

CAYMAN ISLANDS



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**A BILL FOR A LAW TO AMEND THE PARTNERSHIP LAW (2011
REVISION) TO MAKE FURTHER PROVISION IN RESPECT OF THE
MAINTENANCE OF REGISTERED OFFICES BY PARTNERSHIPS; TO
VARY PENALTY PROVISIONS; AND TO PROVIDE FOR INCIDENTAL
AND CONNECTED PURPOSES**

THE PARTNERSHIP (AMENDMENT) BILL, 2013

MEMORANDUM OF OBJECTS AND REASONS

This Bill amends the Partnership Law (2011 Revision).

Clause 1 of the Bill provides the short title and commencement of the legislation.

Clause 2 amends section 2 of the principal Law to insert a definition of the words “registered office provider” for the purposes of the legislation.

Clause 3 removes from the principal Law the requirement for every firm to have a registered office located in the Islands.

Clause 4 of the Bill amends section 28 of the principal Law to specify the circumstances under which a limited partnership may be required to make available at its registered office copies of its books of account.

Clause 5 amends section 49 of the principal Law to require a limited partnership to have a registered office situate in the Islands.

Clause 6 amends section 51 of the principal Law to decrease the penalty for failure to file a declaration of a change in a limited partnership from three thousand dollars and a further fine of three hundred dollars for each day during which the default continues to five hundred dollars and a further fine of fifty dollars for each day during which the default continues.

THE PARTNERSHIP (AMENDMENT) BILL, 2013

ARRANGEMENT OF CLAUSES

1. Short title and commencement
2. Amendment of section 2 of the Partnership Law (2011 Revision) - definitions
3. Repeal of section 5A - registered office
4. Amendment of section 28 - accounts
5. Amendment of section 49 - details required for registration
6. Amendment of section 51 - changes in limited partnership

CAYMAN ISLANDS

A BILL FOR A LAW TO AMEND THE PARTNERSHIP LAW (2011 REVISION) TO MAKE FURTHER PROVISION IN RESPECT OF THE MAINTENANCE OF REGISTERED OFFICES BY PARTNERSHIPS; TO VARY PENALTY PROVISIONS; AND TO PROVIDE FOR INCIDENTAL AND CONNECTED PURPOSES

ENACTED by the Legislature of the Cayman Islands.

1. (1) This Law may be cited as the Partnership (Amendment) Law, 2013. Short title and commencement

(2) This Law comes into force immediately after the Partnership (Amendment) Law, 2012 comes into force.

2. The Partnership Law (2011 Revision), in this Law referred to as the “principal Law”, is amended in section 2 as follows - Amendment of section 2 of the Partnership Law (2011 Revision) - definitions
 - (a) by deleting the word “and” appearing at the end of the definition of the word “Governor”; and
 - (b) by inserting after the definition of the word “Governor” the following definition -

“ “registered office provider” means, in relation to a limited partnership registered under section 49, the person who provides the registered office for that limited partnership; and”.

The Partnership (Amendment) Bill, 2013

Repeal of section 5A -
registered office

3. The principal Law is amended by repealing section 5A.

Amendment of section
28 - accounts

4. The principal Law is amended in section 28 by inserting after subsection (2) the following subsection -

“ (2A) In the case of a limited partnership registered under section 49, the general partner which keeps the books of account described in subsection (2) at any place other than at the registered office of the limited partnership or at any other place within the Islands shall, upon service of an order or notice by the Tax Information Authority pursuant to the Tax Information Authority Law (2009 Revision), make available, in electronic form or any other medium, at its registered office copies of its books of account, or any part or parts thereof, as are specified in such order or notice; and if the general partner fails to comply with the order or notice without reasonable excuse, the general partner shall incur a penalty of five hundred dollars and a further penalty of one hundred dollars for every day during which such non-compliance continues.”

Amendment of section
49 - details required for
registration

5. The principal Law is amended in section 49 by inserting after subsection (1) the following subsection -

“ (1A) Every limited partnership shall have a registered office situate in the Islands for the service of process and to which all notices and communications may be addressed but a limited partnership which, at the date of commencement of the Partnership (Amendment) Law, 2013, is registered under this Part shall comply with this requirement within ninety days of that date.”

Amendment of section
51 - changes in limited
partnership

6. The principal Law is amended in section 51(3) by deleting the words “five hundred dollars and a further fine of fifty dollars for each day during which the default continues” and substituting the words “five hundred dollars and a further fine of fifty dollars for each day during which the default continues”.

Passed by the Legislative Assembly the day of , 2013.

Speaker.

Clerk of the Legislative Assembly.