

**GS European Investment Group II Ltd
(the Company)**

Company Number **05702866**

**STATEMENT OF CONFIRMATION BY DIRECTORS PURSUANT TO
SECTION 644(5) COMPANIES ACT 2006**

We, the directors named below (being all the directors of the Company as at the date of this statement), hereby confirm that the solvency statement dated 7 June 2011 made by us pursuant to sections 641 - 644 of the Companies Act 2006 was

- (a) made not more than 15 days before the date on which the special resolution relating to the reduction of share capital was passed by way of written resolution, and
- (b) sent or submitted to the sole member of the Company at or before the time at which the special resolution was sent to the sole member of the Company in accordance with the requirements of section 642(2) of the Companies Act 2006

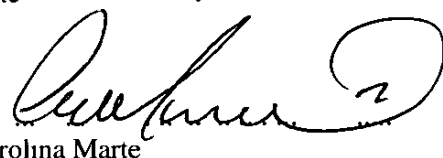
This statement is made on 7 June 2011

This statement may be signed by the directors of the Company in any number of counterparts, all of which when taken together will constitute one statement

Signed by


Gregory Minson

Date 7 June 2011


Carolina Marte

Date 7 Jun 2011

