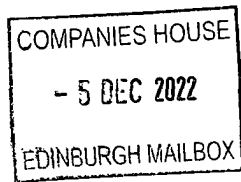


# Limited Partnerships Act 1907

# LP6



Statement specifying the nature of a change in the limited partnership

Pursuant to section 9 of the Limited Partnerships Act 1907

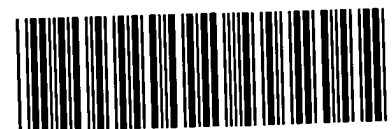
Registration No. SL035320

Name of firm Nova Capital GP Investments XV 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
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  Each of the following has been admitted as a limited partner of the Partnership: <ul style="list-style-type: none"><li>• Nova Capital CI Investments II LP;</li><li>• Nova Capital Group Limited;</li><li>• Johnson Brothers &amp; Company, Limited;</li><li>• Guilherme Brafman;</li><li>• Andrew Golding;</li><li>• Brendan Doyle;</li><li>• Pavlos Stellakis; and</li><li>• Omiros Millas (together, the "New Limited Partners").</li></ul> Neelam Amin has ceased to be a limited partner of the Partnership.		
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  Nil		



<p><b>e. General nature of the business</b> (not applicable to a private fund limited partnership)</p>	<p>Business previously carried on</p> <p style="text-align: center;">Nil</p>	<p>Business now carried on</p> <p style="text-align: center;">Nil</p>	
<p><b>f. Term or character of the partnership</b> (see note 2)</p> <p>(not applicable to a private fund limited partnership)</p> <p>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</p>	<p>Change in character</p> <p>Nil</p>	<p>Previous term</p> <p>The Partnership shall terminate upon the happening of any of the following events (but not otherwise):</p> <p>(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</p> <p>(ii) if all the limited partners of the Partnership unanimously agree in writing that the Partnership should so terminate.</p>	<p>New term</p> <p>The Partnership shall terminate upon the happening of any of the following events (but not otherwise):</p> <p>(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</p> <p>(ii) if all the limited partners of the Partnership unanimously agree in writing that the Partnership should so terminate; or</p> <p>(iii) if the commitment in aggregate has not been received by</p>

			the Partnership on or before the last date which enables the Partnership to comply with its obligations under clause 3.7 of the limited partnership agreement governing the Partnership without being in breach of its obligations to do so under any other agreement which the Partnership is bound by.
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**g. The sum contributed by any limited partner (see note 3) (not applicable to an authorised partnership)**

**Each of the New Limited Partners has made a capital contribution to the Partnership as detailed below.**

**Neelam Amin has reduced her capital contribution to the Partnership by GBP 1.00 from GBP 1.00 to nil.**

**Statement of increase in capital contributions to a limited partnership (which is not an authorised partnership or a private fund limited partnership)**

Name 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)
<b>Nova Capital CI Investments II LP</b>	<b>GBP 0.01</b>	<b>GBP 0.01</b>
<b>Nova Capital Group Limited</b>	<b>GBP 18.00</b>	<b>GBP 18.00</b>
<b>Johnson Brothers &amp; Company, Limited</b>	<b>GBP 80.00</b>	<b>GBP 80.00</b>
<b>Guilherme Brafman</b>	<b>GBP 10.00</b>	<b>GBP 10.00</b>
<b>Andrew Golding</b>	<b>GBP 80.00</b>	<b>GBP 80.00</b>
<b>Brendan Doyle</b>	<b>GBP 50.00</b>	<b>GBP 50.00</b>
<b>Pavlos Stellakis</b>	<b>GBP 6.00</b>	<b>GBP 6.00</b>
<b>Omiros Millas</b>	<b>GBP 6.00</b>	<b>GBP 6.00</b>

Signature of firm



Signed by Andrew Christie as agent for and on behalf of Nova (GP) Scotland Limited,  
general partner of the Partnership

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

Presenter's reference:  
**NOV/2017/00016/ETHOM**

Date: **2 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.