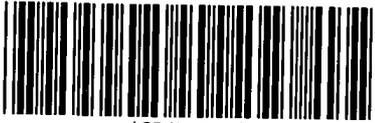


THURSDAY



SB4UVTCQ

SCT 26/05/2022 #140
COMPANIES HOUSE

A fee is payable with this form.

LP5(s)

LIMITED PARTNERSHIPS ACT 1907

Application for Registration of a Limited Partnership in Scotland

(In accordance with section 8A of the Limited Partnerships Act 1907)

Use this form to apply to register a limited partnership in Scotland

Do not use this form to apply to register a limited partnership in England, Wales or Northern Ireland (use LP5)

Do not use this form if any individual person with significant control (PSC) is applying, or has applied for protection from disclosing their details on the public record. Contact secureforms@companieshouse.gov.uk to obtain the correct form

Name of firm WS I Scottish Limited Partnership

The general nature of the business

Holding investments



Address of the proposed principal place of business of the limited partnership (this must be in Scotland)

5th Floor
Quatermile Two
2 Lister Square
Edinburgh
EH3 9GL

The term, if any, for which the limited partnership is to be entered into ²

The limited partnership shall continue until the expiry of one year after the earlier to occur of (a) completion of the disposal by the limited partnership of its share(s) in NHREF X VIANDEN S.A.R.L.; and (b) the termination of the Joint Venture Agreement relating to NHREF X VIANDEN S.A.R.L. and completion of the full duration of any liquidation process of NHREF X VIANDEN S.A.R.L.

LP5(s)

Application for registration of a limited partnership in Scotland

People with significant control (PSC)

Use this Part to tell us about people with significant control (either a registrable person or registrable relevant legal entity (RLE)) in respect of the LP.

Do not use this Part to tell us about any individual people with significant control whose particulars must not be disclosed on the public record. You must use a separate form, which you can get by contacting us:
secureforms@companieshouse.gov.uk

If on registration there will be someone who will count as a person with significant control (either a registrable person or registrable RLE) in relation to the limited partnership, tick statement A and complete any relevant PSC sections.

If there will be no registrable person or RLE, tick statement B and go to signatures section.

A

Statement of initial significant control ¹

- On registration, there will be a person who will count as a person with significant control (either a registrable person or registrable RLE) in relation to the limited partnership.

1 Statement of initial significant control
If there will be a person with significant control (which includes 'other registrable persons') or RLE, please complete the appropriate details in sections C, D & E.

Please use continuation pages if necessary.

B

Statement of no PSC

(Please tick the statement below if appropriate)

- There is no person identified as a person with significant control (either a registrable person or RLE) in relation to the limited partnership.

LP5(s)

Application for registration of a limited partnership in Scotland

Individual PSC**Statement about individual PSC particulars**

Please tick the box to confirm

- The proposed partners confirm that the person named below as an individual PSC knows that their particulars are being supplied as part of this application.

C1 Individual's details													
Title	Mr	1 Country/State of residence This is in respect of the usual residential address as stated in section C4. 2 Month and year of birth Please provide month and year only. Provide full date of birth in section C3.											
Full forename(s)	William John												
Surname	Rucker												
Country/State of residence 1	England												
Nationality	British												
Month/year of birth 2	<input checked="" type="checkbox"/> <input checked="" type="checkbox"/> <table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td>m</td><td>0</td> <td>m</td><td>6</td> </tr> </table> <table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td>y</td><td>1</td> <td>y</td><td>9</td> <td>y</td><td>6</td> <td>y</td><td>3</td> </tr> </table>		m	0	m	6	y	1	y	9	y	6	y
m	0	m	6										
y	1	y	9	y	6	y	3						

C2 Individual's service address 3										
	Please show the individual's service address below. You must also complete the usual residential address in Section C4.	3 Service address This is the address that will appear on the public record. This does not have to be the individual's usual residential address. If you provide the individual's residential address here it will appear on the public record.								
Building name/number	The LP's service address									
Street										
Post town										
County/Region										
Postcode	<table border="1" style="display: inline-table;"><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table>									
Country										

LP5(s)

Application for registration of a limited partnership in Scotland

C5

Nature of control for an individual ^①

Please indicate the individual's nature of control over the LP.

Share of assets

The individual holds, directly or indirectly, the right to the following percentage of the surplus assets of the LP on a winding up (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The individual holds, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove management

- The individual holds, directly or indirectly, the right to appoint or remove a majority of the persons entitled to take part in the management of the LP.

Significant influence or control (Only tick if none of the above apply)

- The individual has the right to exercise, or actually exercises, significant influence or control over the LP.

① Tick each that apply
Only tick the 4th statement (Significant influence or control) if none of the previous statements apply

LP5(s)

Application for registration of a limited partnership in Scotland

C6**Nature of control by a firm over which the individual has significant control¹**

The individual has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

1 Tick each that apply**C7****Nature of control by a trust over which the individual has significant control¹**

The individual has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

- the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

1 Tick each that apply

LP5(s)

Application for registration of a limited partnership in Scotland

Relevant legal entity (RLE)

D1		RLE details ^①
Corporate or firm name	Flint AM LLP	
Building name/number	3	
Street	Bunhill Row	
Post town	London	
County/Region		
Postcode	E C 1 Y 8 Y Z	
Country	United Kingdom	
① Registered or principal office address This address will appear on the public record.		
D2		Legal form and governing law
		Please give details of the legal form of the RLE and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the country/state) and its registration number in that register.
Legal form	Limited liability partnership	
Governing law	Limited Liability Partnerships Act 2000	
If applicable, register in which RLE is entered ^②	Companies House	
Country/State ^②	England	
Registration number ^②	OC442399	
② Registration number Where you have provided details of the register (including country/state) where the RLE is registered, you must also provide its number in that register.		

LP5(s)

Application for registration of a limited partnership in Scotland

D3**Nature of control for an RLE ^①**

Please indicate the RLE's nature of control over the LP.

Share of assets

The RLE holds, directly or indirectly, the right to the following percentage of the surplus assets of the LP on a winding up (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The RLE holds, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove management

- The RLE holds, directly or indirectly, the right to appoint or remove a majority of the persons entitled to take part in the management of the LP.

Significant influence or control (Only tick if none of the above apply)

- The RLE has the right to exercise, or actually exercises, significant influence or control over the LP.

① Tick each that apply
Only tick the 4th statement (Significant influence or control) if none of the previous statements apply

D4**Nature of control by a firm over which the RLE has significant control ^②**

The RLE has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

② Tick each that apply

LP5(s)

Application for registration of a limited partnership in Scotland

D5

Nature of control by a trust over which the RLE has significant control

The RLE has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

● Tick each that apply

LP5(s)

Application for registration of a limited partnership in Scotland

Other registrable person (ORP)

E1	Person details	
	<p>An 'other registrable person' is:</p> <ul style="list-style-type: none"> • a corporation sole • a government or government department of a country or territory or a part of a country or territory • an international organisation whose members include two or more countries or territories (or their governments) • a local authority or local government body in the UK or elsewhere 	
Name of ORP		

E2	Principal office address 	
Building name/number		<p>Principal office address This address will appear on the public record.</p>
Street		
Post town		
County/Region		
Postcode	<input type="text"/>	
Country		

E3	Legal form and governing law	
Legal form		
Governing law		

LP5(s)

Application for registration of a limited partnership in Scotland

E4**Nature of control for an ORP ^①**

Please indicate the ORP's nature of control over the LP.

Share of assets

The ORP holds, directly or indirectly, the right to the following percentage of the surplus assets of the LP on a winding up (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The ORP holds, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove management

- The ORP holds, directly or indirectly, the right to appoint or remove a majority of the persons entitled to take part in the management of the LP.

Significant influence or control (Only tick if none of the above apply)

- The ORP has the right to exercise, or actually exercises, significant influence or control over the LP.

① Tick each that apply
Only tick the 4th statement (Significant influence or control) if none of the previous statements apply

E5**Nature of control by a firm over which the ORP has significant control ^②**

The ORP has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

② Tick each that apply

LP5(s)

Application for registration of a limited partnership in Scotland

E6

Nature of control by a trust over which the ORP has significant control ¹

The ORP has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

¹ Tick each that apply

LP5(s)
Application for registration of a limited partnership in Scotland

F Names and signatures

Please give the name and signature of each general partner

Name	Signature
Flint AM LLP	<div style="display: flex; justify-content: space-around; align-items: center;"> <div style="border: 1px solid black; padding: 2px;"> <small>DocuSigned by:</small> <i>Stephen Stone</i> <small>7B827C2B172E42E...</small> </div> <div style="border: 1px solid black; padding: 2px;"> <small>DocuSigned by:</small> <i>William Rucker</i> <small>D950E75F30134F5...</small> </div> <div style="border: 1px solid black; padding: 2px;"> <small>DocuSigned by:</small> <i>E. S. Dried</i> <small>2D05CF63D9BA489...</small> </div> </div>
	as members of Flint AM LLP

Please give the name, amount contributed and signature of each limited partner

Name	Amount contributed ³	Signature
William John Rucker	£1.00 in cash	<div style="border: 1px solid black; padding: 2px;"> <small>DocuSigned by:</small> <i>William Rucker</i> <small>D950E75F30134F5...</small> </div>
Stephen Stone	£1.00 in cash	<div style="border: 1px solid black; padding: 2px;"> <small>DocuSigned by:</small> <i>Stephen Stone</i> <small>7B827C2B172E42E...</small> </div>

LP5(s)

Application for registration of a limited partnership in Scotland

- ❶ State the name under which the limited partnership is to be registered. This must include the appropriate name ending required by section 8B of the Limited Partnerships Act 1907.
- ❷ This begins with the date of registration.
- ❸ State the amount contributed by each limited partner, and whether paid in cash, or how otherwise.

This form is not to be used to apply for registration of a private fund limited partnership and does not include that application (use form LP7(s)).

Please be aware that all information on this form except that relating to the day of birth and usual residential address of an individual PSC will be available on the public record.

When you have completed the form, please send to the Registrar of Companies.

Presented by:

Morton Fraser LLP

Presenters reference:

PG4/44731.00001

LP5(s) - Continuation page

Individual PSC**Statement about individual PSC particulars**

Please tick the box to confirm

- The proposed partners confirm that the person named below as an individual PSC knows that their particulars are being supplied as part of this application.

C1 Individual's details													
Title	Mr	1 Country/State of residence This is in respect of the usual residential address as stated in section C4. 2 Month and year of birth Please provide month and year only. Provide full date of birth in section C3.											
Full forename(s)	Stephen												
Surname	Stone												
Country/State of residence 1	England												
Nationality	British												
Month/year of birth 2	<input checked="" type="checkbox"/> <input checked="" type="checkbox"/> <table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td>m</td><td>0</td> <td>m</td><td>2</td> </tr> </table> <table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td>y</td><td>1</td> <td>y</td><td>9</td> <td>y</td><td>5</td> <td>y</td><td>4</td> </tr> </table>		m	0	m	2	y	1	y	9	y	5	y
m	0	m	2										
y	1	y	9	y	5	y	4						

C2 Individual's service address 3										
Please show the individual's service address below. You must also complete the usual residential address in Section C4.		3 Service address This is the address that will appear on the public record. This does not have to be the individual's usual residential address. If you provide the individual's residential address here it will appear on the public record.								
Building name/number	The LP's service address									
Street										
Post town										
County/Region										
Postcode	<table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </table>									
Country										

LP5(s) - Continuation page

C5

Nature of control for an individual ¹

Please indicate the individual's nature of control over the LP.

¹ Tick each that apply

Share of assets

The individual holds, directly or indirectly, the right to the following percentage of the surplus assets of the LP on a winding up (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The individual holds, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of right to appoint/remove management

- The individual holds, directly or indirectly, the right to appoint or remove a majority of the persons entitled to take part in the management of the LP.

Significant influence or control (Only tick if none of the above apply)

- The individual has the right to exercise, or actually exercises, significant influence or control over the LP.

LP5(s) - Continuation page

C6**Nature of control by a firm over which the individual has significant control¹**

The individual has the right to exercise or actually exercises significant influence or control over the activities of a firm that is not a legal person under its governing law, and:

the members of that firm (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

The members of that firm (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the members of that firm (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

- the members of that firm (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

¹ Tick each that apply

C7**Nature of control by a trust over which the individual has significant control²**

The individual has the right to exercise or actually exercises significant influence or control over the activities of a trust and:

the trustees of that trust (in their capacity as such) hold, directly or indirectly, the right to the following percentage of any surplus assets on a winding up of the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

Ownership of voting rights

The trustees of that trust (in their capacity as such) hold, directly or indirectly, the following percentage of any voting rights in the LP (tick only one):

- more than 25% but not more than 50%
- more than 50% but less than 75%
- 75% or more

- the trustees of that trust (in their capacity as such) hold the right, directly or indirectly, to appoint or remove a majority of the persons entitled to take part in the management of the LP

- the trustees of that trust (in their capacity as such) have the right to exercise, or actually exercise, significant influence or control over the LP.

² Tick each that apply

FILE COPY



CERTIFICATE OF REGISTRATION OF A LIMITED PARTNERSHIP

Limited Partnership Number **SL035735**

The Registrar of Companies for Scotland, hereby certifies that

WS I SCOTTISH LIMITED PARTNERSHIP

is this day registered under the Limited Partnerships Act 1907 as a Limited Partnership.

Given at Companies House, Edinburgh, on **27th May 2022**