight against ML/TF (thus lack legal basis and

Name of the organisation	Question	Answer
Barreau de Luxembourg	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	exceeds the mandate) and the lack of clarity of certain items and notions used in this Article could end up in divergences in interpretation and practical implementation. According to the deontological rules in Luxembourg, “common ownership” of law firms is not allowed, as it is potentially in conflict with LPP/PS. It may be useful to clarify that Article 21 should not extend group-wide requirements to entities established exclusively in third countries merely because they participate in a network arrangement, except where Union branches are concerned.
OAL- Ordre des Avocats du Barreau de Luxembourg	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	It appears from points (a) to (g) of Article 22, 1. of the draft RTS that the identification of the “parent undertaking” is based on vague and undefined criteria, such as: - Art.22, 1., (b) : “important transactions”; - Art.22, 1., (c) : “right or ability to coordinate the management”; - Art.22, 1., (d) : “essential technical information or critical services”; - Art.22, 1., (e) : “manag[ing] the compliance control or system”; - Art.22, 1., (f) : “manag[ing] the costs of operational and compliance activities”. The relevance of criteria such as the development, management distribution or review of branding, marketing, franchising partnership or network arrangement (Art.22, 1., (g)) is also questionable when compared to the purpose of these draft RTS. In addition, Article 22, 2. of the draft RTS provides that, in the

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		absence of identification according to the criteria of Article 22, 1., the entity with the highest total annual turnover will be considered the "parent undertaking". The authority to impose rules at the network level should not be based on the turnover as the risk might be very different from one entity to the other, even in the same network. In the case of obliged entities (such as lawyers) which are subject to AML/CFT obligations for certain activities only, this criterion should at least be limited to the turnover corresponding to these activities. This once again demonstrates a misunderstanding of the risk-based approach, a principle that forms the very foundation of European AML/CFT policy. Lastly, we note that this Article, when dealing with the parent undertaking to be identified in such capacity, merely refers to "entity", and not "obliged entity". We also note that Article 24 provides certain notification requirements to supervisors "in case the parent undertaking is not an obliged entity". We therefore understand that the parent undertaking might be an entity which, in itself, might not otherwise be in scope of the AML/CFT legislation. This would result in vesting AML/CFT obligations and prerogatives, at group level, to entities having potentially insufficient and/or non-qualified (technical and human) resources to endorse such role, with limited knowledge and understanding of the ML/TF risks at group level which they are supposed to mitigate. As a result, the "parent undertaking" should at least be an obliged entity, i.e. an entity in principle already equipped to understand and mitigate ML/TF risks considering that it is already subject, at its own level, AML/CFT professional obligations.

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		Additionally, based on the independence and confidentiality obligations applying to independent legal professionals, as detailed hereabove, and noting that, based on its current drafting, this Article would allow non-obliged entities and non-legal professionals to be the "parent undertaking" of independent legal professionals, this Article should include a broader caveat that the identification of the parent undertaking and the prerogatives vested to it under this draft RTS and AMLR shall not conflict with such independence and confidentiality obligations, e.g. along the following lines: The provisions of this Article 22 shall apply to independent legal professionals only to the extent they are compatible with the fundamental rights and duties of these professionals under Union law and/or the provisions of national laws governing the access to or the exercise of the profession. Regarding Article 23, the draft RTS appear to require notification of a designated parent undertaking and allows supervisors to determine a different parent undertaking. It may be worth questioning whether Articles 16 and 17 AMLR provide a sufficient legal basis for such powers. Regarding Article 24 (Notification to the supervisor in case the parent undertaking is not an obliged entity): - Article 24, 1., first sentence provides that the notification shall be done by "the obliged entities of the structures", while third sentence foresees the case where "a parent undertaking fails to notify to the supervisor". This Article should thus be corrected to redress this inconsistency; - Article 24, 3. provides that, in case of change in the information

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		previously notified to relevant supervisors by the obliged entities, such obliged entities inform the relevant supervisors "and the Authority" (i.e. the AMLA) – while the initial notification under Article 24, 1. shall be addressed only to relevant supervisors. There is therefore no reason to notify AMLA in case of change, such notification to AMLA being rather the responsibility of relevant local supervisors, if applicable.
ORLEN	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Definitions should be more precise. A risk-based approach is characterized by the use of general and universal concepts and solutions, but it should not result in imposing obligations of unclear content on regulated institutions. In particular, when extending obligations to types of relationships other than those arising from the existence of a group, it is advisable to refer to definitions already used in other existing in practice or in other legal acts. For this reason, we propose removing from the definitions phrases such as "including, but not limited to" "any form" and "or similar".
ORLEN	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	No, the requirements need to be clarified, as their current wording may lead to an interpretation that conflicts with national company law, in Poland with the Commercial Companies Code ("CCC"), according to which: • the parent undertaking exercises ownership supervision and sets the risk management framework, whereas • subsidiaries retain operational autonomy, including making decisions regarding clients, the execution of transactions, and risk acceptance. In particular, Article 3(1)(a) of the draft RTS requires clarification with respect to the requirement to ensure "sufficient decision-making powers" at group level, by explicitly stating that "sufficient decision-making powers" should be understood as the

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		powers of the parent undertaking to perform the obligations set out in Regulation (EU) 2024/1624, in particular Article 16(1)-(3). At the same time, this requirement should not be interpreted as granting the parent undertaking the authority to take direct operational decisions in relation to subsidiaries or to issue binding instructions, where this would be contrary to the applicable national law governing those entities. In summary, “decision-making powers” should be of a group-level supervisory and control nature, rather than involving direct operational management of subsidiaries. Otherwise, the parent undertaking (the compliance officer) would be granted undefined decision-making powers that could interfere with the autonomy of subsidiaries. The lack of clarification that the powers under Article 3(1)(a) are limited to supervisory and control functions could result in the provision being interpreted as allowing the issuance of binding instructions within the parent undertaking–subsidiary relationship. To ensure consistent application of the rules and to reduce the risk of divergent interpretations, it would be advisable to explicitly confirm that each obliged entity within the group: • is responsible for ensuring compliance of its activities with AML/CFT requirements at the entity level, • performs its regulatory obligations in accordance with the applicable national law and the group framework established by the parent undertaking, • retains decision-making authority with respect to operational activities, within the limits set by national law, • provides the parent undertaking with the information necessary for it to fulfil its group-level obligations. In the context of Article 3(1)(g) of the draft RTS, it would also be useful to clarify the addressees of the review of the effectiveness

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		of policies, procedures and control mechanisms across the group. The draft requires that the results of the review be communicated to relevant stakeholders. However, it is unclear whether such information should be provided to the shareholders of the group entities or rather to the management body in accordance with Article 16(2) of Regulation (EU) 2024/1624.
ORLEN	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	When it comes to information sharing, striking a balance between the obligations under AML regulations and the GDPR can be a challenge. All regulations governing information sharing should be subject to prior review by the authorities responsible for the GDPR to prevent conflicts of interest between these areas of law.
ORLEN	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes, concerns arise with respect to the catalogue of measures set out in Article 15(1)(c) of the draft RTS, which provides for enhanced reviews and, where proportionate to risk, also on-site inspections or independent audits. Although the provision refers to proportionality to risk, in practice it may generate significant costs and organizational burdens, particularly for groups operating across multiple third countries or through entities of varying scale of activity, with uncertain or difficult-to-demonstrate regulatory benefits.
ORLEN	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Significant challenges will arise in groups where the parent undertaking in the Union performs a supervisory and advisory role but does not have the authority to make binding decisions on behalf of its subsidiaries. The issue stems from the fact that the provisions of the draft RTS under consultation are based on the assumption that the parent undertaking is capable of effectively enforcing specific actions

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		across the entire group. However, from the perspective of national company law (in Poland, the Commercial Companies Code - “CCC”), this is not always the case - each subsidiary is a separate legal entity, and its management board has its own duties towards the company itself, its creditors, clients, or, for example, minority shareholders. The parent undertaking does not always have legal instruments enabling it to impose a binding requirement on a subsidiary to terminate or limit a business relationship. Consequently, as the parent undertaking is not a party to agreements concluded by subsidiaries within the group, it may not be in a position to ensure compliance with a supervisory authority’s requirement. Additionally, local regulatory requirements may restrict the ability to take certain actions, including the unilateral termination of specific types of business activities or relationships. In such a model, Article 16(2) of the draft RTS, in its current wording, creates a risk of interpretation leading to a conflict with national law, as decision-making powers with regard to subsidiaries are addressed to the parent undertaking in the Union. The RTS, in its current form, does not ensure the enforceability of such measures in situations where the parent undertaking has no formal legal means to impose them on a subsidiary. The RTS should explicitly state that decisions on refraining from entering into (or limiting) business relationships with high-risk or questionable entities should be taken by the obliged entity that has entered into the relationship (i.e. by the parent undertaking, where it is the obliged entity that concluded the contract, or by the subsidiary, where it is the obliged entity that concluded the contract).

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ORLEN	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The criterion based on the number of clients or annual turnover does not reflect the actual impact or responsibility for AML/CFT risk management within the group. For example, entities engaged in wholesale activities may serve fewer clients while generating higher turnover, whereas in retail activities the proportions are reversed. The number of clients or annual turnover may serve as a supporting criterion, but should not be decisive in identifying the parent undertaking in the Union.
ORLEN	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The proposed criteria are very general and broad in nature. It is understandable and reasonable to introduce mechanisms to tighten up the system. If there is an intention to exert influence over a given entity in a business relationship, the classification of the legal relationship will be unambiguous; however, if the business relationship has a completely different purpose, there is a risk that the legal relationship in question will fall under these regulations by accident. The criteria in question should be more precise and limited exclusively to situations involving the intentional creation of control-based structures.
ORLEN	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Challenges may arise during the process of identifying such entities and the legal tools needed to impose obligations on them.
ORLEN	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria outlined are vague and may raise concerns, particularly in situations where there is no intention to create a structure designed to exert influence in business relationships, yet entities are inadvertently subject to the new regulations.
PEKAO BANK	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Ø We would like to ask for your confirmation whether below described relations between entities qualifies as structure, as defined in RTS. Entity which we identify as parent undertaking for our structure, is

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		leading one of the largest financial conglomerate in Poland and Central and Eastern Europe. Parent undertaking, is a non obliged entity, pertaining mainly in no-life insurance services. The remaining Group's companies offer not only non-life and health insurance but also investment, life insurance, pension and health care products. The parent undertaking in question, holds a ~30% stake (directly and indirectly) in one of the two largest Polish banks, each controlling their own financial group of obliged and non-obliged entities. Apart from this, a cooperation and information-sharing agreement regarding AML has been signed between the parties and group wide policy related to audit, compliance as well as AML and sanctions was introduced a while back. Although as for now, we are not formally a group understood as defined in directive 2024/1624(no parent undertaking with 50%+1 shares or control rights), all entities actively work to formally do so. Although several legal challenges must be overcome before this, we believe that facts presented above qualify us as structure, as defined in RTS. Please confirm that presence of common policy and information sharing qualifies us as structure. Ø
PEKAO BANK	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that	Ø Please clarify, whether a parent undertaking which is not an obliged entity, should have access to information shared within a structure, or whether it should only organize and facilitate information exchange. If described parent undertaking, should not have access to such information, which entity in the structure

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	information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	should facilitate and organize process of information sharing among entities in the structure. Ø Please clarify whether it is non-obliged entities right or obligation, to share customer information with obliged entities in the same structure. We would like to know, if non obliged entities are bound to share information, or it depends on decision within the structure on how to organize information sharing.
PEKAO BANK	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Ø Please provide clarification whether structures include only entities directly related to parent undertaking, or do they also include subsidiaries. Ø The meaning of “equivalent” and “similar” in the context of AMLR article 16 is not clear. Please clarify whether o information sharing for structures should be applied on the same basis(similar/equivalent) as for groups o all other obligations related to groups should be adequately applied for structures
PEKAO BANK	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Ø Article 24 does not give the supervisory authority the power to object to the designation of a parent undertaking within the structure, in the manner provided for in Article 23 in respect of groups. Article 23 of the RTS establishes an obligation to notify the competent supervisory authority of the selection of the institution subject to supervision as the parent undertaking within the group. Paragraphs 3–6 describe in detail the actions to be taken by the supervisory authority upon receiving such notification. This includes, amongst other things, a decision as to whether the

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		entity identified as the parent undertaking for the group is appropriate, and the consequences of such a decision, e.g. whether another entity should be recognized as the parent undertaking. Please clarify whether: -the provisions of Article 24 will be supplemented; -we should apply the provisions of Article 23 by analogy; -the supervisory authority is indeed unable to challenge the choice of the parent company within the group. Ø The meaning of “equivalent” and “similar” in the context of AMLR article 16 is not clear. Please clarify whether o information sharing for structures should be applied on the same basis(similar/equivalent) as for groups o all other obligations related to groups should be adequately applied for structures
PGE Polska Grupa Energetyczna S.A.	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	In order to meet the requirement of “proper allocation of functions, responsibilities and reporting lines” set out in Article 3(1)(a) of the project of RTS, the exact meaning of proper alocation shall be clearly determined i.e. AML/CFT function at group level should be organisationally positioned directly under the management body, or whether it is acceptable for this function to be allocated within other departments (e.g. operational risk, audit or general compliance), where there are additional reporting lines between the AML/CFT responsible person (MLRO) and the management body. In particular it shall be clarified whether a model in which the AML/CFT function is not positioned at the highest organisational level and is subordinated to other functions or managers may still be considered compliant

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		with the requirement of proper separation of functions and reporting lines. Current wording of the project of the RTS does not give the clear information about the allocation of AML/CFT function and that could be ground of misunderstanding.
PGE Polska Grupa Energetyczna S.A.	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	1. Operational and legal challenges of sharing information among the group regarding art. 4 of the project of RTS - how should the obligation of sharing the relevant information on an ad hoc basis be interpreted in conjunction with the “need-to-know” principle. A model of proactive information dissemination within the group, or access to such information only upon request shall be precised by describing the exact term of sharing of such ad hoc informations including the way of sharing, whether such information shall be shared to each entity in the group separately or revealed to each entity of the group simultaneously etc. 2.Operational and legal challenges of sharing information amoung the group regarding art. 4 of the project of RTS - “need-to-know” principle in practice - given the broad scope of information set out in art. 4 of the project of RTS stipulates that each entity it the group shall apply high level of collecting the information definied. The methodology of need to know principle shall be precised in other case each limitation of information definied in art. 4 of the project of RTS shall be performed discretionally. 3.Operational and legal challenges of sharing information amoung the group regarding art. 4 of the project of RTS -the criteria for determining whether information is to be considered “relevant” for AML/CFT purposes shall be clarified, in particular whether all categories of information listed in Art. 4 of the project of RTS of should generally be presumed relevant. 54. Operational and legal challenges of sharing information

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		amoung the group regarding art. 4 of the project of RTS -the methodology describing how the list of information set out in Article 4(1) of the project of RTS should be applied in practice shall be clarified. In particular whether it represents a set of information that should be systematically shared within the group or rather a maximum scope of information that may be shared depending on relevance. In particular, further clarification would be appreciated on how to reconcile the broad and detailed scope of information listed in Article 4(1) of the project of RTS with the "need-to-know" principle and proportionality requirement provided for in Article 4(3) of the project of RTS.
Plum Money CY Limited	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We welcome AMLA's efforts to provide clarity regarding the scope of structures within the definitions of "network," "partnership," and "franchise" under the AMLR. However, we respectfully submit that the proposed definitions in Article 2(3)–(5) require material clarification to ensure their appropriate application to regulated financial services entities, particularly investment firms. 1. Limited Applicability to Financial Services Sector The definitions of "network," "partnership," and "franchise" appear to be primarily designed to address arrangements commonly found in non-financial sectors. In contrast, regulated investment firms operate under individual regulatory authorisation and supervision and do not typically participate in formal network structures comparable to those in professional services or retail sectors. 2. Risk of Over-Capture of Commercial Arrangements The scope of the proposed definitions may inadvertently capture purely commercial or operational arrangements that do not create an integrated AML/CFT framework. We are concerned that the following common commercial arrangements could be

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		mistakenly captured: - Common technology platforms or cloud service providers - White-label applications - Shared infrastructure providers - Software licensing arrangements - Standard outsourcing of non-AML/CFT functions The existence of such arrangements should not, in our view, be sufficient to bring otherwise independent entities within the scope of a "network," "partnership" or "franchise" structure for AML/CFT purposes. We recommend that AMLA explicitly clarify that: - Technology licensing arrangements, white-label solutions, outsourced IT services and infrastructure providers should not, in themselves, be considered indicative of a common AML/CFT framework; - Such commercial arrangements should only trigger "network," "partnership," or "franchise" classification if the provider also performs AML/CFT-related functions or exercises a degree of operational control that materially influences AML/CFT compliance across participating entities; The definitions should include a clear statement that purely operational or commercial cooperation does not constitute the requisite "common ownership, management or compliance control" contemplated by the RTS.
Plum Money CY Limited	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We agree that the minimum requirements set out in Article 3 are appropriate and provide a sufficiently comprehensive framework for the establishment and maintenance of group-wide AML/CFT policies, procedures and controls. However, we respectfully request clarification on several matters to promote consistent implementation across Member States and avoid divergent

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		supervisory interpretations. Specific Areas Requiring Clarification 1. Assessment of "Sufficient Decision-Making Powers" (Article 3(1)(a)) The requirement that the parent undertaking in the Union possess "sufficient decision-making powers" would benefit from explicit clarification, particularly in structures headed by a third-country parent undertaking. It is currently unclear whether the parent undertaking in the Union is expected to exercise decision-making authority independently of the ultimate parent undertaking, or whether decision-making may be delegated within a broader group governance framework while ultimate approval authority remains with the third-country parent. This distinction is particularly relevant for international financial groups where strategic oversight and key approvals are typically retained at the global parent level. We recommend clarifying that the assessment of "sufficient decision-making powers" should be based on the parent undertaking in the Union having the authority necessary to effectively discharge its AML/CFT responsibilities and obligations to supervisors, rather than requiring complete operational or strategic autonomy from the ultimate parent undertaking. 2. Mitigation of Conflicts of Interest (Article 3(1)(c)) While we support the requirement to identify and mitigate conflicts of interest between AML/CFT compliance and commercial objectives, the RTS would benefit from practical guidance regarding measures that competent authorities would consider adequate. This is particularly important in groups where AML/CFT functions, compliance functions and business activities

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		are organised across multiple entities and jurisdictions. 3. Outsourcing Arrangements (Article 3(1)(f)) Clarification would be valuable regarding whether assessments of outsourcing risks and controls should be performed primarily at group level, entity level, or through a combination of both approaches. Such guidance would assist groups in implementing consistent governance arrangements while respecting local regulatory obligations and the independent responsibility of each obliged entity. Subject to the clarifications requested above, we consider the requirements in Article 3 to be broadly appropriate and proportionate for promoting consistent implementation of group-wide AML/CFT frameworks.
Plum Money CY Limited	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We support the objective of facilitating effective information sharing within groups for AML/CFT purposes. However, further clarification would assist entities in implementing these provisions in a manner that balances operational efficiency with proportionality and legal compliance. Scope of Customer-Level Information Sharing We respectfully request that the RTS clearly distinguish between: - Mandatory sharing: Risk information, typologies, sanctions alerts and suspicious activity indicators that serve to identify cross-group risks; - Customer-specific information sharing: Which should occur only where necessary and proportionate for AML/CFT purposes and not as a routine requirement where group entities do not share customers or provide services to the same clients.

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		This distinction would clarify the extent of information flows required and reduce unnecessary data transfers while maintaining effective AML/CFT risk identification and mitigation. Third-Country Information Sharing Challenges may arise where local privacy, banking secrecy, or data localisation laws restrict the transfer of customer information to the Union or between group entities in different jurisdictions. We respectfully submit that the RTS should explicitly recognise a risk-based approach that allows equivalent outcomes through alternative mechanisms (aggregated reporting, independent audits, enhanced monitoring) rather than requiring identical information-sharing mechanisms in all jurisdictions. This approach would be consistent with Articles 12–13 and would better accommodate the varying legal frameworks applicable in different jurisdictions while maintaining effective AML/CFT control. AMLA should provide guidance clarifying: 1. The distinction between mandatory group-wide risk information sharing and customer-specific information sharing; 2. That alternative measures (aggregated reporting, audits, enhanced monitoring) may satisfy information-sharing objectives where third-country law restricts direct data transfer; 3. That proportionality and necessity are key determinants of whether customer-specific information sharing is required between entities that do not share customers.
Plum Money CY Limited	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures	We recognise the necessity and appropriateness of the framework in Section 4 for managing situations where third-

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	required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	country laws prevent the implementation of group-wide AML/CFT requirements. However, we identify significant practical challenges that would benefit from AMLA guidance. 1. Assessment of Legal Impediments Local legal restrictions are often nuanced, evolve over time and may be subject to differing interpretations by local counsel, supervisors and institutions. This creates material difficulty in determining when a restriction reaches the threshold requiring escalation or implementation of additional measures under Articles 10–14. 2. Evidential Standards The RTS do not specify what evidence or documentation supervisors will require to establish that a third-country legal restriction exists and prevents compliance with AMLR requirements. This creates uncertainty regarding the standard of proof required. 3. Divergence in Legal Opinions Where local legal advice differs across jurisdictions regarding the applicability of restrictions, there is no mechanism within the RTS to reconcile these differences or determine which interpretation should prevail for purposes of notification and escalation. We respectfully recommend that AMLA issue supplementary guidance addressing: - Assessment Framework: Clear methodology for assessing when a third-country legal restriction reaches the threshold requiring escalation (e.g., formal legal opinion, regulatory correspondence, prior supervisory guidance); - Evidential Standards: Specification of documentation that supervisors will accept as establishing the existence of a material

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		legal impediment; - Treatment of Conflicting Legal Opinions: Guidance regarding the treatment of situations where local legal counsel provides differing opinions on the applicability or effect of a restriction; - Case Studies: Practical examples and case studies illustrating the application of these provisions in common scenarios (data localisation, banking secrecy, regulatory firewalls, professional privilege). Such guidance would enhance consistency of application across the Union and reduce supervisory uncertainty.
Plum Money CY Limited	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We do not foresee significant implementation challenges in applying the provisions relating to information sharing under Articles 12 and 13 of the draft RTS, provided that our obliged entities do not operate branches in jurisdictions with material data-sharing restrictions. 1. Limited Trigger for Our Structure Articles 12 and 13 apply specifically where "the parent undertaking in the Union or an obliged entity identifies that the law of a third country does not permit or restricts the application of Regulation (EU) 2024/1624 by a subsidiary or branch." Since our Cyprus CIF and Cyprus Bank operate as independent legal entities registered in Cyprus and do not operate substantive branches in jurisdictions with material data-sharing restrictions, these provisions would generally not be triggered. 2. Practical and Cost-Effective Measures Where Articles 12 and 13 do apply, the alternative measures prescribed—aggregated STR reporting, enhanced monitoring, independent audits and high-risk customer flagging—are practical and cost-effective mechanisms that align with

Name of the organisation	Question	Answer
		established AML/CFT control frameworks. 3. Adequacy of Alternative Measures In jurisdictions with mature regulatory frameworks (such as the United Kingdom), established alternative measures are capable of adequately mitigating information-sharing restrictions without undermining the effectiveness of the overall group-wide AML/CFT framework. The existence of separate legal entities within the group facilitates the application of such alternative controls. We recommend that AMLA clarify that, where third-country legal restrictions limit the sharing of customer-level information but permit the exchange of aggregated risk metrics, AML/CFT intelligence and statistical data, competent authorities may consider alternative measures (including aggregated reporting, enhanced monitoring and independent audits) to be sufficient without requiring extensive additional controls beyond those already implemented for standard AML/CFT risk management.
Plum Money CY Limited	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We respect the objectives underlying the supervisory action framework in Article 16 and acknowledge its appropriateness for entities with direct operational presence in third countries. However, we respectfully submit that the escalation to "closure of operations" under Article 16(2)(c) may produce disproportionate outcomes in certain circumstances. Concern: Disproportionate Application to Non-Customer-Facing Operations The potential requirement to "close down some or all operations carried out in the third country" appears appropriately calibrated where the obliged entity maintains market presence through branches or customer-facing subsidiaries. However, the

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		application of this measure to non-customer-facing dependencies may produce outcomes that are disproportionate to the underlying risk. Specific Example: Where the obliged entity's "operations in the third country" consist of a single outsourced function (e.g., card-issuing infrastructure, payment-rail processing, data center operations, or transaction settlement), a closure requirement could necessitate discontinuation of a critical service with significant customer-facing consequences for retail clients, even where the underlying AML/CFT risk relates to access or monitoring rather than substantive compliance failure. We respectfully recommend that the criteria in Article 16(3) be clarified to explicitly require supervisors to: - Assess customer-protection impact: Weigh the direct impact on customer access to services and client protection implications before requiring closure of non-customer-facing third-country dependencies; - Evaluate alternative providers: Consider the availability of alternative service providers and the feasibility of alternative arrangements before mandating closure; - Provide transitional period: Where closure is determined to be necessary, provide a reasonable transitional or wind-down period to permit the obliged entity to establish alternative arrangements and minimise disruption to clients. This approach would ensure that supervisory intervention remains proportionate to the underlying AML/CFT risk while protecting the interests of retail clients who depend on critical infrastructure services.

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Plum Money CY Limited	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We find that the criteria set out in Section 5 (Articles 17–20) are generally effective for identifying the parent undertaking in the Union within third-country groups. However, we respectfully submit that the application of annual turnover as a determining factor presents difficulties for groups comprising different types of financial institutions. The use of annual turnover as a criterion (Article 17(2)) could be problematic for groups comprising different types of financial institutions with fundamentally different revenue models, accounting treatments and business structures. Alternative Approach: Customer Numbers and Transaction Volumes The criteria in Article 17(1)(b)—specifically customer numbers and transaction volumes—provide far more reliable indicators of operational significance and AML/CFT risk profile. These metrics: Directly correlate with AML/CFT compliance burden and supervisory significance - Are objective and auditable - Are not subject to market volatility or accounting methodology differences - Reflect the scale of customer relationships and transaction risk exposure We respectfully recommend that AMLA: - Prioritise customer numbers and transaction volumes (Article 17(1)(b)) as the primary determinants of operational prominence and AML/CFT relevance; - Specify that annual turnover should be used only as a supplementary criterion where customer count and transaction volume do not provide a clear outcome;

Name of the organisation	Question	Answer
		- Issue guidance on the interpretation of "turnover" across different categories of obliged entities to ensure consistent application and avoid uncertainty arising from sector-specific accounting and reporting practices.
Plum Money CY Limited	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Article 21 is not applicable to our organisational structure. Our arrangements fall within the scope of Section 5 (Articles 17–20), which specifically governs group-wide AML/CFT frameworks and controls applicable to parent undertakings and their subsidiaries.
Plum Money CY Limited	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Article 21 is not applicable to our organisational structure. Our arrangements fall within the scope of Section 5 (Articles 17–20), which specifically governs group-wide AML/CFT frameworks and controls applicable to parent undertakings and their subsidiaries.
Plum Money CY Limited	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 is not applicable to our organisational structure. Our arrangements fall within the scope of Section 5 (Articles 17–20), which specifically governs group-wide AML/CFT frameworks and controls applicable to parent undertakings and their subsidiaries.
Polish Bank Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS introduces several concepts and expressions that are not clearly defined or that diverge from the terminology used in the AMLR. This may lead to inconsistent interpretation and application across institutions and jurisdictions. Examples: “commercial functions”, “decision-making powers”, “customer’s expected transactional behaviour or business profile”, “need-to-know basis”, “risk classification”, “group-specific risks”, “reporting lines”, “common customers”, “negative or adverse media”, as well as “close family members” and “closely associated persons”. Furthermore, the RTS introduces certain formulations that do not correspond to AMLR wording and may therefore create uncertainty as to their intended scope.

Name of the organisation	Question	Answer
		• The concept of “the person on behalf of whom the customer acts” differs from AMLR formulations 'any person purporting to act on behalf of the customer' and 'natural persons on whose behalf a transaction is conducted'. • The RTS refers to a “risk-sensitive basis”, whereas the AMLR consistently applies the concept of a “risk-based approach”. • The RTS uses the term “group compliance manager”, while AMLR refers to a “compliance manager at the level of the group”. In addition, the relationship between this role and the “group AML/CFT officer” referenced in the RTS is not clarified, whether it is the same function. Suggested clarification: AMLA should either provide definitions in Article 2 RTS or explicitly refer to the relevant AMLR provisions or other EU sources from which these notions are derived. The RTS defines control functions in Article 2(1) as a category that includes the compliance function. However, in Article 3(1)(e), (f), (g) the terms compliance functions and control functions are used as if they were separate categories. This creates interpretative uncertainty as to whether references to control functions include the compliance function or not. In particular, Article 3(1)(e) introduces an unclear and internally inconsistent structure by listing: - compliance functions referred to in Article 16(2) AMLR, - “other compliance functions at group level” (undefined), and - control functions at group level, despite the fact that, according to Article 2(1), control functions already encompass compliance functions. AMLA is invited to undertake a comprehensive terminological review of the RTS to resolve the identified inconsistency clarify in

Name of the organisation	Question	Answer
		the revised RTS to achieve internal consistency and ensure that the same terms are used consistently across Article 3(1), and that the relationship between 'compliance functions referred to in Article 16(2) AMLR', 'other compliance functions at group level' and 'control functions' is unambiguous in each provision where they appear.
Polish Bank Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Article 16(1) AMLR defines the 'compliance manager' as the member of the management body responsible for the implementation of the group-wide AML/CFT framework. Article 3(2) of the RTS assigns approval of group-wide procedures and controls to that person, which raises a significant question of scope. The term 'procedures' in the AML/CFT context may refer to two distinct levels: (i) high-level or strategic procedures that define what must be done (e.g. the procedure establishing the customer risk classification framework, or the procedure governing the escalation of high-risk customers to senior management) - which are governance-level documents; and (ii) operational or process-level procedures that define how tasks are performed step-by-step - which are 1LoD operational documents. AMLA is invited to clarify whether the approval requirement in Article 3(2) applies to all procedures and controls, or only to governance-level / strategic-level documents. The RTS introduces a number of detailed governance requirements that go beyond AMLR Article 16. In particular, this

Name of the organisation	Question	Answer
		includes the obligation to establish a dedicated 'organisation and coordination structure or body at group level' (Art. 3(a)) with 'sufficient decision-making powers', 'clearly documented reporting lines' and a 'group AML/CFT officer' (Art. 3(b)). These elements appear as new and specific obligations without a clear equivalent in the AMLR framework. It also remains unclear whether the 'group AML/CFT officer' corresponds to the AMLR group-level 'compliance manager/officer' or constitutes an additional mandatory role alongside existing functions. This ambiguity may result in overlapping mandates and unnecessary governance complexity. Suggested clarification: AMLA should confirm the AMLR legal basis for these requirements and provide guidance on how compliance should be interpreted in practice, taking into account differences in group size, complexity and risk profile.
Polish Bank Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The RTS introduces extensive information-sharing requirements that may create significant operational and legal challenges. Further clarification is needed to ensure consistent, proportionate and GDPR-compliant implementation. First of all, it is unclear whether Article 4 establishes bidirectional sharing (within the group and between subsidiaries) or only upward flows. AMLA should clarify the direction and scope of information flows. Furthermore, the catalogue of information in Article 4(1) is very broad and covers a wide range of personal data. Combined with the "at least" formulation, this may result in disproportionate

Name of the organisation	Question	Answer
		data processing and conflicts with the data minimisation principle under Article 5(1)(c) GDPR, in particular for low-risk situations. From a data protection perspective, information should be shared only where it is necessary and relevant considering the ML risks identified for individual customer Suggested clarification: AMLA should: • clarify how the data minimisation principle is to be applied in the context of Article 4(1), • specify criteria to determine which data is strictly necessary in a given risk scenario, • specify which data may be shared to mitigate ML risks in respect of a common customer presenting one or more risk factors, and clarify the customer-specific rationale for such sharing, in order to ensure consistent and proportionate approach. • define the criteria for determining when additional information may be “deemed appropriate” (article 4 (1) (e) (v)). This clause may conflict with statutory secrecy obligations and state secret regulations. AMLA should limit this provision to information the OE is legally entitled to share. Information sharing should be limited to data that is necessary and relevant to identified ML/TF risks. Specific gaps and inconsistencies • Art. 4(1)(a)(ii): the provision refers to beneficial owners but does not address senior managing officials used where no BO is identified. AMLA should clarify whether such cases are to be treated equivalently. • Art. 4(2): it is unclear whether sharing is limited to “common customers” and related scenarios, or also extends to connected

Name of the organisation	Question	Answer
		activities involving non-common customers. This creates uncertainty as to the permissible scope of intra-group information sharing in situations where suspicious activity is identified in relation to interactions between different customers of different group entities. • Art. 4(3): the RTS lacks guidance on implementing the "need-to-know basis" in large organisations. It is unclear whether role-based access is sufficient or whether additional measures (e.g. pseudonymisation, data masking) are expected. • In addition, the requirement for data to be "up to date" may create operational burden and tension with GDPR storage limitation.
Polish Bank Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Use of beneficial owner consent Article 10(1)(c) introduces beneficial owner consent as a mechanism to overcome legal restrictions. In practice, this approach is difficult to operationalise, as obliged entities often do not have a direct relationship with beneficial owners and cannot reliably obtain or manage consent. In addition, consent under GDPR must be freely given and may be withdrawn, making it unsuitable as a stable legal basis. Suggested clarification: AMLA should reconsider this mechanism and replace it with workable alternatives, such as documenting legal restrictions and notifying the competent authority, without any further requirements
Polish Bank Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Articles 12 and 13 introduce minimum actions where third-country law restricts access, processing or exchange of AML/CFT information. However, certain aspects of these provisions require further clarification to ensure consistent implementation.

Name of the organisation	Question	Answer
		Clarity on notification requirements The interaction between the notification obligations under Articles 12(1)(a) and 13(1)(a) and the proposed 28-calendar-day deadline is not fully clear. The AMLR generally relies on the standard of "without undue delay", and the introduction of a fixed deadline may require further justification. Suggested clarification: AMLA should explain the rationale for this timeline and clarify how it aligns with the AMLR framework. Where third-country legal restrictions prevent information sharing, it is important to clarify when an obliged entity can be considered compliant. Suggested clarification: AMLA should confirm that where an obliged entity: completes the required notifications, and applies all measures available to it, it will be deemed to have fulfilled its regulatory obligations, even if effective group-wide information sharing cannot be achieved in practice.
Polish Bank Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework for additional actions under Article 16 raises questions regarding legal basis and practical applicability, particularly in cross-border group structures. Article 16 introduces instruments such as a 'risk mitigation plan' and 'corrective measures' to be applied by the parent undertaking where third-country restrictions prevent full AML/CFT compliance. These instruments resemble supervisory measures, which under the AMLR are typically within the remit of competent authorities. Suggested clarification: AMLA should clarify the legal basis under AMLR Article 16 for

Name of the organisation	Question	Answer
		requiring a parent undertaking to impose such measures on separately licensed subsidiaries in third countries. In the absence of a clear primary law basis, these measures should be framed as internal group governance actions rather than binding requirements equivalent to supervisory decisions. Terminological consistency The RTS uses the term 'corrective measures', which is not explicitly aligned with AMLR wording. Suggested clarification: AMLA should align the terminology with the AMLR ("supervisory measures") and provide a clear definition to ensure consistent interpretation across jurisdictions.
POP Pankkikeskusosk	Question 1 Do you have any observations concerning the definitions laid out in article 2?	It should be clarified that structures defined in Article 10 of the Capital Requirements Regulation ((EU) No 575/2013, "CRR"), where one or more credit institutions situated in the same Member State are permanently affiliated with a central body, are included within the scope of the definitions set out in the RTS. This clarification is important to ensure that such structures (e.g. amalgamations of deposit banks) are treated in a manner consistent with other structures and networks already defined in Article 2, particularly with regard to information sharing. This would be consistent with recital point 44 of AMLR, which specifies that such structures should be considered as groups "for the purposes of this Regulation". These structures have central bodies that are empowered to issue instructions to the management of affiliated institutions. Such instructions typically also include policies and guidelines related to AML/CFT and sanctions risk management.

Name of the organisation	Question	Answer
		Furthermore, ML/TF and sanctions risks, as well as corresponding risk controls, are generally highly similar across the credit institutions belonging to a structure defined in Article 10 of the CRR. At least in the Finnish context, the central body may also be empowered to conduct a risk assessment of an obliged entity on behalf of its member credit institutions, provided that this is authorized by the competent national authority. Additionally, pursuant to Article 18 of the AML Regulation ((EU) 2024/1624, "AMLR"), obliged entities are not permitted to outsource the reporting of suspicious activities to an FIU, except where such activities are outsourced to another obliged entity belonging to the same group and established in the same Member State. Since central bodies are currently excluded from the definition of an obliged entity under Finnish AML legislation, and it remains unclear whether they fall within the scope of the definitions set out in Article 3 of the AMLR, it should be clarified that central bodies of amalgamations defined in Article 10 of the CRR are (or at least can be) treated as obliged entities. This clarification is essential for the efficient functioning of such structures, as suspicious activity reporting is closely linked to the broader responsibilities of central bodies. It would not be appropriate, in the context of the AMLR, for each credit institution within an amalgamation to be required to establish and maintain its own second line of defense compliance function solely for the purpose of SAR reporting. While this issue may not fall strictly within the scope of the RTS in

Name of the organisation	Question	Answer
		question, it should be taken into consideration in the development of other RTS.
POP Pankkikeskus osk	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	See our earlier comment (Question 1)
POP Pankkikeskus osk	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	See our earlier comment (Question 1)
POP Pankkikeskus osk	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	See our earlier comment (Question 1)
PwC IL	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We support the overall objective of establishing a harmonised framework for group-wide AML/CFT policies, procedures and controls across the EU. Having said so, a number of definitions in Article 2 appear overly expansive when applied to the non-financial sector and may unintentionally include arrangements that do not possess the legal or operational characteristics required to support a group-level AML/CFT obligations as currently provided in the draft RTS. In particular, the concepts of “structure”, “network”, “partnership” and “franchise” place significant weight on elements such as cooperation, shared strategy, branding, profit or cost allocation, and high level of common compliance frameworks without having considered that no controls power is attributed to a specific entity within the EU.

Name of the organisation	Question	Answer
		From the perspective of non-financial obliged entities, these definitions do not adequately differentiate between (1) integrated structures with enforceable AML/CFT oversight that typically exist in a corporate group and (2) commercial, professional, or brand-driven relationships that involve some level of coordination or shared infrastructure but without a coordination entity with legal ability to impose decision, strategy and a centralized compliance function. Indeed, the fact that some structures or networks have some types of compliance arrangements does not mean that compliance arrangements for AML/CFT purposes can necessarily be implemented, whether as a matter of fact or of law. As such, we recommend that the RTS clarify that only those "structures" with legally enforceable common direction should be subject to group-equivalent obligations, in particular where binding AML/CFT policies can be centrally prescribed, monitored and enforced. Without a clearer distinction, cooperation models lacking real control powers could be made subject to obligations designed for corporate groups, even though the conditions for implementing those obligations do not exist. A global professional network of legally independent member firms such as PwC could formally qualify as a "structure" because of a shared brand or methodology, even though there is no central control body responsible for managing EU entities and no centralised AML/CFT function with powers of instruction or enforcement. The same considerations could be equally true in relation to different entities based in the same EU country and belonging to the same international network.

Name of the organisation	Question	Answer
		Similarly, pure cooperation arrangements without powers of instruction or enforcement -especially those limited to a common brand, methodology or collaboration - should be expressly excluded. A mere brand connection or use of common methodology should not in itself trigger classification as a "structure." Recital 27 helpfully states that certain constellations do not fall within scope such as pure cooperation agreements, common technical tools, knowledge-sharing, referrals, common branding or outsourcing compliance to the same provider this exclusion appears only in a recital. Accordingly, we also suggest that the RTS includes the content of recital 27 in the corresponding articles, i.e. an explicit exemption for arrangements that lack a central body legally entitled for direction, control and centralised AML/control function.
PwC IL	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The minimum requirements for group-wide policies, procedures and controls set out in Article 3 do in principle provide a sensible framework for consistent AML/CFT governance in the case that the conditions set forth in the general provisions of Section 1 are confirmed. Having said so, they are structured around the traditional concept of a corporate group in which the parent company (or parent undertaking) makes the decisions and is able to impose rules and specific measures on other entities belonging to the group and to ensure their compliance by those entities. We observe that these minimum requirements are extended, pursuant to art. 21, to "structures" that do not have the

Name of the organisation	Question	Answer
		characteristics of a group as just referred to. In fact, many of the "structures" that might appear to be covered by the provisions of Article 3 of the RTS, such as networks of companies of which auditing firms and professional firms of lawyers and/or accountants are part, are composed of legally independent companies and lack true centralised governance bodies/functions to which the AML prerogatives set forth in Article 3 of the RTS could also be extended. We highlight that auditing firms have specific structure and governance in accordance with the related professional regulation. In fact, they cannot be controlled by third parties other than the auditors themselves, must comply with specific independence standards, and must have and manage direct oversight of compliance, which cannot be delegated to third parties. As a result, the application of the provisions contained in the RTS would require the "structures" to make a significant organisational adjustment solely for the purposes of compliance with the new AML discipline.
PwC IL	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	In our view, treating a network or other “similar” structure as equivalent to a Group creates significant legal and operational difficulties, particularly because the RTS does not sufficiently distinguish between the financial and non-financial sectors. The specific features of the non-financial sector, especially professions subject to professional secrecy, are not adequately addressed. The RTS raises serious concerns for lawyers, tax advisors and auditors, who are legally bound by confidentiality. In several Member States, breaches of professional secrecy may lead not

Name of the organisation	Question	Answer
		only to disciplinary or administrative sanctions but also to criminal penalties, including fines, custodial sentences or loss of professional admission. This is the case, for example, in Germany, Austria and Italy. These risks are therefore real and substantial, not merely theoretical. Without further clarification, the draft may create legal uncertainty, disproportionate burdens and conflicts with professional law, criminal law and constitutional principles. This is particularly problematic where rules developed primarily for the financial sector are applied to legal, tax and audit professions without sufficient adjustment. Although Article 9 refers to the exemption for information covered by Article 70(2) of Regulation (EU) 2024/1624, this does not resolve the broader uncertainty around intra-group information sharing where professional secrecy applies. The final RTS or accompanying guidance should therefore explain more clearly how information protected by professional secrecy is to be handled within accounting networks or similar structures. We therefore recommend that Articles 4–9 strictly respects the corresponding article 75 in the AML Regulation on information sharing in a group-wide structure, and clarify expressly that any intra-group information sharing may take place only to the extent permitted under applicable professional secrecy rules, client confidentiality obligations, data protection law, audit independence requirements, tipping-off prohibitions and other national legal requirements. This is particularly important for audit, tax and legal advisory services, where strict confidentiality and independence standards apply.

Name of the organisation	Question	Answer
		The treatment of suspicious transaction reports requires particular attention. The RTS should expressly confirm that intra-group information sharing for AML/CFT purposes is permitted without triggering the tipping-off prohibition under Article 73 AMLR, in line with the exception already provided in Article 73(2) AMLR. At the same time, the RTS should make clear that such sharing remains subject to all applicable professional, data protection and other national legal restrictions. The wording in article 75 of the Regulation created the opportunity for sharing information beyond legal structures without creating an obligation. ["Responsibility for compliance with requirements under Union or national law shall remain with the participants in the partnership for information sharing."] The proposed wording in the RTS reads to limit information sharing to group structures, and may create obligations that conflict with local legal requirements. In short, the RTS should be more clearly calibrated to the realities of the non-financial sector and should expressly recognise the limits imposed by professional secrecy and related legal obligations.
PwC IL	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Please see our response to question 3. As drafted, the RTS raises serious concerns for lawyers, tax advisers and auditors, who are legally bound by confidentiality. The final RTS or accompanying guidance should therefore explain more clearly how information protected by professional secrecy is to be handled within groups or partnerships for information sharing. Information-sharing restrictions can arise within a single Member State, not just across borders, where professional secrecy, AML, and criminal law obligations differ between professions.

Name of the organisation	Question	Answer
PwC IL	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We recognise the objective of enabling effective group-wide AML/CFT compliance, but we foresee important practical implementation challenges. In particular, third-country requirements, such as data protection and professional secrecy rules, may limit the extent to which information can be shared. The proposed consent-based approach may therefore be difficult to apply consistently in practice, especially where it interacts with the need-to-know principle and extensive data-sharing expectations. Against this background, it would be helpful for the RTS to provide greater legal certainty and operational flexibility. In particular, we suggest considering a clear safe-harbour provision for cases where entities are unable to share information fully because of third-country legal restrictions, provided they have taken all reasonable steps to comply. It would In addition, implementation would be supported by a more structured role for supervisors in addressing legal conflicts. Rather than leaving obliged entities to resolve these issues on their own, the framework could provide for binding supervisory guidance or pre-implementation coordination mechanisms, allowing firms to align implementation approaches with competent authorities in advance and thereby reduce legal uncertainty.
PwC IL	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	No. Additional supervisory measures, such as business restrictions or closures in third countries, will be challenging to apply in practice in the context of cross-border undertakings for the same reason as explained in our response to question 3. Greater clarity would therefore be helpful as to the entities to which such decisions would be addressed and the respective

Name of the organisation	Question	Answer
		allocation of responsibilities and competences. It would also be beneficial to further specify the proposed escalation framework, including the circumstances and criteria that could lead to more severe measures such as market withdrawal, in order to support consistent and proportionate implementation.
PwC IL	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We do not think that the criteria in section 5 are applicable to professional services networks. Also, we do not believe that the criterion of annual turnover is applicable in our specific sector. The proposed provisions appear difficult, if not impossible, to implement in practice within networks of legally independent firms. The framework seems to be based on assumptions that may be appropriate for traditional group structures with a parent undertaking exercising control over subsidiaries, but these assumptions do not reflect the legal and operational realities of many professional services networks. In such networks, the coordinating entity may establish high-level common policies, standards or frameworks, but it does not possess the legal authority to direct, enforce or compel compliance by independent member firms. Nor do member firms have the ability to exercise control over one another. As a result, assigning responsibilities and powers that presuppose such authority creates a significant disconnect between the obligations set out in the RTS and the legal reality of the structures to which they would apply.
PwC IL	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The conditions in Article 21 are, in their current form, not sufficiently clear and are difficult to apply in practice. Key terms such as “common compliance control” are defined too broadly and may capture structures, especially in professional services networks, where high-level common standards exist but no

Name of the organisation	Question	Answer
		central, legally enforceable AML/CFT control is in place. The provision should therefore be clarified so that only structures with actual central and binding authority to direct, monitor, override and enforce AML/CFT decisions could be subject to group-equivalent requirements. Without such a clear limitation, the rules risk applying disproportionately to mere cooperation arrangements, creating practical difficulties and raising concerns around professional secrecy, data protection, audit independence, client confidentiality and local supervisory requirements. Article 21 should therefore expressly distinguish centrally steered structures from pure cooperation and exclude the latter from its scope.
PwC IL	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. Implementing the RTS, especially Article 21, is likely to create significant legal and operational challenges, particularly for non-financial cross-border networks of legally independent firms. The main difficulty is the required self-assessment of whether a structure involves common ownership, management or compliance control. For international networks, this is complex and may trigger major governance, reporting and documentation efforts, even where no central body has legal authority to direct or enforce AML/CFT decisions. Further challenges arise around data protection, professional secrecy, client confidentiality, audit independence, tipping-off rules, third-country law and differing national supervisory regimes. It is also unclear who would bear the costs, responsibilities and potential sanctions if a “parent undertaking” were identified.

Name of the organisation	Question	Answer
PwC IL	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 sets out criteria for identifying the “parent undertaking in the Union” for structures with common ownership, management or compliance control that are not classic corporate groups, such as networks, partnerships or franchise models. Article 22 relies on control-based indicators such as strategic direction, financial control and brand ownership, with a fallback to the entity with the highest EU turnover. These criteria do not fit many professional services networks which consist of legally and financially independent entities and do not have a centrally directing parent company. No single firm in the EU exercises operational, financial or strategic control, and liability remains local. Article 22(1) lists seven alternative criteria but does not prioritise them. Unlike Articles 17 and 18, it provides no mechanism for resolving cases where multiple criteria point to different entities. For example, the entity managing the common brand may differ from the entity exercising central compliance control. The RTS should clarify which criterion prevails. In addition, having provided for a “residual criteria” regarding the turnover volume may lead to the designation of a parent company only for exceeding "quantitative" parameters but completely devoid of powers, rights and the operational capacity to carry out the required functions. In complex networks, this creates legal uncertainty and a risk of divergent interpretations across the Union.

Name of the organisation	Question	Answer
PZU Życie SA	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Chcielibyśmy zwrócić się z prośbą o potwierdzenie, czy opisane poniżej powiązania między podmiotami kwalifikują się jako struktura, zgodnie z definicją zawartą w RTS. Wątpliwości interpretacyjne dotyczą przede wszystkim zasad organizacji i funkcjonowania wymiany informacji AML/CFT w ramach struktur kapitałowych, w których jednostka dominująca nie jest podmiotem zobowiązanym, a także relacji pomiędzy pojęciem „grupy" oraz „struktury" w rozumieniu AMLR i projektowanego RTS. Podmiot dominujący dla naszej struktury, kieruje konglomeratem finansowym. Podmiot dominujący nie jest podmiotem zobowiązanym. Jest zakładem ubezpieczeń działającym w sektorze ubezpieczeń majątkowych i osobowych, nie prowadzi działalności w zakresie ubezpieczeń na życie. Struktura grupy jest skomplikowana, w chodzą w jej skład zarówno podmioty zobowiązane jak i niezobowiązane. Są to między innymi: banki, zakład ubezpieczeń na życie, Towarzystwa Funduszy Inwestycyjnych i inne). Podmiot dominujący, o którym mowa, posiada około 30% udziałów (bezpośrednio i pośrednio) w dwóch bankach, które kontrolują również własne grupy (w rozumieniu AMLR) składające się z podmiotów zobowiązanych i niezobowiązanych. W ramach grupy funkcjonuje procedura grupowe w zakresie przeciwdziałania praniu pieniędzy i finansowaniu terroryzmu. Ponadto, strony podpisały umowę o współpracy i wymianie informacji dotyczącą przeciwdziałania praniu pieniędzy (AML). Wdrożona jest także Polityka Grupowa Compliance. W naszej ocenie, biorąc pod uwagę przepisy AMLR oraz RTS, formalnie nasza grupa: • nie spełnia definicji „grupy" w rozumieniu AMLR (ponieważ jednostka dominująca grupy nie jest podmiotem

Name of the organisation	Question	Answer
		zobowiązanym), • może zostać zakwalifikowana jako „struktura” w rozumieniu projektowanego RTS. Prosimy o potwierdzenie, że przy wskazanej powyżej charakterystyce, istnienie wspólnej polityki, procedur i udostępnianie informacji kwalifikują nas jako strukturę. Prosimy również o potwierdzenie, że pojęcie ekwiwalentnego (odpowiedniego) stosowania wymogów przewidzianych dla grup w odniesieniu do struktur, którym posługuje się RTS oznacza pełne, bezpośrednie stosowanie wymogów przewidzianych dla grup w ramach struktury. Jeżeli nie, to prosimy o wskazanie różnicy. W związku z kształtem opisanej grupy oraz przepisami AMLR oraz projektu RTS, pojawia się w naszej ocenie wątpliwość co do potencjalnego modelu organizacyjnego wymiany informacji w ramach struktury. Zidentyfikowaliśmy trzy potencjalne scenariusze takiej wymiany: 1. Model oparty na strukturze w rozumieniu RTS (scenariusz bazowy) Struktura z jednostką dominującą na czele oraz wszystkimi bezpośrednimi i pośrednimi jednostkami zależnymi podmiotami zobowiązanymi i niezobowiązanymi. 2. Model mieszany (współistnienie struktury i grup) Jednoczesne funkcjonowanie: o struktury w rozumieniu RTS z podmiotem dominującym oraz o odrębnych grup w rozumieniu AMLR funkcjonujących w ramach grupy kapitałowej, z bankami jako podmiotami dominującymi w ramach tych grup. 3. Model zdecentralizowany (wyłącznie grupy wynikające z AMLR) Brak struktury w rozumieniu RTS na poziomie grupy kapitałowej, a

Name of the organisation	Question	Answer
		wymiana informacji AML/CFT ograniczona wyłącznie do odrębnych grup w rozumieniu AMLR funkcjonujących w grupie kapitałowej. Wydaje się, że cele AMLR oraz logika regulacji przemawiają za przyjęciem modelu struktury w rozumieniu RTS (wariant 1), traktowanej funkcjonalnie w sposób ekwiwalentny do grupy AMLR. Niemniej jednak, w celu podjęcia decyzji co do modelu wymiany informacji AML/CFT uprzejmie prosimy o wyjaśnienia w następującym zakresie: 1. Czy jeżeli nasza grupa kapitałowa zostanie uznana za strukturę to wynikające z RTS obowiązki są obligatoryjne do wdrożenia w ramach struktury czy też są fakultatywne? 2. Czy struktura obejmuje wyłącznie podmioty bezpośrednio zależne od jednostki dominującej w strukturze, czy również podmioty pośrednio zależne? Dodatkowo prosimy o informację, czy przyjęcie modelu jednolitej struktury na poziomie grupy kapitałowej (model (1)) wypełnia obowiązki wynikające z potencjalnych odrębnych grup AMLR funkcjonujących w ramach tej struktury (modele (2) i (3)).
PZU Życie SA	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Rola jednostki dominującej niebędącej podmiotem zobowiązanym w wymianie informacji AML/CFT Jeżeli jednostka dominująca struktury nie jest podmiotem zobowiązanym, prosimy o wyjaśnienie: 1. Czy taka jednostka dominująca: o powinna mieć dostęp do wszystkich informacji AML/CFT w ramach struktury? o czy też rolą takiej jednostki dominującej powinna być jedynie organizacja procesu wymiany informacji AML/CFT w strukturze, natomiast nie powinna ona mieć dostępu do treści tych

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		informacji? 2. Czy jednostka dominująca niebędąca podmiotem zobowiązanym może pełnić rolę administratora danych w rozumieniu przepisów o ochronie danych osobowych? 3. W przypadku braku możliwości dostępu do informacji , który podmiot w strukturze powinien zostać wskazany jako odpowiedzialny za organizację wymiany informacji AML/CFT, np. inny podmiot zobowiązany zależny bezpośrednio od jednostki dominującej?
PZU Życie SA	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Zakres i podstawa prawna wymiany informacji AML/CFT w strukturze Z uwagi na brzmienie art. 16 AMLR oraz projektowanych RTS, powstają naszym zdaniem wątpliwości co do: • możliwości stosowania art. 16 AMLR jako podstawy prawnej wymiany danych w strukturze (a nie w „grupie"), • zakresu danych podlegających wymianie w strukturze, • obowiązkowego lub fakultatywnego charakteru wymiany danych przez podmioty niebędące IO. W związku z tym prosimy o wyjaśnienie: 1. Czy wymiana informacji AML/CFT w ramach struktury może opierać się bezpośrednio na obowiązku prawnym wynikającym z AMLR (analogicznie jak w przypadku grup)? 2. Czy zakres informacji AML/CFT wymienianych w strukturze powinien być tożsamy z zakresem informacji wymienianych w grupie, czy też zakres wymienianych informacji AML/CFT w strukturze powinien być odpowiednio ograniczony? 3. Czy zapisy Rozporządzenia AML wyłączają, w zakresie niezbędnym do realizacji obowiązków AMLR, stosowanie funkcjonujących w krajach członkowskich przepisów ograniczających wymianę informacji z uwagi na tajemnice

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		zawodowe lub regulacje sektorowe? 4. Czy podmioty niebędące podmiotami zobowiązanymi funkcjonujące w strukturze:: - muszą uczestniczyć w wymianie informacji AML/CFT, czy jest to ich uprawnienie? A jeżeli jest to ich uprawnienie, to czy udział w wymianie informacji jest suwerenną decyzją podmiotu niebędącego podmiotem zobowiązanym, czy też decyzję podejmuje jednostka dominująca w Grupie? - w przypadku uczestnictwa w wymianie informacji AML/CFT mogą przekazywać i otrzymywać informacje AML/CFT w oparciu o przepisy AMLR, czy też wymagana jest dodatkowa podstawa prawna takiej wymiany? - czy AMLR oraz RTS dopuszczają pełną wymianę informacji AML/CFT między podmiotami zobowiązanymi i podmiotami nie będącymi podmiotami zobowiązanymi w ramach struktury?
Revolut	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS incorporates several terms that are absent from the AMLR or diverge from the codified text. This lack of alignment introduces significant legal uncertainty. To ensure regulatory consistency, AMLA should address these identified definitional gaps. 1. Undefined Terms: A variety of terms employed throughout the draft RTS lack explicit definitions within Article 2 of both the AMLR and the RTS. Recommendation: It is suggested that AMLA define the following terms within Article 2 of the RTS or provide clear cross-references to the relevant originating provisions in the AMLR: 'commercial functions' [Art. 2(1); Art. 3(1)(c), (e)] 'decision-making powers' [Art. 3(1)(a)] 'reporting lines' [Art. 3(1)(a)] 'group-specific risks' [Art. 3(f)]

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		'customer's expected transactional behaviour or business profile' [Art. 4(1)(a)(iv)] 'risk classification' [Art. 4(1)(a)(xi)] 'common customers' [Art. 4(2)] 'need-to-know basis' [Art. 4(3)] 'close family members' and 'closely associated persons' [Art. 4(1)(c)(v)] 'negative or adverse media reports' [Art. 4(1)(c)(x)] 2. Divergent Terminology: To mitigate the risk of conflicting interpretations, AMLA should harmonise the following RTS phrasing with established AMLR terminology: Customer Representatives: Article 4(1)(a)(iii) of the RTS references "the person on behalf of whom the customer acts" without providing a definition. This deviates from phrasing in the AMLR, such as "any person purporting to act on behalf of the customer." Consistency should be maintained by adopting AMLR language or confirming its applicability in the RTS. Risk Frameworks: The draft RTS utilises the phrase "risk-sensitive basis," whereas the AMLR standardises the "risk-based approach." Consistent use of "risk-based approach" is required to ensure alignment across both frameworks. Group Governance Roles: Article 3(a) RTS cites a "group compliance manager," differing from the AMLR's "compliance manager at the level of the group." Uniform terminology is essential. AMLA should also clarify whether the "group AML/CFT officer" represents a distinct mandatory appointment or is identical to the aforementioned manager. Control Functions: The Article 2(1) RTS definition for "control function" is overly expansive due to its open-ended phrasing. Additionally, the inclusion of "internal audit function" contrasts with the AMLR's specific requirement for an "independent audit

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		function." Strict adherence to AMLR wording is advised. 3. Scope of Group-Like Obligations: The proposed definitions for 'structure', 'network', and 'partnership' are excessively broad. There is a risk of encompassing purely contractual arrangements that lack the coordination or control necessary to justify the imposition of group-wide AML/CFT obligations. As these definitions lean on unquantified concepts such as "common compliance control" or a "common framework," they may capture coordinated structures where an entity possesses no legal capacity to enforce internal compliance policies. 4. Third-Country Risk:The current draft lacks nuance regarding the classification of "third countries." Treating all non-EU jurisdictions under a single umbrella is impractical, as AML frameworks and compliance maturities vary significantly from one country to another; in particular, low-risk jurisdictions with regulatory frameworks equivalent to the EU, such as the UK, Norway, Switzerland, the US, should be treated on-par with EU jurisdictions and excluded from third-country risk considerations, or, at a minimum, be treated with a risk-based approach and require materially less onerous standard than other third countries. Recommendation: The RTS should introduce a risk-based distinction between different categories of third countries. The severity of required mitigating measures and parental approval thresholds should calibrate to the specific third country's equivalent regulatory standing, rather than applying a blanket standard.
Revolut	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	As echoed by industry, the Article 3 RTS minimum standards for group-level governance are broadly appropriate; however, several provisions necessitate further technical refinement and clarity.

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	indicate which other requirements, or further clarification, you think should be added and/or revised?	The draft RTS prescribes specific operational mandates that appear to exceed the scope of Article 16 AMLR, including the establishment of: A formalised "organisation and coordination structure or body at group level" [Art. 3(a)] characterised by "sufficient decision-making powers" and explicitly "documented reporting lines." A designated "group AML/CFT officer" [Art. 3(b)]. In light of these representing novel obligations without direct reference to AMLR , AMLA must validate the statutory basis for each requirement. Additionally, further guidance is required to define compliant arrangements across diverse organisational scales and institutional risk profiles, including where the consolidation layer is not a bank, as under the proposed Art. 3 such an approach would duplicate the burden without removing any obligation already imposed on the subsidiaries. . 2. Formalisation of a Proportionality Framework In addition, AMLA should provide for the integration of an explicit proportionality principle within Article 3. The current text imposes a rigid regulatory baseline that lacks differentiation. Such a uniform approach is fundamentally imbalanced, as it fails to distinguish between major international financial conglomerates and modest structures comprising only two entities. Recommendation: AMLA should provide for governance frameworks that are appropriately calibrated to the risk profile, complexity, and size of the specific group.
Revolut	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a	1. Centralisation of Obstacles in Third Countries The requirement for individual obliged entities to report information-sharing barriers to their specific national supervisors

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	group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	is inefficient at an EU-level. This approach introduces significant operational friction and redundancy. Recommendation: It is suggested that AMLA leverage its coordination mandate to centrally assess the feasibility of intra-EU sharing. AMLA should identify specific jurisdictions with restrictive legal frameworks and publish an aggregated list of these obstacles to ensure regulatory consistency. 2. Scope and Bidirectionality Requirements Directionality (Art. 4): The draft RTS must clarify whether data-sharing flows are bidirectional (encompassing subsidiaries to group head and downward flows; and between subsidiaries) or limited to upward reporting. Consistency is essential to address material impacts on data protection frameworks. Subsidiary Mandates (Art. 5): AMLA should confirm if direct obligations are placed on third-country subsidiaries regardless of local restrictions. Clear cross-references to the originating provisions in Art. 16 AMLR are required to validate the legal basis. 3. Data Volume & Proportionality The "at least" phrasing in Art. 4(1) rigidly mandates all 22 data categories as a baseline, conflicting with a true risk-based approach. This creates immense operational friction, especially for low-risk customers. Furthermore, clarifying operational nuances around document collection is vital to achieving the intended efficiency gains for digital and cross-border banking operations. To fully leverage this optimisation, further clarity is required on the following points: Reliance on Intra-Group Documentation: Does this framework explicitly permit a company in one EU jurisdiction to reuse

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		corporate verification documents (e.g., extracts from the German Transparenzregister, Austrian WiEReG, or apostilled corporate certificates) already collected by another group entity, thereby minimising the repetitive document burden on the client? Document Validity and Recency: In cases where intra-group Customer Due Diligence (CDD) reliance is established, will standard recency requirements (e.g., documents being "not older than 3 or 6 months") be waived or relaxed, provided the originating group entity confirms the records remain active and unchanged? Recommendation: Restructure Art. 4 around a risk-based filter rather than a fixed minimum baseline to resolve the contradiction with Art. 4(3). AMLA should clarify that sharing can be tailored to a customer's specific ML/TF risk level, provide guidance on relevant data for different scenarios, and explicitly permit the full reliance on documentation with the EU and between legal entities within the EU provided that 1) the entities apply a consistent AML policy (which may already be mandated elsewhere); and 2) the entities are part of the IPU structure/subject to consolidated supervision. 4. GDPR, Consent, and Liability Risks GDPR Alignment: Identifying "common customers" under Art. 4(2) involves mass database processing that may diverge from the data minimisation principle. AMLA must ensure alignment with GDPR and provide a clear legal basis for this requirement. Consent Mechanics: Relying on customer consent to circumvent third-country sovereign laws is unworkable and exposes entities to legal liability. Uniformity is needed; AMLA should confirm that supervisory notification is a sufficient alternative if consent cannot be obtained.

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		5. Technical Refinements by Article Material Changes [Art. 4(1)(a)(xi)]: AMLA should define "material" and clarify if real-time system pushes or event-triggered reporting lines are expected. Typologies [Art. 4(1)(c)(i)]: As these are absent from the AMLR, AMLA must provide a functional definition to mitigate the risk of conflicting interpretations. STR/SAR Volumes [Art. 4(1)(d)(ii)]: Further clarity is required to establish the risk management utility of this data point at the group level. Supervisory Interactions [Art. 4(1)(e)(iii)]: This phrasing is too broad. AMLA should narrow the scope to ensure relevance to the risk. Catch-All [Art. 4(1)(e)(v)]: AMLA must introduce an explicit carve-out for information subject to statutory laws or state secrecy to avoid legal conflicts.
Revolut	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	1. Overall Proportionality and Market Competitiveness We support the industry request that AMLA conduct a comprehensive proportionality assessment of Section 4. Obligations imposed on obliged entities in third countries must align with actual money laundering and terrorist financing (ML/TF) risks. They should not create structural, competitive disadvantages that penalise EU entities relative to non-EU competitors operating in the same local markets. Specifically, Articles 11 through 15 must be reviewed to ensure they do not mandate compliance measures that are structurally or legally impossible to implement in certain jurisdictions. 2. Feasibility of Ultimate Beneficial Owner (UBO) Consent Article 10(1)(c) proposes using beneficial owner consent to bypass local legal restrictions in third countries. This mechanism

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		is fundamentally unworkable: Lack of Direct Relationship: Obliged entities rarely maintain a direct relationship with a customer's UBO, making it logistically unfeasible to obtain, verify, or track consent. GDPR Incompatibility: Under GDPR, consent must be freely given and can be withdrawn at any time. This volatility makes it unsuitable as a stable legal basis for ongoing, mandatory AML compliance. Recommendation: AMLA should delete the consent mechanism entirely. It should be replaced with a workable alternative, such as requiring the entity to formally document the local legal restriction and notify its supervisor, without any obligation to solicit UBO consent. 3. Operational Friction and Targeted Challenges to Article 15 (Additional Measures) The highly prescriptive nature of Article 15 risks severely disrupting international operations, disproportionately affecting branches and subsidiaries in reputable, low-risk third countries. Rather than imposing outright operational barriers, the framework should establish a clear, risk-based pathway through equivalent mitigation controls. We urge AMLA to address the following specific operational challenges within Article 15: Paragraph (a) — Restriction of Products and Services: Restricting third-country branches or subsidiaries solely to "low-risk" products severely impairs business viability. Subsidiaries in standard-risk jurisdictions must retain the commercial flexibility to offer a full, competitive suite of products, provided they maintain commensurate local controls. Paragraph (d) — Senior Management Approvals: Mandating prior approval from the parent undertaking’s senior management

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		before specific additional measures are deployed or before establishing any high-risk relationship creates severe, unsustainable bureaucratic bottlenecks. Paragraph (e) — Disproportionate Source & Destination of Funds Documentation: Requiring mandatory documentation of the source of funds (SOF), source of wealth (SOW), and destination of funds across all customer files creates an excessive, undifferentiated Customer Due Diligence (CDD) burden. To ensure parity with EU operations, this must not serve as a baseline requirement for standard relationships. Paragraph (f) — Initial Enhanced Ongoing Monitoring: Mandating prolonged, initial enhanced monitoring implies a presumption that all third-country clients carry high risk at onboarding. This blanket approach misallocates compliance resources. Recommendations for Article 15: Bifurcate Management Approvals: Allow immediate action followed by senior management notification/approval for time-sensitive operational decisions. Maintain strict prior-approval only for high-impact structural measures (e.g., service restrictions or closing local operations). Alternatively, allow parent undertakings to delegate this authority to local senior management under strict group-wide reporting. Risk-Based Dynamic Verifications: Explicitly restrict intensive SOF/SOW documentation and enhanced ongoing monitoring to scenarios where a specific, elevated ML/TF risk trigger has been identified for an individual customer. The RTS must clearly define these triggering risk thresholds. 4. Equivalence with Delegated Regulation (EU) 2019/758 The compliance measures outlined in Section 4 of the draft RTS closely mirror those established under Commission Delegated Regulation (EU) 2019/758.

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		Recommendation: To provide essential legal certainty for institutions that have already built and deployed internal compliance frameworks under the existing regime, AMLA should explicitly confirm this equivalence within the preamble of the final RTS.
Revolut	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	1. Interaction of Notifications and the 28-Day Deadline Articles 12 and 13 establish the mandatory minimum actions required when third-country laws restrict the sharing of customer information or the disclosure of STR data. Request for Clarification: Clarity is required regarding the operational interaction between the minimum notification obligations under Articles 12(1)(a) and 13(1)(a) and the proposed 28-calendar-day deadline. The core AMLR text utilises "without undue delay" as its applicable regulatory standard, introducing a rigid, specific 28-day period requires a clear legal justification. 2. Regulatory Safe Harbor for Full Compliance Where local third-country laws create a permanent barrier to data flows, institutions require legal certainty regarding their compliance status. Request for Confirmation: AMLA should explicitly confirm within the RTS that an obliged entity has fully discharged its regulatory obligations once it has successfully completed all required supervisory notifications and applied all available mitigation measures. The institution should not face regulatory liability or penalties simply because group-wide information sharing remains legally impossible due to local statutory restrictions.
Revolut	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of	1. Legal Basis for Parent-Led Supervisory Measures Article 16 introduces a "risk mitigation plan" and "corrective measures" as mandatory instruments that a parent undertaking

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	supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	must enforce when third-country laws block full AML compliance by a local branch or subsidiary. However, these concepts are inherently supervisory instruments. Under the primary text of the AMLR, the power to mandate corrective or enforcement actions is assigned exclusively to competent supervisory authorities, not to private market participants. Request for Clarification: AMLA must clarify the specific legal basis under AMLR Article 16 that allows a parent undertaking to impose binding, regulatory-style corrective measures on a separately licensed and regulated subsidiary operating in a third country. 2. Recommended Reformulation and Group Governance Alignment In the absence of an explicit primary law basis empowering parent companies to act as quasi-supervisors, the terminology and framework must be adapted to respect corporate boundaries and local licensing regimes. Recommendation: AMLA should reformulate "corrective measures" as internal group governance measures. These should be framed as policies that the parent undertaking implements through standard corporate governance channels within its group, rather than as unilateral, regulatory decisions purported to bind independently licensed entities. 3. Terminology Alignment To prevent legal confusion and maintain a coherent regulatory framework: AMLA should align the phrase "corrective measures" with the AMLR's established terminology, which explicitly references "supervisory measures." AMLA should provide a clear, functional definition of this term

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		within the text of the RTS to delineate corporate oversight from statutory supervision.
Revolut	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	1. Clarification of "Annual Turnover" for Financial Institutions The annual turnover criterion set forth in Article 17(2) lacks direct applicability to financial institutions. In the financial sector, the primary measures of business activity are typically balance sheet size, total assets under management (AUM), or net interest income, rather than conventional commercial "turnover." Request for Clarification: AMLA should explicitly define how "total annual turnover" must be calculated for credit institutions and investment firms. Specifically, the RTS should clarify whether this metric refers to: Net banking income, Total operating income, or Gross revenues. Without this explicit harmonisation, the application of this threshold will diverge significantly across different Member States and financial sectors, creating an unlevel playing field. 2. Definition Standards for "Sufficient Prominence" and "Understanding" The criteria of "sufficient prominence" (Article 17) and "sufficient understanding of operations" (Article 18) are imported directly from AMLR Article 2(1)(42)(b)(iii). However, neither the primary AMLR text nor the draft RTS provides any further elaboration on what these concepts practically mean.

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		Recommendation: AMLA should specify the minimum baseline content required to satisfy these criteria. Additionally, the RTS should provide concrete indicators that obliged entities and national supervisors can use to evaluate and demonstrate compliance consistently. 3. Harmonisation of "Critical or Important" Outsourcing Terminology Articles 18(1) and 22(1) introduce the phrase "critical or important outsourcing arrangements." This specific terminology appears to be extracted directly from the DORA - Regulation (EU) 2022/2554, yet the draft RTS includes no statutory cross-reference or AML-specific definition. Recommendation: To prevent conflicting regulatory interpretations and ensure cross-sectoral alignment, AMLA should either provide an explicit cross-reference to the DORA framework or establish a clear, functional definition tailored specifically to AML/CFT operational risks.
Revolut	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	1.Application Criteria for "Common Management" and "Common Compliance Control" Article 21(2)(b) lists six sub-criteria for establishing "common management," while Article 21(2)(c) establishes five sub-criteria for "common compliance control." However, the draft RTS fails to specify the structural relationship between these sub-criteria. It remains unclear whether they are: Cumulative: All listed criteria must be met concurrently; Alternative: Meeting any single criterion is sufficient; or Indicative: They serve merely as non-exhaustive, qualitative

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		indicators. This ambiguity will inevitably lead to fragmented supervisory practices across Member States. Furthermore, without clear boundaries, obliged entities could be required to enforce compliance policies over separate entities or legal arrangements where they possess no corporate control or lawful enforcement mechanisms. Recommendation: AMLA must explicitly state whether satisfying a single sub-criterion triggers these definitions or if a combination of multiple factors is required. 2. Removing or Defining "Homogeneous Business Strategy/Business Model" The sub-criterion "homogeneous business strategy and/or business model" under Article 21(2)(c) lacks a statutory foundation in the primary text of the AMLR. The phrase "business model" appears only once within AMLR Recital 62 in a completely unrelated context, and "homogeneous business strategy" does not appear at all. As drafted, this criterion is too vague to serve as a predictable regulatory test. Recommendation: AMLA should delete this sub-criterion and replace it with a functionally defined, objective operational test. Alternatively, both terms must be explicitly and clearly defined within Article 2 of the RTS. 3. Clarifying the Binary Scope of a "Structure" The operational conditions outlined in Article 21 dictate whether a non-standard business arrangement qualifies as a "structure"

Name of the organisation	Question	Answer
		subject to group-equivalent AML/CFT obligations. Request for Confirmation: AMLA should confirm that the assessment under Article 21 is strictly binary. Either an arrangement fully qualifies as a structure—thereby triggering all applicable group-level requirements—or it does not. The RTS should clarify that a partial, phased, or tiered application of these obligations to a single arrangement is not intended. 4. Defining the "Group-Equivalent" Standard Articles 21- 24 mandate that qualified structures implement "group-equivalent" policies, procedures, and controls. However, neither the primary AMLR text nor the draft RTS defines what "equivalent" means in this context. Notably, AMLR Article 16(4) establishes group-wide provisions directly without introducing or referencing an independent "group-equivalent" baseline. Recommendation: AMLA must provide a clear legal definition for "group-equivalent." The RTS must explicitly clarify whether this standard requires policies to be identical to full group-wide requirements, or if it allows for a calibrated baseline that may fall below the full group-wide threshold based on the structure's risk profile.
Revolut	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	1. Scope and Potential Application to Non-Obliged Entities Article 21(3) appears to imply that non-obliged entities operating within a designated structure could be compelled to share information. If this reflects the intended scope, the provision would have a highly disproportionate and far-reaching impact. It would effectively extend strict AML data-sharing mandates to unregulated entities that sit entirely outside the AMLR framework

Name of the organisation	Question	Answer
		and lack any established compliance infrastructure. Recommendation: AMLA should clarify the intended scope of Article 21(3). If non-obliged entities are intentionally included, AMLA must provide the explicit legal basis within the primary text of the AMLR that justifies this regulatory extension. In the absence of a clear primary law basis, Article 21(3) must be amended to limit its scope strictly to obliged entities within the structure. 2. Absence of Core Definitions for "Network Members" and "Partners" Articles 21(3) and 22 frequently rely on the terms "network members" and "partners." However, neither concept is defined within the primary AMLR text or Article 2 of the draft RTS. Recommendation: AMLA should establish clear, formal definitions for both terms in RTS Article 2. Specifically, the RTS must clarify: How the term "partners" in Article 21(3) legally relates to the definition of a "partnership" under Article 2(4). Whether the regulatory obligations imposed on "network members" differ substantively from those applied to "partners." 3. Legal Enforceability and Absence of Group-Level Authority Unlike traditional corporate groups bound by a clear parent-subsidiary ownership hierarchy, the independent entities within a "structure" share no direct legal or equity-based authority. Consequently, the "parent undertaking" identified under Article 22 may possess no lawful enforcement mechanism or contractual power to dictate policies, mandate reporting lines, or enforce compliance measures on other autonomous obliged entities within that structure. Recommendation: AMLA must address this fundamental governance gap. The RTS should explicitly clarify the precise legal mechanism by which the designated parent undertaking is

Name of the organisation	Question	Answer
		expected to exercise its oversight responsibilities vis-à-vis peer entities that are not its corporate subsidiaries.
Revolut	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	1. Defining "Essential Technical Information or Critical Services" The criterion "essential technical information or critical services" under Article 22 lacks any precedent, definition, or usage within the primary text of the AMLR. It remains unclear whether this phrasing is imported from the Digital Operational Resilience Act (DORA - Regulation (EU) 2022/2554) or another distinct regulatory framework. Recommendation: AMLA should establish a clear, dedicated definition of this term for AML/CFT operational purposes, or provide an explicit statutory cross-reference to the originating regulatory framework. 2. Structural Hierarchy and Interaction in Parent Identification (Art. 22) Clarity on operational hierarchy and interaction of the identification criteria set forth in Article 22 is required. In practice, the current drafting creates significant legal uncertainty due to two unaddressed areas: Sequential vs. Simultaneous Application: The RTS does not specify if these criteria must be applied sequentially (i.e., treating criterion (a) as the primary rule, and moving to criterion (b) only if (a) yields no result) or if they are evaluated simultaneously. Conflicting Indicators: The framework fails to outline the resolution mechanism if two or more criteria simultaneously point to entirely different entities within the same structure. Recommendation: AMLA must clarify how institutions should resolve conflicting indicators and outline a definitive, step-by-step methodology for designating the responsible parent entity. 3. Application of "Annual Turnover" within Non-Corporate Structures

Name of the organisation	Question	Answer
		Observations shared in Question 7 also apply here. Traditional commercial "turnover" is a poor fit for financial institutions—whose primary scale metrics are balance sheet size, net interest income, or assets under management (AUM)—this metric requires explicit clarification. AMLA must define the exact calculation baseline (e.g., net banking income, total operating income, or gross revenues) to ensure consistent application across all structures.
Royal Dutch Association of Civil-law Notaries (KNB)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	A point of attention is that a group or a structure which share common ownership, management or compliance control, including networks or partnerships, may consist of different categories of obliged entities, with and without professional secrecy and legal privilege. Notaries in different legal systems have professional secrecy and legal privilege. This professional secrecy and legal privilege must be taken into account when sharing information within the group or structure if notaries are part of the group or structure. Information subject to the professional secrecy and legal privilege of a notary or other obliged entity may only be shared with another obliged entity within the group or structure that holds the same professional secrecy and legal privilege. Although it is stated in recital 10 of the draft RTS that information mentioned in Article 70(2) AMLR when covered by legal privilege shall not fall under the scope of the AMLR, the professional secrecy and legal privilege of notaries is not in all legal systems limited to the information mentioned in Article 70 (2) AMLR (“information that they receive from, or obtain on a client, in the course of ascertaining the legal position of that client, or performing their task of defending or representing that client in, or concerning, judicial proceedings, including providing advice on instituting or avoiding such proceedings, regardless of whether

Name of the organisation	Question	Answer
		such information is received or obtained before, during or after such proceedings"). A Dutch notary for example is, insofar as not otherwise provided by law, obliged to maintain confidentiality regarding all matters of which he becomes aware by virtue of his activities as such. The legal privilege of a Dutch notary has the same scope. This legal privilege must also be taken into account for the application of article 16 AMLR. More generally, the legal privilege applicable to an obliged entity must be taken into account.
Royal Dutch Association of Civil-law Notaries (KNB)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Reference is made to the answer to question 3.
Soteria Initiative	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No comments submitted
Soteria Initiative	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	No comments submitted
Soteria Initiative	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We believe without data standardization the information exchange will be operationally challenging and likely of limited use. Civil society bears both the financial costs and human costs of regulation. Not only supervisory costs in terms of taxes but also obligated person costs in terms of banking fees are eventually borne by regular citizens. Further, the failure to recover assets, limit drug, human and weapons trafficking directly affects every single citizens safety. Hence, we humbly hope our feedback my have your esteemed consideration.

Name of the organisation	Question	Answer
		The current Draft requires that group-wide information sharing must enable the exchange of customer due diligence (CDD) data, transactions, services, and risk assessments. We propose to strengthened the requirements with the following amendment: “Obligated entities shall ensure that all systems involved in AML/CFT detection — expressly including internal customer data systems, transaction processing systems, and external third-party list data providers — mandatorily process and share data using standardized input formats. These input formats must adhere to specific target data standards that AMLA will formally endorse and mandate through a future Implementing Technical Standard (ITS).” Please find our justification for the proposal below. The Principle for Internal Systems: Currently, anti-financial crime (AFC) data standardization lags severely behind other financial standards (like SWIFT MT or ISO 20022), meaning that even identically named fields vary wildly from one system to another. By forcing a future ITS target format across all systems — including third-party watchlist data providers and internal customer databases — AMLA can empower obligated entities to force their vendors to adopt a unified standard or risk losing their business. This eliminates the need for institutions to continuously undertake costly, repetitive data-mapping projects just to make their systems communicate. Direct Pipeline to FIU Reporting (STRs/SARs): Crucially, standardizing the input data is a necessary prerequisite for standardizing the output. The data points processed by these

Name of the organisation	Question	Answer
		detection systems (e.g., CDD details, transaction flows, and entity characteristics) are the exact same data points that must eventually be populated into the highly structured, mandatory FIU templates for Suspicious Transaction Reports (STRs) and Suspicious Activity Reports (SARs). If the input data feeding the detection algorithms is standardized via an AMLA-endorsed ITS from the very beginning, generating complex, cross-border STRs/SARs for FIUs becomes a seamless, automated process rather than a massive administrative burden. Enabling Future AI Collaboration: Consistent data formatting across all systems is the foundational requirement for deploying advanced, privacy-preserving technologies like federated learning on a global scale, allowing institutions to jointly train AI models on illicit patterns without pooling raw personal data and structurally preventing exposure of entire populations to data breach risks.
Soteria Initiative	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	No comments submitted
Soteria Initiative	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	No comments submitted
Soteria Initiative	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of	No comments submitted

Name of the organisation	Question	Answer
	supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	
Soteria Initiative	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comments submitted
Soteria Initiative	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No comments submitted
Soteria Initiative	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	No comments submitted
Soteria Initiative	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	No comments submitted
Spanish Professional Football League	Question 1 Do you have any observations concerning the definitions laid out in article 2?	LALIGA considers that the definitions of structure, network, partnership and franchise may be interpreted excessively broadly when applied to sectors characterised by a high degree of regulatory or operational coordination, as is the case in professional sports competitions. In particular, the current definitions could include sectoral organisations whose role is limited to organising and regulating a competition, coordinating certain collective commercial activities and ensuring compliance with common competition rules, without exercising effective control over the business activity of their members.

Name of the organisation	Question	Answer
		Therefore, LALIGA considers that the RTS should expressly clarify that the existence of common rules limited to the operational organisation of the competition, a shared brand, collective commercial agreements or sectoral coordination mechanisms should not, in itself, imply that a structure qualifies as a network or as another structure equivalent to a group. We reiterate that LALIGA does not have effective powers of direction, control or supervision of compliance over its associated clubs comparable to those existing within a corporate group.
Spanish Professional Football League	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	LALIGA considers that the requirements set out in Article 3 are, in general terms, appropriate when applied to traditional corporate groups in which a parent entity exercises effective control over its subsidiaries. However, in line with the response to Question 1, significant difficulties arise when such requirements are extended to structures composed of legally independent entities, as this is materially and legally wholly unfeasible. Several of the obligations set out in Article 3 are based on the premise that the parent entity has the authority to impose policies, supervise their implementation, resolve conflicts of interest, communicate procedures to staff and ensure compliance across the entire structure. However, such assumptions do not apply to structures made up of independent entities that cooperate within a regulated sector while retaining full autonomy over their commercial, operational and compliance decisions, as is the case with LALIGA and its associated clubs.

Name of the organisation	Question	Answer
Spanish Professional Football League	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Yes. To the extent that AMLA could consider that several professional football clubs form part of a structure equivalent to a group under Article 21 of the RTS, the application of the information-sharing regime provided for in the Regulation and further developed in the RTS could give rise to significant operational and legal challenges. In this regard, the application of information-sharing obligations to structures composed of professional football clubs presents particular features that do not arise in traditional corporate groups. Clubs are legally independent entities and, at the same time, direct competitors in numerous areas of economic activity. As a result, certain exchanges of information could conflict with confidentiality obligations and the protection of trade secrets. In particular, difficulties could arise where the information shared provides access to commercially sensitive data relating to sponsors that maintain or negotiate relationships with several clubs, the economic terms of commercial agreements, transfer negotiations, agents' commissions, contractual terms or any other strategic information whose disclosure could affect the clubs' competitive position. Furthermore, particularly complex situations could arise where the information shared relates to transactions involving two or more clubs forming part of the same structure. In such cases, the paradox could arise that a club gains access to information relating to a transaction classified as suspicious in which it itself participates as counterparty, which could compromise the effectiveness of prevention mechanisms, affect ongoing

Name of the organisation	Question	Answer
		investigations or create tensions with other legal duties of confidentiality.
Spanish Professional Football League	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	LALIGA has no comments on this question.
Spanish Professional Football League	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	LALIGA has no comments on this question.
Spanish Professional Football League	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	LALIGA has no comments on this question.
Spanish Professional Football League	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	LALIGA has no comments on this question.
Spanish Professional Football League	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	No. LALIGA considers that Article 21 may lead to the inclusion of structures whose common characteristics derive from sectoral coordination needs rather than from genuine common management. Professional football competitions require the existence of common rules, standardised procedures,

Name of the organisation	Question	Answer
		coordination mechanisms and certain centralised commercial activities for the operational organisation of the sports competition, and should not automatically be equated with a situation of common management. In particular, paragraphs 21.2(b)(ii), (iii) and (v) may cover situations inherent to the organisation of a professional sports competition without this necessarily implying the existence of a structure equivalent to a group. However, under the current wording, it could be interpreted that clubs forming part of the same competition constitute a corporate group. This, in addition to not reflecting reality, could give rise to paradoxical situations in which the same club forms part of as many corporate groups as competitions in which it participates. (Royal Spanish Football Federation, UEFA, LALIGA, other leagues in which the club's subsidiaries participate, etc.)
Spanish Professional Football League	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. LALIGA considers that the current wording of Article 21 may result in professional football clubs participating in an organised competition being considered part of a structure equivalent to a group, despite being legally independent entities with no corporate control relationship between them. If such interpretation were confirmed, significant legal and operational challenges would arise from applying obligations originally designed for traditional corporate groups to a structure whose nature and functioning are substantially different. First, Article 21 does not adequately address cases where the elements of coordination or common management affect only a

Name of the organisation	Question	Answer
		limited part of the activities of the entities involved. In the case of professional football clubs, the activities coordinated through LALIGA are essentially limited to the competition and to certain activities associated with it. However, clubs carry out multiple independent lines of business over which LALIGA exercises no control or decision-making authority. The current wording of the RTS could result in obligations equivalent to those applicable to groups being extended to all of the clubs' activities, thereby imposing on LALIGA responsibilities in areas entirely outside its sphere of action, which is materially and legally unfeasible. Second, the application of information-sharing obligations intended for corporate groups could generate significant conflicts in relation to confidentiality, trade secrets and competition law. Clubs are direct competitors in numerous areas of economic and sporting activity, and certain categories of information may be particularly sensitive from a commercial standpoint. Third, LALIGA does not have the legal powers to assume the responsibilities that the RTS attributes to a parent entity. Clubs have their own governing bodies and full autonomy in the management of their business activities. Consequently, LALIGA has no capacity to impose internal anti-money laundering policies, supervise their implementation or require compliance in matters unrelated to the competition. Likewise, LALIGA has no effective ability to intervene in the clubs' commercial decisions or to mitigate conflicts of interest between their commercial areas and compliance functions, despite the fact that such obligations are attributed by Article 3 of the RTS to parent entities.

Name of the organisation	Question	Answer
		Lastly, LALIGA has no hierarchical or functional relationship with club employees and, therefore, has no means to ensure the communication of internal policies, provide mandatory training or verify the proper application of anti-money laundering measures by the staff of those entities. For all these reasons, LALIGA considers that the automatic application of Article 21 to structures such as professional sports competitions may generate significant proportionality and practical implementation issues, as it would be technically and legally impossible.
Spanish Professional Football League	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	No. LALIGA considers that some of the criteria set out in Article 22 may lead to the identification as parent undertaking of organisations that merely perform sectoral coordination functions without exercising effective control over the business activity of the entities concerned. In particular, the criteria relating to: I. the management of brand or marketing arrangements; II. certain collective commercial activities; III. coordination mechanisms; IV. the provision of common services to several entities; may arise in a professional sports competition without there being a relationship equivalent to that between a parent company and its subsidiaries.

Name of the organisation	Question	Answer
		LALIGA considers that the identification of a parent undertaking should require the existence of genuine powers of direction, supervision or control over the business activity of the entities concerned. The mere existence of sectoral coordination mechanisms, collective commercial agreements or functions relating to the organisation of a professional competition should not be sufficient to attribute parent undertaking status to an entity for the purposes of anti-money laundering legislation.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We support the objective of providing definitions that are workable across both financial and non-financial sectors. However, several definitions would benefit from further clarification to improve legal certainty and avoid over-capture, especially in the non-financial sector. First, the terms “common management” and “common compliance control” should be clarified more narrowly. In our view, these concepts should require a degree of actual decision-making power or operational control over AML/CFT matters, not merely shared branding, common service providers, or ordinary commercial cooperation. This would be consistent with Recital 27, which correctly excludes pure cooperation agreements, shared technical tools, customer referrals, exchange of best practices, shared name/branding only, or outsourcing to the same service provider. A similar limiting clarification should be reflected more explicitly in Article 2 and in the operative parts of Articles 21-22. Second, the definitions of network, partnership, and franchise should be read together with a clearer proportionality test. The

Name of the organisation	Question	Answer
		current drafting is helpful but still risks capturing structures where there is commercial alignment without genuine AML/CFT integration. We therefore suggest adding a recital or wording in Article 2 confirming that these definitions apply only where the arrangement creates a real and ongoing framework of common ownership, management or compliance control relevant for AML/CFT purposes. In short, we recommend: 1) narrowing “common management” and “common compliance control” to actual AML/CFT-relevant control; 2) clarifying that ordinary commercial cooperation, branding, or shared vendors alone do not trigger group-equivalent treatment. This would improve predictability while remaining aligned with the AMLR’s risk-based and proportionate approach. (AMLR Arts. 16-17; draft RTS Arts. 2, 4, 21-22.)
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We broadly support Article 3. It appropriately operationalises AMLR Article 16 by requiring a documented group-wide framework, group-level governance, a group-wide BWRA, regular information exchange, and periodic review of effectiveness. These are sensible minimum requirements. That said, we think that clarification that the group-wide BWRA may build on entity-level BWRAs and need not duplicate them should be added. Article 3(1)(d) and (f) would benefit from wording confirming that the group-wide BWRA may be built from the underlying entity-level BWRAs, with the group assessment focusing on group-specific risks, interdependencies, shared systems,

Name of the organisation	Question	Answer
		outsourcing/reliance, and cross-entity exposure. This would reduce duplication without weakening the control framework. The RTS should also confirm that group-wide compliance arrangements may be organised efficiently and proportionately, including through shared resources or combined roles where permitted by AMLR Article 11, provided that responsibilities remain clearly allocated and each obliged entity retains individual accountability.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Yes. We support the objective of effective intra-group information sharing, but in practice the main challenge is calibrating the trigger for sharing and the scope of information shared. Article 4 contains a very broad list of information that "shall enable at least the sharing" of customer, beneficial ownership, risk, sanctions and STR-related information. At the same time, Article 4(3) requires sharing to be "strictly necessary," on a "need-to-know basis," and in line with data protection and confidentiality requirements. The RTS would benefit from clearer operational guidance on how those principles should be reconciled. Clear examples or a non-exhaustive annex would help entities determine when information sharing is mandatory and when it is merely permissible.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The mandated minimum actions (Articles 10–15) – such as customer consent collection, alternative controls (e.g. duplicative due diligence, audits), and ultimately "terminate relationships or close operations" – present practical challenges. In online gambling, persuading all customers to provide explicit consent for data sharing with EU group entities can prove unfeasible or culturally problematic, particularly in jurisdictions

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		with strict data privacy norms (e.g. some Latin American countries). Even where customers consent, local laws (e.g. banking secrecy or data localization requirements) might not recognise such consent as a valid waiver, leaving group entities in legal limbo. Moreover, the escalation to restricting services or shutting down operations in a country is a drastic measure. This could penalize compliant operators and disrupt regulated markets without necessarily eliminating illicit finance risk (as customers may shift to unregulated providers). We urge AMLA to adopt a more nuanced, risk-sensitive approach: for example, clarifying that additional measures should be applied commensurately to risk (as indeed acknowledged in Recital 14) and encouraging regulatory dialogue with the third-country authorities as an interim step. A less prescriptive, more cooperative framework – allowing a combination of localised controls and gradual escalation (only resorting to closures after all other avenues are exhausted) – will better balance AML objectives with business continuity in diverse markets.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We recognise the need for group oversight of suspicious activity and supervisor access but foresee significant challenges when third-country laws restrict information flows. In practice, many jurisdictions prohibit or limit sharing of STRs or customer data with foreign entities or regulators – for instance, some Latin American countries' data protection and financial secrecy laws prevent exporting personal or STR-related data abroad. This creates a compliance conflict: our EU parent needs insight into local AML issues, yet local law bars detailed disclosures. The RTS rightly suggest mitigants (e.g. sharing aggregated statistics on suspicious reports, performing enhanced audits and reviews), but even these can run afoul of confidentiality rules in certain

Name of the organisation	Question	Answer
		countries. Moreover, instructing a local branch to divulge internal AML data to an EU supervisor (Article 13) may contravene local regulations. To make these provisions workable, we propose explicit allowances for alternative solutions: for example, permitting anonymized or summary risk indicators instead of raw client data, and longer timelines or conditionality when awaiting law reform or bilateral agreements. We also recommend emphasising that if local law precludes granular sharing, European supervisors should coordinate with local authorities rather than placing the entire onus on the group. These adjustments would still enhance transparency while acknowledging real-world legal limits on data exports and privileged information in non-EU jurisdictions.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework for further supervisory actions – including risk mitigation plans, business restrictions, or closures of operations in extreme cases – is well-intentioned but raises concerns around practicality in cross-border contexts. We agree that supervisors need powers to act if group measures fail but strongly emphasise such interventions must remain proportionate and a last resort. Closure or exit measures in a third-country market are particularly onerous and sensitive, likely requiring complex negotiations with local regulators and authorities. Enforcement must also be carefully targeted: decisions should be addressed to the EU parent undertaking (or designated parent in the Union) for implementation, since local branches/subsidiaries in third countries may not directly recognise the EU supervisor's authority. We recommend clarifying that group restructuring or exit orders should be coordinated with other relevant regulators to avoid conflicts. Additionally, in the diverse online gambling sector (often operating under multiple national licenses), blanket restrictions or closures could inadvertently encourage illicit

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		market activity, so any such measure should be risk-based and temporary, focusing on the specific high-risk relationships or gaps rather than entire businesses. In sum, Article 16's regime is appropriate if exercised judiciously, but its cross-border feasibility would be improved by clearly defining execution pathways (ensuring parent undertakings drive compliance) and by confirming that less intrusive measures (e.g. targeted risk-mitigation plans) will always be tried first.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comments.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We support the objective of Article 21, namely to ensure that structures which are genuinely equivalent to groups from an AML/CFT governance perspective are subject to appropriate group-equivalent requirements. However, Article 21 should be further clarified to avoid capturing ordinary commercial cooperation agreements or product-specific partnerships between independent obliged entities. This is particularly important in the gambling sector, where obliged entities may enter into limited cooperation arrangements for specific products, for example joint lottery products, pooled games or similar multi-operator arrangements. Such arrangements may involve a common product, common game rules, settlement mechanisms, cost or revenue sharing, technical interfaces or common marketing elements. However, they do not necessarily involve common ownership, common management or common compliance control.

Name of the organisation	Question	Answer
		In our view, Article 21 should make clear that a product-specific partnership does not fall within the scope of group-equivalent requirements solely because the parties cooperate in relation to a specific product or share product-related rules, branding, technical infrastructure, revenue or cost arrangements. The decisive criterion should be whether one entity has actual AML/CFT-relevant control or decision-making power over the other entities, or whether the entities are subject to common AML/CFT policies, procedures or controls managed by a common compliance or control function. We therefore recommend that Article 21 or its recitals include an explicit exclusion for limited commercial cooperation agreements and product-specific partnerships where each obliged entity retains independent responsibility for its own AML/CFT framework, including customer due diligence, ongoing monitoring, suspicious transaction reporting, business-wide risk assessment, internal controls and interaction with its supervisor. Suggested clarification: “For the avoidance of doubt, product-specific cooperation agreements, joint product arrangements, co-branded products, technical integrations, settlement arrangements or ordinary commercial partnerships between independent obliged entities shall not, in themselves, constitute a structure sharing common ownership, common management or common compliance control, provided that each obliged entity retains independent AML/CFT governance, policies, procedures, controls and regulatory responsibility.”

Name of the organisation	Question	Answer
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes. We foresee significant legal and operational challenges if Article 21 were interpreted as applying to limited product-specific partnerships between independent obliged entities. In the gambling sector, obliged entities may cooperate with other licensed operators in relation to a limited number of products, for example joint lottery products or multi-operator lottery arrangements. These arrangements may involve common product rules, a shared product concept, technical interfaces, settlement mechanisms or revenue/cost allocation. However, they do not normally create a group-like AML/CFT structure. Each operator remains independently licensed, independently supervised and independently responsible for its own AML/CFT obligations. If such arrangements were brought within the scope of group-equivalent requirements, the parties would need to identify a parent undertaking or equivalent lead entity, establish group-wide or group-equivalent policies, conduct group-wide risk assessments and potentially create compliance reporting lines across otherwise independent undertakings. In many cases, no party has the legal right or practical ability to direct the AML/CFT strategy, customer due diligence, transaction monitoring, suspicious transaction reporting or internal controls of the other parties. This would create legal uncertainty and potentially conflict with each entity's own regulatory responsibility. There would also be significant data protection and confidentiality challenges. A limited product partnership does not necessarily justify broad sharing of customer data, risk assessments, suspicious activity information or internal

Name of the organisation	Question	Answer
		compliance material between independent obliged entities. Information sharing should instead remain limited to what is necessary and proportionate for the specific product and for each entity's own AML/CFT obligations. We therefore recommend that AMLA distinguish clearly between: (i) structures that are genuinely group-equivalent because they involve common AML/CFT governance or compliance control; and (ii) ordinary commercial or product-specific cooperation arrangements between independent obliged entities. For the latter, the appropriate approach should be product-specific contractual allocation of AML/CFT responsibilities, limited and purpose-bound information sharing where legally permitted, clear escalation points, and preservation of each entity's individual AML/CFT accountability — not full group-wide or group-equivalent requirements.
Spelbranschens Riksorganisation / Swedish Gambling Association	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Article 22 appears directionally sensible, but for structures other than groups we believe the primary criterion should be the entity that has the clearest AML/CFT governance role in substance, rather than the entity with the highest turnover or the strongest purely commercial role. This is especially important in non-financial sectors, where commercial centrality and AML/CFT centrality may not sit in the same entity. We therefore suggest that AMLA make explicit that, where the criteria point in different directions, priority should be given to the entity that: • sets or approves the AML/CFT framework;

Name of the organisation	Question	Answer
		• has authority over compliance resources, controls or escalation; or • is best placed to ensure implementation across the structure. Turnover may remain a useful supplementary criterion but should not override actual control over AML/CFT implementation. That would better reflect the purpose of identifying a "parent undertaking in the Union," namely to designate the entity best placed to ensure effective compliance.
Stellantis EU	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We have no material observations. The definitions are generally clear and workable. However, for non-financial groups: • Clarification would be welcome that pure commercial relationships (e.g. supplier networks, distribution agreements) do not automatically qualify as "structures". • This would avoid over-extension of group-wide obligations to normal business ecosystems.
Stellantis EU	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements are broadly clear and sufficient, but they impose a significant administrative burden. For this reason, we recommend: • Maintaining a principle-based approach (avoid additional prescriptive elements). • Proportionality should be calibrated based on transaction typology, distribution model, and exposure to cash-intensive activities, rather than applying financial-sector-like standards. • Explicitly confirming that: o Existing enterprise compliance frameworks (e.g. under D.Lgs. 231/2001) can be leveraged - Practical example: The Legislative Decree 231/2001 had introduced in Italy a system of corporate liability for criminal

Name of the organisation	Question	Answer
		offences, under which companies can be held liable for crimes (including money laundering-related offences) committed in their interest or benefit by managers or employees. The Decree encourages Italian companies to adopt an Organisation, Management and Control Model ("Model 231"), aimed at preventing such offences through internal controls and risk-based procedures, in line with AML principles. A key element is the Supervisory Body (OdV), an independent body responsible for monitoring the effectiveness and updating of the model and reporting any issues. The OdV prepares an annual report to the management, summarising activities performed, controls carried out and any weaknesses identified, ensuring transparency and accountability. o Documentation requirements should remain proportionate to size and risk. → Key request: Avoid introducing additional reporting layers or duplicative documentation. → Further clarifying the role of group vs local compliance functions, particularly where: o markets present different risk profiles o activities are highly exposed to reputational risk (ex. events, sponsorships)
Stellantis EU	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	Article 4 of the RTS states that information sharing must be implemented when "information is relevant for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions". A more precise and detailed definition is considered necessary to specify when and under which circumstances information

Name of the organisation	Question	Answer
	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	sharing is required. The current wording, in fact, risks triggering blanket information sharing that undermines compliance with the principle of proportionality. Moreover, we foresee operational and legal challenges, especially: • Data protection constraints (GDPR, purpose limitation, data minimization). • Cross-border sharing of customer data eventually limited by local applicable Law. • Difficulty in implementing systematic data sharing across entities with different business purposes. • Risk of over-sharing requirements beyond AML necessity. For third countries: • Conflicting local data protection or secrecy laws may prevent compliance. • Legal analysis and case-by-case handling create significant administrative burden. • Limitations on data transfer. Practical example: In certain jurisdictions such as China, customer data cannot be freely accessed or transferred to central Group functions due to local data localization and cross-border transfer restrictions. This may limit the ability to perform centralised compliance controls, including AML risk assessments. Commercial confidentiality: • particularly relevant in contracts with sponsors or technical partners (Motorsport) Our suggestions: • Reinforce “need-to-know” principle as the default baseline.

Name of the organisation	Question	Answer
		• Better clarify when information sharing is mandatory. • Clarify that where Customer Due Diligence has already been performed by a Financial Services entity within the Group, in accordance with applicable AML/CFT standards, other Group entities should be allowed to rely on such due diligence, provided that the relevant information is accessible and up to date (group-wide reliance model). • Allow risk-based and case-by-case sharing, not systematic exchange. • Clarify that non-financial groups may rely on decentralized models. • Clarify that when a customer has already undergone due diligence by any entity within the Group, it is not necessary for the entity conducting business with that customer to perform an additional due diligence, provided that information has been shared.
Stellantis EU	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Yes, key challenges include: • Complex legal assessments of third-country restrictions. • High operational burden in: o obtaining customer consent, o implementing enhanced controls, o monitoring compliance across jurisdictions. • Some measures (e.g. enhanced audits, approvals, monitoring) are resource-intensive and difficult to scale for non-financial groups. Our Recommendation: • Explicitly allow simplified measures for low-risk sectors (like we believe automotive manufacturers are). • Confirm that termination/exit measures remain a last resort.

Name of the organisation	Question	Answer
		• Avoid cumulative obligations leading to disproportionate compliance structures.
Stellantis EU	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes, challenges include: • Inability to share suspicious activity information due to legal restrictions. • Difficulties in providing data to EU supervisors when restricted abroad. • Reliance on aggregated data reduces effectiveness. Our suggestion: • Introduction of harmonized minimum standards. • Accept aggregated or anonymized reporting as sufficient where detailed sharing is not legally possible. • Clarify that reasonable efforts, not absolute compliance, should be the benchmark. • Provide a list of third countries that permit information sharing with the EU supervisor; however, this verification should be carried out by AMLA and/or the supervisor, rather than requiring multiple obliged entities to perform the same task, which would result in unnecessary time and cost inefficiencies (article 7 and in all section 4)
Stellantis EU	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The framework is generally appropriate, but: • Measures such as business restrictions or closure may be: • difficult to implement in practice, • disproportionate for non-financial groups with limited exposure. The automotive industry is generally considered lower AML (Anti-Money Laundering) risk because vehicle purchases are usually documented, registered, and traceable through financing, ownership records, and government databases. Our recommendation: • Ensure strict application of proportionality and risk-based

Name of the organisation	Question	Answer
		approach. • Confirm that supervisory escalation is gradual and considers: size of operations, and actual ML/TF exposure. • Cross-border coordination among national authorities. • It would be beneficial to define a graduated supervisory escalation framework, where restrictive measures (including business limitation or closure) can only be applied after demonstrating the ineffectiveness of corrective actions proportionate to the entity's risk exposure.
Stellantis EU	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No comments (not applicable to our structure): as an EU-based group with a clear parent undertaking structure, we have no specific concerns.
Stellantis EU	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We consider the conditions potentially too broad. Risk we envisage is that ordinary commercial arrangements (e.g. distribution networks, partnerships) could be unintentionally captured and trigger disproportionate obligations. Our recommendation: • Narrow scope by clarifying that only structures with genuine centralized control are included. • Explicitly exclude: o Branding arrangements. o Network of independent third parties acting as distributors worldwide. o Commercial cooperation without compliance integration. o Non commercial structures/entities • The conditions are useful but could benefit from further clarification, particularly for:

Name of the organisation	Question	Answer
		o automotive dealer and importer networks o independent distribution structures
Stellantis EU	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes, including: • Difficulty in identifying: o who acts as “parent undertaking”, o allocation of responsibilities across independent entities. • Significant burden in: o aligning policies, o difficulty in ensuring consistent application of policies. o sharing sensitive data across legally independent actors. Our recommendation: • Avoid applying group-equivalent requirements to loosely connected commercial structures. • Confirm that obligations apply only where effective control exists. • Proportionality: it is essential to ensure that the application of the provisions is proportionate to the size, complexity, and specific risk involved. This includes considering the possibility of implementing simplified standards in low-risk non-financial sectors. • Include more specific parameters
Stellantis EU	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria are too extensive and potentially subjective, which may: • Create legal uncertainty, (i.e., independent dealers cannot be considered part of an automotive manufacturer's group; however, items (a), (d), and (g) under paragraph 1 of Article 22 may suggest otherwise) • Require complex internal assessments without clear added value.

Name of the organisation	Question	Answer
		• The criteria may not fully reflect decentralized structures (e.g., global automotive networks). Our Recommendation is to simplify criteria and prioritize: • clear control/control-like elements, rather than multiple alternative indicators. • actual ability to implement policies. • Reduce or simplify notification requirements where structures are marginal or low risk.
Svensk Fastighetsförmedling	Question 1 Do you have any observations concerning the definitions laid out in article 2?	no
Svensk Fastighetsförmedling	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The overall framework set out in the draft RTS is clear and workable. That said, we wish to draw attention to the situation of smaller obliged entities in non-financial sectors, where a one-size-fits-all approach risks being disproportionate. The real estate brokerage industry in Sweden is characterised by small, often owner-operated firms with lean structures and, in many cases, a relatively contained risk profile. Requiring such firms to implement group-wide policies and controls to the same standard as large financial institutions would impose an administrative burden that is not justified by the underlying risk. We would welcome an explicit acknowledgement in the RTS that simplified arrangements are permissible where the size of the organisation OR the nature of its risks so warrants.
Svensk Fastighetsförmedling	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you	no

Name of the organisation	Question	Answer
	foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	
Svensk Fastighetsförmedling	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	no
Svensk Fastighetsförmedling	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	no
Svensk Fastighetsförmedling	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	no
Svensk Fastighetsförmedling	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	no
Svensk Fastighetsförmedling	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	no

Name of the organisation	Question	Answer
Svensk Fastighetsförmedling	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Is there any risk that certain measures required under the AMLR and the RTS within a group or franchise structure could constitute a violation of the outsourcing prohibition under Article 18.3 of the AMLR? For example: If a parent undertaking is identified under Article 22, could it be treated as a third party for the purposes of Article 18, given that Article 18 prohibits obliged entities from i.e. outsourcing their business-wide risk assessment?
Svensk Fastighetsförmedling	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	no
Swedbank Fastighetsbyrå AB	Question 1 Do you have any observations concerning the definitions laid out in article 2?	No.
Swedbank Fastighetsbyrå AB	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The requirements are generally sufficient and clear. However, we encourage AMLA to further emphasise proportionality for non-financial sectors and small or medium-sized enterprises. Many real estate brokerage firms are small businesses with limited resources and relatively simple organisational structures. The RTS should explicitly recognise that group-wide policies and controls may be implemented in a simplified manner where the structure is small OR risks are limited. In Sweden many real estate brokerage firms consist of only one physical person.
Swedbank Fastighetsbyrå AB	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries	-

Name of the organisation	Question	Answer
	within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	
Swedbank Fastighetsbyrå AB	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	-
Swedbank Fastighetsbyrå AB	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	-
Swedbank Fastighetsbyrå AB	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	-
Swedbank Fastighetsbyrå AB	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	-
Swedbank Fastighetsbyrå AB	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	From the perspective of the Swedish real estate brokerage sector, the proposed conditions may be interpreted too broadly, particularly regarding the concepts of common management and common compliance control. Many real estate brokerage businesses operate under franchise

Name of the organisation	Question	Answer
		arrangements where franchisees remain legally and operationally independent entities. They may share branding, training, marketing materials, IT systems, templates or compliance guidance without being subject to centralised decision-making or compliance control. We therefore encourage AMLA to provide further clarification and practical examples distinguishing structures that should be subject to group-wide equivalent requirements from those that should not. In particular, the RTS should explicitly confirm that the following elements alone are insufficient to trigger group-wide equivalent requirements: • common branding or trademarks; • shared marketing activities; • common IT platforms; • training programmes; • exchange of best practices; • customer referral arrangements. Such clarification would improve legal certainty and avoid disproportionate compliance burdens. Is a structure that shall apply the requirements in article 21, in the RTS, considered a third party in relation to article 18, in AMLR (2024/1624), where it is strictly forbidden for an obliged entity to outsource the business wide risk assessment?
Swedbank Fastighetsbyrå AB	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	Is a structure that shall apply the requirements in article 21, in the RTS, considered a third party in relation to article 18, in AMLR

Name of the organisation	Question	Answer
	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	(2024/1624), where it is strictly forbidden for an obliged entity to outsource the business wide risk assessment? Is a structure that shall apply the requirements in article 21, in the RTS, also obliged to appoint functions according to article 11 in AMLR (2024/1624)?
Swedbank Fastighetsbyrå AB	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	-
Swedish Financial Technology Association - SweFinTech Association	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The RTS lays down the rules concerning the group-wide requirements such as a requirement for a parent company to make a business-wide risk assessment at a group level, to establish group-wide policies, procedures and controls that are consistently applied across all entities within the group. The RTS also extends the scope of group-wide requirements beyond traditional group structures by applying not only to parent-subsidiary groups but also to arrangements such as networks, partnerships or franchises, provided certain criteria are met. We agree that to ensure harmonization of compliance with the AMLR requires that certain measures are undertaken at the group level. However, in practice, a significant number of obliged entities are a part of groups (with clear parent-subsidiary structure) but are owned by venture capital funds, private equity companies and other types of investors, often with complex multi-layered structures. In many such cases, such investor companies would formally qualify as parent undertakings while the portfolio companies as subsidiaries within the meaning of the Directive 2013/34/EU, which in principle triggers the application of group-wide requirements, including the obligation to establish group-wide policies, procedures and controls etc. At the same time, we

Name of the organisation	Question	Answer
		note that the AMLR explicitly brings in non-financial mixed activity holding companies and financial mixed activity holding companies in scope as obliged entities. As a result, parent companies in for example venture capital and private equity structures are to become obliged entities. However, these entities typically do not carry out operational activities comparable to those of traditional obliged entities and their role is generally limited to ownership and strategic oversight rather than a unified business. The portfolio companies are often managed and operated completely independently without centralized AML/CTF functions, shared systems or integrated compliance frameworks. This rases a fundamental question as to whether the group-wide requirements under article 16 AMLR and the draft RTS are intended to apply in circumstances where the group exists in a legal sense, but lacks operational integration or a common business model. While such structures may formally qualify as groups, they may not have the functional characteristics that the aforementioned provisions must have aimed to cover (e.g. centralized governance, coordinated risk management etc.). Following the above, we ask the AMLA to kindly clarify whether, and to what extent, these types of entities are expected to design and enforce group-wide AML/CTF across portfolio companies that operate autonomously. If it is AMLA's intention to that the group-wide measures are to be established in such situations we strongly encourage AMLA to clarify how these are expected to function in practice including how the governance and compliance responsibilities are to be allocated,

Name of the organisation	Question	Answer
		how the compliance function is expected to be set up in such case, whether and how information sharing requirements are expected to operate across legally and operationally independent portfolio companies and the parent companies. Further, we suggest that AMLA provides a more granular guidance on the identification of the parent company in complex ownership structures, in particular when it comes to obliged entities owned by venture capital, private equity and other similar structures, who by virtue of its ownership of an obliged entities themselves become an obliged entity. Finally, we suggest that AMLA clarifies the regulatory expectations applicable to holding entities that qualify as non-financial and financial mixed activity holding companies solely by virtue of ownership, but which themselves do not carry out AML-regulated activities. We find that there is a risk that due to absence of such clarifications there is a risk of significant practical challenges for obliged entities to find a practical way to comply with the provisions of article 16 AMLR and the provisions of the draft RTS on group-wide requirements.
Syndicat des Négociants en Art	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The SNA supports the objective of harmonising definitions and ensuring consistent implementation of group requirements. While the obligations of the draft are appropriate for large groups — international auction houses with offices worldwide, multi-site mega-galleries under common ownership, management or control — they cannot be extended to independent operators. Several definitions in Article 2, in particular the notions of

Name of the organisation	Question	Answer
		"structure", "network", "partnership" and "common compliance control", require clarification: as drafted, they risk capturing arrangements that lack the degree of integration or effective control intended by Articles 16 and 17. The ordinary commercial arrangements of the art market include participation in fairs (renting a stand, the contract binding each dealer to the organiser without any contractual relationship between exhibitors), renting space in shared premises, common branding, referral relationships, shared logistics, and the use of shared provenance-research or compliance providers. None of these involves common management or shared supervision of compliance — each entity remains individually and fully responsible for its own due-diligence obligations, which it performs. The SNA stresses in particular that a fair constitutes neither a "network" nor a "partnership" within the meaning of Article 16(4): it is a temporary commercial event whose sole contractual link binds each gallery to the organiser, to the exclusion of any link between exhibitors. At a fair, each exhibitor remains individually responsible for its own due-diligence obligations; any other interpretation would place fair organisers in an unmanageable position, requiring them to bear or coordinate the compliance of dozens, even hundreds, of independent dealers. By way of illustration, the Fine Arts Paris fair brings together each year around 110 independent galleries from twelve countries, with no capital link whatsoever; treating them as a group would oblige each gallery to supervise the

Name of the organisation	Question	Answer
		compliance of more than a hundred competitors, with no benefit to the fight against money laundering since each already applies its own individual obligations. The SNA therefore asks the AMLA to introduce objective criteria of effective operational integration, to confirm that participation in a professional event does not constitute a "structure", and to clarify the notion of "common compliance control" so as to distinguish shared external support services from genuine compliance governance.
Syndicat des Négociants en Art	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	With the exception of large international auction houses and a small number of galleries operating through subsidiaries in several jurisdictions, the art market is overwhelmingly composed of independent micro and small family businesses. These businesses fully perform their individual due-diligence obligations — identification, verification, reporting — but do not possess, by their very nature, the bodies required by Article 3: a group-level coordination structure endowed with sufficient decision-making powers and a group compliance officer do not correspond to structures of one to five people without centralised management. The SNA, which represents 250 to 300 galleries almost all falling within this category, firmly contests the interpretation, raised at the meeting with the AMLA on 29 May 2026, according to which these obligations could apply to independent dealers participating in the same fair or sharing rented space. It finds no indication in the 2024 Regulation that such an extension was intended. In accordance with the principle of proportionality, the SNA asks the AMLA to

Name of the organisation	Question	Answer
		confirm that governance arrangements may be adapted to the size and risk profile of the entity, that small structures may combine compliance responsibilities with appropriate safeguards, and that reliance on external advisers remains compatible with the RTS.
Syndicat des Négociants en Art	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The Syndicat des Négociants en Art (SNA), a French professional union founded in 1901, represents approximately 250 to 300 galleries specialising in works of art, antique furniture, silverware, Asian art and tribal art. Almost all of its members are micro and small enterprises of one to five people. SNA members are subject to the anti-money-laundering framework derived from the EU directives and transposed into French law: they carry out identification of the client and of the beneficial owner for every transaction above the applicable thresholds, file suspicious transaction reports with the French financial intelligence unit (TRACFIN), are subject to regular controls by the Customs authorities — with whom the SNA has long cooperated — and increasingly rely on dedicated compliance tools. It is as professionals committed to the transparency of the market — and not as opponents of the framework — that SNA members submit the following observations. The SNA draws the AMLA's attention to a cross-cutting principle that should govern the entire framework: proportionality. The obligations imposed must be commensurate with the size and risk profile of the undertaking; requirements designed for large integrated groups cannot be transposed to independent

Name of the organisation	Question	Answer
		structures of one to five people. The SNA responds below to the ten questions of the consultation. Question 1 — Definitions in Article 2 The SNA stresses at the outset that each gallery collects and verifies the required information on its clients — identity, beneficial owner, including where the client acts through a structure such as a trust — as part of its due-diligence obligations, which it fulfils. The difficulties set out here do not concern this collection, which is a given, but the horizontal circulation of that data between commercial entities of the same “group”. The art market relies on the legitimate discretion of collectors, consignors, estates, foundations and trusts. A client agrees to entrust their data to their gallery for compliance purposes; they have not consented to its transmission to other businesses, possibly competitors, established in other jurisdictions. Such circulation would raise simultaneous difficulties under the EU data-protection regulation (GDPR), in particular its Chapter V, and under the professional secrecy of the advisers involved — a privilege that the draft RTS itself recognises in its Article 9, whose articulation with the professional secrecy of lawyers and trustees the SNA asks to be clarified. The SNA seeks clarification on the “need to know” principle of Article 4(3). Finally, without exempting anyone from their obligations — each entity remains fully responsible for its own due diligence — it

Name of the organisation	Question	Answer
		suggests that the sharing requirements avoid the multiplication of copies and transfers of sensitive data where verification has already been documented by one entity: the anti-money-laundering objective is achieved without multiplying the risks to that data.
Syndicat des Négociants en Art	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	SNA members operate in numerous jurisdictions (United States, United Kingdom, Switzerland, China) where local law may restrict the transfer of client information to other entities of a group; conflicts of law are a daily reality there. Articles 10, 11 and 14 rely heavily on the client's consent to permit these intra-group transfers — this is indeed consent to the transfer of data already collected, and not to identification itself, which is always carried out. Yet such consent cannot be a universal mechanism: a client engaged in a high-value transaction may legitimately refuse it, and it is often unworkable where the client is itself a structure (trust, fiduciary). For example, US confidentiality rules may prohibit certain transfers to the Union. The SNA further notes that several measures in Article 15 (enhanced reviews, independent audits, senior-management approval) exceed the capacities of micro and small enterprises.
Syndicat des Négociants en Art	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The main challenge is the direct conflict between EU obligations and the law of the third country, which creates a risk of double non-compliance. The alternative mechanisms envisaged — aggregated information, statistical reports, independent audits — do not always provide sufficient visibility. The SNA notes that Article 12(3), which contemplates restriction or termination measures, may have substantial

Name of the organisation	Question	Answer
		consequences for long-standing cross-border relationships; these measures must remain a last resort, and the SNA requests clarification of the circumstances in which the supervisor would conclude that all reasonable mitigation measures have been exhausted.
Syndicat des Négociants en Art	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The SNA supports the graduated, risk-based approach, in particular the distinction between situations remediable by corrective measures and those calling for more restrictive intervention. It seeks clarification on the addressee of supervisory decisions in decentralised structures, as well as on the application of restriction or closure measures: the art market involves long-term relationships and works whose holding structures cannot be unwound quickly. Such measures should remain a last resort.
Syndicat des Négociants en Art	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Where a structure genuinely falls within Section 5, several of the proposed criteria (operational supervision, decision-making authority, compliance responsibilities) are relevant. By contrast, annual turnover is not a suitable criterion: it can fluctuate sharply from one year to the next for reasons unrelated to any control. A gallery selling an entire collection for eight million euros in a given year would be designated the parent undertaking, then remain so designated the following year without any real capacity to assume that role. The SNA recommends giving priority to qualitative criteria — effective decision-making authority, responsibility for compliance functions, operational supervision — with turnover remaining only a supplementary indicator.

Name of the organisation	Question	Answer
Syndicat des Négociants en Art	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The SNA welcomes Recital 27, which recognises that cooperation agreements, shared technical tools, common branding or the use of a common compliance provider should not, in themselves, generate group obligations. It considers that a fair, shared premises, or the use of an identical compliance provider satisfy none of the three conditions of Article 21: neither common ownership, nor common management, nor common compliance control. Common compliance control presupposes governance authority exercised over the anti-money-laundering function of another entity; it cannot result from the mere use of the same external tool or provider — a choice that, on the contrary, reflects professionals' investment in their own individual compliance and deserves to be encouraged, not penalised by the creation of group obligations. The SNA therefore requests not a mere example, but an explicit exclusion set out in the operative text of the RTS.
Syndicat des Négociants en Art	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Unlike parent-subsidiary groups, these structures have no central body endowed with the legal authority to establish anti-money-laundering policies, monitor compliance with them, or act as a single point of contact; designating a responsible entity is therefore impossible. The SNA asks that the notion of "common policies, procedures and controls" be clarified, so as to confirm that it refers to common governance and not to technical procedures that independent undertakings might adopt in parallel. It further stresses that compelling competing galleries to form a group would oblige them to share their

Name of the organisation	Question	Answer
		client files — their most sensitive commercial assets: this would result in a distortion of competition and a breach of business secrecy, with no benefit to the fight against money laundering since each entity already exercises its individual due diligence.
Syndicat des Négociants en Art	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria of Article 22 are difficult to apply to structures lacking a parent-subsidiary relationship. The entity with the highest turnover may exercise no control over the others and may possess neither the legal authority nor the operational influence required. Consistently with its answer to Question 7, the SNA recommends giving priority to qualitative factors: effective decision-making authority, responsibility for coordinating compliance, and practical capacity for implementation.
The Association for Financial Markets in Europe (AFME)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The RTS uses several terms that are not defined in AMLR Art. 2 nor in the RTS including: ‘commercial functions’, ‘decision-making powers’, ‘customer's expected transactional behaviour or business profile’, 'need-to-know basis', 'risk classification', 'group-specific risks' ‘reporting lines’, 'common customers' 'negative or adverse media reports', ‘close family members’, ‘closely associated persons’. AMLA should where possible use existing terms from existing EU legislative text or provide cross-references to the applicable AMLR provisions to define these terms in RTS Art. 2 Article 4 introduces the phrase 'the person on behalf of whom the customer acts' without defining it. This differs from AMLR 'any person purporting to act on behalf of the customer' and 'natural persons on whose behalf a transaction is conducted'. AMLA should align with the applicable AMLR wording or confirm in RTS Art. 2 that the terms and definitions of the AMLR apply.

Name of the organisation	Question	Answer
		The RTS uses 'risk-sensitive basis', in Art. 10, 11, 12 and 14, while the AMLR generally uses 'risk-based approach'. The phrase 'risk-sensitive' appears only in AMLR Recital 126. AMLA should replace 'risk-sensitive basis' with 'risk-based approach' throughout the RTS or expressly equate the two terms in RTS Art. 2. Providing "risk assessments" as another example, AMLR Articles 16(1) and 10 refer to group-wide and business-wide risk assessments. In the RTS, the recitals refer to group-wide level risk assessment, business-wide risk assessment and entity-level risk assessment, Article 3 (3) of the RTS refers to business-wide risk assessment at group level in sub (d) and group-wide risk assessments (plural) in sub (g). In Art.2 terms such as 'control function', are already defined in other EU financial services legislation and we request confirmation that 'control function' is to be interpreted consistently with existing EU legislative frameworks. We recognise AMLA seeks to capture structures, networks or partnerships that fall outside the AMLR definition of a 'group', in particular where no parent–subsidiary relationship exists. However, the relationship between these concepts and the group definition is not explicit. We seek clarification on if these definitions are intended to apply only in the absence of a group structure; and if obliged entities that are part of a group are expected to assess these concepts in parallel. Without clarification, there is a risk of uncertainty as to whether group-wide obligations could extend beyond formally defined group structures to other types of commercial arrangements. Given the broader RTS framework on group-wide policies, controls and information sharing, it is important to clarify if these definitions are intended to trigger obligations analogous to those applicable at group level and request clarification that the

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		introduction of these concepts does not extend group-wide requirements beyond the perimeter of entities that form part of a 'group' within the meaning of the AMLR. We note that the definitions of 'structure', 'network' and 'partnership' are broad and may inadvertently capture a wider range of arrangements. There is a risk that purely contractual or investment relationships, including minority interests or standard market arrangements, could fall within scope without involving the level of control, coordination or integration that would justify the application of group-like AML/CFT obligations. We further note that the definitions rely on concepts such as 'common management', 'common compliance control' or a 'common framework', without clearly specifying the level of influence or control required. Without clarification, there is a risk that arrangements involving coordination but not control could be captured, including scenarios where an obliged entity does not have the legal or practical ability to impose AML/CFT controls. We request that AMLA clarify that any obligations linked to these definitions are limited to what is within the obliged entity's legal and operational control. On 'partnerships' it is our interpretation that in respect of investment funds, only entities under clear group control should be included not limiting to majority ownership as the sole determinate. We note the change from majority owned subsidiaries to subsidiaries, which may create an issue where there are more than two group policies applying to the same entities. We propose that this is applicable to those with control rather than ownership and is relevant in scenarios where such arrangements do not involve control, common management, or the ability to impose AML/CFT policies, and where their inclusion could extend group wide requirements beyond their intended

Name of the organisation	Question	Answer
		perimeter. The draft RTS appears to extend the scope of information sharing to non-implementation and circumvention of targeted financial sanctions beyond Level 1 text for ML/TF requirements.
The Association for Financial Markets in Europe (AFME)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The RTS imposes several specific requirements beyond AMLR Art. 16, including the obligation to establish a dedicated 'organization and coordination structure or body at group level' with 'sufficient decision-making powers', 'clearly documented reporting lines' and a 'group AML/CFT officer'. These are new obligations without an AMLR equivalent. AMLA should confirm the AMLR legal basis for each of these requirements and clarify what constitutes compliance for groups of different sizes and risk profiles. Art 3. requires obliged entities to ensure effective group wide governance over AML/CFT policies, procedures and controls. We seek clarity on what constitutes 'sufficient decision making powers' at group level especially in the context of no parent/subsidiary relationship. In complex multi entity group structures, decision making authority may be distributed, particularly where legal and regulatory accountability is with the management bodies of individual entities. We seek confirmation that delegation arrangements should be permissible, provided that overall group level oversight, escalation mechanisms and accountability remain clearly defined. We request that Art. 3(1) is redrafted to include that a 'parent undertaking in the Union shall ensure that the following minimum standards are part of the group wide policies, procedures and controls on a risk-based approach'. We note a material concern arises where EU obliged entities within the same third-country-owned organisation are intentionally structured as independent businesses with separate boards, no shared management/services, and strict information barriers are mandated or necessitated by EU or foreign legal

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		obligations (including MiFID II conflict-of-interest controls and Reg W in the United States). The RTS refers to the 'group compliance manager' (Art. 3(a)), whereas AMLR Art. 16(2) uses 'compliance manager at the level of the group'. AMLA should use consistent terminology across both instruments and confirm that these terms designate the same function. AMLA should also clarify whether the 'group AML/CFT officer' referred to in Art. 3(b) RTS is the same person as the compliance manager at group level or a separate mandatory appointment, since AMLR Art. 16(2) refers only to one function. Art 3 of the RTS introduces requirements for regular and documented information exchanges between compliance, control and commercial functions. We seek clarity on the type and level of information expected to be shared (for example, whether this is intended to be aggregated risk information rather than customer-specific data); and how these requirements interact with existing legal constraints, including obligations relating to confidentiality, data protection and the prohibition on tipping-off. We welcome the inclusion in Arts 5 to 15 of mechanisms addressing situations where third-country legal restrictions may limit information sharing, data processing, supervisory access or record retention within cross-border groups. Supervisory expectations must remain proportionate and operationally workable in situations involving genuine conflicts of law, including restrictions arising from data protection, banking secrecy or confidentiality requirements in third countries. Obliged entities should not be put in a position where compliance with Union requirements requires them to breach applicable local law. To support this, we request AMLA to publish analysis on areas where third-country legal restrictions may limit information sharing, data processing, supervisory access, or record retention, and to promote engagement with

Name of the organisation	Question	Answer
		relevant jurisdictions to help address these challenges for obliged entities across the European Union. In Art 3 obliged entities must ensure consistent implementation, review and reassessment of group wide AML/CFT policies and controls. We propose that this applies in a proportionate, flexible manner to reflect differences in business models, activities and organisational structures. The review and reassessment must take place 'at the level of the parent undertaking'. In practice, such reviews may be conducted within established group wide second line or internal audit frameworks and request clarification that these activities may be delegated while maintaining appropriate group level oversight. Non-EU headquartered financial groups typically operate under robust, centrally governed global AML/CFT frameworks, and requiring a standalone EU group framework risks unnecessary duplication, inconsistency, and inefficiency - we support alignment with FATF Rec 18 which mandates group-wide programmes for financial groups. Art. 3(2): Suggested Edit (aligned to AMLR (43)) 2.Internal policies, procedures and controls shall be adopted and implemented group-wide by the management body of the parent undertaking in the Union. Group-wide owned procedures and controls shall be approved at least at the level of the group compliance manager referred to in Article 16(1) AMLR
The Association for Financial Markets in Europe (AFME)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in	The 'at least' formulation in Art. 4(1) mandating 22 data categories is overly prescriptive, conflicting with a proportionate, risk-based approach irrespective of customer risk or information request purpose. This creates significant operational challenges, particularly for low-risk customers. We urge AMLA to amend Art. 4 to allow tailoring of shared information based on individual customer ML/TF risk and the risk-based approach, avoiding the extensive sharing of information that is not relevant for the

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	the Union? Do you have any suggestion that would make it better suited operationally or legally?	receiving entity. Furthermore, the portfolio-wide processing as per Art. 4(2) for identifying “common customers” before ML/TF risk is identified, conflicts with GDPR`s principle of data minimisation. Alternatively we suggest that the parent undertaking shall define the situations, the amount and the type of data to be shared on a need to know bases and on a risk-based approach. We suggest the following edits to Article 4(1) and 4(2):Article 4(1): When information is deemed relevant by the parent undertaking for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group, as referred to in Article 16(3) of Regulation (EU) 2024/1624, shall enable the sharing of relevant information, including, where appropriate, the following categories of information (a)(xi) “material changes in the customer’s risk profile or status resulting in an increased risk classification as a result for example of , including changes in beneficial ownership or business activity or risk classification” Article 4(2)The parent undertaking in the Union shall define what situations and what type and amount of data are relevant for information sharing, considering the size, complexity, and the risks of the group as well as the availability and quality of the information. Information sharing within the group policies, procedures and controls shall cover at least the conditions for sharing, common customers and customers having the same their beneficial

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		owners, customers that belong to the same group or structure." Information-sharing policies, procedures and controls at group level shall include appropriate records of information exchanges to ensure traceability sufficient safeguards to ensure appropriate usage and accountability of such information as well as effective supervision, removing primarily the requirement to have records of information exchanges in place. Policies, procedures and controls set out the framework to safeguard information, but do not include records of information exchange. The suggested wording is a re-usage from Article 16 (3) AMLR." We are concerned that Article 4(4)'s phrase "shall not exempt" from conducting "adequate own" CDD creates ambiguity, risking duplicative CDD and undermining the AMLR's reliance framework (Recital 102). We request AMLA clarify that this phrase ensures ultimate responsibility but permits reliance on group-wide CDD, and that "adequate own" CDD means ensuring such reliance is appropriate for the entity's specific activities and risks. We seek clarity on Art. 5 RTS, and if it refers to governance and oversight by the parent undertaking only, or if it imposes obligations on individual subsidiaries and branches in third countries. If the latter, this must be stated explicitly, along with the relevant legal basis. On the ability for obliged entities in the Union to 'receive' information from branches or subsidiaries in third countries, this does not address the sharing of information from entities in the Union to entities outside the Union and we seek clarity on this. AMLA can specify minimum requirements for group wide policies, procedures and controls, but does not extend to the creation of standalone supervisory notification obligations. In this context,

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		the notification should be removed as identification and management of legal restrictions is addressed via provision in Art 17 AMLR. If this is not accepted, we seek confirmation on the process for the 28-day notification requirements, including timing. We request clarification that for obliged entities under direct AMLA supervision, notifications should be directed exclusively to AMLA, obviating parallel reporting to national competent authorities. Furthermore, information sharing should be limited to data relevant for supervisory functions, rather than a blanket transfer of all categories specified in Article 4.
The Association for Financial Markets in Europe (AFME)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	The measures in Section 4 appear broadly equivalent to those in Delegated Regulation (EU) 2019/758. We ask AMLA to confirm equivalence in the RTS preamble to provide legal certainty for institutions that have already implemented compliance frameworks under that Regulation and to avoid duplication or divergence in supervisory expectations across Member States. Arts. 11, 12, 13 and 14 should be reviewed to ensure they do not impose obligations that are impossible to implement in certain jurisdictions. Arts. 10–14 and 15 should align with Art 17 AMLR, which requires supervisors to be informed of additional measures taken where third-country law restricts the application of AMLR requirements. Art 10 introduces a dual notification structure, comprising an initial notification upon identification of the restriction and a subsequent notification confirming the appropriateness of the measures applied. The Level 1 basis for this duplication is unclear, and may create unnecessary administrative burden without comparable supervisory benefit. Art. 10(3) should be clarified to reflect that, where the ML/TF risk

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		cannot be managed, “one or more” of the listed measures may be applied, rather than that the full set of measures must apply in every case. On consent: While obliged entities are required to assess whether customer or beneficial owner consent can be used to legally overcome restrictions, this should not be interpreted as a general or standalone solution. In particular, under GDPR, consent must be freely given and may be withdrawn at any time, which limits its reliability as a basis for AML/CFT compliance. This should be reflected in the RTS to provide a more operationally feasible framework. We wish to emphasise that the additional measures set out in Art. 15 should be read and applied in light of an overarching principle of proportionality, as proposed for inclusion in Art.1.These measures should not be interpreted as a checklist and that they should be illustrative and enabling in nature i.e. enabling groups to select and calibrate one or more measure based on a proportionate assessment of the specific ML/TF risks and legal constraints involved. Similarly, obliged entities should be able to apply other measures that are equally or more effective in managing the specific ML/TF risks arising from third country legal restrictions, provided those measures achieve outcomes consistent with AMLR objectives. This should also align with the provisions in Art 16 of the RTS. On Art, 15 (1)(a) we consider that the product and service restrictions envisaged under Art 15(1)(a) may present operational and competitive challenges where third country law limits the application of group wide AML/CFT controls. In practice, such restrictions are not consistently applied as a default mitigation measure and may place EU headed groups at a competitive disadvantage compared to others operating in the same markets. We suggest that complete limitations on products and services may also be disproportionate where local ML/TF risks are effectively mitigated

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		through enhanced controls rather than withdrawal from certain activities. We seek clarity that Art 15(1)(a) is intended as a risk based measure of last resort, taking into account local market conditions and proportionality, which would support more consistent and workable implementation. On 15(1)(b): prohibiting reliance on customer due diligence carried out by third country branches or subsidiaries appears disproportionate. We suggest that limitations on information sharing do not necessarily indicate that CDD standards applied locally are deficient or not aligned with group requirements. A complete non reliance requirement risks duplicative controls without a clear risk based justification. The obligation under Art 15(1)(e) to determine and document source of funds and wealth appears risk agnostic. We seek confirmation that this measure is intended to apply on a risk based basis, as a broad requirement risks being operationally burdensome and disproportionate, particularly for lower risk relationships. On 15(1)(f): enhanced ongoing monitoring may be appropriate in circumstances such as new business initiatives or where a risk is not yet fully understood. However, we request clarity this is seen as a temporary, risk driven measure, rather than a requirement to apply permanently elevated monitoring solely due to third country constraints. 15(1)(g) proposes a proportionate approach by requiring the sharing of underlying information giving rise to suspicion, rather than the suspicious transaction report itself. Further clarification that this represents the minimum expected standard, subject to third country legal constraints, would support consistent and workable implementation. We note assessment and use of customer/beneficial owner consent is a potential risk mitigation option, rather a mandatory measure and that it should be applied on a risk based and legally appropriate basis.

Name of the organisation	Question	Answer
The Association for Financial Markets in Europe (AFME)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	The current drafting of Articles 12 and 13 introduces a highly prescriptive and repetitive approach, including a sequenced escalation that may ultimately lead to the closure of operations in third countries. This goes beyond the high-level, principle-based framework set out in the AMLR and limits the flexibility needed to manage diverse legal environments. A more effective approach would be to allow firms to determine appropriate mitigation measures on a risk-based basis, taking into account the specific legal constraint and risk profile of the jurisdiction, rather than imposing a rigid escalation pathway. The requirement for both an initial notification of legal restrictions and a subsequent notification confirming the appropriateness of mitigating measures appears to go beyond the Level 1 framework. This dual approach introduces significant administrative burden without a corresponding benefit in terms of supervisory oversight. Aligning the RTS with Article 17 AMLR by providing for a single, comprehensive notification once the restriction has been assessed would support a more proportionate and operationally efficient framework. The requirement to systematically provide findings from enhanced reviews, onsite checks or independent audits to supervisors is disproportionate and operationally burdensome. A more balanced approach would be to require that such information is made available to supervisors upon request, ensuring transparency while avoiding unnecessary reporting obligations for both firms and supervisory authorities. Expectations regarding the sharing of information related to STR

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		raise significant legal challenges. In many third countries, strict confidentiality and tipping-off rules prohibit the sharing of detailed STR-related information, particularly where this could interfere with ongoing investigations. The RTS should therefore clarify that information sharing in this context is limited to aggregated and non-tipping-off data, ensuring compatibility with local legal frameworks. At the same time, the objective of facilitating effective intra-group information sharing is supported, provided this is implemented in a manner consistent with applicable legal safeguards. Reliance on customer consent as a primary mechanism to overcome third-country legal restrictions presents significant operational and legal challenges. Managing and evidencing consent at scale is complex, and its legal effectiveness in overcoming banking secrecy or data protection constraints may be uncertain. Furthermore, obtaining consent from UBOs is often impractical as entities lack direct contractual relationships with them. In this context, consent should be treated as one of several possible mitigation tools, to be applied on a risk-based basis where it is legally viable and operationally feasible, rather than as a mandatory or default requirement. As we have set out in our response to Q1, The RTS uses 'risk-sensitive basis', in Art. 10, 11, 12 and 14, while the AMLR generally uses 'risk-based approach'. The phrase 'risk-sensitive' appears only in AMLR Recital 126. AMLA should replace 'risk-sensitive basis' with 'risk-based approach' throughout the RTS or expressly equate the two terms in RTS Art. 2.

Name of the organisation	Question	Answer
The Association for Financial Markets in Europe (AFME)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We note that Art. 6 to 16 of the RTS rely significantly on supervisory judgement in assessing legal restrictions, the sufficiency of mitigating measures and the appropriateness of escalation actions. In this context, further clarity would be welcome on how supervisory consistency and convergence will be ensured across home and host Member State Competent Authorities as well as between National Competent Authorities AMLA where it acts as a direct supervisor. Given the cross border nature of many obliged entities and the potential for the same third country legal constraint to affect multiple entities or branches, clear coordination mechanisms and common supervisory expectations will be essential to avoid divergent interpretations of the same group-wide arrangements. On sharing of customer data for supervisory purposes. We note that this is aligned to the data collection template and reporting requirements under the AMLA supervision framework. We welcome this and call for alignment where relevant throughout the RTS. On record retention provisions, we note that the drafting appears inconsistent with comments made on this subject at the recent AMLA hearing, where it is our understanding that an official confirmed that there is a five-year minimum requirement for record retention. We welcome clarity that these are minimum requirements, and that of necessary as required by local laws, records can be kept for longer. We also observe that there may be discrepancies in reporting requirements which may restrict the application of Art 77 of the AMLR, which could be a potential

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		problem for those operating in third countries. However, operational challenges may arise in practice, particularly in cross border structures where the parent undertaking's ability to direct or enforce specific measures is constrained by third country legal, regulatory or governance frameworks. While supervisory decisions are appropriately addressed to the parent undertaking or obliged entity in the Union, the feasibility of implementing certain corrective actions may be limited where third country entities are subject to conflicting local requirements. Further clarity on supervisory expectations regarding proportionality, the scope of required corrective measures, and how feasibility constraints in third countries should be taken into account would support more consistent and workable implementation, while preserving the objective of ensuring effective group wide AML/CFT oversight.
The Association for Financial Markets in Europe (AFME)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	For our members operating as a combination of EU and non-EU headquartered firms, we note a series of challenges with the proposed criteria – we make the following points: The methodology drives towards designation of a single EU parent across all EU entities with common head office(s) outside the EU. The approach does not reflect global group structures driven by legal/regulatory obligations. Requiring an artificial single EU parent does not accord with the AMLR definitions, has no correlation with actual governance and control perimeters, and may result in entities without influence over or understanding of affiliates being designed as parent. The approach must be consistent with other EU law using the

Name of the organisation	Question	Answer
		same definitions, such as CRD, and AMLA must recognise the possibility of multiple EU parent undertakings for third-country groups where justified by governance, regulatory perimeter and legal constraints, including mandatory third country separation requirements. The draft RTS addresses both “groups” with common head office(s) outside the EU and structures sharing common ownership, management or compliance control (“Structures”). While AMLR Recital 44 suggests the “broadest possible definition of a group”, Art. 2(41) AMLR must be given effect: a group cannot extend beyond “undertakings which consists of a parent undertaking, its subsidiaries, as well as undertakings linked to each other by [consolidated accounts in the EU]”. Accordingly, the RTS must reflect that a group is limited to entities within those specific relationships (including branches). All other collections of entities must necessarily be either Structures or outside Art. 16. “Group” in AMLR Art. 2(41) is substantially the same as in Regulation 2024/1620 (AMLA Regulation). Under the AMLA Regulation, a “selected obliged entity” includes a group “at the highest level of consolidation in the Union in accordance with applicable accounting standards”. Many third-country groups will not consolidate in the Union. If AMLA policy intent is to align AMLR Art. 16 “group” with direct supervision, the RTS should take into account accounting “consolidation in the Union” expressly. Under Article 17: While we support the objective of designating an EU parent undertaking as a focal point for group wide AML/CFT governance, the effectiveness of this designation will depend on

Name of the organisation	Question	Answer
		whether it leads to genuinely convergent supervisory interpretations of group wide arrangements across Member States and AMLA. Without clear mechanisms to ensure consistent assessment and avoid parallel national interpretations of the same group controls, the practical benefits of EU parent designation risk remaining limited. Furthermore, we note that there are operational considerations, such as to how and when a determination may be made - on a once and done basis and if a material change or trigger event occurs – to warrant a re-determination. We propose operating on the basis that if one entity has been assigned and there are no material changes then it should remain with the identified parent undertaking We request clarity on the interaction between Articles 17, 18 and 19 particularly where the entity identified at the date of application subsequently ceases to be the entity with the highest relative quantitative indicators. It is unclear whether, and at what point, a group headquartered outside the Union would be expected to re identify another parent undertaking in the Union, and how frequently such reassessments are envisaged. We also seek clarity on terms such as "annual turnover" and "sufficient understanding'' and if these cross refer to other regulations we ask AMLA to clarify their meaning. We also note that the criteria do not reflect governance and control realities, particularly for sister-company models with separate businesses, boards, and information barriers. We recommend that AMLA ensures qualitative elements are introduced in identifying parent undertakings (not merely quantitative proxies), as part of a holistic assessment which equally balances prominence and understanding.

Name of the organisation	Question	Answer
		We seek clear supervisory guidance on reassessment triggers, materiality thresholds and expectations in the event of changes to group scale or structure to enhance legal certainty, support business planning, and ensure the framework remains proportionate and achieves its governance objectives.
The Association for Financial Markets in Europe (AFME)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Further clarification would be beneficial regarding the interaction between Sections 5 and 6 of the RTS. As currently drafted, it is not clear whether obliged entities falling within the scope of Section 5 are also expected to assess their applicability under Section 6. Section 6 appears to be intended to capture arrangements that fall outside the AMLR group definition or , in order to subject them to similar AML/CFT requirements. However, the absence of an explicit distinction creates a risk that entities already operating within established group frameworks may be required to apply both regimes in parallel. This could result in duplicative assessments, uncertainty as to the applicable framework, and inconsistent interpretations across institutions and supervisory authorities. In this context, it would be helpful to clarify that entities falling within the scope of Section 5 are not subject to Section 6, thereby ensuring a clear and mutually exclusive application of the two frameworks and supporting a more proportionate and operationally workable approach. We note that Art. 21(2)(b) lists six sub-criteria for establishing 'common management'. The RTS does not indicate whether these are exhaustive alternatives (i.e. satisfaction of any single criterion is sufficient), cumulative requirements (i.e. all criteria must be

Name of the organisation	Question	Answer
		met), or indicative indicators. This ambiguity will lead to divergent interpretations and supervisory practices across Member States. AMLA should specify explicitly whether any single sub-criterion suffices or whether multiple criteria must be met. The same applies to the five sub-criteria for 'common compliance control' (Art. 21(2)(c)), as obliged entities could be expected to apply policies or obtain information in respect of entities or arrangements over which they do not exercise control or have no legal means to enforce compliance. The sub-criterion ‘homogeneous business strategy and/or business model’ (Art. 21(2)(c)) is not used or defined in AMLR. 'Business model' appears once in AMLR Recital 62 in an entirely different context. 'Homogeneous business strategy' has no AMLR basis. The criterion is too vague to apply as a legal test. AMLA should either delete this criterion and replace it with a functionally defined operative test, or define both terms explicitly in RTS Art. 2. The conditions in Art. 21 determine which entities are subject to group-equivalent requirements. AFME requests AMLA to confirm that the assessment under Art. 21 is binary: either the structure qualifies and all applicable requirements apply, or it does not, and that partial or tiered application of requirements is not intended. Arts. 21–24 apply 'group-equivalent' policies, procedures and controls to structures, but neither AMLR nor the RTS defines what 'equivalent' means. AMLR Art. 16(4) refers to group-wide provisions without introducing a separate 'group-equivalent' standard. AMLA should define 'group-equivalent' and clarify

Name of the organisation	Question	Answer
		whether it means identical to, or may fall below, the full group-wide standard.
The Association for Financial Markets in Europe (AFME)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Article 21 may give rise to legal and operational challenges in practice. While the objective of ensuring consistent AML/CFT standards across such structures is understood, applying requirements equivalent to full group wide obligations may be complex or not possible where entities are not part of a formal parent subsidiary relationship and ownership or control linkages are less defined. In such cases, the identified parent undertaking may have limited or no legal, governance or contractual ability to direct or enforce policies, controls or remedial actions across all relevant entities. Operational challenges may also arise in aligning governance arrangements, compliance oversight and information sharing frameworks across entities with differing business models, regulatory obligations and local legal constraints. This is particularly the case where management or compliance control is shared only partially, or where responsibilities remain fragmented across entities. Further clarification on supervisory expectations regarding proportionality, the degree of influence or control required, and how the size, complexity and risk profile of the structures should be taken into account would support more consistent and workable implementation, while preserving the objective of effective AML/CFT oversight. Art. 21(3) appears to imply that non-obliged entities within a

Name of the organisation	Question	Answer
		structure may be required to share information. If this is the intended scope, the provision would have a disproportionate and far-reaching impact, extending AML information-sharing obligations to entities that are not subject to AMLR and that have no established AML compliance framework. AMLA should clarify the intended scope of Art. 21(3). If non-obliged entities are intended to fall within scope, there should be an explicit legal basis in the AMLR for this extension. In the absence of a clear legal basis, Art. 21(3) should be amended to limit its scope to obliged entities within the structure. Arts. 21(3) and 22 use 'network members' and 'partners' as concepts. Neither term is defined in AMLR or in RTS Art. 2. AMLA should define these terms and clarify how 'partners' in RTS Art. 21(3) relates to 'partnership' as defined in RTS Art. 2(4), and whether the obligations of 'network members' differ from those of 'partners'. Unlike a corporate group with a parent-subsidiary relationship, structures share no direct legal authority. The parent undertaking identification under Art. 22 may have no legal power to impose policies, reporting obligations or compliance measures on other obliged entities within the structure. AMLA should address the legal mechanism by which the identified parent undertakes exercises its responsibilities vis-à-vis other entities that are not its subsidiaries.
The Association for Financial Markets in Europe (AFME)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	On essential technical information or critical services, we note that this criterion is not used or defined in AMLR. It is unclear if this is imported from DORA or another regulatory framework. AMLA should define the term or cross-reference the applicable

Name of the organisation	Question	Answer
		definition explicitly. We request AMLA clarifies the hierarchy and interaction of the Art. 22 criteria. In particular: (i) whether the criteria are applied sequentially (i.e. first criterion (a), and only if it does not yield a result, criterion (b), etc.) or simultaneously; and (ii) what happens if two or more criteria point to different entities within the structure. The current text does not address this scenario, which creates legal uncertainty in practice. Our comments in response to annual turnover criterion under Q7 also apply here. For financial institutions, this metric requires specific clarification on the applicable calculation basis. To enhance effectiveness and proportionality, we recommend that: 1. Implementation of Art. 16 for groups does not extend beyond the defined term “group” in the AML Regulation. Otherwise, this may require further focus on structures that are subject to equivalent measures, 2. Given AMLA’s classification of the selection criteria as qualitative, it is essential to ensure that these qualitative elements facilitate the identification of parent undertakings across all group structures. As currently drafted, entities with a non-EU head office could be assessed solely on quantitative factors relating to prominence and significance, potentially resulting in an incomplete assessment for such groups. 3. Ensure that Article 2(42)(b)(iv) of the Regulation is given meaning instead of subsumed by the determination of prominence and understanding, allowing groups to select the most appropriate parent entities based on their internal governance arrangements. 4.AMLA introduces flexibility to permit firms with a third country head office to designate multiple EU parent undertakings, each responsible for AML/CFT programmes within their respective sub groups, justified by governance, regulatory perimeter and legal constraints; or if a single EU parent undertaking is required, group level requirements should be more high level, flexible and risk

Name of the organisation	Question	Answer
		based, allowing groups to: propose a coordination arrangement that fits the model (as per responses to Q2), supported by formal intra-group agreements that confer limited AML/CFT coordination authority; clarify that the designated EU parent's 'ensure' obligation is met through reasonable, documented coordination efforts plus escalation, rather than strict liability for non-cooperation by separately governed sister entities. We also suggest an approach that is flexible whilst ensuring robust standards could be facilitated by concept of 'equivalence' that is outcomes focused and better calibrated to individual scenarios and considerations. Other Comments: AMLA's statement in paragraph 3.2 (of the CP) that the RTS are grounded in proportionality is not reflected in the proposed text. The RTS exceed the mandate to set minimum standards for information sharing by not sufficiently embedding a risk-based approach. It should be explicit in Art 3 that minimum standards are to be applied on a risk-based basis. The RTS presumes that a designated parent undertaking in the Union can ensure group-wide compliance through governance, reporting lines and decision-making structures, irrespective of the underlying corporate structure. This raises significant practical concerns where EU entities are sister companies with separate boards, no shared management and no cross-entity compliance control. In such cases, the designated EU parent may bear accountability without having the legal or operational means to compel cooperation or implementation across the wider structure. This issue is particularly evident in Art 3(1)(a) and (b), which appear to impose obligations as a result on the parent undertaking, including the establishment of a body with sufficient decision-making powers and the implementation of supervisory acts across the group. Such obligations are not operationally workable

Name of the organisation	Question	Answer
		where the parent undertaking does not exercise the necessary degree of control. We recommend that Art 3(1) be redrafted to clarify that the parent undertaking in the Union shall ensure that minimum standards form part of group-wide policies, procedures and controls on a risk-based basis. The RTS should reflect a proportionate coordination framework for structures that do not operate through hierarchical control, under which the designated EU parent may discharge its obligations through documented coordination mechanisms, defined participation requirements, escalation pathways and periodic attestations. Obligations imposed on the parent undertaking should be limited to matters within its legal and operational control, or expressly qualified by wording such as 'to the extent practicable'.
The Chamber of Tax Advisers of the Czech Republic	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The concepts of "common management" and particularly "common compliance control" require substantial clarification before the RTS can be finalised, because their current drafting risks capturing ordinary professional cooperation arrangements that fall outside the AMLR definition of "group" and that should not be subjected to group-equivalent obligations. It should be confirmed in the final RTS that "common compliance control" requires meaningful, demonstrable central influence over AML/CFT policies, controls or compliance oversight — for example, group-level approval of AML policies, group-level appointment of compliance officers, or group-level escalation of suspicious activity reports. The sharing of administrative support, technology, training, branding or professional methodologies alone should not, of itself, trigger application of group-equivalent obligations. The final RTS should distinguish clearly between (i) genuinely

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		integrated group structures with centralised compliance oversight; and (ii) ordinary professional cooperation arrangements, including international professional networks operating as associations of independent firms. The Guidelines should provide concrete examples drawn from the non-financial sector — not solely from the banking sector — to assist supervisors in applying the test consistently across the Union.
The Chamber of Tax Advisers of the Czech Republic	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We ask that proportionality be embedded structurally in the RTS — through differentiated requirements, simplified expectations for small obliged entities, and concrete recognition of sectoral context — rather than expressed solely as a principle to be applied at supervisory discretion.
The Chamber of Tax Advisers of the Czech Republic	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Intra-group information sharing in the professional services sector raises substantive legal and operational issues that the final RTS must address explicitly. The substantive constraints include professional secrecy obligations under national law, which protect client information from disclosure outside the engagement, including to other entities under common ownership. Tax advisers frequently hold sensitive information relating to tax positions in dispute and other confidential commercial matters. The unstructured sharing of this information within a professional network or multidisciplinary firm would breach professional duties and would be unlawful. We recommend that AMLA clarifies the following aspects in the final RTS: • the RTS do not create independent obligations to disclose information that is subject to professional secrecy or contractual confidentiality;

Name of the organisation	Question	Answer
		• professional secrecy under national law remain fully applicable, and override the information-sharing provisions of the RTS where they apply. The information-sharing provisions of the RTS must be read consistently with Article 21(2) AMLR, which codifies a functional carve-out for notaries, lawyers, other independent legal professionals, auditors, external accountants and tax advisers when they ascertain the legal position of their client or act in or concerning judicial proceedings.
The Chamber of Tax Advisers of the Czech Republic	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The final RTS should distinguish clearly between: • on the one hand, genuinely integrated structures with centralised compliance oversight, in which a central entity exercises meaningful influence over AML/CFT policies, controls and decision-making across the structure; and • on the other hand, ordinary professional cooperation arrangements — including international professional networks operating as associations of independent firms, professional federations, referral arrangements, branding cooperation, training cooperation and shared methodologies — which do not involve centralised compliance oversight. Professional networks of the second type (brand cooperation, common branding etc) should not automatically be treated as structures subject to group-equivalent obligations. The conditions in Article 21 of the draft RTS would benefit from substantial elaboration and from concrete examples drawn from the non-financial sector to guide consistent supervisory application. Where group-equivalent obligations are applied to a structure that is not a group within the meaning of Article 2(1)(35) AMLR,

Name of the organisation	Question	Answer
		the substance of those obligations should be calibrated to the nature of the structure. Applying the full set of group-wide obligations to a loosely federated professional network would be disproportionate and would not be supported by the underlying AML/CFT objective. We ask AMLA to confirm in the final RTS that the obligations applied under Article 21 of the draft RTS are to be calibrated to the nature of the structure and the degree of integration of its constituent entities.
The Council of Bars and Law Societies of Europe (CCBE)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	These RTS are meant to apply to groups (being very broadly defined by ref. to Art. 2.1 (41) of the AMLR) and are intended to cover (beyond corporate structures) networks and other contractual arrangements that result in shared ownership, management, or compliance functions. In view of this broad definition, we believe that a (limited) number of EU/EEA law firms might fall under these rules. In practice, most lawyers do not work in large structures. Only for some large international firms, a parent/subsidiary relationship is in theory possible. Deontological rules of some countries prevent such structures, while in others, they may allow common services in large firms, such as marketing, IT and some control functions. From among the structures covered by the RTS, while “groups” are less common, cooperation amongst law firms may fall under the definitions of “network” or “partnership”. The definition of “network” in Art.2(3) RTS is very wide, notably referring to “a common brand or marketing name” and “common management” only. The same “brand or name” does not mean that any functions are shared. Often, lawyers join “networks” that only consist of lawyers’ conferences, a website to assist referrals and a common brand. Such “networks” have a common management in the sense of a common organization in order to

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		keep the “network” alive. Such a network does not integrate any functions for common daily operations, but still it seems to be covered by the definition. Networks do not have a “parent undertaking”. Even more important, in such a network, information cannot be shared as legal professional privilege/professional secrecy applies. This definition must therefore be reduced to networks with common ownership AND common compliance functions International law firm networks are generally based on voluntary cooperation and consensus and lack hierarchical governance structures or legal mechanisms enabling one entity to impose binding instructions on another. Hence, networks should not be treated in the same way as corporate groups. The definition of “partnership” in Art.2(4) RTS seems to be narrower than “network”. Still, the broad criterion of a “common purpose” is not distinctive, as a common purpose is very often met (e.g. lawyers share a common purpose to defend the rule of law). This definition too must be reduced to partnerships with common ownership AND common compliance functions and, if applicable, the related obligation to share information within the structure shall be at all times qualified by applicable rules in terms of legal professional privilege/professional secrecy. Moreover, the RTS contain dissonances with FATF Recommendations 18 and 23 whose explanatory memorandum explains: “Based on their understanding of their ML/TF risks, countries should determine in which cases ‘other DNFBP structures’ could better mitigate their ML/TF risks by applying group wide programmes and ensure that any requirements to this effect are practical and relevant to the goal of improving the effectiveness of AML systems.” The RTS do not follow the same

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		spirit of effectiveness – to apply rules to cases where they would allow to better mitigate ML/TF risks. We recommend adding a clause that reflects FATF position: "These RTS are not intended to impact sole traders or other independently operating businesses or professionals." More generally, in some respects, the provisions of RTS: -Seem in contrast with the risk-based approach: the risk of a law firm/lawyer may vary depending on the EU/EEA jurisdiction where it is established, and on the activities it undertakes. Accordingly, efficient mitigation of ML/TF risks requires a local anchoring of related controls, including AML framework. However, this RTS would result in the "delocalization" of such a framework at the level of the parent undertaking, thus possibly entailing that local "group" entities would be subject, at "group" level, to decisions/policies that may not necessarily be appropriate or proportionate, nor as strict as those currently in place at the level of their own state; -Can undermine the decision to entrust SRBs with the supervision of lawyers to guarantee their independence: according to the directive, States may entrust supervision to SRBs. The supervision of lawyers is in many cases explicitly entrusted to the bars as SRBs to ensure the independence of the profession from undue state influence. If according to this draft RTS, a law firm is locally subject to AML supervision by an SRB and has a "parent undertaking" subject to a state supervision system, this can cause tension with the safeguards for the independence of the profession, a part of the rule of law architecture, in the first State.

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		While SRBs can of course very well cooperate with both other SRBs and state supervisors, it has to be ensured that this cooperation does not undermine the sole competence of the SRB in matters regarding lawyers which they supervise.
The Council of Bars and Law Societies of Europe (CCBE)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The group-wide policies should only apply when proportionate and justified according to a risk-based assessment. Moreover, it should be made clear that the requirements only apply to groups, and, when applied by other structures such as networks and partnerships, shall follow a risk-based approach and, in any case, shall not be implemented if contradicting rules on e.g. legal professional privilege/professional secrecy, or independence of the legal profession. Several provisions under Article 3 conflict with the independence and confidentiality rules applicable to lawyers, such as: - Art.3,1.(a), requiring to set up, at group level, an “organisation and coordination structure or body [...] with sufficient decision-making powers”, and, relatedly, requiring the group compliance manager and compliance officer to be in position to “manage and prevent” ML/TF risks; - Art.3,1.(b), requiring flow of “necessary information at group level”; - Art.3,1.(e), requiring group compliance functions to have “regular and documented information exchanges”; - Art.3,1.(g), requiring group compliance functions to review the effectiveness of the group-wide policies, procedures and controls, and that such policies, procedures and controls and the group-wide risk assessments shall be “adequately” reviewed at the level of the parent undertaking.

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		These provisions, and their imprecision, might result in group structures/positions having access to information / documentation protected by confidentiality rules, and imposing policies / instructions to group entities conflicting with the independence that lawyers shall observe when providing services. Therefore, in some respects, the current provisions of this RTS seem to: • constitute a risk to the protection of professional secrecy: See also the list of information (including information on customer) to be shared under Section 3 of the draft RTS; • violate the principle of independence: Article 3 of the draft RTS, vesting the AML/CFT compliance function at group level with certain prerogatives and access to information. In practice, some law firms may lose their independence in the choice of the most competent compliance functions, which is certainly not in line with the need to have an adequate internal organization. The generality of this Article should thus be limited through an additional paragraph taking into account the specificities of lawyers, e.g. along the following lines: The provisions of this article shall apply to independent legal professionals only to the extent that they are compatible with fundamental rights under Union law and the European Convention on Human Rights and/or the provisions of national laws governing the access to or the exercise of the profession. Moreover, a number of specific requirements go in our opinion

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		beyond Art. 16 AMLR, including the obligation to establish a dedicated 'organisation and coordination structure or body at group level' (Art. 3(a)) with 'sufficient decision-making powers', 'clearly documented reporting lines' and a 'group AML/CFT officer' (Art. 3(b)). These are new and specific obligations without a legal basis in the AMLR.
The Council of Bars and Law Societies of Europe (CCBE)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The mere fact that a lawyer represents a certain client or provides assistance for transactions or other services, is subject to legal privilege, so that any information on clients may only be shared with other entities in very limited circumstances. This is even more applicable as regards the content of the lawyer-client relationship. Lawyers are usually subject to strict confidentiality rules under the applicable deontological rules. These rules reflect Art. 7 and 47 of the Charter, other principles of EU law such as the rule of law, and the ECHR. Professional secrecy is a fundamental right of clients and part of the effective administration of justice. Any exceptions to legal privilege must respect the Charter, the ECHR, and the jurisprudence of the ECJ and the ECtHR. In this context, reference is made to the various cases of both the ECtHR (e.g. Michaud v. France) and the CJEU (e.g. Ordre des barreaux francophones, C-305/05). This Section on information sharing should thus at least be limited through an additional Article taking into account the specificities of lawyers, e.g: "The provisions of this Section 3 shall apply to independent legal professionals only to the extent that they are compatible with the fundamental rights under Union law and the ECHR and/or the provisions of national laws governing the access to or the exercise of the profession." Moreover, we suggest adding the following recital acknowledging

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		and safeguarding the specificities of certain obliged entities which may conflict with the sharing of information with other (group/network/partnership) entities: "(XX)The practice of activities carried out by independent legal professionals is subject to registration with an independent professional body and governed by principles such as independence and confidentiality. The EU AML framework recognises, in line with case law of the European Court of Justice, the particular role played by independent legal professionals in the judicial system, reaffirming in particular certain fundamental rights such as the confidentiality of lawyer-client communication. Also, the Council of Europe Convention for the protection of the Profession of Lawyer highlights, in its preamble section, “the fundamental role that lawyers and their professional associations play in upholding the rule of law, securing access to justice and ensuring the protection of human rights and fundamental freedoms”. Independent legal professionals should therefore be subject to this Regulation only if its provisions do not infringe upon (i) these fundamental rights, (ii) the fundamental principles and duties governing the practice of the profession or (iii) the provisions of national laws regulating access to and/or the practice of the profession of independent legal professionals in a Member State of the Union ." Besides, the consistency of some provisions is doubtful: Art.4(1) and Recital 4 seem to envisage a very broad exchange of information, whereas Art.4(3) and Recital 10 refer to proportionate information sharing on a need-to-know basis. The use of ‘shall’ and ‘at least’ in Art.4(1) makes the provision overly prescriptive and inconsistent with risk-based approach. Art.4.1.d) (i) states: “unless otherwise instructed by the competent FIU”. The filter provided by the President of the Bar in

Name of the organisation	Question	Answer
		certain States (e.g. Belgium, France and Luxembourg), as part of the reporting mechanism by lawyers, is not taken into account. Therefore, the President of the Bar should also be authorized to issue contrary instructions where such a filter mechanism is in place. Art. 4, 7 and 10 suggest that customer or beneficial owner consent may be used to overcome legal restrictions on information sharing. This approach is not workable. This effectively requires obliged entities to attempt to circumvent the information-restriction laws of third countries. This creates a direct tension with the sovereignty of those countries and may expose European obliged entities to regulatory or legal liability in the jurisdictions concerned. Recital 7 provides that information sharing within groups should not lead to an automatic group-wide acceptance or rejection of a customer or categories of customers: this is never applicable to lawyers as contracts are intuitu personae. Recital 23 and Art.8 (Information sharing within partnerships for information sharing) go very far, especially when not all members of the structure are obliged entities. It is not inconceivable that two lawyers might work on the same file, one of whom is obliged and the other not (e.g. in a divorce, one lawyer might handle exclusively personal matters and another the partition of assets). If they form a partnership, with or without legal personality, the AMLA should not be able impose obligations on the lawyer who is not an obliged entity. The entire section concerning the obligations of parent companies that are not obliged entities is not covered by AMLA's competence.
The Council of Bars and Law	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures	Groups subject to the AMLR that operate e.g. through subsidiaries in third countries may face local legal or regulatory restrictions,

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Societies of Europe (CCBE)	required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	such as data protection rules, banking secrecy or limitations on customer information. In any case, in practice, local rules on legal professional privilege / professional secrecy might not be overruled for AML/CFT purposes, as this will depend on the provisions of applicable foreign law.
The Council of Bars and Law Societies of Europe (CCBE)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	--
The Council of Bars and Law Societies of Europe (CCBE)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	--
The Council of Bars and Law Societies of Europe (CCBE)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	--
The Council of Bars and Law Societies of Europe (CCBE)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Certain items and notions, as used in this Article, lack clarity (thus possibly giving rise to varying interpretations in their implementation, which contravenes the legal certainty that instruments such as RTS are expected to promote), such as e.g.: - Art.21, 2., (a) : “control” over activities or entities / structures; - Art.21, 2., (b)(i) : provides that common management applies when entities are “legally dependent parts” of an entity, without

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		defining its meaning; - Art.21, 2., (b)(ii) : “homogeneous” business strategy or business model; - Art.21, 2., (b)(ii) : refers to a “common management body”, which might not be a body concerned with operational questions. It should be defined that a common management body only is considered as such, if it does not cope with strategy questions only, but with daily operational questions; - Art.21, 2., (b)(iii) : is not distinctive either, as lawyers might share their profits due to well established practices (e.g. if two lawyers assist the client in the same case, they might share the revenue by half – “collegial half”), which is not distinctive - Art.21, 2., (c)(iii) : “system of periodic central compliance operations or compliance costs”. Additionally, the relevance of the criteria linked to “common compliance control” may be challenged, bearing in mind that the purpose of this draft RTS is the fight against ML/TF and noting that the related criteria actually go beyond the mere AML/CFT framework. In this context: - Recital 24 is of concern. It explains how conditions for the qualification of structures that share common ownership, management or compliance control should be designed and it states that “common compliance control should not be limited to compliance under the AML/CFT framework, but include other types of compliance such as prudential, product or service compliance arrangements in place.”; - Art.21, 2., (c)(v) refers to common branding, marketing or franchising arrangements.

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		Consequently, this recital and this provision should be removed (or at least limited to the prevention of ML/TF) given the purpose of this legislation (i.e. fight against ML/TF – prudential or service compliance thus falling short of its subject matter) and, more generally, because AMLA has no jurisdiction over compliance issues not related to the fight against ML/TF.
The Council of Bars and Law Societies of Europe (CCBE)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	As noted under answer to question 8 above, certain items are not relevant to the prevention of ML/TF and the lack of clarity of certain items and notions used in this Article could end up in divergences in interpretation and practical implementation. According to the deontological rules in many EU member states, "common ownership" of law firms is not allowed, as it is potentially in conflict with LPP/PS. It may be useful to clarify that Article 21 should not extend group-wide requirements to entities established exclusively in third countries merely because they participate in a network arrangement, except where Union branches are concerned.
The Council of Bars and Law Societies of Europe (CCBE)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	It appears from points (a) to (g) of Article 22, 1. of the draft RTS that the identification of the "parent undertaking" is based on vague and undefined criteria, such as: - Art.22, 1., (b) : "important transactions"; - Art.22, 1., (c) : "right or ability to coordinate the management"; - Art.22, 1., (d) : "essential technical information or critical services"; - Art.22, 1., (e) : "manag[ing] the compliance control or system"; - Art.22, 1., (f) : "manag[ing] the costs of operational and compliance activities".

Name of the organisation	Question	Answer
		The relevance of criteria such as the development, management distribution or review of branding, marketing, franchising partnership or network arrangement (Art.22, 1., (g)) is also questionable regarding the purpose of this draft RTS. In addition, Article 22, 2. of the draft RTS provides that, in the absence of identification according to the criteria of Article 22, 1., the entity with the highest total annual turnover will be considered the "parent undertaking". The authority to impose rules at the network level should not be based on the turnover as the risk might be very different from one entity to the other, even in the same network. In the case of obliged entities (such as lawyers) which are subject to AML/CFT obligations for certain activities only, this criterion should at least be limited to the turnover corresponding to these activities. This once again demonstrates a misunderstanding of the risk-based approach, a principle that is the basis of European AML/CFT policy. Lastly, we note that this Article, when dealing with the parent undertaking to be identified in such capacity, merely refers to "entity", and not "obliged entity". We also note that Article 24 provides certain notification requirements to supervisors "in case the parent undertaking is not an obliged entity". We therefore understand that the parent undertaking might be an entity which, by itself, might not otherwise be in scope of the AML/CFT legislation. This would result in vesting AML/CFT obligations and prerogatives, at group level, to entities having potentially insufficient and/or non-qualified (technical and human) resources to endorse such role, with limited knowledge and understanding of the ML/TF risks at group level which they are

Name of the organisation	Question	Answer
		supposed to mitigate. As a result, the "parent undertaking" should at least be an obliged entity, i.e. an entity in principle already equipped to understand and mitigate ML/TF risks considering that it is already subject, at its own level, AML/CFT professional obligations. Additionally, based on the independence and confidentiality obligations applying to independent legal professionals, as detailed hereabove, and noting that, based on its current drafting, this Article would allow non-obliged entities and non-legal professionals to be the "parent undertaking" of independent legal professionals, this Article should include a broader caveat that the identification of the parent undertaking and the prerogatives vested to it under this draft RTS and AMLR shall not conflict with such independence and confidentiality obligations, e.g. along the following lines: The provisions of this Article 22 shall apply to independent legal professionals only to the extent they are compatible with the fundamental rights under Union law and the ECHR and/or the provisions of national laws governing the access to or the exercise of the profession. Regarding Article 23, the draft RTS appear to require notification of a designated parent undertaking and allows supervisors to determine a different parent undertaking. It may be worth questioning whether Articles 16 and 17 AMLR provide a sufficient legal basis for such powers. Regarding Article 24 (Notification to the supervisor in case the parent undertaking is not an obliged entity):

Name of the organisation	Question	Answer
		- Article 24, 1., first sentence provides that the notification shall be done by “the obliged entities of the structures”, while third sentence foresees the case where “a parent undertaking fails to notify to the supervisor”. This Article should thus be corrected to remedy this inconsistency; - Article 24, 3. provides that, in case of change in the information previously notified to relevant supervisors by the obliged entities, such obliged entities inform the relevant supervisors “and the Authority” (i.e. the AMLA) – while the initial notification under Article 24, 1. shall be addressed only to relevant supervisors. There is therefore no reason to notify AMLA in case of change, such notification to AMLA being rather the responsibility of relevant local supervisors, if applicable.
The European Fintech Association	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS incorporates several terms that are absent from the AMLR or diverge from the codified text. This lack of alignment introduces significant legal uncertainty. To ensure regulatory consistency, AMLA should address these identified definitional gaps. 1. Undefined Terms A variety of terms employed throughout the draft RTS lack explicit definitions within Article 2 of both the AMLR and the RTS. Recommendation: It is suggested that AMLA define the following terms within Article 2 of the RTS or provide clear cross-references to the relevant originating provisions in the AMLR: 'commercial functions' [Art. 2(1); Art. 3(1)(c), (e)] 'decision-making powers' [Art. 3(1)(a)] 'reporting lines' [Art. 3(1)(a)] 'group-specific risks' [Art. 3(f)] 'customer's expected transactional behaviour or business profile'

Name of the organisation	Question	Answer
		[Art. 4(1)(a)(iv)] 'risk classification' [Art. 4(1)(a)(xi)] 'common customers' [Art. 4(2)] 'need-to-know basis' [Art. 4(3)] 'close family members' and 'closely associated persons' [Art. 4(1)(c)(v)] 'negative or adverse media reports' [Art. 4(1)(c)(x)]
The European Fintech Association	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	To mitigate the risk of conflicting interpretations, AMLA should harmonise the following RTS phrasing with established AMLR terminology: Group Governance Roles: Article 3(a) RTS cites a "group compliance manager," differing from the AMLR's "compliance manager at the level of the group." Uniform terminology is essential. AMLA should also clarify whether the "group AML/CFT officer" represents a distinct mandatory appointment or is identical to the aforementioned manager. In addition, EFA welcomes the inclusion of minimum group-wide requirements in Article 3 of the draft RTS and considers the requirements listed therein to be broadly sufficient in scope. However, we identify a lack of clarity in the treatment of policies, procedures and controls under Article 3(1)(g) that, if unaddressed, may create operational challenges for global groups. Article 3(1)(g) requires the compliance and control functions to regularly review the effectiveness of the group-wide policies, procedures and controls, and provides that these shall be adequately reviewed and reassessed at the level of the parent undertaking in the Union. As written, this dictates that policies, procedures and controls be subject to the same degree of centralised oversight. In practice, however, these serve distinct functions: policies set overarching principles and risk appetite at

Name of the organisation	Question	Answer
		group level, whereas procedures and controls operationalise those principles at a local or functional level, often requiring adaptation to the legal, regulatory and operational environment of each jurisdiction. The draft RTS itself already recognises this distinction. Article 3(2) provides that group-wide policies shall be approved by the management body, while procedures and controls need only be approved at the level of the group compliance manager. If the RTS differentiates approval levels for policies and procedures, it follows that review and reassessment requirements should similarly be differentiated. This concern is particularly acute for branches and subsidiaries in third countries, where local procedures and controls need to reflect local legal requirements while remaining subject to effective parent-level oversight. Accordingly, EFA recommends that AMLA clarify Article 3(1)(g) to establish a proportionate, risk-based framework for review, whereby policies are subject to rigorous parent-level oversight while the review and reassessment of procedures and controls may be performed locally under a framework directed by the parent undertaking. In addition, the proposed definitions for ‘structure’, ‘network’, and ‘partnership’ are excessively broad. There is a risk of encompassing purely contractual arrangements that lack the coordination or control necessary to justify the imposition of group-wide AML/CFT obligations. As these definitions lean on unquantified concepts such as "common compliance control" or a "common framework," they may capture coordinated structures where an entity possesses no legal capacity to enforce internal compliance policies.

Name of the organisation	Question	Answer
The European Fintech Association	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	EFA recognises the importance of effective information sharing within group structures for AML/CFT purposes and acknowledges the provisions set out in Articles 4 to 9 of the draft RTS which seek to enable this. Nevertheless, EFA members foresee several operational and legal challenges in implementing these provisions, particularly when transferring information from branches and subsidiaries located in third countries. We are concerned that the breadth of the information-sharing obligations in Article 4, combined with the cross-border expectations in Articles 4 to 7, may create material legal uncertainty and operational burden for global groups operating across multiple regulatory regimes. While cross-border transfer and processing serve the legitimate purpose of meeting the group's EU AML/CFT obligations, that purpose does not, of itself, necessarily constitute a lawful basis for processing or a valid cross-border transfer mechanism under a third-country local data protection law. Certain jurisdictions, such as Brazil, the United Arab Emirates and India, maintain stringent regulations on cross-border data transfers. A lawful processing ground and, where required, a recognised transfer mechanism, must be established separately in each jurisdiction, subject to a comprehensive lawfulness assessment under the applicable local law. EFA therefore recommends that AMLA provide further guidance on how obliged entities should navigate the intersection of third-country data protection requirements and the information-sharing obligations under this RTS. In the absence of higher-level frameworks at country level, individual financial institutions and individual supervisors are likely to arrive at different assessments and solutions, leading to disparate frameworks that impair a transparent and equal playing field within the European financial

Name of the organisation	Question	Answer
		sector, contrary to the harmonisation the RTS is intended to achieve. EFA would also welcome confirmation that obliged entities may withhold information covered by applicable legal privilege without being treated as non-compliant with the information-sharing obligations, together with practical guidance on ma
The European Fintech Association	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	EFA foresees a significant legal and operational challenge in implementing Section 4, arising from the absence of a clear delineation between the concept of "restriction" as used in the draft RTS and "less strict" as used in Article 17(1) of the AMLR. The imposition of additional measures should be limited solely to countries in which the law concretely restricts the ability of obliged entities to apply the standards laid out in the draft RTS and AMLR Article 16. The term "restrict" in the RTS should be explicitly distinguished from "less strict" in Article 17(1), which can be interpreted to encompass a wide range of countries beyond those formally listed under AMLR Articles 29 to 31. Article 17(1) creates a two-limb obligation: the parent undertaking must ensure third-country branches and subsidiaries comply with the AMLR or equivalent. Article 17(2), however, contemplates a qualitatively different situation in which the law does not permit compliance, presupposing an affirmative legal barrier, not merely a gap in regulatory prescription. Conflating these concepts would risk eroding this two-tier structure. Recital (46) of the AMLR supports this reading, framing the trigger by reference to concrete impediments, namely limitations to the group's ability to access, process or exchange information due to an insufficient level of data protection or banking secrecy law, rather than differences in regulatory granularity. Accordingly, differences in regulatory

Name of the organisation	Question	Answer
		drafting, data-collection granularity, verification methods or procedural requirements should not, by themselves, be treated as a "restriction" where the third-country framework is substantively equivalent and the group can effectively manage ML/TF risk. EFA therefore recommends that AMLA include a recital or interpretive provision in the final RTS clarifying that Section 4 is triggered only where third-country law creates an affirmative legal impediment to group-wide AML/CFT policies, not merely where the framework prescribes different or less granular requirements that are broadly equivalent. We recognise that the RTS identifies impediments across multiple domains spanning CDD, information sharing, STR disclosure, supervisory data sharing, and record retention, and we do not suggest limiting the framework to one domain. However, the assessment should be domain-specific and risk-sensitive: where an impediment relates to differences in data-collection granularity rather than an affirmative legal prohibition, the parent undertaking should retain discretion to determine whether the KYC information retrieved is sufficient to mitigate ML/TF risk without triggering the full additional measures suite, consistent with the RTS's requirement that additional measures be determined on a risk-sensitive basis. EFA recommends that AMLA develop guidance for recognising equivalent frameworks, such that parent undertakings in equivalent jurisdictions would not be required to apply the full Section 4 regime solely by reason of differences in individual data-collection or procedural prescriptiveness. In addition, EFA recommends that AMLA clarify that supervisory authorities should apply Article 16 proportionately, including by assessing whether less restrictive or alternative measures would adequately mitigate ML/TF risk before requiring restrictions,

Name of the organisation	Question	Answer
		termination of business relationships, transaction prohibitions or closure of operations. In addition, the highly prescriptive nature of Article 15 risks severely disrupting international operations, disproportionately affecting branches and subsidiaries in reputable, low-risk third countries. Rather than imposing outright operational barriers, the framework should establish a clear, risk-based pathway through equivalent mitigation controls. We urge AMLA to address the following specific operational challenges within Article 15: Paragraph (a) — Restriction of Products and Services Paragraph (d) — Senior Management Approvals Paragraph (e) — Disproportionate Source & Destination of Funds Documentation Paragraph (f) — Initial Enhanced Ongoing Monitoring Recommendations for Article 15: Bifurcate Management Approvals: Allow immediate action followed by senior management notification/approval for time-sensitive operational decisions. Maintain strict prior-approval only for high-impact structural measures (e.g., service restrictions or closing local operations). Alternatively, allow parent undertakings to delegate this authority to local senior management under strict group-wide reporting. Risk-Based Dynamic Verifications: Explicitly restrict intensive SOF/SOW documentation and enhanced ongoing monitoring to scenarios where a specific, elevated ML/TF risk trigger has been identified for an individual customer. The RTS must clearly define these triggering risk thresholds.

Name of the organisation	Question	Answer
The European Fintech Association	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	In relation to the information-sharing provisions that apply where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes, EFA refers to its observations above regarding the legal and operational challenges that arise in such situations. In relation to Articles 12 and 13 specifically, EFA recognises that certain alternative information flows are framed in aggregated or statistical terms, such as the number and typologies of suspicious transactions and the number of high-risk customers, and that these provisions already contemplate aggregated and review-based flows as the minimum actions to be taken where disclosure is restricted. However, the framework should make clear that any obligation to share underlying suspicious-transaction information, customer-related data, or supervisory information applies only to the extent compatible with the law of the third country. EFA therefore recommends that AMLA confirm expressly that, where local law restricts such sharing, obliged entities may rely on proportionate alternative arrangements, including aggregated reporting, enhanced local reviews, or senior management reporting, without this being treated as a failure to comply with the information-sharing obligations.
The European Fintech Association	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	EFA welcomes the methodology in Section 5 for identifying the parent undertaking in the Union where two or more obliged entities share a head office in a third country and are not in a parent-subsidiary relationship. We are concerned, however, that the ordering established by Article 18(3), under which the determination of "sufficient prominence" prevails over the determination of "sufficient understanding of operations", risks designating as parent undertaking the entity with the largest

Name of the organisation	Question	Answer
		customer base or transaction volume rather than the entity that ultimately exercises group-wide compliance control. Articel 17 measures prominence by customer numbers, transaction value and turnover, whereas the Article 18(1) focuses on an entity's ability to direct strategy, decide important transactions, coordinate management or operate critical compliance arrangements. Where these diverge, requiring the more prominent but less operationally-connected entity to assume responsibility for group-wide requirements could fail to place the obligation with the entity most appropriately placed to discharge it. EFA therefore recommends that AMLA reconsiders this point, either to reverse the priority in Article 18(3) so that understanding of operations is more relevant, or, at a minimum, provide expressly that the entity identified by reason of sufficient prominence may confer operational responsibility for implementing group-wide requirements on the entity with genuine compliance control.
The National Council of French Chartered Accountants	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We do not clearly understand how the definitions are to be applied in practice in France. French chartered accountants may operate in the form of corporate groups with common ownership in the EU, which does not raise any major implementation difficulties. However, French firms that are members of international professional services networks, which are not limited to the four largest audit and consulting networks, are legally independent companies which may not be placed under the control of persons who are not members of the Council of French Accountants (Ordre des experts-comptables).

Name of the organisation	Question	Answer
		French firms may also operate through the form of associations, be members of a technical association or of a cluster of companies, without common capital control but subject to common rules freely agreed in consideration of a common brand and access to certain common tools or services. These are generally agreements governing cooperation between obliged entities, but which do not provide for capital or managerial control or for a centralised compliance control. It will therefore be particularly difficult to determine, in light of the definitions proposed by the draft RTS, which structures do or do not fall within group-wide requirements. Additional guidance is required. The definitions highlight difficulties: - Concerning the practical possibility of ensuring that all entities in networks and other arrangements comply with AML/CFT rules at group level, where the parent undertaking does not have the legal means to do so. How could the latter be sanctioned where it does not have the legal powers to enforce the rules? - Concerning the application of professional secrecy, which is particularly strong for certain French professions, such as lawyers. - Concerning the possible inclusion of non-financial non-obliged entities of the group within certain group-wide requirements, which in our view would exceed the mandate conferred by the AMLR, a Level 1 text. Those difficulties should not have the effect of requiring networks, associations and other arrangements to modify their

Name of the organisation	Question	Answer
		business model or governance solely in order to apply this RTS. This would create a significant risk of disproportionate application of the AML/CFT regulations referred to in Article 16 AMLR. Recital 45 recalls the requirement of proportionality.
The National Council of French Chartered Accountants	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	An excessively prescriptive approach would be difficult to apply to the very diverse realities of the sector: varying group sizes, diversity of activities carried out within the same group, and coexistence of integrated structures and networks or partnerships whose day-to-day management is not centralised. A principles-based approach would make it possible to ensure the effectiveness of AML/CFT requirements while respecting the principle of proportionality. The proposed minimum group-wide requirements are generally applicable to integrated groups placed under common control or management but may be difficult to implement within networks and other arrangements. Indeed, networks and other arrangements do not always have the legal or operational capacity to establish the control organisation required to comply with those requirements, in a harmonised manner across all entities concerned. Article 3 of the draft RTS should limit the liability of the parent undertaking where, legally or under the relevant contract, it cannot control the entities 'compliance or obtain the required information.
The National Council of French	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the	The concept of professional secrecy in AML/CFT matters must be clarified by France to avoid conflicts between legal provisions.

Name of the organisation	Question	Answer
Chartered Accountants	provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	The analysis must be carried out in the light of the Criminal Code, the Ordinance of 19 September 1945, the Monetary and Financial Code, the AMLR and the AMLD as regards professional accountants. The National Council of French Chartered Accountants considers that, for this information, sharing should be limited to data strictly necessary for AML/CFT risk management, in particular: – public information; – information resulting in the allocation of a high-risk rating; – information leading to a refusal to enter a business relationship or to maintain a business relationship. This work must cover other regulated obliged professions in France, in particular statutory auditors and lawyers. It should be recalled that lawyers submit their suspicious transaction reports through the Bar's chairman. It would be difficult for a network whose parent undertaking in the Union belongs to another non-financial profession to submit, or become aware of, suspicious transaction reports drawn up by the the Bar's chairman, seized by a lawyer in its network. Strict reciprocity within a group/network is necessary. This work must also update the regulations on information sharing with the group 's non-obliged entities which would be included in certain group-wide requirements. Finally, compatibility with the GDPR must be ensured. We remain very reluctant to allow full sharing of suspicious

Name of the organisation	Question	Answer
		transaction reports submitted to financial intelligence units, to protect the reporting person. The underlying elements could, however, be exchanged within the group. The French obliged entity would remain fully responsible for its AML/CFT obligations even where it uses information obtained through another entity of the group (Article 4(4) of the draft RTS). This would require it to repeat controls and verifications already carried out within the group to protect itself from potential liability. It would therefore be subject to an unnecessary administrative burden. French firms may have branches or subsidiaries in non-EU countries whose laws restrict information sharing. Mitigating measures are provided for in Article 12 of the draft RTS. If those measures cannot be applied, operations must cease in that country. This is equivalent to creating an extraterritorial application of the European regulation, which in our view exceeds the mandate conferred by the AMLR, a Level 1 text.
The National Council of French Chartered Accountants	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Article 10(3) of the draft RTS creates an extraterritorial application of the European regulation, which in our view exceeds the mandate conferred by the AMLR, a Level 1 text. The 28-day time limit (in all Articles) for informing the supervisor appears very short in practice. Parent undertakings in the Union will inform the supervisor of the home Member State. It is likely that different supervisors in different Member States will receive contradictory information on third-country regulations concerning data sharing. It is

Name of the organisation	Question	Answer
		recommended that AMLA maintain a centralised database on these restrictions applicable to data-sharing regulations.
The National Council of French Chartered Accountants	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	See answers to Questions 3 and 4.
The National Council of French Chartered Accountants	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	The independence rules applicable in third countries for accountants may reserve the acceptance of clients to the professionals performing/signing the engagement. Requiring approval from the senior management of the parent undertaking in the Union for higher-risk business relationships may conflict with local independence rules. A link should be made on this point with the IAASB and the IESBA to consider an exception for AML/CFT purposes. We are not aware of any French legal instrument that would enable a French parent undertaking of a network to terminate an activity that is lawful for an entity established in a third country, without the full cooperation of that entity. These mechanisms may introduce a twofold economic distortion: – a distortion of competition between groups whose parent undertaking is located in the European Union and those whose parent undertaking is located outside the Union; – a potential deterioration in the margin of subsidiaries or branches located in third countries, due to a significantly increased administrative burden, even in the absence of a proven

Name of the organisation	Question	Answer
		AML/CFT risk, which may lead a parent undertaking in the EU to reduce or cease its activity in certain third countries to the benefit of non-EU groups.
The National Council of French Chartered Accountants	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The head office must be defined. The amount of transactions and the number of customers do not appear to be relevant criteria for non-financial obliged entities, as they are not representative of the level of risk of each entity within the group/network. The same applies to turnover. In practice, the parent undertaking in the Union should be the European entity which, within a group or network, defines, implements and controls that AML/CFT policies comply with EU regulations. Sufficient prominence, as defined in Article 17 of the draft RTS, should not prevail for the purposes of determining the parent undertaking in the Union. The National Council of French Chartered Accountants is in favour of a notification obligation by obliged entities in this type of situation. However, it is not in favour of an unconstrained discretionary assessment by the supervisory authority. Any assessment by the authority should be conducted on an adversarial basis, to allow the entities concerned to submit their observations. A difficulty may arise where obliged entities subject to group-wide requirements carry out very different activities. Obliged entities that do not carry out the business of the parent undertaking in the Union may have to report data under the group requirements, and those data will therefore be indirectly supervised by a supervisor

Name of the organisation	Question	Answer
		that is unfamiliar with their activities. In the event of a restructuring of a group or an arrangement, having to notify the home supervisor of the change one month before implementing it (Article 20(6) of the draft RTS) may be unrealistic and detrimental to the business.
The National Council of French Chartered Accountants	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	The National Council of French Chartered Accountants considers that it would be preferable to retain objective and operational criteria, without automatically treating any professional or technical cooperation as a structure required to apply group obligations. Multinational audit and accounting networks generally comprise independent national firms that share a common brand, methodology and professional standards, without operating under the authority of a single parent undertaking exercising control. Such networks could potentially be regarded as structures with common compliance control and, accordingly, be subject to requirements equivalent to those applicable to groups, whereas, in many networks, no member firm has the legal authority necessary to supervise or enforce compliance measures against the other member firms. Many non-obliged entities risk being indirectly subject to group-wide requirements within networks/franchises, although they are not listed among the diobliged entities in Level 1 texts, in this case Article 3 of the AMLR. The requirements include the group-wide risk assessment and the organisation of information sharing within the group.

Name of the organisation	Question	Answer
		Non-obliged entities of the group, such as a consulting company for example, may therefore have to provide information to the obliged entities of the group where such sharing is relevant for compliance by the obliged entities of the group with AML/CFT obligations. In order to allow the collection and sharing of that information, non-obliged entities will, in practice, have to apply certain procedures which are, in principle, reserved for obliged entities. This is likely to encourage internal reorganisations of networks/franchises to circumvent AML/CFT obligations and could be contrary to the principle of proportionality referred to in Recital 45 of the AMLR. For reasons of clarity, the definition of exempted arrangements, as described in Recital 27 of the draft RTS, should be incorporated into Article 21 of the draft RTS.
The National Council of French Chartered Accountants	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Yes, we anticipate significant legal and operational difficulties arising from Article 21 of the draft RTS for structures other than groups. For example: - The parent undertaking may not have the legal authority necessary to impose AML/CFT policies, require remedial measures or obtain customer information. This creates a discrepancy between the regulatory obligation and legal power; - The parent undertaking should not be held liable for failures committed by entities that it does not own, manage or control;

Name of the organisation	Question	Answer
		- Many non-financial structures have neither a common compliance IT system, nor central compliance teams, nor a consolidated customer risk assessment methodology. Establishing them solely to comply with obligations equivalent to those applicable to groups could be considered disproportionate; - The draft RTS does not sufficiently address decentralised structures. Thus, a professional network may bring together independent legal or accounting firms using a common brand, training, quality reviews and certain common operational standards, while retaining their autonomy as regards client acceptance, AML/CFT risk assessment and reporting decisions. Pursuant to Article 21 of the draft RTS, such a structure could fall within the scope of group-wide requirements. For reasons of clarity, the definition of exempted arrangements, as described in Recital 27 of the draft RTS, should be incorporated into Article 21 of the draft RTS.
The National Council of French Chartered Accountants	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	The criteria may designate an entity centred on commercial or support activities rather than on compliance. It could be designated as the parent undertaking although it would not be able to perform that role effectively. For exemple : - An entity may provide essential or critical IT services (Article 22(d)) - An entity may manage the brand, communication or network arrangements without legal power to impose AML/CFT controls on independent member firms (Article 22(g))

Name of the organisation	Question	Answer
		As indicated in the answer to Question 7, turnover is not a relevant criterion. Moreover, we do not understand Article 24 of the draft RTS, which seems to suggest that a parent undertaking in the Union might not be an obliged entity. This appears to us to be inconsistent with Article 2(42) of Regulation (EU) 2024/1624.
The Royal Netherlands Institute of Chartered Accountants	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Thank you for the opportunity to respond to this draft RTS. We appreciate AMLA's efforts to establish new standards. At the same time, we have concerns regarding its practical implementation. It is essential to maintain focus on the overarching objective of preventing ML, TF and the evasion of TFS. Several proposed requirements appear highly extensive and may inadvertently impose obligations on OEs and non-OEs within collaborations such as networks. We also remain concerned about the timing of the RTS adoption and the implementation deadline of 10 July 2027. Where compliance requires structural or organisational changes, it is not realistic to expect OEs to meet these requirements within the proposed timeframe. We therefore encourage AMLA to re-evaluate the requirements, ensuring a proportionate and risk-based approach, and to introduce a transitional period that allows OEs sufficient time to implement necessary adjustments and achieve effective, sustainable compliance. Need for a "substance over form" approach: The application of group-wide requirements should be based on substantive AML/CFT governance and control, rather than on formal or commercial indicators such as a shared name or branding. In line with Article 16 AMLR, the objective of group-wide requirements is to ensure centralised risk oversight, effective governance, and

Name of the organisation	Question	Answer
		meaningful information sharing. These objectives can only be achieved where effective and enforceable common ownership, management, or compliance control exists. Too low a threshold for common compliance control: The RTS applies in our view too low a threshold for “common compliance control”. Arrangements within networks may vary, and it is possible there is no authority to enforce AML/CFT policies across members. The proposed criteria therefore risk over-including firms that do not exhibit the level of centralised control or coordinated risk the AMLR is intended to address. FATF: proportionate, risk-based approach: FATF guidance confirms that extending group-wide programs to DNFBPs should be proportionate and risk-based, and should not impose disproportionate obligations. It recognises that international networks often lack ownership or control over member firms, and that group-wide requirements should apply only where sufficient coordination or control exists. Measures should be tailored to the risk profile, size, and nature of the entities involved. We believe the RTS should more closely reflect this approach. Risk of impractical outcomes: Treating f.e. a common name as a determining factor may lead to disproportionate and operationally unworkable outcomes, such as requiring governance arrangements where no legal authority exists, mandating information sharing that conflicts with confidentiality or data protection rules, or designating a parent undertaking without the ability to enforce compliance. Such outcomes may not enhance AML/CFT effectiveness and could create unintended implementation challenges. Consistency with the AMLR framework: We note that AMLA’s mandate under Article 16(4) AMLR is to specify the application of group-wide requirements within the AMLR framework, and we

Name of the organisation	Question	Answer
		encourage alignment with this scope. The AMLR emphasises ownership, management and compliance control as key elements. Applying the proposed criteria may risk being interpreted as extending the practical scope beyond what is envisaged under the AMLR. Recommendations Define “group” based on enforceable control: Limit the scope to structures where a clear legal or contractual authority exists to impose and enforce AML/CFT requirements. Limit the application of group-wide requirements to structures where effective common management, ownership, or compliance control exists, supported by enforceable arrangements.E.g.: Apply full requirements only where group-wide governance can realistically be enforced. Exclude loosely affiliated networks of independent firms sharing a brand but lacking central control. Embed proportionality in scope determination Ensure that scope and obligations are aligned with size, risk & organisational complexity and introduce a risk-based, proportional and rebuttable approach. E.g.: Allow simplified approaches for small or low-risk structures. Differentiate between corporate groups and networks Explicitly distinguish between corporate groups and networks of independent entities and provide proportionate treatment for smaller or low-risk structures. We suggest the network definition aligns with the definition in art 2(7) of Directive 2006/43/EC. Clarify treatment of cross-border and third-country entities Clarify the treatment of cross-border and third-country entities and avoid unintended extraterritorial effects, particularly where local laws restrict compliance. Implementing these clarifications would reduce legal uncertainty, prevent unintended overreach, and enable obliged entities to

Name of the organisation	Question	Answer
		apply the requirements in a proportionate and operationally feasible manner.
The Royal Netherlands Institute of Chartered Accountants	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Where reference is made in this consultation response to "networks", this term is intended to cover various forms of cooperation in which accounting firms collaborate. It does not refer to the specific definition of "network" as set out in the draft RTS. Applicability: We consider that the proposed requirements raise important practical implementation challenges, as outlined in our response to Question 1. In this regard, it is essential to take into account the guidance provided by the FATF in Recommendations 18 and 23 on the application of group-wide programs to designated non-financial businesses and professions (DNFBPs). These recommendations underline the importance of a clear understanding of operational structures and the associated ML and TF risks. This issue is particularly relevant for DNFBPs, where organisational structures differ significantly from traditional corporate groups. For example, accounting and audit networks are often composed of legally independent firms operating under a common brand, with more limited centralised control or without profit-sharing. In such cases, no single entity has the authority to impose or enforce group-wide compliance measures. This challenge is further amplified in international networks involving non-EU entities, where legal and governance frameworks vary. As a result, the current RTS requirements may, in certain structures, present material operational and legal implementation challenges , as they appear designed primarily for corporate structures with clear lines of control. Provisions

Name of the organisation	Question	Answer
		such as Article 21(b)(ii) on strategic alignment and 21(b)(v) on common policies may inadvertently capture networks that lack the legal or operational capacity to comply. We therefore recommend refining the scope of the RTS by narrowing the definition of networks and related concepts such as “common management”, “common ownership” and “common compliance control”. These definitions should be limited to situations where a designated entity has the legal authority to enforce a compliance framework across participating obliged entities. In addition, we recommend clarifying that autonomous entities within cooperative arrangements do not qualify as a “group” where such authority is absent. Proportionality: While the RTS frequently refers to the principle of proportionality, we see limited practical scope for its application in the current draft. For example, even small networks—such as two firms with 1–10 employees operating under a shared name—would be subject to the full set of requirements. In such cases, the framework offers little flexibility to tailor measures to the size, risk profile, and organisational complexity of the entities involved. More generally, the RTS appears highly extensive relative to its objective of setting minimum standards for group-wide policies, procedures, and information sharing. This raises concerns regarding proportionality and scalability, particularly where the framework also captures very small obliged entities (e.g. firms with 1–10 employees) that merely share a brand name. In practice, the cost and operational burden of full compliance may outweigh the incremental benefit in terms of mitigating ML/TF risks. We therefore recommend that AMLA further operationalise the principle of proportionality by explicitly allowing alternative,

Name of the organisation	Question	Answer
		outcome-based measures that achieve equivalent AML/CFT objectives. In addition, the RTS should clarify that simplified or tailored approaches are appropriate for smaller or lower-risk structures. Introducing such flexibility would better align the framework with a risk-based approach and support effective, proportionate implementation across diverse organisational models. Conflicts with other (inter)national regulation We foresee potential conflicts with existing (inter)national regulations, particularly in areas such as audit oversight and licensing frameworks, which could differ across EU Member States. For example the definition of a “network” under art 2(7) of Directive 2006/43/EC differs from the definition proposed in this RTS. Such divergences may create legal uncertainty and operational challenges for obliged entities operating across jurisdictions. In practice, an entity may be classified as part of a network under the RTS, while not being considered as such under national supervisory frameworks, leading to inconsistent obligations and supervisory expectations. We therefore recommend that AMLA further assess the interaction between the RTS and existing (inter)national regulatory frameworks and align definitions where possible. In addition, we suggest introducing clarifications or safe harbours to ensure that entities are not subject to conflicting requirements, and to provide legal certainty for cross-border operations.
The Royal Netherlands Institute of	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you	We have concerns regarding the extensive information-sharing requirements set out in Articles 4–7, particularly where these may involve client-related or suspicion-based data. Such requirements may conflict with other legal frameworks, including

Name of the organisation	Question	Answer
Chartered Accountants	foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	data protection rules (e.g. GDPR) and professional confidentiality obligations. For example, legal privilege or national confidentiality rules may prevent the sharing of certain information between entities, even where such sharing is envisaged under the RTS. These challenges are further compounded in network structures, where not all members qualify as obliged entities and may be subject to different legal regimes. This is particularly relevant in cross-border contexts, including third countries, where restrictions on data transfers or information sharing may apply regardless of client consent. As a result, the RTS may have unintended extraterritorial effects on independent entities that are not subject to the AMLR. While the consultation invites respondents to reflect on such potential conflicts, we would expect that the interaction with relevant legal frameworks is carefully assessed, including at AMLA and/or European Commission level. We therefore recommend that AMLA (i) conduct a thorough legal compatibility assessment, including interaction with data protection and confidentiality regimes, (ii) clarify the limits of information sharing, particularly in cross-border and third-country contexts, and (iii) introduce clear safeguards or exemptions where legal or professional obligations restrict the exchange of information. We further recommend that AMLA provide clearer and more operational guidance on cross-border data sharing within the framework of the RTS, taking into account the interaction with data protection, confidentiality, and professional secrecy rules. In particular, the RTS should explicitly recognise that the ability to share information—especially client-related or suspicious activity data—may be restricted under GDPR or legal privilege obligations.

Name of the organisation	Question	Answer
		In cross-border contexts, including third countries, these constraints may be even more restrictive. For example, local laws in third countries may prohibit the transfer of certain data regardless of client consent, or impose limitations on onward disclosure within networks of legally independent entities. We therefore recommend that AMLA (i) clarify the legal boundaries and conditions under which cross-border data sharing is permissible, (ii) introduce explicit safeguards and exemptions where legal restrictions apply, and (iii) allow for alternative, risk-based measures where full information sharing is not feasible. This would support compliance while ensuring alignment with existing legal frameworks and preventing unintended extraterritorial effects. In light of the constraints, we recommend that the RTS explicitly allow for alternative, risk-based measures where full information sharing is not feasible. Such measures could include the use of anonymised or aggregated risk information, decentralised risk assessments based on locally available data, and structured escalation procedures through designated compliance functions. In addition, entities could rely on standardised confirmations, targeted case-by-case exchanges where legally permissible, and enhanced governance or audit mechanisms to ensure consistent application of AML/CFT standards. Introducing such flexibility would enable effective risk management while respecting legal boundaries and preventing unintended extraterritorial effects of the AMLR.
The Royal Netherlands Institute of	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	We refer to our responses to previous questions, which outline several operational and legal challenges associated with the implementation of this RTS. These include, for example, potential conflicts with data protection rules (such as GDPR), national

Name of the organisation	Question	Answer
Chartered Accountants	procedures and controls? If so, please describe the challenges and provide practical examples.	confidentiality obligations, and differing legal definitions of organisational structures across jurisdictions. In this context, we believe it is essential that AMLA and/or the European Commission assess the legal implications of the requirements set out in this RTS and identify any inconsistencies with applicable national and international laws and regulations. We therefore recommend that a comprehensive legal compatibility assessment be undertaken, covering, inter alia, data protection, professional secrecy, and cross-border governance frameworks. Where conflicts are identified, the RTS should be adjusted accordingly, for example by clarifying the scope of obligations, introducing appropriate safeguards, or allowing for alternative, risk-based approaches where strict compliance is not feasible.
The Royal Netherlands Institute of Chartered Accountants	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We refer to our responses to previous questions, which outline several operational and legal challenges associated with the implementation of this RTS. These include, for example, potential conflicts with data protection rules (such as GDPR), national confidentiality obligations, and differing legal definitions of organisational structures across jurisdictions. In this context, we believe it is essential that AMLA and/or the European Commission assess the legal implications of the requirements set out in this RTS and identify any inconsistencies with applicable national and international laws and regulations. We therefore recommend that a comprehensive legal compatibility assessment be undertaken, covering, inter alia, data protection, professional secrecy, and cross-border governance frameworks. Where conflicts are identified, the RTS should be adjusted accordingly, for example by clarifying the scope of obligations, introducing appropriate safeguards, or

Name of the organisation	Question	Answer
		allowing for alternative, risk-based approaches where strict compliance is not feasible.
The Royal Netherlands Institute of Chartered Accountants	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We refer to our responses to previous questions, which outline several operational and legal challenges associated with the implementation of this RTS. These include, for example, potential conflicts with data protection rules (such as GDPR), national confidentiality obligations, and differing legal definitions of organisational structures across jurisdictions. In this context, we believe it is essential that AMLA and/or the European Commission assess the legal implications of the requirements set out in this RTS and identify any inconsistencies with applicable national and international laws and regulations. We therefore recommend that a comprehensive legal compatibility assessment be undertaken, covering, inter alia, data protection, professional secrecy, and cross-border governance frameworks. Where conflicts are identified, the RTS should be adjusted accordingly, for example by clarifying the scope of obligations, introducing appropriate safeguards, or allowing for alternative, risk-based approaches where strict compliance is not feasible.
The Royal Netherlands Institute of Chartered Accountants	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	As noted in our responses to previous questions, entities operating within network structures often function as legally independent firms and, as such, do not exercise control over one another. This has important implications for the feasibility of certain RTS requirements. In particular, we have significant reservations regarding the proposed criteria for designating a parent undertaking. Metrics such as the average number of customers, annual turnover, or transaction volume do not adequately reflect how entities in our

Name of the organisation	Question	Answer
		sector are organised. For example, compliance functions are frequently centralised within coordination or holding entities that generate limited or no revenue and may not themselves qualify as obliged entities. Applying such criteria may therefore lead to the designation of entities that are not operationally suitable or legally empowered to perform a parent undertaking role. In practice, this could, in practice require significant adjustments to existing governance arrangements, resulting in a disproportionate operational burden without a clear benefit for AML/CFT effectiveness. We therefore recommend that obliged entities within a network must identify the parent undertaking themselves, potentially with a notification requirement. This designation should be aligned with where effective compliance oversight and coordination can reasonably be exercised.
The Royal Netherlands Institute of Chartered Accountants	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	As outlined in our previous responses, we consider that the current conditions for applying group-wide requirements lack clarity and do not sufficiently reflect the operational realities of our sector. Under the present framework, entities may fall within scope if only one of several criteria is met. In practice, this may capture cooperation structures where no effective control or governance relationship exists between participating entities. In addition, while the RTS refer to proportionality, further clarification on how this principle can be operationalised in practice would be beneficial. This is particularly challenging for smaller obliged entities, where the cost and complexity of compliance may outweigh the associated risk mitigation benefits. We therefore recommend that AMLA (i) further clarify the conditions for applying group-wide requirements to ensure alignment with actual control and governance structures, and (ii) explicitly allow for proportionate and alternative, risk-based

Name of the organisation	Question	Answer
		solutions. This would enable obliged entities to assess the applicability of the framework in light of their operational reality and implement measures that are both effective and proportionate.
The Royal Netherlands Institute of Chartered Accountants	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We foresee significant operational and legal challenges in implementing these provisions, particularly in relation to legal authority, enforceability, and potential conflicts with national and international frameworks such as the GDPR. In practice, a designated parent undertaking may not have the legal authority to enforce AML/CFT policies, mandate remedial actions, access customer information, or require participation in group-wide risk assessments. This creates a misalignment between regulatory obligations and actual legal powers. For example, a parent entity may be expected to implement group-wide controls, while independent network firms are not legally obliged to adopt these measures under their domestic legal frameworks. Similarly, data protection and confidentiality rules may restrict the sharing of customer information, even where such information is necessary for AML/CFT purposes, and existing governance structures may limit the enforceability of corrective actions. We therefore recommend that AMLA and/or the European Commission conduct a comprehensive legal compatibility assessment to identify potential conflicts with applicable laws, including data protection, confidentiality, and corporate governance frameworks. Based on this assessment, the RTS should be refined to (i) clarify the limits of enforceability, (ii) introduce safeguards or exemptions where legal constraints apply, and (iii) allow for alternative, risk-based measures where

Name of the organisation	Question	Answer
		full compliance is not feasible. This will help ensure that the RTS remains both effective and practically implementable.
The Royal Netherlands Institute of Chartered Accountants	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	In our view, prescribing detailed criteria for determining which entity should qualify as the parent undertaking is not effective, as this largely depends on how networks or collaborative arrangements are structured and on the legal frameworks governing them. For example, in loosely affiliated networks, there may be no single entity exercising formal control over the participating firms, making a designation based on rigid criteria impractical. In contractual alliances, a coordinating entity may exist but may not have the legal authority to act as a parent undertaking under corporate law. Similarly, in partnerships with independent legal entities, governance arrangements and liability structures may differ significantly, affecting which entity—if any—can realistically fulfil the role of a parent undertaking. In particular, using quantitative thresholds such as annual turnover as decisive criteria may lead to the designation of entities that are not operationally or legally suited to act as parent undertaking. For instance, central compliance functions are often located in coordination entities that generate limited revenue and may not meet such thresholds. We therefore recommend allowing obliged entities (OEs) to assess whether they qualify as a group within the meaning of Regulation (EU) 2024/1624 and, where applicable, to designate the parent undertaking themselves. This designation should be based on the principles set out in the Regulation and aligned with the actual governance structure and distribution of AML/CFT responsibilities within the organisation.

Name of the organisation	Question	Answer
The Wolfsberg Group	Question 1 Do you have any observations concerning the definitions laid out in article 2?	1. Definition of “Control Function” (Article 2(1)) The proposed open-ended definition of “control function” (“including but not limited to…”) introduces terminology that is inconsistent with Article 9 of Regulation (EU) 2024/1624 (AMLR). By aggregating second-line functions (compliance and risk management) with third-line functions (internal audit) without clear differentiation, the draft RTS risks compromising the independence of the internal audit function by inadvertently involving it in the design of the controls it is tasked to assure. To ensure legal certainty and preserve sound governance, we recommend that AMLA: § Provide a closed and precise definition or explicitly list the functions in scope, ensuring consistent interpretation with existing EU financial services legislation. § Clearly distinguish or remove the internal audit function from this definition to safeguard its objective assurance role and prevent conflicts of interest. 2. Absence of an Overarching Proportionality Principle (Article 1 or 2) The draft RTS lacks a codified, binding proportionality principle in its opening articles. While the Consultation Paper emphasizes proportionality, the absence of a binding rule in the regulatory text risks a prescriptive, “one-size-fits-all” application. Proportionality and the risk-based approach must apply across all group structures, including large, internationally active groups. Well-established groups with mature AML/CFT frameworks should be able to rely on existing, sophisticated governance arrangements rather than being forced to duplicate or restructure effective controls Proposed Amendment: To establish that the RTS serve as

Name of the organisation	Question	Answer
		minimum standards rather than a rigid organizational model, an overarching proportionality and risk-based principle should be introduced: “These RTS shall be applied in accordance with the principle of proportionality and the risk-based approach. The nature, extent and complexity of group-wide policies, procedures and controls and of information sharing shall be commensurate with the size, organisation and risk profile of the group, taking into account existing governance arrangements and pre-existing group-wide frameworks, so as to support effective and efficient AML/CFT risk management.” 3. Interaction with the “Group” Definition and Scope of New Concepts While Article 2 introduces terms like ‘structure’, ‘network’, ‘partnership’, and ‘franchise’ to complement the concept of a ‘group’, the relationship between these concepts is not explicit. Clarification is required to determine if these definitions apply only in the absence of a group structure and whether entities within a group must assess these concepts in parallel. Without this clarity, there is a risk that group-wide obligations could inappropriately extend to various commercial arrangements beyond formally defined group structures. 4. Scope and Risk of Over-interpretation The definitions of ‘structure’, ‘network’, and ‘partnership’ are framed broadly and risk capturing purely contractual or investment relationships – such as UCITS, AIFs, and limited partnerships – that lack the level of control or integration justifying group-like AML/CFT obligations. This could create significant operational challenges where an obliged entity lacks

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		the legal or practical ability to impose policies or obtain information, even more so where arrangements are organised outside the Union. Recommendations: § AMLA should provide explicit guidance, including where appropriate exclusions for these investment and asset-management structures. § Clarify that any obligations linked to these definitions are strictly limited to what is within the obliged entity's legal and operational control. § Clarify that only structures that are organised or coordinated by obliged entities established within the Union are captured, supporting effective and proportionate implementation and ensuring that group-wide obligations do not extend to arrangements over which no EU-based obliged entity exercises meaningful control or coordination. Proposed Amendment to Article 2(2)(a): "(a) includes at least two obliged entities, and is organised, coordinated or established by one or more obliged entities established within the Union;" 5. General Observation – Terminology Consistency § Alignment with AMLR: Several terms deviate from or do not exist in the AMLR, creating potential for misinterpretation. For example, the draft RTS inconsistently refers to "business-wide risk assessment at group level" (Article 3(1)(d)), "group-wide risk assessments" (Article 3(1)(g)), and generic "risk assessments" (Article 4). § Recommendation: Align all terminology strictly with the AMLR (e.g., Article 16(1) "group-wide risk assessment" and Article 10 "business-wide risk assessment"). In Article 4, change the header

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		to "on risk data points" to accurately reflect the requested information.
The Wolfsberg Group	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	1. Group-Level Structures (Article 3(1)(a)) • Concern: The draft RTS refers to group-level functions but does not specify where they must be established or how they should be formally constituted. • Rationale: It is unclear if these structures must be embedded within the designated EU parent or can be fulfilled through shared, centralised EU functions. This creates uncertainty for complex cross-border structures with distributed functions or no direct parent-subsidiary relationships, risking inconsistent supervisory interpretations. • Alternative Regulatory Choice: Clarify that group-level governance requirements can be met through shared structures to enhance operational certainty. 2. Alignment with Article 11 AMLR and Branch-Level Compliance • Concern: The potential requirement to replicate compliance functions at the level of legally dependent branches. • Rationale: AML governance under Article 11 AMLR is designed for the obliged entity level. Requiring full replication at the branch level is operationally burdensome, as branches lack a management body. A strict obligation to appoint these roles in every non-independent branch is excessive and inconsistent with minimizing burdens. • Alternative Regulatory Choice: Suggest a model of central appointment with local operationalization. The Compliance Manager and Officer should be appointed at the head office level, while branches are equipped with local contact persons responsible for day-to-day implementation without formal appointment.

Name of the organisation	Question	Answer
		3. Adoption of a Layered Governance Model (Article 3(1)(f) & (g)) • Concern: The requirement for group policies to be reviewed at parent level and the allocation of primary responsibility for design and implementation to the parent undertaking. • Rationale: This centralized approach overlooks the parent-subsidiary governance model and local risk ownership. Local entities must retain primary responsibility for implementation to comply with local legal obligations. A fully centralized model is operationally burdensome for large, geographically dispersed groups. Furthermore, the "ensure" obligation on the parent must not create responsibility without corresponding legal authority, especially where entities are not linked through control and cooperation cannot be compelled. • Alternative Regulatory Choice: Recommend a layered supervision model where the EU parent sets group-wide standards, provides overall oversight, and monitors implementation, while local parent entities retain responsibility for implementation, adaptation to local risk/regulatory requirements, and supervision of their respective branches/subsidiaries. The RTS should also recognize proportionate coordination-based models where the parent fulfils its role through structured cooperation and oversight mechanisms (e.g., escalation processes, info sharing, periodic attestations). 4. Avoidance of Approval Bottlenecks (Article 3(2)) • Concern: The requirement for all procedures and controls to be approved at the Group Compliance Manager level, rather than focusing on overall framework effectiveness. • Rationale: Requiring approval of all individual operational

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		controls at the Group Compliance Manager level creates unnecessary administrative burdens and decision-making bottlenecks, particularly where controls must evolve rapidly in response to changing risks and operational realities. While senior management involvement is appropriate for the overall control framework, requiring escalation of individual operational controls reduces agility and delays risk mitigation. • Alternative Regulatory Choice: The Group Compliance Manager should approve the overarching control framework and governance arrangements, while the approval and maintenance of operational controls should be delegated to other appropriately senior functions or governance bodies, enabling agile, risk-based adaptation. 5. Implementation/Assurance Obligations on a Non-Controlling Parent (Articles 3(2)(b) & 3(2)(g)) • Concern: A parent undertaking with no control over sister obliged entities cannot itself implement measures required to address an administrative act issued by a supervisor, nor can it ensure consistent implementation of group-wide policies across all obliged entities. • Rationale: Group-wide policies cannot, by themselves, ensure implementation of measures needed to comply with an administrative act or ensure consistent implementation across entities. The exclusive responsibility for implementation rests with the obliged entity that is the subject of the administrative act and/or the policies. Absent control, the parent cannot guarantee that outcome. •Alternative Regulatory Choice: The RTS should retain a proportionate “coordination framework” for groups without hierarchical control: the designated EU parent can satisfy any

Name of the organisation	Question	Answer
		“ensure” duty by running a documented coordination mechanism (e.g., defined escalation processes, info sharing, and periodic reporting).
The Wolfsberg Group	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	1. Information Sharing (Articles 4(1) & 4(2)) • Concern: Article 4(1) and (2) creates ambiguity on whether entities must enable broad, pre-emptive availability of all listed data categories rather than targeted, risk-based sharing. • Rationale: "Shall enable at least" in Article 4(1) suggests systematic rather than risk-based sharing, conflicting with GDPR data minimization and "need-to-know" principles. Blanket sharing exceeds Article 16(3) AMLR (Level 1). Article 4(1)(a)(xi) should link materiality of changes to an increased risk profile. • Alternative Regulatory Choice: Clarify that intra-group sharing is proportionate and risk-based, requiring entities to share relevant data only when necessary for AML/CFT. • Proposed Wording: o Article 4(1): "When information is deemed relevant by the parent undertaking in the Union for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group, as referred to in Article 16(3) of Regulation (EU) 2024/1624, shall enable the sharing of relevant information, including, where appropriate, the following categories of information:" o (a)(xi): "material changes in the customer’s risk profile or status resulting in an increased risk classification due to changes, for example due to changes in beneficial ownership or business activity" o Article 4(2) Para. 2: "The parent undertaking in the Union shall define what situations and what type and amount of data are relevant for information sharing, considering the size, complexity,

Name of the organisation	Question	Answer
		and the risks of the group as well as the availability and quality of the information. Group-wide information sharing policies, procedures and controls shall cover at least: the conditions under which sharing takes place; and the treatment of common customers and their beneficial owners." o Article 4(2) Para. 3: "Information-sharing policies, procedures and controls at group level shall include sufficient safeguards to ensure appropriate usage and accountability of such information as well as effective supervision" (removing the requirement to record individual exchanges, aligning with Article 16(3) AMLR). 2. Clarification on “Adequate” “Own” CDD (Article 4(4)) • Concern: Article 4(4) states that group information sharing "shall not exempt" obliged entities from conducting "adequate own" CDD, creating ambiguity. • Rationale: This phrasing risks duplicative CDD or independent risk classifications, undermining the reliance framework in Recital 102 AMLR, which allows reliance on CDD and risk assessments from other group entities. • Alternative Regulatory Choice: Clarify that "shall not exempt" preserves ultimate responsibility but does not imply duplication. Reliance on group-wide CDD is permissible under Recital 102 and Section 6 AMLR, and "adequate own" CDD means ensuring that reliance is appropriate and sufficient in light of the entity's specific activities and risk exposure. 3. Third-Country Information Sharing (Article 5) • Concern: Article 5 lacks clarity on the scope and direction of third-country sharing, particularly using "receive" rather than "share". • Rationale: "Receive" creates ambiguity on whether both

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		transmission and receipt are covered. Under Article 26(1) AMLR, it is unclear if flows must be bidirectional, and the relationship with Article 4(2) is unspecified. • Alternative Regulatory Choice: Clarify that Article 5 covers both sharing and receipt of information, ensuring bidirectional flows where relevant, and confirm that the conditions set out in Article 4(2) apply to third-country exchanges. 4. Supervisory Access to Third-Country Data (Article 7) • Concern: Potential use of Article 7 as a direct gateway for EU supervisors to access customer data in third countries. • Rationale: Direct access may conflict with third-country data protection and banking secrecy frameworks, creating legal risks. Consent is unreliable as it can be withdrawn at any point. • Alternative Regulatory Choice: Clarify that supervisory access to customer data in third countries must follow established governmental and legal cooperation channels, respecting local jurisdictions and international data protection agreements. Measures under Article 13 should apply proportionately to actual restrictions or prohibitions in third countries. 5. Legal Privilege and Partnerships (Articles 8 and 9) • Concern: Protecting legal privilege and information sharing integrity within partnerships. • Rationale: Maintaining legal privilege derogations under Article 70(2) AMLR is vital to ensure the RTS does not override fundamental legal protections. • Alternative Regulatory Choice: Support Article 9 but recommend explicit cross-references to ensure the "need-to-know" principle strictly applies to information from partnerships under Article 75 AMLR.

Name of the organisation	Question	Answer
The Wolfsberg Group	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	1. Proportionality and Recognition of Local Frameworks (Articles 10, 11, and 15) • Concern: The draft RTS assumes full extraterritorial application of EU requirements in third-country branches and subsidiaries, implying that local information-sharing limits automatically justify operational restrictions or exit decisions. It also presents a rigid, prescriptive "menu" of additional measures in Article 15. • Rationale: Requiring absolute compliance with EU standards globally is often disproportionate. Many third countries maintain robust, FATF-aligned AML/CFT frameworks that effectively mitigate risks, as recognized under Article 17 AMLR. Imposing a rigid checklist (e.g., restricting activities to low-risk products) creates operational bottlenecks and harms competitiveness without improving risk management. • Alternative Regulatory Choice: Adopt a clear proportionality principle. The measures in Article 15 should be illustrative and enabling rather than mandatory. Obliged entities should be allowed to select and calibrate measures based on a risk assessment of the specific jurisdiction, local framework effectiveness, and the actual impact of information-sharing restrictions. 2. Streamlining Notification Requirements (Article 10) • Concern: The introduction of a dual notification requirement (initial notification of a restriction followed by a subsequent notification of measures taken). • Rationale: Article 17 AMLR (Level 1) only requires informing supervisors of the additional measures taken. The draft RTS adds an unauthorized administrative layer by requiring an initial notification within 28 days of identifying a restriction. This dual process increases compliance burdens, especially when a single

Name of the organisation	Question	Answer
		third-country restriction impacts multiple obligations. • Alternative Regulatory Choice: Remove the initial notification of the restriction itself. A single, comprehensive notification detailing the additional risk-mitigating measures implemented would align with Level 1 and reduce operational complexity. 3. Operational Challenges of Customer Consent (Articles 10, 11, and 14) • Concern: Relying on customer and beneficial owner (UBO) consent as a primary or mandatory fallback to overcome legal impediments. • Rationale: Consent is operationally complex to manage at scale, and its legal validity in overriding banking secrecy or data protection laws in third countries is highly uncertain. Furthermore, obtaining consent from UBOs is often impractical as entities lack direct contractual relationships with them. Making consent mandatory rather than a risk-based option is disproportionate. • Alternative Regulatory Choice: Clarify that consent is merely one optional risk-mitigation tool among several, to be applied only where legally viable and operationally feasible. 4. Information Sharing and Supervisory Reporting (Articles 12 and 13) • Concern: The requirement for systematic sharing of review findings with supervisors (Article 13(1)(c)) and the lack of clarity on sharing suspicious transaction report (STR) information (Article 12). • Rationale: Systematic reporting of all enhanced review and audit findings creates excessive administrative overhead. For STRs, local third-country laws strictly prohibit sharing detailed

Name of the organisation	Question	Answer
		report data to prevent "tipping off" or interfering with local investigations. • Alternative Regulatory Choice: Findings from reviews should be made available to supervisors upon request rather than through systematic submission. Article 12 should explicitly clarify that STR-related information sharing within the group is permissible and should not be restricted beyond the tipping-off prohibition already established under Article 73 AMLR. 5. Flexibility in Supervisory Actions (Article 16) • Concern: The potential for inconsistent application of supervisory actions across different EU Member States. • Rationale: The draft RTS relies heavily on supervisory judgment. Without formal coordination mechanisms, National Competent Authorities (NCAs) may apply divergent interpretations of the same group-wide arrangements, creating fragmentation. • Alternative Regulatory Choice: Include explicit provisions requiring coordination between home and host supervisors to ensure a consistent, predictable supervisory response across the Union.
The Wolfsberg Group	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Some topics addressed in this response have also been included under previous Question 4; however, they are reiterated here to ensure completeness, as they are equally relevant to Question 5 and provide necessary context for a coherent assessment. 1. Overly Prescriptive Escalation and Exit Requirements (Articles 12 and 13) § Specific Point of Concern: The highly prescriptive and repetitive structure of the articles, which mandates a sequenced escalation leading to the closure of operations in third countries.

Name of the organisation	Question	Answer
		§ Rationale: The current drafting goes beyond the high-level, principle-based framework established in the AMLR. By mandating specific timelines and a rigid path toward exiting a market, the RTS limits the flexibility required for firms to manage diverse and complex legal environments in third countries. § Alternative Regulatory Choice: We recommend a more flexible, risk-based approach that allows firms to determine the most effective mitigation measures based on the specific legal impediment and the actual risk profile of the jurisdiction, rather than a mandatory sequence toward closure. 2. Lack of Level 1 Basis for Dual Notification (Articles 12 and 13) § Specific Point of Concern: The requirement for two separate notifications: an initial notification of the legal restriction (within 28 days) and a subsequent notification confirming the appropriateness of the measures applied. § Rationale: There appears to be no "Level 1" regulatory basis in the AMLR for this dual notification requirement. This creates a significant administrative burden for groups operating in multiple jurisdictions without providing a proportional increase in supervisory oversight or risk mitigation. § Alternative Regulatory Choice: We suggest aligning the notification requirements strictly with Article 17 AMLR, consolidating the process into a single, comprehensive notification once the firm has assessed the restriction and determined the appropriate mitigating actions.

Name of the organisation	Question	Answer
		3. Proportionality of Systematic Data Sharing (Article 13(1)(c)) § Specific Point of Concern: The requirement to systematically provide findings from enhanced reviews, onsite checks, or independent audits to the home supervisor. § Rationale: Systematic sharing of these detailed reports is disproportionate and creates an unnecessary operational burden for both the obliged entity and the supervisor. Transparency can be maintained more efficiently through a different mechanism. § Alternative Regulatory Choice: We recommend that the RTS be amended to require that such findings be made available to the home supervisor "upon request" rather than through systematic submission. 4. Legal Conflicts Regarding STR Disclosure (Article 12) § Specific Point of Concern: The expectation for sharing information related to Suspicious Transaction Reports (STRs) within the group. § Rationale: Local authorities in third countries frequently impose strict prohibitions on sharing detailed STR information, particularly where it could interfere with ongoing local investigations or violate local confidentiality and "tipping-off" laws. The current draft risks placing EU parent undertakings in a position of unavoidable non-compliance with either EU or local law.

Name of the organisation	Question	Answer
		§ Alternative Regulatory Choice: The RTS should explicitly clarify that STR-related information sharing within the group is permissible and should be enabled, consistent with Article 73 AMLR. The only limitation should be the tipping-off prohibition already established at Level 1. Where third-country law restricts such sharing, this should be treated as a local legal impediment to be managed through the existing framework for third-country restrictions, not as a basis for imposing a blanket restriction on intra-group STR sharing across all jurisdictions. 5. Operational Complexity of Customer Consent (Articles 12 and 13 via cross-reference) § Specific Point of Concern: The reliance on customer or beneficial owner consent as a primary tool to overcome third-country legal restrictions. § Rationale: Relying on consent is operationally complex and difficult to manage at scale across global retail or corporate portfolios. Furthermore, the legal effectiveness of such consent to bypass banking secrecy or data protection laws is highly uncertain in many jurisdictions or the ability of a client to remove consent at any point, making it an unreliable risk-mitigation tool. Finally, obtaining consent from UBOs is often impractical as entities lack direct contractual relationships with them. § Alternative Regulatory Choice: We suggest that the assessment and use of consent be treated as one potential risk-mitigation option to be applied on a risk-based and legally appropriate basis, rather than a mandatory step in the escalation process.

Name of the organisation	Question	Answer
The Wolfsberg Group	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	While the proposed framework for additional supervisory actions is understood, its practical workability and appropriateness in a cross-border context depend heavily on supervisory convergence and the consistent application of supervisory judgment. Reliance on Supervisory Judgment: We note that Articles 6 to 16 of the draft RTS rely significantly on the judgment of National Competent Authorities (NCAs) when assessing the validity of third-country legal restrictions, the sufficiency of an entity's mitigating measures, and the appropriateness of escalation actions (such as business restrictions or closures). Risk of Divergent Interpretations: There is a significant concern regarding the potential for divergent interpretations of the same group-wide arrangements by different home and host Member State authorities, or between NCAs and AMLA. Because a single third-country legal constraint often affects multiple entities or branches within the same group simultaneously, inconsistent supervisory responses could create significant legal and operational uncertainty for the group as a whole. Need for Coordination Mechanisms: To ensure the feasibility of the framework, the RTS should include clear coordination mechanisms and establish common supervisory expectations. Without such coordination, applying severe measures like the closure of operations in cross-border structures may lead to fragmented outcomes that undermine the objective of a harmonized EU AML/CFT framework. Recommendation: We suggest that the RTS explicitly mandate

Name of the organisation	Question	Answer
		proactive cooperation between home and host supervisors to ensure a unified assessment of group-level risks and mitigants.
The Wolfsberg Group	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	1. Identification of Parent Undertaking in Complex & Non-Subsidiary Structures (Articles 17 & 18) • Concern: Relying on quantitative metrics (e.g., transaction volumes, customer count, compliance headcount) to identify the EU parent undertaking is overly simplistic. It fails to reflect actual governance capabilities and creates "responsibility without authority" in structures lacking parent-subsidiary relationships (e.g., sister companies with separate boards). • Rationale: Quantitative proxies do not correlate with the legal authority to direct AML/CFT frameworks across independent entities. Forcing a single EU parent designation in non-subsidiary structures expands the "group" definition beyond Level 1 (Article 2(41) AMLR), conflicts with corporate law, and ignores established prudential approaches (e.g., CRD Article 21b). Furthermore, the RTS scope is broader than the AMLR by referring to "obliged entities" rather than "subsidiaries," potentially capturing structures with only a single EU subsidiary and separate EU branches. • Alternative Regulatory Choice: Ensure qualitative elements are introduced in identifying parent undertakings (not merely quantitative proxies), as part of a holistic assessment which equally balances prominence and understanding. Align the RTS with the AMLR definition of "group" so that a parent undertaking is only required when two or more EU obliged entities are actual subsidiaries or linked by accounting consolidation. 2. Scope of "Head Office" in Third-Country Group Structures (Articles 17 & 18)

Name of the organisation	Question	Answer
		• Concern: Defining the EU sub-group solely by reference to the ultimate non-EU parent ("head office") does not reflect the operational or risk profiles of global banking groups. • Rationale: Ultimate parent entities often aggregate distinct business lines (e.g., retail, investment banking, asset management) without direct operational integration. Forcing a single EU sub-group creates artificial groupings, leading to operational inefficiencies and conflicts with functional risk management. • Alternative Regulatory Choice: Clarify that "head office" is a legal reference point rather than a mandatory operational level. Allow groups to rely on intermediate holding entities or functional sub-groups that reflect actual management oversight and risk profiles as permitted by Article 21b of CRD5. 3. Flexibility for Group-Driven Designation & Stability (Articles 17 & 18) • Concern: Rigid criteria force frequent re-designation of the parent undertaking due to annual fluctuations in business metrics, disrupting established governance setups. • Rationale: Annual shifts in turnover or transaction volumes would trigger unnecessary restructuring. Many groups already have stable, dedicated central coordination entities performing AML/CFT oversight. • Alternative Regulatory Choice: Preserve the flexibility in Article 18 ("any of, but not limited to") to allow groups to designate the parent undertaking that best aligns with their operational model. Focus on stable, governance-based determinants to ensure long-term framework stability. 4. Ensuring Supervisory Convergence (Article 17)

Name of the organisation	Question	Answer
		• Concern: There is a high risk of divergent or parallel national supervisory interpretations of group-wide arrangements. • Rationale: Heavy reliance on supervisory judgment without coordination mechanisms will lead to conflicting demands on the same group controls across different Member States. • Alternative Regulatory Choice: Include specific coordination mechanisms within the RTS to facilitate consistent assessments by National Competent Authorities (NCAs) and AMLA, ensuring a harmonized oversight framework. 5. Allocation of Responsibilities in Group-Wide Frameworks (Article 19) • Concern: The draft RTS risks holding the parent undertaking responsible for compliance failures of other group entities, even where it lacks legal authority or governance control. • Rationale: Article 16 AMLR distinguishes between the parent's role (establishing and overseeing group-wide policies) and individual entities' roles (implementing those policies). Attributing operational compliance failures to the parent violates corporate separateness, conflicts with third-country laws (e.g., US Regulation W), and is impractical for global firms without a top EU entity holding direct legal authority. • Alternative Regulatory Choice: Clarify in Article 19 that the parent undertaking is responsible for establishing, overseeing, and coordinating group-wide policies, while individual obliged entities remain solely responsible for their own operational compliance outcomes and failures.
The Wolfsberg Group	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	1. Scope and Interaction Between Section 5 and 6 (Article 21) § Specific Point of Concern: The interaction between Section 5

Name of the organisation	Question	Answer
		and Section 6 is not clearly delineated, in particular as regards whether obliged entities falling within the scope of Section 5 are also required to assess applicability under Section 6. § Rationale: Section 6 appears to be aimed at entities that do not operate within formal group structures (e.g. outside of the financial sector), in order to subject such arrangements to similar AML/CFT requirements. However, the text does not explicitly exclude financial institutions operating under traditional group structures, which are already captured under Section 5. In the absence of such clarification, obliged entities may be required to apply both frameworks in parallel, leading to duplicative assessments and uncertainty as to the applicable regime. This may result in inconsistent interpretation and unnecessary operational complexity. § Alternative Regulatory Choice: Clarification should be provided that obliged entities falling within the scope of Section 5 are excluded from the application of Section 6, in order to avoid duplication and ensure a clear and mutually exclusive application of the two frameworks.
The Wolfsberg Group	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	GENERAL: § Specific Point of Concern: The potential for regulatory and operational ambiguity arising from the discrepancy between the general application date and the transitional notification deadlines § Rationale: Article 27 stipulates that the RTS apply from 10 July 2027 (with a deferred date of 10 July 2029 for certain entities). However, Article 26 provides a transitional window, requiring

Name of the organisation	Question	Answer
		parent undertakings identified under Sections 5 and 6 to notify their role to supervisors by 10 December 2027. Although Article 26 confirms that supervisors retain full powers during this period, the gap between the application date and the notification deadline could lead to inconsistent interpretations of when group-wide compliance obligations are fully enforceable and may trigger premature supervisory measures. § Alternative Regulatory Choice: We suggest explicitly clarifying that the implementation period for these specific notification duties runs until 10 December 2027. Aligning the implementation timeline with the notification deadline would ensure a harmonized approach across the Union and provide firms with the necessary legal certainty to finalize their internal designations and governance structures.
TransferGo Lithuania UAB	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We welcome the definitional framework in Article 2 and support the three-way taxonomy of networks, partnerships and franchises as a useful structural basis for the operative requirements that follow. Based on the text of the AMLR, the overall concept of the Regulation as an instrument of EU law applicable within the Union perimeter, and the responses provided by AMLA during the public hearing, we understand the intended interpretation to be that references to "obliged entity" throughout the RTS are to be read as referring exclusively to obliged entities established in the Union and subject to the AMLR. We consider this reading to be correct and consistent with the AMLR's scope and territoriality principles. However, the public hearing process has demonstrated that this interpretation is not universally shared and that the current drafting generates material uncertainty in practice. The network

Name of the organisation	Question	Answer
		definition, and the broader question of which entities within a multinational structure are to be counted when assessing whether a qualifying arrangement exists, is among the most frequently raised points of interpretive difficulty. This is particularly the case for organisations that do not fall under the formal AMLR group structure but have a single EU-licensed obliged entity embedded within a wider worldwide structure comprising parent holding companies, sister entities, subsidiaries and branches in non-EU jurisdictions. A significant and frequently occurring subset of such structures deserves particular attention: organisations where EU and non-EU entities share a brand, common operational infrastructure and integrated compliance arrangements not as the result of a deliberate choice to create a novel cross-border business model, but as a direct regulatory consequence of the United Kingdom's departure from the European Union. Many organisations that were originally established and operated as a single EU entity were required to legally separate their UK activities following Brexit, resulting in a sister company structure under a common holding entity. That holding entity was introduced not to create a new type of commercial arrangement but solely to connect two entities that were previously a single integrated operation. The network definition as currently drafted does not distinguish between structures that arose from deliberate commercial design and those that are purely an artefact of regulatory separation. Treating a post-Brexit structural separation as a qualifying network for the purposes of this RTS, on the basis of the shared branding, operational infrastructure and compliance arrangements that were present in the original single entity, would produce a result that is disproportionate to the underlying regulatory rationale of the network concept. The common holding

Name of the organisation	Question	Answer
		entity in such cases performs no compliance function and exercises no commercial direction; it exists solely as a legal connector between two separately licensed entities that share a common origin. For such organisations, the question of whether non-EU entities within the same economic structure are to be considered part of a network for the purposes of this RTS is not answered unambiguously by the current text. The consequence is that organisations with identical structural characteristics may reach divergent conclusions as to whether they constitute a qualifying structure under Section 6, with corresponding divergence in the compliance obligations they apply and the notifications they make to their supervisors. We therefore recommend that, even though the underlying intention appears clear to AMLA, explicit confirmation of the EU-only scope of the "obliged entity" concept should be incorporated into the RTS itself, whether in the recitals, within Article 2, or in both. The recitals in particular offer an appropriate vehicle for contextualising the territorial scope of the definitions in a way that resolves the practical ambiguity without requiring changes to the operative articles. A clear statement in the recitals that the network definition and all related provisions refer to obliged entities within the meaning of the AMLR established in the Union, and that non-EU entities within a multinational structure are treated as third-country entities for the purposes of this RTS regardless of their status under their own domestic law, would substantially reduce inconsistency in application across the EU and provide a stable basis for multinational organisations to conduct their self-assessments.

Name of the organisation	Question	Answer
TransferGo Lithuania UAB	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We broadly support the minimum requirements set out in Article 3 and considers them an appropriate baseline for group-wide AML/CFT governance in qualifying structures.
TransferGo Lithuania UAB	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	No particular comments on this question.
TransferGo Lithuania UAB	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Based on the text of the AMLR and the overall concept of the Regulation as an instrument applicable within the Union perimeter, we understand the intended scope of Section 4 to cover third-country branches and subsidiaries held directly below an EU obliged entity(-ies) that is(are) subject to the AMLR. However, as the public hearing process has demonstrated in the context of the network definition and more broadly, the current drafting does not unambiguously resolve how Section 4 interacts with more complex multinational structures. In practice, many organisations qualifying as structures or networks will include non-EU entities that are not themselves subject to the AMLR but that sit within the same economic arrangement alongside the EU obliged entity. Those non-EU entities may in turn have their own third-country branches, subsidiaries or related entities outside the Union. The question of whether Section 4 obligations extend to third-country entities held below such a non-EU entity that is part of the qualifying structure, or whether Section 4 is limited

Name of the organisation	Question	Answer
		strictly to third-country branches and subsidiaries held directly below the EU parent undertaking in the Union, is not answered with sufficient clarity in the current text. We would further note that the same recommendation made in respect of the network definition applies with equal force here: a clear statement confirming that Section 4 obligations apply only in relation to third-country entities that are direct branches or subsidiaries of the EU obliged entity, and do not extend to third-country entities held below non-EU members of a qualifying structure, would substantially reduce divergence in application across different types of multinational organisations. On the substantive question of third-country legal restrictions, we observe that many jurisdictions impose confidentiality or banking secrecy obligations on financial institutions that may restrict or prohibit the disclosure of customer information to foreign entities, including EU parent undertakings acting in their capacity as parent undertaking in the Union under this RTS. This challenge is not limited to any single jurisdiction but arises across a significant number of legal systems where strict financial confidentiality norms apply. Where such restrictions exist, the ability of an EU obliged entity to implement the minimum actions required under RTS may be materially constrained regardless of the steps taken at group level. We recommend that AMLA develop indicative guidance on the minimum actions and additional measures framework that expressly acknowledges these structural impediments. Such guidance should provide clear operational direction on what steps are expected to constitute sufficient compliance in circumstances where a complete transfer or disclosure of information is legally prohibited under third-country law, so that EU obliged entities are not left without a compliant course of action in situations outside their control.

Name of the organisation	Question	Answer
TransferGo Lithuania UAB	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We do not have third-country branches or subsidiaries and have no direct operational experience of the Articles 12 and 13 scenarios. The observations made in response to Q4 regarding third-country legal restrictions apply equally to the information sharing provisions in Articles 12 and 13, and we refer to that response accordingly.
TransferGo Lithuania UAB	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We do not have third-country branches or subsidiaries and Article 16 does not apply to our structure in the Section 4 context. We note, however, that the observations made in response to Q4 regarding the ambiguity over which third-country entities fall within the Section 4 perimeter are equally relevant to the scope of supervisory actions under Article 16. Clarity on the perimeter of Section 4 would equally clarify the circumstances in which Article 16 supervisory measures may be engaged.
TransferGo Lithuania UAB	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	No further observations are offered on this question.
TransferGo Lithuania UAB	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	As noted in our response to Q1, we understand the intended interpretation to be that references to "obliged entity" in Article 21 refer exclusively to obliged entities established in the Union and subject to the AMLR. Nevertheless, the current drafting is susceptible to an alternative reading under which the qualifying conditions in Article 21(2) could be assessed by reference to entities that are not established in the Union but that would qualify as obliged entities under their own domestic law. If that alternative reading were applied, a structure with a single EU-licensed obliged entity could find itself classified as a qualifying structure on the basis of its relationships with non-EU entities that are formally outside the AMLR's scope.

Name of the organisation	Question	Answer
		The consequences of this reading would be particularly problematic in practice. An EU obliged entity acting as parent undertaking in the Union under Section 6 is required to ensure the implementation of group-equivalent AML/CFT policies, procedures and controls across the qualifying structure. Where the other members of that structure are non-EU entities, the EU obliged entity may have no legal capacity to require those entities to apply AMLR-equivalent standards, no contractual mechanism to enforce such requirements, and no regulatory relationship through which to coordinate implementation. In a structure where the EU obliged entity is a sister company of the non-EU entities rather than their parent, this problem is compounded further: a sister company has no inherent legal authority over its peers and cannot unilaterally direct their compliance frameworks. We therefore recommend that AMLA confirm explicitly in the final RTS, whether in the recitals or in Article 21 itself, that the qualifying conditions are assessed exclusively by reference to obliged entities established in the Union, and that non-EU entities within a multinational structure are not to be counted when determining whether a qualifying structure exists. This confirmation is necessary to prevent a reading that would impose obligations on EU obliged entities that they cannot fulfil in practice.
TransferGo Lithuania UAB	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The most significant operational challenge arises in structures where the EU obliged entity is not the parent company of the other members of the qualifying structure but rather a sister entity under a common non-EU holding company. If the qualifying conditions in Article 21(2) were read as encompassing non-EU entities alongside the EU obliged entity, the EU entity would be designated as parent undertaking in the Union under Article 22

Name of the organisation	Question	Answer
		and assigned responsibility for ensuring group-equivalent requirements are applied across a structure over which it has no legal authority. A sister company relationship does not carry with it any right to direct, instruct or require compliance action from a peer entity. The EU obliged entity would be placed in the position of bearing regulatory responsibility for outcomes it cannot contractually or legally compel. Even where intracompany agreements exist, such agreements typically reflect cooperation arrangements negotiated between peers rather than the type of binding downward governance authority that effective group-wide AML/CFT implementation requires. This challenge is compounded in cases where the sister company structure is not the product of commercial design but of regulatory necessity. A material number of organisations across the EU find themselves in this position as a direct consequence of the United Kingdom's departure from the European Union. Where a business was originally constituted as a single EU entity and was required to establish a separate UK-licensed entity following Brexit, the resulting structure frequently involves two sister companies under a passive holding entity that was created solely to connect them. The shared branding, operational systems and compliance infrastructure that characterise such structures reflect the integrated history of what was once a single operation, not the deliberate construction of a new cross-border business arrangement. It would be disproportionate to apply the full qualifying structure framework of Section 6 to such organisations solely on the basis of characteristics that are a residual feature of their pre-Brexit integration, particularly where the EU obliged entity lacks any legal authority over its UK sister and the holding entity above them has no employees, no compliance function

Name of the organisation	Question	Answer
		and no AML/CFT role. We submit that this challenge further underscores the recommendation made in Q8: the qualifying conditions and the parent undertaking designation in Section 6 should apply exclusively by reference to obliged entities established in the Union. Where the only obliged entity in the Union is a sister company of non-EU entities under a common non-EU holding structure, the Section 6 framework should not be read as requiring that EU entity to guarantee the compliance of those non-EU entities.
TransferGo Lithuania UAB	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We consider the criteria in Article 22(1) to be broadly effective for identifying the parent undertaking in the Union in straightforward cases where the EU obliged entity is clearly the most prominent entity in the structure from an EU perspective. The following observations flow directly from the interpretive challenge identified in our responses to Q8 and Q9. The criteria in Article 22(1) are designed to identify which of two or more EU obliged entities should bear the responsibilities of parent undertaking in the Union. They are not designed to operate in circumstances where there is only one EU obliged entity, since in that case identification is automatic. However, if Article 21(2) were read as allowing non-EU entities to be counted as members of a qualifying structure, the Article 22 criteria could in principle be applied to a mixed EU and non-EU set of entities, potentially pointing to a non-EU entity as the most prominent or controlling member of the arrangement. That outcome would be unworkable: the parent undertaking in the Union must by definition be established in the Union, and Article 22 should not produce a result that designates a non-EU entity as responsible for implementing AMLR-equivalent standards. This further supports the recommendation made across Q1, Q8

Name of the organisation	Question	Answer
		and Q9 that the EU-only scope of the "obliged entity" concept should be confirmed explicitly in the final RTS. The Article 22 identification exercise is coherent and workable only if it is conducted exclusively by reference to obliged entities established in the Union.
UK Finance	Question 1 Do you have any observations concerning the definitions laid out in article 2?	UK Finance endorses the EBF's response which notes that the draft RTS can create legal uncertainty because it introduces several undefined terms and uses wording that is inconsistent with the AMLR. • The main concern is that AMLA should either define these terms clearly in Article 2 or cross-reference the relevant AMLR provisions. The definitions that are primarily suggested are commercial functions, decision-making powers, risk classification, common customers, close family members, and closely associated persons. This makes interpretation uncertain. • The following wording is inconsistent with AMLR: o "the person on behalf of whom the customer acts" differs from existing AMLR wording; o "risk-sensitive basis" is used instead of the AMLR's "risk-based approach"; o "group compliance manager" differs from the AMLR phrase "compliance manager at the level of the group". We also endorse the following overarching concerns shared by the EBF: • It is not clear whether the RTS's group AML/CFT officer is the same role as the AMLR's group-level compliance manager or an additional mandatory function. • The RTS definition of control function is too open-ended and uses internal audit function rather than the AMLR's independent audit function. • Broad scope of "structure", "network" and "partnership": These

Name of the organisation	Question	Answer
		definitions may capture arrangements that lack sufficient control or integration to justify group-like AML/CFT obligations, such as purely contractual or investment relationships.
UK Finance	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	UK Finance and its members agree that group-wide policies and controls are foundational to effective AML/CFT (per AMLR Article 16(1)). A material gap arises, however, where EU entities within the same third-country-owned group are deliberately structured as independent businesses with strict information barriers that are mandated or necessitated by other EU obligations (e.g. MiFID II conflict-of-interest controls). Challenges with the proposed RTS approach At paragraph 3.2 of the Consultation Paper, AMLA states that the "proposed RTS contain a strong focus on the principle of proportionality". This is not reflected in the draft RTS, which we see as significantly exceeding the mandate to identify minimum group-wide requirements. Article 3 should explicitly reference proportionality and the risk-based approach. The RTS assumes an operating model where the designated "parent undertaking in the Union" can "ensure" group-wide compliance (per AMLR Article 16(1)) through governance, reporting lines, and information flows, with Art. 3(1)(a) RTS envisaging a "or body at group level with sufficient decision-making powers". Yet, where the EU entities are sister companies with separate boards, no shared management, and no cross-entity compliance control, the designated EU parent bears accountability without a practical mechanism to compel cooperation. In this situation, which reflects the realities of many corporate governance and control structures, no body with "sufficient decision-making powers" could exist, or be created. This is amplified by the AMLR concept that the EU parent is "given" responsibility, without clarifying by whom and through

Name of the organisation	Question	Answer
		what enforceable instrument in a third-country-owned, non-integrated EU structure. It would be too simplistic, and at the same time overly expansive, to suggest that well-reasoned, legally compliant corporate structures can – and must – be modified by forcing fictional groups to exist and parent undertakings to be designated in order to meet the approach outlined by AMLA in the draft RTS. Further, the RTS should not seek to create obligations on the parent which it cannot discharge effectively without the cooperation of other entities in the fictional group. For example the following references in bold are problematic: • (a) to set up, implement and maintain an organisation and coordination structure or body at group level with sufficient decision-making powers for the group compliance manager and compliance officer appointed pursuant to Article 16(2) of Regulation (EU) 2024/1624, where applicable, to manage and prevent money laundering, terrorist financing risks as well as to prevent the non-implementation and evasion of targeted financial sanctions. • (b) … to address and implement any administrative act issued by any relevant supervisor for the oversight and management of subsidiaries and branches of the group in Member States and in third countries; Suggested approach We recommend: • Art. 3(1) is redrafted to provide that the "parent undertaking in the Union shall ensure that the following minimum standards are part of the group wide policies, procedures and controls on a risk-based approach" • The RTS explicitly recognise a proportionate "coordination framework" model for such groups. In this model, the designated

Name of the organisation	Question	Answer
		EU parent discharges the “ensure” obligation by operating a documented coordination mechanism (for example, a group AML/CFT committee comprising local MLRO/compliance leads) with defined participation obligations, escalation pathways, and periodic attestations by each entity. This preserves entity-level accountability while enabling group-wide alignment without requiring hierarchical reporting lines that do not exist and may be incompatible with sectoral governance requirements. • Terms creating obligations of result on the parent entity are removed to the extent they are reliant on the cooperation or execution by an entity in the group (other than the parent undertaking itself). For example, the parent undertaking should not have a specific obligation to have decision making body with “sufficient powers” to “prevent non-implementation and evasion of sanctions” or “implement any administrative act” issued by a supervisor. Or, in the alternative, any such obligations should be consistently and clearly caveated by “to the extent practicable”, in order to take into account, the realities of corporate governance, oversight and control. We further recommend the RTS clarify that each obliged entity’s duty to implement group-wide policies (per AMLR Article 16(1)) includes a reciprocal obligation to cooperate with the designated EU parent to the extent legally permissible, and that the designated EU parent may rely on structured certifications, independent testing summaries, and outcome-based control evidence where client-level sharing is constrained.
UK Finance	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that	UK Finance and its members support the objective of strengthening group-wide information sharing. However, we recommend that Article 4 is drafted to enable and facilitate lawful, risk-based and proportionate information sharing, consistent with an outcomes-based supervisory framework.

Name of the organisation	Question	Answer
	information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	According to that approach, obliged entities are expected to maintain effective policies, procedures and controls that promote coordination and information sharing, while recognising legal constraints and the need for risk-based proportionality. If Article 4 were to be read as compelling the exchange of a minimum dataset in all circumstances, it would likely drive tick-box compliance while creating tension with data minimisation principles. We suggest the following edits to Article 4(1) and 4(2): Article 4(1): “When information is deemed relevant by the parent undertaking for the purposes of the prevention of money laundering, terrorist financing and the non-implementation or evasion of targeted financial sanctions, information sharing within a group, as referred to in Article 16(3) of Regulation (EU) 2024/1624, shall enable the sharing of relevant information, including, where appropriate, the following categories of information:” (a)(xi) “material changes in the customer’s risk profile or status resulting in an increased risk classification as a result for example of , including changes in beneficial ownership or business activity” Article 4(2): “The parent undertaking in the Union shall define what situations and what type and amount of data are relevant for information sharing, considering the size, complexity, and the risks of the group as well as the availability and quality of the information. Information sharing policies, procedures and controls shall cover at least the conditions for sharing, common customers and their beneficial owners.”

Name of the organisation	Question	Answer
		Information-sharing policies, procedures and controls at group level shall include sufficient safeguards to ensure appropriate usage and accountability of such information as well as effective supervision". This would remove the requirement to have records of information exchanges in place. The suggested wording is a re-usage from Article 16 (3) AMLR.
UK Finance	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	UK Finance and its members note and share the request from the EBF for AMLA to conduct a proportionality assessment of Section 4. Section 4 should be revised to ensure proportionality and operational feasibility in third-country contexts. Obligations should reflect the ML/TF risk identified and should not create structural disadvantages for EU firms compared with non-EU competitors. In particular, Articles 11–14 should be reviewed to avoid requirements that may be impossible to implement under local law. Article 10(1)(c) should not rely on beneficial owner consent to overcome third-country legal restrictions. In practice, obliged entities often have no direct relationship with beneficial owners and cannot reliably obtain or manage such consent. Consent is also unsuitable under GDPR as a stable basis for AML/CFT compliance. AMLA should replace this with a workable alternative, such as documenting the restriction and notifying the competent authority. Together with the EBF we request for Article 15(1)(d) to also be made more proportionate. Requiring prior approval from parent-level senior management for all additional measures may hinder timely risk management. For urgent operational decisions, notification with subsequent approval would be more practical, while prior approval could remain for structural measures such as restricting services or closing operations.

Name of the organisation	Question	Answer
		Article 15(1)(e) should further be narrowed. A blanket requirement to document source of funds, source of wealth and destination of funds for all customer files would create a disproportionate burden, therefore, this obligation should apply only where a specific high ML/TF risk has been identified, with the RTS clarifying the relevant trigger. Finally, as Section 4 appears broadly aligned with Commission Delegated Regulation (EU) 2019/758, we together with the EBF request that AMLA confirm this equivalence in the RTS preamble to provide legal certainty for firms that have already implemented frameworks under that Regulation.
UK Finance	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Arts. 12 and 13 establish minimum actions where third-country law restricts the sharing of customer information or the disclosure of STR-related information. UK Finance together with the EBF request for AMLA to clarify the interaction between the minimum notification obligations in Arts. 12(1)(a) and 13(1)(a) and the 28-calendar-day deadline. AMLR uses 'without undue delay' as the applicable standard; the introduction of a specific 28-day period requires a clear legal justification. We also note that AMLA should confirm that an obliged entity that completes all required notifications and applies the measures available to it has met its regulatory obligations even if group information sharing remains impossible.
UK Finance	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Art. 16 introduces a 'risk mitigation plan' and 'corrective measures' as instruments that the parent undertaking must apply where third-country law prevents full AML compliance by a branch or subsidiary. These are supervisory-type instruments that AMLR assigns exclusively to competent authorities. AMLA should therefore clarify the legal basis under AMLR Art. 16 for requiring a parent undertaking to impose binding corrective measures on a separately licensed subsidiary in a third country. In the absence

Name of the organisation	Question	Answer
		of a clear primary law basis, 'corrective measures' could be reformulated as internal group governance measures that the parent entity undertaking implements within its group, rather than unilateral regulatory decisions binding on separately licensed entities. Furthermore, together with the EBF, UK Finance notes that AMLA could align 'corrective measures' with the AMLR's terminology ('supervisory measures') and define the term in the RTS.
UK Finance	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	The draft RTS mandates designation of a single EU parent across all EU entities with common head office(s) outside the EU. Requiring an artificial single EU parent in all cases is overly simplistic and does not accord with the AMLR definitions and other applicable frameworks (e.g. CRD) or obligations, may have no correlation with actual governance and control perimeters, and may result in entities without influence over or understanding of affiliates being designed as parent. While AMLR Recital 44 points to a broad definition of group, AMLR Art 2(41) is determinative: a group is limited to a parent, its subsidiaries, and entities linked through EU consolidated accounts (including branches). The RTS should reflect this boundary; any other aggregation must be treated as a “Structure” or fall outside Art 16. As the AMLR definition mirrors CRD and leaves no discretion, EU sister companies with separate boards, no shared management, and no cross-entity control may not qualify as a “group”. “Group” in AMLR Art 2(41) largely mirrors Regulation 2024/1620 (AMLA-R), where a “selected obliged entity” includes a group “at the highest level of consolidation in the Union in accordance with applicable accounting standards”. Many third-country groups will not consolidate in the EU. If AMLA’s policy intent is to align AMLR

Name of the organisation	Question	Answer
		Art 16 “group” with direct supervision, the RTS should expressly take this into account. We welcome clarification on the ‘Head Office’ meaning in draft RTS Art 17-20 and AMLR Art 2 (42)(b), e.g. the entity legally responsible for the OE and its administration. The proposed criteria are overly simplistic and do not reflect governance/control realities of all entities, particularly for sister-company models: • “Prominence” is reduced to transaction value and has no objective correlation with ability to influence and monitor • “Understanding of operations” is proxied by compliance headcount and also lacks rationale. Headcount is impacted by labour costs, AML service models and types of business, which are not reliable indicators of understanding • There is no legislative basis for “prominence” automatically determining the parent where another entity has better “understanding of operations”. The two factors should be equally weighted • Art 2(42)(b)(iv) AMLR is rendered ineffective by being subsumed into prominence/understanding. However, legislative intent was for this factor to have freestanding meaning as it enables necessary flexibility for groups to select the appropriate parent entity based on corporate structure / internal governance (with reference to CRD), and to deconflict between the other criteria • Although AMLA characterises Art 2(42)(b) factors as qualitative in its Consultation commentary, the draft RTS effectively creates a quantitative assessment and lacks a holistic qualitative assessment The RTS should recognise that, in some firms, the only actor with authority to allocate responsibility and fund coordination is the third-country head office(s).

Name of the organisation	Question	Answer
		A mandatory single designation creates a predictable governance gap of “responsibility without authority”: board/senior management accountability without legal powers and corporate levels to secure cooperation, concentrated enforcement/liability risk, and conflicts with corporate law and home-country rules (e.g. obligations of separation between banking/non-banking activities such as US Regulation W). It also diverges without sound rationale from important prudential frameworks (e.g. CRD Art 21b), which use the same definitions as AMLR and recognise the importance of leaving the option to establish multiple intermediate EU parent undertakings. We recommend AMLA/RTS: • ensure Art 16 AMLR “group” does not extend beyond the AMLR (and CRD) definition, with appropriate additional focus on Structures where relevant; • introduce qualitative elements to identify parent undertakings through a holistic assessment that equally balances prominence and understanding • give independent meaning to Art 2(42)(b)(iv) (“given responsibility”), enabling parent selection aligned to internal governance, CRD considerations, and demonstrable coordination capability; • recognise that third-county groups may require multiple EU parent undertakings where justified by governance, regulatory perimeter and legal constraints, including mandatory third country separation requirements; • specify the minimum content and indicators for consistent interpretation of ‘sufficient prominence’ and ‘sufficient understanding of operations’ which are drawn from AMLR Art 2(1)(42)(b)(iii) but not elaborated in the AMLR or the RTS; • Arts 18(1) (as well as art. 22(1)) uses 'critical or important

Name of the organisation	Question	Answer
		outsourcing arrangements', seemingly imported from DORA (Regulation (EU) 2022/2554) without cross-reference or AML-specific definition. We support the EBF's position to cross-reference DORA or for AMLA to provide an AML-specific definition.
UK Finance	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	UK Finance together with the EBF agree that Article 21 should be clarified to ensure consistent application across Member States. In particular, we noted that AMLA could specify whether the sub-criteria for "common management" and "common compliance control" are alternative, cumulative or merely indicative, as the current drafting creates legal uncertainty and could extend obligations to arrangements where no effective control or enforcement power exists. The criterion of "homogeneous business strategy and/or business model" in Article 21(2)(c) is too vague to function as a legal test and has no clear basis in the AMLR. We suggest for AMLA to either delete this criterion and replace it with a more operational test or define both terms explicitly in Article 2. AMLA could also confirm that the assessment under Article 21 is binary: either a structure falls within scope and the full set of applicable requirements applies, or it does not, the RTS should make clear that partial or tiered application is not intended. Finally, we request for the RTS to define the "group-equivalent" standard used in Articles 21–24. Neither the AMLR nor the RTS explains whether "equivalent" means identical to, or potentially less than, the full group-wide standard under Article 16(4) AMLR. This would provide legal certainty to affected firms.
UK Finance	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	UK Finance and its members agree with the EBF's position that Article 21(3) should be clarified to confirm whether it applies only to obliged entities within a structure.

Name of the organisation	Question	Answer
	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We note that if non-obliged entities are intended to fall within scope, this would significantly extend AML information-sharing obligations beyond the AMLR and would require an explicit legal basis. In the absence of such a basis, Article 21(3) should be limited to obliged entities. We suggest that AMLA also defines the terms “network members” and “partners”, which are used in Articles 21(3) and 22 but are not defined in the AMLR or the RTS. In particular, the RTS should clarify how “partners” in Article 21(3) relates to “partnership” in Article 2(4), and whether the obligations of network members differ from those of partners. Lastly, AMLA should address the lack of group-level legal authority in structures that do not involve a parent-subsidiary relationship. The parent entity undertaking identified under Article 22 may have no legal power to impose policies, reporting obligations or compliance measures on other entities within the structure. We recommend for the RTS to therefore clarify the legal mechanism by which those responsibilities are to be exercised.
UK Finance	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	We note that Article 22 should be clarified to ensure legal certainty in identifying the parent undertaking within a structure. Particularly, UK Finance endorses the EBF’s request for AMLA to define the criterion of “essential technical information or critical services”. This is currently not used or defined in the AMLR, we also suggest for AMLA to explicitly cross-reference the applicable definition if it is intended to draw on another framework such as DORA. AMLA should also clarify the hierarchy and interaction of the Article 22 criteria, including whether they are to be applied sequentially or simultaneously, and how conflicts should be resolved where different criteria point to different entities.

Name of the organisation	Question	Answer
		Without such clarification, the RTS risks divergent interpretation in practice. Furthermore, the annual turnover criterion raises the same issues as under Question 7. For financial institutions, we ask for AMLA to specify the applicable calculation basis, as “annual turnover” is not a sufficiently clear metric in this context
Verbond van Verzekeraars (The Trade Association of Dutch Insurers)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The term “control function” is not legally defined or mentioned in the AMLR. Therefore, it may be beyond the mandate conferred by Article 16(4) AMLR to introduce obligations on such functions. As defined in Article 2(1) of the draft RTS, the term could be interpreted as a group of functions including risk management, compliance and internal audit. If the concept of the control function is deleted from the RTS we urgently advise AMLA to clarify that the compliance and risk management functions responsible for the objective risk assessment may also comprise of first line functions. As long as they are adequately distinct positioned from commercial activities. This concept holds the advantage that the first line holds true ownership of the assessment and at the same time the compliance function is able to challenge and in ultimate situations disapprove the outcomes and escalate that to the management body. In this sense it is adequately designed as a 3 lines of defence model. If the concept of the control function remains, we also advise AMLA to clarify that the control function may consist of any first,

Name of the organisation	Question	Answer
		second or third line (audit) function as long as it is sufficiently independent positioned from commercial functions.
Verbond van Verzekeraars (The Trade Association of Dutch Insurers)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The minimum requirements are not completely clear. We assume that the intended scope of the RTS is limited to activities in third countries that within the EU would be regulated by AMLR. Although a parent company may want to manage also non-obliged activities in third countries, it should be clear that the way they do so is not regulated by AMLR and this RTS. This is relevant to avoid administrative burden of oversight on activities that would normally not be regulated by AMLR. In the current wording it could be interpreted that a daughter company in a third country active as a non life insurance company should fall in group wide supervision following detailed requirements of these RTS.
Verbond van Verzekeraars (The Trade Association of Dutch Insurers)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Unclear is whether assessing and reporting of hurdles in information sharing is limited to obliged activities in scope of AMLR. Although a parent company may want to guard consistency and risks of non obliged activities in third countries, it should be clear for instance that a non-life insurance company in a third country should not fall under the scope of these RTS and section 4 obligations. Therefore it should be clear that no reporting is required if it concerns law restrictions in third countries related to activities that would not fall under AMLR within the EU
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	The draft RTS apply the principle of proportionality only to selected provisions. We suggest introducing an overarching proportionality principle in Art. 1 especially also taking into account the special situation of SMEs and smaller cooperations and networks. Proposed wording: “These RTS shall be applied in accordance

Name of the organisation	Question	Answer
		with the principle of proportionality also taking into account the size of the OE and group/network/franchise. The nature, extent and complexity of group-wide policies, procedures and controls shall be commensurate with the size, organisation and risk profile of the group respectively the group entities and shall enable the effective management and mitigation of ML/TF risks." We observe that certain terms, in particular 'control function', are already defined in other EU financial services legislation. It would be helpful for AMLA to confirm that this definition is intended to be interpreted consistently with those existing frameworksfor legal certainty and coherent application. It should be clarified that a hierarchical structure should be a precondition for application of the RTS. We understand that the newly introduced concepts are intended to capture arrangements that fall outside the AMLR definition of a 'group', particulary where no parent–subsidiary relationship exists. However, the relationship between these concepts and the group definition is not explicit. Clarification would be welcome as to whether: • these definitions are intended to apply only in the absence of a group structure; and • obliged entities that are part of a group are expected to assess these concepts in parallel. In the absence of such clarification, there is a risk of uncertainty as to whether group-wide obligations could extend beyond formally defined group structures to other types of commercial

Name of the organisation	Question	Answer
		arrangements. Conflicting requirements respectively a conflict of norms would arise if it will not be clarified which group requirements prevail in case of parallel/overlapping groups and/or other structures. The group steering requirements pursuant to Art 16 and 17 AMLR (and the respective RTS) should only be applicable for each traditional group with in the structure but not in addition to the participants of the institutional protection scheme as a group. After the classification as a group member or parent one obliged entity should not belong to an additional network. We further note that it is important to clarify whether, and to what extent, these definitions are intended to trigger obligations analogous to those applicable at group level. Particularly, we request clarification that the introduction of these concepts does not, in itself, extend group-wide requirements beyond the perimeter of entities that form part of a 'group' within the meaning of the AMLR. We note that the definitions of 'structure', 'network' and 'partnership' are framed broadly and could, depending on interpretation, capture a wide range of arrangements. In particular, there is a risk that purely contractual or investment relationships could fall within scope without involving the level of control, coordination or integration that would justify the application of group-like AML/CFT obligations. The definitions rely on concepts such as 'common management', 'common compliance control' or a 'common framework', without

Name of the organisation	Question	Answer
		clearly specifying the level of influence or control required. In the absence of such clarification, there is a risk that arrangements involving coordination but not control could be captured. This may give rise to operational challenges, as obliged entities could be expected to apply policies or obtain information in respect of entities or arrangements over which they do not exercise control or have no legal means to enforce compliance. We encourage AMLA to clarify the intended scope and interaction of these definitions in order to support consistent and proportionate application and avoid unintended scope expansion. From a wholesale banking perspective, institutions typically operate within clearly defined group structures. However, clarity on the intended scope and application of these additional concepts remains important to avoid unnecessary complexity and ensure consistent interpretation. We emphasise that the application of these definitions should remain consistent with the risk-based approach underpinning the AMLR, and should not result in disproportionate obligations on arrangements that do not present equivalent AML/CFT risks.
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	The provisions set out in Article 3 broadly reflect existing practices in large cross-border banking groups. However, members have identified a number of operational and legal challenges that may arise in implementation, particularly for groups with complex structures or headquarters outside the Union.

Name of the organisation	Question	Answer
		We also highlight uncertainty regarding the legal basis for extending group-wide requirements across entities that are not linked through a traditional parent–subsidiary relationship under applicable company law frameworks. Particularly where entities within the Union are part of a broader group but are separately incorporated and subject to distinct legal and regulatory obligations, it may be unclear how far group-wide policies, procedures and controls can be imposed or enforced in practice. This is especially relevant in the context of cross-border information sharing, where legal constraints may limit the ability to share or act upon certain information. We would welcome clarification as to how these requirements are intended to operate in practice, including the extent to which they are expected to apply across legally distinct entities and how potential conflicts with local legal obligations should be managed. Article 3 (2) draft RTS introduces requirements for group-wide policies to be approved by the management body of the parent undertaking in the Union, and for procedures and controls to be approved at least at the level of the group compliance manager. While we recognise the importance of appropriate governance and senior oversight, these requirements may be challenging to operationalise in large and complex organisations. We therfore encourages AMLA to clarify that a proportionate, risk-based approach to governance is appropriate, including the ability to delegate approval of more granular procedures and

Name of the organisation	Question	Answer
		controls to appropriately senior and competent functions, in line with existing governance frameworks. Article 3 (1) (e) draft RTS introduces requirements for regular and documented information exchanges between compliance, control and commercial functions. Members note that, while internal information sharing is an established component of effective risk management, the provision would benefit from further clarification as to its intended scope and practical application. Clarification would be welcome on: • the type and level of information expected to be shared (for example, whether this is intended to be aggregated risk information rather than customer-specific data); and • how these requirements interact with existing legal constraints, including obligations relating to confidentiality, data protection and the prohibition on tipping-off. Without such clarification, there is a risk that the provision could be interpreted in a way that creates unnecessary operational burden or conflicts with existing legal obligations, without a commensurate benefit to risk management outcomes. We welcome the recognition in Article 3 that group-wide policies, procedures and controls should take into account the structure, composition, operations and individual risk profiles of entities within the group and consider this flexibility particularly important for groups comprising entities with differing business models, legal frameworks and risk exposures, and support a proportionate, risk-based approach to implementation.

Name of the organisation	Question	Answer
		We welcome the inclusion in Articles 5 to 15 of mechanisms addressing situations where third-country legal restrictions may limit information sharing, data processing, supervisory access or record retention within cross-border groups. Supervisory expectations remain should proportionate and operationally workable. Obliged entities should not be placed in a position where compliance with Union requirements would require them to breach applicable local law. Summary We support the objective of strengthening group-wide governance and information sharing arrangements. We emphasise however the need for clarity, proportionality and alignment with existing global practices and legal frameworks, in order to ensure that the provisions can be implemented effectively in practice without creating unnecessary duplication or legal uncertainty.
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We see both operational and legal challenges through the extended broad information sharing expectations. For instance data protection concerns may arise in case of customer due diligence und transactional data sharing in general and eventually might not be possible to fully overcome them even through the additional measures foreseen in the current draft RTS. As well as it can lead to technical (system/operational) issues in sharing certain information (e.g. risk assessment, etc.) within big banking groups, incl. the time necessary to implement such solutions. Third countries´ involvement can also carry legal risks, in case e.g. the local data protection laws are not compatible with (restrictive against) the data sharing expectations of the RTS. We

Name of the organisation	Question	Answer
		see a conflict with duties of confidentiality, e.g. in a network where a business partner could become a competitor. Article 4 It should be clarified that Article 4 is intended to enable and support the sharing of relevant information within a group, rather than to create independent obligations to collect, generate or centrally maintain information that obliged entities are not otherwise required to obtain under the AMLR or other applicable legislation. Particularly, certain categories of information listed in Article 4 may not currently be collected, retained or structured in a consistent manner across all entities or jurisdictions. Therefore it is important to clarify that the obligation applies to information that is available, relevant and necessary for AML/CFT and targeted financial sanctions purposes. A simplified approach should be foreseen for SME-networks (e.g. total sale volume under 50 Mio. €) Article 4 (2) should be amended in order to better reflect the risk based approach. Especially the wording “Information sharing within the group shall cover at least …” should be amended. There should be no requirements regarding information that must be shared under any circumstances and there should be the possibility to decide in a risk based way which information is going to be shared within a group. The reference in Article 4(3) to information being shared on a ‘need-to-know’ basis is fundamental to ensure that information

Name of the organisation	Question	Answer
		sharing arrangements remain proportionate, operationally workable and consistent with applicable legal and confidentiality requirements. Confirmation would be welcomed that Article 4 does not require systematic or routine sharing of all listed categories of information across all entities within a group, nor require institutions to conduct group-wide searches across their entire customer base in all cases. Rather, we consider that information sharing should be risk-based and triggered where relevant. Certain aspects of Article 4 may present significant operational challenges in practice for all groups, especially for large (international) groups operating across multiple legal entities and jurisdictions. In particular: • identifying customers that 'belong to the same group or structure' may be difficult to operationalise, esp. for large and complex corporate groups; • maintaining records of all information exchanges across multiple entities and jurisdictions may create substantial operational and technical burdens; • requirement to ensure information is available in an 'adequate and comprehensible form' may require significant systems development and data standardisation efforts across global organisations. A clarification on supervisory expectations regarding the practical implementation of these requirements, including the extent to which firms may apply risk-based prioritisation and proportionate

Name of the organisation	Question	Answer
		controls would be welcome. The provision does not appear to require the sharing of the suspicious transaction report itself. However, that information relating to suspicious transaction reporting is particularly sensitive and may be subject to restrictions. We would therefore welcome further clarification regarding the scope of information expected to be shared under Article 4 (1) (d); the interaction between these provisions and national restrictions relating to suspicious transaction reporting information; and the extent to which firms may limit sharing where necessary to comply with applicable legal or confidentiality requirements. We note that Article 4 appears focused on information sharing between obliged entities established in the Union, whereas broader AMLR provisions may require consideration of information held elsewhere within global groups. We would welcome clarification regarding the interaction between Article 4 and these broader AMLR obligations, including the extent to which information sharing expectations apply in relation to non-EU entities within international banking groups.
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Article 5 We support effective cross-border information sharing within groups and welcome the recognition of third-country legal restrictions. Clarification is needed on the scope of Article 5, particularly whether it applies only to receiving information by obliged entities in the Union from third countries or also to

Name of the organisation	Question	Answer
		sharing information from entities in the Union to third countries entities. We would therefore welcome further clarification regarding: • whether Article 5 is intended to operate as a two-way framework for intra-group information sharing; • how Article 5 interacts with Article 16 (3) AMLR and the broader group-wide information sharing framework, and • whether different expectations apply depending on the direction of information sharing. We also see potential conflicts with data protection rules and see the necessity for clarification. Art 5 (2) alongside Section 4: In practice, members observe that legal restrictions in certain third countries may significantly constrain the ability to share customer or risk-related information across borders. This may be due to (but is not limited to) data localisation requirements, banking secrecy laws, or broader confidentiality restrictions. We therefore welcome the recognition elsewhere in the RTS that alternative or mitigating measures may be necessary where direct information sharing is restricted by local law and encourage AMLA to ensure that supervisory expectations regarding such alternative measures remain proportionate and operationally workable. Article 6 We recognise that many international banking groups already operate frameworks designed to manage such cross-border information sharing challenges, including through the use of customer consent mechanisms, internal governance arrangements and jurisdiction-specific controls. In this respect,

Name of the organisation	Question	Answer
		we would welcome further clarification regarding the extent to which Article 6 is intended to introduce materially new obligations or expectations beyond existing group-wide information sharing practices. Moreover we would welcome clarification regarding the operation of the notification requirement in Article 6 (3), including the point at which the 28-calendar-day period is intended to begin. In particular it would be helpful to clarify whether the notification obligation is triggered: • when a relevant legal restriction or prohibition formally enters into force; • when the obliged entity becomes aware of the restriction or prohibition, or • when the obliged entity concludes, following assessment, that the restriction or prohibition affects the relevant information-sharing arrangements in practice. Furthermore we would welcome greater clarity regarding supervisory expectations, interpretation and application of the concept of 'without undue delay'. Clarification would be needed regarding the meaning of 'supervisor of the home Member State' in situations where an obliged entity is subject to direct AMLA supervision. In particular, it would be helpful to clarify: • whether notifications should be made directly to AMLA; • whether parallel notification to national competent authorities is expected, and • how responsibilities are intended to operate between AMLA and national supervisors in practice.

Name of the organisation	Question	Answer
		Article 7 We would welcome clarification regarding the scope of information expected to be shared with supervisors under Article 7. In particular, while Article 7 refers generally to the sharing of information from entities or branches established in third countries to supervisors in the Union, it is not clear whether this is intended to encompass all categories of information listed in Article 4 or only information that is necessary and proportionate for supervisory purposes in a given context. We consider it important that supervisory information-sharing expectations remain targeted and proportionate and would therefore welcome clarification that obliged entities are expected to share information relevant to the exercise of supervisory functions, rather than systematically transferring all categories of information referred to in Article 4. Obtaining consent from beneficial owners (Art 7 (2) (b)) may be operationally challenging, particularly where the obliged entity does not maintain a direct relationship or regular communication channel with the beneficial owner concerned. It should be clarified that obliged entities are expected to take reasonable and proportionate steps in this regard, taking into account the nature of the customer relationship and the practical ability of the obliged entity to obtain such consent. Greater consistency across related provisions (e.g. Articles 12 and 13) would be welcome, particularly regarding scope of information-sharing expectations, role of customer and beneficial owner consent and the practical application of mitigating measures where legal restrictions prevent information sharing. Please refer also to Question 3 and 4 above.

Name of the organisation	Question	Answer
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Please refer also to Question 3 and 4 above. There should be a “safe harbour rule” for SMEs. For SMEs it is almost impossible to examine whether third country rules contradict the EU-framework, if there is e.g. at the same time an uncertainty on the EU-level when it comes to the relationship between dataprotection rules and the group-wide standards in the RTS
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Even if the parent undertaking´s supervisor is using such additional actions, depending on the level of potential incompatibility of the third countries´ respective legal and regulatory environment with the expectations of the current draft RTS, due to the local legal constraints, the gaps might not be fully overcome. For SME-groups and networks the 28-day-period in Art 10 to 14 is not practicable. The analyses whether a third country legal framework contradicts the EU framework would often need external legal consultations and advice. Rules in Art 16 should be proportionate also with respect to SME groups and networks.
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Art 17: In a network of SMEs sales of individual members of the network could fluctuate, therefore this should be only one but not the only criterium.
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	"Common compliance control" should exist only if there is a controlling entity but not in a network with equal partners where none of them cotrols the others. see also answer to question 9

Name of the organisation	Question	Answer
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	The concept of 'common compliance control' must be interpreted restrictively, as already indicated in Recital 27 of the RTS. Regarding the intention of Recital 27, further clarification within the RTS is required. In this context, it should be taken into account that the following aspects need to be considered: • Administrative oversight alone does not constitute a right of enforcement. • Without legally enforceable rights, common compliance control is simply not possible. In the financial sector, comprehensive obligations already exist. • The exchange of information does not in itself constitute common compliance control. • If the individual company continues to bear full liability and makes fully independent decisions as to whether to follow the common approach or deviate from it, it does not fall within the scope of this. Without the aforementioned criteria all met, a common compliance control is not possible. Recital 27 and Article 21 (2) c) should be adapted and specified in order to establish a set of criteria for determining when common compliance control applies and when it does not. Concerning question 1 and 9 we would like to point out the principle of proportionality: Concerning Art. 21 RTS group wide requirements "structures" identified in Article 21 shall apply requirements equivalent to the group-wide requirements taking into account the obliged entities´ size, complexity and risks (proportionality). We should point out here / ask if this will potentially include simplifications for e.g. national credit institutions structures and if so which these simplifications

Name of the organisation	Question	Answer
		specifically would be?
Wirtschaftskammer Österreich (Austrian Federal Economic Chamber)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	For example, a company may simultaneously act as the “parent undertaking” for a specific structure and, at the same time, be classified as a reporting entity within a group that has a parent company at a higher level. The RTS does not provide sufficiently clear guidance on how to proceed in such situations. Thus the relationship between a “group” in the traditional sense and “structures sharing common ownership, management or compliance control” is not sufficiently addressed in the RTS. In particular, situations may arise where entities within a group are not themselves parent undertakings, but nevertheless meet the criteria of a “parent undertaking” within the meaning of Article 22/Section 6 of the RTS. In such cases, a relevant entity (1) may simultaneously be part of a group with a higher-level parent undertaking (2), while also qualifying as a “parent undertaking” under Section 6 of the RTS. In this context, it should be taken into account that the group’s parent undertaking (2) may neither be aware of, nor required to be aware of, such structures. Against this background, it should be clarified that: 1. the parent undertaking (2) is also to be regarded as the “parent undertaking” within the meaning of Section 6 in relation to these structures; 2. the relevant entity (1) is required to inform the parent undertaking that it meets the criteria set out in Article 22 of the RTS; 3. the notification pursuant to Article 23 is to be submitted by the parent undertaking (2); and 4. the notification pursuant to Article 24 is to be submitted by the

Name of the organisation	Question	Answer
		relevant entity (1). It is also unclear whether a company that meets the criteria of a parent undertaking is required to proactively submit the message "Not applicable" to the supervisory authority for both Article 23 and 24. We would like to request clarification on this matter." The criteria in Art 22 do not reflect the situation of SME-networks with equal partners and with fluctuating sales of the individual members. Each individual member should be responsible for its compliance and should the members be able to name a compliance coordinating function.
Wirtschaftsprüferkammer (Germany)	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Zunächst begrüßen wir es, dass sich bei der Begriffsbestimmung für das Netzwerk an der Abschlussprüferrichtlinie orientiert wurde. Die Begriffsbestimmung zum Netzwerk im geldwäscherechtlichen Sinne empfinden wir jedoch in Hinblick auf die damit einhergehenden geldwäscherechtlichen Pflichten dieses RTS als zu weit gefasst. Insbesondere bei Netzwerken, die nur durch eine gemeinsame Marke oder einen gemeinsamen Markennamen verbunden sind, handelt es sich in der Regel um voneinander vollkommen unabhängige Unternehmen. Diese Unternehmen durch einen RTS in ein Über-Untergeordneten-Verhältnis zu stellen, schränkt unserer Auffassung nach die Unternehmensfreiheit in unzulässiger Weise ein und bringt keinen ersichtlichen geldwäschepräventiven Vorteil. Auch Berichte aus der Praxis bestätigen, dass Unternehmen in Europa, die sich zu Netzwerken zusammengeschlossen haben, keinen Einfluss aufeinander nehmen können. Das bedeutet, kein Unternehmen im Netzwerk ist tatsächlich in der rechtlichen Lage, einem anderen Netzwerkpartner verbindliche Vorgaben zu machen. Um die Regelungen dieses RTS durchzusetzen zu können, müssten

Name of the organisation	Question	Answer
		bei Netzwerken künstliche Strukturen geschaffen werden, die in der Realität so nicht vorhanden sind. Dies würde zu einer Bürokratiesteigerung führen, aber keinen geldwäschepräventionsrechtlichen Vorteil bringen. Wir empfehlen daher, den Netzwerkbegriff auf Unternehmen zu beschränken, die gruppenähnliche Strukturen aufweisen. Dies könnte dadurch erreicht werden, dass die Voraussetzungen für den Netzwerkbegriff nicht alternativ, sondern kumulativ vorliegen müssen.
Wirtschaftsprüferkammer (Germany)	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	Wir halten den Artikel 3 insgesamt für wenig anwenderfreundlich. Artikel 3 ist durch seinen Aufbau schwer lesbar, zu umfangreich und dadurch insgesamt schwer verständlich.
Wirtschaftsprüferkammer (Germany)	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Auch die Artikel 4 bis 9 halten wir insgesamt für wenig anwenderfreundlich, da diese durch ihren Aufbau und ihre Formulierungen schwer verständlich sind.
Wirtschaftsprüferkammer (Germany)	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	Wir haben erhebliche Zweifel, ob die Maßnahmen tatsächlich in dieser Form für die Mutterunternehmen umsetzbar sein werden. Beispiel: Ein nach diesem RTS bestimmtes Mutterunternehmen mit Sitz in der EU hat ein nach diesem RTS bestimmtes Tochterunternehmen mit Sitz in den USA. Bekannterweise sind die geldwäscherechtlichen Anforderungen in den USA nicht so hoch wie in der EU. Erfüllt das nach diesem RTS bestimmte Tochterunternehmen nicht die geldwäscherechtlichen

Name of the organisation	Question	Answer
		Anforderungen dieses RTS (was es als Unternehmen mit Sitz in den USA ggfs. auch nicht muss, da für Unternehmen mit Sitz außerhalb der EU unionsrechtliche Vorgaben nicht zwingend bindend sind), so soll das Mutterunternehmen sehr weitreichende Maßnahmen ergreifen, für die es außerhalb dieses RTS keine Rechtsgrundlage gibt. Ob die Vorgaben in diesem RTS als Rechtsgrundlagen für solch einschneidende Maßnahmen, wie die Einstellung der Dienstleistungen, ausreicht, wagen wir zu bezweifeln. Wenn die Maßnahmen nicht umsetzbar sind, können sie auch nicht wirksam sein.
Wirtschaftsprüferkammer (Germany)	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Hier verweisen wir auf unsere Ausführungen zur Frage 4.
Wirtschaftsprüferkammer (Germany)	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Wir halten die Aufsichtsmaßnahmen für nicht praktikabel. Eine Rechtsgrundlage außerhalb dieses RTS für die Durchsetzung der Aufsichtsmaßnahmen ist uns nicht bekannt. Da die Aufsichtsmaßnahmen sehr einschneidend sein können (Untersagung der Tätigkeit), sehen wir darin einen Eingriff in die Berufs- und Unternehmensfreiheit, die in Deutschland durch Artikel 12 Grundgesetz geschützt sind. Wir zweifeln an, dass ein RTS als Rechtsgrundlage ausreichend ist, um in dieses Grundrecht einzugreifen.
Wirtschaftsprüferkammer (Germany)	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	Das Kriterium des Jahresumsatzes findet bei Wirtschaftsprüferpraxen für die Bestimmung des Mutterunternehmens keine Anwendung. Durch die Einbeziehung eines sachfremden Kriteriums, wie den Jahresumsatz, würde der RTS den Gruppenbegriff neu definieren. Als Rechtsgrundlage hierfür halten wir einen RTS für nicht ausreichend. Auch handelt

Name of the organisation	Question	Answer
		es sich bei dem Jahresumsatz i. d. R. um ein schwankendes Kriterium, sodass die Eigenschaft als Mutterunternehmen jährlich auf ein anderes Unternehmen wechseln könnte. Wir halten den Jahresumsatz daher für ein ungeeignetes (Auffang-)Kriterium.
Wirtschaftsprüferkammer (Germany)	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Um Strukturen zu ermitteln, die Gruppen ähnlich sind, müssen die Bedingungen unseres Erachtens kumulativ und nicht alternativ vorliegen.
Wirtschaftsprüferkammer (Germany)	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	Wir halten es für rechtlich bedenklich, Unternehmen, die eigentlich keine Verpflichteten sind, durch ihre Eigenschaft als Mutterunternehmen, zu einem verpflichteten Unternehmen zu machen.
Wirtschaftsprüferkammer (Germany)	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Das Auffangkriterium des Jahresumsatzes halten wir ungeeignet, da dies – wie bereits bei Frage 7 dargelegt – keine Anwendung bei Wirtschaftsprüferpraxen für die Bestimmung des Mutterunternehmens findet.
WSBI-ESBG	Question 1 Do you have any observations concerning the definitions laid out in article 2?	Article 2 of the draft RTS defines the terms "structure", "network", "partnership", and "franchise". The definitions give rise to two related but distinct problems of circularity, each of which undermines the clarity that definitions in a regulatory instrument are intend-ed to provide. The first problem concerns the relationship between the definitions of "network", "part-nership", and "franchise" and the operative criteria in Article 21(2). Each of those three definitions is constructed with two cumulative elements, of which the second — requiring that the relevant arrangement be "established in a structure under common ownership, management or compliance controls" — is identical to the threshold requirement of Arti-cle 21(2). To qualify as a "network", "partnership", or "franchise" within the meaning of Article 2, an arrangement must therefore already satisfy the principal

Name of the organisation	Question	Answer
		organising criterion of Article 21(2). The definitions do not precede the Article 21 analysis as an independent qualifying gateway; they presuppose it. As a result, the definitions in Article 2 do not ap-pear to serve the function of providing clarification. The second problem is more fundamental and concerns the definition of "structure" itself. Article 2 defines "structure" as the overarching category within which networks, partner-ships, and franchises are situated: to be a "network", "partnership", or "franchise", the arrangement must be established in a structure. Yet Article 21(2) provides that it is pre-cisely those arrangements — networks, partnerships, and franchises that satisfy at least one of the listed criteria — that are the structures to which group-like requirements apply. The definitional relationship is accordingly self-referential in both directions: a network must be situated within a structure, whilst a network that meets a criterion constitutes a structure. Neither concept can be established independently of the other. Compounding both problems, the reference to networks, partnerships, and franchises in Article 21(2) is explicitly non-exhaustive ("among others"), which means that arrange-ments falling outside the Article 2 definitions may nonetheless be caught by Article 21. This renders the definitions even less effective as a first-stage filter and increases the risk that obliged entities will place undue reliance on them when assessing the scope of their obligations. As a suggestion, AMLA could consider revising the definitions to give them independent substantive content that is logically prior to and operationally distinct from the criteria in Article 21(2), so that the definitions serve as a genuine first-stage filter in the

Name of the organisation	Question	Answer
		assessment chain; or consider whether the definitions are necessary at all, given that the operative scope is effectively defined by Article 21 alone, and that retaining definitions of limited independent function risks adding complexity without corresponding legal clarity. In our view, financial groups such as the German Savings Banks Finance Group should not be classified as a “group” or any other relevant “structure” within the meaning of the draft RTS; this should be clarified in the RTS. Article 2 of the draft RTS provides for the exten-sion of group-wide AML requirements beyond the traditional concept of a group to include certain ‘structures’ such as partnerships, networks or franchise models. Key criteria in this regard include, in particular, shared ownership structures, shared management or shared compliance management. We base our assessment primarily on the fact that the legally independent institutions within financial groups are generally not under common owner-ship control, but rather are themselves the operators of joint facilities. Nor is there a cen-tral body that uniformly manages or mediates business or commercial relationships be-tween the institutions. Recital 27 of the draft RTS also expressly argues against the inclu-sion of financial groups. According to this, pure cooperation agreements, shared technical infrastructure, knowledge exchange, best-practice approaches and joint branding are spe-cifically not to be covered, provided that there is no common ownership structure, no common management and no common compliance control.
WSBI-ESBG	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please	ESBG consider that the minimum requirements set out in Article 3 would benefit from further clarification regarding the role of non obliged entities within the group. In particular, we recommend

Name of the organisation	Question	Answer
	indicate which other requirements, or further clarification, you think should be added and/or revised?	explicitly incorporating in Article 3 a general provision comparable to Article 21(3), ensuring consistency across the RTS and alignment with Article 16 of AMLR, which requires that obliged entities within the group implement group wide policies, procedures and controls. To this end, the RTS should clearly state that entities within the group which are not obliged entities shall not prevent the effective application of group wide policies, procedures and controls by obliged entities. We consider it necessary for the RTS to further specify the minimum requirements and obligations applicable to non obliged entities within the group. In particular, the RTS should clarify what minimum level of cooperation, information sharing and support is expected from such entities in order to enable obliged entities to comply with their obligations under the AMLR. Furthermore, the concept of 'necessary information' term included Paragraph 1 b) of Arti-cle 3 would require further elaboration from practical perspective. In addition, we consider that further clarification would be beneficial regarding the expec-tations placed on obliged entities in relation to group-wide risk assessment in Paragraph 1(g) of Article 3. In particular, it should be clarified that obliged entities are not expected to implement the group-wide risk assessment as such at entity level. Rather, they should be required to consistently implement the outcomes, conclusions and risk-mitigating measures derived from the group-wide risk assessment within their own operations. With-out such clarification, there is a risk of misinterpretation, whereby obliged entities may be understood to need to replicate or formally

Name of the organisation	Question	Answer
		implement the group-wide risk assessment itself, rather than translating its findings into proportionate, entity-level controls and ac-tions. Clarifying this distinction would: • ensure a more accurate reflection of the role of the group-wide risk assessment within the overall AML/CFT framework; • support consistent and proportionate implementation across entities within the group; and - avoid unnecessary duplication and operational burden while maintaining effective risk mitigation.
WSBI-ESBG	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	Whilst we are welcoming and understanding the need of a possibility of a broader Group-wide information sharing, we can see both operational and legal challenges through the extended broad information sharing expectations. For instance, data protection concerns may arise in the context of customer due diligence and transactional data sharing in gen-eral, and might ultimately be impossible to fully overcome even with the additional measures foreseen in the current draft RTS. It can also lead to technical (sys-tem/operational) issues in sharing certain information (e.g., risk assessments) within large banking groups, including the time required to implement such solutions. Third countries´ involvement can also carry legal risks, in case e.g. the local data protection laws are not compatible with (restrictive against) the data sharing expectations of the RTS.
WSBI-ESBG	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies,	Yes, please see our comment above in Question 3.

Name of the organisation	Question	Answer
	procedures and controls? If so, please describe the challenges and provide practical examples.	
WSBI-ESBG	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	Yes, please see our comment above in Question 3.
WSBI-ESBG	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	Even if the parent undertaking´s supervisor is using such additional actions, depending on the level of potential incompatibility of the third countries´ respective legal and regulatory environment with the expectations of the current draft RTS, due to the local legal con-straints, the gaps might not be fully overcome.
WSBI-ESBG	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	n/a
WSBI-ESBG	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	Recital 27 of the draft RTS states that structures which do not share any elements of common ownership, management or compliance controls – such as pure cooperation agreements, arrangements for the use of common technical tools, knowledge sharing, cus-tomer referrals, exchange of best practices, common naming or branding, or outsourcing of compliance control to the same service provider – should not fall within the scope of the Regulation. We welcome this clarification in principle. However, we are concerned that the criteria in Article 21(2) are formulated at a sufficiently low threshold that a wide range of purely co-operative arrangements will in practice be caught, notwithstanding the

Name of the organisation	Question	Answer
		exclusion in Recital 27. The criteria include, for example, the sharing of audit or reporting functions overseeing the implementation of controls, policies and procedures, and arrangements that require two or more obliged entities to base their operations on common policies and procedures. It is moreover unclear from the drafting whether this criterion requires all of the entities' operations to be based on common policies and procedures, or whether it is sufficient if any part of their operations is so based – an ambiguity that significantly affects the practi-cal scope of the criterion. These criteria, read literally, would capture arrangements with-out central body managing business or commercial relationships between the institutions, that most practitioners would regard as ordinary commercial cooperation rather than in-tegrated group-like structures. For instance, two obliged entities that jointly procure audit services from a shared provider in respect of outsourced functions, or that are contractu-ally required to follow a service provider's internal policies as a condition of receiving a service, may find themselves classified as a "structure" subject to group-wide AML/CFT requirements – an outcome that appears difficult to reconcile with the exclusion in Recital 27. The establishment of a central AML group organization requires, above all, that a suit-able parent undertaking within the meaning of Article 22 exists with sufficient competenc-es for the uniform management of relationships within the respective structure. In order to meaningfully distinguish relevant structures from ordinary cooperation agreements, we therefore suggest making the existence of a "parent undertaking" within the meaning of Article 22 No. 1 of the RTS a prerequisite for group requirements.
WSBI-ESBG	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by	The draft RTS creates a structural tension with the governance framework established by the CRD. Article 76 of the CRD places

Name of the organisation	Question	Answer
	article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	the responsibility for determining the institution's risk strategy and policies for mitigating risk on the institution's management body. Article 88 of the CRD assigns to the management body overall accountability for the institution, including responsibility for approving and overseeing the implementation of the institution's risk strategy and internal governance arrangements. AMLR contains equivalent requirements regarding the management body's responsibilities for AML/CFT governance. The draft RTS, however, requires the management body of an obliged entity within a "structure" to implement the risk strategy and AML/CFT policies determined by a legally separate entity, the "parent undertaking" of the "structure". In practice, this creates a situation in which the management body of an entity in a structure bears regulatory accountability for AML/CFT compliance whilst being required to implement a framework it did not design and over which it may have limited or no authority to deviate from. Responsibility without authority is not genuine responsibility. If the management body of an entity in a structure is required to implement the "parent's" group-wide policies regardless of its own risk assessment, the accountability that CRD Article 88 and AMLR assign to that management body becomes largely formal. We consider that AMLA should address this conflict explicitly, either by clarifying how the frameworks are to be reconciled, or by introducing provisions that preserve the substantive governance accountability of the individual entity's management body, or – preferably – by excluding entities subject to CRD from the scope of Article 21. Level 2 measures are intended to supplement Level 1 legislation, not to alter the allocation of responsibilities established by it. By subordinating the management bodies of independent entities to

Name of the organisation	Question	Answer
		a centralised parent undertaking, the draft RTS effectively reallocates governance accountability established under CRD and AMLR. In our view, this goes beyond AMLA's mandate under Article 16(4) AMLR. We therefore respectfully request that AMLA reconsider the scope of the draft RTS and ensure that the final instrument does not override Level 1 governance requirements. Also, Recital 45 of AMLR provides that AMLA shall, taking into account the principle of proportionality, develop rules identifying which structures other than groups shall apply group-like policies. AMLA appears to have sought to give effect to the principle of proportionality in two ways: by excluding pure cooperation agreements from the scope of the Regulation (although, see our feedback on this topic above), and by permitting the parent undertaking of a structure to apply the group-like requirements taking into account the size, complexity and risks of the entities concerned (Article 21(1)). We are of the opinion that neither mechanism delivers effective proportionality in practice. As to the first mechanism (and as mentioned above), the criteria in Article 21(2) are set at a threshold low enough to capture a broad range of cooperative arrangements that would ordinarily be regarded as falling outside the scope of exclusion in Recital 27. The actual exclusion is therefore far narrower in practice than Recital 27 suggests. As to the second mechanism, the proportionality adjustment in Article 21(1) is available only to the parent undertaking, not to the individual obliged entities within the structure. It is the parent that determines how the group-wide requirements are to be applied, and it is the parent that decides whether and to what extent size and complexity are taken into

Name of the organisation	Question	Answer
		account. Individual entities within a structure have no corresponding right to claim proportionality in relation to requirements imposed upon them by the parent. Their protection against disproportionate requirements depends entirely on the parent's exercise of its discretion under Article 21(1), with no independent recourse mechanism available to them. We request that AMLA consider introducing a right and a possibility for individual entities within a structure to decide on how to apply the group-wide requirements, taking into account its size, complexity and risks. Recital 23 states that the purpose of applying group-like requirements to structures is to ensure a level playing field across sectors. We respectfully question whether these requirements are necessary to achieve that objective. Entities within a structure are already individually subject to AMLR requirements, including risk assessments, AML/CFT policies and supervisory obligations. The level playing field is therefore already ensured by AMLR itself. We would welcome clarification from AMLA on the specific risk or unevenness these requirements are intended to address.
WSBI-ESBG	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	N/A
Zero21 Ltd	Question 1 Do you have any observations concerning the definitions laid out in article 2?	We generally welcome the definitions in Article 2, which enhance legal clarity and support consistent application of the RTS, in particular the extension of scope to "structures" beyond traditional groups.

Name of the organisation	Question	Answer
		However, certain definitions would benefit from further clarification to ensure proportionality and avoid unintended overreach. First, the definition of “structure” in Article 2(2) is broad and may capture arrangements that do not justify the application of group-wide AML/CFT requirements (e.g. cooperation agreements, shared service providers, or branding arrangements). It would be helpful to clarify that only arrangements characterised by a sufficient degree of integration—such as common ownership, management or compliance control—fall within scope. Second, the concepts of “common management” and “common compliance control” in Article 2(3)–(5) would benefit from further precision. In particular, it should be clarified that these imply the ability to exercise effective decision-making influence over AML/CFT policies, procedures or controls. Without such clarification, the scope may be interpreted too broadly, especially in the non-financial sector. Third, while the definition of “control function” in Article 2(1) is aligned with established frameworks, it would be useful to explicitly acknowledge proportionality, in particular that functions may be combined in smaller or non-complex entities, provided independence and effectiveness are maintained. Finally, given the close link between these definitions and the extension of group-wide requirements, it would be beneficial to explicitly confirm that their application should be risk-based and proportionate, taking into account the level of integration and risk exposure.

Name of the organisation	Question	Answer
		Overall, targeted clarifications would enhance legal certainty and ensure consistent and proportionate application across sectors.
Zero21 Ltd	Question 2 Do you find the minimum requirements listed in article 3 of the draft RTS related to internal policies, procedures and controls sufficient and clear? If not, could you please indicate which other requirements, or further clarification, you think should be added and/or revised?	We broadly agree that the minimum requirements set out in Article 3 provide a comprehensive and structured framework for group-wide AML/CFT policies, procedures and controls. In particular, the emphasis on governance, information flows, and consistency across group entities is appropriate. However, certain provisions would benefit from further clarification to ensure consistent and proportionate implementation. First, Article 3(1)(a) and (b) introduce detailed expectations regarding governance structures and information flows. While appropriate for large and complex groups, these requirements may be interpreted as prescriptive for smaller or less complex groups. It would be beneficial to clarify that the design and formalisation of such structures should be proportionate to the size, complexity and risk profile of the group. Second, Article 3(1)(d) requires the group-wide risk assessment to be commensurate with the group's characteristics. While this is appropriate, further clarification could be provided on how this interacts with entity-level risk assessments to avoid duplication and ensure clear delineation of responsibilities between group and local levels. Third, Article 3(1)(e) and (g) require regular and documented information exchanges and effectiveness reviews. While these are important, clarification would be helpful on the expected level

Name of the organisation	Question	Answer
		of formality and frequency, to avoid overly burdensome documentation requirements, particularly where existing governance and audit frameworks already address these elements. Fourth, Article 3(1)(f) requires group-wide policies to take into account individual entity risks and their interrelations. While this is appropriate, further guidance on how to operationalise this requirement in practice—especially in large and diversified groups—would enhance consistency. Finally, it would be useful to explicitly clarify that reliance on existing group governance, internal control, and audit frameworks is acceptable, provided that AML/CFT risks are adequately covered. This would avoid duplication and support efficient implementation. Overall, while the requirements are broadly appropriate, targeted clarifications would enhance proportionality, reduce operational burden, and support consistent application across different types of groups.
Zero21 Ltd	Question 3 Do you foresee any operational or legal challenges including challenges related to legal privilege in implementing the provisions related to information sharing within entities of a group? If so, could you please indicate which ones? Do you foresee any operational or legal challenges in ensuring that information sharing from third countries and to third countries within entities of a group is adequate to regulatory standards in the Union? Do you have any suggestion that would make it better suited operationally or legally?	We recognise the importance of effective information sharing within groups to support the identification and mitigation of ML/TF and TFS risks. However, we foresee a number of operational and legal challenges in implementing the proposed provisions. First, the breadth of information to be shared under Article 4 may create legal challenges in relation to data protection, confidentiality, and legal privilege. In particular, the sharing of information related to suspicious transaction reporting, internal analyses, and customer data may conflict with national laws on

Name of the organisation	Question	Answer
		professional secrecy and legal privilege (notably for legal and other non-financial professions), as well as data protection requirements under EU and third-country regimes. Second, while the “need-to-know” principle is recognised, the RTS could be interpreted as requiring extensive and systematic sharing of detailed information. This may be operationally burdensome and difficult to reconcile with data minimisation principles. Further clarification that information sharing should be limited to what is strictly necessary and proportionate would be beneficial. Third, the requirement to ensure traceability and record-keeping of information exchanges may create significant operational overhead, particularly for large groups with complex structures and high volumes of internal exchanges. With respect to third countries (Articles 5–7), additional challenges arise where local laws restrict or prohibit the sharing of customer data, STR-related information, or supervisory information. In such cases, conflicts between Union requirements and third-country legal frameworks (e.g. data protection, banking secrecy) may be difficult to resolve in practice. The proposed reliance on customer consent as a mitigating measure may not always be effective or legally valid, and could introduce additional operational complexity. Furthermore, differences in legal standards across jurisdictions may lead to inconsistent implementation and legal uncertainty.

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		To address these challenges, we suggest: - clarifying that information sharing should be strictly risk-based, proportionate and limited to relevant information; - explicitly recognising constraints related to legal privilege, confidentiality and data protection; - allowing flexibility in how traceability requirements are implemented; - providing further guidance on acceptable alternative measures where third-country legal impediments cannot be overcome. Such clarifications would enhance legal certainty and support practical and consistent implementation across jurisdictions.
Zero21 Ltd	Question 4 Do you foresee any operational or legal challenges in implementing the minimum actions and additional measures required under section 4 of the draft RTS where third-country law restricts the application of group-wide AML/CFT policies, procedures and controls? If so, please describe the challenges and provide practical examples.	We recognise the need for a harmonised framework to address situations where third-country laws restrict the application of group-wide AML/CFT measures. However, we foresee significant operational and legal challenges in implementing the minimum actions and additional measures set out in Section 4. First, conflicts between Union requirements and third-country legal frameworks (e.g. data protection, banking secrecy, or professional secrecy laws) may be difficult or impossible to resolve in practice. While the RTS require the identification and escalation of such impediments, obliged entities may face legal uncertainty where compliance with Union requirements could result in breaches of local law. Second, the reliance on customer consent as a mitigating measure may not be effective in practice. In some jurisdictions, consent may not be considered freely given or legally valid, particularly where it is a condition for maintaining a business relationship. In addition, obtaining, documenting and managing

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		consent across large customer bases would create significant operational complexity. Third, the requirement to apply additional measures (e.g. enhanced reviews, restrictions on services, or increased monitoring) may not fully mitigate the risks where access to relevant information remains limited. This may lead to situations where obliged entities are expected to manage risks without having the necessary data. Fourth, the potential requirement to terminate business relationships or close operations (Articles 10–12) raises serious practical and strategic challenges. Such measures may have significant financial, legal and reputational implications, and may not always be proportionate, particularly where the risks can be partially mitigated through alternative controls. For example, an obliged entity operating in a third country with strict data localisation laws may be unable to share customer-level data with the parent undertaking in the Union. In such cases, even enhanced local controls or aggregated reporting may not fully meet the RTS expectations, potentially leading to escalation measures such as business restrictions or exit decisions. Similarly, in jurisdictions where the sharing of suspicious transaction information is restricted, obliged entities may only be able to provide aggregated or anonymised data, limiting the effectiveness of group-wide risk management. To improve operational feasibility, we suggest: - clarifying that additional measures should be applied on a risk-

Name of the organisation	Question	Answer
		based and proportionate basis, taking into account the severity of the legal impediment; - explicitly recognising that customer consent may not always be a viable solution; - allowing greater flexibility in the use of alternative measures (e.g. aggregated data, local controls, independent audits); - providing further guidance on how to assess when risks are considered “effectively managed” in constrained environments. These clarifications would enhance legal certainty and support consistent implementation across jurisdictions.
Zero21 Ltd	Question 5 Do you foresee any challenges in applying the provisions relating to information sharing within the group where third-country law restricts the ability to access, process or exchange information for AML/CFT purposes (article 12 and 13 of the draft RTS)? If so, please explain.	We foresee significant operational and legal challenges in applying the provisions relating to information sharing where third-country laws restrict access, processing or exchange of information. First, conflicts between Union requirements and third-country legal frameworks—such as data protection, banking secrecy, or professional secrecy laws—may prevent obliged entities from sharing customer data or information related to suspicious transaction reporting. In particular, restrictions on the disclosure of STR-related information and related analyses may limit the ability of entities to comply with Articles 12 and 13. Second, the requirement to provide meaningful information to group senior management and supervisors may be difficult to fulfil where only aggregated or anonymised data can be shared. While such information may support high-level risk assessment, it may not be sufficient to meet expectations regarding effective group-wide oversight.

Name of the organisation	Question	Answer
		Third, reliance on customer consent as a mitigating measure may not be operationally or legally effective. In some jurisdictions, consent may not be valid or enforceable for AML/CFT purposes, or may be difficult to obtain and manage at scale. Fourth, the requirement to conduct enhanced reviews, including on-site checks or independent audits, may be constrained by local legal or practical limitations, particularly where access to underlying data remains restricted. For example, in jurisdictions with strict data localisation or secrecy laws, subsidiaries may be unable to share customer-level or transaction-level data with the parent undertaking or Union supervisors. Similarly, restrictions on sharing STR-related information may limit the ability to provide more than aggregated statistics, reducing the effectiveness of group-wide risk management. To address these challenges, we suggest: - clarifying that information sharing should remain proportionate and subject to applicable legal constraints; - explicitly recognising that, in certain cases, only aggregated or anonymised information may be shared; - providing further guidance on acceptable alternative measures where full information sharing is not possible; - clarifying expectations on the level of information required to satisfy supervisory oversight in such scenarios. Such clarifications would enhance legal certainty and support practical implementation across jurisdictions.

Name of the organisation	Question	Answer
Zero21 Ltd	Question 6 Do you consider the proposed framework for additional supervisory actions (article 16 of the draft RTS) appropriate and workable in practice, including the addressee of supervisory decisions and the feasibility of applying restrictions or closure measures in cross-border structures? If not, please explain.	We recognise the need for a clear supervisory escalation framework where risks arising from third-country impediments cannot be effectively managed. However, we foresee a number of practical and legal challenges in the proposed framework. First, the identification of the appropriate addressee of supervisory decisions may be complex in cross-border structures. While the parent undertaking in the Union plays a central role, it may not always have direct legal or operational control over subsidiaries or branches in third countries, particularly where local governance or legal constraints apply. This may limit its ability to fully implement supervisory instructions. Second, the feasibility of applying restrictive measures—such as limiting business relationships, terminating transactions, or closing operations—may be constrained by local legal, contractual, and regulatory requirements. In some jurisdictions, exiting a market or terminating customer relationships may require regulatory approval or may expose the entity to legal risks. Third, the threshold for determining when risks are no longer “effectively managed” is not clearly defined. This may lead to inconsistent supervisory expectations and create uncertainty for obliged entities when assessing whether escalation measures are required. Fourth, the potential requirement to close operations raises significant operational, financial and reputational implications, particularly in cases where risks can be partially mitigated but not fully eliminated due to legal constraints.

Name of the organisation	Question	Answer
		To enhance the workability of the framework, we suggest: - clarifying the respective responsibilities and powers of the parent undertaking and local entities; - providing further guidance on the criteria for supervisory escalation and the assessment of “effectively managed” risks; - ensuring that supervisory actions are applied in a proportionate and risk-based manner; - recognising legal and practical constraints associated with implementing restrictive or exit measures in third countries. These clarifications would improve legal certainty and support consistent and practical application across cross-border group structures.
Zero21 Ltd	Question 7 Do you find the criteria provided in section 5 effective to identify the parent undertaking in the Union in cases where two or more obliged entities not in a parent-subsidiary relationship whose head office is located outside of the Union? Do you find the criterion of annual turnover applicable in your specific sector?	We broadly agree that the criteria set out in Section 5 provide a useful framework to identify the parent undertaking in the Union in cases where multiple obliged entities are linked to a third-country head office without a formal parent-subsidiary relationship. In particular, the combination of qualitative and quantitative criteria (e.g. operational influence, decision-making capacity, and scale of activities) is appropriate. However, certain aspects would benefit from further clarification to ensure consistent and practical application. First, while criteria such as operational control and decision-making authority are relevant, their practical application may be complex in decentralised or loosely coordinated structures. In such cases, it may not be straightforward to identify a single entity with sufficient authority to act as parent undertaking. Additional guidance on how to prioritise or weigh the different

Name of the organisation	Question	Answer
		criteria would be beneficial. Second, the use of annual turnover as a criterion may not be fully appropriate across all sectors. In some sectors, turnover may not accurately reflect the level of AML/CFT risk exposure or operational influence within the structure. For example, entities with lower turnover may still play a central role in compliance, risk management, or customer onboarding. Over-reliance on turnover could therefore lead to the designation of an entity that is not best placed to perform the parent undertaking role. Third, differences in accounting standards, business models, and revenue recognition across jurisdictions may further limit the comparability and reliability of turnover as a determining factor. To enhance effectiveness, we suggest: - clarifying the relative weighting and hierarchy of the criteria, with greater emphasis on operational control and AML/CFT decision-making capacity; - clarifying that turnover should be used as an indicative, rather than decisive, factor; - allowing flexibility for obliged entities to justify the designation of the parent undertaking based on their specific organisational structure and risk profile. These clarifications would improve consistency, ensure appropriate designation, and support effective implementation across sectors.
Zero21 Ltd	Question 8 Do you find the conditions listed in article 21 sufficiently clear and effective to identify the structures that shall apply requirements similar to groups? If not, please explain.	We support the objective of extending group-wide AML/CFT requirements to structures that exhibit a sufficient degree of integration, in particular where common ownership, management

Name of the organisation	Question	Answer
		or compliance control exists. However, we consider that the conditions set out in Article 21 would benefit from further clarification to ensure consistent and proportionate application. First, the concepts of “common management” and “common compliance control” remain broad and may be interpreted inconsistently across sectors and jurisdictions. In particular, it is not always clear what level of influence or coordination is required to meet these thresholds. Without further clarification, there is a risk that loosely connected arrangements—such as networks, partnerships, or franchise models—may be brought within scope even where there is no effective ability to implement group-wide AML/CFT policies. Second, the distinction between structures that fall within scope and those explicitly excluded (e.g. cooperation agreements, outsourcing arrangements, or shared branding) may not always be clear in practice. This may lead to legal uncertainty and divergent supervisory interpretations. Third, the application of group-wide requirements to such structures may raise operational challenges where there is no central entity with sufficient authority to enforce policies, procedures and controls across all participants. To enhance clarity and effectiveness, we suggest: - further specifying that the application of group-wide requirements should be limited to structures where there is demonstrable and effective control over AML/CFT policies and decision-making; - providing additional guidance or examples to distinguish in-

Name of the organisation	Question	Answer
		scope structures from excluded arrangements; - clarifying that the assessment should be risk-based and proportionate, taking into account the degree of integration and the ability to exercise control in practice. These clarifications would reduce legal uncertainty and support consistent application across different sectors and organisational models.
Zero21 Ltd	Question 9 Do you foresee any legal or operational challenges in implementing the provisions listed in this RTS and in particular by article 21 for the above-mentioned structures? If so, please describe the challenges and provide practical examples.	We foresee a number of legal and operational challenges in implementing the provisions applicable to structures sharing common ownership, management or compliance control. First, a key challenge relates to the absence of a clearly defined central authority within many such structures. Unlike formal groups, networks, partnerships or franchise arrangements often lack a single entity with the legal authority to impose and enforce group-wide AML/CFT policies across all participants. This may limit the practical ability to implement consistent controls and comply with RTS requirements. Second, the broad concepts of “common management” and “common compliance control” may create legal uncertainty. In practice, these concepts may be interpreted differently across jurisdictions and sectors, particularly in the non-financial sector, leading to inconsistent application and supervisory expectations. Third, implementing group-wide information sharing and control frameworks within such structures may raise legal constraints, including confidentiality obligations, data protection requirements, and professional secrecy rules. These constraints may limit the ability to share customer or transaction-level

Name of the organisation	Question	Answer
		information across independent entities. Fourth, operational challenges may arise in aligning policies, procedures and controls across legally independent entities with different governance structures, risk appetites, and technical capabilities. This may result in significant implementation costs and complexity. For example, in a franchise model, individual franchisees may be legally independent and subject to local regulatory frameworks, making it difficult for the franchisor to enforce group-wide AML/CFT requirements. Similarly, in professional networks (e.g. legal or accounting networks), member firms may be bound by strict professional secrecy obligations that restrict information sharing. To address these challenges, we suggest: - clarifying that requirements should apply only where there is effective and enforceable control; - explicitly recognising legal constraints related to confidentiality, data protection and professional secrecy; - allowing flexibility in implementation, including the use of alternative coordination mechanisms rather than - - full group-level integration; - providing further guidance and practical examples to support consistent application. These clarifications would enhance proportionality, reduce legal uncertainty, and improve operational feasibility.
Zero21 Ltd	Question 10 Do you find the criteria listed in article 22 effective to identify the parent undertaking in the Union in cases where two or	We broadly agree that the criteria set out in Article 22 provide a useful starting point to identify the parent undertaking in the

Name of the organisation	Question	Answer
	more obliged entities are part of the above-mentioned structures? If not, please explain and provide practical examples	Union within structures that are not based on formal parent-subsidiary relationships. In particular, the inclusion of qualitative criteria such as coordination role, decision-making capacity, and influence over AML/CFT policies is appropriate. However, we consider that the effectiveness of these criteria may be limited in practice and would benefit from further clarification. First, in many structures (e.g. networks, partnerships or franchise models), there may be no single entity with sufficient authority or control to act as a parent undertaking. The criteria may therefore lead to the designation of an entity that does not have the legal or operational capacity to fulfil the expected role. Second, the relative weighting of the criteria is not specified, which may result in inconsistent application across jurisdictions. In particular, it is unclear how to prioritise between factors such as operational influence, compliance coordination, and economic size. Third, similar to Section 5, the use of quantitative indicators (such as turnover, where applicable) may not accurately reflect AML/CFT risk exposure or the entity best placed to exercise effective control within the structure. For example, in a franchise arrangement, the franchisor may set certain standards but may not have the authority to enforce detailed AML/CFT controls across independent franchisees. Conversely, in a professional network, a coordinating entity may exist but may not have legal authority over member firms.

Name of the organisation	Question	Answer
		To improve effectiveness, we suggest: - clarifying that the designated parent undertaking should have demonstrable authority and capacity to implement and oversee AML/CFT measures; - providing guidance on the hierarchy or weighting of the criteria; - allowing flexibility for structures to justify the designation based on their specific governance and risk profile; - providing practical examples across sectors to support consistent interpretation. These clarifications would enhance legal certainty and ensure that the designation of the parent undertaking is both meaningful and operationally workable.