

# Limited Partnerships Act 1907

CHFP025

# 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.: SL6728

Name of firm or partnership: Capital Dynamics US Private Equity 2008 (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  N/A	New name  N/A
b.	General nature of the business Business previously carried on  N/A	Business now carried on  N/A
c.	Principal place of business Previous place of business  N/A	New place of business  N/A
d.	Change in the partners or the name of a partner (see Note 1)  <b>Capital Dynamics Services II Limited has ceased to be a limited partner in the Partnership.</b>	
e.	Term of character of the partnership (see Note 2)  Previous term  N/A	New term  N/A
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).  <b>Capital Dynamics Services II Limited has reduced its capital contribution the Partnership to zero and has ceased to be a limited partner in the Partnership.</b>	
g.	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.  N/A	

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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)

Signature of firms Alan Soppitt  
 Alan Soppitt as attorney for and on behalf of Capital  
 Dynamics AG, manager of the Partnership.

Date: 27 November 2008

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

Presentor's reference: SJB/1/530/vls

**DX ED 73 Edinburgh**

**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.

This power of attorney is made the 30<sup>th</sup> day of October 2008 by Capital Dynamics AG.

We, Capital Dynamics AG, a limited company registered in Switzerland with registered number CH-170.3.023.404-8 having our registered office at Bahnhofstrasse 22, 6301 Zug hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gotts and Jonathan Heaney 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 any documents that are required to be executed by us, in connection with the Scottish limited partnerships known as Capital Dynamics US Private Equity 2008, Capital Dynamics Asian Private Equity and Capital Dynamics European Mid-Market Buyout 2008 (the "Partnerships");
- 2 to execute any deed of assignment or assignation or any other instrument of transfer in respect of the said Partnerships; and
- 3 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.

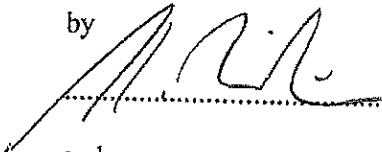
This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the *bona fide* exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

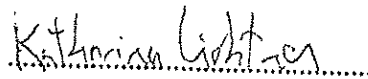
This power of attorney has been executed by us as a deed at Bahnhofstrasse 22, 6301 Zug on the 30th day of October 2008 as follows:-

For and on behalf of

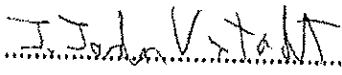
Capital Dynamics AG

by

 Director



and

 Director/Secretary

