

***ACCOUNTING AND CORPORATE REGULATORY AUTHORITY'S
PROCEDURES FOR REGISTRATION OF
A LIMITED LIABILITY LAW PARTNERSHIP***

CONVERSION OF A LAW PRACTICE TO A LAW LLP

REGISTRATION OF LLPs WITH ACCOUNTING & CORPORATE REGULATORY AUTHORITY (ACRA)

1. A law LLP can be registered under the Limited Liability Partnerships Act 2005 ("LLPA 2005"):
 - (a) as a new LLP;
 - (b) by converting from a law firm registered with the Law Society to an LLP under section 20 of the LLPA 2005; and
 - (c) by converting from an LLC registered under the Companies Act to an LLP under section 21 of the LLPA 2005.

All 3 scenarios (a), (b) and (c)

2. Advance booking or reservation of the date of registration of the LLP is not necessary as registration (be it a conversion case or a fresh registration) with ACRA can be done almost immediately after the completion of the on-line form. Based on the current procedures, ACRA is of the view that it is possible for an applicant solicitor to decide the date he can or should register the law LLP.
3. ACRA's Bizfile will conduct system checks whether any of the proposed partners of the LLP has any outstanding Medisave arrears. If there are no outstanding arrears, payment for registration can be made and the LLP will be duly registered. The processing time is about 15 minutes.
4. However, if there is any reason to refer the application to another Referral Authority, the process of registration may take between 14 days to 2 months after payment is made.
5. Although the e-filing system is available 24/7, it would be best if applicants submit the online applications within office hours from Mondays to Fridays before 5 pm in case they need to contact ACRA officers for assistance in completing or submitting the online application.
6. The law LLP must have either the words "limited liability partnership" or the acronym "LLP" as part of its name.
7. The Registrar may refuse to register an LLP or allow the LLP to change its name to one that is:
 - undesirable
 - identical to any other LLP or business entity
 - identical to a name already reserved
 - of a kind that the Minister has directed the Registrar not to accept

8. The BizFile system will conduct a check of the proposed name and if the name meets any of the criteria set out above, the name will be rejected. It is therefore advisable for applicants to conduct their own name search before submission of the application. The name search can be conducted free of charge by using the Online Directory Search on the ACRA website at www.acra.gov.sg.
9. Section 19(4) of the LLP Act allows a written complaint to be lodged against a similar LLP name within 12 months from the date of registration of the said LLP.
10. The name of the law LLP should not be more than 100 characters.
11. No endorsement by the individual partners is required if the registration is done by a professional firm using the Professional Number issued by ACRA.

New LLP registration – scenario (a)

12. The fee payable for registering a new LLP is \$165.
13. A new LLP is not allowed to retain its date of commencement as a law firm under the Legal Profession Act.

Conversion to LLP registrations – scenarios (b) and (c)

14. The fee payable for conversion cases is \$100.
15. Converted law practices also have to comply with specific publication requirements (Para 16, 2nd Schedule and Para 15, 3rd Schedule of the LLPA 2005).
16. The partners in the law LLP must be the same persons in the firm being converted as required under para 2, 2nd Schedule LLPA 2005.
17. A law LLP that has converted from a law firm is allowed to disclose in the relevant forms the date of commencement of legal practice as a law firm. The notice of registration however will reflect the date of registration as an LLP under the LLP Act.

Date: 19 March 2007