

LP5

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**Application for Registration of a Limited Partnership and Statement of particulars
and of the amounts contributed (in cash or otherwise) by the Limited Partners**

(Pursuant to section 8 of the Limited Partnerships Act 1907)

Name of firm or partnership HSBC PRIVATE EQUITY EUROPEAN LP

We, the undersigned, being the partners of the above-named firm, hereby apply for registration as a limited partnership and for that purpose supply the following particulars:

The general nature of the business

Please see Schedule 1

The principal place of business

Vintners Place, 68 Upper
Thames Street, London EC4V 3BJ

The term, if any, for which the partnership is entered into

Terminates 31.12.2011, subject
to extension/reduction

If no definite term, the conditions of existence of the partnership

N/A

Date of commencement 28 December 2001

The partnership is limited and the full name and address of each of the partners are as follows:

General partners

HPE G.P. Limited whose registered office is at Vintners Place, 68 Upper
Thames Street, London EC4V 3BJ

Limited partners

Please see Schedule 2

Amounts Contributed (1)

Please see Schedule 2

TOTAL

Signatures of all the partners

VGOBne

HPE G.P. LIMITED

Date 28th December 2001

VGOBne

HPE SCOTTISH (NO.3 EUROPEAN) L.P.

VGOBne

HPE SCOTTISH (NO.4 EUROPEAN) L.P.

Presented by: Macfarlanes, 10 Norwich
Street, London EC4A 1BD

Presentor's reference: JD/563266

Notes

(i) State amount contributed by each limited partner, and whether paid in cash, or h



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COMPANIES HOUSE

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Notes

The address for companies registered in England and Wales or Wales is:-

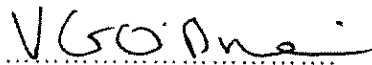
The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

or, for companies registered in Scotland:-

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

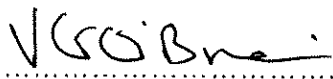
SCHEDULE 1 TO LP5 – General nature of the business of HSBC Private Equity European LP

The purpose of the Partnership is to carry on the business of an investor and in particular but without limitation to identify, research and negotiate investment opportunities and make and monitor the progress of and arrange the sale of investments in private equity situations (including for the avoidance of doubt development capital investments, management buy-outs or buy-ins, share repurchases, restructurings and joint venture investments) which shall include but shall not be limited to the purchase, acquisition, sale and disposal of ordinary shares, equity capital, preference shares and loan capital, warrants or options in respect of shares or loan capital or otherwise with the principal objective of providing Investors with a high overall rate of return. The Partnership shall invest in equity and equity related securities of private equity situations in accordance with the Investment Policy. The Partnership (acting through the General Partner or persons authorised on behalf of the Partnership) may execute, deliver and perform all contracts and other undertakings and engage in all activities and transactions as may in the opinion of the General Partner be necessary or advisable in order to carry out the foregoing purposes and objectives.

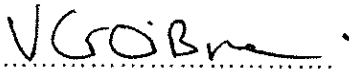


Vince O'Brien, Director

HPE G.P. Limited



HPE Scottish (No. 1 Tech) L.P. (acting through Vince O'Brien, a director of its general partner,
HPE G.P. (Scotland) Limited)



HPE Scottish (No. 2 Tech) L.P. (acting through Vince O'Brien, a director of its general partner,
HPE G.P. (Scotland) Limited)

SCHEDULE 2 TO LP5 – Contributions of limited partners in HSBC Private Equity European LP

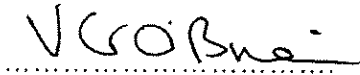
HPE Scottish (No.3 European) L.P. whose principal place of business is at Festival Square, 50 Lothian Road, Edinburgh, Scotland

Contributing £281.86

HPE Scottish (No.4 European) L.P. whose principal place of business is at Festival Square, 50 Lothian Road, Edinburgh, Scotland

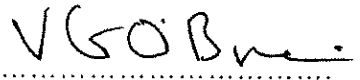
Contributing £327.26

TOTAL: £609.12



Vince O'Brien, Director

HPE G.P. Limited



HPE Scottish (No. 1 Tech) L.P. (acting through Vince O'Brien, a director of its general partner, HPE G.P. (Scotland) Limited)



HPE Scottish (No. 2 Tech) L.P. (acting through Vince O'Brien, a director of its general partner, HPE G.P. (Scotland) Limited)

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP7967

I hereby certify that the firm

HSBC PRIVATE EQUITY EUROPEAN LP

having lodged a statement of particulars pursuant to section 8 of the Limited Partnership Act 1907, is this day registered as a limited partnership

Given at Companies House, Cardiff, the 4th January 2002.


N. LEWIS

Assistant Registrar of Limited Partnerships



Companies House
— for the record —

Limited Partnership Act 1907

CHFP025



LP6

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907 and section 47 of the Finance Act 1973)

Registration No. LP007967

Name of firm or partnership HSBC Private Equity European LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name Nil	Nil New name
b.	General nature of the business Business previously carried on Nil	Business now carried on Nil
c.	Principal place of business Previous place of business Nil	New place of business Nil
d.	Change in the partners or the name of a partner (see Note 1) On 8 March 2002, Shell Pensions Trust Limited transferred 20 participations in the Partnership (with an aggregate capital contribution of £100) to New York Life Insurance Company.	
e.	Term of character of the partnership (see Note 2) Previous term Nil	New term Nil
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). Nil	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. Nil	

h. Statement of increase in capital contributions		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Nil		

Signature of firms VGOBma
FOR AND ON BEHALF OF HPE G.P. LIMITED,
GENERAL PARTNER

Date 12 March 2002

Presented by: Macfarlanes
10 Norwich Street
London
EC4A 1BD

Presentor's reference: JD/563266/1823445

NOTES

DX: 138 Chancery Lane

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Schedule to Form LP6
HSBC Private Equity European LP
 (Registered number LP 7967)

Limited partners admitted to the HSBC Private Equity European LP and their capital commitments

Name	Capital commitment £
Abbey National Treasury Services Overseas Holdings	500
Crescent International Holdings Limited	350
Local Government Pension Institution	95
Shell Pensions Trust Limited	300
Mellon Bank N.A., as trustee of the Bell Atlantic Master Trust	280
CGNU Life Assurance Limited	95
The Trustee of the Stagecoach Group Pension Scheme	250
Inter Ikea Finance S.A.	200
The Fuji Bank Limited	250
HSBC Republic Management (Guernsey) Limited	490
Brederode S.A.	75
TOTAL	£2885

LIMITED PARTNERSHIPS ACT 1907

LP6

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No.

LP 7967

Name of firm or partnership

HSBC PRIVATE EQUITY EUROPEAN LPLD7
COMPANIES HOUSE0464
28/05/02

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

<p>(a) The firm's name</p> <p align="center">Previous Name</p> <p>Nil</p>	<p>New name</p> <p>Nil</p>
<p>(b) General nature of the business</p> <p align="center">Business previously carried on</p> <p>Nil</p>	<p>Business now carried on</p> <p>Nil</p>
<p>(c) Principal place of business</p> <p align="center">Previous place of business</p> <p>Nil</p>	<p>New place of business</p> <p>Nil</p>
<p>(d) Change in the partners or the name of a partner (see Note 1)</p> <p>On 24 May 2002, two new limited partners were admitted to the partnership: Uberior Investments Plc became a limited partner with a capital contribution of £250 and CIBC Capital Corporation became a limited partner with a capital contribution of £150 (these amounts are set out at (h) overleaf pursuant to Note 3 below).</p>	
<p>(e) Term or character of the partnership (see Note 2)</p> <p align="center">Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</p>
<p>(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p> <p>Nil</p>	
<p>(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.</p> <p>Nil</p>	

[P.T.O.]

(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Uberior Investments Plc	£250	£250
CIBC Capital Corporation	£150	£150

Signature of
firm(s)


For HPE G.P. Limited in its capacity as general
partner of HSBC Private Equity European LP

Date

24 May 2002

Presented by: Macfarlanes, 10 Norwich Street, London EC4A 1BD

Presenter's
reference:

JD/563266

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.
- (4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

Limited Partnership Act 1907

CHFP025

LP6

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907 and section 47 of the Finance Act 1973)


Registration No. LP 7967

Name of firm or partnership HSBC Private Equity European LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name N/A	New name N/A
b.	General nature of the business Business previously carried on N/A	Business now carried on N/A
c.	Principal place of business Previous place of business N/A	New place of business N/A
d.	Change in the partners or the name of a partner (see Note 1) Please see the attached schedule of additional partners and the partnership capital contributed by them.	
e.	Term of character of the partnership (see Note 2) Previous term N/A	New term N/A
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). N/A	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. N/A	


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h. Statement of increase in capital contributions		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Please see schedule		

Signature of firms VCGBne

Date 14/01/02

Presented by: Macfarlanes
10 Norwich Street
London
EC4A 1BD

Presentor's reference: JD/563266/1769437

NOTES

DX: 138 Chancery Lane

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

LIMITED PARTNERSHIPS ACT 1907

LP6 14

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No.

LP 7967

Name of firm or partnership

HSBC PRIVATE EQUITY EUROPEAN LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

(a) The firm's name	Previous Name	New name
Nil		Nil
(b) General nature of the business	Business previously carried on	Business now carried on
Nil		Nil
(c) Principal place of business	Previous place of business	New place of business
Nil		Nil
<p>(d) Change in the partners or the name of a partner (see Note 1)</p> <p>On 25 September 2002, Abbey National Treasury Services Overseas Holdings transferred fifty participations in the partnership (with an aggregate capital contribution of £250) as follows: ten participations (with an aggregate capital contribution of £50) to Gold Trophy Limited; ten participations (with an aggregate capital contribution of £50) to Aircastle Limited; nineteen participations (with an aggregate capital contribution of £95) to HSBC Republic Management (Guernsey) Limited (as trustee of the HSBC Republic European Private Equity Syndicate; and eleven participations (with an aggregate capital contribution of £55) to HSBC Bank Pension Trust (UK) Limited.</p>		
(e) Term or character of the partnership (see Note 2)	Previous term	New term
Nil		Nil
<p>(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p> <p>Nil</p>		
<p>(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.</p> <p>Nil</p>		



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COMPANIES HOUSE

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(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Nil		

Signature of
firm(s)

V G O'Brien X
For HPE G.P. Limited in its capacity as general
partner of HSBC Private Equity European LP

Date 25 September 2002

Presented by: Macfarlanes, 10 Norwich Street, London EC4A 1BD

Presentor's
reference: JD/563266

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.
- (4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No.

LP 7967

Name of firm or partnership

HSBC PRIVATE EQUITY EUROPEAN LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

<p>(a) The firm's name</p> <p align="right">Previous Name</p> <p>Nil</p>	<p>New name</p> <p>Nil</p>
<p>(b) General nature of the business</p> <p align="right">Business previously carried on</p> <p>Nil</p>	<p>Business now carried on</p> <p>Nil</p>
<p>(c) Principal place of business</p> <p align="right">Previous place of business</p> <p>Nil</p>	<p>New place of business</p> <p>Nil</p>
<p>(d) Change in the partners or the name of a partner (see Note 1)</p> <p>On 25 September 2002, a new limited partner was admitted to the partnership: HSBC Bank Pension Trust (UK) Limited subscribed £1,945 of capital in cash to the partnership (this amount is set out at (h) overleaf pursuant to Note 3 below).</p>	
<p>(e) Term or character of the partnership (see Note 2)</p> <p align="right">Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</p>
<p>(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p> <p>On 25 September 2002, HPE Scottish (No.3 European) LP contributed a further £232.86 of capital to the partnership, and HPE Scottish (No.4 European) LP contributed a further £187.79 of capital to the partnership.</p>	
<p>(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.</p> <p>Nil</p>	



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COMPANIES HOUSE

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(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
HSBC Bank Pension Trust (UK) Limited	£1,945	£1,945
HPE Scottish (No.3 European) LP	£232.86	£514.72
HPE Scottish (No.4 European) LP	£187.79	£415.05

Signature of
firm(s)

✓ *VGOBue* ✕
For HPE G.P. Limited in its capacity as general
partner of HSBC Private Equity European LP

Date 25 September 2002

Presented by: Macfarlanes, 10 Norwich Street, London EC4A 1BD

Presentor's
reference: JD/563266

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.
- (4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

Limited Partnership Act 1907

CHFP025



LP6

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907 and section 47 of the Finance Act 1973)

Registration No. LP007967

Name of firm or partnership HSBC Private Equity European LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name Nil	Nil New name
b.	General nature of the business Business previously carried on Nil	Business now carried on Nil
c.	Principal place of business Previous place of business Nil	New place of business Nil
d.	Change in the partners or the name of a partner (see Note 1) On 8 March 2002, a new limited partners were admitted to the partnership: New York Life Insurance Company subscribed £75 of capital in cash to the partnership.	
e.	Term of character of the partnership (see Note 2) Previous term Nil	New term Nil
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). Brederode S.A. has subscribed a further £25 of capital in cash to the partnership, increasing its partnership capital from £75 to £100 (as set out at (h) overleaf).	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. Nil	

h. Statement of increase in capital contributions		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Brederode S.A.	£25	£100

Signature of firms VGO Bnei
FOR AND ON BEHALF OF HPE G.P. LIMITED,
GENERAL PARTNER

Date 12 March 2002

Presented by: Macfarlanes
10 Norwich Street
London
EC4A 1BD

Presentor's reference: JD/563266/1824566

NOTES

DX: 138 Chancery Lane

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
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- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

LIMITED PARTNERSHIPS ACT 1907

LP6

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No. LP007967

Name of firm or partnership HSBC PRIVATE EQUITY EUROPEAN LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

(a) The firm's name Previous Name	New name NIL
(b) General nature of the business Business previously carried on	Business now carried on NIL
(c) Principal place of business Previous place of business	New place of business NIL
(d) Change in the partners or the name of a partner (see Note 1) On 24 January 2003, HPE G.P. Limited transferred 11 participations in the partnership (with an aggregate capital contribution of £55) to HSBC Private Equity Investments (UK) Limited	
(e) Term or character of the partnership (see Note 2) Previous term	New term NIL
(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). NIL	
(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. NIL	

LLP
COMPANIES HOUSE

MLFR1881*


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[P.T.O.]

(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)

Signature of
firm(s)


on behalf of HPE G.P. LIMITED

Date

24.08.03

Presented by: Macfarlanes, 10 Norwich Street, London EC4A 1BD

Presentor's
reference:

ARD/571027/2060678

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
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Limited Partnerships 6

Limited Partnership Act 1907

CHFP025

LP6

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907 and section 47 of the Finance Act 1973)

Registration No. LP7967

Name of firm or partnership HSBC PRIVATE EQUITY EUROPEAN LP

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name NIL	New name NIL
b.	General nature of the business Business previously carried on NIL	Business now carried on NIL
c.	Principal place of business Previous place of business NIL	New place of business NIL
d.	Change in the partners or the name of a partner (see Note 1) ON 16 DECEMBER 2003, ABBEY NATIONAL TREASURY SERVICES OVERSEAS HOLDINGS TRANSFERRED ITS INTEREST IN THE PARTNERSHIP TO THE LOCAL GOVERNMENT PENSIONS INSTITUTION (AN EXISTING LIMITED PARTNER).	
e.	Term of character of the partnership (see Note 2) Previous term NIL	New term NIL
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). THE CAPITAL CONTRIBUTION OF ABBEY NATIONAL TREASURY SERVICES OVERSEAS HOLDINGS WAS TRANSFERRED TO THE LOCAL GOVERNMENT PENSIONS INSTITUTION ON 16 DECEMBER 2003, AS SET OUT OVERLEAF.	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. NIL	



h. Statement of increase in capital contributions		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
THE LOCAL GOVERNMENT	£250	£345
PENSIONS INSTITUTION		
ABBAY NATIONAL	NIL	NIL
TREASURY SERVICES		
OVERSEAS HOLDINGS		

Signature of firms VGO Bnei
for and on behalf of MPE G.P. Limited

Date 17 DECEMBER 2003

Presented by: Macfarlanes
10 Norwich Street
London
EC4A 1BD

Presentor's reference: SJQB/563266

NOTES

DX 138 Chancery Lane

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

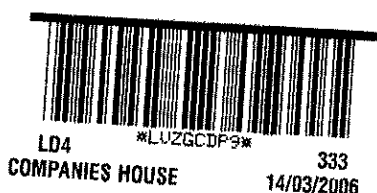
Registration No. **LP007967**

Name of firm or partnership **HSBC Private Equity European LP**

Notice is hereby given that the changes specified below have occurred in this limited partnership:

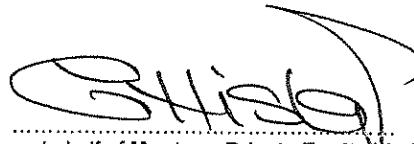
(Please see notes overleaf)

<p>(a) The firm's name</p> <p align="center">Previous Name</p>	<p>New name</p> <p>NIL</p>
<p>(b) General nature of the business</p> <p align="center">Business previously carried on</p>	<p>Business now carried on</p> <p>NIL</p>
<p>(c) Principal place of business</p> <p align="center">Previous place of business</p>	<p>New place of business</p> <p>NIL</p>
<p>(d) Change in the partners or the name of a partner (see Note 1)</p> <p>On 23 March 2005, Inter Private Equity Limited was admitted as a Limited Partner in the Partnership and IKEA Finance S.A ceased to be a partner in the Partnership.</p>	
<p>(e) Term or character of the partnership (see Note 2)</p> <p align="center">Previous term</p>	<p>New term</p> <p>NIL</p>
<p>(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p> <p>On 23 March 2005, Inter IKEA Finance S.A transferred its entire interest in the Partnership, represented by a capital contribution of £200, to Inter Private Equity Limited.</p>	
<p>(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.</p> <p>NIL</p>	



(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
NA		

Signature of firm


on behalf of Montagu Private Equity Limited.

Date

11 March 2006

Presented by: Macfarlanes, 10 Norwich Street, London EC4A 1BD

Presentor's reference: EWK/583575/
2911809

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.
- (4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

LIMITED PARTNERSHIPS ACT 1907

LP6

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No. **LP7967**

Name of firm or partnership **HSBC Private Equity European LP**

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

(a) The firm's name	Previous Name	New name
NIL		NIL
(b) General nature of the business	Business previously carried on	Business now carried on
NIL		NIL
(c) Principal place of business	Previous place of business	New place of business
NIL		NIL
(d) Change in the partners or the name of a partner (see Note 1)		
MIZUHO CORPORATE BANK LIMITED HAS TRANSFERRED ITS ENTIRE PARTNERSHIP INTEREST, REPRESENTED BY A CAPITAL CONTRIBUTION OF £250 IN THE LIMITED PARTNERSHIP TO VINTAGE I LIMITED.		
(e) Term or character of the partnership (see Note 2)	Previous term	New term
NIL		NIL
(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).		
MIZUHO CORPORATE BANK LIMITED HAS TRANSFERRED ITS ENTIRE PARTNERSHIP INTEREST, REPRESENTED BY A CAPITAL CONTRIBUTION OF £250 IN THE LIMITED PARTNERSHIP TO VINTAGE I LIMITED.		
(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.		
NIL		

SATURDAY



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14/07/2007

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COMPANIES HOUSE

[P.T.O.]

(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
NIL	NIL	NIL

Signature of
firm(s)


.....
on behalf of Montagu Private Equity LLP as Manager of
HSBC Private Equity European LP

Date 4/7 2007

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.
- (4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

LIMITED PARTNERSHIPS ACT 1907

LP6

**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No. **LP7967**

Name of firm or partnership **HSBC Private Equity European LP**

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

<p>(a) The firm's name</p> <p style="text-align: right;">Previous Name</p> <p>NIL</p>	<p>New name</p> <p>NIL</p>
<p>(b) General nature of the business</p> <p style="text-align: right;">Business previously carried on</p> <p>NIL</p>	<p>Business now carried on</p> <p>NIL</p>
<p>(c) Principal place of business</p> <p style="text-align: right;">Previous place of business</p> <p>Vintners Place, 68 Upper Thames Street, London EC4V 3PE</p>	<p>New place of business</p> <p>2 More London Riverside, London SE1 2AP</p>
<p>(d) Change in the partners or the name of a partner (see Note 1)</p>	
<p>(e) Term or character of the partnership (see Note 2)</p> <p style="text-align: right;">Previous term</p> <p>NIL</p>	<p>New term</p> <p>NIL</p>
<p>(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p>	
<p>(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.</p> <p>NIL</p>	

[P.T.O.]

SATURDAY



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23/02/2008

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COMPANIES HOUSE

LIMITED PARTNERSHIPS ACT 1907

LP6

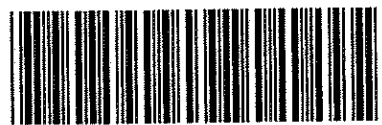
**Statement specifying the nature of a change in the Limited Partnership and
Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners
Pursuant to section 9 of the Limited Partnerships Act 1907**

Registration No. LP007967

Name of firm or partnership HSBC Private Equity European LP


Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

<p>(a) The firm's name</p> <p align="center"><i>Previous Name</i></p> <p>Nil</p>	<p align="center"><i>New name</i></p> <p>Nil</p>
<p>(b) General nature of the business</p> <p align="center"><i>Business previously carried on</i></p> <p>Nil</p>	<p align="center"><i>Business now carried on</i></p> <p>Nil</p>
<p>(c) Principal place of business</p> <p align="center"><i>Previous place of business</i></p> <p>Nil</p>	<p align="center"><i>New place of business</i></p> <p>Nil</p>
<p>(d) Change in the partners or the name of a partner (see Note 1)</p> <p>CGNU Life Assurance Limited has transferred its entire interest in the partnership to Aviva Life & Pensions UK Limited (formerly known as Norwich Union Life & Pensions Limited) and ceased to be a partner in the partnership and Aviva Life & Pensions UK Limited has become a partner in the partnership.</p>	
<p>(e) Term or character of the partnership (see Note 2)</p> <p align="center"><i>Previous term</i></p> <p>Nil</p>	<p align="center"><i>New term</i></p> <p>Nil</p>
<p>(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).</p> <p>See (d) above.</p> <div style="display: flex; align-items: center; justify-content: center;"> <div style="writing-mode: vertical-rl; transform: rotate(180deg); background-color: black; color: white; padding: 5px; margin-right: 10px;">MONDAY</div>  <div style="margin-left: 10px;"> <p>*LSILXHJD*</p> <p>LD5 15/02/2010 85</p> <p>COMPANIES HOUSE</p> </div> </div>	
<p>(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.</p> <p>Nil</p>	

(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Nil		

Signature of
firm(s)


Montagu Private Equity LLP
as manager of the partnership

Date

1/2/2010

2010

Presented by:

Macfarlanes LLP
20 Cursitor Street, London EC4A 1LT

Presentor's
reference:

SGS/CDHG

NOTES

(1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.

(2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.

(3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.

(4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.

(5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

Statement specifying the nature of a change in the limited partnership and statement of increase in the amount contributed (in cash or otherwise) by limited partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907)

Registration No. LP007967

Name of firm HSBC Private Equity European LP

The changes specified below have been made or have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firm name	Previous Name	New name
	Nil		Nil
b.	General nature of the business	Business previously carried on	Business now carried on
	Nil		Nil
c.	Principal place of business	Previous place of business	New place of business
	Nil		Nil
d.	Change in the partner/name of a partner On 29 October 2010 CIBC Capital Corporation transferred its entire capital contribution of £150 in the partnership to LAF IV Colony, LP and CIBC Capital Corporation ceased to be a partner in the partnership and LAF IV Colony, LP became a partner in the partnership.		
e.	Term or character of the partnership (see Note 2)	Previous term	New term
	Nil		Nil
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h)). See d. above		
g.	Change in the liability of any partner by reason of becoming a limited instead of a general partner or vice versa. Nil		

WEDNESDAY



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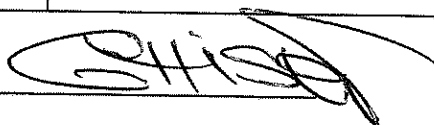
24/11/2010

377

COMPANIES HOUSE

Names of limited partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)

Signature of firm



Presented by: Macfarlanes LLP
20 Cursitor Street
London
EC4A 1LT

Presenter's reference: HGS/583575

138 Chancery Lane

NOTES

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and sent by post or delivered to the Registrar of Companies for registration within seven days of the changes taking place.

LIMITED PARTNERSHIPS ACT 1907

LP6

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners Pursuant to section 9 of the Limited Partnerships Act 1907

Registration No. **LP007967**

Name of firm or partnership **HSBC PRIVATE EQUITY EUROPEAN LP**

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

(a) The firm's name	Previous Name	New name
NIL		NIL
(b) General nature of the business	Business previously carried on	Business now carried on
NIL		NIL
(c) Principal place of business	Previous place of business	New place of business
NIL		NIL
(d) Change in the partners or the name of a partner (see Note 1)		
ON 1 JANUARY 2011, LOCAL GOVERNMENT PENSIONS INSTITUTION CHANGED ITS NAME TO KEVA.		
(e) Term or character of the partnership (see Note 2)	Previous term	New term
NIL		NIL
(f) Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf).		
NIL		
(g) Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.		
NIL		

WEDNESDAY



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19/01/2011

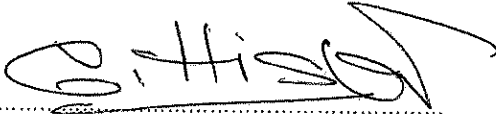
106

COMPANIES HOUSE

[P.T.O.]

(h) Statement of increase in capital contributions.		
Name of Limited Partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
NIL	NIL	NIL

Signature of
firm(s)


on behalf of Montagu Private Equity LLP as Manager of
HSBC Private Equity European LP

Date

05-01-2011

NOTES

- (1) Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- (2) If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- (3) Any variation in the sum contributed by any limited partner must be stated at (f) overleaf. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at (h) above.
- (4) Each change must be entered in the proper section (a), (b), (c), (d), (e), (f), (g) or (h), as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- (5) The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

Limited Partnerships 6

Statement specifying the nature of a change in the limited partnership and statement of increase in the amount contributed (in cash or otherwise) by limited partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907)

Registration No. LP 007967

Name of firm HSBC PRIVATE EQUITY EUROPEAN LP (THE "PARTNERSHIP")

The changes specified below have been made or have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firm name	Previous Name	New name
	Nil		Nil
b.	General nature of the business	Business previously carried on	Business now carried on
	Nil		Nil
c.	Principal place of business	Previous place of business	New place of business
	Nil		Nil
d.	Change in the partner/name of a partner Uberior Investments Plc transferred the whole of its interest in the Partnership to Lexington Private Equity II, L.P.		
e.	Term or character of the partnership (see Note 2)	Previous term	New term
	Nil		Nil
f.	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h)). The capital contribution by Uberior Investments Plc decreased by £250 from £250 to £0. For increases please see (h)		
g.	Change in the liability of any partner by reason of becoming a limited instead of a general partner or vice versa. Nil		

SATURDAY



RM 29/01/2011 384
COMPANIES HOUSE

Names of limited partners	Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)	Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)
Lexington Private	£250	£250
Equity II, L.P.		

Signature of firm

on behalf of MPE G.P. Limited

Presented by: Macfarlanes LLP
20 Cursitor Street
London
EC4A 1LT

Presenter's reference: JDS

138 Chancery Lane

NOTES

- Changes brought about by death, by transfer of interests, by increase in the number of partners, or by change of name of any partner, must be notified here.
- If there is, or was, no definite term, then state against 'previous term' the conditions under which the partnership was constituted and against any 'new term' the conditions under which it is now constituted.
- Any variation in the sum contributed by any limited partner must be stated at f. A statement of any increase in the amount of the partnership capital, whether arising from increase of contributions, or from introduction of fresh partners must also be stated at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., as the case may be. Provision is made in this form for notifying all the changes required by the Act to be notified, but it will frequently happen that only one item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and sent by post or delivered to the Registrar of Companies for registration within seven days of the changes taking place.