

CHFP025

(Registration fee £2)

COMPANIES HOUSE

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**Limited Partnership Act 1907**

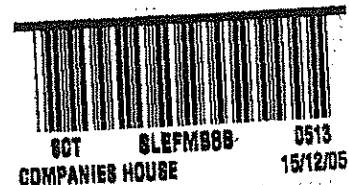
Application for Registration of a Limited Partnership and Statement of particulars and of the amounts contributed (In cash or otherwise) by the Limited Partners.

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

Name of firm or partnership: **Capital Dynamics European Venture 2005**

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	
To carry on in Scotland and elsewhere the business of making and monitoring investments with the principal objective of creating capital growth and generating income and/or realising capital gain.	
The principal place of business	The term, if any, for which the partnership is entered into
50 Lothian Road, Festival Square, Edinburgh EH3 9WJ	The Partnership shall continue for a period of twelve years from the date upon which investors are first admitted as limited partners to the Partnerships (as defined in the Agreement constituting the Limited Partnership), unless sooner terminated in accordance with the provisions of clause 10.2 of the Agreement constituting the Limited Partnership.
If no definite term, the conditions of existence of the partnership	
N/A	
Date of commencement	
14 December 2005	
The partnership is limited and the full name and address of each of the partners are as follows:	
General Partners	
Capital Dynamics General Partners Limited	
50 Lothian Road	
Festival Square	
Edinburgh	
EH3 9BY	
Limited partners	Amounts Contributed (1)
Capital Dynamics (Cayman Islands) Limited	
Ugland House	€ 10
P O Box 309	
George Town	
Grand Cayman	
Cayman Islands	€ 10
BWI	
TOTAL € 10	



Signature of all the partners

Date 14 December 2005

Alan Soppitt

Presenter's reference: JZP/SJB/1/316

**Alan Soppitt as attorney FOR AND ON BEHALF  
OF Capital Dynamics General Partners Limited  
as general partner of Capital Dynamics European  
Venture 2005**

Alan Soppitt

**Alan Soppitt as attorney FOR AND ON BEHALF  
OF Capital Dynamics (Cayman Islands) Limited  
as a limited partner of Capital Dynamics  
European Venture 2005**

Presented by: Burness LLP, 50 Lothian Road,  
Edinburgh, EH3 9WJ

**Notes**

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

This power of attorney is made the 14<sup>th</sup> day of December 2005 by Capital Dynamics General Partners Limited.

We, Capital Dynamics General Partners Limited, registered number SC203785 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, Peter Alexander Lawson and Grant Tennant Stevenson all of Burness LLP, 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:-

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 Capital Dynamics European Venture 2005 (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);

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 1 above;

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

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.

This power of attorney shall expire one year from the date hereof. 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 Birmingham on the 14<sup>th</sup> day of December 2005 as follows:-

For and on behalf of

CAPITAL DYNAMICS GENERAL PARTNERS LIMITED

by

..... Director

and

..... Director/Secretary .....

This power of attorney is made the 13 day of December 2005 by Capital Dynamics (Cayman Islands) Limited.

We, Capital Dynamics (Cayman Islands) Limited, registered number CR 103 263 having our registered office at Uglan House, PO Box 309, George Town, Grand Cayman, Cayman Islands, BWI hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt, Peter Alexander Lawson and Grant Tennant Stevenson all of Burness LLP, 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:-

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 Capital Dynamics European Venture 2005 (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);

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 1 above;

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

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.

This power of attorney shall expire one year from the date hereof. 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 Bahnhofstrasse 22, 6301 Zug/Switzerland on the 13th day of December 2005 as follows:-

For and on behalf of

CAPITAL DYNAMICS (CAYMAN ISLANDS) LIMITED

by

 Director

and

 Director/Secretary

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

Partnership No. 5617

I hereby certify that the firm

**CAPITAL DYNAMICS EUROPEAN VENTURE 2005**

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 16th December 2005

  
Registrar of Limited Partnerships



**C O M P A N I E S   H O U S E**

