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05/11/2015

#194

COMPANIES HOUSE

2/17  
**LP5**

**LIMITED PARTNERSHIPS ACT 1907**

**Application for Registration of a Limited Partnership**

(In accordance with section 8 of the Limited Partnerships Act 1907)

Name of firm or partnership ① Foresight Regional Investment LP (the "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, realise, exchange or distribute investments which shall include but shall not be limited to the purchase, subscription, acquisition, sale and disposal of shares, debentures, convertible loan stock and other securities, and the making of loans whether secured or unsecured to such companies in connection with equity or equity related investments. The main purpose of the Partnership shall be to invest in unquoted shares and other securities

The principal place of business

The Shard, 32 London Bridge Street, London, SE1 9SG

The term, if any, for which the limited partnership is to be entered into

The death, bankruptcy, insolvency, dissolution, liquidation, withdrawal, expulsion or removal of a Limited Partner shall not operate to terminate the Partnership, and the estate or trustee in bankruptcy or receiver or liquidator of a deceased, bankrupt, insolvent, dissolved, expelled or removed Limited Partner shall not have the right to withdraw such Limited Partner's Capital Contribution or require repayment of such Limited Partner's Advance Contribution prior to the liquidation of the Partnership. Subject to the Partnership shall terminate on the earlier of the tenth anniversary of the Final Closing Date (or such earlier date upon which all of its Investments have been realised or written off) and the happening of any of the following events:


- (a) the bankruptcy, insolvency, dissolution, commencement of liquidation proceedings, resignation, withdrawal or expulsion of the General Partner and/or the Manager pursuant to the Partnership Agreement, in which event the Partnership shall terminate automatically and without notice, unless the Limited Partners elect a replacement General Partner and/or the Manager in accordance with the Partnership Agreement or, in the case of the resignation or withdrawal of the General Partner and/or Manager, the General Partner and/or Manager is replaced at the same time with an Affiliate of the General Partner or of the Manager (as appropriate)
- (b) the agreement of the Manager, the General Partner, the Carried Interest Partner and the Fund Investors by a Special Consent to such termination; or
- (c) notice served by the Manager on the Limited Partners following any change or proposed change in law or regulation as a result of which, in the reasonable opinion of the Manager, the continuation of the Partnership becomes unlawful, impractical or inadvisable

Please give the name and signatures of each general partner

Names

**GARY FRASER**

Signatures

Foresight Regional Investment General Partner LLP		as director for and on behalf of Foresight Company 1 Limited, as a member of Foresight Regional Investment General Partner LLP
Please give the name, amount contributed and signature of each limited partner		
Names	Amount contributed ①	Signatures
Foresight Regional Investment Founder Partner LP	£1.00	 as director for and on behalf of Foresight Company 1 Limited, as member of Foresight Regional Investment General Partner LLP, as general partner of Foresight Regional Investment Founder Partner LP

- ① This must include the appropriate name ending
- ② This begins with the date of registration
- ③ State the amount contributed by each limited partner, and whether paid in cash, or how otherwise

Please be aware that all information on this form will be available on the public record

When you have completed the form, please send to the Registrar of Companies.

Presented by:  
Osborne Clarke

Presenter's reference:  
MCS/1033905/26870092/HSP

Date: 04/11/2015

## Notes

The address for companies registered in England and Wales or Wales is

The Registrar of Companies  
Companies House  
Crown Way  
Cardiff  
CF14 3UZ

Or, if companies registered in Scotland -

The Registrar of Companies  
Companies House  
Fourth Floor  
Edinburgh Quay 2  
139 Fountainbridge  
Edinburgh  
Scotland  
EH3 9FF



**FILE COPY**

**CERTIFICATE OF REGISTRATION  
OF A  
LIMITED PARTNERSHIP**

Limited Partnership Number **LP17065**

The Registrar of Companies for England & Wales hereby certifies that:

**FORESIGHT REGIONAL INVESTMENT LP**

is this day registered under the 1907 Limited Partnerships Act as a  
Limited Partnership.

Given at Companies House on **9th November 2015**.



**Companies House**



**THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES**