

**WRITTEN RESOLUTIONS OF**

**GS EUROPEAN INVESTMENT GROUP II**

**COMPANY NUMBER - 05702866**

**THE COMPANIES ACT 2006 & THE INSOLVENCY ACT 1986**

In accordance with section 288 of the Companies Act 2006 the following resolutions were agreed to and were duly passed on 30 September 2015

The following special resolutions numbered (i), (iv) and (v) and the ordinary resolutions numbered (ii), (iii), (vi) and (vii) were passed:

- (i) the Company be wound up voluntarily,
- (ii) A C O'Keefe and A P Beveridge of AlixPartners (the **Liquidators**) be and are hereby appointed Joint Liquidators for the purpose of winding up the Company's affairs and distributing its assets and that any act required or authorised under any Act or enactment to be done by the Liquidator may be done by one or more of the persons for the time being holding the office of Liquidator,
- (iii) the remuneration of the Liquidators shall be fixed at £4,950 plus VAT plus disbursements and that remuneration be drawn in accordance with the terms of the engagement letter between the Liquidators and Goldman Sachs Group UK Limited.
- (iv) the Liquidators be and are hereby authorised to distribute to the member in specie or in kind the whole or any part of the assets of the Company;
- (v) the Liquidators be and are hereby authorised under the provisions of Section 165(2) of the Insolvency Act 1986 to exercise the powers laid down in Part 1 of Schedule 4 of said Act; and
- (vi) the Company's books and records be transferred to, and held by Company Secretary of The Goldman Sachs Group, Inc. and to the order of the Liquidators, until the expiry of 1 year after the date of dissolution of the Company, when they may be disposed of

  
By: Michael Holmes  
Authorised Signatory  
On behalf of Mont Blanc Acquisitions Ltd

  
By: Michael Holmes  
GS EUROPEAN OPPORTUNITIES FUND II L.P  
By: GS EUROPEAN OPPORTUNITIES FUND II  
GP LTD, as General Partner

Date 30 September 2015

FRIDAY



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25/11/2016  
COMPANIES HOUSE

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