

Authority for Anti-Money Laundering and Counter-
ing the Financing of Terrorism (AMLA)
Friedrich-Ebert-Anlage 49
60308 Frankfurt
Duitsland

Postbus 242
2130 AE Hoofddorp
Mercuriusplein 3
2132 HA Hoofddorp
T 088 4960 301
nba@nba.nl
www.nba.nl

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Consultation on the draft RTS on group-wide minimum requirements and additional measures for subsidiaries and branches in third countries

On draft Regulatory Technical Standards under Articles 16(4) and 17(3) of Regulation (EU) 2024/1624

Deadline 15 June 2026

[Consultation on the draft RTS on group-wide minimum requirements and additional measures for subsidiaries and branches in third countries - Authority for Anti-Money Laundering and Countering the Financing of Terrorism \(europa.eu\)](#)

Koninklijke Nederlandse
Beroepsorganisatie
van Accountants



Section 1 - General provisions (articles 1 - 2)

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 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 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

We recommend that AMLA:

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. And limit the application of group-wide requirements to structures where effective common management, ownership, or compliance control exists, supported by enforceable arrangements.

Example: 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, and organisational complexity and introduce a risk-based, proportional and rebuttable approach.

Example: 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 extra-territorial effects, particularly where local laws restrict compliance.

Implementing these clarifications would reduce legal uncertainty, prevent unintended over-reach, and enable obliged entities to apply the requirements in a proportionate and operationally feasible manner.

Section 2 - Minimum group-wide requirements (article 3)

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 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, 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.



Section 3 - Information sharing (articles 4 - 9)

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 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 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. 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.



Section 4 - Additional measures for branches or subsidiaries in third countries of obliged entities and parent undertakings in the Union (articles 10 - 16)

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 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.

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 allowing for alternative, risk-based approaches where strict compliance is not feasible.

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.



Section 5 - Criteria for identifying the parent undertaking in the Union in cases of two or more obliged entities whose head office is located outside of the Union (articles 17 - 20)

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-sub-sidiary 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 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.

Section 6 - Conditions for the application of group-wide requirements to structures sharing common ownership, management or compliance control (articles 21 - 24)

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 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.

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 full compliance is not feasible. This will help ensure that the RTS remains both effective and practically implementable.

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.

