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

Under the Securities and Exchange Act of 1934

(Amendment No. 1)	
Thomson Reuters plc	
(Name of Issuer)	
Common Stock	
(Title of Class of Securities)	
B29MWZ9	
(CUSIP Number)	
Allison Bennington, Esq. ValueAct Capital 435 Pacific Avenue, Fourth Floor San Francisco, CA 94133 (415) 362-3700	
(Name, address and telephone number of Person Authorized to Receive Notices and Communications)	
Christopher G. Karras, Esq. Dechert LLP Cira Centre 2929 Arch Street Philadelphia, PA 19104-2808 (215) 994-4000	
November 25, 2008	
(Date of Event which Requires Filing of this Statement)	
If the filing person has previously filed a statement on Schedule 130 the acquisition that is the subject of this Schedule 13D, and is fill schedule because of $240.13d-1(e)$, $240.13d-1(f)$ or $240.13d-1(g)$, checfollowing box [].	ing this
Note: Schedules filed in paper format shall include a signed original copies of the schedule, including all exhibits. See Rule 240.13d-7 for parties to whom copies are to be sent.	
*The remainder of this cover page shall be filled out for a reporting initial filing on this form with respect to the subject class of sect and for any subsequent amendment containing information which would disclosures provided in a prior cover page.	urities,
This information required on the remainder of this cover page shall deemed to be "filed" for the purpose of Section 18 of the Securities Act of 1934 ("Act") or otherwise subject to the liabilities of that the Act but shall be subject to all other provisions of the Act (how the Notes).	Exchange section of
SCHEDULE 13D	
CUSIP NO. B29MWZ9 Page 2	of 17
1. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOPERSON (entities only)	
ValueAct Capital Master Fund, L.P.	
	(a) [X]
3. SEC USE ONLY	

4. SOURCE OF FUNDS (See Instructions)*

	WC*					
5.	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []			[]		
6.	6. CITIZENSHIP OR PLACE OF ORGANIZATION					
	British Virgin Islands					
	BENEFICIALLY OWNED BY EACH PERSON WITH	7.	SOLE VOTING POWER			
		8.	SHARED VOTING POWER 9,965,669**			
		9.	SOLE DISPOSITIVE POWER 0			
		10.	SHARED DISPOSITIVE POWER 9,965,669**			
11	. AGGREGATE AMOUN	NT BE	NEFICIALLY OWNED BY EACH REPORTING PERSON			
	9,965,669**					
12	12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES []					
13	13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
	5.5%					
14	. TYPE OF REPORTI					
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	ee Item 3 See Item 2 and 5					

CUSIP NO. B				Page 3 of 17		
1. NAME OF	. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOVE PERSON (entities only)					
			ter Fund III, L.P.			
2. CHECK TH	E APPRO	PRIAT	E BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []		
3. SEC USE	. SEC USE ONLY					
			Instructions)*			
PURSUANT	TO ITE	MS 2(URE OF LEGAL PROCEEDINGS IS REQUIRED d) or 2(e)	[]		
			OF ORGANIZATION			
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			SOLE DISPOSITIVE POWER 0			
		10.	SHARED DISPOSITIVE POWER 1,493,137**			
11. AGGREGA	TE AMOU	NT BE	NEFICIALLY OWNED BY EACH REPORTING PERS	SON		
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12. CHECK B CERTAIN	OX IF T	HE AG	GREGATE AMOUNT IN ROW (11) EXCLUDES	[]		
13. PERCENT	OF CLA	SS RE	PRESENTED BY AMOUNT IN ROW (11)			
Less th	an 1%					
14. TYPE OF	REPORT	ING P	ERSON			
PN						
*See Item 3						
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CUSIP NO. B29MWZ9			Page 4 of 17			
	. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOVE PERSON (entities only)					
VA Partners I,						
	RIATE BOX IF A	MEMBER OF A GROUP*	(a) [X] (b) []			
3. SEC USE ONLY						
4. SOURCE OF FUNDS						
00*						
	5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []					
6. CITIZENSHIP OR	6. CITIZENSHIP OR PLACE OF ORGANIZATION					
Delaware						
NUMBER OF	7. SOLE VOTII	NG POWER				
NUMBER OF SHARES BENEFICIALLY	8. SHARED VO 9,965,669	TING POWER				
OWNED BY EACH PERSON WITH						
	10. SHARED DIS 9,965,669	SPOSITIVE POWER				
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9,965,669**						
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13. PERCENT OF CLA	S REPRESENTED I	BY AMOUNT IN ROW (11)				
5.5%						
14. TYPE OF REPORT	NG PERSON					
00 (LLC)						
*See Item 3						
**See Item 2 and 5						

CUSIP NO. B29MWZ9	Page 5 of 17
1. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATE PERSON (entities only)	
VA Partners III, LLC	
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []
3. SEC USE ONLY	
4. SOURCE OF FUNDS*	
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5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIPERSUANT TO ITEMS 2(d) or 2(e)	IRED
6. CITIZENSHIP OR PLACE OF ORGANIZATION	
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7. SOLE VOTING POWER 0 NUMBER OF	
SHARES 8. SHARED VOTING POWER BENEFICIALLY 1,493,137**	
PERSON WITH 9. SOLE DISPOSITIVE POWER 0	
10. SHARED DISPOSITIVE POWER 1,493,137**	
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTIN	NG PERSON
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12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDE CERTAIN SHARES	
13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
Less than 1%	
14. TYPE OF REPORTING PERSON	
00 (LLC)	
*See Item 3 **See Item 2 and 5	

CUSIP NO. B29MWZ) 	Page 6 of 17			
	. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOVE PERSON (entities only)				
ValueAct Capital Management, L.P.					
	ROPRIATE BOX IF A MEMBER OF A GROUP	* (a) [X] (b) []			
3. SEC USE ONLY	. SEC USE ONLY				
4. SOURCE OF FUN					
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	5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []				
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Delaware					
NUMBER OF	7. SOLE VOTING POWER 0				
	8. SHARED VOTING POWER 11,458,806**				
OWNED BY EACH PERSON WITH	9. SOLE DISPOSITIVE POWER 0				
	10. SHARED DISPOSITIVE POWER 11,458,806**				
11. AGGREGATE AM	OUNT BENEFICIALLY OWNED BY EACH REPO	ORTING PERSON			
11,458,806**					
12. CHECK BOX IF CERTAIN SHAR	THE AGGREGATE AMOUNT IN ROW (11) EXES				
13. PERCENT OF C	ASS REPRESENTED BY AMOUNT IN ROW (1				
6.4%					
14. TYPE OF REPO	RTING PERSON				
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*See Item 3 **See Item 2 and	5				

CUSIP NO. B29MWZ9			Page 7 of 17			
	. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOVE PERSON (entities only)					
ValueAct Capita						
		BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []			
3. SEC USE ONLY	. SEC USE ONLY					
4. SOURCE OF FUNDS						
00*						
	5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []					
6. CITIZENSHIP OR	6. CITIZENSHIP OR PLACE OF ORGANIZATION					
Delaware						
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NUMBER OF SHARES BENEFICIALLY	11	HARED VOTING POWER				
OWNED BY EACH PERSON WITH	9. SO	DLE DISPOSITIVE POWER				
		HARED DISPOSITIVE POWER 1,458,806**				
11. AGGREGATE AMOU	NT BENEF	FICIALLY OWNED BY EACH REPORTING PERS				
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12. CHECK BOX IF T CERTAIN SHARES		EGATE AMOUNT IN ROW (11) EXCLUDES	[]			
13. PERCENT OF CLA	SS REPRE	ESENTED BY AMOUNT IN ROW (11)				
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14. TYPE OF REPORT	ING PERS	GON				
00 (LLC)						
*See Item 3						
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CUSIP NO. B29MWZ9			Page 8 of 17			
1. NAME OF REPORT	. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOVE PERSON (entities only)					
ValueAct Hold		P.				
2. CHECK THE APPR	ROPRIA	TE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []			
3. SEC USE ONLY	. SEC USE ONLY					
4. SOURCE OF FUND						
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PURSUANT TO IT	5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []					
		E OF ORGANIZATION				
Delaware						
NUMBER OF		SOLE VOTING POWER 0				
SHARES BENEFICIALLY OWNED BY EACH	8.	SHARED VOTING POWER 11,458,806**				
		SOLE DISPOSITIVE POWER 0				
	10.	SHARED DISPOSITIVE POWER 11,458,806**				
11. AGGREGATE AMO	OUNT BI	ENEFICIALLY OWNED BY EACH REPORTING PER	SON			
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12. CHECK BOX IF CERTAIN SHARE	THE A	GGREGATE AMOUNT IN ROW (11) EXCLUDES	[]			
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6.4%						
14. TYPE OF REPOR	RTING I	PERSON				
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*See Item 3 **See Items 2 and						

CU	SIP NO. B29MWZ9		Page 9 of 17		
1.	. NAME OF REPORTING PERSON/S.S. OR I.R.S. INDENTIFICATION NO. OF ABOVE PERSON (entities only)				
	ValueAct Holdin	gs GP, LLC			
2.		PRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) []		
3.	SEC USE ONLY				
4.	SOURCE OF FUNDS				
	00*				
5.		SCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED MS 2(d) or 2(e)	ſ 1		
6.	CITIZENSHIP OR	PLACE OF ORGANIZATION			
	Delaware				
-		7. SOLE VOTING POWER 0			
	NUMBER OF SHARES BENEFICIALLY	8. SHARED VOTING POWER			
	OWNED BY EACH PERSON WITH	9. SOLE DISPOSITIVE POWER 0			
		10. SHARED DISPOSITIVE POWER 11,458,806**			
- 11		NT BENEFICIALLY OWNED BY EACH REPORTING PER			
	11,458,806**				
- 12	. CHECK BOX IF T CERTAIN SHARES	HE AGGREGATE AMOUNT IN ROW (11) EXCLUDES	[]		
- 13	. PERCENT OF CLA	SS REPRESENTED BY AMOUNT IN ROW (11)			
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- 14	. TYPE OF REPORT	ING PERSON			
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Item 1. Security and Issuer

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This Schedule 13D relates to the Common Stock (the "Common Stock"), of Thomson Reuters PLC (the "Issuer"). The address of the principal executive Offices of the Issuer is 30 South Colonnade, Canary Wharf, London, E14 5EP, United Kingdom.

Item 2. Identity and Background

This statement is filed jointly by (a) ValueAct Capital Master Fund, L.P. ("ValueAct Master Fund"), (b) ValueAct Capital Master Fund III, L.P. ("ValueAct Master Fund III"), (c) VA Partners I, LLC ("VA Partners I"), (d) VA Partners III, LLC ("VA Partners III"), (e) ValueAct Capital Management, L.P. ("ValueAct Management L.P."), (f) ValueAct Capital Management, LLC ("ValueAct Management LLC"), (g) ValueAct Holdings, L.P. ("ValueAct Holdings") and (h) ValueAct Holdings GP, LLC ("ValueAct Holdings GP") (collectively, the "Reporting Persons").

ValueAct Master Fund and ValueAct Master Fund III are limited partnerships organized under the laws of the British Virgin Islands. Each has a principal business address of 435 Pacific Avenue, Fourth Floor, San Francisco, CA 94133.

VA Partners I is a Delaware limited liability company, the principal business of which is to serve as the General Partner to ValueAct Master Fund. VA Partners III is a Delaware limited partnership, the principal business of which is to serve as the General Partner to ValueAct Master Fund III. Each has a principal business address of 435 Pacific Avenue, Fourth Floor, San Francisco, CA 94133.

ValueAct Management L.P. is a Delaware limited partnership which renders management services to ValueAct Master Fund and ValueAct Master Fund III. ValueAct Management LLC is a Delaware limited liability company, the principal business of which is to serve as the General Partner to ValueAct Management L.P. Each has a principal business address of 435 Pacific Avenue, Fourth Floor, San Francisco, CA 94133.

ValueAct Holdings is a Delaware limited partnership and is the sole owner of the limited partnership interests of ValueAct Management L.P. and the membership interests of ValueAct Management LLC and is the majority owner of the membership interests of VA Partners I and VA Partners III. ValueAct Holdings GP is a Delaware limited liability company, the principal business of which is to serve as the General Partner to ValueAct Holdings. Each has a principal business address of 435 Pacific Avenue, Fourth Floor, San Francisco, CA 94133.

(d) and (e). None of the entities or persons identified in this Item 2 has during the past five years been convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors), nor been a party to a civil proceeding of a judicial or administrative body of competent judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or Other Consideration

The source of funds used for the purchase of the Issuer's securities was the working capital of ValueAct Master Fund. The funds used by these Reporting Persons to make the purchases were \$9,397,124.95.

Item 4. Purpose of Transaction

The Reporting Persons have acquired the Issuer's Common Stock for investment purposes, and such purchases have been made in the Reporting Persons' ordinary course of business.

In pursuing such investment purposes, the Reporting Persons may further purchase, hold, vote, trade, dispose or otherwise deal in the Common Stock at times, and in such manner, as they deem advisable to benefit from changes in market prices of such Common Stock, changes in the Issuer's operations, business strategy or prospects, or from sale or merger of the Issuer. evaluate such alternatives, the Reporting Persons will routinely monitor the Issuer's operations, prospects, business development, management, competitive and strategic matters, capital structure, and prevailing market conditions, as well as alternative investment opportunities, liquidity requirements of the Reporting Persons and other investment considerations. Consistent with its investment research methods and evaluation criteria, the Reporting Persons may discuss such matters with management or directors of the Issuer, other shareholders, industry analysts, existing or potential strategic partners or competitors, investment and financing professionals, sources of credit and other investors. Such factors and discussions may materially affect, and result in, the Reporting Persons' modifying their ownership of Common Stock, exchanging information with the Issuer pursuant to appropriate confidentiality or similar agreements, proposing changes in the Issuer's operations, governance or capitalization, or in proposing one or more of the other actions described in subsections (a) through (j) of Item 4 of Schedule 13D.

The Reporting Persons reserve the right to formulate other plans and/or make other proposals, and take such actions with respect to their investment in the Issuer, including any or all of the actions set forth in paragraphs (a) through (j) of Item 4 of Schedule 13D, or acquire additional Common Stock or dispose of all the Common Stock beneficially owned by them, in the public market or privately negotiated transactions. The Reporting Persons may at any time reconsider and change their plans or proposals relating to the foregoing.

Item 5. Interest in Securities of the Issuer

(a) and (b). Set forth below is the beneficial ownership of shares of Common Stock of the Issuer for each person named in Item 2. Shares reported as beneficially owned by ValueAct Master Fund and ValueAct Master Fund III are also reported as beneficially owned by (i) ValueAct Management L.P. as the manager of each such investment partnership, (ii) ValueAct Management LLC, as General Partner of ValueAct Management L.P., (iii) ValueAct Holdings, as the sole owner of the limited partnership interests of ValueAct Management L.P. and the membership interests of ValueAct Management LLC and as the majority owner of the membership interests of VA Partners I and VA Partners

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III and (iv) ValueAct Holdings GP, as General Partner of ValueAct Holdings. Shares reported as beneficially owned by ValueAct Master Fund are also reported as beneficially owned by VA Partners I, as General Partner of ValueAct Master Fund. Shares reported as beneficially owned by ValueAct Master Fund III are also reported as beneficially owned by VA Partners III, as General Partner of ValueAct Master Fund III. VA Partners I, VA Partners III, ValueAct Management L.P., ValueAct Management LLC, ValueAct Holdings and ValueAct Holdings GP also, directly or indirectly, may own interests in one or more than one of the partnerships from time to time. Unless otherwise indicated below, by reason of such relationships each of the ValueAct Master Fund and ValueAct Master Fund III is reported as having shared power to vote or to direct the vote, and shared power to dispose or direct the disposition of, such shares of Common Stock, with VA Partners I (only with respect to ValueAct Master Fund), VA Partners III (only with respect to ValueAct Master Fund III), ValueAct Management L.P., ValueAct Management LLC, ValueAct Holdings and ValueAct Holdings GP.

As of the date hereof, ValueAct Master Fund is the beneficial owner of 9,965,669 shares of Common Stock, representing approximately 5.5% of the Issuer's outstanding Common Stock (which shares may also be deemed to be beneficially owned by VA Partners I). As of the date hereof, ValueAct Master Fund III is the beneficial owner of 1,493,137 shares of Common Stock, representing approximately less than 1% of the Issuer's outstanding Common Stock (which shares may also be deemed to be beneficially owned by VA Partners III).

ValueAct Management L.P., ValueAct Management LLC, ValueAct Holdings and ValueAct Holdings GP may each be deemed the beneficial owner of an aggregate of 11,458,806 shares of Common Stock, representing approximately 6.4% of the Issuer's outstanding Common Stock.

All percentages set forth in this Schedule 13D are based upon the Issuer's reported 180,226,573 outstanding shares of Common Stock as of October 31, 2008.

(c) Since the date of the last filing, the Reporting Persons purchased the following shares of Common Stock in the open market:

Reporting Person	Trade Date	Shares	Price/Share
ValueAct Master Fund	10/06/2008	247,000	\$20.21
	10/07/2008	125,000	\$19.72
	10/10/2008	105,000	\$18.39

(d) and (e) Not applicable.

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Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Other than as described elsewhere in this Report and as previously reported, the Reporting Persons have no understandings, arrangements, relationships or contracts relating to the Issuer's Common Stock which are required to be described hereunder.

- Item 7. Material to Be Filed as Exhibits
- (1) Joint Filing Agreement.

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SIGNATURE

After reasonable inquiry and to the best of his knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below on this Schedule 13D hereby constitutes and appoints Jeffrey W. Ubben, George F. Hamel, Jr., G. Mason Morfit and Allison Bennington, and each of them, with full power to act without the other, his or its true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or it and in his or its name, place and stead, in any and all capacities (until revoked in writing) to sign any and all amendments to this Schedule 13D, and to file the same, with all exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, 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 it might or could do in person, thereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

ValueAct Capital Master Fund L.P., by VA Partners I, LLC, its General Partner

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

ValueAct Capital Master Fund III L.P., by VA Partners III, LLC, its General Partner

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

 ${\sf VA}$ Partners I, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

VA Partners III, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

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ValueAct Capital Management, L.P., by ValueAct Capital Management, LLC its

General Partner

By: /s/ George F. Hamel, Jr. -----

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

ValueAct Capital Management, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

ValueAct Holdings, L.P., by ValueAct Holdings GP, LLC, its

General Partner

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

ValueAct Holdings GP, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

----------CUSIP NO. B29MWZ9

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Exhibit 1

JOINT FILING UNDERTAKING

The undersigned parties hereby agree that the Schedule 13D filed herewith (and any amendments thereto) relating to the Common Stock of Thomson Reuters plc is being filed jointly on behalf of each of them with the Securities and Exchange Commission pursuant to Section 13(d) of the Securities Exchange Act of 1734, as amended.

> ValueAct Capital Master Fund L.P., by VA Partners I, LLC, its General Partner

/s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

> ValueAct Capital Master Fund III L.P., by VA Partners III, LLC, its General Partner

/s/ George F. Hamel, Jr. -----

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

VA Partners I, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

VA Partners III, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

> ValueAct Capital Management, L.P., by ValueAct Capital Management, LLC its

General Partner

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

ValueAct Capital Management, LLC

By: /s/ George F. Hamel, Jr.

George F. Hamel, Jr., Chief Operating Officer Dated: November 25, 2008

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ValueAct Holdings, L.P., by ValueAct Holdings GP, LLC, its General Partner

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer

ValueAct Holdings GP, LLC

By: /s/ George F. Hamel, Jr.

Dated: November 25, 2008 George F. Hamel, Jr., Chief Operating Officer