

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)

Registration No. SL008914

Name of firm Penta Investments (2011) SP Limited Partnership

The changes specified below have been made or have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firm name	Previous Name	New name
	NIL		NIL
b.	General nature of the business	Business previously carried on	Business now carried on
	NIL		NIL
c.	Principal place of business	Previous place of business	New place of business
	NIL		NIL
d.	Change in the partner/name of a partner		
	See Rider A		
e.	Term or character of the partnership (see Note 2)	Previous term	New term
	See Rider B		See Rider C
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)).		
	See Rider D		
g.	Change in the liability of any partner by reason of becoming a limited instead of a general partner or vice versa.		
	NIL		



h. Statement of increase in capital contributions		
Names 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)
See Rider D		

Signature of firm

[Signature]
 DIRECTOR, FOR AND ON BEHALF OF
 PENTA 2011 SP LIMITED ACTING AS
 GENERAL PARTNER OF PENTA INVESTMENTS (2011) SP
 LIMITED PARTNERSHIP

Presented by: Dickson Minto W.S.

Presenter's reference: P073/098/SJM

DX 199 Edinburgh

NOTES

- 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.
- 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.
- Any variation in the sum contributed by any limited partner must be stated at f. 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.
- 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.
- The statement must be signed at the end by the firm, and sent by post or delivered to the Registrar of Companies for registration within seven days of the changes taking place.

PENTA INVESTMENTS (2011) SP LIMITED PARTNERSHIP (the "Partnership")

FORM LP6

RIDER A

d – Change in the partners or the name of a partner

On *17 JUNE* 2011, the following persons were admitted as limited partners in the Partnership:

DAVID GEORGE CALDER

66 Royal Gardens, Bothwell, Glasgow G71 8SY

WILLIAM TORQUIL MACNAUGHTON

15 Boclair Road, Bearsden, Glasgow G61 2AF

WILLIAM MARK PHILLIPS

496 Lanark Road, Juniper Green, Edinburgh EH14 5DH

STEVEN SCOTT

2 Lady Margaret Drive, Troon, Ayrshire, KA10 7AL

CHARLES SCHRAGER VON ALTISHOFEN

Flat 6, 66 Cadogan Square, London, SW1X 0EA

OLD OAK CAPITAL LIMITED

a company incorporated in England and Wales with registered number 05248512 and having its registered office at 7th Floor, 90 Long Acre, London WC2E 9RA

PENTA INVESTMENTS (2011) SP LIMITED PARTNERSHIP (the "Partnership")

FORM LP6

RIDER B

e - Term of character of the partnership (previous term)

No definite duration. The Partnership shall terminate at the election of the General Partner and with the consent of each of the Limited Partners.

PENTA INVESTMENTS (2011) SP LIMITED PARTNERSHIP (the "Partnership")

FORM LP6

RIDER C

e - Term of character of the partnership (new term)

The Partnership shall continue until it is terminated upon the first to occur of the following:

- (i) at the election of the general partner and with Unanimous Limited Partner Consent;
- (ii) the insolvency, liquidation or bankruptcy, withdrawals, resignation or removal of the General Partner unless the Partnership is reconstituted; and
- (iii) the later of (i) the expiry of a period of 180 days following the liquidation of any limited partnership or fund of which the Partnership is a limited partner or in which the Partnership otherwise holds an equivalent interest from time to time (a "Fund Partnership"), such that the Partnership is no longer invested in any Fund Partnership and (ii) no amounts remaining owing to the Partnership in respect of any investment, unless in either case the limited partners resolve prior to such time by unanimous written consent to continue the Partnership.

If the Partnership would otherwise be terminated under paragraph (ii) above, the Partnership may be reconstituted and its business continued by the limited partners by the unanimous prior written consent of the limited partners electing to continue the Partnership and electing a new general partner within 60 days after all partners have received notice of the event of termination.

PENTA INVESTMENTS (2011) SP LIMITED PARTNERSHIP

FORM LP6

RIDER D

f - Change in sum contributed by a limited partner

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)
Steven Scott	£14.64 (in cash)	£14.64 (in cash)
William Torquil Macnaughton	£11.71 (in cash)	£11.71 (in cash)
David George Calder	£11.71 (in cash)	£11.71 (in cash)
William Mark Phillips	£11.71 (in cash)	£11.71 (in cash)
Charles Schrager von Altishofen	£11.71 (in cash)	£11.71 (in cash)
Paul Cassidy	£1.50 (in cash)	£2.50 (in cash)
Old Oak Holdings Limited	£36.00 (in cash)	£36.00 (in cash)
Total	£100.00	£100.00