

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 LP15494

Name of firm or partnership **AMP CAPITAL INFRASTRUCTURE DEBT FUND II (EUR), LP** (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 3 November 2014, Gothaer Lebensversicherung AG (a corporation established under the laws of Germany) has been admitted as a limited partner of the Partnership with the capital contribution specified in (h) below. On 3 November 2014, Gothaer Krankenversicherung AG (a corporation established under the laws of Germany) has been admitted as a limited partner of the Partnership with the capital contribution specified in (h) below. On 3 November 2014, Gothaer Pensionskasse AG (a corporation established under the laws of Germany) has been admitted as a limited partner of the Partnership with the capital contribution specified in (h) below | |
| 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) | | |
|---|---|---|
| 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) |
| Gothaer Lebensversicherung AG | €600 | €600 |
| Gothaer Krankenversicherung AG | €300 | €300 |
| Gothaer Pensionskasse AG | €100 | €100 |
| TOTAL | €1,000 | €1,000 |

Signature of firm


Signed by WIM RITS
AMP Capital Investors (IDF II GP) S à r l
As general partner of
AMP Capital Infrastructure Debt Fund II (EUR), LP

Date 3 NOVEMBER 2014

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

Presenter's reference

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