

(Registration fee £2)

LP 10583

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

OTC,

(Pursuant to section 8 of the Limited Partnerships Act 1907)

Candover 2005 Fund UK No. 1 Limited Partnership

Name of firm or 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 the business of an investor and in particular but without limitation to identify, research, negotiate, make and monitor the progress of and sell investments.

The principal place of business
20 Old Bailey, London EC4M 7LN

The term for which the partnership is entered into
10 years from commencement

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

N/A

Date of commencement 12 July 2005

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

General Partner

Candover 2005 Fund Scottish General Partner L.P.

50 Lothian Road

Festival Square

Edinburgh

EH3 9WJ

Limited Partner

Candover 2005 Fund Carried Interest L.P.

50 Lothian Road

Festival Square

Edinburgh EH3 9WJ

Amounts Contributed (i)

€100

12 457504



PUB
COMPANIES HOUSE

0366
12/07/05

TOTAL

€100

Signatures of all the partners

Please see attached schedule

Date

11 July 2005

Presented by:

S J Berwin LLP

222 Grays Inn Road, London WC1X 8XF

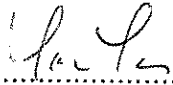
Presenter's reference 356041.1/raes

Notes

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

SCHEDULE TO LIMITED PARTNERSHIPS FORM LP5

Candover 2005 Fund Scottish General Partner L.P.
acting by its general partner
Candover 2005 Fund Limited



.....

Candover 2005 Fund Carried Interest L.P.
acting by its general partner
Candover 2005 Fund Scotland Limited



.....

FILE COPY



**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP10583

I hereby certify that the firm

CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP

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 12th July 2005



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

Limited Partnerships 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 LP10583

Name of firm or partnership

CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP

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

(Please see notes overleaf)

a. The firm's name			
Previous Name	NIL	New Name	NIL
b. General nature of the business			
Business previously carried on		Business now carried on	
NIL		NIL	
c. Principal place of business			
Previous place of business		New place of business	
20 Old Bailey, London, EC4M 7LN		Trafalgar Court, Les Banques, St Peter Port, Guernsey, Channel Islands GY1 3QL	
d. Change in the partners or the name of a partner (see Note 1)			
NIL			
e. Term of character of the firm (see Note 2)			
Previous term		New term	
NIL		NIL	
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).			
NIL			
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa			
NIL			



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)
NIL		

Signature of firm 

Date 4 August 2005.

Candover 2005 Fund (Guernsey) Limited
as general partner of
Candover 2005 Fund Scottish General Partner L.P.
as general partner of
Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: SJ Berwin LLP
222 Grays Inn Road, London WC1X 8XF

Presentor's reference:
NACD

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

Limited Partnerships 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: **LP10583**

Name of firm or partnership: **Candover 2005 Fund UK No. 1 Limited Partnership (the "Partnership")**

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

(Please see notes overleaf)

<p>a. The firm's name</p> <p>Previous Name Nil</p>	<p>New Name Nil</p>
<p>b. General nature of the business</p> <p>Business previously carried on Nil</p>	<p>Business now carried on Nil</p>
<p>c. Principal place of business</p> <p>Previous place of business Nil</p>	<p>New place of business Nil</p>
<p>d. Change in the partners or the name of a partner (see Note 1)</p> <p>On 15 August 2005 Candover Investments plc was admitted as a limited partner in the Partnership with a capital contribution of €929.</p> <p>On 16 August 2005 each of Tameside MBC RE Greater Manchester Pension Fund; Civil Service Insurance Fund Canton Zürich; Lancashire County Pension Fund; NORDCAPITAL Private Equity Fonds V (funf) GmbH & Co. KG; The City of Zürich Pension Fund; The Rt.Hon. The Lord Moore of Lower Marsh, Michael Bernard Riley, Terence David Stock, Roger Tomlinson, Stephen Philip Barendt, Craig Hartley Ferguson Gibson, Michael Anthony Hanson, Mark Stuart Tittley, Frank Raymond Bazeley, James Bell, Nicholas John Corby, Kenneth Ernest Rigby, Christopher Keith Beale and Anthony Robert Eley as Trustees of The Rolls-Royce Pension Fund; Capital Dynamics European Private Equity 2003, L.P.; HSBC Partners Group Global Private Equity; Partners Group Investment PCC Limited - WIN Alt Cell; Flintshire County Council; Credit Suisse Anlagestiftung; and College Green Corp., were admitted as limited partners in the Partnership with a capital contribution as set out alongside their name in (h) below.</p>	
<p>e. Term of character of the firm (see Note 2)</p> <p>Previous term</p> <p>10 years from commencement.</p>	<p>New term</p> <p>The Partnership will expire 10 years from 16 August 2005, extendable for a period of up to two years.</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).

On 15 August 2005, Candover Investments plc made a capital contribution to the Partnership of €929.

On 15 August 2005, Candover 2005 Fund Carried Interest L.P. increased its capital contribution in the Partnership by €21,946.

On 16 August 2005, Tameside MBC RE Greater Manchester Pension Fund; Civil Service Insurance Fund Canton Zürich; Lancashire County Pension Fund; NORDCAPITAL Private Equity Fonds V (funf) GmbH & Co. KG; The City of Zürich Pension Fund; The Rt.Hon. The Lord Moore of Lower Marsh, Michael Bernard Riley, Terence David Stock, Roger Tomlinson, Stephen Philip Barendt, Craig Hartley Ferguson Gibson, Michael Anthony Hanson, Mark Stuart Tittley, Frank Raymond Bazeley, James Bell, Nicholas John Corby, Kenneth Ernest Rigby, Christopher Keith Beale and Anthony Robert Eley as Trustees of The Rolls-Royce Pension Fund; Capital Dynamics European Private Equity 2003, L.P.; HSBC Partners Group Global Private Equity; Partners Group Investment PCC Limited - WIN Alt Cell; Flintshire County Council; Credit Suisse Anlagestiftung; and College Green Corp. made capital contributions to the Partnership as set out in (h) below.

- g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa

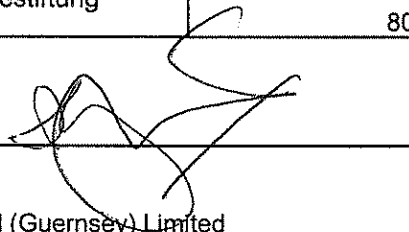
Nil

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) (€)
Candover 2005 Fund Carried Interest L.P.	21,946	22,046
Candover Investments plc	929	929
Tameside MBC RE Greater Manchester Pension Fund	4,400	4,400
Civil Service Insurance Fund Canton Zürich	3,000	3,000
Lancashire County Pension Fund	3,000	3,000
NORDCAPITAL Private Equity Fonds V (funf) GmbH & Co. KG	2,000	2,000
The City of Zürich Pension Fund	2,000	2,000

The Rt.Hon. The Lord Moore of Lower Marsh, Michael Bernard Riley, Terence David Stock, Roger Tomlinson, Stephen Philip Barendt, Craig Hartley Ferguson Gibson, Michael Anthony Hanson, Mark Stuart Tittley, Frank Raymond Bazeley, James Bell, Nicholas John Corby, Kenneth Ernest Rigby, Christopher Keith Beale and Anthony Robert Eley as Trustees of The Rolls-Royce Pension Fund	2,000	2,000
Capital Dynamics European Private Equity 2003, L.P.	600	600
HSBC Partners Group Global Private Equity	500	500
Partners Group Investment PCC Limited - WIN Alt Cell	500	500
Flintshire County Council	2,000	2,000
College Green Corp.	400	400
Credit Suisse Anlagestiftung	800	800

Signature of firm



Date

16 Aug 2005

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: SJ Berwin LLP

222 Grays Inn Road, London WC1X 8XF

Presentor's reference:

NACD

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Limited Partnerships 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: **LP10583**

Name of firm or partnership: **Candover 2005 Fund UK No. 1 Limited Partnership (the "Partnership")**

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

(Please see notes overleaf)

a. The firm's name	
Previous Name	New Name
Nil	Nil
b. General nature of the business	
Business previously carried on	Business now carried on
Nil	Nil
c. Principal place of business	
Previous place of business	New place of business
Nil	Nil
d. Change in the partners or the name of a partner (see Note 1)	
On 31 August 2005 Bank of England Pension Fund was admitted as a limited partner in the Partnership with a capital contribution of €2,000.	
On 31 August 2005 CPIW S.A. was admitted as a limited partner in the Partnership with a capital contribution of €6,500.	
e. Term of character of the firm (see Note 2)	
Previous term	New term
Nil	Nil
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).	
On 31 August 2005 Bank of England Pension Fund made a capital contribution to the Partnership of €2,000.	
On 31 August 2005 CPIW S.A. made a capital contribution to the Partnership of €6,500.	
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa	
Nil	



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) (€)
Bank of England Pension Fund	2,000	2,000
CPIW S.A.	6,500	6,500

Signature of firm _____

Date

7/09/05

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish-General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: SJ Berwin LLP

222 Grays Inn Road, London WC1X 8XF

Presentor's reference:

NACD

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.
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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: **LP10583**

Name of firm or partnership: **Candover 2005 Fund UK No. 1 Limited Partnership (the "Partnership")**

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

(Please see notes overleaf)

<p>a. The firm's name</p> <p>Previous Name Nil</p>	<p>New Name Nil</p>
<p>b. General nature of the business</p> <p>Business previously carried on Nil</p>	<p>Business now carried on Nil</p>
<p>c. Principal place of business</p> <p>Previous place of business Nil</p>	<p>New place of business Nil</p>
<p>d. Change in the partners or the name of a partner (see Note 1)</p> <p>On 13 October 2005 each of Havelock Fund Investments Pte Ltd; Predica Assurances de Personnes; Sima Private Equity 4 GmbH & Co. K.G; Wurttembergische Lebensversicherung AG; Wurttembergische Versicherung AG; Graphite Capital Partnership Nominee Ltd; Graphite Enterprise Trust Plc; Nordcapital Private Equity Fonds 6 GmbH & Co. KG; Kedge Capital PE II Holdings Limited; Altamar Capital Privado S.G.E.C.R, S.A.U; CPIW S.A.; B&S 2004 BO GmbH; Elara Vermögensverwaltung GmbH; and Bear Stearns Private Equity Limited were admitted as limited partners in the Partnership with a capital contribution as set out alongside their name in (h) below.</p>	
<p>e. Term of character of the firm (see Note 2)</p> <p>Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</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).

On 13 October 2005, Havelock Fund Investments Pte Ltd.; Predica Assurances de Personnes; Sima Private Equity 4 GmbH & Co. K.G; Wurttembergische Lebensversicherung AG; Wurttembergische Versicherung AG; Graphite Capital Partnership Nominee Ltd; Graphite Enterprise Trust Plc; NORDCAPITAL Private Equity Fonds 6 GmbH & Co. KG; Kedge Capital PE II Holdings Limited; Altamar Capital Privado S.G.E.C.R, S.A.U; CPIW S.A.; B&S 2004 BO GmbH; Elara Vermögensverwaltung GmbH; Bear Stearns Private Equity Limited made capital contributions to the Partnership as set out in (h) below.

- g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa

Nil

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) (€)
Havelock Fund Investments Pte Ltd	20,000	20,000
Predica Assurances de Personnes	6,000	6,000
Sima Private Equity 4 GmbH & Co. K.G.	800	800
Wurttembergische Lebensversicherung AG	2,000	2,000
Wurttembergische Versicherung AG	400	400
Graphite Capital Partnership Nominee Ltd	1,200	1,200
Graphite Enterprise Trust Plc	4,800	4,800
NORDCAPITAL Private Equity Fonds 6 GmbH & Co. K.G	2,000	2,000
Kedge Capital PE II Holdings Ltd	5,000	5,000
Altamar Capital Privado S.G.E.C.R, S.A.U	5,000	5,000

CPIW S.A	3,819.5	3,819.5
B&S 2004 BO GmbH	400	400
Elara Vermögensverwaltung GmbH	800	800
Bear Stearns Private Equity Limited	800	800

Signature of firm

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Date

15/10/05

Presented by: SJ Berwin LLP

222 Grays Inn Road, London WC1X 8XF

Presentor's reference:

AAGC

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.
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- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

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: **LP10583**

Name of firm or partnership: **Candover 2005 Fund UK No. 1 Limited Partnership (the "Partnership")**

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

(Please see notes overleaf)

a. The firm's name			
Previous Name	Nil	New Name	Nil
b. General nature of the business			
Business previously carried on	Nil	Business now carried on	Nil
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 2 November 2005 Alpinvest Partners Fund of Funds Custodian IIA BV was admitted as a limited partner in the Partnership with a capital contribution of €450.			
e. Term of character of the firm (see Note 2)			
Previous term	Nil	New term	Nil
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).			
On 2 November 2005 Alpinvest Partners Fund of Funds Custodian IIA BV made a contribution to the Partnership of €450.			
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa			
Nil			

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) (€)
AlpInvest Partners Fund of Funds Custodian IIA BV	450	450

Signature of firm

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Date

4/11/05

Presented by: SJ Berwin LLP
222 Grays Inn Road, London WC1X 8XF

Presentor's reference:
AAGC

NOTES

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

(Please see notes overleaf)

a. The firm's name	
Previous Name Nil	New Name Nil
b. General nature of the business	
Business previously carried on Nil	Business now carried on Nil
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 10 November 2005, Limpart Holdings Ltd and Caisse des Depots et Consignations were admitted as limited partners in the Partnership with a capital contribution as set out alongside their name in (h) below.	
e. Term of character of the firm (see Note 2)	
Previous term Nil	New term Nil
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).	
On 10 November 2005, Limpart Holdings Ltd and Caisse des Depots et Consignations made capital contributions to the Partnership as set out in (h) below.	
On 9 November 2005 Candover 2005 Fund Carried Interest L.P. and Candover Investments Plc increased their capital contributions in the Partnership as set out in (h) below.	



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) (€)
The Royal Bank of Scotland plc	7,000	7,000

Signature of firm

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Date

17/11/05

Presented by: SJ Berwin LLP

222 Grays Inn Road, London WC1X 8XF

Presentor's reference:

AAGC

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e. Term of character of the firm (see Note 2)			
Previous term		New term	
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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).			
On 10 November 2005, Limpart Holdings Ltd and Caisse des Depots et Consignations made capital contributions to the Partnership as set out in (h) below.			
On 9 November 2005 Candover 2005 Fund Carried Interest L.P. and Candover Investments Plc increased their capital contributions in the Partnership as set out in (h) below.			



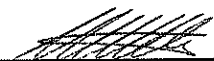
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa

Nil

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) (€)
Limpart Holdings Ltd	10,000	10,000
Caisse des Depots et Consignations	1,500	1,500
Candover 2005 Fund Carried Interest L.P.	829.64	22,875.64
Candover Investments Plc	1,612.74	2,541.74

Signature of firm



Date 15 November 2005

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: **SJ Berwin LLP**

222 Grays Inn Road, London WC1X 8XF

Presentor's reference:

AAGC

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- 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.

5. The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

LP6

Limited Partnerships 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: **LP10583**

Name of firm or partnership: **Candover 2005 Fund UK No. 1 Limited Partnership (the "Partnership")**

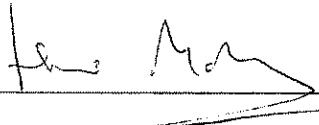
Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a. The firm's name	
Previous Name	Nil
New Name	Nil
b. General nature of the business	
Business previously carried on	Nil
Business now carried on	Nil
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 15 November 2005, The Royal Bank of Scotland plc was admitted as a limited partner in the Partnership with a capital contribution of €7,000.	
e. Term of character of the firm (see Note 2)	
Previous term	New term
Nil	Nil
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).	
On 15 November 2005, The Royal Bank of Scotland plc made a capital contribution to the Partnership as set out in (h) below.	
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa	
Nil	



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 firms 

Date _____

Presented by:

Presentor's reference:

NOTES

- 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.
- 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. 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.
- 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 registration within seven days of the changes taking place.

Limited Partnerships 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: **LP010583**

Name of firm or partnership: **Candover 2005 Fund UK No. 1 Limited Partnership (the "Partnership")**

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

(Please see notes overleaf)

a. The firm's name	
Previous Name Nil	New Name Nil
b. General nature of the business	
Business previously carried on Nil	Business now carried on Nil
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 <u>9 March 2006</u> , Kedge Capital PE II Holdings Limited, a limited partner in the Partnership, transferred 100% of its interest in the Partnership to Kedge Capital General Partner PE II Ltd in the amount set out in section (f) below and on <u>9 March 2006</u> , Kedge Capital General Partner PE II Ltd became a limited partner in the Partnership and Kedge Capital PE II Holdings Limited ceased to be a limited partner in the Partnership.	
e. Term of character of the firm (see Note 2)	
Previous term Nil	New term Nil
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). On <u>9 March 2006</u> , Kedge Capital PE II Holdings Limited transferred 100% of its capital contribution in the Partnership (represented by a capital contribution of €5000) to Kedge Capital General Partner PE II Ltd.	

TUESDAY***AUY6QNTE***

A45

13/03/2007

480

COMPANIES HOUSE

g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa Nil		
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) (€)
Nil	Nil	Nil

Signature of firm

Date

9 March 2007

For and on behalf of

Candover 2005 Fund (Guernsey) Limited

as general partner of

Candover 2005 Fund Scottish General Partner L.P.

as general partner of

Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: SJ Berwin LLP

10 Queen Street Place, London EC4R 1BE

Presenter's reference:

AAMB

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 registration within seven days of the changes taking place.

LP6

Limited Partnership Act 1907

CHFP025

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. LP 010583


Name of firm or partnership CANDOVER 2005 FUND UK NO.1 LIMITED PARTNERSHIP

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

(Please see notes overleaf)

a.	The firms name	Previous Name	New name
	NIL		NIL
b.	General nature of the business	Business previously carried on	Business now carried on
	NIL		NIL
c.	Principal place of business	Previous place of business	New place of business
	NIL		NIL
d.	Change in the partners or the name of a partner (see Note 1) PLEASE SEE ATTACHED SCHEDULE		
e.	Term of character of the partnership (see Note 2)	Previous term	New term
	NIL		NIL
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).		
	NIL		
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.		
	NIL		

MONDAY



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COMPANIES HOUSE

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)
NO CHANGE		

Signature of firms

FOR AND ON BEHALF OF CANNONVIEW
PARTNERS LIMITED AS GENERAL
PARTNER

Date 23 April 2007

Presented by: Clifford Chance LLP
10 Upper Bank Street
London
E14 5JJ

Presentor's reference:

NOTES

149120 Canary Wharf 3

- 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.
- 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. 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.
- 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 registration within seven days of the changes taking place.

Schedule to Form LP6

CANDOVER 2005 FUND UK NO.1 LIMITED PARTNERSHIP (Reg. No. LP 010583)

d. Change in the partners or the name of a partner

Lancashire County Pension Fund has changed its name to Lancashire County Council as administering authority of the Lancashire County Pension Fund.

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.

LP6

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. LP10583

Name of firm or partnership: **CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP** (the "Partnership")

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

(Please see notes overleaf)

a. The firm's name Previous Name NIL	New Name NIL
b. General nature of the business Business previously carried on NIL	Business now carried on NIL
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 <u>22 May</u> 2008, Bank of England Pension Fund transferred (i) 50 per cent of its interest in the Partnership, including €1,000 of its capital contribution, to Partners Group Secondary 2006, L.P.; (ii) 40 per cent of its interest in the Partnership, including €800 of its capital contribution to Partners Group Access Secondary 2008, L.P.; and (iii) 10 per cent of its interest in the Partnership, including €200 of its capital contribution to Partners Group Access 80 L.P., and consequently, on that date, Partners Group Secondary 2006, L.P., Partners Group Access Secondary 2008, L.P. and Partners Group Access 80 L.P. became limited partners in the Partnership with capital contributions of €1,000, €800 and €200 respectively, and Bank of England Pension Fund ceased to be a partner in the Partnership.	
e. Term or character of the partnership (see note 2) Previous term NIL	New term NIL

FRIDAY



A01 30/05/2008 314
COMPANIES HOUSE

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).

On 22 May 2008, Bank of England Pension Fund transferred (i) 50 per cent of its interest in the Partnership, including €1,000 of its capital contribution, to Partners Group Secondary 2006, L.P.; (ii) 40 per cent of its interest in the Partnership, including €800 of its capital contribution to Partners Group Access Secondary 2008, L.P.; and (iii) 10 per cent of its interest in the Partnership, including €200 of its capital contribution to Partners Group Access 80 L.P., and consequently, on that date, Partners Group Secondary 2006, L.P., Partners Group Access Secondary 2008, L.P. and Partners Group Access 80 L.P. became limited partners in the Partnership with capital contributions of €1,000, €800 and €200 respectively, and Bank of England Pension Fund ceased to be a partner in the Partnership.

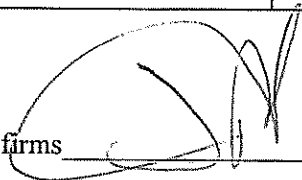
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa

NIL

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 firms



Date 22 MAY 2008

Signed on behalf of
Candover 2005 Fund (Guernsey) Limited
as general partner of
Candover 2005 Fund Scottish General Partner L.P.
as general partner of
Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: Kirkland & Ellis International LLP
30 St. Mary Axe
London
EC3A 8AF

Presentor's reference: 41956-4/aconroy

Limited Partnership Act 1907

CHWP000

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. LP010583

Name of firm or partnership CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP

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

(Please see notes overleaf)

a.	The firms name Previous Name	New name
b.	General nature of the business Business previously carried on	Business now carried on
c.	Principal place of business Previous place of business	New place of business
d.	Change in the partners or the name of a partner (see Note 1) Notification of correction of name of member: Kedge Capital General Partner PE II Limited as general partner of Kedge Capital Private Equity II LP. This Form LP6 replaces the form signed on 9 March 2007.	
e.	Term of character of the partnership (see Note 2) Previous term	New term
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).	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.	

(02/00)

WEDNESDAY



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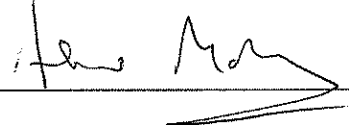
A74

21/01/2009

223

COMPANIES HOUSE

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 firms  _____

Date _____

Presented by:

Presenter's reference:

NOTES

- 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.
- 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. 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.
- 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 registration within seven days of the changes taking place.



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 COMPANIES HOUSE

51

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. LP10583


Name of firm or partnership: **CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP** (the "Partnership")

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

(Please see notes overleaf)

a. The firm's name Previous Name NIL	New Name NIL
b. General nature of the business Business previously carried on NIL	Business now carried on NIL
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 June 2009, Civil Service Insurance Fund Canton Zürich transferred 100 per cent of its interest in the Partnership, including its capital contribution of €3,000, to BVK PE Transfer LLC and, immediately following such transfer, BVK PE Transfer LLC transferred 100 per cent of its interest in the Partnership, including its capital contribution of €3,000, to BVK Global Private Equity L.P.. Consequently, on that date, BVK PE Transfer LLC became a limited partner in the Partnership with a capital contribution of €3,000, and Civil Service Insurance Fund Canton Zürich ceased to be a partner in the Partnership and, immediately afterwards, BVK Global Private Equity L.P. became a limited partner in the Partnership with a capital contribution of €3,000, and BVK PE Transfer LLC ceased to be a partner in the Partnership.	
e. Term or character of the partnership (see note 2) Previous term NIL	New term NIL
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). On 30 June 2009, Civil Service Insurance Fund Canton Zürich transferred 100 per cent of its interest in the Partnership, including its capital contribution of €3,000, to BVK PE Transfer LLC and, immediately following such transfer, BVK PE Transfer LLC transferred 100 per cent of its interest in the Partnership, including its capital contribution of €3,000, to BVK Global Private Equity L.P.. Consequently, on that date, BVK PE Transfer LLC became a limited partner in the Partnership with a capital contribution of €3,000, and Civil Service Insurance Fund Canton Zürich ceased to be a partner in the Partnership and, immediately afterwards, BVK Global Private Equity L.P. became a limited partner in the Partnership with a capital contribution of €3,000, and BVK PE Transfer LLC ceased to be a partner in the Partnership.	

g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa		
NIL		
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 firms 

Date 30 June 2009

Signed on behalf of
Candover 2005 Fund (Guernsey) Limited
as general partner of
Candover 2005 Fund Scottish General Partner L.P.
as general partner of
Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: Kirkland & Ellis International LLP
30 St. Mary Axe
London
EC3A 8AF

Presentor's reference: 41956-4/aconroy

NOTES

- 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.
- 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. 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.
- 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 registration within seven days of the changes taking place.

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. LP10583

Name of firm or partnership: CANDOVER 2005 FUND US NO. 1 LIMITED PARTNERSHIP (the "Partnership")

Notice is hereby given that the changes specified below have occurred in this limited partnership:
(Please see notes overleaf)

a. The firm's name Previous Name NIL	New Name NIL
b. General nature of the business Business previously carried on NIL	Business now carried on NIL
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 4 May 2009, Lehman Crossroads Series XVII Master Holding Fund 46, LP, a limited partner in the Partnership, changed its name to NB Crossroads Fund XVII - MHF 46 LB LP.	
e. Term or character of the partnership (see note 2) Previous term NIL	New term NIL
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). NIL	
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa NIL	



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10/07/2009

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COMPANIES HOUSE

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. LP10583

Name of firm or partnership: **CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP** (the "Partnership")

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

(Please see notes overleaf)

a. The firm's name Previous Name NIL	New Name NIL
b. General nature of the business Business previously carried on NIL	Business now carried on NIL
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 4 January 2010, HSBC Partners Group Global Private Equity transferred 100 per cent of its interest in the Partnership, including its capital contribution of €500, to Win 6, L.P., Series IV - 07, and consequently, on that date, Win 6, L.P., Series IV - 07 became a limited partner in the Partnership with a capital contribution of €500, and HSBC Partners Group Global Private Equity ceased to be a partner in the Partnership.	
e. Term or character of the partnership (see note 2) Previous term NIL	New term NIL
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). On 4 January 2010, HSBC Partners Group Global Private Equity transferred 100 per cent of its interest in the Partnership, including its capital contribution of €500, to Win 6, L.P., Series IV - 07, and consequently, on that date, Win 6, L.P., Series IV - 07 became a limited partner in the Partnership with a capital contribution of €500, and HSBC Partners Group Global Private Equity ceased to be a partner in the Partnership.	

TUESDAY



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COMPANIES HOUSE

g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa		
NIL		
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 firms



Date 4 January 2010

Signed on behalf of
Candover 2005 Fund (Guernsey) Limited
as general partner of
Candover 2005 Fund Scottish General Partner L.P.
as general partner of
Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: Kirkland & Ellis International LLP
30 St. Mary Axe
London
EC3A 8AF

Presentor's reference: 41956-4/pkurek

NOTES

- 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.
- 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. 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.
- 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 registration within seven days of the changes taking place.

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)

Registration No. LP010583

Name of firm or partnership: **CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP** (the "Partnership")

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

(Please see notes overleaf)

a. The firm's name Previous Name NIL	New Name NIL
b. General nature of the business Business previously carried on NIL	Business now carried on NIL
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 6 AUGUST 2010, The Royal Bank of Scotland plc transferred (i) 2.5 per cent of its interest in the Partnership, including its capital contribution of €175, to AlpInvest Partners 2008 B.V., and (ii) 97.5 per cent of its interest in the Partnership, including its capital contribution of €6,825, to AlpInvest Partners 2009 B.V., and consequently, on that date, AlpInvest Partners 2008 B.V. and AlpInvest Partners 2009 B.V. became limited partners in the Partnership with capital contributions of €175 and €6,825 respectively, and The Royal Bank of Scotland plc ceased to be a partner in the Partnership.	
e. Term or character of the partnership (see note 2) Previous term NIL	New term NIL
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). On 6 August 2010, The Royal Bank of Scotland plc transferred (i) 2.5 per cent of its interest in the Partnership, including its capital contribution of €175, to AlpInvest Partners 2008 B.V., and (ii) 97.5 per cent of its interest in the Partnership, including its capital contribution of €6,825, to AlpInvest Partners 2009 B.V., and consequently, on that date, AlpInvest Partners 2008 B.V. and AlpInvest Partners 2009 B.V. became limited partners in the Partnership with capital contributions of €175 and €6,825 respectively, and The Royal Bank of Scotland plc ceased to be a partner in the Partnership.	



g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa

NIL

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 firms



Date

5.8.2010

Signed on behalf of
Candover 2005 Fund (Guernsey) Limited
as general partner of
Candover 2005 Fund Scottish General Partner L.P.
as general partner of
Candover 2005 Fund UK No. 1 Limited Partnership

Presented by: Kirkland & Ellis International LLP
30 St. Mary Axe
London
EC3A 8AF

Presentor's reference: 41956-4/aconroy

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.

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)

Registration No. LP010583

Name of firm or partnership: **CANDOVER 2005 FUND UK NO. 1 LIMITED PARTNERSHIP** (the "Partnership")

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

(Please see notes overleaf)

a. The firm's name Previous Name NIL	New Name NIL
b. General nature of the business Business previously carried on NIL	Business now carried on NIL
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 <u>8 OCTOBER</u> 2010, AlpInvest Partners 2008 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners CS Investments 2008 C.V. transferred 100 per cent of its interest in the Partnership, including its capital contribution of €175, to Pantheon Europe Fund VI, L.P., and AlpInvest Partners 2009 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners Secondary Investments 2009 C.V. transferred 100 per cent of its interest in the Partnership, including its capital contribution of €6,825, to Pantheon Europe Fund VI, L.P.], and consequently, on that date, Pantheon Europe Fund VI, L.P. became a limited partner in the Partnership with a capital contribution of €7,000, and both AlpInvest Partners 2008 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners CS Investments 2008 C.V. and AlpInvest Partners 2009 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners Secondary Investments 2009 C.V. ceased to be partners in the Partnership.	
e. Term or character of the partnership (see note 2) Previous term NIL	New term NIL

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- 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).

On 08 OCTOBER 2010, AlpInvest Partners 2008 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners CS Investments 2008 C.V. transferred 100 per cent of its interest in the Partnership, including its capital contribution of €175, to ~~AlpInvest Partners 2008 B.V.~~ Pantheon Europe Fund VI, L.P., and AlpInvest Partners 2009 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners Secondary Investments 2009 C.V. transferred 100 per cent of its interest in the Partnership, including its capital contribution of €6,825, to ~~AlpInvest Partners 2009 B.V.~~ Pantheon Europe Fund VI, L.P., and consequently, on that date, ~~AlpInvest Partners 2008 B.V.~~ Pantheon Europe Fund VI, L.P. became a limited partner in the Partnership with a capital contribution of €7,000, and both AlpInvest Partners 2008 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners CS Investments 2008 C.V. and AlpInvest Partners 2009 B.V., acting in its capacity as general partner for and on behalf of AlpInvest Partners Secondary Investments 2009 C.V. ceased to be partners in the Partnership.

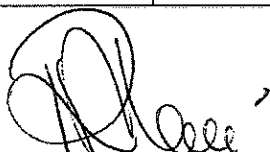
- g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa

NIL

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 firms



Date 08 OCTOBER 2010

Signed on behalf of
Candover 2005 Fund (Guernsey) Limited
as general partner of
Candover 2005 Fund Scottish General Partner L.P.
as general partner of
Candover 2005 Fund UK No. 1 Limited Partnership