



Limited Partnerships Amendment Regulations 2018

Patsy Reddy, Governor-General

Order in Council

At Wellington this 3rd day of December 2018

Present:

The Right Hon Jacinda Ardern presiding in Council

These regulations are made under section 116 of the Limited Partnerships Act 2008 on the advice and with the consent of the Executive Council.

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Regulations

1 Title

These regulations are the Limited Partnerships Amendment Regulations 2018.

2 Commencement

These regulations come into force on the day after the date of their notification in the *Gazette*.

3 Principal regulations

These regulations amend the Limited Partnerships Regulations 2008 (the **principal regulations**).

4 Regulation 3 amended (Interpretation)

- (1) In regulation 3, definition of **details of the partner or partners**, replace “**of the partner or partners**” with “, in relation to a partner or proposed partner,”.
- (2) In regulation 3, definition of **details of the partner or partners**, replace paragraph (b) with:
 - (b) in the case of a partner that is a body corporate,—
 - (i) its name; and
 - (ii) its NZBN, or, if it does not have an NZBN, its incorporation or registration number (if any); and
 - (iii) the address of its registered office; and
 - (iv) its address for service:
- (3) In regulation 3, definition of **details of the partner or partners**, after paragraph (c)(i), insert:
 - (ia) its NZBN (if it has one); and
- (4) In regulation 3, definition of **details of the partner or partners**, after paragraph (d)(i), insert:
 - (ia) its NZBN (if it has one); and
- (5) In regulation 3, definition of **details of the person completing the form, annual return, or request**, replace “**of the person completing the form, annual return, or request**, as the case may be” with “, in relation to a person completing a form, an annual return, or a request”.
- (6) In regulation 3, definition of **details of the person completing the form, annual return, or request**, paragraph (b), after “numbers”, insert “(if any)”.

- (7) In regulation 3, insert in its appropriate alphabetical order:
NZBN has the same meaning as in the New Zealand Business Number Act 2016.

5 Regulation 4 amended (Application for registration of limited partnership)

In regulation 4(d), after “of the”, insert “proposed”.

6 New regulations 5A and 5B inserted

After regulation 5, insert:

5A Additional content of registers

- (1) For the purpose of section 57(1)(i) of the Act, the following information is prescribed:
- (a) the limited partnership’s NZBN (if it has one):
 - (b) for each general partner that is not an individual, the partner’s NZBN (if it has one).
- (2) For the purpose of section 57(3)(g) of the Act, the following information is prescribed: the overseas limited partnership’s NZBN (if it has one).

5B Additional search criteria for Register

For the purpose of section 64(2)(i) of the Act, the following criteria are prescribed:

- (a) for a limited partnership or an overseas limited partnership, its NZBN (if it has one):
- (b) for a general partner of a limited partnership that is not an individual, the partner’s NZBN (if it has one).

7 Regulation 6 amended (Notice to Registrar of change in limited partnership or overseas limited partnership details)

After regulation 6(1)(b), insert:

- (ba) its NZBN (if it has one):

8 New regulation 7A inserted (Additional information for limited partnership annual return)

After regulation 7, insert:

7A Additional information for limited partnership annual return

- (1) For the purposes of paragraph (n) of Schedule 2 of the Act, the following information is prescribed:
- (a) the partnership’s NZBN (if it has one):
 - (b) for each general partner that is not an individual, the partner’s NZBN (if it has one).

- (2) For the purpose of section 76(1) of the Act, the annual return of a limited partnership must contain the information referred to in subclause (1) (in addition to any other information that is prescribed as referred to in section 76(8) of the Act).

9 Regulation 8 amended (Annual return of overseas limited partnership)

- (1) After regulation 8(1)(b), insert:

(ba) its NZBN (if it has one):

- (2) Revoke regulation 8(1)(e).

10 Regulation 9 amended (Request for deregistration)

After regulation 9(1)(b), insert:

(ba) its NZBN (if it has one):

11 Regulation 10 amended (Notice to Registrar that overseas limited partnership will cease to carry on business in New Zealand)

After regulation 10(1)(b), insert:

(ba) its NZBN (if it has one):

Michael Webster,
Clerk of the Executive Council.

Explanatory note

This note is not part of the regulations, but is intended to indicate their general effect.

These regulations, which come into force on the day after they are notified in the *Gazette*, amend the Limited Partnerships Regulations 2008.

The regulations relate to the roll-out of New Zealand Business Numbers (NZBNs) under the New Zealand Business Number Act 2016. All limited partnerships registered under the Limited Partnerships Act 2008 have been issued with NZBNs and it is intended that, in future, limited partnerships will be issued with NZBNs as soon as they are registered. The NZBNs will become the primary identification numbers for limited partnerships, replacing the registration numbers previously issued under the Limited Partnerships Act 2008. These regulations amend the Limited Partnerships Regulations 2008 to allow the NZBNs to be recorded on the limited partnership register and used as search criteria. The NZBNs will also need to be provided by limited partnerships in annual returns and notices to the Registrar.

Issued under the authority of the Legislation Act 2012.

Date of notification in *Gazette*: 6 December 2018.

These regulations are administered by the Ministry of Business, Innovation, and Employment.