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COMPANIES HOUSE

A fee is payable with this form.

SL14729

LP5

LIMITED PARTNERSHIPS ACT 1907

Application for Registration of a Limited Partnership

(In accordance with section 8 of the Limited Partnerships Act 1907)

Name of firm or partnership ① 17Capital Sapphire L.P. (the "Partnership")

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 carry on in Scotland and elsewhere the business of participating in other limited partnerships and making investments.

The principal place of business

50 Lothian Road, Festival Square, Edinburgh EH3 9WJ

The term, if any, for which the limited partnership is to be entered into ②

The Partnership shall terminate upon the happening of any of the following events (but not otherwise):

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 of the Partnership (other than where any of the foregoing is taken or effected for the purpose of any reconstruction or reorganisation while solvent and where the successor general partner appointed subsequent to such reconstruction or reorganisation has assumed the rights and obligations of the outgoing general partner); or
2. if all the limited partners of the Partnership unanimously agree in writing that the Partnership should so terminate.

Please give the name and signatures of each general partner

Names		Signatures	
17 Capital Founder Partner (GP) Limited		See Paper Apart	
Please give the name, amount contributed and signature of each limited partner			
Names		Amount contributed €	Signatures
17Capital (FPGP) LLP		€1.00	See Paper Apart

① This must include the appropriate name ending.

② This begins with the date of registration.

③ State the amount contributed by each limited partner, and whether paid in cash, or how otherwise.

Please be aware that all information on this form will be available on the public record

When you have completed the form, please send to the Registrar of Companies.

Presented by:
Burness Paull LLP

Presenter's reference: MAC/2163/283

50 Lothian Road
Festival Square
Edinburgh
EH3 9WJ

Date:

18 November 2013

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, if companies registered in Scotland:-

The Registrar of Companies
Companies House
Fourth Floor
Edinburgh Quay 2
139 Fountainbridge
Edinburgh
Scotland
EH3 9FF



FILE COPY

**CERTIFICATE OF REGISTRATION
OF A
LIMITED PARTNERSHIP**

Limited Partnership No. SL14729

The Registrar of Companies for Scotland hereby certifies that:

17CAPITAL SAPPHIRE L.P.

is this day registered under the 1907 Limited Partnerships Act as a
Limited Partnership.

Given at Companies House on 18th November 2013.



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

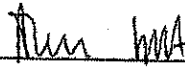
17CAPITAL SAPPHIRE L.P.

FORM LP5


PAPER APART

Signatures of all the Partners

Alan Soppitt
As attorney for and on behalf of
17 Capital Founder Partner (GP) Limited



Alan Soppitt
As attorney for and on behalf of
17Capital (FPGP) LLP



This power of attorney is made the 15 day of November 2013 by 17 Capital Founder Partner (GP) Limited.

We, 17 Capital Founder Partner (GP) Limited, registered number SC344475 having our registered office at 50 Lothian Road, Festival Square, Edinburgh EH3 9WJ hereby irrevocably make, constitute and appoint each of Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gotts, Jonathan Heaney and Walter James Clark all of Burness Paull LLP, 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:

- 1 to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership known or to be known as 17Capital Sapphire L.P. (the "Partnership");
- 2 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 1 above;
- 3 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 Partnership; and
- 4 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
the day of November 2013 as follows:

on

For and on behalf of 17 Capital Founder Partner (GP) Limited

by P. Ade Soley
..... Director
(Signature)

Pierre Antoine de Soley
(Print Full Name)

In the presence of this witness

P. de Soley
..... Signature

P. de Soley Name

32 Grosvenor Garden Address

London SW1W 0BH

This power of attorney is made the 15 day of November 2013 by 17Capital (FPGP) LLP.

We, 17Capital (FPGP) LLP, registered number SO367623, having our registered office at 32 Grosvenor Gardens, London SW1W 0DH hereby irrevocably make, constitute and appoint each of Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gotts, Jonathan Heaney and Walter James Clark all of Burness Paull LLP, 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:

- 1 to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership known or to be known as 17Capital (FPGP) L.P. (the "Partnership");
- 2 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 1 above;
- 3 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 Partnership; and
- 4 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.

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This power of attorney has been executed by us as a deed at
the day of November 2013 as follows:

on

For and on behalf of 17Capital (FPGP) LLP

by

P. A. de Selancy Member
(Signature)

Piero Antonino de Selancy
(Print Full Name)

In the presence of this witness

Robert de Selancy Signature

Robert de Selancy Name

32 Grosvenor Gardens Address

London SW1W 0DH

