## **Limited Partnerships Act 1907**

CHFP025

Statement specifying the nature of a change in the Limited Partnership and Statement of increase in the amount contributed (in cash or otherwise) by Limited Partners.

(Pursuant to section 9 of the Limited Partnerships Act 1907 and section 47 of the Finance Act 1973)

Registration No.:

**SL4001** 

Name of firm or partnership:

Cinven Capital Management (TF No.2) Limited Partnership (the

"Partnership")

Notice is hereby given that the changes specified below have occurred in this limited partnership:

(Please see notes overleaf)

		(Flease see notes overlear)		
a.	The firm's name Previous Name	New name		
	Nil	Nil		
b	General nature of the business Business previously carried on	Business now carried on		
	Nil	Nil		
С	Principal place of business Previous place of business	New place of business		
	Nil	Nil		
đ	Change in the partners or the name of a partner (see Note 1)			
	On 9 July 2008 Cinven (FC) Limited was admitted as a limited partner of the Partnership.			
е	Term of character of the partnership (see Note 2)			
	Previous term	New term		
	Nil	Nil		
f	f Change in the sum contributed by a limited partner (see Note 3) (particulars of any increas capital contributions must be provided at (h) overleaf).			
	For increases see (h) overleaf.			
g	Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.			
	Nil			

**COMPANIES HOUSE** 

Statement of increase in capital contributions			
Name of Limited Partners	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)	
Cinven (FC) Limited	€1	€1	
W44			
( );			

Signature of firms

Date: 10 July 2008

Peter Lawson as attorney for and on behalf of Cinven Capital Management (TF No.2) Limited, general partner of the Partnership.

Presented by:

Burness LLP, 50 Lothian Road

Festival Square, Edinburgh EH3 9WJ

Presentor's reference: ASH/18/72/JZM

## DX ED 73 Edinburgh

## 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.
- 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.
- Any variation in the sum contributed by any limited partner must be stated at f. overleaf. 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 at h. above.
- Each change must be entered in the proper section a., b., c., d., e., f., g., or h., 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 item of change has to be notified. In any such case, the word 'Nil' should be inserted in the other sections.
- The statement must be signed at the end by the firm, and delivered for registration within seven days of the changes taking place.

This power of attorney is made the 7th day of July 2008 by CINVEN CAPITAL MANAGEMENT (TF No.2) LIMITED.

We, CINVEN CAPITAL MANAGEMENT (TF No.2) LIMITED, registered number SC213376 having our registered office at 50 Lothian Road, Festival Square, Edinburgh EH3 9WJ hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson and Jonathan Heaney all of Burness LLP, 50 Lothian Road, Festival Square, Edinburgh, EH3 9WJ as our true and lawful attorney with full power and authority in our name and on our behalf:-

- to execute the partnership agreements and any other documents that are required to be executed by us, in connection with the Scottish limited partnerships known or to be known as Cinven Capital Management (TF No.1) Limited Partnership, Cinven Capital Management (TF No.2) Limited Partnership and Cinven Capital Management (TF No.3) Limited Partnership;
- 2 to execute any replacement partnership agreement and any documents that are required to be executed by us, in connection with any changes made to any of the documents referred to in paragraph I above;
- 3 to execute any deed of assignment or assignation or any other instrument of transfer in respect of our interest or any part thereof in the said Partnerships; and
- without prejudice to the generality of the foregoing to execute in our name and to file with the Registrar of Limited Partnerships such statutory form or forms as may be required under the Limited Partnerships Act 1907 or any regulations made thereunder in relation to such execution pursuant to this power of attorney.

This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by or made against him pursuant to the *bona fide* exercise by him of his power pursuant to this power of attorney: IN WITNESS WHEREOF

This power of attorney has been executed by us as a deed at London on the 7th day of July 2008 as follows:-

For and on behalf of CINVEN CAPITAL MANAGEMENT (TF No.2) LIMITED.

by		
ROBIN A HALL	Director	CASC Mar
KEVIN J WHALE	<del>Directo</del> r/Secretary	Whi