

LP12875

709348/24/£50.00

CHFP025

(Registration fee £2)

LP5

Limited Partnerships Act 1907

LLP

Application for Registration of a Limited Partnership and Statement of particulars 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: **Abingworth Bioventures V Co-Invest Growth Equity Fund LP ("the Partnership")**

We, the undersigned, being the partners of the above-named firm, hereby apply for registration as a limited partnership and for that purpose supply the following particulars:

The general nature of the business

To carry on the business of an investor and in particular, but without limitation, to identify, research, negotiate, make and monitor the progress of and sell, realise, exchange or distribute investments which shall include but shall not be limited to the purchase, subscription, acquisition, sale and disposal of shares, debentures, convertible loan stock and other securities in companies, and the making of loans whether secured or unsecured to such companies in connection with equity or equity related investments, with the principal objective of providing Partners with a high overall rate of return by means of capital growth.

The principal place of business

38 Jermyn Street
London
SW1Y 6DN

The term, if any, for which the partnership is entered into

NIL

If no definite term, the conditions of existence of the partnership

The Partnership shall continue until the earlier of (i) 15 February 2017; and (ii) the full realisation and distribution of the proceeds of all of the Partnership's assets, provided that the term of the Partnership may be extended by up to four additional one year periods in accordance with the terms of the limited partnership agreement under which the Partnership is constituted.

Date of commencement

18 April 2008

The partnership is limited and the full name and address of each of the partners are as follows:
General Partners

Abingworth Bioventures V GP LP
50 Lothian Road
Festival Square
Edinburgh
EH3 9WJ

Limited partners

James Abell
38 Jermyn Street
London
SW1Y 6DN

TOTAL

Amounts Contributed (1)

£1 in cash

£1

K&E 90135370.1

MONDAY



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21/04/2008

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COMPANIES HOUSE

Signature of all the partners

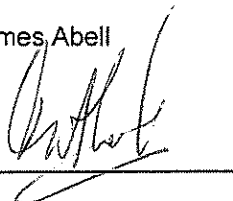
Signed for and on behalf of
Abingworth Bioventures V GP LP
acting by its Manager
Abingworth LLP



Authorised Signatory

Date: 18 April 2008

James Abell



Date: 18 April 2008

Presented by: Kirkland & Ellis International LLP
30 St Mary Axe
London, EC3A 8AF

Presentor's reference: LM/28048

Notes

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

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**CERTIFICATE OF REGISTRATION
OF A LIMITED PARTNERSHIP**

No. LP12875

I hereby certify that the firm

**ABINGWORTH BIOVENTURES V CO-INVEST
GROWTH EQUITY FUND LP**

having lodged a statement of particulars pursuant to section 8 of the Limited Partnership Act 1907, is this day registered as a limited partnership

Given at Companies House, Cardiff, the 21st April 2008

Clare Folland

Assistant Registrar of Limited Partnerships



Companies House
— for the record —