

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. LP014930

Name of firm: Beechbrook Mezzanine 2012 L.P.

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

(Please see notes overleaf)

<p>a. The firm name</p> <p>Previous Name</p> <p>Nil</p>	<p>New Name</p> <p>Nil</p>
<p>b. General nature of the business</p> <p>Business previously carried on</p> <p>Nil</p>	<p>Business now carried on</p> <p>Nil</p>
<p>c. Principal place of business</p> <p>Previous place of business</p> <p>Nil</p>	<p>New place of business</p> <p>Nil</p>
<p>d. Change in the partners or the name of a partner (see Note 1)</p> <p>On 30 March 2012, Realdania was admitted as a limited partner in the partnership, with the capital contribution specified in section h below.</p> <p>On 30 March 2012, Ruffer Illiquid Strategies Fund of Funds 2011 Ltd was admitted as a limited partner in the partnership, with the capital contribution specified in section h below.</p> <p>On 30 March 2012, Beechbrook Mezzanine 2012 General Partner Limited transferred its entire interest in the Partnership, including its capital contribution of £20 to Beechbrook Mezzanine 2012 GP LP and consequently, on that date Beechbrook Mezzanine 2012 General Partner Limited ceased to be a limited partner in the Partnership.</p>	
<p>e. Term or character of the partnership (see Note 2)</p> <p>Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</p>

THURSDAY



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12/04/2012

COMPANIES HOUSE

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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)).

On 30 March 2012, Beechbrook Mezzanine 2012 General Partner Limited transferred its entire interest in the Partnership, including its capital contribution of £20 to Beechbrook Mezzanine 2012 GP LP and consequently, on that date Beechbrook Mezzanine 2012 General Partner Limited ceased to be a limited partner in the Partnership.

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

Nil

h. Statement of increase in capital contributions

Names 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)
Realdania	£42.00	£42.00
Ruffer Illiquid Strategies Fund of Funds 2011 Ltd	£ 250	£ 250
Beechbrook Mezzanine 2012 GP LP	£20.00	£20.00

Signature of firm



Signed by STEPHEN P. LINNEY  
On behalf of  
Beechbrook Mezzanine I GP Limited in  
its capacity as general partner of  
Beechbrook Mezzanine 2012 GP LP  
its capacity as general partner of  
Beechbrook Mezzanine 2012 L.P.

Presented by: SJ Berwin LLP  
10 Queen Street Place  
London EC4R 1BE  
DX 255 LONDON

Presenter's reference: B23193.4/Niaa

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