

LP 11904

9051/2

SATURDAY



A30 *AXB6ONQP* 458
10/03/2007
COMPANIES HOUSE

(Registration fee £2)

LP5

LIMITED PARTNERSHIPS ACT 1907

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 AAC Capital NEBO Employee Co-Investment Fund 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

See schedule 1

The principal place of business

C/o Debevoise + Plimpton LLP, Tower 42
Old Broad Street, London EC2N 1HQ

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

See Schedule 2

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

Date of commencement

7th March 2007

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

General partners

AAC Capital NEBO GP Limited of 50 Lothian Road,
Festival Square, Edinburgh EH3 9WJ

Limited partners

ABN AMRO Capital EO Funds B.V.
of Gustav Mahler laan 10, 1082 PP
Amsterdam, The Netherlands

Amounts Contributed (1)

£99 (euro)

TOTAL

£99 (euro)

Signatures of all the partners

See schedule 3

Date _____

Presented by:

Debevoise + Plimpton LLP

Presentor's reference:

Notes

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

(02/00)

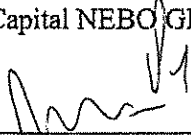
**AAC Capital NEBO Employee Co-Investment Fund LP
Schedule 3 to LP5**

Schedule 3 to Form LP5

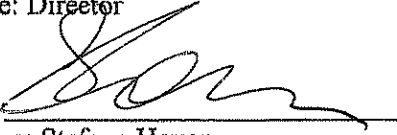
Signatures

GENERAL PARTNER:

AAC Capital NEBO GP Limited

By: 
Name: Thijs van Pesch
Title: Director

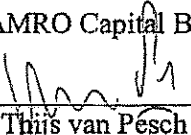
Date: 7 March 2007

By: 
Name: Stefano Haver
Title: Director

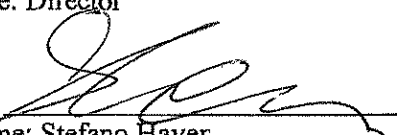
Date: 7 March 2007

LIMITED PARTNER:

ABN AMRO Capital BO Funds B.V.

By: 
Name: Thijs van Pesch
Title: Director

Date: 7 March 2007

By: 
Name: Stefano Haver
Title: Director

Date: 7 March 2007

AAC Capital NEBO Employee Co-Investment Fund LP
Schedule 1 to LP5

Schedule 1 to Form LP5

The General Nature of the Business

The Partnership is organised for the purpose of making, holding and disposing of investments in securities and to engage in any and all activities ancillary, convenient, or incidental to the foregoing as the general partner of the Partnership shall deem necessary or advisable.

AAC Capital NEBO Employee Co-Investment Fund LP
Schedule 2 to LP5

Schedule 2 to Form LP5

Term of the Partnership

The Partnership shall commence with effect from 7 March 2007 and shall continue until the fifteenth anniversary of the date hereof or, if earlier, the date determined by the general partner of the Partnership.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP11904

I hereby certify that the firm

AAC CAPITAL NEBO EMPLOYEE CO-INVESTMENT FUND LP

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

Given at Companies House, Cardiff, the 12th March 2007



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

