

(Registration fee £2)

LP13052

20052

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 EXPONENT PRIVATE EQUITY CO-INVESTMENT PARTNERS II, 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

The purpose of the partnership is to (i) invest side by side with Exponent Private Equity Partners, LP, (ii) engage in such other activities as the Partnership or its general partner deems necessary, advisable, convenient or incidental to the foregoing and (iii) engage in any other lawful acts or activities consistent with the foregoing for which limited partnerships may be formed under the Limited Partnerships Act 1907.

The principal place of business

12 Henrietta Street, London WC2E 8LH

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

N/A

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

The term of the Partnership commenced on the 30<sup>th</sup> day of June 2008 and shall continue, unless the Partnership is sooner dissolved, until the date Exponent Private Equity Partners II, LP is dissolved.

Date of commencement

30 - 6 - 08

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

General partners

Exponent Private Equity Founder Partner GP II Limited  
12 Henrietta Street, London WC2E 8LH

Limited partners

Craig McKenzie Vickery  
Flat 1, Salisbury House, Highbury Corner, London N5 1RB.

Amounts Contributed (1)

£10

TOTAL

£10

Signatures of all the partners

Date: 30 June 2008

Please see attached Schedule

Presented by: DEBEVOISE & PLIMPTON LLP

Tower 42, 25 Old Broad Street, London EC2N 1HQ

Presentor's reference:

13307-2009/VH

Notes

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

(02/00)

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TUESDAY



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01/07/2008

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COMPANIES HOUSE

**SCHEDULE**

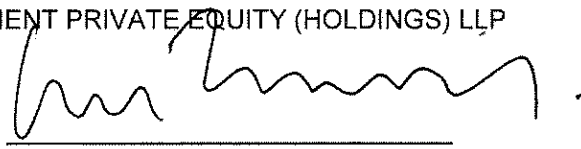
**Signatures of all the Partners**

General Partner

By its sole director

EXPONENT PRIVATE EQUITY (HOLDINGS) LLP

By



Name:

Title: Designated member

By



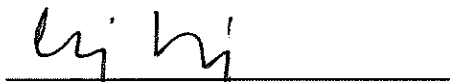
Name:

Title: Designated member

Limited Partner

CRAIG MCKENZIE VICKERY

By



Name: Craig McKenzie Vickery

COPY



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

**No. LP13052**

I hereby certify that the firm

**EXPONENT PRIVATE EQUITY CO-INVESTMENT  
PARTNERS II, 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 1st July 2008

*Val Redman*

Assistant Registrar of Limited Partnerships



*Companies House*  
— for the record —