
STATUTORY INSTRUMENTS

2009 No. 2160

PARTNERSHIP

The Limited Partnerships (Forms) Rules 2009

Made - - - - *31st July 2009*

Coming into force - - *1st October 2009*

The Secretary of State makes the following Rules in exercise of the powers conferred by section 17 of the Limited Partnerships Act 1907(1) and now vested in the Secretary of State(2).

Citation, commencement and interpretation

1.—(1) These Rules may be cited as the Limited Partnerships (Forms) Rules 2009 and come into force on 1st October 2009.

(2) In these Rules—

- (a) “the 1907 Act” means the Limited Partnerships Act 1907; and
- (b) “the 1907 Rules” means the Limited Partnerships Rules 1907(3).

Revocation of the Limited Partnerships Rules 1907

2. The 1907 Rules (except for rule 3) are revoked(4).

Forms to be used for the purpose of the Limited Partnerships Act 1907

3.—(1) The form in Part 1 of the Schedule must be used for any application for the registration of a limited partnership under the 1907 Act.

(2) The form in Part 2 of the Schedule must be used for any statement sent or delivered to the registrar under section 9 of the 1907 Act.

(1) 1907 c.24; section 17 was amended by section 1063(7) of the Companies Act 2006 (c.46).

(2) See S.I. 1970/1537.

(3) S.I. 1907/1020, amended by S.I. 1972/1040, 1974/560.

(4) Rule 3(a), (c) and (d) of S.I. 1907/1020 was revoked as a result of amendments made to sections 16 and 17 of the Limited Partnerships Act 1907 by section 1063(7) of the Companies Act 2006 (c.46); but rule 3(a) and the fees appointed in rule 3(c) and (d), as modified by section 10(1) of the Decimal Currency Act 1969 (c.19) were saved by S.I. 2006/3428 (C.132), Schedule 5, paragraph 6(2). Rule 3(b) was revoked by S.I. 1972/1040.

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

31st July 2009

Ian Lucas
Minister for Business and Regulatory Reform,
Department for Business, Innovation and Skills

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SCHEDULE

Rule 3

FORMS TO BE USED FOR THE PURPOSES OF THE LIMITED PARTNERSHIPS ACT 1907

PART 1

FORM FOR REGISTRATION OF LIMITED PARTNERSHIPS

A fee is payable with this form.

LP5

LIMITED PARTNERSHIPS ACT 1907

Application for Registration of a Limited Partnership

(In accordance with section 8A of the Limited Partnerships Act 1907)

Name of firm

We the undersigned, being the partners of the above-named firm, apply for registration as a limited partnership and for that purpose supply the following details:

The general nature of the partnership business

Address of the proposed principal place of business of the limited partnership

The term, if any, for which the limited partnership is to be entered into

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Please give the name and signature of each general partner

Names	Signatures

Please give the name, amount of capital contributed and signature of each limited partner

Names	Amount contributed [Ⓢ]	Signatures

- Ⓢ State the name under which the limited partnership is to be registered. This must include the appropriate name ending required by section 8B of the Limited Partnerships Act 1907.
- Ⓢ This begins with the date of registration.
- Ⓢ State the amount of capital contributed by each limited partner, and whether paid in cash, or in what form otherwise.

Please be aware that all information on this form will be available on the public record.

When you have completed the form, please send to the Registrar of Companies.

Presented by:	Presenter's reference:
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PART 2

FORM FOR REGISTERING CHANGES TO LIMITED PARTNERSHIPS

Limited Partnerships Act 1907

LP6

Statement specifying the nature of a change in the limited partnership and statement of increase in the amount contributed (in cash or otherwise) by limited partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907)

Registration No. _____

Name of firm _____

The changes specified below have been made or have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firm name Previous name	New name
b.	General nature of the business Business previously carried on	Business now carried on
c.	Principal place of business Previous place of business	New place of business
d.	Change in the partners or the name of a partner (see Note 1)	
e.	Term or character of the partnership (see Note 2) Previous term	New term
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h)).	
g.	Change in the liability of any partner by reason of becoming a limited instead of a general partner or vice versa.	

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h. Statement of increase in capital contributions		
Names of limited partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)

Signature of firm _____

Presented by:

Presenter's reference:

NOTES

- 1. Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- 2. If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- 3. Any variation in the sum contributed by any limited partner must be stated at f. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- 4. Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- 5. The statement must be signed at the end by the firm, and sent by post or delivered to the Registrar of Companies for registration within seven days of the changes taking place.

EXPLANATORY NOTE

(This note is not part of the Rules)

These Rules replace most of the provisions of the Limited Partnerships Rules 1907 (“the 1907 Rules”). In doing so they replace the forms which are to be used for registering limited partnerships, and for registering changes to existing limited partnerships, under the Limited Partnerships Act 1907 (“the 1907 Act”).

The Rules do not re-enact rule 2 of the 1907 Rules, which provided for the division of responsibilities between the offices of the registrar of joint stock companies. Such provision is unnecessary as a result of amendments made to sections 15 and 16 of the 1907 Act by paragraph 3 of Schedule 1 to the Companies Act 2006 (Consequential Amendments, Transitional Provisions and Savings) Order 2009 ([S.I. 2009/1941](#)).

Regulation 3 of the 1907 Rules provided for fees payable to the registrar. The powers to set fees under the 1907 Act were repealed on 6th April 2007 by section 1063(7) of the Companies Act 2006. But savings in paragraph 6 of Schedule 1 to the Companies Act 2006 (Commencement No.1, Transitional Provisions and Savings) Order 2006 ([S.I.2006/3428 \(C.132\)](#)) (“the First Commencement Order”) preserved the fees set under section 16 of the 1907 Act (inspection of statements registered) and saved rule 3(a) of the 1907 Rules (fee for original registration). These Rules revoke neither rule 3(a) of the 1907 Rules nor the savings for limited partnerships fees in the First Commencement Order.

An Impact Assessment has not been produced for these Regulations as they have no impact on the costs of business, charities or voluntary bodies.