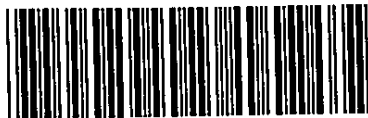


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08/01/2016

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COMPANIES HOUSE

# LP6

Limited Partnerships Act 1907

CHFP025

**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 (see Note 1)

Registration No LP016288

Name of firm Growth Capital Partners Fund IV LP (the "Partnership")

The changes specified below have been made or have occurred in this limited partnership (see notes overleaf)

|  |  |   |
|--|--|---|
| <b>a Firm name</b>   | Previous name<br>Nil   | New name<br>Nil   |
| <b>b General nature of the business</b>  | Business previously carried on<br><br>The general nature of the Partnership's business is to make investments with a view to providing profits | Business now carried on<br><br>The purpose of the Partnership is to carry on the business of an investor and ancillary activities, to provide senior mezzanine and junior loan capital and private equity finance and in particular but without limitation to identify, research, negotiate, make and monitor the progress of and arrange the sale of investments which shall include but shall not be limited to the making of loans whether secured or unsecured to unquoted companies and the purchase, acquisition, sale and disposal of shares, debentures, convertible loan stock, warrants, options and other securities in and relating to such companies, with the principal objective of providing investors with a blended return principally from equity, mezzanine and senior debt instruments |
| <b>c Principal place of business</b>   | Previous place of business<br>Nil  | New place of business<br>Nil  |
| <b>d Change in the partners or the name of any partner (see note 2)</b><br>In the case of an authorised partnership state any change in the general partner or in the name of the general partner<br><br>Each of the following has been admitted as a limited partners of the Partnership on 6 January 2016 (together, the "New Limited Partners") <ol style="list-style-type: none"> <li>1 GCP IV FP LP</li> <li>2 Euro Invest S A R L</li> <li>3 City of Bradford Metropolitan District Council A/C SF (West Yorkshire Pension Fund)</li> <li>4 European Investment Fund</li> <li>5 Evergreen Investments S A</li> <li>6 Golding Investments VIII S A</li> <li>7 LCP VIII Primary Holdings, L P</li> <li>8 Private Equity Plus OP (Subfund Private Equity Plus OP-A)</li> <li>9 QEP Mutual Private Equity Program I, FCR</li> <li>10 WAVE Private Equity SICAV-SIF – PE Hannoversche Leben</li> <li>11 WAVE Private Equity SICAV-SIF – PE VHV Allgemeine</li> </ol> <p>GCP Members Limited has transferred its entire capital contribution to the general partner of the Partnership and has ceased to be a limited partner of the Partnership</p> |  |   |

|  |                                    |   |  |
|--|------------------------------------|---|--|
| <p><b>e Term or character of the partnership (see note 3)</b><br/>Where the change in character is authorisation as an authorised partnership or the revocation of such authorisation, give the date and the number of the authorisation order</p>   | <p>Change in character<br/>Nil</p> | <p>Previous term</p> <p>The Partnership shall continue until the occurrence of any of the following events</p> <ol style="list-style-type: none"> <li>1 If an order is made by the courts, or an effective resolution is passed, for the liquidation, winding up or administration of the General Partner; or</li> <li>2 If all the Partners unanimously agree in writing that the Partnership should so terminate</li> </ol> | <p>New term</p> <p>The Partnership shall terminate on the tenth anniversary of the Final Closing Date (as defined in the limited partnership agreement governing the Partnership (the "LPA") or shall terminate prior to such date upon the happening of any of the following events</p> <ol style="list-style-type: none"> <li>1 the bankruptcy, insolvency, expulsion, dissolution or liquidation (except where voluntary for the purposes of reconstruction and amalgamation) of the General Partner, unless the Partnership is reconstituted pursuant to the LPA, or</li> <li>2 the agreement as to such termination of the General Partner and limited partners pursuant to the LPA, or</li> <li>3 the resignation or removal of the General Partner pursuant to the LPA unless, in either such case, the Partnership is reconstituted pursuant to the LPA, or</li> <li>4 the determination by the General Partner in good faith that termination of the Partnership is necessary to avoid a violation or continuing violation of any applicable laws or regulations</li> </ol> |
| <p><b>f Sum contributed by any limited partner (see note 4)</b><br/>Particulars of any increase in capital contributions must be provided at section h Not applicable to an authorised partnership</p> <p>Each of the New Limited Partners has contributed the amount set out in (h) below</p> <p>GCP Member Limited has transferred its entire capital contribution in the Partnership, equal to £1 00, to the general partner of the Partnership, thereby reducing its capital contribution to zero, and has ceased to be a limited partner of the Partnership</p> |                                    |   |  |

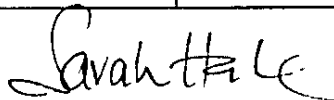
**g Liability of any partner by reason of partner becoming a limited instead of a general partner or a general instead of a limited partner**

Nil

**h Statement of increase in capital contributions (see note 4)**

| Name of limited partner  | Increase of 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) |
|--|---|---|
| GCP IV FP LP   | £291  | £291  |
| Euro Invest S A R L  | £150  | £150  |
| City of Bradford Metropolitan District Council<br>A/C SF (West Yorkshire Pension Fund) | £150  | £150  |
| European Investment Fund   | £440  | £440  |
| Evergreen Investments S A  | £35   | £35   |
| Golding Investments VIII S A   | £100  | £100  |
| LCP VIII Primary Holdings, L P   | £10   | £10   |
| Private Equity Plus OP (Subfund Private<br>Equity Plus OP-A)                           | £80   | £80   |
| QEP Mutual Private Equity Program I FCR  | £21   | £21   |
| WAVE Private Equity SICAV-SIF - PE<br>Hannoversche Leben                               | £40   | £40   |
| WAVE Private Equity SICAV-SIF - PE VHV<br>Allgemeine                                   | £30   | £30   |

Signature of firm



GCP IV GP LLP, acting in its capacity as general partner of the Partnership

Presented by Macfarlanes LLP

Presenter's reference

20 Cursitor Street

HAH/642075

London

EC4A 1LT

DX No 138 Chancery Lane

## NOTES

- 1 This form is also to be used to notify changes in a limited partnership which is a partnership scheme (within the meaning given by section 253A(5) of the Financial Services and Markets Act 2000) for which an authorisation order has been made under section 261D of that Act ("an authorised partnership") The requirement to notify changes in partnership under section 9 of the Limited Partnerships Act 1907 has been modified for authorised partnerships by regulation 16(6) of the Collective Investment in Transferable Securities (Contractual Scheme) Regulation 2013
- 2 Changes brought about by death, transfer of interests, increase in the number of partners or change of name of any partner must be notified here In the case of an authorised partnership, any change in the general partner or in the name of the general partner must be notified here (no change in the limited partners or in the name of a limited partner is required to be notified)
- 3 If there is, or was, no definite term, state under 'previous term' the conditions under which the partnership was constituted and under 'new term' the conditions under which it is now constituted In the case of an authorised partnership, notify here the making or revocation of the authorisation order by the Financial Conduct Authority (include the authorisation number)
- 4 Any variation in the sum contributed by any limited partner must be stated in section f A statement of any increase in the amount of the partnership capital, whether arising from an increase of contributions or the introduction of fresh partners, must also be stated in section h In the case of an authorised partnership, no change in the sum contributed by a limited partner is required to be notified
- 6 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 change has to be notified In any such case, the word 'Nil' should be inserted in the other sections
- 7 The statement must be signed at the end by the firm, and must be sent by post or delivered to the registrar for registration within seven days of the changes taking place