

Closing the **LIMITED PARTNERSHIP**



ACRA
ACCOUNTING AND CORPORATE
REGULATORY AUTHORITY

A Limited Partnership (LP) may be closed by filing a Notice of Cessation or by lodging a Notice of Dissolution. This brochure serves as a guide to the closing of an LP.

What are the differences between filing a Notice of Cessation and a Notice of Dissolution?

	Notice of Cessation	Notice of Dissolution
Date of Closure	The date of the cessation is the date of expiry of the LP registration.	The date of dissolution can be any date before the expiry of registration.
When to file	Anytime before the LP registration is cancelled.	On or before the expiry date of registration.
Who can file	The transaction can only be filed by the local managers or general partners.	The transaction can only be filed by the local managers or general partners.
Endorsement Required	No	Yes
Fee Payable	None	\$10

How do I file a Notice of Cessation or a Notice of Dissolution?

If you are the general partner or manager of the LP, you can choose one of the following ways to close the LP:

- Submit an online transaction (Notice of Cessation of LP or Dissolution of LP) via www.bizfile.gov.sg using your identification number and SingPass. This can be done from your home, office or at the BizFile kiosks available at ACRA office.
- Engage a “professional number holder” such as a professional firm (e.g. law firm, accounting firm or corporate service provider) or a service bureau (DP Bureau) to file the online transaction.

You need to have the following information ready before submitting your online transaction:

- ✓ SingPass
- ✓ Your LP’s Unique Entity Number (also known as LP registration number)

When is endorsement required?

Endorsement is not required for the cessation of an LP. However for the Notice of Dissolution, all general partners are required to endorse the transaction within three days from the submission date.

How much are the fees?

The fee payable for filing the Notice of Dissolution is \$10. There is no fee payable for filing the Notice of Cessation.

How do I pay for the transaction?

You can pay by:

- Credit card (VISA/MasterCard/American Express)
- eNETS Debit*
- CashCard – if you have a Personal Computer Smart Card (PCSC) reader
- Deposit Service Account – for professional firms that lodge transactions on behalf of their clients

* eNETS Debit is an Internet direct debit payment service for participating banks, namely Citibank, DBS and UOB. You need Internet access and a personal Internet banking account with the participating banks to use the eNETS Debit service. This does not apply to corporate bank account users.

Frequently Asked Questions

Q: Can I renew my LP after I have already ceased it?

A: No, you cannot renew your LP registration once it has ceased.

Q: My LP agreement states that my LP shall dissolve upon the death of a partner. If that partner dies, does the LP need to notify ACRA or is the LP dissolved automatically?

A: A general partner or local manager must lodge the Notice of Dissolution via BizFile within 14 days of the dissolution.

Q: Who can file an online transaction to cease an LP?

A: A general partner or local manager of the LP may submit an online transaction to cease the LP. There is no fee payable for submitting this transaction.

Q: Can a limited partner file an online transaction to cease an LP?

A: No.

Q: Can I terminate my LP before its expiry date?

A: Yes. You can file a Notice of Cessation; no fee is payable.

Q: Can I cease my LP on or after its expiry date?

A: Yes. You can file a Notification of Cessation via BizFile to cease your LP as long as its registration has not been cancelled; no fee is payable.

Q: When will the LP be cancelled?

A: The LP registration will be cancelled within four to six months after the expiry date.

Related Brochure

How to do online filing