



New South Wales

Partnership Regulation 2017

under the

Partnership Act 1892

His Excellency the Governor, with the advice of the Executive Council, has made the following Regulation under the *Partnership Act 1892*.

MARK SPEAKMAN, MP
Attorney General

Explanatory note

The object of this Regulation is to repeal and remake the provisions of the *Partnership Regulation 2012*, which would otherwise be repealed on 1 September 2017 by section 10 (2) of the *Subordinate Legislation Act 1989*.

The new Regulation deals with the following matters:

- (a) the particulars that must be included in a statement made for the purposes of applying for the registration of a limited partnership,
- (b) the declaration of certain laws relating to limited partnerships in force in jurisdictions in the United States of America and Canada as corresponding laws for the purposes of Part 3 of the *Partnership Act 1892*,
- (c) the hours during which the registered office of a limited partnership must be open and accessible to the public,
- (d) the fees payable under the Act (which have been increased generally in line with movements in the Consumer Price Index since fees were last increased in 2015),
- (e) repeals, savings and formal matters.

This Regulation is made under the *Partnership Act 1892*, including sections 54 (2) (n), 64 (1) (definition of **corresponding law**), 73E (5), 76 (2) and 81 (the general regulation-making power).

The Regulation comprises or relates to matters set out in Schedule 3 to the *Subordinate Legislation Act 1989*, namely, matters of a machinery nature.

Contents

	Page
1 Name of Regulation	3
2 Commencement	3
3 Definitions	3
4 Application for registration	3
5 Declaration of limited partnership corresponding laws	3
6 Registered office of limited partnership	3
7 Fees	4
8 Repeal and savings	4
Schedule 1 Specified jurisdictions	5
Schedule 2 Fees	6

Partnership Regulation 2017

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1 Name of Regulation

This Regulation is the *Partnership Regulation 2017*.

2 Commencement

This Regulation commences on the day on which it is published on the NSW legislation website.

Note. This Regulation repeals and replaces the *Partnership Regulation 2012*, which would otherwise be repealed on 1 September 2017 by section 10 (2) of the *Subordinate Legislation Act 1989*.

3 Definitions

(1) In this Regulation:

Registrar has the same meaning as in Part 3 of the Act.

the Act means the *Partnership Act 1892*.

Note. The Act and the *Interpretation Act 1987* contain definitions and other provisions that affect the interpretation and application of this Regulation.

(2) Notes included in this Regulation do not form part of this Regulation.

4 Application for registration

For the purposes of section 54 (2) (n) of the Act, the other particulars that must be included in a statement made for the purpose of applying for registration of a limited partnership are:

- (a) the date and place of birth of each proposed partner, and
- (b) the provisions, if any, that the proposed partners have agreed will apply should the proposed partnership be dissolved.

5 Declaration of limited partnership corresponding laws

For the purposes of the definition of **corresponding law** in section 64 (1) of the Act, the laws relating to limited partnerships in force in the following jurisdictions are declared to be corresponding laws for the purposes of Part 3 of the Act:

- (a) the jurisdictions of the United States of America specified in Part 1 of Schedule 1,
- (b) the jurisdictions of Canada specified in Part 2 of Schedule 1.

6 Registered office of limited partnership

For the purposes of section 76 (2) of the Act, the hours during which the registered office of a limited partnership is to be open and accessible to the public are the hours between 9 am and 5 pm on each day that is not a Saturday, Sunday or public holiday.

7 Fees

- (1) The fees payable under the Act are as set out in Schedule 2.
- (2) The amount of a fee of a type specified in Column 2 of Schedule 2 is:
 - (a) in relation to a limited partnership—the amount specified opposite the type of fee concerned in Column 3 of Schedule 2, and
 - (b) in relation to an incorporated limited partnership—the amount specified opposite the type of fee concerned in Column 4 of Schedule 2.
- (3) The Registrar:
 - (a) may waive the whole or any part of a fee that is payable in relation to a matter arising under Part 3 of the Act, or
 - (b) may refund the whole or any part of any such fee that has been paid, if, in the Registrar's opinion, there are special circumstances that justify payment of the fee being waived or refunded.

8 Repeal and savings

- (1) The *Partnership Regulation 2012* is repealed.
- (2) Any act, matter or thing that, immediately before the repeal of the *Partnership Regulation 2012*, had effect under that Regulation continues to have effect under this Regulation.

Schedule 1 Specified jurisdictions

(Clause 5)

Part 1 Specified jurisdictions of United States of America

Alabama	Kentucky	Ohio
Arizona	Maryland	Oklahoma
Arkansas	Massachusetts	Oregon
California	Michigan	Pennsylvania
Colorado	Minnesota	Rhode Island
Connecticut	Mississippi	South Carolina
Delaware	Missouri	South Dakota
District of Columbia	Montana	Tennessee
Florida	Nebraska	Texas
Georgia	Nevada	Utah
Hawaii	New Hampshire	Virginia
Idaho	New Jersey	Washington
Illinois	New Mexico	West Virginia
Indiana	New York	Wisconsin
Iowa	North Carolina	Wyoming
Kansas	North Dakota	

Part 2 Specified jurisdictions of Canada

Quebec

Schedule 2 Fees

(Clause 7)

Column 1	Column 2	Column 3	Column 4
Item	Type of fee	Amount for limited partnership	Amount for incorporated limited partnership
1	Fee to accompany statement under section 54 (1) of the Act (application for registration of a partnership)	\$396	\$396
2	Fee to accompany statement under section 56 (1) of the Act (notification of change in relation to registered particulars of a partnership)	\$35	\$35
3	Fee for inspection of Register of Limited and Incorporated Limited Partnerships under section 57 (3) of the Act	\$21 per partnership inspected	\$21 per partnership inspected
4	Fee for issue under section 58 (2) of the Act, on application, of certificate as to formation of a partnership	\$21	\$21
5	Fee for issue under section 58 (2) of the Act, on application, of certificate as to registered particulars of a partnership	\$39	\$39
6	Fee to accompany document lodged under section 73E (1) of the Act (evidencing status as a VCLP, AFOF or ESVCLP)	Not applicable	\$20
7	Fee to accompany statement lodged under section 73E (2) of the Act (that partnership is a venture capital management partnership)	Not applicable	\$20
8	Fee to accompany notice lodged under section 73E (3) of the Act (notice as to revocation of registration as a VCLP, AFOF or ESVCLP or cessation of a venture capital management partnership)	Not applicable	\$20
9	Fee to accompany notice lodged under section 73E (4) of the Act (notice as to cessation of business)	Not applicable	\$20