LAWS OF SOUTHERN SUDAN

PARTNERSHIP REGULATIONS, 2009

GOVERNMENT OF SOUTHERN SUDAN

PARTNERSHIP REGULATIONS, 2009

STATUTORY INSTRUMENT NO ……..

Arrangement of Regulations.

Regulation.

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2. Interpretation.
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First Schedule

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GOVERNMENT OF SOUTHERN SUDAN

PARTNERSHIP REGULATIONS, 2009

STATUTORY INSTRUMENT NO ……..

(In exercise of the powers conferred by section 52 of the Partnerships Act, 2008, the Minister of Legal Affairs and Constitutional Development hereby makes the following Regulations):

1. Short Title.

These Regulations may be cited as "The Partnership Regulations, 2009 and shall come into force upon publication in the Gazette"

2. Interpretation.

"Act" means the Partnership Act, 2008.

"dissolution" means

"Registrar" means the Registrar of Companies, NGOs, Societies and Associations;

3. Registration of firm under the Registration of Business Names Act.

(1) Partners wishing to carry on business in Southern Sudan using a business name which consists of –

(a) any additions other than the true surnames of all the partners or the initials of such partners who are individuals; or

(b) the corporate names of all partners who are corporations,

shall register that business name under section .. of the Registration of Business Names Act, 2008.

(2) The certificate of registration shall be in Form …. of the Registration of Business Names Regulations, 2009.

4. Application for Registration of Partnership.

(1) Where a partnership is registered under Regulation 3 of these Regulations, it may also register under the Act if the partners so decide.

(2) Where the partners decide that their firm should register under the Act, the partners shall file a statement with the Registrar.

(3) The statement for an application for registration of a partnership under section 6 and of the Act shall be in **Form 1** as specified in the First Schedule.

5. Certificate of Registration.

(1) The Registrar shall upon receiving a statement for registration under section 6 of the Act, and Regulation 4 above, issue a certificate of registration which shall contain –
   (a) the name of the partnership;
   (b) the registration number allocated to the partnership; and
   (c) the date of registration.

(2) A certificate of registration shall be in **Form 2** in the First Schedule.

(3) Every registered partnership shall display a copy of its certificate of registration in a conspicuous place in every place where the partnership carries on business.

6. Format of the Register.

(1) The Registrar shall upon issuing a certificate under section 6 and Regulation 5 above, enter the particulars of the partnership in the Register of Partnerships.

(2) The Register of Partnerships to be kept by the Register as provided under section 6 of the Act shall be in **Form 3** in the First Schedule.

7. Registered Partnership to Give Notice of Dissolution.

(1) A registered partnership shall give the Registrar and the public notice of any dissolution of a partnership as required under Chapter V of the Act.

(2) The notice in sub-regulation (1) of this Regulation shall specify cause of dissolution, surviving partners if any and nature of assets and liabilities if any and how they have been dealt with.

(3) The notice to the Registrar referred to under sub-regulation (1) shall be in **Form 4** of the First Schedule to these Regulations.

(4) The notice to the public referred to under sub-regulation (1) shall be in **Form 5** of the First Schedule to these Regulations.

8. Notification of Intention to Terminate Partnership by one of the Partners.

A notice by a partner of a registered partnership to his or her partner(s) about intention to terminate the partnership under section 39 (c) of the Act shall give notice in **Form 6** of the First Schedule to these Regulations.

9. Notice of Death or Insolvency of Partner.

A notification of death, retirement or insolvency of a partner under Chapter V of the Act shall be in **Form 7** in the First Schedule to these Regulations.

10. Application to Court for Dissolution of a Partnership.

An application to court for dissolution of a partnership under section 42 of the Act shall be in accordance with the Civil Procedure Act, 2007.

11. Fees.

Fees to be paid under the Act are set out in the Second Schedule.

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 1

STATEMENT OF REGISTRATION OF A PARTNERSHIP.

(*Section 5 of the Partnership Act, 2008 and Regulation 4 of the Partnerships Regulations, 2009)*

1. Partnership Name: (Insert name and number of the Partnership as registered under the Registration of Business Names Act, 2008)

2. State date of Registration under the Registration of Business Names Act, 2008

3. General Nature of the Partnership's Business:

4. The principal place of business (Plot number, name of street or road.)

5. Address (including official Fax No; e-mail address where applicable)

6. Address of any other places of business (Branch Office under the above name)

7. Term of Duration/undertaking of the Partnership: *(please tick appropriate box)*
□ Special undertaking ….……
□ Fixed term until ….……

□ Unlimited duration ……

Date of commencement: …….

9. Full name and particulars of partners (where there is a corporate partner, attach certificates of incorporation/registration)

Full names of partners	Nationality	Gender	Usual place of residence	E-mail address	Sum contributed by each partner	Form of contribution – cash or otherwise	Signature of partner	Date of signature

7. State approvals of competent authority authorizing partners to carry on this business (i.e if advocates, accountants, etc statement and proof of partners to that effect).

AUTHENTICATION

I CERTIFY THAT THE INFORMATION GIVEN ABOVE IS CORRECT.

Name: …….

Commissioner for Oaths/Magistrate/

Date ……/……..20….

FOR OFFICIAL USE ONLY

Approved/Rejected

Registration number of Partnership issued ……

Signature……

Name……..

The Chief Registrar of Companies, NGOs, Societies and Associations/Assistant Registrar (MOLCAD)

Date……./…….20……

Received by:

_____

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 2

CERTIFICATE OF REGISTRATION OF PARTNERSHIP

(Section 6 of the Partnership Act, 2008 and Regulation 5(2) of the Partnership Regulations, 2009)

Partnership Number

(For official use only)

……
(*Insert Partnership Name*)
(Under Section 6 of the Partnership Act, 2008)

I hereby certify that …….. Partnership has complied with the requirements of registration as stipulated in the Partnerships Act, 2008.

Dated and signed under my hand and Seal, this ……day of …… 20…

……
The Chief Registrar of Companies, NGOs, Societies and Associations/Assistant Registrar

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 3

FORMAT OF REGISTER OF PARTNERSHIPS

(Section 6 of the Partnership Act, 2008 and Regulation 5 of the Partnership Regulations, 2009)

Registration Number.....

Name of Limited Partnership ……

Nature of business .....

Address (official Fax and E-mail) …….

Principal place of business (Plot number, name of street or road.)……

……..

Other places of business.....

.....

Date of registration.....

PARTNERS

Names	**Nationality**

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 4

NOTICE OF DISSOLUTION TO THE REGISTRAR

(Chapter V of the Partnership Act, 2008 and Regulation 7 of the Partnership Regulations, 2009)

To: The Chief Registrar of Companies, NGOs, Societies and Associations.

NOTICE IS HEREBY GIVEN of the …….(insert name of partnership) has been dissolved on the following grounds

(1) .....
(2) …….

The assets and liabilities of the partnership have all been distributed and satisfied accordingly

Signed

……

Partner

For official use

(De-registered under No. .....), with effect from ……

GIVEN under my hand at Juba, Southern Sudan on this …..day of …….20…….

.....
Chief Registrar of Companies, NGOs, Societies and Associations.

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 5

NOTICE OF DISSOLUTION TO THE PUBLIC

(*Chapter V of the Partnership Act, 2008 and Regulation 7 of the Partnership Regulations, 2009)*

To ALL CONCERNED.

NOTICE IS HEREBY GIVEN

1. Partnership Name:

2. Partnership No.:

3. Effective Date of Dissolution:

4.The Partnership has discharged all its obligations and now has no liabilities.

Date: Signatures (Partners):

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 6

NOTICE OF INTENTION TO DISSOLVE PARTNERSHIP

***(Section 39(c)** of the Partnership Act, 2008 and Regulation 8 of the Partnership Regulations, 2009)*

To: Mr/Mrs/Ms. …….. (insert names of other partners)

NOTICE IS HEREBY GIVEN that I ……being a partner in

…….(insert name and number of partnership) intends to dissolve

the partnership on …….(insert dates), on the following grounds:

(1) .....

(2) …….

NOTICE GIVEN on this …..day of …….20…….

Signed

……

Partner (s)

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

FORM 7

NOTICE OF DEATH/RETIREMENT/INSOLVENCY OF PARTNER

*(Chapter **V** of the Partnership Act, 2008 and Regulation 9 of the Partnership Regulations, 2009)*

To: The Chief Registrar of Companies, NGOs, Societies and Associations.

NOTICE IS HEREBY GIVEN of the death/insolvency of……. (insert name of partner who has died, retired or become insolvent) with effect from this…….he/she has ceased to be a partner of ……(insert name of partnership) has as been dissolved or will continue in existence

Signed

……

Partner

For official use

(registered under No. .....), with effect from ……

GIVEN under my hand at Juba, Southern Sudan on this …..day of …….20…….

.....
Chief Registrar of Companies, NGOs, Societies and Associations.

SECOND SCHEDULE

THE GOVERNMENT OF SOUTHERN SUDAN

MINISTRY OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT

THE PARTNERSHIP ACT, 2008

Regulation 10

FEES

		Fees in SDG
1	Application for registration of a partnership agreement	**40**
2	Certificate of registration	**400**
3	Notice of Dissolution	**40**
4	Inspection of Register	**25**
5	Notification of change in registered particulars	**25**
6	Certified copy per page	**15**
7	Registration of any other document	**50**

……

H.E. MICHEAL LUETH MAKUEI

MINISTER OF LEGAL AFFAIRS AND CONSTITUTIONAL DEVELOPMENT.

DATE: …….