

**Company No. 02192937**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**CINVEN LIMITED**

**(the "Company")**

**4 DECEMBER 2009**

**(the "Circulation Date")**

We, the undersigned, being the sole member of the Company who (at the date of this resolution) would have been entitled to vote upon the resolution set out below if it had been proposed at a general meeting at which we were present, hereby irrevocably agree to the following resolution of the Company, having effect as a special resolution, in accordance with Chapter 2 Part 13 of the Companies Act 2006:

**SPECIAL RESOLUTION**

- 1.1 THAT the ordinary share capital of the Company be reduced by a total of £25,856,143.88 by:
- (a) the reduction in the nominal value of all the ordinary shares in the capital of the Company from £1.00 to 1 pence; and
  - (b) the reduction of the share premium account by £11,614,388.



.....  
**for and on behalf of**  
**CINVEN GROUP LIMITED**

Date: **4 DECEMBER** 2009

FRIDAY



A49 11/12/2009 138  
COMPANIES HOUSE



## NOTES

1. If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- By Hand: delivering the signed copy to company secretary at Cinven Limited Warwick Court, 5 Paternoster Square, London EC4M 7AG.
- Post: returning the signed copy by post to company secretary at Cinven Limited Warwick Court, 5 Paternoster Square, London EC4M 7AG.
- E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to Mr. Kevin Whale at [kevin.whale@cinven.com](mailto:kevin.whale@cinven.com). Please enter "Written resolutions dated 4 December 2009" in the e-mail subject box.

If you do not agree to the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.