STATUTORY RULES OF NORTHERN IRELAND

2006 No. 377

PARTNERSHIPS

LIMITED LIABILITY PARTNERSHIPS

Limited Liability Partnerships (Amendment) Regulations (Northern Ireland) 2006

Made - - - - 15th September 2006

Coming into operation 1st October 2006

The Department of Enterprise, Trade and Investment(**1**), in exercise of the powers conferred by sections 10, 11, and 13 of the Limited Liability Partnerships Act (Northern Ireland) 2002(**2**), makes the following Regulations:

Citation, commencement and interpretation

1.—(1) These Regulations may be cited as the Limited Liability Partnerships (Amendment) Regulations (Northern Ireland) 2006 and shall come into operation on 1st October 2006 ("the commencement date").

(2) Regulation 2 has effect as respects financial years which begin on or after 1st January 2006 and which end on or after the commencement date.

(3) In these Regulations—

"the 1986 Order" means the Companies (Northern Ireland) Order 1986(**3**)

"the 1989 Order" means the Insolvency (Northern Ireland) Order 1989(**4**), and

"the principal regulations" means the Limited Liability Partnerships Regulations (Northern Ireland) 2004(**5**).

Amendment of Schedule 1 to the principal regulations (accounts and audit)

2. Schedule 1 to the principal regulations (modifications to provisions of Part VIII of the 1986 Order as applied to limited liability partnerships) is amended in accordance with Schedule 1.

(**1**) Formerly the Department of Economic Development *see*S.I. 1999/283 (N.I. 1) Article 3(5)
(**2**) 2002 c. 12
(**3**) S.I. 1986/1032 (N.I. 6)
(**4**) S.I. 1989/2405 (N.I. 19)
(**5**) S.R. 2004 No. 307 amended by S.I. 2005/1455 (N.I. 10)

Amendment of Schedule 3 to the principal regulations (insolvency)

3. Schedule 3 to the principal regulations (modifications to provisions of the 1989 Order as applied to limited liability partnerships) is amended in accordance with Schedule 2 to these Regulations.

Transitional provision

4. In a case where a petition for an administration order has been presented before the commencement date, the amendments to the principal regulations made by regulation 3 shall have no effect.

Sealed with the Official Seal of the Department of Enterprise, Trade and Investment on 15th September 2006

L.S.

M Bohill
A senior officer of the
Department of Enterprise, Trade and Investment

SCHEDULE 1

Regulation 2

1. Schedule 1 to the principal regulations is amended as follows.

2. After the entry relating to Article 233 of the 1986 Order (alteration of accounting reference date) insert—

"**Article 234 (duty to prepare individual accounts)(6)**	
Paragraph (3)	Omit paragraph (3)
Article 235 (duty to prepare group accounts)(7)	
Paragraph (4)	Omit paragraph (4).".

3. After the entry relating to Article 236 of the 1986 Order (exemption for parent companies included in accounts of larger group) insert—

"**Article 236A (exemption for parent companies included in non-EEA group accounts)(8)**	
Paragraph (4)	Omit paragraph (4).".

4. For the entry relating to Articles 242 (duty to prepare directors' report) and 242A (approval and signing of directors' report) of the 1986 Order substitute—

"**Articles 242 to 242ZZB (duty to prepare directors' report)(9)**	Omit Articles 242 to 242ZZB
Article 242A (approval and signing of directors' report)(10)	Omit Article 242A
Articles 242B (duty to prepare directors' remuneration report) and 242C (approval and signing of directors' remuneration report(11)	Omit Articles 242B and 242C.".

5. In the entry relating to Article 243 of the 1986 Order (auditors' report)(**12**), for "paragraph (3)", in both places where it occurs, substitute "paragraphs (3) to (5)".

6. In the entry relating to Article 246 of the 1986 Order (persons entitled to receive copies of accounts and reports)(**13**) after the entry relating to paragraph (1) insert—

(**6**) **Article 234 was inserted by Article 6(1) of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by regulation 2 of S.R. 2004 No.496**

(**7**) **Article 235 was inserted by Article 7(1) of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by regulation 2 of S.R. 2004 No. 496**

(**8**) **Article 263A was inserted by regulation 4 of S.R. 2004 No. 496**

(**9**) **Article 242 was substituted, and Articles 242ZZA and 242ZZB inserted, by regulation 2 of S.R. 2005 No. 61**

(**10**) **Article 242A was inserted by Article 10(1) of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5))**

(**11**) **Articles 242B and 242C were inserted by regulation 3 of S.R. 2005 No. 56**

(**12**) Article 243 was substituted by Article 11 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by regulation 4 of S.R. 2005 No. 56, by regulation 6 of S.R. 2004 No.496 and by regulations 3 and 10 of S.I. 2005 No. 61

(**13**) Article 246 was inserted by Article 12 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by Article 11 of S.R. 2003 No. 3, by regulation 10(4) of S.R. 2005 No. 56, by regulation 17 of, and paragraph 2 of the Schedule to S.R. 2005 No. 61 and by regulation 2(2) of, and paragraph 5 of the Schedule to, S.R. 2006 No. 94

"Paragraph (1A)	Omit paragraph (1A)(b) to (d).".

7. For the entry relating to paragraph (1) of Article 247 of the 1986 Order (right to demand copies of accounts and reports)(**14**) substitute—

"Paragraph (1)	(a) Omit sub-paragraphs (b), and (c), and (b) in sub-paragraph (d) omit the words from "and that directors' report" to the end.".

8. In the entry relating to Article 248 of the 1986 Order (requirements in connection with publication of accounts)(**15**), for the modification to paragraph (3)(d) substitute "(b) omit sub-paragraph (e), and".

9. After the entry relating to Article 249 of the 1986 Order (accounts and report to be laid before company in general meeting) insert—

"**Article 249A (members' approval of directors' remuneration report)(16)**	Omit Article 249A"

10. For the entry relating to paragraph (1) of Article 250 of the 1986 Order (accounts and reports to be delivered to registrar)(**17**) substitute—

"Paragraph (1)	(a) For the words "The directors of a company" substitute "The designated members of a limited liability partnership", (b) omit sub-paragraphs (b) and (c), (c) in sub-paragraph (d) omit from "and that directors' report" to the end, and (d) for "the directors' must annex" substitute "the designated members must annex".".

11. Omit the entry relating to Article 251 of the 1986 Order (accounts of subsidiary undertakings to be appended in certain cases)(**18**).

12. Omit the entry relating to Article 252(3) of the 1986 Order (3 month extension of period allowed for delivering accounts where overseas interests)(**19**).

(**14**) Article 247 was inserted by Article 12 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by Article 11 of S.R.2003 No. 3, by regulation 10(6) of S.R. 2005 No. 56 and by regulation 17 of, and paragraph 3 of the Schedule to, S.R. 2005 No. 61 and by regulation 2(2) and paragraph 6 of the Schedule to S.R. 2006 No. 94

(**15**) Article 248 was inserted by Article 12 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by regulation 4 of, and paragraph 1 of Schedule 1 to, S.R. 1995 No.128 and by regulation 8 of S.R. 2004 No.496

(**16**) **Article 249A was inserted by regulation 7 of S.R.2005 No.56**

(**17**) Article 250 was inserted by Article 13 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by regulation 10(8) of S.R. 2005 No. 56 and by regulation 17 of, and paragraph 5 of the Schedule to, S.R. 2005 No. 61 and by regulation 2(2) of, and paragraph 8 of the Schedule to S.R. 2006 No. 94

(**18**) Article 251 was repealed by regulation 15 of, and paragraph 6 in Part 1 of Schedule 7 to S.R. 2004 No. 496

(**19**) Article 252 was inserted by Article 13 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)). Article 252(3) was repealed by regulation 9 of S.R. 2004 No.496

13. For the entry relating to Article 253 of the 1986 Order (voluntary revision of annual accounts and directors' report)(**20**) substitute—

"**Article 253 (voluntary revision of accounts)**	
Paragraph (1)	For paragraph (1) substitute— "(1) If it appears to the members of a limited liability partnership that any annual accounts did not comply with the requirements of this Order, they may prepare revised accounts.".
Paragraph (2)	(a) Omit the words ", or report" in both places where they occur, and (b) omit the words "laid before the company in general meeting or.".
Paragraph (3)	Omit the words from "or a revised summary financial statement" to the end.
Paragraph (4)	(a) In sub-paragraph (a), omit the words "statement or report", (b) in sub-paragraph (b), omit the words "or reporting accountant" and the words ", statement or report", and (c) in sub-paragraph (c)— (i) For "where the previous accounts or report" substitute "where the previous accounts", (ii) omit head (ii), and (iii) omit the words from ", or where a summary financial statement" to the end.".

14. For the entry relating to Article 253A (Department's notice in respect of annual accounts)(**21**) substitute—

"**Article 253A(Department's notice in respect of annual accounts)**	
Paragraph (1)	(a) For sub-paragraphs (a) and (b) substitute — "a copy of a limited liability partnership's annual accounts has been delivered to the registrar,", and (b) omit the words ", report or review".

(**20**) Article 253 was inserted by Article 14 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593(N.I. 5)) and amended by regulation 4 of, and paragraph 2 in Part 1 of Schedule 1 to, S.R. 1995 No.128, by regulations 3 and 10 of, and paragraph 13 of Schedule 1 to, S.R. 2004 No. 496, by regulation 10(9) of S.R. 2005 No. 56, and by regulation 13 of S.R. 2005 No. 61, and by regulation 2(2) of, and paragraph 9 of Schedule to, S.R. 2006 No. 94

(**21**) Article 253A was inserted by Article 14 of the Companies (Northern Ireland) Order 1990 (S.I. 1990/593 (N.I. 5)), and amended by regulation 3 of, and paragraph 13 of Schedule 1 to, S.R. 2004 No. 496, by regulation 14 of S.R. 2005 No. 61 and by regulation 2(2) of, and paragraph 10 of the Schedule to, S.R. 2006 No.94