

Limited Partnerships Act 1907

LP6

CHFP025

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)

Registration No.: SL4277

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

The changes specified below have been made or 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 BNP Paribas General Partner Limited, a Bahamian International business company, has ceased to be the general partner of the Partnership and has ceased to be a partner in the Partnership. BNP Paribas General Partner Limited, a Jersey company, has been admitted to the Partnership as general partner.	
e.	Term of 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)).	

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NIL		
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		
Names 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		

Signed by Alan Soppitt as attorney for and on behalf of **BNP Paribas General Partner Limited**, general partner of the Partnership.




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

Presenter's reference: **SJB/1/628/LAXM**
Date: **2 July 2010**

ED 73 Edinburgh

NOTES:

- 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. 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.

BNP PARIBAS
GENERAL PARTNER LIMITED

This power of attorney is made the 25th day of June 2010 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 Christopher Scott, Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gotts and Jonathan Heaney all of Burness 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 any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the Scottish limited partnerships known as Europe LBO III L.P., Europe LBO III-2 L.P., Europe LBO III-3 L.P., Europe LBO III-4 L.P. and Europe LBO III-5 L.P.; and
- 2 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 Jersey on the 25th day of June 2010 as follows:-

For and on behalf of

BNP Paribas General Partner Limited

By **Miles Le Cornu**

..... Director

And **Sharon A Lecrivain**

..... Alternate Director