

# Limited Partnership 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. LP13168

Name of firm or partnership Barclays Private Equity European Fund III Converteam Co-Investment L.P.

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

a.	The firms name Previous Name Nil	Nil New name
b.	General nature of the business Business previously carried on See attached schedule	Business now carried on See attached schedule
c.	Principal place of business Previous place of business 10 Upper Bank Street, London E14 5JJ	New place of business Condor House, St. Paul's Churchyard, London, EC4M 8AL
d.	Change in the partners or the name of a partner (see Note 1) See attached Schedule	
e.	Term of character of the partnership (see Note 2) Previous term Ten years from the date of commencement	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). Christiian Marriott has assigned the whole of his capital contribution in the amount of €10 to the General Partner, BPE General Partner III L.P.	
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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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 attached Schedule		

Signature of firms C. Minn

Date 13 October 2008

For and on behalf of BPE General Partner III L.P.

Presented by: Clifford Chance LLP  
10 Upper Bank Street  
London  
E14 5JJ

Presentor's reference: JG/70-40380175/JBQG

#### NOTES

149120 Canary Wharf 3

- 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. 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.
- 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

## Schedule to Form LP6

### Barclays Private Equity European Fund III Converteam Co-Investment L.P.

#### b. General nature of the business

##### Business previously carried on

The general nature of the business is to carry on the business of seeking and exploiting general commercial opportunities with the principal objective of generating profit.

##### Business now carried on

The purpose of the Partnership is to make the Converteam Investment and solely in connection therewith to carry on the business of an investor in the Converteam Investment (and to monitor the same) with the principal objective of generating superior long-term capital appreciation and realising capital gain together with such other activities and transactions as may in the opinion of the Manager be necessary or advisable in order to carry out the foregoing purposes and objectives in relation to the Converteam Investment.

#### d. Change in the partners or name of the partner

#### h. Statement of increase in capital contributions

Name of Limited Partners	Increase or additional sum contributed	Total amount contributed
	€	€
Norwich Union Life & Pensions Limited	753.29	753.29
CGNU Life Assurance Limited	451.98	451.98
Commercial Union Life Assurance	351.54	351.54
Aviva Investissements	200.88	200.88
Aviva Staff Pension Trustee Limited	251.10	251.10
ESP 2004 Conduit LP	1,205.27	1,205.27
ESP 2006 Conduit LP	1,225.36	1,225.36
ESP 2008 Conduit LP	1,084.74	1,084.74
ESP Golden Bear Europe Fund	1,245.44	1,245.44
ESP 2008 Coinvestment Fund LP	903.95	903.95

<b>Name of Limited Partners</b>	<b>Increase or additional sum contributed</b> <b>€</b>	<b>Total amount contributed</b> <b>€</b>
AGF PE Holding Europe V, FCPR	251.10	251.10
Allianz Global Investors Italia SGR / APEP Europa II	703.07	703.07
Allianz Global Investors Italia SGR / APEP Europa III	803.51	803.51
Allianz Leben Private Equity Fonds 2001 GmbH	1,245.44	1,245.44
AZ-SGD Private Equity Fonds GmbH	763.34	763.34