

— for the record — Company Name BAIN CAPITAL, LTD.

002397/15

363s Annual Return

- > Please check the details printed in blue on this statement.
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column.
- > Please use black pen and write in capitals.

Company Type
Private Company Limited By
Shares
Company Number
3918901
Information extracted from
Companies House records on
10th January 2004

list of activity codes.

Section 1: Company details



Ref: 3918901/03/10	Current details	Amended details	
> Registered Office Address If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Devonshire House Mayfair Place London W1J 8AJ	Address UK Postcode	
> Register of Members If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Address where the Register is held At Registered Office	Address UK Postcode	
> Register of Debenture Holders If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Not Applicable	Address UK Postcode	
> Principal Business Activities If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	SIC Code Description 6523 Other financial intermediation	SIC CODE Description	
> Please enter additional principal activity code(s) in "Amended details" column. See notes for guidance for			

Company Number - 3918901	Section 2: Details of Office	, ,
	Current details	Amended details
> Company Secretary If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name -Greg BENSON- Address Flat 7 7 9 Brick Street Lendon- W1J 7DE	MICHAEL ANDREW COLATO Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723E of the Companies Act 1985. Address 112 BARROWGATE ROAD
Particulars of a new Company Secretary must be notified on form 288.		UK Postcode WL P Date of change 2 2 / 02 / 200 4 Date Greg BENSON ceased to be secretary (if applicable) 0 2 / 0 2 / 200 4
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Greg BENSON Address Flat 7 7-9 Brick Street London W1J 7DE- Date of birth 15/07/1954	Name MICHAEL ANDREW COLATO Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address 112 BARROWGATE ROAD LONDON
Particulars of a new Directo	Nationality Us Citizen	UK Postcode W上 _ 4QP Date of birth 1 上 / 2 年 / 1 9 6 年

Occupation Private Equity

Investment

must be notified on form

288.

Nationality

Occupation

BRITISH

Date of change Q 2 / Q 2 / 2 Q Q 4

director (if applicable)
Q2/Q2/2004

Date Greg BENSON ceased to be

ACCOUNTANT

Company Number - 3918901	Section 2: Details of Officers of the Current details	Amended details
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Robert Christopher GAY Address 10 Shadow Lake Road Ridgefield Connecticut 06877 Usa	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Address
Particulars of a new Director must be notified on form 288.	Date of birth 01/09/1951 Nationality U S Citizen Occupation Investment Professional	UK Postcode Date of birth Nationality Occupation Date of change / / Date Robert Christopher GAY ceased to be director (if applicable)
> Director If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column.	Name Dwight POLER Address 9 Phillimore Gardens London W8 7QG	Name Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723E of the Companies Act 1985. Address
Particulars of a new Directo must be notified on form 288.	Date of birth 22/09/1965 Nationality American Occupation Investment Professional	UK Postcode

Company Number - 391890	Com	panv	Number	- 391	890
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Section 3: Share Capital

		Current details	Amended details
>	Issued Share Capital This table shows the total number of shares that have been issued by your company and their Nominal Value. If any of the details are wrong, please fill in the correct details.	Class of share Ordinary	Class of share
		Nominal value of each share £1.00	Nominal value of each share
		Number of shares issued 1,854,039	Number of shares issued
		Aggregate Nominal Value of issued shares £1,854,039.00	Aggregate Nominal Value of issued shares
>	Total shares issued and value If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column.	Total number of shares issued 1,854,039	Total number of shares issued
		Total Nominal value of shares issued £1,854,039.00	Total Nominal value of shares issued

> At the date of this Annual Return, if the company has altered or changed its share capital in any way or allotted new shares, please refer to the guidance notes for details of the appropriate form that should be sent with this Annual Return. Annual return guidance notes are available on the Companies House web site at www.companieshouse.gov.uk or by ringing 0870 3333636.

Company Number - 3918901

Section 4: Details of Shareholders

- > The details we hold on your company's shareholders and their shareholdings are printed below. These are based on your last Annual Return.
- > If any details have changed, or if any shares have been transferred, please fill in the details in the "Amended details" or "Shares transferred" column.
- > Please give details of any other shareholders in Section 5.

Current details	Amended details	Shares transferred
Shareholder Name BAIN CAPITAL LLC	Name	
	Address	
Address 111 Huntington Avenue Boston 02199 Massachusetts United States Of America		Shares transferred by BAIN CAPITAL LLC
	UK Postcode	
Shares held Class Numbe Ordinary 185403		Class Number Date of transfer
Ordinary 1004003		
		;

Company Number - 3918901

Section 5: Details of Other Shareholders

- > Please fill in details of any persons or corporate bodies who are shareholders of the company at the date of this return, but whose details are not printed in Section 4.
- > Also, provide the details of any persons who became but have ceased to be shareholders of the company since the date of the last annual return.
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately.
- > Please copy this page if there is not enough space to enter all the company's other shareholders.

Shareholders details		Class and number of shares or amount of stock transferred (If appropriate)	
Name			
Address			
			:
UK Postcode	1	,	
Name			
Address			
UK Postcode			
Name			
Address			
UK Postcode			
Name			
Address			
L			
UK Postcode			
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363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below.
- > If you want to change the made up date of this annual return, please complete 2 below.

1. Declaration

I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below). I enclose the filing fee of £15.

Signature

26/02/2004

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below.

2. Date of this return

This AR is made up to 3/2/2004

If you are making this return up to an earlier date, please give the date here

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Note: The form must be delivered to CH within 28 days of this date

3. Date of next return

If you wish to change your next return to a date earlier than 3rd February 2005 please give the new date here:

___/__/___

Where to send this form

Please return this form to:

Registrar of Companies

Companies House Crown Way

Cardiff CF14 3UZ

OR

For members of the Hays Document

Exchange service

DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Contact Name

Telephone number inc code

MICHAEL COLATO

0207_ 5145252

Address

DX number if applicable

BAIN CAPITAL, LTD DEVONSHIRE HOUSE, _ _ _ _ _ _

MAYFAIR PLACE, LONDON

DX exchange

Postcode

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