

Limited Partnerships Act 1907

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) (see note 1)

Registration No. SL4277

Name of firm Europe LBO III L.P. (the "Partnership")

The changes specified below have been made or have occurred in this limited partnership (see notes overleaf):

a. Firm 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 2) In the case of an authorised partnership state any change in the general partner or in the name of the general partner The Partnership was dissolved.			
e. Term or character of the partnership (see note 3) Where the change in character is authorisation as an authorised partnership or the revocation of such authorisation, give the date and the number of the authorisation order	Change in character Nil	Previous term 	New term

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<p>f. Sum contributed by any limited partner (see note 4) Particulars of any increase in capital contributions must be provided in section h. Not applicable to an authorised partnership.</p> <p>Nil</p>								
<p>g. Liability of any partner by reason of his becoming a limited instead of a general partner or a general partner instead of a limited partner</p> <p>Nil</p>								
<p>h. Statement of increase in capital contributions (see note 4)</p> <table border="1"> <tr> <th>Names of limited partner</th> <th>Increase or additional sum now contributed (if otherwise than in cash, that fact, with particulars, must be stated)</th> <th>Total amount contributed (if otherwise than in cash, that fact, with particulars, must be stated)</th> </tr> <tr> <td>Nil</td> <td></td> <td></td> </tr> </table>			Names of limited partner	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		
Names of limited partner	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								

Signed by Jonathan Heaney as attorney for and on behalf of Burness Paull LLP, agent for and on behalf of **BNP Paribas General Partner Limited**, general partner of the Partnership.

Presented by: Burness Paull LLP
50 Lothian Road
Festival Square
Edinburgh
EH3 9WJ

Presenter's reference:

SJB/2001/550

ED 73 Edinburgh

NOTES:

- 1 This form is also to be used to notify changes in a limited partnership which is a partnership scheme (within the meaning given by section 235A(5) of the Financial Services and Markets Act 2000) for which an authorisation order has been made under section 261D of that Act ("an authorised partnership"). The requirement to notify changes in partnerships under section 9 of the Limited Partnerships Act 1907 has been modified for authorised partnerships by regulation 16(6) of the Collective Investment in Transferable Securities (Contractual Scheme) Regulations 2013.
- 2 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. In the case of an authorised partnership, any change in the general partner or in the name of the general partner must be notified here (no change in the limited partners or in the name of a limited partner is required to be notified).
- 3 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. In the case of an authorised partnership, notify here the making or revocation of the authorisation by the Financial Conduct Authority (include the authorisation number).
- 4 Any variation in the sum contributed by any limited partner must be stated in section f. A statement of any increase in the amount of the partnership capital, whether arising from an increase of contributions, or from introduction of fresh partners must also be stated in section

- h. In the case of an authorised partnership, no change in the sum contributed by a limited partner is required to be notified.
- 5 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.
- 6 The statement must be signed at the end by the firm, and must be sent by post or to the registrar delivered for registration within seven days of the changes taking place.

This power of attorney is made the 3 day of SEPTEMBER 2013 by BNP Paribas General Partner Limited.

We, BNP Paribas General Partner Limited, having our registered office at BNP Paribas House, Anley Street, St. Helier JE2 3QE hereby irrevocably make, constitute and appoint each of Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gotts, Jonathan Heaney and Walter James Clark all of Burness Paull LLP, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:


- 1 to execute the partnership agreement and any other documents that are required to be executed by us, in connection with the Scottish limited partnerships known as Europe LBO III L.P. (SL4277), Europe LBO III - 2 L.P. (SL4276), Europe LBO III - 3 L.P. (SL4275), Europe LBO III - 4 L.P. (SL4274) and Europe LBO III - 5 L.P. (SL4273) (together the "Partnerships");
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph 1 above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the Partnerships; and
- 4 without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the *bona fide* exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at BNP PARIBAS HOUSE on the 3 day of SEPTEMBER 2013 as follows:

For and on behalf of BNP Paribas General Partner Limited

by



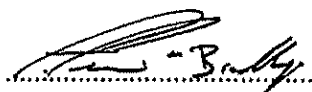
..... Director
(Signature) Robert Syvret



.....
(Print Full Name)

MILES LE CORNU .

In the presence of this witness



..... Signature

ANDREW FENNEL - BRADLEY Name

..... Address

Our Ref SJB/2001/00550/HMN

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The Registrar of Limited Partnerships
Companies House
4th Floor
Edinburgh Quay 2
139 Fountainbridge
EDINBURGH
EH3 9FF

 Burness Paull

19 March 2013

Dear Sir

EUROPE LBO III L.P. (SL4277)

I enclose a form LP6 in relation to the above limited partnership, together with a copy of the power of attorney pursuant to which the form LP6 was signed.

Please acknowledge receipt by date stamping one copy of this letter and returning it to me.

Yours sincerely



Hannah Nijam
Paralegal

T: +44 (0)131 473 6094

E: hannah.nijam@burnesspaul.com

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COMPANIES HOUSE

Aberdeen Edinburgh Glasgow

Burness Paull LLP is a limited liability partnership registered in Scotland (SO300380)
Registered office: 50 Lothian Road, Festival Square, Edinburgh EH3 9WJ
Burness Paull is a registered trade mark of Burness Paull LLP
VAT registration number GB 115 0905 48

Lawyers with offices in Aberdeen, Edinburgh and Glasgow.
A list of members is available for inspection at the firm's registered office.

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