

PO 16527571 £ 20

WEDNESDAY



SCT 12/01/2022 #84
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

The general nature of the business

Investment vehicle for a group of friends and associates to invest in early stage technology startups founded by Africans in Africa and the diaspora

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

272 Bath Street
Glasgow
G2 4JR
Scotland

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

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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 [Ⓢ]

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.

Ⓢ 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.

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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.

G1		Individual's details						
Title			<p>Ⓢ Country/State of residence This is in respect of the usual residential address as stated in section C4.</p> <p>Ⓢ Month and year of birth Please provide month and year only. Provide full date of birth in section C3.</p>					
Full forename(s)								
Surname								
Country/State of residence Ⓢ								
Nationality								
Month/year of birth Ⓢ	X X	<table border="1"> <tr> <td>"</td><td>"</td><td>y</td><td>y</td><td>y</td><td>y</td> </tr> </table>		"	"	y	y	y
"	"	y	y	y	y			

G2		Individual's service address Ⓢ									
		Please show the individual's service address below. You must also complete the usual residential address in Section C4.	<p>Ⓢ 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.</p> <p>If you provide the individual's residential address here it will appear on the public record.</p>								
Building name/number											
Street											
Post town											
County/Region											
Postcode	<table border="1"> <tr> <td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td> </tr> </table>										
Country											

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C5

Nature of control for an individual 

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.

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

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C6

Nature of control by a firm over which the individual has significant control[Ⓢ]

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.

Ⓢ Tick each that apply

C7

Nature of control by a trust over which the individual has significant control[Ⓢ]

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.

Ⓢ Tick each that apply

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Relevant legal entity (RLE)

D1		RLE details [Ⓢ]								
Corporate or firm name		Ⓢ Registered or principal office address This address will appear on the public record.								
Building name/number										
Street										
Post town										
County/Region										
Postcode	<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									
Country										

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.		Ⓢ 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.
Legal form		
Governing law		
If applicable, register in which RLE is entered [Ⓢ]		
Country/State [Ⓢ]		
Registration number [Ⓢ]		

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Application for registration of a limited partnership in Scotland

D3

Nature of control for an RLE [Ⓢ]

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.

Ⓢ 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 [Ⓢ]

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.

Ⓢ Tick each that apply

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Other registrable person (ORP)

E1	Person details	
	An 'other registrable person' is: <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		Ⓞ Principal office address This address will appear on the public record.								
Street										
Post town										
County/Region										
Postcode	<table border="1" style="display: inline-table; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>									
Country										

E3	Legal form and governing law	
Legal form		
Governing law		

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Application for registration of a limited partnership in Scotland

E4

Nature of control for an ORP [Ⓢ]

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.

Ⓢ 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 [Ⓢ]

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.

Ⓢ Tick each that apply

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E6

Nature of control by a trust over which the ORP has significant control [Ⓞ]

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

Ⓞ Tick each that apply

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.

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F **Names and signatures**

Please give the name and signature of each general partner

Name	Signature
Feyi Fawehinmi	DecuSigned by: <i>Feyi Fawehinmi</i> A38C77D079E5A4D...
Andrew Osogbo	DecuSigned by: <i>Andrew Osogbo</i> 34CDBE7592834E9...


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

Name	Amount contributed [®]	Signature
Adedayo Amzat	\$50,000	DecuSigned by: <i>Adedayo Amzat</i> 11E0EAC518D6489...
Adedayo Balogun	\$10,000	DecuSigned by: <i>Adedayo Balogun</i> 8439081AD86D448...
Adebayo Onigbanjo	\$10,000	DecuSigned by: <i>Adebayo Onigbanjo</i> 042C8DC1E0E7A4D...
Aderonke Nedd-Sanyaolu	\$10,000	DecuSigned by: <i>Aderonke Nedd-Sanyaolu</i> AD8F72E42D8E472...





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Names and signatures

Please give the name and signature of each general partner

Name	Signature
Akintunde Oyebo	DocuSigned by:  7C6A83B93C0D423

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

Name	Amount contributed [®]	Signature
Charles Ayanleke	\$10,000	DocuSigned by:  AAD9E04433643D
Debisi Araba	\$10,000	DocuSigned by:  130AEE02FEE21AE
Edward Okonkwo	\$10,000	DocuSigned by:  0B50C4DD81E849C
Olusegun Bankole	\$10,000	DocuSigned by:  A937C4C6BEC848C

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Names and signatures

Please give the name and signature of each general partner

Name	Signature

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

Name	Amount contributed ^①	Signature
Temilade & Gbenga Sesan	\$10,000	DocuSigned by: Temilade & Gbenga Sesan <small>4C7440B8720C44E</small>
Folahanmi Fagbule	\$10,000	DocuSigned by: Fola Fagbule <small>5D470008007428</small>
Adenike Fawehinmi	\$5,000	DocuSigned by: Adenike Fawehinmi <small>4F8A10B4D860474</small>
Eberechi Nkoro	\$5,000	DocuSigned by: Eberechi Nkoro <small>9A390CEE1E84A5</small>

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F Names and signatures

Please give the name and signature of each general partner

Name	Signature

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

Name	Amount contributed [®]	Signature
Opeyemi Adamolekun	\$5,000	DocuSigned by: <i>Opeyemi Adamolekun</i> <small>EC80B5F0F0A0428</small>
Charles Itsuokor	\$5,000	DocuSigned by: <i>Charles Itsuokor</i> <small>CT7E25A50C048E</small>
Temi-tade Kujore	\$5,000	DocuSigned by: <i>Temi-tade Kujore</i> <small>8D0C231E1885488</small>
Adeboye Adegoke	\$5,000	DocuSigned by: <i>Adeboye Adegoke</i> <small>3001FEDFD4C840E...</small>

LP5(s)

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Names and signatures

Please give the name and signature of each general partner

Name	Signature

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

Name	Amount contributed [®]	Signature
Prime HillHouse Investment Limited	\$10,000	DocuSigned by:  <small>663386678160400</small>
Bisi Ogunwale Financial Solutions Inc.	\$5,000	DocuSigned by: Bisi Ogunwale <small>4720830E72884E0</small>
Suleiman Shittu	\$5,000	DocuSigned by:  <small>40058MA2E4D4DE</small>
Edoka Edosio	\$10,000	DocuSigned by: Edoka Edosio <small>00DE80FB8C7E42B...</small>


LP5(s)
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Names and signatures

Please give the name and signature of each general partner

Name	Signature

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

Name	Amount contributed [®]	Signature
Solutions Infinity Limited	\$10,000	DocuSigned by: <i>Solutions Infinity Limited</i> B802A9E93594418
Feyi Fawehinmi	\$10,000	DocuSigned by: <i>Feyi Fawehinmi</i> A38C77D0728E4AD
Andrew Osogbo	\$10,000	DocuSigned by: <i>Andrew Osogbo</i> 34CDBE7500834E9
Akintunde Oyebode	\$20,000	DocuSigned by:  7C6A63B83C0D423

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- State the name under which the limited partnership is to be registered. This must include the appropriate name ending required by section 88 of the Limited Partnerships Act 1907.
- This begins with the date of registration.
- 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:

Feyi Fawehinmi

Presenters reference:

General Partner

Decoupled by:

Feyi Fawehinmi

A38C77D079E54AD...

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:

Ⓢ Tick each that apply

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.