

EXPLANATORY MEMORANDUM TO
THE REGISTRAR OF COMPANIES (FEES) (LIMITED PARTNERSHIPS AND
NEWSPAPER PROPRIETORS) REGULATIONS 2009

2009 No. 2392

1. This explanatory memorandum has been prepared by Companies House, an Executive Agency of the Department for Business, Innovation and Skills, and is laid before Parliament by Command of Her Majesty.
2. **Purpose of the instrument**
 - 2.1. These Regulations make new statutory fees to be charged by the Registrar of Companies for document registration functions in respect of limited partnerships and the register of newspaper proprietors and for the dissemination of information in respect of limited partnerships.
3. **Matters of special interest to the Joint Committee on Statutory Instruments**
 - 3.1. None
4. **Legislative Context**
 - 4.1. These Regulations are introduced because of the implementation of the Companies Act 2006 and the need to introduce a new set of statutory fees under the provision of sections 1063(1) to (3), 1292(1) and (2), and 1296 of that Act.
 - 4.2. These Regulations revoke the existing limited partnership fees which are saved by Paragraph 6(2) of Schedule 5 of the Companies Act 2006 (Commencement No.1, Transitional Provisions and Savings) Order 2006 with a saving for transitional arrangements. The registration fees for information relating to newspaper proprietors are revoked by paragraph 1(5) of Schedule 1 of the Companies Act 2006 (Consequential Amendments, Transitional Provisions and Savings) Order 2009 but a saving for transitional arrangements is provided in these Regulations.
 - 4.3. Regulations have already been made to set fees for Companies, Overseas Companies and Limited Liability Partnerships; the Registrar of Companies (Fees) (Companies, Overseas Companies and Limited Liability Partnerships) Regulations 2009.
 - 4.4. A separate Statutory Instrument will set fees for European Economic Interest Groupings and European Public Limited-Liability Companies.
 - 4.5. A further Statutory Instrument will revoke, with savings for transitional arrangements, fees set under section 56 of the Finance Act 1973 relating to European Economic Interest Groupings and European Public Limited-Liability Companies registered in Great Britain.

4.6. A further Statutory Instrument laid in the Northern Ireland Assembly will revoke, with savings for transitional arrangements, fees set under section 56 of the Finance Act 1973 relating to European Economic Interest Groupings registered in Northern Ireland.

5. Territorial Extent and Application

This instrument applies to all of the United Kingdom.

6. European Convention on Human Rights

As the instrument is subject to negative resolution procedure and does not amend primary legislation, no statement is required.

7. Policy background

7.1. The Companies Act 2006, which replaces almost all earlier companies' legislation, provides a modern company law framework for the whole of the United Kingdom. The functions of the Registrar of Companies for limited partnerships and the register of newspaper proprietors remain broadly unchanged, but fees are to be set under Companies Act 2006 for the first time. This will allow for a fuller range of services to be provided and for more flexibility in setting fees in the future.

7.2. Companies House holds registered information on approximately 16,400 limited partnerships. The fees for limited partnerships are being increased for the first time since 1907 to enable costs to be fully recovered. This will allow fees to be aligned with those set for equivalent processes for companies and limited liability partnerships. For example the fee for registration of a limited partnership will be increased to £20 from £2. The fee for an (optional) same day service will be £50, which again matches that for registering a company or a limited liability partnership. Companies House could not previously offer this service because it was not possible to recover the cost.

7.3. These fees will also apply to Northern Ireland for the first time. Similarly, the fees in Northern Ireland were previously set under the 1907 Limited Partnership Act, and will also be increased from £2 to £20.

7.4. The fee for a copy of a limited partnership document will be set at £3, an increase from the previous fee of 10p. The fee for a certificate of registration will be £15, an increase from the previous fee of 25p. These fees are to cover the cost of provision of these paper documents. Companies House has not been able to charge fees for LP searches in recent years because of the costs associated with collecting these minimal fees.

7.5. Companies House holds 530 entries on the register of newspaper proprietors. The fee for registration of particulars of newspaper proprietors is being set at £10 from 25p. The increase covers the cost of the process for recording this information.

8. Consultation outcome

8.1. Companies House has not consulted on the level of fees it charges since as a Trading Fund it must recover the full costs for the services it provides without cross subsidising.

9. Guidance

9.1. Customers have been made aware that a draft price list has been available on the Companies House web site since 1 July 2009. Once these Regulations are made, all references to fees on the relevant forms and references in guidance will be finalised.

9.2. Full details of registration requirements and search services are made available on the Companies House website, as part of customer focus groups and through Companies House information days.

10. Impact

10.1 The fees must be paid as prescribed in these Regulations when filing relevant documents for registration at Companies House. There are fee increases as outlined in paragraphs 7.2 to 7.4 but these are equivalent to existing fees for registration of companies and paper copies of documents. Businesses, charities or voluntary bodies must also pay the prescribed fees in respect of the inspection of documents or disclosure of information held by the Registrar of Companies.

10.2 The impact on the public sector is negligible, although public sector bodies are required to purchase information in the same way as other organisations (unless that information is required under a statutory authority).

10.3 An Impact Assessment has not been prepared for this instrument. As explained in paragraph 8.1 above, Companies House, as a Trading Fund, must always recover the full costs for the service it provides without cross-subsidising.

11. Regulating small business

11.1 The legislation applies to small business.

11.2 Under the Competition Act 1998, Companies House is prohibited from setting differential prices for the same product to different customers, as this might distort competition.

11.3 Registration costs must be the same for all customers as fees are set on a strict cost recovery basis, and European law is clear that there can be no cross-subsidisation.

12. Monitoring & review

12.1. The aim of the Regulations is to achieve full cost recovery on the registration and dissemination of information relating to limited partnerships, and the registration of newspaper proprietors' information.

12.2. Companies House regularly reviews the fees it charges and the next review of its fees is scheduled for 2010.

13. Contact

Mark Buckley at Companies House can answer any queries regarding the instrument. He can be contacted on 02920 380 063 or email: mbuckley@companieshouse.gov.uk,