

**FILE COPY**



**CERTIFICATE OF REGISTRATION  
OF A LIMITED PARTNERSHIP**

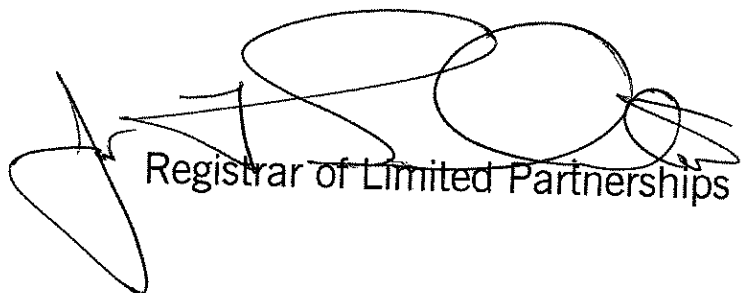
Partnership No. 5853

I hereby certify that the firm

ELECTRA PRIVATE EQUITY PARTNERS 2006 FOUNDER L. P.

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 11th September 2006

  
Registrar of Limited Partnerships



**C O M P A N I E S   H O U S E**

SL5853

CHFP025

(Registration fee £2)

COMPANIES HOUSE  
FEE PAID  
EDINBURGH

LP5

**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: **Electra Private Equity Partners 2006 Founder L.P. (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

To carry on business in Scotland and elsewhere holding and benefiting from an investment as founder partner and investor in Kingsway Equity Partners L.P. (the "Fund Partnership"), subject to and in accordance with the agreement governing the Fund Partnership. The business of the Partnership shall be carried on with a view to producing profits for distribution in accordance with the agreement governing the Partnership.

The principal place of business

50 Lothian Road  
Festival Square  
Edinburgh  
EH3 9WJ

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

N/A

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

The Partnership shall commence from the date of the agreement governing the Partnership and shall continue until the expiry of 90 days after the later date which is:

1. the date of termination of the Fund Partnership; or
2. if one of the partnerships of which the Fund Partnership is the general partner of shall survive the termination of the other partnerships of which the Fund Partnership is the general partner of, then until the expiry of 90 days after the termination of the longest of them to survive.

Date of commencement

8 September 2006

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

General Partners

Kingsway Equity GP Scotland II Limited  
50 Lothian Road  
Festival Square  
Edinburgh  
EH3 9WJ

SCT  
COMPANIES HOUSE

\*BR4FYIQR\*

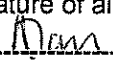

872

11/09/2006

Limited partners	Amounts Contributed (1)
<b>Hugh Mumford</b> <b>6 Millington Road</b> <b>Cambridge</b> <b>CB3 9HP</b>	£10
<b>Brookshot Kingsway Trustees Limited as trustee</b> <b>of the Vinton Life Interest Trust</b> <b>Paternoster House</b> <b>65 St Paul's Churchyard</b> <b>London EC4M 8AB</b>	£10
<b>Tim Syder</b> <b>Burghclere House</b> <b>Burghclere</b> <b>Hants</b> <b>RG20 9HN</b>	£10
<b>David Symondson</b> <b>The Old Rectory</b> <b>North Cerney</b> <b>Cirencester</b> <b>Gloucestershire</b> <b>GL7 7BX</b>	£10
<b>Philip Dyke</b> <b>Bulls Brow</b> <b>Common Lane</b> <b>Ditchling</b> <b>Hassocks</b> <b>West Sussex</b> <b>BN6 8TN</b>	£10
<b>Rhian Davies</b> <b>38 Parkside</b> <b>Wimbledon</b> <b>London</b> <b>SW19 5NB</b>	£10
<b>Steve Ozin</b> <b>151 Hemingford Road</b> <b>London</b> <b>N1 1BZ</b>	£10
<b>Charles Elkington</b> <b>3 Dalby Road</b> <b>Wandsworth</b> <b>London SW18 1AW</b>	£10
<b>Alex Kennedy</b> <b>The Pink House</b> <b>Lees Hill</b> <b>South Warnborough</b> <b>Hook</b> <b>Hants RG29 1RQ</b>	£10
<b>Oliver Huntsman</b> <b>11 Redan Street</b> <b>London</b> <b>W14 0AB</b>	£10

<b>Brookshot Kingsway Trustees Limited as trustee of the Lewis Life Interest Trust</b> Paternoster House 65 St Paul's Churchyard London EC4M 8AB	£10
<b>Roger Isaac</b> Ravenswood Mayes Green Ockley Surrey RH5 5PN	£10
<b>Nigel Elsley</b> 78 Carshalton Park Road Carshalton Beeches Surrey SM5 3SW	£10
<b>Darren Shill</b> 5 Red Square Carysfort Road London N16 9AD	£10
<b>Janette Baggs</b> 8 Chaplin Drive Headcorn Kent TN27 9TN	£10
<b>Kay Rooney</b> Fairfield 77 Eastwick Drive Great Bookham Surrey KT23 3NS	£10
<b>Declan Doyle</b> 4 Merton Road Seven Kings Ilford Essex IG3 8PB	£10
<b>TOTAL</b>	<b>£170</b>



  

Signature of all the partners  



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**Alan Soppitt as attorney for and on behalf of  
Kingsway Equity GP Scotland II Limited**

Date **11 September 2006**

**Alan Soppitt as attorney for and on behalf of  
Hugh Mumford**

Presentor's reference: **SJB/1/355/JZM**

**Alan Soppitt as attorney for and on behalf of  
Brookshot Kingsway Trustees Limited as trustee  
of the Vinton Life Interest Trust**

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Tim Syder

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of David Symondson

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Philip Dyke

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Rhian Davies

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Steve Ozin

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Charles Elkington

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Alex Kennedy

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Oliver Huntsman

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Brookshot Kingsway Trustees Limited as trustee of the Lewis Life Interest Trust

Alan Soppitt  
Alan Soppitt as attorney for and on behalf of Roger Isaac

Alan Soppitt  
Alan Soppitt as attorney for and on behalf Nigel Elsley

Alan Soppitt

Alan Soppitt as attorney for and on behalf of  
Darren Shill

Alan Soppitt

Alan Soppitt as attorney for and on behalf of  
Janette Baggs

Alan Soppitt

Alan Soppitt as attorney for and on behalf of Kay  
Rooney

Alan Soppitt

Alan Soppitt as attorney for and on behalf of  
Declan Doyle

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 5<sup>th</sup> day of September 2006 by Kingsway Equity GP Scotland II Limited.

We, Kingsway Equity GP Scotland II Limited, registered number SC306874 having our registered office at 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ, 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:-

1. 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 Electra Private equity Partners 2006 Founder L.P. (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);
2. 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;
3. 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
4. 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.

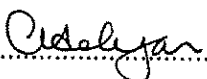
This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by 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  
on the 5<sup>th</sup> day of September 2006 as follows:-

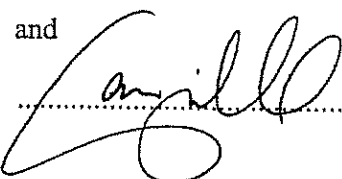
For and on behalf of

KINGSWAY EQUITY GP SCOTLAND II LIMITED

by

.....  ..... Director

and

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

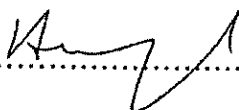
This power of attorney is made the 6<sup>th</sup> day of September 2006 by HUGH MUMFORD (the "Appointor").

I, the Appointor, of 6 Millington Road, Cambridge, CB3 9HP, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-


1. to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
2. to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
3. to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
4. without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 6<sup>th</sup> day of September 2006 as follows:-

.....  


In the Presence of this witness

.....  
..... Witness signature

.....  
JENNY SAMs..... Full name

.....  
SECRETARY..... Occupation

.....  
5 CADDINGTON ROAD..... Address  
LONDON NW2



This power of attorney is made the 8<sup>th</sup> day of September 2006 by Brookshot Kingsway Trustees Limited.

We, Brookshot Kingsway Trustees Limited, registered number 03737018 having our registered office at Paternoster House, 65 St Paul's Churchyard, London, EC4M 8AB, as trustee for the persons listed in Schedule 1, 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:-

1. 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 Electra Private Equity Partners 2006 Founder L.P. (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);
2. 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;
3. 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
4. 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  
on the 8<sup>th</sup> day of September 2006 as follows:-

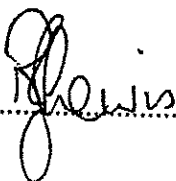
For and on behalf of

BROOKSHOT KINGSWAY TRUSTEES LIMITED

by

 ..... Director

and

 ..... Director/Secretary

### Schedule 1

#### List of Beneficiaries of Brookshot Kingsway Trustees Limited - Limited Partners in Electra Private Equity Partners 2006 Founder L.P.

Lewis Life Interest Trust Paternoster House 65 St Paul's Churchyard London, EC4M 8AB
Vinton Life Interest Trust Paternoster House 65 St Paul's Churchyard London, EC4M 8AB

This power of attorney is made the 16<sup>th</sup> day of September 2006 by TIM SYDER (the "Appointor").

I, the Appointor, of Burghclere House, Burghclere, Hants, RG20 9HN, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

1. to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
2. to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
3. to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
4. without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 15<sup>th</sup> day of SEPTEMBER 2006 as follows:-



In the Presence of this witness



.....Witness signature

JENNY SAMs

.....Full name

SECRETARY

.....Occupation

5 CADDINGTON ROAD

.....Address

LONDON NW2

This power of attorney is made the 4<sup>th</sup> day of *September* 2006 by DAVID SYMONDSON (the "Appointor").

I, the Appointor, of The Old Rectory, North Cerney, Cirencester, Gloucestershire, GL7 7BX, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

1. to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
2. to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
3. to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
4. without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 4<sup>th</sup> day of *September* 2006 as follows:-

*D. Symondson*.....

In the Presence of this witness

*S. Cook*..... Witness signature

...SABINA COOK..... Full name

...SECRETARY..... Occupation

PATERNOSTER HOUSE..... Address

65 ST PAUL'S CHURCHYARD

LONDON

EC4M 8AB

This power of attorney is made the 6<sup>th</sup> day of September 2006 by PHILIP DYKE (the "Appointor").

I, the Appointor, of Bulls Brow, Common Lane, Ditchling, Hassocks, West Sussex, BN6 8TN, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

1. to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
2. to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
3. to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
4. without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 6<sup>th</sup> day of September 2006 as follows:-

.....  
.....

In the Presence of this witness

.....  
..... Witness signature

JENNY SAMS  
..... Full name

SECRETARY  
..... Occupation

5 CADDINGTON ROAD  
..... Address  
LONDON NW2

This power of attorney is made the 6<sup>th</sup> day of September 2006 by RHIAN DAVIES (the "Appointor").

I, the Appointor, of 38 Parkside, Wimbledon, London SW19 5NB, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

1. to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
2. to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
3. to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
4. without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 6<sup>th</sup> day of September 2006 as follows:-



In the Presence of this witness



.....Witness signature

STEPHEN OZIN

.....Full name

ACCOUNTANT

.....Occupation

151 Hemmingford Rd

.....Address

London N1 1BZ


This power of attorney is made the 6<sup>th</sup> day of September 2006 by STEVE OZIN (the "Appointor").

I, the Appointor, of 151 Hemingford Road, London, N1 1BZ, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

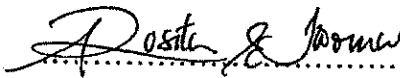
1. to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
2. to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
3. to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
4. without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 6<sup>th</sup> day of September 2006 as follows:-

.....

In the Presence of this witness

..... Witness signature

ROSTA THOMAS.....Full name

FINANCIAL ADMINISTRATOR.....Occupation

PATERNOSTER HOUSE.....Address

65 ST. PAUL'S CHURCHYARD  
LONDON EC4M 8AB

This power of attorney is made the 1 day of September 2006 by CHARLES ELKINGTON (the "Appointor").

I, the Appointor, of 3 Dalby Road, Wandsworth, London SW18 1AW, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 1 day of September 2006 as follows:-

Charles Elkington

In the Presence of this witness

Rosita E Thomas ..... Witness signature

ROSITA E THOMAS ..... Full name

FINANCIAL ADMINISTRATOR ..... Occupation

65 St. Paul's Churchyard ..... Address

LONDON EC4M 8AB.



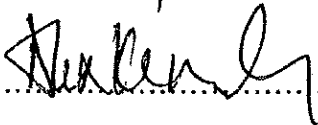
This power of attorney is made the 6<sup>th</sup> day of September 2006 by ALEX KENNEDY (the "Appointor").

I, the Appointor, of The Pink House, Lees Hill, South Warnborough, Hook, Hants RG29 1RQ, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at on the 6<sup>th</sup> day of September 2006 as follows:-

..........

In the Presence of this witness

.......... Witness signature

.....DARREN SHILL..... Full name

.....ACCOUNTANT..... Occupation

.....5 RED SQUARE, LANCYFORD ROAD,..... Address  
LONDON N16 9AB


This power of attorney is made the 6<sup>th</sup> day of September 2006 by OLIVER HUNTSMAN (the "Appointor").

I, the Appointor, of 11 Redan Street, London W14 0AB, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at on the 6<sup>th</sup> day of September 2006 as follows:-

.....  


In the Presence of this witness

.....  
..... Witness signature

..... STEVE OZIN ..... Full name

..... Accountant ..... Occupation

..... 151 Hemingford Rd ..... Address

..... London N11 1BZ

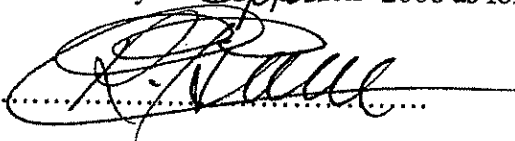
This power of attorney is made the 1 day of September 2006 by ROGER ISAAC (the "Appointor").

I, the Appointor, of Ravenswood, Mayes Green, Ockley, Dorking, Surrey RH5 5PN, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

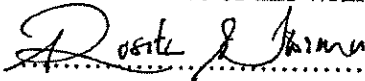
- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at on the 1 day of September 2006 as follows:-

..........

In the Presence of this witness

.......... Witness signature

.....ROSCITA E THOMAS..... Full name

.....FINANCIAL ADMINISTRATOR..... Occupation

.....65 St. Paul's Churchyard..... Address

.....LONDON EC4M 8AB.....

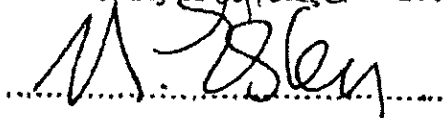
This power of attorney is made the 6<sup>th</sup> day of September 2006 by NIGEL ELSLEY (the "Appointor").

I, the Appointor, of 78 Carshalton Park Road, Carshalton Beeches, Surrey SM5 3SW, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 6<sup>th</sup> day of September 2006 as follows:-



In the Presence of this witness

.....Witness signature

.....ELIZABETH MARSHALL.....Full name

.....P.A.....Occupation

.....8, Holbourn Mansions.....Address  
Queens Rd Gdn London W1K

This power of attorney is made the 6<sup>th</sup> day of September 2006 by DARREN SHILL (the "Appointor").

I, the Appointor, of 5 Red Square, Carysfort Road, London N16 9AD, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

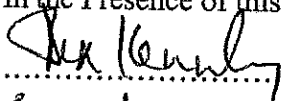
- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 6<sup>th</sup> day of September 2006 as follows:-



In the Presence of this witness



..... Witness signature

JAMES ALEXANDER KENWORTHY..... Full name

CHARTERED ACCOUNTANT..... Occupation

c/o PATERNOSTER HOUSE, 65 ST PAULS..... Address

CHURCHYARD, LONDON, EC4M 8AB

This power of attorney is made the 5 day of September 2006 by JANETTE BAGGS (the "Appointor").

I, the Appointor, of 8 Chaplin Drive, Headcorn, Kent TN27 9TN, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at  
on the 5 day of September 2006 as follows:-

.....

In the Presence of this witness

Declan Doyle ..... Witness signature

DECLAN DOYLE ..... Full name

ASSISTANT COMPLIANCE OFFICER ..... Occupation

4 MERTON RD ..... Address

ILFORD

ESSEX IG3 8PB

This power of attorney is made the <sup>JUNE JKR</sup> 5 day of September 2006 by KAY ROONEY (the "Appointor").

I, the Appointor, of Fairfield, 77 Eastwick Drive, Great Bookham, Surrey KT23 3NS, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at on the 5 day of September 2006 as follows:-

.....*Kay Rooney*.....

In the Presence of this witness

.....*Declan Doyle*..... Witness signature

DECLAN DOYLE..... Full name

ASSISTANT COMPLIANCE OFFICER..... Occupation

4 MERTON RD, ILFORD, ESSEX, IG2 8PR..... Address

This power of attorney is made the 5 day of September 2006 by DECLAN DOYLE (the "Appointor").

I, the Appointor, of 4 Merton Road, Seven Kings, Ilford, Essex IG3 8PB, 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 my true and lawful attorney with full power and authority in my name and on my behalf:-

- 1 to execute the partnership agreement and any other documents that are required to be executed by me, in connection with the Scottish limited partnership to be known as Electra Private Equity Partners 2006 Founder L.P. (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);
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by me, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of my interest or any part thereof in the said Partnership; and
- 4 without prejudice to the generality of the foregoing to execute in my 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 I undertake to ratify and confirm any action taken lawfully by my attorney pursuant to this power of attorney and to indemnify my 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 me as a deed at on the 5 day of September 2006 as follows:-

Declan Doyle

In the Presence of this witness

J.K. Rooney Witness signature

JUNE KAY ROONEY Full name

CHARTERED SECRETARY Occupation

77 EASTWICK DRIVE Address

GREAT BOOKHAM  
SURREY KT3 3NS