

CERTIFICATE OF REGISTRATION OF A LIMITED PARTNERSHIP

Partnership No. 6101

I hereby certify that the firm

ESP 2006 CO INVESTMENT 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 8th June 2007

Registrar of Limited Partnerships

Companies House

— for the record —



LIMITED PARTNERSHIPS ACT 1907 6/0

Application for Registration of a Limited Partnership and Statement of particulars NIES HOUSE 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 <u>ESP 2006 Co Investment Limited Partnership</u> We, the undersigned, being the partners of the above-named firm, hereby apply for registration as a limited partnership and for the purpose supply the following particulars:			
			The general nature of the business Investment
40.01	The term, if any, for which the partnership is entered into See below		
If no definite term, the conditions of existence of the partnership			
Fourteen years or, if later, until the latest date of the termination of any of the Fund Partnerships (as defined in the Partnership Agreement), or until the partnership is otherwise dissolved earlier on one of the events specified in the Partnership Agreement.			
Date of commencement 7 June 200	07		
The partnership is limited and the full name and address of each of the partners are as follows: General partners ESP 2006 General Partner Limited Partnership, 1 George Street, Edinburgh EH2 2LL			
Limited partners	Amounts Contributed (i)		
See Paper Apart A	2.25 Euros in cash (see Paper Apart A for allocation amongst limited partners) 1 Euro in cash by ESP 2006 General Partner Limited Partnership, the General Partner		
TOTAL	3.25 Euros in cash		
Signatures of all the partners			
See Paper Apart B	Date 7 June 2007		

Presented by:

Dickson Minto W.S.

16 Charlotte Square

Edinburgh EH2 4DF Ref: LP5/ESP2006

Presentor's reference: S164/114/DOCM

Notes

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



SCT 07/06/2007 **COMPANIES HOUSE**

FORM LP5

ESP 2006 CO INVESTMENT LIMITED PARTNERSHIP

Paper Apart A

Limited	Partners	Amounts contributed
1.	David Currie 91 Colinton Road Edinburgh EH10 5DF	1.0 Euro in cash
2.	Umrigar Investments Limited (Registered Number SC131040) 11 Spylaw Park Edinburgh EH13 0LP	0.2 Euros in cash
3.	Craig Williamson Devonhall Yetts O'Muckhart (By Dollar) Clackmannanshire FK14 7JT	0.5 Euros in cash
4.	Graeme Gunn 2 Murrayfield Avenue Edinburgh EH12 6AX	0.075 Euros in cash
5.	Graeme Faulds 12/1 St. Vincent Street Edinburgh EH3 6SH	0.075 Euros in cash
6.	Roger Pim 23/3 Learmonth Terrace Edinburgh EH4 1PG	0.05 Euros in cash
7.	Roland Brinkman Elmpark 25 Spylaw Road Merchiston Edinburgh EH10 5BN	0.1 Euros in cash
8.	Graham Paterson "The Oaks" 4 West Road Whitekirk EH42 1XA	0.1 Euros in cash
9.	Stewart Hay Castlehaven 15 Wardie Avenue Edinburgh EH5 2AB	0.15 Euros in cash

FORM LP5

ESP 2006 CO INVESTMENT LIMITED PARTNERSHIP

Paper Apart B - Signatures of all the Partners

General Partner

For and on behalf of Standard Life Investments (Private Equity) Limited acting in its capacity as manager of ESP 2006 General Partner Limited Partnership

Limited Partners

David, Currie

Umrigar Investments Limited

Craig Williamson

Gyaeme Gunn

Graeme Faulds

AS ATTORNAY FOR

Roger Pim

Roland Brinkman

Graham Paterson

Stewart Hay

DICKSON MINTO W.S.

Solicitors

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e-mail alexander.blake@dmws.com

Our Ref:

S164\114\ARB\AGT

Your Ref:

EH2624693.1

SAME DAY REGISTRATION

The Registrar Companies House 37 Castle Terrace Edinburgh EH1 2EB

Dear Sir

7 June 2007

ESP 2006 Co Investment Limited Partnership (the "LP")

We enclose for registration a form LP5 in relation to the LP, together with a cheque for £2 in respect of the registration fee. For commercial reasons, we should be grateful if you would register the LP today. If it is not possible to register the LP today, we should be grateful if you would do so as soon as possible.

We should be grateful if you would acknowledge receipt of this letter and its enclosure by stamping the enclosed copy and returning it in the addressed envelope provided. Please notify Alex Blake of this office as soon as possible when the certificate of registration is ready and we will arrange for it to be uplifted.

Yours faithfully

Dickson Minto W.S.

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