

Company no: 5793757

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
of
GS EUROPEAN INVESTMENT GROUP III LTD.

I, Nicholas Russell, being a Secretary of the Company, hereby confirm that the following Special Resolutions have been validly passed on *18 August* 2009 by the sole shareholder of the Company in accordance with sections 288 to 300 of the Companies Act 2006 ("the 2006 Act"):


AS SPECIAL RESOLUTIONS IN ACCORDANCE WITH s.283 OF THE 2006 ACT

1. THAT the articles of association be altered by:

- (i) deleting clause 3.2 and re-numbering existing clauses 3.3 and 3.4 accordingly; and;
- (ii) deleting the words "Articles 3.1 or 3.2" from clause 3.2 (as re-numbered above) and replacing with the words "Article 3.1".

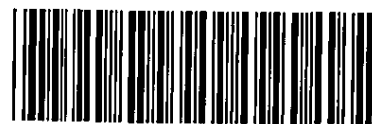
2. THAT the following additional terms, as approved by the directors of the Company, will apply to the 2,376,869 Redeemable Shares of Euro 1.00 each (the "Redeemable Shares") allotted to GS European Opportunities Fund III Ltd. between 24 January 2008 and 16 January 2009:

- (i) the Redeemable Shares would only be redeemable at the option of the Company; and
- (ii) the Company would give no less than 1 months' notice in writing of its intention to exercise its option to redeem.


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Nicholas Russell
Company Secretary

Date: *18 August* 2009

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