

# 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 and Section 47 of the Finance Act 1973)

Name of firm or partnership KLEINWORT BENSON EUROPEAN MEZZANINE FUND II

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

Investment in securities and loans.

The principal place of business  
20 Fenchurch Street  
London EC3P 3DB

The term, if any, for which the partnership is entered into  
8 years from admission of first  
investors.

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

Extension permitted for up to an additional two years.

Date of commencement 9 November 1994

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

General partners

KBEMF (GP) LIMITED  
20 Fenchurch Street  
London EC3P 3DB

Limited partners

MILLENNIUM PARTNERS LIMITED and  
KLEINWORT BENSON GENERAL INVESTMENT  
COMPANY LIMITED  
20 Fenchurch Street  
London EC3P 3DB

TOTAL

Amounts  
Contributed (1)

Capital duty  
payable (2)

£100

£100

£200

Signatures of all the partners

*[Signature]*  
...  
KBEMF (GP) Limited

*[Signature]*

Date 9<sup>th</sup> November 1994

Date 9<sup>th</sup> November 1994

FOR Kleinwort Benson General Investment Company Limited

*[Signature]* ... *[Signature]*

Date 9<sup>th</sup> November 1994

FOR Millennium Partners Limited

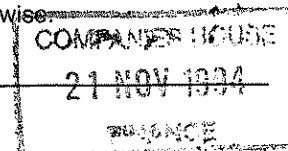
Presented by: S J Berwin & Co

222 Grays Inn Road, London, WC1X 8HB

Presenter's reference: 229/K7481.1

Note

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



100

100

100

100

100

100

FILE COPY



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

No. LP4752

I hereby certify that the firm

KLEINWORT BENSON EUROPEAN MEZZANINE FUND II

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 22nd November 1994

*K R Davies*

Assistant Registrar of Limited Partnerships



C O M P A N I E S H O U S E

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# 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)

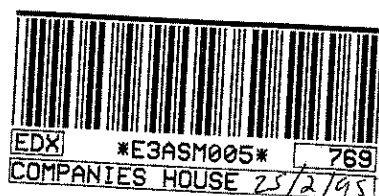
Registration No LP4752

Name of firm or partnership **KLEINWORT BENSON EUROPEAN MEZZANINE FUND II**

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

(Please see notes overleaf)

a. The firm's name  <b>Kleinwort Benson European Mezzanine Fund II</b>  Previous Name	<b>KBEMF II LP</b>  New Name
b. General nature of the business  Business previously carried on <b>NIL</b>	Business now carried on  <b>NIL</b>
c. Principal place of business  Previous place of business <b>NIL</b>	New place of business  <b>NIL</b>
d. Change in the partners or the name of a partner (see Note 1)  <b>With effect from 22 February 1995, the Partnership was terminated and all partners ceased to be partners.</b>	
e. Term or character of the firm (see Note 2)  <b>8 years from admission of first investors</b>  Previous term	New term  <b>Terminated with effect from 22 February 1995</b>
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).  <b>On 22 February 1995, the Partnership was terminated, all subscriptions for capital contributions were cancelled and any amounts actually contributed became immediately repayable.</b>	
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa  <b>NIL</b>	



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)

Signature of firm *GJB Howe*  
 Director  
 For and on behalf of KBEMF(GP) Limited  
 in its capacity as General Partner of the firm  
 Presented by: S J Berwin & Co  
 222 Grays Inn Road  
 London WC1X 8HB

Date 23 February 1995

Presentor's reference: 229/K7481.1

#### NOTES

- Changes brought about by death, by transfer of interest, by increase in the number of partners, or by change of name of any partner, must be notified here.
- 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.
- Any variation in the sum contributed by any limited partner must be stated at f. 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.
- 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.
- The statement must be signed at the end by the firm, and delivered for registrar within seven days of the changes taking place.

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP  
ON CHANGE OF NAME**

No. LP4752

I hereby certify that the firm

KLEINWORT BENSON EUROPEAN MEZZANINE FUND II

having lodged a statement of particulars pursuant to section 9 of the Limited Partnerships Act, 1907, is this day registered under the name of

KBEMF II LP

Given at Companies House, Cardiff, the 3rd March 1995

*K R Davies*

Assistant Registrar of Limited Partnerships



**C O M P A N I E S H O U S E**