

WHITNEY V LP  
Form SC 13G/A  
February 14, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION**  
Washington, D.C. 20549  
**SCHEDULE 13G**

OMB APPROVAL  
OMB Number:  
3235-0145

Expires:  
December 31, 2005  
Estimated average burden  
hours per response. . 11

**Under the Securities Exchange Act of 1934  
(Amendment No. 1)\***

**Herbalife Ltd.**

(Name of Issuer)

**Common Shares, par value \$0.002 per share**

(Title of Class of Securities)

**G4412G 10 1**

(CUSIP Number)

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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CUSIP No. G4412G 10 1

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
 Whitney V, L.P., a Delaware limited partnership (IRS Identification No. 06-1595614), the sole general partner of which is Whitney Equity Partners V, LLC, a Delaware limited liability company. The managing members of Whitney Equity Partners V, LLC are: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)    
 (b)

3. SEC Use Only

4. Citizenship or Place of Organization

A Delaware limited partnership. The sole general partner is a Delaware limited liability company whose members are individuals who are United States citizens.

Number of  
 Shares  
 Beneficially  
 Owned by  
 Each  
 Reporting  
 Person With

5. Sole Voting Power  
 0

6. Shared Voting Power  
 41,364,155 Common Shares

7. Sole Dispositive Power  
 0

8. Shared Dispositive Power  
 41,364,155 Common Shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
 41,364,155 Common Shares

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
 60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.

12. Type of Reporting Person (See Instructions)  
 PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
 Whitney Strategic Partners V, L.P., a Delaware limited partnership (IRS Identification No. 06-1616392), the sole general partner of which is Whitney Equity Partners V, LLC, a Delaware limited liability company. The managing members of Whitney Equity Partners V, LLC are: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)    
 (b)

3. SEC Use Only

4. Citizenship or Place of Organization

A Delaware limited partnership. The sole partner is a Delaware limited liability company whose members are individuals who are United States citizens.

Number of Shares Beneficially Owned by Each Reporting Person With	5.	Sole Voting Power 0
	6.	Shared Voting Power 41,364,155 Common Shares
	7.	Sole Dispositive Power 0
	8.	Shared Dispositive Power 41,364,155 Common Shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
 41,364,155 Common Shares

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
 60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.

12. Type of Reporting Person (See Instructions)  
 PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Whitney Private Debt Fund, L.P., a Delaware limited partnership (IRS Identification No. 06-1626655), the sole general partner of which is Whitney Private Debt GP, L.L.C., a Delaware limited liability company. The managing members of Whitney Private Debt GP, L.L.C. are Daniel J. O'Brien and Michael R. Stone.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited partnership. The sole general partner is a Delaware limited liability company whose members are individuals who are United States citizens.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
|                                                                                     | 5. | Sole Voting Power<br>0                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
 Green River Offshore Fund, Ltd., a Cayman Islands company, the investment manager of which is Green River Offshore Fund Management Company, L.L.C., a Delaware limited liability company. The members of Green River Offshore Fund Management Company, L.L.C. are Peter M. Castleman, William Laverack, Jr., Daniel J. O'Brien and Michael R. Stone.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)    
 (b)

3. SEC Use Only

4. Citizenship or Place of Organization

A Cayman Islands company. The investment manager is a Delaware limited liability company whose members are individuals who are United States citizens.

Number of  
 Shares  
 Beneficially  
 Owned by  
 Each  
 Reporting  
 Person With

5.	Sole Voting Power 0
6.	Shared Voting Power 41,364,155 Common Shares
7.	Sole Dispositive Power 0
8.	Shared Dispositive Power 41,364,155 Common Shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
 41,364,155 Common Shares

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
 60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.

12. Type of Reporting Person (See Instructions)  
 CO

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG Investments (BVI), L.P., a British Virgin Islands limited partnership, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A British Virgin Islands limited partnership. The general partner is a Delaware limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 5. | Sole Voting Power<br>0                               |
|                                                                                     | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG Associates-QP, LLC, a Delaware limited liability company, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited liability company. The general partner is a Delaware limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
|                                                                                     | 5. | Sole Voting Power<br>0                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
OO (limited liability company)



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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG Associates-AI, LLC, a Delaware limited liability company, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited liability company. The general partner is a limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
|                                                                                     | 5. | Sole Voting Power<br>0                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
OO (limited liability company)

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG Investment Fund-AI, LP, a Delaware limited partnership, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited partnership. The general partner is a Delaware limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
|                                                                                     | 5. | Sole Voting Power<br>0                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG AV, LLC-Series C, a Delaware limited liability company, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited liability company. The general partner is a Delaware limited liability company.
- |    |                                                      |
|----|------------------------------------------------------|
| 5. | Sole Voting Power<br>0                               |
| 6. | Shared Voting Power<br>41,364,155 Common Shares      |
| 7. | Sole Dispositive Power<br>0                          |
| 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
OO (limited liability company)

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG AV, LLC-Series E, a Delaware limited liability company, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited liability company. The general partner is a Delaware limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 5. | Sole Voting Power<br>0                               |
|                                                                                     | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
OO (limited liability company)

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
CCG CI, LLC, a Delaware limited liability company, the general partner of which is Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited liability company. The general partner is a Delaware limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
|                                                                                     | 5. | Sole Voting Power<br>0                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
OO (limited liability company)

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Golden Gate Capital Management, L.L.C., a Delaware limited liability company. The principal managing members of Golden Gate Capital Management, L.L.C. are David C. Dominik and Jesse T. Rogers.
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
A Delaware limited liability company.
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
|                                                                                     | 5. | Sole Voting Power<br>0                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
  12. Type of Reporting Person (See Instructions)  
OO (limited liability company)

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
David C. Dominik
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)    
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States of America
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 5. | Sole Voting Power<br>0                               |
|                                                                                     | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
12. Type of Reporting Person (See Instructions)  
IN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Jesse T. Rogers
2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a)    
(b)
3. SEC Use Only
4. Citizenship or Place of Organization  
United States of America
- |                                                                                     |    |                                                      |
|-------------------------------------------------------------------------------------|----|------------------------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 5. | Sole Voting Power<br>0                               |
|                                                                                     | 6. | Shared Voting Power<br>41,364,155 Common Shares      |
|                                                                                     | 7. | Sole Dispositive Power<br>0                          |
|                                                                                     | 8. | Shared Dispositive Power<br>41,364,155 Common Shares |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
41,364,155 Common Shares
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)  
60.3% beneficial ownership based upon 68,630,828 Common Shares outstanding as of December 31, 2004.
12. Type of Reporting Person (See Instructions)  
IN



**Item 1.**

- (a) Name of Issuer  
Herbalife Ltd. (the **Issuer** )
- (b) Address of Issuer's Principal Executive Offices  
P.O. Box 309GT  
Ugland House, South Church Street  
Grand Cayman, Cayman Islands

**Item 2.**

- (a) Name of Person Filing
  - (i) Whitney V, L.P. is a Delaware limited partnership. The name of the general partner of Whitney V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901.
  - (ii) Whitney Strategic Partners V, L.P. is a Delaware limited partnership. The name of the general partner of Whitney Strategic Partners V, L.P. is Whitney Equity Partners V, LLC, a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Equity Partners V, LLC are as follows: Peter M. Castleman, John C. Hockin, William Laverack, Jr., Daniel J. O'Brien, Steven E. Rodgers, Michael R. Stone, Paul R. Vigano and Robert M. Williams, Jr., the business address of each of whom is 177 Broad Street, Stamford, CT 06901.
  - (iii) Whitney Private Debt Fund, L.P., is a Delaware limited partnership. The name of the general partner of Whitney Private Debt Fund, L.P., is Whitney Private Debt GP, L.L.C., a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the managing members of Whitney Private Debt GP, L.L.C. are as follows: Daniel J. O'Brien and Michael R. Stone, the business address of each of whom is 177 Broad Street, Stamford, CT 06901.
  - (iv) Green River Offshore Fund, Ltd. is a Cayman Islands company. The name of the investment manager of Green River Offshore Fund, Ltd. is Green River Offshore Fund Management Company, L.L.C., a Delaware limited liability company, whose business address is 177 Broad Street, Stamford, CT 06901. The names and business address of the members of Green River Offshore Fund Management Co. are as follows: Peter M. Castleman, William Laverack, Jr., Daniel J. O'Brien and Michael R. Stone, the business address of each of whom is 177 Broad Street, Stamford, CT 06901.
  - (v)

(v) CCG Investments (BVI), L.P. is a British Virgin Islands limited partnership. The name of the general partner of CCG Investments (BVI), L.P. is Golden Gate Capital Management L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The

names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(vi) CCG Associates-QP, LLC, is a Delaware limited liability company. The name of the general partner of CCG Associates-QP, LLC is Golden Gate Capital Management, L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(vii) CCG Associates-AI, LLC is a Delaware limited liability company. The name of the general partner of CCG Associates-AI, LLC is Golden Gate Capital Management, L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(viii) CCG Investment Fund-AI, LP, is a Delaware limited partnership. The name of the general partner of CCG Investment Fund-AI, LP is Golden Gate Capital Management, L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(ix) CCG AV, LLC-Series C, is a Delaware limited liability company. The name of the general partner of CCG AV, LLC-Series C is Golden Gate Capital Management, L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(x) CCG AV, LLC-Series E, is a Delaware limited liability company. The name of the general partner of CCG AV, LLC-Series E is Golden Gate Capital Management, L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(xi) CCG CI, LLC, is a Delaware limited liability company. The name of the general partner of CCG CI, LLC is Golden Gate Capital Management, L.L.C., a Delaware limited liability company, whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(xii) Golden Gate Capital Management, L.L.C., a Delaware limited liability company whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111. The names and business address of the principal managing members of Golden Gate Capital Management, L.L.C. are as follows: David C. Dominik and Jesse T. Rogers, the business address of each of whom is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(xiii) David C. Dominik, a U.S. citizen whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(xiv) Jesse T. Rogers, a U.S. citizen whose business address is One Embarcadero Center, 33rd Floor, San Francisco, CA 94111.

(b) Address of Principal Business Office or, if none, Residence

(i) Whitney V, L.P.

177 Broad Street

Stamford, CT 06901

(ii) Whitney Strategic Partners V, L.P.

177 Broad Street

Stamford, CT 06901

(iii) Whitney Private Debt Fund, L.P.

177 Broad Street

Stamford, CT 06901

(iv) Green River Offshore Fund, Ltd.

Harbour Centre, Third Floor

P.O. Box 30362 SMB

George Town

Grand Cayman, Cayman Islands

(v) CCG Investments (BVI), L.P.

c/o Golden Gate Private Equity, Inc.

One Embarcadero Center

33rd Floor

San Francisco, CA 94111