



公 司 註 冊 處
COMPANIES REGISTRY

Filing Obligations of a Limited Partnership Fund after registration

Important

This pamphlet is intended to provide a general explanation of the relevant statutory requirements. It should be read in conjunction with the provisions of the Limited Partnership Fund Ordinance (Chapter 637 of the Laws of Hong Kong) (www.elegislation.gov.hk) and should not be regarded as a substitute for reading it. You are advised to seek independent professional advice as you see fit.

Address : 14th floor, Queensway Government Offices, 66 Queensway, Hong Kong

Website : www.cr.gov.hk

Cyber Search Centre : www.icris.cr.gov.hk

Company Search Mobile Service : www.mobile-cr.gov.hk

Email : creng@cr.gov.hk

Enquiry Hotline: (852) 2867 2617

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- ✧ Annual returns and other statutory notifications of a Limited Partnership Fund (“LPF”) have to be filed using specified forms and are required to be filed timely with the Registrar of Companies (“the Registrar”).
- ✧ If the general partner of an LPF or any other person who is required to file the return or notification with the Registrar fails to comply with the filing requirements of the Limited Partnership Fund Ordinance (“LPFO”), the general partner or such other person is liable to prosecution and, upon conviction, default fines.
- ✧ The following table sets out the major statutory notifications/return to be filed with the Registrar.

Form No.	Name of Form (Provisions of LPFO)	Fee Payable (HK\$)	Specified Time for Filing
LPF3	Notification of Change of Name of Limited Partnership Fund <i>(section 40)</i>	1,405 <i>(including \$160 which is non-refundable if the application is unsuccessful)</i>	Within 15 days after the date of the resolution by the partners of an LPF
LPF4A	Notification of Change in Address, Location of Records and Investment Scope of Limited Partnership Fund <i>(sections 25 & 31)</i>	26	Within 15 days after the change occurs
LPF4B	Notification of Change in Particulars of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund <i>(sections 23(6) & 25)</i>	26	Within 15 days after the change occurs

Form No.	Name of Form (Provisions of LPFO)	Fee Payable (HK\$)	Specified Time for Filing
LPF4C	Notification of Change of General Partner, Authorized Representative, Investment Manager and Responsible Person of Limited Partnership Fund (sections 23(6) & 25)	26	Within 15 days after the change occurs
LPF5	Annual Return of Limited Partnership Fund (section 24)	105	Within 42 days after each anniversary of the date on which the certificate of registration is issued
LPF7	Application for Deregistration of Limited Partnership Fund (section 68 of LPFO)	420	--
LPF8	Notification of Dissolution of Limited Partnership Fund (section 70(6))	26	Within 15 days after an LPF is dissolved pursuant to section 70(1) or (2) of the LPFO <i>(Note: If an LPF has neither a general partner nor an authorized representative when it is so dissolved, each limited partner of the LPF must ensure the filing of a notification of dissolution within 15 days after the LPF is so dissolved)</i>

Points to Note:

- ✧ Specified forms can be downloaded from the thematic section on “Limited Partnership Funds” on the Companies Registry’s website (www.cr.gov.hk/en/legislation/lpf.htm).
- ✧ Documents accompanied by fees must be filed with the correct fees to the Companies Registry. Any document which is not accompanied by the correct fee payable for registration is considered unsatisfactory and the Registrar may refuse to accept or refuse to register the document.
- ✧ If the fee is paid by cheque, the cheque should be crossed and issued in Hong Kong Dollars payable to “Companies Registry”.