

**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. SL006357**Name of firm or partnership: **ESP 2008 Conduit LP (the "Partnership")**

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

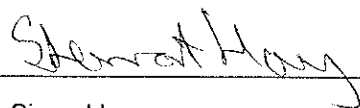
(Please see notes overleaf)

<p>a. The firm's name</p> <p style="text-align: center;">Previous Name</p> <p><b>Nil</b></p>	<p style="text-align: center;">New Name</p> <p><b>Nil</b></p>
<p>b. General nature of the business</p> <p style="text-align: center;">Business previously carried on</p> <p><b>To carry on in Scotland and elsewhere the business of an investor, and in particular but without limitation, as an investor in limited partnerships.</b></p>	<p style="text-align: center;">Business now carried on</p> <p><b>The purpose of the Partnership is to carry on in Scotland and elsewhere the business of an investor and in particular but without limitation as an investor in limited partnerships, other collective investment schemes or pooled private investment vehicles investing in unquoted shares and securities and as an investor in unquoted shares and securities to identify, research, negotiate, make and monitor the progress of and sell, realise, exchange or distribute Investments, and to carry on all activities or business which the Manager considers necessary or advisable in respect of acting as such investor and any such other business as the Manager feels in ancillary or desirable. The business of the Partnership shall be carried on with a view to producing profits for distribution in accordance with this Agreement.</b></p>
<p>c. Principal place of business</p> <p style="text-align: center;">Previous place of business</p> <p><b>Nil</b></p>	<p style="text-align: center;">New place of business</p> <p><b>Nil</b></p>



d. Change in the partners or the name of a partner (see note 1)		
On 7 January 2008 European Strategic Partners 2008 'A' and European Strategic Partners 'B' were admitted as limited partners in the Partnership, with the capital contributions specified in section h below, and SL Capital Partners LLP ceased to be a limited partner in the Partnership.		
e. Term or character of the partnership (see note 2)		
Previous term	New term	
The term, if any, for which the partnership is entered into until the expiry of 90 days after the termination of all partnerships in which the partnership is a general partner.	The Partnership shall, subject to the provisions of the agreement governing the Partnership, continue until the termination of the Limited Partners or if one of the Limited Partners shall survive the others, then until the termination of the last of them (including for the avoidance of doubt any liquidation process of such Limited Partner).	
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		
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)
European Strategic Partners 2008 'A'	€10.00	€10.00
European Strategic Partners 2008 'B'	€147.40	€147.40
TOTAL	€157.40	€157.40

Signature of firms



Date

7 January 2008

Signed by  
on behalf of SLCP (General Partner  
ESP 2008) Limited as general partner  
of ~~ESP~~<sup>2008</sup> General Partner Limited  
Partnership as general partner of ESP  
2008 Conduit LP

Presented by: SJ Berwin LLP  
10 Queen Street Place  
London EC4R 1BE  
DX 255 LONDON

Presentor's reference: s11873.31/vacc

#### NOTES

- 1 Changes brought about by death, by transfer of interests, 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. overleaf. 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.

## Limited Partnerships 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. SL006357**

Name of firm or partnership: **ESP 2008 Conduit LP (the "Partnership")**

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 <b>Nil</b>	New Name <b>Nil</b>
b. General nature of the business Business previously carried on <b>NIL</b>	Business now carried on <b>NIL</b>
c. Principal place of business Previous place of business <b>Nil</b>	New place of business <b>Nil</b>
d. Change in the partners or the name of a partner (see note 1) <b>On 7 January 2008, SLCP (General Partner ESP 2008) Limited retired and withdrew from the Partnership, and ceased to be the General Partner of the Partnership. On the same date, ESP 2008 General Partner Limited Partnership was admitted into the Partnership as the General Partner of the Partnership.</b>	
e. Term or character of the partnership (see note 2) Previous term <b>NIL</b>	New term <b>NIL</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).

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

- 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)
<b>TOTAL</b>		

Signature of firms

Date

7 January 2008

Signed by  
on behalf of SLCP (General Partner  
ESP 2008) Limited as general partner  
of ESP 2008 General Partner Limited  
Partnership as general partner of ESP  
2008 Conduit LP

Presented by: SJ Berwin LLP  
10 Queen Street Place  
London EC4R 1BE  
DX 255 LONDON

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