

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.: LP11178

Name of firm or partnership: **ACTIS AFRICA REAL ESTATE FUND, L.P. (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	NIL	New Name	NIL
b. General nature of the business			
Business previously carried on	NIL	Business now carried on	NIL
c. Principal place of business			
Previous place of business	NIL	New place of business	NIL
d. Change in the partners or the name of a partner (see Note 1)			
On <u>26 September</u> 2011, CDC Group Plc (the "Transferor"), a limited partner in the Partnership, transferred 100% of its interest in the Partnership to CDC Holdings Guernsey Limited (the "Transferee"). Effective from the same date, the Transferor ceased to be a limited partner in the Partnership and the Transferee became a limited partner in the Partnership.			
e. Term of character of the firm (see Note 2)			
Previous term	NIL	New term	NIL
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).			
On <u>26 September</u> 2011, the Transferee assumed the entire capital contribution of USD1,536.04 which was previously made by the Transferor to the Partnership. 1,538.00 A.Y.			
g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.			
NIL			

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COMPANIES HOUSE

h. Statement of increase in capital contributions		
NIL		
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)
NIL		

Signature of firm



Date: 26/9/11

Actis LLP
acting in its capacity as manager of
Actis Africa Real Estate Fund, L.P.

Presented by: O'Melveny & Myers LLP
Warwick Court
5 Paternoster Square
London EC4M 7DX

Presentor's reference: 0126230-001

NOTES

- Changes brought about by death, by transfer of interest, 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 delivered for registration within seven days of the changes taking place.

h. Statement of increase in capital contributions		
NIL		
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)
NIL		

Signature of firm



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