

SCT 10/09/2021 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

Project Urban (Scots) Limited Partnership

The general nature of the business

To carry on in Scotland and elsewhere the business of investing and monitoring its investments in private equity transactions or private equity real estate either directly or via other limited partnerships.

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

C/O CMS Cameron McKenna Nabarro Olswang LLP, Saltire Court, 20 Castle Terrace, Edinburgh EH1 2EN

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

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The limited partnership shall continue until such date as the partners agree that it shall terminate.

COMPANIES HOUSE

10 SEP 2021

EDINBURGH MAILBOX

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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.

Statement of initial significant control $^{oldsymbol{0}}$

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.

3	Statemen	t o	t no	PS (

(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.

Individual PS Statement abou	C It individual PSC particulars	·
Please tick the box t	o confirm	
	artners confirm that the person named below as an individual PSC knows t as part of this application.	hat their particulars are
Ć1	Individual's details	
Title		• Country/State of residence
Full forename(s)		This is in respect of the usual residential address as stated in
Surname		section C4. Month and year of birth
Country/State of residence •		Please provide month and year only. Provide full date of birth in section C3.
Nationality		Section es
Month/year of birth 1	X X m m y y y y	
C2	Individual's service address O	
	Please show the individual's service address below. You must also complete the usual residential address in Section C4 .	Service address This is the address that will appear on the public record. This does not
Building name/number		have to be the individual's usual residential address.
Street		If you provide the individual's
Post town		residential address here it will appear on the public record.
County/Region		
Postcode		
Country		
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Nature of control for an individual ⁰

Please indicate the individual's nature of control over the LP.	OTick each that apply Only tick the 4th statement (Significant influence or control) if
Share of assets	none of the previous statements
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):	apply
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	
Our eaching of sinha as a sure in a land	
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.	

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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:	⊙ Tick each that apply
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.	
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:	● 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.	

Relevant legal entity (RLE)

D1	RLE details •		
Corporate or firm name	Project Urban (SLP) LLP	◆ Registered or principal office address This address will appear on the public record.	
Building name/number	C/O CMS Cameron McKenna Nabarro Olswang LLP, Saltire Court,		
Street	20 Castle Terrace		
Post town	Edinburgh		
County/Region	Midlothian		
Postcode	EH12EN		
Country	UK		
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,	
Legal form	Limited Liability Partnership	you must also provide its number in that register.	
Governing law	Scots Law		
If applicable, register in which RLE is entered	Companies House		
Country/State 2	Scotland		
Registration number 2	SO307361		

	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	O Tick each that apply Only tick the 4th statement (Significant influence or control) if none of the previous statements apply
	Ownership of voting rights The RLE holds, directly or indirectly, the following percentage of any voting rights in the LP (tick only one): I 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.	
D4	Nature of control by a firm over which the RLE has significant control o	
	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:	● Tick each that apply
	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.	

5	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.

Other registrable person (ORP)

E1	Person details	
	 An 'other registrable person' is: 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
Street		This address will appear on the public record.
Post town		
County/Region		
Postcode		
Country		
E3.	Legal form and governing law	
Legal form		
Governing law		

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	Application for registration of a limited partnership in Scotland	
4	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	● Tick each that apply Only tick the 4th statement (Significant influence or control) if none of the previous statements apply
	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.	
	Nature of control by a firm over which the ORP has significant control	I
	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 memebers 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

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.	

Relevant legal entity (RLE)

D1	RLE details •		
Corporate or firm name	PATRIZIA UK LIMITED	Registered or principal office address This address will appear on the public record.	
Building name/number	166		
Street	SLOANE STREET		
Post town	LONDON		
County/Region			
Postcode	S W 1 X 9 Q F	·	
Country	UK		
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,	
Legal form	LIMITED COMPANY	you must also provide its number in	
Governing law	ENGLAND AND WALES	that register.	
If applicable, register in which RLE is	COMPANIES HOUSE		
entered 0			
Country/State 2	ENGLAND AND WALES		
Registration number 2	07826103		

	Nature of control for an RLE •	
	Please indicate the RLE's nature of control over the LP.	Tick each that apply
٠	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.	
•	Nature of control by a firm over which the RLE has significant control 9	•
	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:	Tick each that apply
	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	
٠	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	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:	ply
	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.	

Relevant legal entity (RLE)

D1	RLE details •			
Corporate or firm name	PATRIZIA PROPERTY INVESTMENT MANAGERS LLP	• Registered or principal office address This address will appear on the		
Building name/number	public record.			
Street	SLOANE STREET	-		
Post town	LONDON	-		
County/Region				
Postcode	S W 1 X 9 Q F			
Country	UK			
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,		
Legal form	LIMITED LIABILITY PARTNERSHIP	you must also provide its number in that register.		
Governing law	ENGLAND AND WALES			
If applicable, register in which RLE is entered	COMPANIES HOUSE			
Country/State 2	UK			
Registration number •				

LP5(s) - Continuation page **D3** Nature of control for an RLE Please indicate the RLE's nature of control over the LP. Tick each that apply 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. Nature of control by a firm over which the RLE has significant control 9 Tick each that apply 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.

5	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:	OTick 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.		

Names and signatures			
Please give the name and signature of each general partner			
Name	Signature		
Project Urban (SLP) LLP	Paul Hampton [Director, PATRIZIA PIM Limited, Designated Member]		
Please give the name, amount contributed and signature of each limited partner	1	I	
Name	Amount contributed ⁹	Signature	
PATRIZIA UK Limited	£1	Director Inn Eavanage 752610A2A95C4E0	

LP5(s)

Application for registration of a limited partnership in Scotland

- 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.
- 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 indivdual PSC will be available on the public record.

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

Presented by:

CMS Cameron McKenna Nabarro Olswang LLP 78 Cannon St, London EC4N 6AF Presenters reference:

NR1967.00043

FILE COPY



CERTIFICATE OF REGISTRATION OF A LIMITED PARTNERSHIP

Limited Partnership Number SL035247

The Registrar of Companies for Scotland, hereby certifies that

PROJECT URBAN (SCOTS) LIMITED PARTNERSHIP

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

Given at Companies House, Edinburgh, on 13th September 2021



