

AIFMD II update 2

Second edition: New rules for loan origination by AIFs from 16 April 2026

In short The revised AIFM Directive (AIFMD II) brings significant changes for AIF and UCITS managers. The regulations regarding loan origination apply exclusively to AIFs. The new obligations in this update apply to both new and existing managers and primarily affect funds that originate loans. From 16 April 2026, additional rules will apply to all AIFs that provide loans directly or indirectly, for example, through SPVs or third parties. These measures are intended to mitigate risks in the credit chain, increase transparency, and strengthen investor protection. Fund managers should assess whether these new rules apply to their funds or activities, so that they can undertake the necessary preparations in a timely manner.

New definitions within AIFMD II

AIFMD II distinguishes between 'loan origination by AIFs' and 'loan-originating AIFs'. Loan origination is broadly defined as the granting of loans by an AIF, directly or indirectly through SPVs or other parties. An AIF is considered a loan originating fund when its investment strategy is primarily focused on loan origination, or when loans constitute at least 50% of the AIF's net asset value. The directive contains both rules applicable to all loan-originating activities and additional requirements applicable to loan-originating AIFs.

General requirements for all AIFs that originate loans

All AIFs that originate loans are subject to new obligations, including those related to lending, risk management, and transparency:

- Managers must have effective processes and policies for loan origination.
- To limit concentration risks, single loans to certain type of borrowers such as AIFs, UCITS, or financial institutions, may not exceed 20% of the AIFs capital.
- Loans to the manager, the depositary, delegates, or entities within the group are not permitted.
- Loans may not be originated solely for the purpose of transferring existing loans or exposures to third parties.
- In addition, when transferring loans, the AIF must retain at least 5% of the nominal value of each transferred loan.
- The proceeds minus any allowable fees from the loans must be fully attributed to the AIF.'

Additional rules for loan-originating AIFs

AIFs that primarily originate loans, or where loans constitute at least half of their net asset value, must comply with additional obligations, **including**:

- Managers must have robust processes for credit risk assessment and for managing and monitoring the loan portfolio.
- Loan-originating AIFs must, in principle, have a closed-end structure; an open-end structure is only permitted under strict conditions.
- AIFMD II introduces leverage limits of up to 175% for open-end AIFs and 300% for closed-end AIFs.

Effective Dates and Transitional Regime

The new loan origination rules will take effect on April 16, 2026. Funds established after April 15, 2024, must fully comply with all new requirements from that date onward. Investment institutions that originate loans and were established before April 15, 2024, and continue to raise capital after that date, will be granted a transitional period until April 16, 2029, for some of the obligations. During this period, they do not have to comply with all requirements immediately. For funds established before April 15, 2024, and no longer raising new capital since then, most obligations will permanently waive. It is therefore essential for fund managers to ascertain which regulatory requirements apply to their funds and at what point these requirements become effective.

Next steps and outlook

The AFM will soon survey administrators to gain insight into the size and characteristics of existing loan origination activities. The AFM will inform firms later about how they can submit changes or notifications related to the new requirements to the AFM.

The next publications in this series will delve deeper into specific subtopics from the revised Directive. This will include changes related to Liquidity Management Tools (LMTs). The first edition addressed stricter requirements for day-to-day policymakers.

Please keep an eye on the information on the AFM website to stay informed.

This publication was issued on 4 February 2026.

