



AMENDMENTS No. 2

AIFC LIMITED PARTNERSHIP RULES

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Nur-Sultan, Kazakhstan



In this document, an underlining indicates new text and strikethrough indicates deleted text, unless otherwise indicated.

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PART 2: LIMITED PARTNERSHIPS

2.1. Application for registration of limited partnership

2.1.1 In addition to the matters required by section 12(3) (Limited Partnerships: registration) of the AIFC Limited Partnership Regulations, an application for the registration of a limited partnership formed in the AIFC must set out the following:

- (a) for each of the partners who is an individual—the full name and address, the date and place of birth, and all former given or family names, of the partner;
- (b) for each of the partners that is a body corporate—the full corporate name, the place of incorporation, and the address of the registered or principal office, of partner;
- (c) the date of formation of the partnership and, if the partnership was entered into for a defined time or for a fixed venture or undertaking, details of that defined time, venture or undertaking;
- (d) the amount and type of contribution by each partner.

2.1.2 If a partner of the limited partnership is a body corporate that is incorporated in a jurisdiction outside the AIFC and is not registered in the AIFC, the application must be accompanied by a copy of the partner's current certificate of incorporation or registration in that jurisdiction, or a Document of similar effect, certified by the relevant authority in the jurisdiction. The Document must be acceptable to the Registrar of Companies.

2.1.3 If the Document is not in the English language, the Document must be accompanied by an English translation certified to the satisfaction of the Registrar of Companies.

2.2. Limited Partnership names

2.2.1 A Person may apply to the Registrar of Companies for the reservation of a name for a Limited Partnership (or proposed Limited Partnership).

2.2.2 If the name is acceptable to the Registrar of Companies, the Registrar must reserve the name for 30 days.

2.2.3 The following provisions apply to the name of a Limited Partnership or the reservation of a name for a Limited Partnership (or a proposed Limited Partnership):

- (a) the name must use letters of the English alphabet, numerals or other characters acceptable to the Registrar of Companies;
- (b) the name must end with the words 'Limited Partnership';
- (c) the name must not, in the opinion of the Registrar, be, or be reasonably likely to become, misleading, deceptive, conflicting with another name (including an existing name of another partnership);



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- (d) the name must not contain words that may suggest a relationship with the AIFCA, the AFSA or any other governmental authority in the AIFC, [Astana Nur-Sultan](#) or the Republic of Kazakhstan, unless the relevant authority has consented in Writing to the use of the name; (e) the name must not contain any of the following words unless the AFSA has consented in Writing to their use:
 - (i) the word 'bank', 'insurance' or 'trust';
 - (ii) words that suggest that the partnership is engaged in banking, insurance or trust activities;
 - (iii) words that suggest in some other way that it is authorised to conduct Financial Services in or from the AIFC;
- (f) the name must not contain words that may suggest a connection with, or the patronage of, any Person or organisation, unless the Person or organisation consents in Writing;
- (g) the name must not be, in the opinion of the Registrar, otherwise undesirable.

2.2.4. [An application for the reservation of a name for Limited Partnership \(or proposed Limited Partnership\) must be accompanied by the prescribed fee set out in the Rules from time to time.](#)