

CAYMAN ISLANDS



**Exempted Limited Partnership Act
(2021 Revision)**

EXEMPTED LIMITED PARTNERSHIP REGULATIONS

(2021 Revision)

Supplement No. 4 published with Legislation Gazette No. 9 of 29th January, 2021.

PUBLISHING DETAILS

Revised under the authority of the *Law Revision Act (2020 Revision)*.

The Exempted Limited Partnership Regulations, 2014 made the 1st July, 2014 as amended by Law 56 of 2020.

Consolidated with —

The Exempted Limited Partnership (Amendment) Regulations, 2017 made 13th Dec, 2016

The Exempted Limited Partnership (Amendment) Regulations, 2020 made 22nd May, 2020.

Originally enacted —

Law 56 of 2020-7th December, 2020.

Consolidated and revised this 31st day of December, 2020.



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Arrangement of Regulations

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CAYMAN ISLANDS**Exempted Limited Partnership Act
(2021 Revision)****EXEMPTED LIMITED PARTNERSHIP
REGULATIONS
(2021 Revision)****Citation**

1. These Regulations may be cited as the *Exempted Limited Partnership Regulations (2021 Revision)*.

Fees

2. The fees set out in Schedule 1 shall be paid to the Registrar in respect of exempted limited partnerships and foreign limited partnerships.

Schedule 2

3. For the purposes of section 42(1) of the principal Act, the recognised jurisdictions are set out in Schedule 2.

Form of undertaking

4. The form for the grant of an undertaking under section 38(3) of the principal Act may be in the form the Cabinet may by Order designate.

Administrative fees

5. The administrative fees set out in Schedule 4 shall be paid to the Registrar in respect of exempted limited partnerships and foreign limited partnerships.



Translation certificate

6. The form for a translation certificate that is required in respect of exempted limited partnerships or foreign limited partnerships with a dual foreign name is set out in Schedule 5.



SCHEDULE 1*(Regulation 2)*

		FEES		
No.	Partnership type	Provision	Description	Fee
1.	Exempted limited partnership	9(1)	Registration Fee	\$1,000
2.	Exempted limited partnership	12(1)	Certified copy of certificates, copy of extract from any statement filed	\$100
3.	Exempted limited partnership	37(2)	Strike off filing fee	\$100
4.	Exempted limited partnership	39	Annual Fee	(a) \$1,200, where licensed or regulated pursuant to section 4 or 5 of the Mutual Funds Act (2021 Revision) or registered pursuant to section 5 of the Private Funds Act (2021 Revision) (b) \$2,000, where not licensed or regulated pursuant to section 4 or 5 of the Mutual Funds Act (2021 Revision) or not registered pursuant to section 5 of the Private Funds Act (2021 Revision)



5.	Exempted limited partnership	40(2)	Registration under section 40(2) of any partnership originally registered under the repealed Limited Partnership Act (Revised) or under sections 45 through 54 or sections 56 and 57 of the Partnership Act (2013 Revision)	\$1,000
6.	Foreign limited partnership	42(3)	Registration	\$1,350
7.	Exempted limited partnerships and foreign limited partnerships	42(5) and 42(9)	Certified copy of certificates, copy of extract from any statement filed	\$100
8.	Foreign limited partnership	42(6)	Annual fee chargeable under section 42(6) for a foreign limited partnership registered under section 42(3)	\$1,350
9.	Foreign limited partnership	42(18)	Voluntary cessation	\$100



SCHEDULE 2*(Regulation 3)*

RECOGNISED JURISDICTIONS

Argentina	Israel
Australia	Italy
Austria	Japan
Bahamas	Jersey
Bahrain	Liechtenstein
Barbados	Luxembourg
Belgium	Malta
Bermuda	Mexico
Brazil	Netherlands
British Virgin Islands	New Zealand
Canada	Norway
Denmark	Panama
Finland	People's Republic of China
France	Portugal
Germany	Singapore
Gibraltar	Spain
Greece	Sweden
Guernsey	Switzerland
Hong Kong	Turkey
Iceland	United Arab Emirates
India	United Kingdom
Ireland	United States of America
Isle of Man	



SCHEDULE 3

(Repealed by Regulation 3 of the Exempted Limited Partnership (Amendment) Regulations, 2017)



SCHEDULE 4*(Regulation 5)*

ADMINISTRATIVE FEES

1.	Exempted limited partnerships and foreign limited partnerships	Filing any resolution, notice, return or any other document	\$100
2.	Exempted limited partnerships and foreign limited partnerships	General search fee	\$30
3.	Exempted limited partnerships and foreign limited partnerships	Filing an application in respect of a dual foreign name	\$100
4.	Exempted limited partnerships and foreign limited partnerships	Copy of any document	\$100



SCHEDULE 5*(Regulation 6)*

FORM 1
TRANSLATION CERTIFICATE
CERTIFIED TRANSLATOR'S CERTIFICATE
AS TO TRANSLATED NAME

I, _____
of _____

(insert full name and address)

being fluent in both the English language and the _____ language,

(insert the language)

hereby confirm that I am a certified translator licensed or approved by

(insert the name of licensor)

acting for and on behalf of _____

(state name of employer/translation company),

and state the following -

1. That the name _____

(insert foreign language characters)

appears in the _____ language;

(insert foreign language)

2. That when translated or transliterated into the English language, the above name, to the best of my knowledge and ability, means -

_____ ; and

(insert translation/ transliteration into English)

3. The English translation of the above _____

(insert foreign language characters)

name is _____

(insert translation of name); and

4. The name in the _____

(insert foreign language)

language -

does not contain any of contains

the following words or derivatives of the words set out in the Annex hereto

(state words or derivatives of words in English language, if any, contained in the name in the foreign language or in the English language).

Dated: _____

for and on behalf of _____

(employer/translation company)



(insert name and designation of licensed or approved translator)

I, _____
(insert name)

Notary Public in and for _____,
(insert name of country)

do hereby certify that the foregoing bears the signature of -

(insert name of licensed or approved translator)

Dated: _____
(insert date and attach seal)

(insert name of Notary Public)

ANNEX TO FORM 1

LIST OF WORDS AND DERIVATIVES OF WORDS AND THE RESPECTIVE LEGISLATION

Companies Act (2021 Revision), section 30(2)

“royal”, “imperial”, “empire”, “municipal”, “chartered”, “co-operative”, “assurance”, “bank”, “insurance”, “gaming”, “lottery” or any of their derivatives.

Banks and Trust Companies Act (2021 Revision), section 11

“bank”, “trust”, “trust company”, “trust corporation”, “savings” or “savings and loan” or any of their derivatives.

Insurance Act, 2010 [Law 32 of 2010], section 36

“insurance”, “assurance”, “indemnity”, “guarantee”, “underwriting”, “reinsurance”, “surety”, “casualty” or any of their derivatives.

Companies Management Act (2021 Revision), section 3

Words connoting the “business of company management”, being the provision of the following corporate services for profit or reward in or from within the Islands -

- (a) acting as a company formation agent;
- (b) providing a registered office or business address for a company;
- (ba) establishing and maintaining beneficial ownership registers on behalf of companies and limited liability companies incorporated or formed in the Islands, offering an information technology solution to those companies and limited liability companies to make extracts of information on the



beneficial ownership register searchable by the competent authority established under Part XVIIIA of the *Companies Act (2021 Revision)* and responding to requests from the competent authority about whether a company or a limited liability company or a subsidiary of the same is exempted from the application of that Part or of Part 12 of the *Limited Liability Companies Act (2021 Revision)*;

- (c) providing an accommodation, correspondence or administrative address for a company or for any other person;
- (d) filing statutory forms, resolutions, returns and notices;
- (e) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of a person authorised to accept service of process on behalf of a foreign company carrying on business in the Islands or to accept any notices required to be served on it;
- (f) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of an officer of a company;
- (g) acting as a nominee shareholder for a company;
- (h) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of director or alternate director of a company;
- (i) acting as or arranging for another person to act as secretary, alternate, assistant or deputy secretary of a company;
- (j) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of an authorised custodian for the purposes of the *Companies Act (2021 Revision)*;
- (k) providing other corporate services involving the control of the whole or a substantial part of the assets of a company; and
- (l) providing any additional corporate services as may be specified in regulations.



FORM 2
REGISTERED OFFICE PROVIDER'S CERTIFICATE AS TO TRANSLATED
NAME

I _____
(insert name and address)
 being fluent in both the English language and the _____ language,
(insert language)
 hereby confirm that I act for and on behalf of

(insert Cayman Islands registered office provider)

and state the following -

1. That the name _____
(insert foreign language characters)

Appears in the _____ language;

(insert foreign language)

2. That when translated/transliterated into the English language, the above name, to the best of my knowledge and ability, means -

_____; and
(insert translation/transliteration into English language)

3. The English language translation of the above _____
(insert foreign language)

name is _____ and;
(insert English translation of name)

4. The name in the _____
(insert foreign language)

language -

does not contain any of contains
 the following words or derivatives of the words set out in the Annex hereto

(state words or derivatives of words in the English language, if any, contained in the name in the foreign language or in the English language).

Dated: _____
(insert date)

For and on behalf of

(insert name of Cayman Islands registered office provider)

I, _____
(insert name)

Notary Public in and for the Cayman Islands, do hereby certify that the foregoing bears the signature of _____

(insert name of translator)
 acting for and behalf of _____



(Insert name of registered office provider).

Dated: _____
(insert date and attach seal)

(insert name of Notary Public)

Dated the _____ day of _____, 20____.

ANNEX TO FORM 2

LIST OF WORDS AND DERIVATIVES OF WORDS AND THE RESPECTIVE LEGISLATION

Companies Act (2021 Revision), section 30 (2)

“royal”, “imperial”, “empire”, “municipal”, “chartered”, “co-operative”, “assurance”, “bank”, “insurance”, “gaming”, “lottery” or any of their derivatives.

Banks and Trust Companies Act (2021 Revision), section 11

“bank”, “trust”, “trust company”, “trust corporation”, “savings” or “savings and loan” or any of their derivatives.

Insurance Act, 2010 [Law 32 of 2010], section 36

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Companies Management Act (2021 Revision), section 3

Words connoting the “business of company management”, being the provision of the following corporate services for profit or reward in or from within the Islands -

- (a) acting as a company formation agent;
- (b) providing a registered office or business address for a company;
- (ba) establishing and maintaining beneficial ownership registers on behalf of companies and limited liability companies incorporated or formed in the Islands, offering an information technology solution to those companies and limited liability companies to make extracts of information on the beneficial ownership register searchable by the competent authority established under Part XVIIA of the *Companies Act (2021 Revision)* and responding to requests from the competent authority about whether a company or a limited liability company or a subsidiary of the same is exempted from the application of that Part or of Part 12 of the *Limited Liability Companies Act (2021 Revision)*;



- (c) providing an accommodation, correspondence or administrative address for a company or for any other person;
- (d) filing statutory forms, resolutions, returns and notices;
- (e) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of a person authorised to accept service of process on behalf of a foreign company carrying on business in the Islands or to accept any notices required to be served on it;
- (f) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of an officer of a company;
- (g) acting as a nominee shareholder for a company;
- (h) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of director or alternate director of a company;
- (i) acting as or arranging for another person to act as secretary, alternate, assistant or deputy secretary of a company;
- (j) acting as or fulfilling the function of or arranging for another person to act as or fulfil the function of an authorised custodian for the purposes of the *Companies Act (2021 Revision)*;
- (k) providing other corporate services involving the control of the whole or a substantial part of the assets of a company; and
- (l) providing any additional corporate services as may be specified in regulations.

Publication in consolidated and revised form authorised by the Cabinet this 5th day of January, 2021.

Kim Bullings
Clerk of the Cabinet

ENDNOTES

Table of Legislation history:

SL #	Law #	Legislation	Commencement	Gazette
	56/2020	Citation of Acts of Parliament Act, 2020	3-Dec-2020	LG89/2020/s1
72/2020		Exempted Limited Partnership (Amendment) Regulations, 2020	22-May-2020	LG39/2020/s1
		Exempted Limited Partnership Regulations (2018 Revision)	16-Mar-2018	GE22/2018/s16
59/2017		Exempted Limited Partnership (Amendment) Regulations, 2017	30-Jun-2017	GE54/2017/s1
32/2014		Exempted Limited Partnership Regulations, 2014	4-Jul-2014	GE49/2014/s1

(Price: \$4.00)

