

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)

Registration No. LP014419

Name of firm AAC CAPITAL III LP

TUESDAY



LD5

L7DGJU75

17/05/2011

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COMPANIES HOUSE

The changes specified below have been made or have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firm name	Previous Name	New name
	AAC CAPITAL III LP		AAC CAPITAL UK FUND III LP
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)		
	NIL		
e.	Term or 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)).		
	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 = 16 / 05 / 2011

For and on behalf of AAC Capital Partners Limited,
manager of AAC Capital III LP

Presented by:

Presenter's reference: 0000820 -- 00001

O'Melveny & Myers LLP

Warwick Court

NOTES

5 Paternoster Square

London EC4M 7DX

- 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. 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 sent by post or delivered to the Registrar of Companies for registration within seven days of the changes taking place.



FILE COPY

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

Company No. LP14419

I hereby certify that the firm

AAC CAPITAL III LP

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

AAC CAPITAL UK FUND III LP

Given at Companies House on 18th May 2011

Assistant Registrar of Limited Partnerships



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)

Registration No.: LP014419

Name of firm or partnership: **AAC Capital III LP**

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 16 May 2011, each of the entities listed in paragraph (h) overleaf were admitted as limited partners to AAC Capital III LP (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 16 May 2011, each of the entities listed in paragraph (h) overleaf contributed the amounts set opposite their name in paragraph (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.		
NIL		

TUESDAY



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LD5

17/05/2011

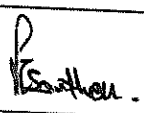
COMPANIES HOUSE

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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)
European Mid-Market Secondary Fund I	£54.00	£54.00
Access Capital Fund V LP Growth Buy Out Europe	£236.00	£236.00

Signature of firm


For and on behalf of
AAC Capital Partners Limited
acting in its capacity as manager of
AAC Capital III LP

Date 16/5/11

Presented by:

O'Melveny & Myers LLP
Warwick Court
5 Paternoster Square
London EC4M 7DX

Presenter's reference: 0000820-001

NOTES

1. 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.
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. 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.