

# 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. LP012875

Name of firm or partnership: Abingworth Bioventures V Co-Invest Growth Equity Fund LP

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 9 <sup>th</sup> May 2008, James Abell transferred his interest in the Partnership to Abingworth Bioventures V GP LP, general partner of the Partnership and James Abell ceased to be a limited partner in the Partnership.  On 9 <sup>th</sup> May 2008, the persons listed in Schedule 1 were admitted as limited partners in the Partnership, with the capital contributions specified in Schedule 1 below.		
e. Term or character of the partnership (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).  James Abell has reduced his capital contribution to zero. The persons listed in Schedule 1 made the capital contributions set out opposite their names in Schedule 1 on being admitted as limited partners in the Partnership.		
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)



See Schedule 1 Attached

Signature of firm

Signed for and on behalf of  
Abingworth LLP  
in its capacity as manager of  
Abingworth Bioventures V  
Co-Invest Growth Equity Fund LP

Date

9<sup>th</sup> May 2008

Presented by:

Kirkland & Ellis International LLP  
30 St Mary Axe  
London EC3A 8AF

Presentor's reference: LAM/28048

#### 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.

### Schedule 1 to Form LP6

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)
CAM Life Sciences Fund GmbH & Co. KG	£10.00	£10.00
KB (CI) Nominees Limited as nominee to Quartilium Primaries II LLC	£40.00	£40.00
Paul Capital Top Tier Investments III, L.P.	£30.00	£30.00
Adveq Europe III L.P.	£20.00	£20.00
International Bank for Reconstruction and Development, as Trustee for the Staff Retirement Plan and Trust	£25.00	£25.00
AAF Offshore Corporation	£4.48	£4.48
522 Fifth Avenue Fund, L.P.	£0.40	£0.40
J.P. Morgan Pooled Venture Capital Institutional Investors III LLC	£38.65	£38.65
H21 Private Equity Partners IV Investment Holdings, L.P.	£40.00	£40.00
National Pensions Reserve Fund Commission	£100.00	£100.00
BP Pension Trustees Limited as trustee of the BP Pension Fund	£80.00	£80.00
The Board of Trustees of the Leland Stanford Junior University	£100.00	£100.00
Adam Street Partnership Fund - 2003 U.S. Fund, L.P.	£6.69	£6.69
Adam Street Partnership Fund - 2004 U.S. Fund, L.P.	£6.08	£6.08
Adam Street Partnership Fund - 2005 U.S. Fund, L.P.	£8.66	£8.66
Adam Street Partnership Fund - 2006 U.S. Fund, L.P.	£8.71	£8.71
Adam Street Partnership Fund - 2007 U.S. Fund, L.P.	£11.65	£11.65
Adam Street Partnership Fund - 2005 Non-U.S. Fund, L.P.	£7.12	£7.12
Adam Street Partnership Fund - 2006 Non-U.S. Fund, L.P.	£8.79	£8.79

Adam Street Partnership Fund - 2007 Non-U.S. Fund, L.P.	£14.89	£14.89
EDS Retirement Plan Trust	£4.41	£4.41
Stichting Pensioenfonds Zorg en Welzijn	£12.44	£12.44
Stichting Pensioenfonds ABP	£27.68	£27.68
PE-Invest SICAV 1	£31.50	£31.50
PE-Invest SICAV 2	£31.50	£31.50

25

668.68