

Limited Partnerships Act 1907

LP6

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)

Registration No.: SL008452

Name of firm: CD Associates (CH) LP (the "Partnership")

MONDAY



The changes specified below have been made or occurred in this limited partnership:

(Please see notes overleaf)

<p>a. The firm's name</p> <p>Previous Name</p> <p>Nil</p>	<p>New name</p> <p>Nil</p>		
<p>b. General nature of the business</p> <p>Business previously carried on</p> <p>Nil</p>	<p>Business now carried on</p> <p>Nil</p>		
<p>c. Principal place of business</p> <p>Previous place of business</p> <p>Nil</p>	<p>New place of business</p> <p>Nil</p>		
<p>d. Change in the partners or the name of a partner (see Note 1)</p> <p>On 12 August 2011, European Co-investment Partners LLP became a limited partner in the Partnership.</p>			
<p>e. Term of character of the partnership (see Note 2)</p> <table border="1" style="width: 100%;"> <tr> <td data-bbox="145 1525 863 1697"> <p>Previous term</p> <p>Nil</p> </td> <td data-bbox="863 1525 1423 1697"> <p>New term</p> <p>Nil</p> </td> </tr> </table>		<p>Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</p>
<p>Previous term</p> <p>Nil</p>	<p>New term</p> <p>Nil</p>		
<p>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)).</p> <p>European Co-investment Partners LLP has contributed the amount set out beside its name at (h) overleaf on being admitted as a limited partner to the Partnership.</p>			

This power of attorney is made the _____ day of December 2010 by Capital Dynamics Limited.

We, Capital Dynamics Limited, registered number 2215798 having our registered office at 9th Floor, 9 Colmore Row, Birmingham B3 2BJ hereby irrevocably make, constitute and appoint each of Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gots, Jonathan Heaney and Walter James Clark all of Bursess 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:-

- 1 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 as CD Associates (CH) LP (registered number SL3452), CD Associates LP (registered number SL6599), Capital Dynamics European Buyout 2008 (registered number SL6844, in the process of changing its name to CD Associates (US) LP), the partnership known or to be known as CD Associates (UK) LP and CD Co-Investment Founder Partner LP (registered number SL6343);
- 2 to execute any replacement partnership agreements 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 1 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
- 4 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.

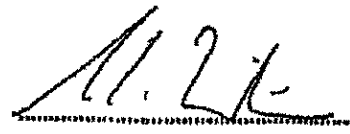
This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by 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 _____ on the 30 day of December 2010 as follows:-

For and on behalf of

Capital Dynamics Limited

by Walter James Clark Director



and

..... Director/Secretary

In the presence of this witness

Mark Julian Ellis
..... Full Name
General Secretary to the Occupation
Princes Street, 500 Address
Edinburgh, Scotland

g. Change in the liability of any partner by reason of his becoming a limited instead of a general partner or vice versa.		
Nil		
h. Statement of increase in capital contributions		
Names 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)
European Co-investment Partners LLP	€321.07	€321.07

Signed by Alan Soppitt as attorney for and on behalf of Capital Dynamics Limited, manager of the Partnership.

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

Presenter's reference: SJB/1744/PVK

ED 73 Edinburgh

NOTES:

- 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. 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.

- 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 _____ day of December 2010 by Capital Dynamics Limited.

We, Capital Dynamics Limited, registered number 2215798 having our registered office at 9th Floor, 9 Colmore Row, Birmingham B3 2BJ hereby irrevocably make, constitute and appoint each of Alan Henry Soppitt, Peter Alexander Lawson, Grant Tennant Stevenson, Mark Julian Ellis, Christopher Phillip Gotts, Jonathan Heaney and Walter James Clark 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:-

- 1 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 as CD Associates (CH) LP (registered number SL8452), CD Associates LP (registered number SL6399), Capital Dynamics European Buyout 2008 (registered number SL6844, in the process of changing its name to CD Associates (US) LP), the partnership known or to be known as CD Associates (UK) LP and CD Co-Investment Founder Partner LP (registered number SL6343);
- 2 to execute any replacement partnership agreements 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 1 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
- 4 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.

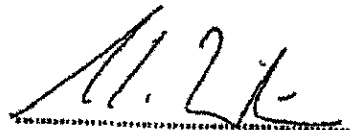
This power of attorney shall expire one year from the date hereof. And we undertake to ratify and confirm any action taken lawfully by our attorney pursuant to this power of attorney and to indemnify our attorney against all and any actions, damages, expenses, costs and claims which may be suffered by 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 _____ on the 30 day of December 2010 as follows:-

For and on behalf of

Capital Dynamics Limited

by
Catharina Lichtner Director



and

..... Director/Secretary

In the presence of this witness
[Signature]
..... Full Name
..... Occupation
..... Address
.....