

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 SL5379

Name of firm or partnership ESP 2004 Conduit 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 14 December 2005 ESP 2004 Co Investment Limited Partnership was admitted as a limited partner to 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). The new limited partner made the capital contributions detailed in (h) below.	



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) (€)
ESP 2004 Co Investment Limited Partnership	1.00	1.00

Signed by Standard Life Investments (Private Equity) Limited
as manager of ESP 2004 Conduit LP

Signature: _____

Date 14 December 2005

Presented by: SJ Berwin
222 Gray's Inn Road
London WC1X 8XF

Presentor's reference: CP3:381190.1/fach

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.