

Annex II – Statement of Conformity

[Signatory's Letterhead]

Walker Guidelines Monitoring Group
c/o BVCA
3 Clements Inn
London
WC2A 2AZ

Attn: Simon Walker

[Date]

Dear Sirs

Guidelines for Disclosure and Transparency in Private Equity – Statement of Conformity

We refer to the *Guidelines for Disclosure and Transparency in Private Equity*, published by the Walker Working Group on 20th November, 2007 (the "Guidelines").

We confirm that we are aware of the disclosure recommendations made in the *Guidelines*, in relation to:

- Content of enhanced disclosure by a portfolio company;
- Form and timing of public reporting by a portfolio company;
- Data input by a portfolio company to the industry association;
- Communication by a private equity firm; and
- Data input by private equity firms to the industry association.

We [are aware of our obligations as a member of the British Venture Capital Association (the "BVCA") under the *Guidelines*] / [have chosen to conform voluntarily with the disclosure recommendations made in the *Guidelines*], and hereby submit our Statement of Conformity to the Walker Guidelines Monitoring Group of the BVCA.

The portfolio companies that we own that fall within the enhanced disclosure requirements of the Guidelines are:

[Name] [Year end] [Date of sale of purchase of company in 1/1 ó 31/12 2007]

We confirm this list includes all our portfolio companies that are required to make enhanced disclosure under the *Guidelines*.

In addition, the following companies that we own, which do not meet the definition of Portfolio Companies per V3 of the Guidelines, but will conform voluntarily with the enhanced disclosure requirements are:

[Name] (Year end)

We hereby confirm on behalf of ourselves and the relevant portfolio companies that as at [], we are compliant with our obligations under the Guidelines.

[To the extent that we have not complied with any of the requirements, the reasons are stated below.

[]

[]

Yours faithfully

For and on behalf of:

[Private Equity Firm]