

Company No 5965981

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING


of

PERMIRA DEBT MANAGERS HOLDINGS LIMITED
(the "Company")

Permira Debt Mangers Group Holdings Limited, being the sole member of the Company who at the date of these resolutions is entitled to attend and vote at a general meeting of the Company, RESOLVES, in accordance with section 381A of the Companies Act 1985, to pass the following as written resolutions

- 1 THAT the Company reclassify the existing 1 issued ordinary share of £1 00 in the capital of the Company held by Permira Debt Managers Group Holdings Limited into 100 issued "B" Ordinary Shares of £0 01 each, having the rights set out in the Company's articles of association (the "Articles"), and
- 2 THAT the Company reclassify the 99 unissued ordinary shares of £1 00 each in the capital of the Company into 9,900 "B" Ordinary Shares of £0 01 each, having the rights set out in the Articles

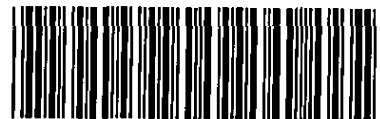
SIGNATURE


For and on behalf of Permira Debt Mangers Group Holdings Limited

DATE

17 May 2007

FRIDAY



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17/08/2007
COMPANIES HOUSE