

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

Partnership No. 4295

I hereby certify that the firm

**DRAKKAR SCOTTISH 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, Edinburgh, the 9th July 2001

  
Daine Brooks  
Registrar of Limited Partnerships



**C O M P A N I E S H O U S E**

SL4295

Limited Partnership Act 1907



LP5

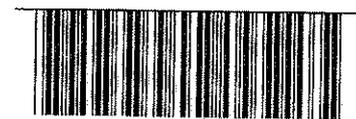
Application for Registration of a Limited Partnership and Statement of particulars and of the amounts contributed (in cash or otherwise) by the Limited Partners.

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

Name of firm or partnership: **DRAKKAR SCOTTISH LIMITED 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 <b>To carry on in Scotland and elsewhere the business of acquiring, holding, managing, investing, realising and dealing in investments in such a manner as the general partner may determine, with a view to producing profits for distribution in accordance with the agreement constituting the Partnership.</b>	
The principal place of business <b>50 Lothian Road Festival Square Edinburgh EH3 9BY</b>	The term, if any, for which the partnership is entered into <b>20 years</b>
If no definite term, the conditions of existence of the partnership <b>N/A</b>	
Date of commencement <b>9 July 2001</b>	
The partnership is limited and the full name and address of each of the partners are as follows:	
General Partners <b>DRAKKAR G.P. LIMITED 50 Lothian Road Festival Square Edinburgh EH3 9BY</b>	
Limited partners <b>RAFFERTY 1 LIMITED 18 Grenville Street St Helier Jersey JE4 8PX</b>	Amounts Contributed (1)
	<b>£1</b>
<b>TOTAL</b>	<b>£1</b>
Signature of all the partners <b>John Campbell Rafferty as attorney for and on behalf of DRAKKAR G.P. LIMITED Christopher Scott as attorney for and on behalf of RAFFERTY 1 LIMITED</b>	
	<i>John C. Rafferty</i> <i>Christopher Scott</i>
	Date <b>9 July 2001</b>
Presented by: <b>Burness 50 Lothian Road Festival Square Edinburgh EH3 9WJ</b>	Presentor's reference: <b>SMM/AHS/C2953</b>
<b>Notes</b> (i) State amount contributed by each limited partner, and whether paid in c	



SCT SMMKZ27S 0662  
COMPANIES HOUSE 09/07/01

UK CORPORATE

This power of attorney is made the 9th day of July 2001 by Drakkar G.P. Limited

We, Drakkar G.P. Limited, registered number SC219881, having our registered office at 50 Lothian Road, Festival Square, Edinburgh EH3 9BY hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement substantially in the form approved by us and any other documents that are required to be executed by us as approved by us in connection with the Scottish limited partnership to be known as Drakkar Scottish Limited Partnership;
- (b) to execute a replacement partnership agreement in the form approved by us in order to admit Aventis S.A., Aventis Animal Nutrition S.A. and Drakkar Holdings S.A (or such other partners as may be agreed by us) to Drakkar Scottish Limited Partnership; and
- (c) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the bona fide exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at London on the 9th day of July, 2001 as follows:-

For and on behalf of

DRAKKAR G.P. LIMITED

by

Robin Dummett Director

ROBIN DUMMETT

and

Anthony Fobel Director/Secretary

ANTHONY FOBEL

UK CORPORATE

This power of attorney is made the 4<sup>th</sup> day of July 2001 by Rafferty 1 Limited

We, Rafferty 1 Limited, a company registered in Jersey (registered number 80286), having our registered office at 18 Grenville Street, St Helier, Jersey JE4 8PX hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnership to be known as Drakkar Scottish Limited Partnership (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- (b) to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph (a) above;
- (c) to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnership; and
- (d) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the bona fide exercise by him of his power pursuant to this power of attorney. Provided that this power of attorney shall be irrevocable until 31 December 2001 whereupon it shall automatically expire: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at St. Helier, Jersey on the 4<sup>th</sup> day of July 2001 as follows:-

For and on behalf of

RAFFERTY 1 LIMITED

by

Julia Chapman Director

JULIA CHAPMAN

and

Rupert Walker Director/Secretary

RUPERT WALKER

# 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 and section 47 of the Finance Act 1973)

Registration No.: SL4295

Name of firm or partnership: **DRAKKAR SCOTTISH LIMITED PARTNERSHIP ("the Partnership")**

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

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)  <b>The partners of the Partnership have unanimously agreed in writing that the Partnership shall be dissolved with effect from midnight on 23 November 2007.</b>	
e. Term of 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	

MONDAY



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 24/12/2007  
 COMPANIES HOUSE  
 1359



# 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 and section 47 of the Finance Act 1973)

Registration No.: SL4295

Name of firm or partnership: **DRAKKAR SCOTTISH LIMITED PARTNERSHIP**

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

a. The firm's name <b>Nil</b> Previous Name	New name
b. General nature of the business <b>See Paper Apart 1</b> Business previously carried on	Business now carried on
c. Principal place of business Previous place of business <b>Nil</b>	New place of business
d. Change in the partners or the name of a partner (see Note 1) <b>Aventis Animal Nutrition S.A. has been assumed as a limited partner.</b>	
e. Term of character of the partnership (see Note 2)  Previous term <b>20 years</b>	New term <b>15 years, unless terminated sooner or extended in accordance with the agreement governing the Partnership.</b>
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). <b>See (h)</b>	
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa. <b>Nil</b>	





**DRAKKAR SCOTTISH LIMITED PARTNERSHIP - SL 4295**

**PAPER APART 1 TO LP6 DATED 2 APRIL 2002**

**General nature of the business**

**Business previously carried on**

To carry on in Scotland and elsewhere the business of acquiring, holding, managing, investing, realising and dealing in investments in such a manner as the general partner may determine, with a view to producing profits for distribution in accordance with the agreement constituting the Partnership.

**Business now carried on**

The purpose of the Partnership is in Scotland and elsewhere:

1. to acquire, hold, manage, invest, realise and deal in investments by the Partnership in Drakkar Holdings S.A. and its subsidiaries in such manner as the general partner may determine;
2. to make further such further investments in respect of the Animal Nutrition Business or any business which the general partner, in its reasonable opinion, considers complementary or ancillary to the Animal Nutrition Business as currently carried on (it being understood that this shall include any natural developments of the Animal Nutrition Business whether by acquisition or otherwise);
3. to enter into and perform any contracts and agreements, and carry on any activities incidental to the accomplishment of the foregoing purposes.

Where:-

"**Animal Nutrition Business**" means the business of developing, producing, manufacturing, selling, marketing and distributing nutritional feed additives including, but not limited to, vitamin and vitamins premixes, methionine and other amino acids and feed enzymes.

DRAKKAR SCOTTISH LIMITED PARTNERSHIP - SL 4295

PAPER APART 2 TO LP6 DATED 2 APRIL 2002

Limited Partners

Name	Increase or additional sum now contributed	Total amount contributed
RAFFERTY 1 LIMITED	<ol style="list-style-type: none"> <li>1. 77,143 ordinary shares in Drakkar Holdings S.A. (with a value of up to €77,143)</li> <li>2. 22,461,429 profit sharing certificates in Drakkar Holdings S.A. (with a value of up to €22,461,429)</li> <li>3. 22,461,428 "A" registered bonds issued by Drakkar Holdings S.A. to Rafferty 1 Limited (with a value of up to €22,461,428)</li> </ol>	<p>€45,000,0000 Plus £1</p>
AVENTIS ANIMAL NUTRITION S.A.	€85,000,000	€85,000,000
TOTAL		<p>€130,000,000 Plus £1</p>

UK CORPORATE

This power of attorney is made the 9 day of July 2001 by Drakkar G.P. Limited

We, Drakkar G.P. Limited, registered number SC219881, having our registered office at 50 Lothian Road, Festival Square, Edinburgh EH3 9BY hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- (a) to execute the partnership agreement substantially in the form approved by us and any other documents that are required to be executed by us as approved by us in connection with the Scottish limited partnership to be known as Drakkar Scottish Limited Partnership;
- (b) to execute a replacement partnership agreement in the form approved by us in order to admit Aventis S.A., Aventis Animal Nutrition S.A. and Drakkar Holdings S.A (or such other partners as may be agreed by us) to Drakkar Scottish Limited Partnership; and
- (c) without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the bona fide exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at 810 Tavistock St, London WC1E 7AP on the 9<sup>th</sup> day of July 2001 as follows:-

For and on behalf of

DRAKKAR G.P. LIMITED

by

Robin Dunnett Director

ROBIN DUNNETT

and

A. Pobel Director/Secretary

ANTHONY FOBEL

FILE COPY



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

Partnership No. 4294

I hereby certify that the firm

J & W JENKINSON

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, Edinburgh, the 9th July 2001

*Jaime Brodie*

Registrar of Limited Partnerships



COMPANIES HOUSE

SL4294

Limited Partnership Act 1907

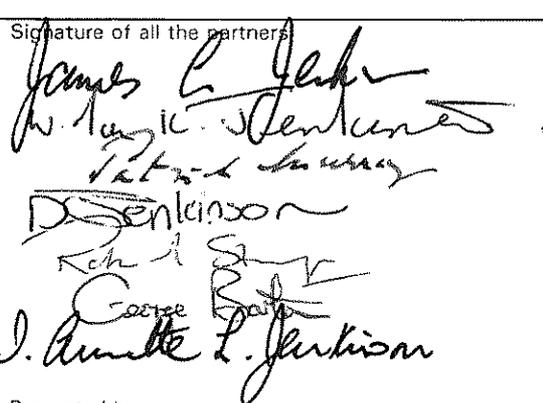
LP5

Application for Registration of a Limited Partnership and Statement of particulars and of the amounts contributed (in cash or otherwise) by the Limited Partners.

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

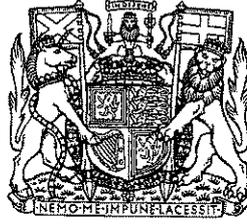
Name of firm or partnership: J & W Jenkinson

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 <b>Farming</b>	
The principal place of business <b>Harperdean, Haddington, East Lothian</b>	The term, if any, for which the partnership is entered into <b>N/A</b>
If no definite term, the conditions of existence of the partnership <b>The Partnership shall continue until terminated by either General Partner or the death of Mrs Eleanora Cree Lawrie Jenkinson of Harperdean, Haddington, East Lothian or the death of William Ian Keith Jenkinson of Harperdean, Haddington, East Lothian.</b>	
Date of commencement <b>1st April, 2001</b>	
The partnership is limited and the full name and address of each of the partners are as follows: General Partners <b>(1) The Testamentary Trustees of the late William Sinclair Jenkinson (namely, Dr James Lawrence Jenkinson of 13 Frogston Terrace, Edinburgh, William Ian Keith Jenkinson of Harperdean, Haddington, East Lothian, Patrick Murray W.S., Townhead of Cavers, Hawick, William David Grant Jenkinson, of Harperdean, Haddington, East Lothian, Robin Mackay Stimpson, W.S., 48 Castle Street, Edinburgh, EH2 3LX and George Martin Barton of Rhelonie, Jerusalem, Pencaitland, East Lothian, EH34 5BQ). (2) William Ian Keith Jenkinson of Harperdean, Haddington, East Lothian.</b>	
Limited partners <b>The Trustees acting under Deed of Trust by Dr. James Lawrence Jenkinson and Mrs Isabella Annette Livingstone Jenkinson dated 30<sup>th</sup> March and registered in the Books of Council and Session on Third April, both in the year 2001 (namely, Dr James Lawrence Jenkinson and Mrs Isabella Annette Livingstone Jenkinson both of 13 Frogston Terrace, Edinburgh and Robin Mackay Stimpson, W.S., 48 Castle Street, Edinburgh)</b> <p style="text-align: center;">TOTAL</p>	Amounts Contributed (1) <b>£1,000 Cash</b>  <b>£1,000</b>
Signature of all the partners 	
Date <b>2nd July, 2001</b>	
Presenter's reference: <b>JEN020/06/MES</b>	
Presented by:	
Notes (i) State amount contributed by each limited partner, and whether paid in cash, or o	



**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

Partnership No. 4293

I hereby certify that the firm

**THE ARDCHOIRC FARMING 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, Edinburgh, the 9th July 2001

  
Registrar of Limited Partnerships



**C O M P A N I E S H O U S E**

SL4293

CHFP000

(Registration fee £2)

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

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

Name of firm or partnership THE ARDCHOIRC FARMING 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

FARMING

The principal place of business

ARDCHOIRC FARM, ISLE OF KERRERA, BY OBAN, ARGYLL

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

10 YEAR

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

Date of commencement

28 NOVEMBER 2000

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

General partners RODERICK MacEACHAN formerly The Old Schoolhouse and now Ardchoirc, Kerrega, By oban, Argyll

Limited partners	Amounts Contributed (1)
RICHARD MORLEY New House, Rocky Lane, Shobdon, Leominster	£500.00
TOTAL	£500.00

Signatures of all the partners

Handwritten signatures of Roderick MacEachan and Richard Morley.

Date 2<sup>ND</sup> July 2001

Presented by:

Dm MacKinnon Ws

Presentor's n:

AAM



SCT SMM7C27S 1153 COMPANIES HOUSE 09/07/01

Notes

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