

# Limited Partnership 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 and section 47 of the Finance Act 1973)

Registration No.: SL5230

Name of firm or partnership: ACTIS REDISTRIBUTION POOL LP ("THE PARTNERSHIP")

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

a. The firm's name Previous Name  NIL	New name  NIL
b. General nature of the business Business previously carried on  To carry on in Scotland and elsewhere the business of seeking and exploiting general commercial opportunities and notifying the limited partner of the Partnership of the same with the principal objective of generating profit.	Business now carried on  To carry on in Scotland and elsewhere the business of investing and monitoring its investment in other limited partnership and collective investment undertakings which invest primarily in private equity transactions with a view to producing profits for distribution in accordance with the agreement constituting the Partnership.
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 30 November 2004 Daniel Paul Fletcher, Jonathan Roderick Alan Bond, Gillian Mary Arthur, Anthony Patrick Halligan, Jonathan Bliss, Paul William Owers, Jonathan Mark Pay, Adam Philip St John Quarry, David Ross Standen Morley, Stephen Keith West, Karen Brade, Alice Chapple, Mark Edward Goldsmith, Michael Robin Anderson Miller, Christopher Richard Brain, Brendan Patrick Fahy, Alasdair Maclay, Angela Roshier, Nkosana Moyo, James Murray Grant, Hywel Rees-Jones, Michael Alan Turner, Andrew David Patrick Brown, Sarah Glasson, Charles Groom, Adiba Anyaoku Ighodaro, Andrew Simon Jinman, Benedict Martin McKeown, John Howard Owers, Peter Anthony Ruxton, Richard Carl Jackson, Dominic Adu, Paul Kavuma, Lorenzo Nogales, Asanka Rodrigo, Sameh Nasser Shenouda, Donald Peck, Steven Mark Enderby, Subba Rao Telidevara, Jyotindra Trivedi, Alagappan Murugappan, Jabez Muthyala, Girija Shankar Tripathy, Hemant Ayyappan, Ganapati Rathinam, Snehal Shah, Amitvikram Sharma, Dinesh Kumar Tiwari, George Nicholas Selbie, Keith David Rennie Alexander, Mark Trevarthian Edwards, Shabbir Hashmi, Brian Argyle Perks, Graham D.G. Poole, Nagarajan Srinivasan, Steven Paul Stolliday, Ashton Towler, Huw Glyn Tudor Williams, Eric Michael Wood, Hashit S	

Dave, Javier Escorriola, Kungu Gatabaki, Amit Khosla, Mohammed Raza Mirza, Alvaro Julio Padilla Sapper, Ben Bediako, Asha Venkataramani, Andrew William Michael Reicher, Balwinder Singh Panesar, Bay Chong Chin, Benjamin Cheng, Lily Yu Juan Jin, Jian Xiong Liu, Tony Wang, Dong Zong, Alun Pichaya Branigan, Kee Teng Koh, Michael Till, Gabriel Murillo, Sergio Arce Romero and Eduardo Bozo became limited partners of the Partnership.

<p>e. Term of character of the partnership (see Note 2)</p> <p>Previous term</p> <p><b>The Partnership shall continue indefinitely from 24 June 2004 unless sooner terminated in accordance with the provisions of the agreement establishing the Partnership</b></p>	<p>New term</p> <p><b>Subject to Clause 18 of the agreement constituting the Partnership, the Partnership shall terminate 90 days after such time as Actis Executive Limited Partnership has terminated.</b></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><b>See (h) overleaf</b></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><b>NIL</b></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) (£)
Daniel Paul Fletcher	64.40	64.40
Jonathan Roderick Alan Bond	51.50	51.50
Gillian Mary Arthur	19.30	19.30
Anthony Patrick Halligan	19.30	19.30
Jonathan Bliss	19.30	19.30
Paul William Owers	12.90	12.90
Jonathan Mark Pay	32.20	32.20
Adam Philip St John Quarry	12.90	12.90
David Ross Standen Morley	32.20	32.20
Stephen Keith West	32.20	32.20
Karen Brade	12.90	12.90
Alice Chapple	12.90	12.90
Mark Edward Goldsmith	12.90	12.90
Michael Robin Anderson Miller	12.90	12.90
Christopher Richard Brain	12.90	12.90
Brendan Patrick Fahy	12.90	12.90
Alasdair MacLay	16.10	16.10
Angela Roshier	16.10	16.10
Nkosana Moyo	51.50	51.50
James Murray Grant	32.20	32.20
Hywel Rees-Jones	32.20	32.20
Michael Alan Turner	32.20	32.20
Andrew David Patrick Brown	22.50	22.50
Sarah Glasson	22.50	22.50
Charles Groom	12.90	12.90
Adiba Anyaoku Ighodaro	22.50	22.50
Andrew Simon Jinman	12.90	12.90
Benedict Martin McKeown	22.50	22.50
John Howard Owers	22.50	22.50
Peter Antony Ruxton	22.50	22.50
Richard Carl Jackson	22.50	22.50
Dominic Adu	16.10	16.10

Paul Kavuma	16.10	16.10
Lorenzo Nogales	16.10	16.10
Asanka Rodrigo	16.10	16.10
Sameh Nasser Shenouda	16.10	16.10
Donald Peck	51.50	51.50
Steven Mark Enderby	32.20	32.20
Subba Rao Telidevara	32.20	32.20
Jyotindra Trivedi	32.20	32.20
Alagappan Murugappan	6.40	6.40
Jabez Muthyala	16.10	16.10
Girija Shankar Tripathy	22.50	22.50
Hemant Ayyappan	22.50	22.50
Ganapati Rathinam	22.50	22.50
Snehal Shah	22.50	22.50
Amitvikram Sharma	6.40	6.40
Dinesh Kumar Tiwari	16.10	16.10
George Nicholas Selbie	51.50	51.50
Keith David Rennie Alexander	22.50	22.50
Mark Trevarthian Edwards	22.50	22.50
Shabbir Hashmi	22.50	22.50
Brian Argyle Perks	22.50	22.50
Graham D.G. Poole	22.50	22.50
Nagarajan Srinivasan	22.50	22.50
Steven Paul Stolliday	22.50	22.50
Ashton Towler	22.50	22.50
Huw Glyn Tudor Williams	22.50	22.50
Eric Michael Wood	22.50	22.50
Hashit S. Dave	6.40	6.40
Javier Escorriola	16.10	16.10
Kungu Gatabaki	12.90	12.90
Amit Khosla	6.40	6.40
Mohammed Raza Mirza	16.10	16.10
Alvaro Julio Padilla Sapper	16.10	16.10
Ben Bediako	3.20	3.20
Asha Venkataramani	3.20	3.20
Andrew William Michael Reicher	51.50	51.50

Balwinder Singh Panesar	6.40	6.40
Bay Chong Chin	51.50	51.50
Benjamin Cheng	6.40	6.40
Lily Yu Juan Jin	12.90	12.90
Jian Xiong Liu	3.20	3.20
Tony Wang	3.20	3.20
Dong Zong	3.20	3.20
Alun Pichaya Branigan	32.20	32.20
Kee Teng Koh	6.40	6.40
Michael Till	51.50	51.50
Gabriel Murillo	22.50	22.50
Sergio Arce Romero	16.10	16.10
Eduardo Bozo	9.70	9.70

Signed by Alan Henry Soppitt as attorney for and on behalf of Actis Executive GP Limited, general partner of the Partnership Alan Henry Soppitt

Date: 6 December 2004

Presented by: Burness LLP, 50 Lothian Road  
Festival Square, Edinburgh EH3 9WJ

Presentor's reference: JXD/CLI/13/78 (809405)

**DX ED 73 Edinburgh**

#### 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.

**POWER OF ATTORNEY**

This power of attorney is made the 23rd day of June 2004 by Actis Executive GP Limited

We, Actis Executive GP Limited, registered number SC268230 having our registered office at 50 Lothian Road, Festival Road, Festival Square, Edinburgh EH3 9WJ, Scotland hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as Actis Redistribution Limited Partnership (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- (b) to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph (a) above;
- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
- (d) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the *bona fide* exercise by him of his power pursuant to this power of attorney.

**IN WITNESS WHEREOF**

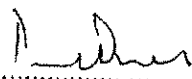
This power of attorney has been executed by us as a deed at 2 More London Riverside, London SE1 2JT on the 23rd day of June 2004 as follows:-

For and on behalf of  
**ACTIS EXECUTIVE GP LIMITED**

by

**ACTIS CAPITAL LLP**

as sole director

Signature of member ..... 

Name of member: Paul Owers

In the presence of this witness:

Signature of witness ..... 

Full Name of witness: Patricia Paik Wan Lamb

Occupation of witness: Chartered Secretary

Address of witness: 20 Panbro House, Royal Herbert Pavilions, Shooters Hill Road, London SE18 4PS