

Limited Partnerships Act 1907

LP6

TUESDAY



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24/12/2013

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COMPANIES HOUSE

Statement specifying the nature of a change in the limited increase in the amount contributed (in cash or otherwise) by lim

(Pursuant to section 9 of the Limited Partnerships Act 1907) (see note 1)

Registration No. SL5743

Name of firm Benson Elliot GP, 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	
<p>d. Change in the partners or the name of a partner (see note 2)</p> <p>In the case of an authorised partnership state any change in the general partner or in the name of the general partner</p> <p>Benson Elliot GP (Scotland) Limited has transferred its entire interest in the Partnership to Benson Elliot General Partner LLP. Consequently:</p> <p>(a) Benson Elliot General Partner LLP was admitted as a general partner of the Partnership; and</p> <p>(b) Benson Elliot GP (Scotland) Limited has ceased to be a general partner of the Partnership.</p>			
e. Term or character of the partnership (see note 3)	Change in character Nil	Previous term Nil	New term Nil
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			
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. Nil			
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 Nil			
h. Statement of increase in capital contributions (see note 4)			
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 Alan Sopplitt as attorney for and on behalf of Benson Elliot General Partner LLP, general partner of the Partnership.



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

ED 73 Edinburgh

Presenter's reference:
 TRA/2010/148/HMN/23 December 2013

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 19 day of December 2013 by Benson Elliot General Partner LLP.

We, Benson Elliot General Partner LLP, registered number OC38227, having our registered office at 30 Hans Crescent, London SW1X 0NA hereby irrevocably make, constitute and appoint each of Alan Henry Coppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Goffs, Jonathan Heaney and Walter James Clark all of Business Paul LLP, 50 Lathian Road, Leith 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 listed in the schedule annexed hereto (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 and the schedule annexed hereto has been executed by us as a deed at London on the 19 day of December 2013 as follows:

For and on behalf of Benson Elliot General Partner LLP
acting by Benson Elliot GP (Scotland) Limited and by Benson Elliot GP (England) Limited (Members)

by

(Signature)

Director of Benson Elliot GP (Scotland) Limited (Member)

MARC MCHALL Director of Benson Elliot GP (Scotland) Limited (Member)
(Print Name)

(Signature)

Director of Benson Elliot GP (England) Limited (Member)

PATRICK BARRMAN Director of Benson Elliot GP (England) Limited (Member)
(Print Name)

In the presence of this witness

Signature

Name

Address

This is the Schedule referred to in the preceding power of attorney granted by Benson Elliot General Partner LLP in favour of each of Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Philip Gotsis, Jonathan Heaney and Walter James Clark all of Barnes Paul LLP dated 1st December 2013.

Partnership Name	Registered Number
Bensell Carry III, L.P.	SL12258
Bensell Co-Invest III, L.P.	SL12257
Bensell Elliot GP, L.P.	SL5743
Bensell Elliot GP III, L.P.	SL6602
Bensell Elliot Strategic Partners, L.P.	SL5745
Bensell Elliot Strategic Partners III, L.P.	SL6503
Bensell Special Limited Partner, L.P.	SL5746
Bensell Special Limited Partner III, L.P.	SL6600
Bensell US Feeder, L.P.	SL5744
Bensell US Feeder III, L.P.	SL6601