

CAYMAN ISLANDS



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**THE EXEMPTED LIMITED PARTNERSHIP LAW, 2014
(LAW 5 OF 2014)**

THE EXEMPTED LIMITED PARTNERSHIP REGULATIONS, 2014

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ARRANGEMENT OF REGULATIONS

1. Citation
2. Fees
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4. Form of undertaking
5. Administrative fees
6. Translation certificate

SCHEDULE 1 - Fees

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CAYMAN ISLANDS

**THE EXEMPTED LIMITED PARTNERSHIP LAW
(LAW 5 OF 2014)**

THE EXEMPTED LIMITED PARTNERSHIP REGULATIONS, 2014

In exercise of the powers conferred by section 48 of the Exempted Limited Partnership Law, 2014 (Law 5 of 2014), the Cabinet makes the following Regulations -

- | | |
|---|--|
| 1. These Regulations may be cited as the Exempted Limited Partnership Regulations, 2014. | Citation |
| 2. The fees set out in Schedule 1 shall be paid to the Registrar in respect of exempted limited partnerships and foreign limited partnerships. | Fees
Schedule 1 |
| 3. For the purposes of section 42(1) of the Law, the recognized jurisdictions are set out in Schedule 2. | Recognised jurisdictions
Schedule 2 |
| 4. The form for the grant of an undertaking under section 38(3) of the Law is set out in Schedule 3. | Form of undertaking
Schedule 3 |
| 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. | Administrative fees
Schedule 4 |
| 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. | Translation certificate
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 Law (2013 Revision); (b) \$2,000, where not licensed or regulated pursuant to section 4 or 5 of the Mutual Funds Law (2013 Revision)
5.	Exempted limited partnership	40(2)	Registration under section 40(2) of any partnership originally registered under the repealed Limited Partnership Law (Revised) or under sections 45 through 54 or sections 56 and 57 of the Partnership Law (2013 Revision)	\$1,000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
Guernsey
Hong Kong
Iceland
India
Ireland
Isle of Man

Sweden
Switzerland
Turkey
United Arab Emirates
United Kingdom
United States of America

SCHEDULE 3

(Regulation 4)

UNDERTAKING

In accordance with section 38(3) of the Exempted Limited Partnership Law, 2014, (Law 5 of 2014), the following undertaking is given to -

being a limited partnership certified by the Registrar of Exempted Limited Partnerships to be a limited partnership registered as an exempted limited partnership under section 9(1) of the Exempted Limited Partnership Law, 2014 (Law 5 of 2014), that -

- (a) no law which is hereafter enacted in the Islands imposing any tax to be levied on profits, income, gains or appreciations shall apply to the aforesaid exempted limited partnership or to any partner thereof in respect of the operations or assets of the said exempted limited partnership or the partnership interest of any partner therein; and
- (b) the aforesaid tax or any tax in the nature of estate duty or inheritance tax shall not be payable in respect of the obligations of the aforesaid exempted limited partnership or the interests of the partners therein.

This undertaking shall be for a period of _____ years from the _____ day of _____, 20____.

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 Law (2013 Revision), section 30(2)

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

Banks and Trust Companies Law (2013 Revision), section 11

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

Insurance Law, 2010 (Law 32 of 2010), section 36

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

Companies Management Law (2003 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;
- (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 Law (2013 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 Law (2013 Revision), section 30 (2)

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

Banks and Trust Companies Law (2013 Revision), section 11

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

Insurance Law, 2010 (Law 32 of 2010), section 36

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

Companies Management Law (2003 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;
- (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 Law (2013 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.

Made in Cabinet the 1st day of July, 2014.

Kim Bullings

Clerk of the Cabinet.