

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-14**  
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### ISSUER

#### FLEETCOR TECHNOLOGIES INC

CIK: [1175454](#) | IRS No.: **000000000** | State of Incorporation: **DE**  
SIC: **7389** Business services, nec

| Mailing Address   | Business Address  |
|---|---|
| 5445 TRIANGLE PARKWAY<br>SUITE 400<br>NORCROSS GA 30092 | 5445 TRIANGLE PARKWAY<br>SUITE 400<br>NORCROSS GA 30092<br>800-877-9019 |

### REPORTING OWNER

#### SUMMIT SUBORDINATED DEBT FUND II L P

CIK: [1030825](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851390**

| Mailing Address                                      | Business Address   |
|--|--|
| 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116 | 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116<br>6178241094 |

#### SUMMIT VI ADVISORS FUND LP

CIK: [1131279](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851397**

| Mailing Address                                      | Business Address   |
|--|--|
| 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116 | 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116<br>6178241094 |

#### SUMMIT VI ENTREPRENEURS FUND LP

CIK: [1131280](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851396**

| Mailing Address                                      | Business Address   |
|--|--|
| 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116 | 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116<br>6178241094 |

#### SUMMIT VENTURES VI-A LP

CIK: [1131656](#) | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851399**

| Mailing Address                                      | Business Address   |
|--|--|
| 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116 | 222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON MA 02116<br>6178241094 |

#### SUMMIT VENTURES VI-B LP

| Mailing Address                   | Business Address                  |
|-----------------------------------|-----------------------------------|
| 222 BERKELEY STREET<br>18TH FLOOR | 222 BERKELEY STREET<br>18TH FLOOR |

CIK:**1131666** | State of Incorp.:**DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851398**

*BOSTON MA 02116*

*BOSTON MA 02116  
6178241094*

### **SUMMIT INVESTORS VI LP**

CIK:**1258822** | State of Incorp.:**DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851395**

Mailing Address  
*222 BERKELEY STREET  
18TH FLOOR  
BOSTON MA 02116*

Business Address  
*222 BERKELEY STREET  
18TH FLOOR  
BOSTON MA 02116  
6178241094*

### **Summit Partners Private Equity Fund VII B L P**

CIK:**1385242** | State of Incorp.:**DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851393**

Mailing Address  
*222 BERKELEY STREET  
18TH FLOOR  
BOSTON MA 02116*

Business Address  
*222 BERKELEY STREET  
18TH FLOOR  
BOSTON MA 02116  
6178241000*

### **Summit Investors I, LLC**

CIK:**1435565** | State of Incorp.:**DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851392**

Mailing Address  
*222 BERKLEY STREET  
18TH FLOOR  
BOSTON MA 02116*

Business Address  
*222 BERKLEY STREET  
18TH FLOOR  
BOSTON MA 02116  
617-824-1606*

### **Summit Partners Private Equity Fund VII-A, L.P.**

CIK:**1486421** | State of Incorp.:**DE** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851394**

Mailing Address  
*C/O SUMMIT PARTNERS  
222 BERKELEY STREET,  
18TH FLOOR  
BOSTON MA 02110*

Business Address  
*C/O SUMMIT PARTNERS  
222 BERKELEY STREET,  
18TH FLOOR  
BOSTON MA 02110  
617 824-1000*

### **Summit Investors I (UK), L.P.**

CIK:**1494616** | State of Incorp.:**X0** | Fiscal Year End: **1231**  
Type: **4** | Act: **34** | File No.: **001-35004** | Film No.: **13851391**

Mailing Address  
*C/O SUMMIT PARTNERS  
222 BERKELEY STREET,  
18TH FLOOR  
BOSTON MA 02110*

Business Address  
*C/O SUMMIT PARTNERS  
222 BERKELEY STREET,  
18TH FLOOR  
BOSTON MA 02110  
617 824-1000*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
Expires: 02/28/2011  
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

|   |         |          |  |  |  |   |  |  |
|---|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person<br><b>SUMMIT VENTURES VI-A LP</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>FLEETCOR TECHNOLOGIES INC</b><br>[FLT] |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |  |  |
| (Last)  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/14/2013                           |  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input type="checkbox"/> Form Filed by One Reporting Person<br><input checked="" type="checkbox"/> Form Filed by More than One Reporting Person   |  |  |
| 222 BERKELEY STREET, 18TH FLOOR   |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                                     |  |  |   |  |  |
| (Street)<br>BOSTON, MA 02116  |         |          |  |  |  |   |  |  |
| (City)  | (State) | (Zip)    |  |  |  |   |  |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            |         | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 05/14/2013                           |  | S                              |   | 2,500,000 <sup>(1)</sup>  | D          | \$82.38 | 6,132,156 <sup>(2)</sup>  | D  |   |

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |     | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----|---|--|--|--|--|
|  |  |                                      |  | Code                           | V |   | (A)  | (D) |   |  |  |  |  |

### Reporting Owners

|                                |               |
|--------------------------------|---------------|
| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|

|  | Director | 10% Owner | Officer | Other |
|--|----------|-----------|---------|-------|
| <a href="#">SUMMIT VENTURES VI-A LP</a><br>222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON, MA 02116                                   |          | X         |         |       |
| <a href="#">SUMMIT VENTURES VI-B LP</a><br>222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON, MA 02116                                   |          | X         |         |       |
| <a href="#">SUMMIT VI ADVISORS FUND LP</a><br>C/O SUMMIT PARTNERS<br>222 BERKELEY STREET, 18TH FLORR<br>BOSTON, MA 02116           |          | X         |         |       |
| <a href="#">SUMMIT VI ENTREPRENEURS FUND LP</a><br>C/O SUMMIT PARTNERS<br>222 BERKELEY STREET, 18TH FLOOR<br>BOSTON, MA 02116      |          | X         |         |       |
| <a href="#">SUMMIT INVESTORS VI LP</a><br>C/O SUMMIT PARTNERS<br>222 BERKELEY STREET, 18TH FLOOR<br>BOSTON, MA 02116               |          | X         |         |       |
| <a href="#">Summit Partners Private Equity Fund VII-A, L.P.</a><br>222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON, MA 02116           |          | X         |         |       |
| <a href="#">Summit Partners Private Equity Fund VII B L P</a><br>222 BERKELEY STREET<br>18TH FLOOR<br>BOSTON, MA 02116             |          | X         |         |       |
| <a href="#">Summit Investors I, LLC</a><br>222 BERKELEY STREET, 18TH FLOOR<br>BOSTON, MA 02116                                     |          | X         |         |       |
| <a href="#">Summit Investors I (UK), L.P.</a><br>222 BERKELEY STREET, 18TH FLOOR<br>BOSTON, MA 02116                               |          | X         |         |       |
| <a href="#">SUMMIT SUBORDINATED DEBT FUND II L P</a><br>C/O SUMMIT PARTNERS<br>222 BERKELEY STREET, 18TH FLOOR<br>BOSTON, MA 02116 |          | X         |         |       |

#### Explanation of Responses:

1. Represents shares sold by the following entities: 1,420,597 shares of common stock sold by Summit Ventures VI-A, L.P., 592,446 shares of common stock sold by Summit Ventures VI-B, L.P., 29,544 shares of common stock sold by Summit VI Advisors Fund, L.P., 45,361 shares of common stock sold by Summit VI Entrepreneurs Fund, L.P., 11,895 shares of common stock sold by Summit Investors VI, L.P., 36,782 shares of common stock sold by Summit Subordinated Debt Fund II, L.P., 226,124 shares of common stock sold by Summit Partners Private Equity Fund VII-A, L.P., 135,814 shares of common stock sold by Summit Partners Private Equity Fund VII-B, L.P., 1,301 shares of common stock sold by Summit Investors I, LLC and 136 shares of common stock sold by Summit Investors I (UK), L.P.
2. Represents shares held by the following entities: 3,484,530 shares of common stock held by Summit Ventures VI-A, L.P., 1,453,188 shares of common stock held by Summit Ventures VI-B, L.P., 72,469 shares of common stock held by Summit VI Advisors Fund, L.P., 111,263 shares of common stock held by Summit VI Entrepreneurs Fund, L.P., 29,176 shares of common stock held by Summit Investors VI, L.P., 90,220 shares of common stock held by Summit Subordinated Debt Fund II, L.P., 554,652 shares of common stock held by Summit Partners Private Equity Fund VII-A, L.P., 333,132 shares of common stock held by Summit Partners Private Equity Fund VII-B, L.P., 3,191 shares of common stock held by Summit Investors I, LLC and 335 shares of common stock held by Summit Investors I (UK), L.P.

#### Remarks:

The entities mentioned in Footnotes 1 and 2 are collectively referred to as the "Summit Entites." Each of the Summit Entities disclaims beneficial ownership of all shares except those specifically listed in the Footnotes as held by such entity, except to the extent of each such entity's pecuniary interest therein.

## Signatures

|  |                   |
|--|-------------------|
| <u>Summit Ventures VI-A, L.P., by Summit Partners VI (GP), L.P., its GP, by Summit Partners VI (GP), LLC, its GP, by Summit Partners, L.P., its Manager, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>            | <u>05/16/2013</u> |
| <u>Summit Ventures VI-B, L.P., by Summit Partners VI (GP), L.P., Its GP, by Summit Partners VI (GP), LLC, Its GP, by Summit Partners, L.P., its Manager, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>            | <u>05/16/2013</u> |
| <u>Summit VI Advisors Fund, L.P., by Summit Partners VI (GP), L.P., its GP, by Summit Partners VI (GP), LLC, its GP, by Summit Partners, L.P., its Manager, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>         | <u>05/16/2013</u> |
| <u>Summit VI Entrepreneurs Fund, L.P., by Summit Partners VI (GP), L.P., its GP, by Summit Partners VI (GP), LLC, its GP, by Summit Partners, L.P., its Manager, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>    | <u>05/16/2013</u> |
| <u>Summit Investors VI, L.P., by Summit Partners VI (GP), L.P., its GP, by Summit Partners VI (GP), LLC, its GP, by Summit Partners, L.P., its Manager, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>             | <u>05/16/2013</u> |
| <u>Summit Partners Private Equity Fund VII-A, L.P., by Summit Partners PE VII, L.P., its GP, by Summit Partners PE VII, LLC, its GP, by Summit Partners, L.P., its GP, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph Trustey, Member</u> | <u>05/16/2013</u> |
| <u>Summit Partners Private Equity Fund VII-B, L.P., by Summit Partners PE VII, L.P., its GP, by Summit Partners PE VII, LLC, its GP, by Summit Partners, L.P., its GP, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph Trustey, Member</u> | <u>05/16/2013</u> |
| <u>Summit Investors I, LLC, by Summit Investors Management, LLC, its Manager, by Summit Partners, L.P., its Managing Member, by Summit Master Company, LLC, its general partner, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>                           | <u>05/16/2013</u> |
| <u>Summit Investors I (UK), L.P., by Summit Investors Management, LLC, its General Partner, by Summit Partners, L.P., its Managing Member, by Summit Master Company, its General Partner, by Robin W. Devereux, POA for Joseph F. Trustey, Member</u>                  | <u>05/16/2013</u> |
| <u>Summit Subordinated Debt Fund II, L.P., by Summit Partners Subordinated Debt II, LLC, its GP, by Stamps, Woodsum &amp; Company IV, its GP, by Summit Partners, L.P., its GP, by Summit Master Company, LLC, its GP, by Robin W. Devereux, POA for Joseph</u>        | <u>05/16/2013</u> |
| ** Signature of Reporting Person   | Date              |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

**POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Robin W. Devereux his or her true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities (until revoked in writing) to sign any and all instruments, certificates and documents required to be executed on behalf of himself or herself individually or on behalf of each of any affiliate of Summit Partners, L.P. that is not a portfolio company, including without limitation those entities listed on the attached Exhibit A, on matters relating to:

- (a) Sections 13 and 16 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), Rule 144 promulgated under the Securities Act of 1933, as amended (the “33 Act”) and any and all regulations promulgated thereunder, including filings with the Securities and Exchange Commission pursuant thereto;
- (b) any written ballot or proxy with respect to any investment securities owned beneficially or of record by any such entities;
- (c) such filings required pursuant to the Internal Revenue Code of 1986, as amended, and any related regulations, pertaining to such entities
- (d) economic exhibits relating to such entities; and
- (e) the PATRIOT Act.

and to file the same, with all exhibits thereto, and any other documents in connection therewith, with, as applicable, (i) the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, and/or (ii) the Internal Revenue Service, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as he or she might or could do in person thereby ratifying and confirming all that said attorney-in-fact and agent, or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof. Said attorney-in-fact is entitled to amend Exhibit A from time to time to reflect additional affiliates of Summit Partners, L.P. that are not portfolio companies.

The undersigned hereby acknowledges that this Power of Attorney supercedes, revokes and terminates any power of attorney executed by the undersigned prior to the date hereof for the purposes listed above.

[Exhibit A and Signature Pages Follow]

## Power of Attorney

### Exhibit A

|   |  |
|---|--|
| HKL I Partners                            | Summit Accelerator Management, LLC               |
| HKL I, LLC                                | Summit Accelerator Management, L.P.              |
| SD II Bennington Blocker Corp.            | Summit Accelerator Partners, LLC                 |
| SD II Eyeglass Blocker Corp.              | Summit Accelerator Partners, L.P.                |
| SD II Eyeglass Holdings, L.P.             | Summit Founders' Fund II, L.P.                   |
| SD III-B Nomacorc Blocker Corp.           | Summit Founders' Fund, L.P.                      |
| SD III-B Nomacorc Holdings, L.P.          | Summit GmbH & Co. Beteiligungs KG                |
| SD III-B Tippmann Blocker Corp.           | Summit Incentive Plan II, L.P.                   |
| SD III-B Tippmann Holdings, L.P.          | Summit Incentive Plan, L.P.                      |
| SD III-B Tivoli Blocker Corp.             | Summit Investment Holdings Trust                 |
| SD III-B Tivoli Holdings, L.P.            | Summit Investment Holdings Trust II              |
| SD III-B TUI Blocker Corp.                | Summit Investors (SAF) IV, L.P.                  |
| SD III-B TUI Holdings, L.P.               | Summit Investors Holdings Trust                  |
| SDIII-B Focus Blocker Corp.               | Summit Investors I (UK), L.P.                    |
| SDIII-B Focus Holdings, L.P.              | Summit Investors I, LLC                          |
| Shearson Summit Partners Management, L.P. | Summit Investors II, L.P.                        |
| SP (1984), L.P.                           | Summit Investors III, L.P.                       |
| SP PE VII-B Announce Blocker Corp.        | Summit Investors Management, LLC                 |
| SP PE VII-B Announce Holdings, L.P.       | Summit Investors VI, L.P.                        |
| SP PE VII-B Nomacorc Holdings, L.P.       | Summit Investors, L.P.                           |
| SP VC II-B TMFS Blocker Corp.             | Summit LogistiCare LLC                           |
| SP VC II-B TMFS Holdings, L.P.            | Summit Master Company, LLC                       |
| Sparta Holding Corporation                | Summit Partners III S.a.r.l.                     |
| SPPE VII-B Aurora Blocker Corp.           | Summit Partners PE VII, LLC                      |
| SPPE VII-B Aurora Holdings, L.P.          | Summit Partners PE VII, L.P.                     |
| SPPE VII-B CD Blocker Corp.               | Summit Partners Blocker, Inc.                    |
| SPPE VII-B Champion Blocker Corp.         | Summit Partners Europe Private Equity Fund, L.P. |
| SPPE VII-B Nomacorc Blocker Corp.         | Summit Partners Europe, L.P.                     |
| SPPE VII-B SUN Blocker Corp.              | Summit Partners Europe, LTD.                     |
| SPPE VII-B SUN Holdings, L.P.             | Summit Partners F.F. Corp.                       |
| SPPE VII-B TUI Blocker Corp.              | Summit Partners Holdings, L.P.                   |
| SPPE VII-B TUI Holdings, L.P.             | Summit Partners II S.a.r.l.                      |
| SPVCII-B Anesthetix Blocker Corp.         | Summit Partners II, L.P.                         |
| SPVCII-B LiveOffice Blocker Corp.         | Summit Partners III, L.P.                        |
| Stamps, Woodsum & Co.                     | Summit Partners IV, L.P.                         |
| Stamps, Woodsum & Co. II                  | Summit Partners, LLC                             |
| Stamps, Woodsum & Co. III                 | Summit Partners Private Equity Fund VII-A, L.P.  |
| Stamps, Woodsum & Co. IV                  | Summit Partners Private Equity Fund VII-B, L.P.  |
| Summit Accelerator Founders' Fund, L.P.   | Summit Partners S.a.r.l.                         |
| Summit Accelerator Fund, L.P.             | Summit Partners SD II, LLC                       |





## Power of Attorney

### Exhibit A

|   |   |
|---|---|
| Summit Partners SD III, L.P.                      | Summit Ventures V, L.P.                   |
| Summit Partners SD III, LLC                       | Summit Ventures VI-A, L.P.                |
| Summit Partners SD IV, LLC                        | Summit Ventures VI-B HCP Blocker Corp.    |
| Summit Partners SD IV, LP                         | Summit Ventures VI-B HCP, L.P.            |
| Summit Partners SD IV-A, LP                       | Summit Ventures VI-B, L.P.                |
| Summit Partners SD IV-B, LP                       | Summit Ventures, L.P.                     |
| Summit Partners SD, L.P.                          | Summit Verwaltings GmbH                   |
| Summit Partners V S.a.r.l.                        | Summit VI Advisors Fund, L.P.             |
| Summit Partners V, L.P.                           | Summit VI Entrepreneurs Fund L.P.         |
| Summit Partners VC II LLC                         | Summit/CAM Holdings, LLC                  |
| Summit Partners VC II LP                          | Summit/Meditech LLC                       |
| Summit Partners Venture Capital Fund II-A, L.P.   | Summit/Sun Holdings, LLC                  |
| Summit Partners Venture Capital Fund II-B, L.P.   | SV Eurofund, C.V.                         |
| Summit Partners VI (GP), L.P.                     | SV International, L.P.                    |
| Summit Partners VI (GP), LLC                      | SV VI -B Eyeglass Common Blocker Corp.    |
| Summit Partners VI-A France                       | SV VI -B Eyeglass Preferred Blocker Corp. |
| Summit Partners VI-A S.a.r.l.                     | SV VI B Tippmann Common Blocker Corp.     |
| Summit Partners VI-B France                       | SV VI B Tippmann Preferred Blocker Corp.  |
| Summit Partners VI-B S.a.r.l.                     | SV VI Tippmann Holdings. L.P.             |
| Summit Partners VII-A S.a.r.l.                    | SV VI-B Aurora Blocker Corp.              |
| Summit Partners VII-B S.a.r.l.                    | SV VI-B Aurora Holdings, L.P.             |
| Summit Partners VIII S.a.r.l.                     | SV VI-B Bennington Blocker Corp.          |
| Summit Partners, L.P.                             | SV VI-B Bennington Holdings, L.P.         |
| Summit Partners, LP Profit Sharing Plan and Trust | SV VI-B CAM Blocker Corp.                 |
| Summit Partners, LP Savings and Investment Plan   | SV VI-B CAM Holdings, L.P.                |
| Summit Partners, Ltd.                             | SV VI-B CD Blocker Corp.                  |
| Summit Retained Earnings, L.P.                    | SV VI-B CD Holdings, L.P.                 |
| Summit Subordinated Debt Fund II, L.P.            | SV VI-B Commnet Common Blocker Corp.      |
| Summit Subordinated Debt Fund III-A, L.P.         | SV VI-B Commnet Holdings, L.P.            |
| Summit Subordinated Debt Fund III-B, L.P.         | SV VI-B Commnet Preferred Blocker Corp.   |
| Summit Subordinated Debt Fund, L.P.               | SV VI-B Eyeglass Holdings, L.P.           |
| Summit TRI, L.P.                                  | SV VI-B Focus Blocker Corp.               |
| Summit UK Advisory LLC                            | SV VI-B Focus Holdings, L.P.              |
| Summit V Advisors Fund QP, L.P.                   | SV VI-B LiteCure Blocker Corp.            |
| Summit V Advisors Fund, L.P.                      | SV VI-B LiteCure, L.P.                    |
| Summit V Companion Fund, L.P.                     | SV VI-B Tippmann Holdings. L.P.           |
| Summit Ventures II, L.P.                          | SV VI-B Tivoli Blocker Corp.              |
| Summit Ventures III, L.P.                         | SV VI-B Tivoli Holdings, LP               |
| Summit Ventures IV, L.P.                          | SWC Holdings CO.                          |



IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 27 day of August, 2008.

/s/Gregory M. Avis  
Gregory M. Avis

State of California                    )  
  ) ss:  
County of San Mateo                )

On this 27 day of August, 2008, before me personally came Gregory M. Avis, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Lisa Franco  
Notary Public



IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 18 day of August, 2008.

/s/Peter Y. Chung  
Peter Y. Chung

State of California                    )  
  ) ss:  
County of San Mateo                )

On this 18 day of August, 2008, before me personally came Peter Y. Chung, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Elisa Leonhardt  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 5 day of Sept., 2008.

/s/Scott C. Collins  
Scott C. Collins

Kingdom of England                    )  
  ) ss:  
City of London                         )

On this 5th day of September, 2008, before me personally came Scott C. Collins, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Edward Gardiner  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Christopher J. Dean \_\_\_\_\_

Christopher J. Dean

Commonwealth of Massachusetts )

) ss:

County of Suffolk )

On this 15 day of September, 2008, before me personally came Christopher J. Dean, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge \_\_\_\_\_

Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Bruce R. Evans

Bruce R. Evans

Commonwealth of Massachusetts )

) ss:

County of Suffolk )

On this 15 day of September, 2008, before me personally came Bruce R. Evans, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge

Notary Public



IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 18 day of August, 2008.

/s/Charles J. Fitzgerald  
Charles J. Fitzgerald

State of California                    )  
  ) ss:  
County of San Mateo                )

On this 18 day of August, 2008, before me personally came Charles J. Fitzgerald, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Elisa Leonhardt  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 21 day of August, 2008.

/s/Craig D. Frances  
Craig D. Frances

State of California                    )  
  ) ss:  
County of San Mateo                )

On this 21 day of August, 2008, before me personally came Craig D. Frances, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Elisa Leonhardt  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Thomas H. Jennings \_\_\_\_\_

Thomas H. Jennings

Commonwealth of Massachusetts )

) ss:

County of Suffolk )

On this 15 day of September, 2008, before me personally came Thomas H. Jennings, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge \_\_\_\_\_

Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 18 day of August, 2008.

/s/Walter G. Kortschak  
Walter G. Kortschak

State of California                    )  
  ) ss:  
County of San Mateo                )

On this 18 day of August, 2008, before me personally came Walter G. Kortschak, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Elisa Leonhardt  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 5th day of September, 2008.

/s/Sotiris T. Lyritzis  
Sotiris T. Lyritzis

Kingdom of England                    )  
  ) ss:  
City of London                         )

On this 5th day of September, 2008, before me personally came Sotiris T. Lyritzis, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Edward Gardiner  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Martin J. Mannion

Martin J. Mannion

Commonwealth of Massachusetts )  
  ) ss:  
County of Suffolk                          )

On this 15 day of September, 2008, before me personally came Martin J. Mannion, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge

Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 12 day of August, 2008.

/s/Harrison B. Miller  
Harrison B. Miller

State of California                    )  
  ) ss:  
County of San Mateo                 )

On this 12 day of August, 2008, before me personally came Harrison B. Miller, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Lisa Franco  
Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Kevin P. Mohan

Kevin P. Mohan

Commonwealth of Massachusetts )

) ss:

County of Suffolk )

On this 15 day of September, 2008, before me personally came Kevin P. Mohan, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge

Notary Public



IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Thomas S. Roberts

Thomas S. Roberts

Commonwealth of Massachusetts )

) ss:

County of Suffolk )

On this 15 day of September, 2008, before me personally came Thomas S. Roberts, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge

Notary Public

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 10 day of September, 2008.

/s/E. Roe Stamps  
E. Roe Stamps

State of Florida                    )  
  ) ss:  
County of Monroe                 )

On this 10 day of September, 2008, before me personally came E. Roe Stamps, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Joanne Muniz  
Notary Public



IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 15 day of September, 2008.

/s/Stephen G. Woodsum  
Stephen G. Woodsum

Commonwealth of Massachusetts )  
  ) ss:  
Country of Suffolk                    )

On this 15 day of September, 2008, before me personally came Stephen G. Woodsum, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge  
Notary Public

