Limited Partnership Act 1907

CHFP025

LP6

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.: **SL4000**

Name of firm or partnership: **Cinven Capital Management (TF No.1) Limited Partnership**

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

(Please see notes overleaf)

a.	The firm's name Previous Name **Nil**	New name **Nil**
b	General nature of the business Business previously carried on **Nil**	Business now carried on **Nil**
c	Principal place of business Previous place of business **Nil**	New place of business **Nil**
d	Change in the partners or the name of a partner (see Note 1) **Roberto Italia was admitted as a limited partner to the partnership on 22December 2005**	
e	Term of character of the partnership (see Note 2) Previous term **Nil**	New term **Nil**
f	Change in the sum contributed by a limited partner (see Note 3) (particulars of any increase in capital contributions must be provided at (h) overleaf). **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**	

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h 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)
Roberto Italia	**€ 1,721.17**	**€ 1,721.17**

Alan Soppitt as attorney
FOR AND ON BEHALF OF
Cinven Capital Management
(TF No. 1) Limited as
general partner of Cinven
Capital Management
(TF No. 1) Limited Partnership Alan Soppitt

Date: 22 December 2005

Presented by: Burness LLP, 50 Lothian Road
Festival Square, Edinburgh EH3 9WJ

Presentor's reference: JZP/ASH/18/39

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.

2 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.

3 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.

4 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.

5 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 21st day of December 2005 by Cinven Capital Management (TF No. 1) Limited.

We, Cinven Capital Management (TF No. 1) Limited, registered number SC213374 having our registered office at 50 Lothian Road, Festival Square, Edinburgh, EH3 9BY hereby irrevocably make, constitute and appoint each of John Campbell Rafferty, Christopher Scott, Alan Henry Soppitt and Peter Alexander Lawson all of Burness, 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:-

(a) to execute the admission agreement relating to the admission of Roberto Italia and any other documents that are required to be executed by us, in connection with the Scottish limited partnership known as Cinven Capital Management (TF No. 1) Limited Partnership (which shall include for the avoidance of doubt any partnership interests agreement dealing with how the income and capital accruing to the said partnership shall be allocated);

(b) 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 (a) above;

(c) 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 Partnership; and

(d) 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 Warwick Court London on the 21st day of December 2005 as follows:-

For and on behalf of

Cinven Capital Management (TF No. 1) Limited

by

Director

and

~~Director~~/Secretary

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