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| MALTA FINANCIAL SERVICES AUTHORITY |
| **Limited Partnership Agreement Checklist** |
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| **AX55: Limited Partnership Agreement (LPA) Checklist** |
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| 1. **General**   This form, **Annex AX55:** **Limited Partnership Agreement Checklist** (‘Annex’), shall be duly filled in by persons wishing to obtain authorisation from the MFSA to carry out financial services activities within the context of a Collective Investment Scheme set up as a Special Limited Partnership Fund (“SLPF”) in terms of the Investment Services Act (Special Limited Partnership Fund) Regulations (‘the Regulations’). This Annex shall be submitted as part of and in conjunction with the relevant Authorisation Application, as indicated therein.  This Annex primarily aims to act as a checklist for the Partnership Agreement of SLPFs.  In this respect, the Applicant shall to the best of its knowledge, provide information, which is truthful, accurate and complete. The Applicant shall notify the MFSA immediately if the information provided changes in any material respect either prior to or subsequent to authorisation.  The Applicant shall not tamper with, or modify in any manner, this Annex or its respective Application. Should it transpire that the documents were tampered with, or modified in any manner, the Authority shall consider the submission to be invalid. Any potential improvements should be communicated to the MFSA for consideration.  The Authority may at its sole discretion request from the Applicant further information/ documentation.   1. **Instructions**   In order for this Annex to be considered complete, the Applicant is required to complete all the respective sections under this Annex. It is noted that the information provided should reflect the Applicant’s structure and method of operations at time of authorisation.   1. **Privacy Notice**   The MFSA ensures that any processing of personal data is conducted in accordance with Regulation (EU) 2016/679 (General Data Protection Regulation), the Data Protection Act (Chapter 586 of the Laws of Malta) and any other relevant European Union and national law. The data being collected through this form will be processed and published as outlined in the Investment Services Act, including the Special Limited Partnership Funds Regulations. For further details, you may refer to the [MFSA Privacy Notice](https://www.mfsa.mt/privacy-notice/)*.* |

| 1. Applicant Details | | |
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|  | **Applicant – Identification Details** | |
|  | Proposed Name of the SLPF | Enter text |
|  | Regulatory Fund Framework with respect to which the SLPF authorisation is being sought: | Select item |
| 1.1.2.1 | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | | **Details of the General Partners of the SLPF** | | | | | | | | | | | | | | | | *Legal Person Identification* | | |  | | | | | | | | | | | | | Legal Person Form | Select item | | | If ‘*Other*’:  Type of Form | | | Enter text | | | | Registered Name | Enter text | | |  |  | | | |  | | | | Registered Number | Enter text | | | Date of Registration | | | Enter date | | | | Name of Registry | Enter text | | | Country of Registration | | | Select country | | | | *Natural Person Identification* | | |  | | | | | | | | | | | | | Title | | Select item | | | | | | | | | | | | Name | | Enter text | | | | Surname | | Enter text | | | | Date of Birth | | Enter date | | | | | | | | | | | | | ID Type | | Select item | | | | ID Number | | Enter text | | | | ID Expiry Date | | Enter date | | | | Country of Issuance | | Select country | | | | MFSA PQ Code *(if applicable)* | | Enter text | | | | | | | | | | | |  | | |  | | | | | | | | | | | |   *(Add multiple as applicable)* | |

| 1. Attachments |
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| The following documentation as indicated in the below have been submitted together with this Annex:   |  |  |  | | --- | --- | --- | |  | A true copy of the Special Limited Partnership Agreement | Select item | |

| 1. Partnership Agreement | | | |
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| *Indicate the page and paragraph number respectively where the below information can be obtained from the LPA* | | | |
|  | **Information** **Concerning the Special Limited Partnership Fund** | | |
|  | Name of the SLPF  *[Note: the name of the SLPF shall end with “Special Limited Partnership Fund”; “SLPF”; or “S.L.P.F.”]* | Enter page | Enter paragraph |
|  | Mention that the SLPF is constituted in terms of the Investment Services Act (Special Limited Partnership Funds) Regulations; | Enter page | Enter paragraph |
|  | Name and residence, or registered office of the general partner or (if more than one) of each of the general partners.  *[Note: at least one GP shall be a commercial partnership registered in Malta and relevant details must be provided in the Agreement]* | Enter page | Enter paragraph |
|  | The principal office in Malta of the Special Limited Partnership Fund. | Enter page | Enter paragraph |
|  | The period, if any, fixed for the duration of the Special Limited Partnership Fund, and where no such period is fixed, a statement to that effect. | Enter page | Enter paragraph |
|  | The objectives for which the Special Limited Partnership Fund is being set up.  *Note: should be in compliance with Regulation 1(2).* | Enter page | Enter paragraph |
|  | Where the contribution of the general partner or a limited partner is satisfied by the provision of assets other than cash, the method of valuation of such assets. | Enter page | Enter paragraph |
|  | Where the partner acts as a partner for more than one Special Limited Partnership Fund, provisions on how the patrimony of the Special Limited Partnership Fund are being kept distinct. | Enter page | Enter paragraph |
|  | The investment policy of the Special Limited Partnership Fund. | Enter page | Enter paragraph |
|  | The distribution policy, if any, of the income of the Special Limited Partnership Fund *Note: should not conflict with Regulation 22 of the Regulations.* | Enter page | Enter paragraph |
|  | The date of the closing of the accounts of the Special Limited Partnership Fund. | Enter page | Enter paragraph |
|  | The dissolution of the Special Limited Partnership Fund, including the way assets are distributed upon dissolution.  *Note: Content of this section shall not conflict with the provision of (i) Regulation 28(b) to (e); and of (ii) Regulation 30 of the Regulations*. | Enter page | Enter paragraph |
|  | The procedure for the issue of units to participants. | Enter page | Enter paragraph |
|  | The procedure for the redemption of units and the conditions under which redemptions may be carried out or suspended. | Enter page | Enter paragraph |
|  | The method of valuation of the Special Limited Partnership’s assets. | Enter page | Enter paragraph |
|  | The generally accepted accounting principles and practice being adopted by the Special Limited Partnership Fund in accordance with the Investment Services Rules regulating the framework for which the SLPF is applying. | Enter page | Enter paragraph |
|  | The accounting currency of the Special Limited Partnership Fund. | Enter page | Enter paragraph |
|  | The procedures to be adopted by the Special Limited Partnership Fund with respect to the auditor, with the inclusion of, at least: |  |  |
| 1. his appointment and reappointment in relation to the Special Limited Partnership Fund *(ensure no conflicts with Regulation 27(2))* | Enter page | Enter paragraph |
| 1. the filling of casual vacancies in the office of auditor; | Enter page | Enter paragraph |
| |  | | --- | | 1. the fixing of their remuneration *(ensure no conflicts with Regulation 27(7))*; | | Enter page | Enter paragraph |
| 1. his removal and resignation *(ensure no conflicts with Regulation 27(8); (9); (10); (11); (12); (13)).* | Enter page | Enter paragraph |
|  | The law governing the Partnership Agreement. | Enter page | Enter paragraph |
|  | Any other matter as so prescribed by the Investment Services Rules regulating the framework the Special Limited Partnership Fund is seeking authorisation for. | Enter page | Enter paragraph |

| 1. Declaration Form | | | |
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| *This Declaration Form should be signed by the signatories vested with legal representation of the SLPF, or a person authorised on their behalf.* | | | |
| The undersigned, on behalf of the SLPF, declare that:   * 1. The SLPF has duly authorised the undersigned to complete and submit this Form to the MFSA;   2. the SLPF*,* or any other person authorised by it to prepare and submit this notification form, has not tampered with, or modified in any manner, this Annex, and understands that such tampering with, or modification in any manner of these documents will result in a refusal of this submission;   3. there are no inconsistencies between the provisions of the documents submitted with this Form and the information given in answer to the questions within this Form.   Representatives and Disclosure   * 1. the MFSA is hereby being authorised to contact the representatives provided by theApplicantunder Section 1 of Part 1 of this Form;   2. the MFSA is hereby being authorised to make such enquiries as it may consider necessary in connection with this Application;   3. the MFSA is hereby being authorised to contact any or all of the above-named or any other person considered by the Authority to be relevant, both at the date of application and at any time in the future unless and until I/we rescind this authority in writing;   Privacy Notice  I/we have read and understood the [MFSA Privacy Notice](https://www.mfsa.mt/privacy-notice/)[[1]](#footnote-2) and the terms and conditions included therein. | | | |
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| Name | Enter text | Surname | Enter text |
| Position | Enter text | Date | Enter date |
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*(Add multiple as applicable)*

1. For further information visit: <https://www.mfsa.mt/privacy-notice/> [↑](#footnote-ref-2)