

CIP (V) Nominees Limited

FINANCIAL STATEMENTS (UNAUDITED)

for the year ended 31 December 2015



CONTENTS

	Page
Officers and Professional Advisers	3
Unaudited Statement of Comprehensive Income	4
Unaudited Statement of Financial Position	5
Unaudited Statement of Changes in Equity	6
Notes to the Unaudited Financial Statements	7

OFFICERS AND PROFESSIONAL ADVISERS

Directors

B S Carrier	(Appointed 8 June 2015)
M A Colato	
L A London	
K J Whale	(Resigned 30 June 2015)

Secretary

T L Perkins

Registered Office

One Silk Street
London EC2Y 8HQ

UNAUDITED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2015

		2015	2014
	Note	£	£
Turnover		-	-
Administrative expenses		-	-
Operating Profit		-	-
Profit on ordinary activities before taxation		-	-
Tax on profit on ordinary activities		-	-
Profit for the financial year		-	-

The Company has no recognised gains or losses other than those included in the results above; therefore, no Statement of Other Comprehensive Income has been prepared.

The notes on pages 7 to 9 form an integral part of the unaudited financial statements

UNAUDITED STATEMENT OF FINANCIAL POSITON**31 December 2015**

		2015	2014
	Note	£	£
CURRENT ASSETS			
Debtors - called up equity share capital not yet paid		1	1
CAPITAL AND RESERVES			
Called up share capital	4	1	1
EQUITY SHAREHOLDER'S FUNDS		1	1

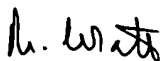
The accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and with FRS for smaller entities (effective April 2008).

For the year ended 31 December 2015 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies. The members have not required the Company to obtain an audit of its accounts for the period in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These unaudited financial statements were approved and authorised for issue by the Board of Directors on 24 March 2016.

Signed on behalf of the Board of Directors



M A Colato
Director



L A London
Director

UNAUDITED STATEMENT OF CHANGES IN EQUITY

31 December 2015

	Called up share capital £'000	Profit and loss account £'000	Total £'000
As at 1 January 2014	1	-	1
Profit for the financial year	-	-	-
As at 31 December 2014	1	-	1
Profit for financial year	-	-	-
Balance at 31 December 2015	1	-	1

The notes on pages 7 to 9 form an integral part of the unaudited financial statements

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS

Period for the year ended 31 December 2015

1. Accounting policies

The unaudited financial statements are prepared in accordance with applicable United Kingdom law and accounting standards. The particular accounting policies adopted are described below. The accounting policies have been consistently applied to both of the years presented in these unaudited financial statements.

General information and basis of accounting

CIP (V) Nominees Limited is a company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 3.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. The unaudited financial statements are also presented in pounds sterling.

These unaudited financial statements have been prepared under United Kingdom Accounting Standards, in accordance with Section 1A, "Small Entities", of the Financial Reporting Standard 102 ("FRS 102"), The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of disclosure exemptions available to it. Exemptions have been taken in relation to the presentation of a cash flow statement.

Going concern

The Company acts solely as a nominee company. It does not acquire assets, incur liabilities or carry out transactions on its own account. Any expenses in relation to the Company are paid for and borne by Cinven Partners LLP, the ultimate parent company.

The directors have considered cash flows and the nature of the Company's operations and taken into consideration the Company's relationship with Cinven Partners LLP. As a consequence, they have deemed that the Company has the financial resources to meet its obligations for the foreseeable future.

From review of the above going concern analysis, it is therefore deemed that the Company is considered a going concern.

Accounting convention

The unaudited financial statements are prepared under the historic cost convention and in accordance with Financial Reporting Standards 102 ("FRS 102") issued by the Financial Reporting Council.

2. Critical accounting judgments and key sources of estimation uncertainty

Due to the nature of the Company business and having considered the key sources of income and expenditure, balance sheet items and the Group's accounting policies, the Directors do not believe there are any critical accounting judgments or key sources estimation uncertainty.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS (Continued)

Period for the year ended 31 December 2015

3. Profit and Loss

There were no transactions in the revenue account or movements in shareholders' funds during the year or the preceding year and consequently no Statement of Other Comprehensive Income has been produced. The administrative expenses were borne by Cinven Partners LLP for services to the Company.

The directors received no remuneration during the year (2014: £nil). The Company has no employees (2014: none).

4. Cash Flow Statement

There were no cash movements in the year and so no cash flow statement has been prepared.

5. Called up share capital

	2015		2014	
	Number of shares	Share capital £	Number of shares	Share capital £
Called up, allotted and unpaid:				
Ordinary shares of £1 each	1	1	1	1

The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; they do not confer any rights of redemption.

6. Related party transactions

CIP (V) Nominees Limited is exempt from disclosing related party transactions under Financial Reporting 102 Standard 33 Related Party Disclosures, with members of Cinven Partners LLP, as it is a wholly owned subsidiary and provided that any other subsidiary undertaking which is a party to the transaction is wholly owned by a member of that group.

There were no other related party transactions or outstanding balances requiring disclosure.

7. Directors' interests

The directors are participants in the Fifth Cinven Fund Co-Investment Plan of which the Company is nominee.

8. Ultimate parent entity

The directors regard Cinven Partners LLP as its parent and ultimate controlling party, which is incorporated in England and Wales. The smallest and largest group into which the accounts of the Company for the period ended 31 December 2015 are consolidated are the accounts for Cinven Partners LLP. Copies of the Cinven Partners LLP's consolidated financial statements can be obtained from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

9. Registered office

The address of the Company's registered office is One Silk Street, London, EC2Y 8HQ.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS (Continued)

Period for the year ended 31 December 2015

10. Explanation of transition to FRS 102

This is the first year that the Company has presented its financial statements under FRS 102. As a consequence of adoption FRS 102, no changes to the existing Company's accounting policies have been required. There have been presentational changes to the Statement of Comprehensive Income and additional disclosure requirements, primarily Note 2 – critical accounting judgements and key sources of estimation uncertainty. Accordingly, on transition to FRS 102, there have been no adjustments required to equity or the prior year profit and loss as determined under the previous financial reporting framework.

11. Subsequent events

There are no events after the end of the reporting period.

DIRECTORS' REPORT

Presentation of report and provisions relating to small companies

The Directors' Report does not form part of the unaudited financial statements filed at Companies House but is required to be provided to the members.

The directors present their report of the Company for the period ended 31 December 2015.

The Directors' Report has been prepared in accordance with the small companies exemption as contained within section 415A of the Companies Act 2006.

Activities

The principal activity of the Company which is a wholly owned subsidiary of Cinven Partners LLP is to act as a nominee company for certain participants in the Fifth Cinven Fund Co-Investment Plan. During the year the Company did not, on its own account, acquire any assets, incur any liabilities or carry out any transactions. The administrative expenses of the Company are borne by Cinven Partners LLP.

The Company is a wholly owned subsidiary of Cinven Partners LLP which is also the Company's ultimate parent entity.

There were no transactions in the revenue account or movements in shareholders' funds during the period and consequently no Statement of Other Comprehensive Income has been produced.

Directors

The membership of the Board is set out below.

B S Carrier (Appointed 8 June 2015)

M A Colato

L A London

K J Whale (Resigned 30 June 2015)

Directors Indemnities

The Company has made the qualifying third party indemnity provision for the benefit of its directors which were made during the year and remain in force at the date of this report.

Approved by the Board of Directors
and signed on behalf of the Board



L A London
Director
24 March 2016