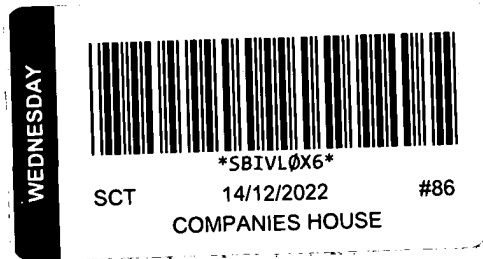


# Limited Partnerships Act 1907

# LP6



Statement specifying the nature of a change in the limited partnership

Pursuant to section 9 of the Limited Partnerships Act 1907

Registration No. SL036082

Name of firm PEIF II SLP Feeder 2 LP (the "Partnership")



The changes specified below have been made or have occurred in this limited partnership:

(Please see notes page 3)

a. Firm name	Previous name  Nil	New name  Nil
b. Principal place of business	Previous place of business  Nil	New place of business  Nil
<p>c. Change in partners or the name of a partner (see note 2) In the case of an authorised partnership, only state any change in the general partner or in the name of the general partner</p> <p><b>PEIF II SLP Feeder GP II, LLP has been admitted as general partner of the Partnership.</b></p> <p><b>DWS Alternatives Global Limited has been admitted as a limited partner of the Partnership.</b></p> <p><b>ARA Initial Limited has ceased to be a limited partner of the Partnership.</b></p>		
<p>d. The liability of any partner by reason of the partner becoming a limited instead of a general partner or a general instead of a limited partner</p> <p>Nil</p>		
e. General nature of the business (not applicable to a private fund limited partnership)	Business previously carried on  The purpose of the Partnership is to carry on in Scotland and elsewhere the business of participating in other limited	Business now carried on  The purposes of the Partnership are to carry on in Scotland and elsewhere, the business of (i) becoming and serving as a carried interest

	partnerships and/or making investments.	partner in one or more funds managed or advised by a member of the DWS Group (being DWS Group GmbH & Co. KGaA together with its subsidiaries), in which the Partnership participates (or is proposed to participate) as a carried interest partner (each an " <b>Underlying Fund</b> "), (ii) engaging in such other activities as the general partner of the Partnership deems necessary, advisable, convenient or incidental to the foregoing and (iii) to engage in any other lawful acts or activities consistent with, or incidental to, the foregoing.	
<b>f. Term or character of the partnership</b> <i>(see note 2)</i>  (not applicable to a private fund limited partnership)  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	Previous term  See Paper Apart	New term  See Paper Apart
<b>g. The sum contributed by any limited partner</b> <i>(see note 3)</i> (not applicable to an authorised partnership)  <b>ARA Initial Limited has decreased its capital contribution in the Partnership by EUR 1.00 from EUR 1.00 to nil.</b>  <b>DWS Alternatives Global Limited now has a capital contribution in the Partnership as set out below.</b>			
<b>Statement of increase in capital contributions to a limited partnership</b> (which is not an authorised partnership or a private fund limited partnership)			
Name of limited partner	Increase or additional sum now contributed	Total amount contributed  (if otherwise than in cash,	

	(if otherwise than in cash, that fact, with particulars, must be stated)	that fact, with particulars, must be stated)
<b>DWS Alternatives Global Limited</b>	<b>EUR 4,500.00</b>	<b>EUR 4,500.00</b>

Signature of firm



Signed by Paula Kennedy as attorney for and on behalf of  
PEIF II SLP Feeder GP, Limited, general partner of the Partnership

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

Presenter's reference:  
**DEU/3004/00008/IDeane**

Date: **14 December 2022**

ED 73 Edinburgh

04/17

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 or a limited partnership which has been authorised under Regulation (EU) No 2015/760 of the European Parliament and of the Council of 29<sup>th</sup> April 2015 on European Long-term Investment Funds ("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 and by regulation 9 of the European Long-term Investment Funds Regulations 2015.

## 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. 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).
- 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. In the case of an authorised partnership, notify here the making or revocation of the authorisation order by the Financial Conduct Authority (include the authorisation order).
- 3 Any variation in the sum contributed by any limited partner must be stated in section g. 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 here. In the case of an authorised partnership, or a partnership which has been designated as a private fund limited partnership, no change in the sum contributed by a limited partner is required to be notified (except as mentioned below).

In the case of a private fund limited partnership that was registered as a limited partnership before 6 April 2017, you should show any withdrawal by a limited partner of the partner's contribution which has the effect that the amount of the partner's contribution is less than it was on the date on which the limited partnership was designated as a private fund limited partnership.

- 4 Each change must be entered in the proper section (a., b., c., d., e., f. and g. 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 change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections. Sections e and f do not apply (and section g applies only in limited circumstances) to a limited partnership which has been designated as a private fund limited partnership.

The statement must be signed at the end by the firm, and sent by post or delivered to the Registrar of Companies for registration within seven days of the changes taking place.

Please be aware that all information on this form will be available on the public record.

## **Paper Apart – Change in term or character of the Partnership**

### **Previous term**

The Partnership shall terminate upon the happening of any of the following events (but not otherwise):

- i. if an order is made by the courts, or an effective resolution is passed for, the liquidation, winding-up or administration of the general partner of the Partnership (other than where any of the foregoing is taken or effected for the purpose of any reconstruction or reorganisation while solvent and where the successor general partner of the Partnership appointed subsequent to such reconstruction or reorganisation has assumed the rights and obligations of the outgoing general partner of the Partnership); or
- ii. if all the limited partners of the Partnership unanimously agree in writing that the Partnership should so terminate.

### **New term**

There shall be a dissolution of the Partnership and its affairs shall be wound up upon the first to occur of any of the following events:

- a) the day after the second anniversary of the last day of the term of the Underlying Fund (in which the Partnership participates as carried interest partner) which is last to terminate;
- b) the decision of the manager of the Partnership to dissolve the Partnership;
- c) the withdrawal, insolvency or dissolution and commencement of winding-up of the general partner of the Partnership except on voluntary liquidation for purposes of reconstruction or amalgamation or assignment by the general partner of the Partnership of its entire interest in the Partnership (unless the transferee is admitted as a replacement general partner of the Partnership pursuant to the terms of the limited partnership agreement governing the Partnership as may be amended and/or restated from time to time) or the occurrence of any other event that causes the general partner of the Partnership to cease to be a general partner of the Partnership under applicable law, unless at the time of the occurrence of such event there is at least one remaining general partner of the Partnership that is hereby authorised to and does (unanimously in the case of more than one general partner) elect to continue the business of the Partnership without dissolution; or
- d) at such time as there are no limited partners of the Partnership, unless the business of the Partnership is continued in accordance with the Limited Partnerships Act 1907 and the Partnership Act 1890 of the United Kingdom (insofar as it applies to limited partnerships established under the Limited Partnerships Act 1907) in each case as amended, supplement or replaced from time to time.