UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a) (Amendment No. 1)¹

Vantiv, Inc.

(Name of issuer)

Class A Common Stock, par value \$0.00001 (Title of class of securities)

> 92210H105 (CUSIP number)

Jarlyth H. Gibson, Compliance Officer 617-951-9493 C/o Advent International Corporation, 75 State Street, 29th Floor Boston, MA 02109 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 2, 2012

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box:.

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. *See* Rule 13d-7(b) for other parties to whom copies are to be sent.

(Continued on following pages) (Page 1 of 26 pages)

¹ 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 disclosures provided in a prior cover page.

The information required on 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 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*).

1	NAME OF REPORTING PERSON				
	I.R.S. IDEN	TIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)			
		ternational Corporation			
2		E APPROPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) 🗵 (b) 🗆			
3	SEC USE O	NLY			
_					
4	Source of Fu	ınds			
	WC				
5	Check if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6	CITIZENSL	IIP OR PLACE OF ORGANIZATION			
U	CHIZENSI	IF OK FLACE OF OKGANIZATION			
	Delawa	re			
	7				
NUM	IBER OF	73,365,053			
_	II II LLO	SHARED VOTING POWER			
BENEFICIALLY					
OWNED BY None					
	ACH 9 ORTING	SOLE DISPOSITIVE POWER			
	RSON	73,365,053			
	VITH 10				
	10				
		None			
11	AGGREGA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	73,365,053				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
10	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	56.82%				
14		EPORTING PERSON*			
	CO, IA				

1	NAME OF REPORTING PERSON			
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)			
	Advent International LLC			
	Advent International LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □			
3	SEC USE ONLY			
4	Source of Funds			
	WC			
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Massachusetts			
	7 SOLE VOTING POWER			
	72 000 F 41			
	IBER OF 73,099,541			
	IARES 8 SHARED VOTING POWER FICIALLY			
	NED BY None			
	ACH 9 SOLE DISPOSITIVE POWER			
	ORTING			
	RSON 73,099,541			
~	VITH 10 SHARED DISPOSITIVE POWER			
	None			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	72 000 E 41			
12	73,099,541 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
12	CHECK DOA IF THE AGGREGATE AMOUNT IN KOW (9) EACLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	56.61%			
14	TYPE OF REPORTING PERSON*			
	PN			
L				

1	NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
			P Limited Partnership		
2			APPROPRIATE BOX IF A MEMBER OF A GROUP*		
	(a) 🗵	(D			
3	SEC US	E ON	NLY		
4	Source o	f Fur	nds		
	WC				
5		Disc	losure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
6	CITIZEN	ISHI	P OR PLACE OF ORGANIZATION		
	Cavr	nan	Islands		
	5	7			
NUM	BER OF		57,452,454		
SHARES 8 SHARED VOTING POWER		SHARED VOTING POWER			
	FICIALLY		None		
	NED BY ACH	0	SOLE DISPOSITIVE POWER		
	ORTING	9	SOLE DISPOSITIVE POWER		
	RSON		57,452,454		
W	/ITH	10	SHARED DISPOSITIVE POWER		
			None		
11	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
12	57,452,454 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
12	CHECK DOA IF THE AGGREGATE AMOUNT IN KOW (9) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	44.49%				
14	TYPE O	F RE	PORTING PERSON*		
	PN				

1	NAME OF REPORTING PERSON				
	I.R.S. ID	ENT	TFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)		
			P (Delaware) Limited Partnership		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*				
	(a) 🗵	(D			
3	SEC USI	E ON	NLY		
4	Source of	f Fur	nds		
	WC				
5	Check if	Disc	losure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
6	CITIZEN	ISHI	P OR PLACE OF ORGANIZATION		
	Dela	war	e		
		7	SOLE VOTING POWER		
	IBER OF	0	6,422,721		
	ARES	8	SHARED VOTING POWER		
	FICIALLY NED BY		None		
	ACH	9	SOLE DISPOSITIVE POWER		
REPO	ORTING				
	RSON		6,422,721		
W	VITH	10	SHARED DISPOSITIVE POWER		
			None		
11	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	6 40				
18					
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	4.97%				
14	TYPE O	FRE	PORTING PERSON*		
	PN				
	PN				

1	NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	CDE MIET Colling to the CD I in it d Destroyaling				
			Co-Investment GP Limited Partnership		
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*		
	(a) 🗵	(D			
3	SEC US	E ON	NLY		
4	Source o	f Fui	nds		
	WC				
5		Dice	closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
J	CHECK II	DISC	Tosure of Legal Floceedings is Required Fursuall to Rems 2 (u) of 2 (e)		
6	CITIZEI	ISHI	IP OR PLACE OF ORGANIZATION		
	Cayı	nan	Islands		
		7	SOLE VOTING POWER		
	IBER OF		8,010,604		
SHARES 8 SHARED VOTING POWER		SHARED VOTING POWER			
	FICIALLY NED BY		None		
	ACH	9			
	ORTING	5	Sole Distostitve rowek		
	RSON		8,010,604		
V	VITH	10			
			None		
11	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	8.01	0 60			
12	8,010,604 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
12	CHECK DOA II THE AGGREGATE AMOUNT IN NOW (3) EACLODES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	6.20%				
14	TYPE O	FRE	EPORTING PERSON*		
	PN				
	I I N				

1	NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	A dwant Internetional CDE MILL insite d Darts eaching				
		nternational GPE VI Limited Partnership			
2		HE APPROPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) 🗵	(b) 🗆			
3	SEC USE	DNLY			
	Source of I				
4	Source of I	unas			
	WC				
5	Check if D	sclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6	CITIZENS	HIP OR PLACE OF ORGANIZATION			
0	GITIZEI(C				
	Cayma	n Islands			
		7 SOLE VOTING POWER			
	BER OF	29,589,044			
	Inclus	8 SHARED VOTING POWER			
BENEFICIALLY OWNED BY None		None			
		9 SOLE DISPOSITIVE POWER			
	ORTING				
	RSON	29,589,044			
W	/ITH 1	0 SHARED DISPOSITIVE POWER			
		None			
11	ACCREC	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	AUGRÉG	ME AWOUNT DENERICIALET OWNED DI EACH REPORTING PERSON			
	29,589	,044			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
10	DEDCENT OF CLASS DEDDESENTED BY AMOUNT IN DOW (0)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	22.92%				
14	TYPE OF	REPORTING PERSON*			
	PN				
	PIN				

	NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	CDE VI ET Co Investment Limited Dortnership				
2	GPE VI FT Co-Investment Limited Partnership CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*				
2	(a) \square (b) \square				
3	SEC USE ONLY				
4	Source of Funds				
	WC				
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Cayman Islands				
	7 SOLE VOTING POWER				
	4BER OF 8,010,604				
	BENEFICIALLY OWNED BY None				
E	EACH 9 SOLE DISPOSITIVE POWER				
	ORTING				
	ERSON 8,010,604				
v	NITH 10 SHARED DISPOSITIVE POWER				
	None				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	8 010 604				
12					
12	CHECK DOA IF THE AGGREGATE AWOUNT IN NOW (5) EACLODES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	6.20%				
14	TYPE OF REPORTING PERSON*				
	PN				
11 12	IN IN IN None AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,010,604 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES I PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 6.20% TYPE OF REPORTING PERSON*				

1	NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
		nal GPE VI-A Limited Partnership			
2		DPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) ⊠ (b) □				
3	SEC USE ONLY				
5					
4	Source of Funds				
	WC				
5	Check if Disclosure o	f Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6		LACE OF ORGANIZATION			
6	CITIZENSHIP OR PI	LACE OF ORGANIZATION			
	Cayman Island	S			
		VOTING POWER			
NUM	IBER OF 17,	289,841			
	ARES 8 SHAR	ED VOTING POWER			
	FICIALLY				
OWNED BY None					
		DISPOSITIVE POWER			
	ORTING RSON 17.	200.041			
	<i>_</i> ,	289,841			
v	10 SHAR	ED DISPOSITIVE POWER			
	No	ne			
11		UNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	17,289,841				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	13.39%				
14	TYPE OF REPORTING PERSON*				
14					
	PN				
L	= :				

IR.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Advent International GPE VI-B Limited Partnership 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) (b) □ 3 SEC USE ONLY 4 Source of Funds WC 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands Cayman Islands Islands BENEFICIALLY None I,497,060 I,497,060 III AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON I,497,060 III AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON I,497,060 III AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON I,497,060 III AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON I,497,060 III AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □ IABREST EXPRESENTED BY AMOUNT IN ROW (9) III 	1	NAME OF I	REPORTING PERSON		
Advent International GPE VI-B Limited Partnership 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) 図 (b) □ 3 SEC USE ONLY 4 Source of Funds WC 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands Y SOLE VOTING POWER SHARED VOTING POWER BENEFICIALLY OWNED BY None None SOLE DISPOSITIVE POWER PERSON 1,497,060 III AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 I2 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 					
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) Ø (b) □ 3 SEC USE ONLY 4 Source of Funds WC					
(a) 図 (b) □ 3 SEC USE ONLY 4 Source of Funds WC					
3 SEC USE ONLY 4 Source of Funds WC	2				
4 Source of Funds WC 5 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands Cayman Islands 7 SOLE VOTING POWER 9 SOLE VOTING POWER BENEFICIALLY None VEXPORTING 9 PERSON 1,497,060 10 SHARED DISPOSITIVE POWER 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 1497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		(a) ⊠ (b) ⊔			
WC 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands Cayman Islands NUMBER OF 1,497,060 SHARES 8 BENEFICIALLY None EACH 9 SOLE DISPOSITIVE POWER EACH 9 SOLE DISPOSITIVE POWER II AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1.497,060 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1.497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	3	SEC USE O	NLY		
WC 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands Cayman Islands NUMBER OF SHARES 7 SOLE VOTING POWER 8 SHARED VOTING POWER BENEFICIALLY OWNED BY 8 SHARED VOTING POWER EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER 10 SHARED DISPOSITIVE POWER 10 SHARED DISPOSITIVE POWER 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1.497,060 1497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		-			
5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e) 6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands Cayman Islands NUMBER OF 1,497,060 SHARES 8 BENEFICIALLY None OWNED BY 9 SOLE USPOSITIVE POWER REPORTING 9 PERSON 1,497,060 WITH 10 SHARED DISPOSITIVE POWER None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	4	Source of Fu	nds		
6 CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands 7 SOLE VOTING POWER NUMBER OF 1,497,060 SHARES 8 BENEFICIALLY None OWNED BY None EACH 9 SOLE DISPOSITIVE POWER REPORTING 1,497,060 WITH 10 SHARED DISPOSITIVE POWER None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		WC			
Cayman Islands NUMBER OF 7 SOLE VOTING POWER SHARES 8 SHARED VOTING POWER BENEFICIALLY None None VWNED BY None 1,497,060 PERSON 1,497,060 1,497,060 10 SHARED DISPOSITIVE POWER None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 12	5	Check if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
Cayman Islands NUMBER OF 7 SOLE VOTING POWER SHARES 8 SHARED VOTING POWER BENEFICIALLY None None VWNED BY None 1,497,060 PERSON 1,497,060 1,497,060 10 SHARED DISPOSITIVE POWER None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 1					
Image: Number of Shares 7 Sole voting power Number of Shares 8 Shared voting power BENEFICIALLY None Owned By None EACH 9 Sole Dispositive power PERSON 1,497,060 WITH 10 Shared Dispositive power 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	6	CITIZENSH	IP OR PLACE OF ORGANIZATION		
Image: Number of Shares 7 Sole voting power Number of Shares 8 Shared voting power BENEFICIALLY None Owned By None EACH 9 Sole Dispositive power PERSON 1,497,060 WITH 10 Shared Dispositive power 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		Caymar	n Islands		
Nome 8 SHARES BENEFICIALLY None OWNED BY None EACH 9 SOLE DISPOSITIVE POWER REPORTING 10 SHARED DISPOSITIVE POWER WITH 10 SHARED DISPOSITIVE POWER None 10 SHARED DISPOSITIVE POWER None 10 SHARED DISPOSITIVE POWER 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
Nome 8 SHARES BENEFICIALLY None OWNED BY None EACH 9 SOLE DISPOSITIVE POWER REPORTING 10 SHARED DISPOSITIVE POWER WITH 10 SHARED DISPOSITIVE POWER None 10 SHARED DISPOSITIVE POWER None 10 SHARED DISPOSITIVE POWER 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
BENEFICIALLY OWNED BY None EACH 9 SOLE DISPOSITIVE POWER REPORTING PERSON 1,497,060 WITH 10 SHARED DISPOSITIVE POWER None None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
OWNED BY EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER 1,497,060 1,497,060 10 SHARED DISPOSITIVE POWER None None 11 AGGREJATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		Intelo	SHARED VOTING POWER		
EACH REPORTING PERSON WITH 9 SOLE DISPOSITIVE POWER 10 1,497,060 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
REPORTING PERSON WITH 1,497,060 10 SHARED DISPOSITIVE POWER None None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □					
WITH 10 SHARED DISPOSITIVE POWER None None 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □	REP	ORTING			
Indext					
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	V	VITH 10	SHARED DISPOSITIVE POWER		
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,497,060 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			None		
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	11	AGGREGA			
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
	10				
	12	CHECK DOA IF THE AGGREGATE AMOUNT IN KOW (9) EACLUDES CERTAIN SHARES			
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
1.16%					
14 TYPE OF REPORTING PERSON*	14				
PN		PN			

1	NAME (OF R	EPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	Advent International GPE VI-F Limited Partnership				
2	CHECK	THE	APPROPRIATE BOX IF A MEMBER OF A GROUP*		
	(a) \boxtimes (b) \square				
3	SEC USI	E ON	ALY		
4	Source o	f Fur	nds		
	WC				
5	Check if	Disc	losure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
6	CITIZEN	ISHI	P OR PLACE OF ORGANIZATION		
	6				
	Cayr		Islands		
		7	SOLE VOTING POWER		
	BER OF	-	5,567,626		
	ARES	8	SHARED VOTING POWER		
	FICIALLY		N		
	NED BY	0	None		
	ACH DRTING	9	SOLE DISPOSITIVE POWER		
	RSON				
	/ITH	10	5,567,626		
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	10	SHARED DISPOSITIVE POWER		
			None		
11	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	5 56'	7 6 7	6		
12	5,567,626 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
12	CHECK DOX II THE AGOREGATE AMOUNT IN NOW (3) EACLODES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	4.31%				
14	TYPE O	F RE	PORTING PERSON*		
	PN				

1	NAME OI	F RI	EPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	Advent International CDE VI C I imited Dortmarship				
	Advent International GPE VI-G Limited Partnership				
2	CHECK 1 (a) ⊠		APPROPRIATE BOX IF A MEMBER OF A GROUP*		
3	SEC USE	ON	LY		
4	Source of	Fun	ıds		
	WC				
5	Check if D	Disc	losure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
6	CITIZENO	2111	P OR PLACE OF ORGANIZATION		
0	CITZENS	511	P OR PLACE OF ORGANIZATION		
	Caym	an	Islands		
		7	SOLE VOTING POWER		
	BER OF	_	3,508,880		
	ARES	8	SHARED VOTING POWER		
BENEFICIALLY OWNED BY None			None		
	ACH	9			
	ORTING				
	RSON		3,508,880		
	/ITH	10	SHARED DISPOSITIVE POWER		
			None		
11	AGGREG	ATI	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	3,508	88	0		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	2.72%				
14	TYPE OF	RE	PORTING PERSON*		
	PN				

1	NAME OF H	REPORTING PERSON			
		TIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)			
	Advent International GPE VI-C Limited Partnership				
2	CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP*			
	(a) \boxtimes (b) \square				
3	SEC USE O	NLY			
4	Source of Fu	nds			
-	WC				
5	Check if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6	CITIZENSH	IP OR PLACE OF ORGANIZATION			
	Delawa				
	7	SOLE VOTING POWER			
NUM	IBER OF	1,524,928			
SH	ARES 8	SHARED VOTING POWER			
	FICIALLY				
	NED BY	None			
	ACH 9 ORTING	SOLE DISPOSITIVE POWER			
	RSON	1 524 029			
		1,524,928 SHARED DISPOSITIVE POWER			
	10 III	SHARED DISPOSITIVE POWER			
		None			
11	AGGREGA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1,524,92				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
	1 100/				
14	1.18% TYPE OF REPORTING PERSON*				
14	TYPE OF R.	EPOKIING PEKSON*			
	PN				
	PIN				

1	NAME OF	REPORTING PERSON			
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	A 1 / T				
		ternational GPE VI-D Limited Partnership			
2		E APPROPRIATE BOX IF A MEMBER OF A GROUP* b) □			
3	SEC USE O	NLY			
4	Source of Funds				
	WC				
5		closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6	CITIZENSE	IIP OR PLACE OF ORGANIZATION			
	Delawa	ro			
	Delawa				
	,				
NUM	BER OF	1,215,785			
SH	ARES 8	SHARED VOTING POWER			
	FICIALLY				
	NED BY	None			
	ACH 9 ORTING	SOLE DISPOSITIVE POWER			
	RSON	1,215,785			
	/ITH 10				
		None			
11	AGGREGA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	1 015 7				
12	1,215,7	אס X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
12	CHECK DU	A IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
13	PERCENT	OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	0.94%				
14	TYPE OF R	EPORTING PERSON*			
	PN				
	PIN				

1	NAME OF I	REPORTING PERSON		
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)			
	Advent In	ternational GPE VI-E Limited Partnership		
2	CHECK TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP*		
	(a) 🗵 (b) 🗆		
-				
3	SEC USE O	NLY		
4	4 Source of Funds			
	WC			
5	Check if Dis	closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
6	CITIZENSH	IP OR PLACE OF ORGANIZATION		
	Deles es			
	Delawa			
	7	SOLE VOTING POWER		
NUMBER OF 3,682,008				
	IBER OF	SHARED VOTING POWER		
	in in the b	SHARED VOTING POWER		
	FICIALLY NED BY	None		
		SOLE DISPOSITIVE POWER		
	ORTING			
	RSON	3,682,008		
W	VITH 10			
		None		
11	AGGREGA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	D 200 -			
	3,682,0			
12	CHECK BO	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
13		DF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
15				
	2.85%			
14	TYPE OF R	EPORTING PERSON*		
	PN			

1	1 NAME OF REPORTING PERSON				
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)				
	Advont	Da	rtners GPE VI 2008 Limited Partnership		
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*		
2	(a) 🗵				
2		` `			
3	SEC US				
4	Source of Funds				
	WC				
5	Check if	Disc	closure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)		
6	CITIZEN	VSHI	IP OR PLACE OF ORGANIZATION		
	Dela	war	e		
		7	SOLE VOTING POWER		
			1,083,665		
	IBER OF ARES	8	SHARED VOTING POWER		
	ARES FICIALLY	-	Shirked vormorowerk		
	NED BY		None		
	ACH ORTING	9	SOLE DISPOSITIVE POWER		
	RSON		1,083,665		
W	VITH	10	SHARED DISPOSITIVE POWER		
			None		
11	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,083	3,66	55		
12	,	· ·	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		
13	PERCEN	NT O	F CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	0.849				
14	TYPE O	F RE	PORTING PERSON*		
	PN				
	111				

1 NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Advent Partners GPE VI 2009 Limited Partnership 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ☑ (b) □ 3 SEC USE ONLY 4 Source of Funds				
Advent Partners GPE VI 2009 Limited Partnership 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □ 3 SEC USE ONLY				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) ⊠ (b) □ 3 SEC USE ONLY				
(a) ⊠ (b) □ 3 SEC USE ONLY				
3 SEC USE ONLY				
4 Source of Funds				
	Source of Funds			
WC				
5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)				
6 CITIZENSHIP OR PLACE OF ORGANIZATION				
Delaware				
7 SOLE VOTING POWER				
NUMBER OF 32,488				
SHARES 8 SHARED VOTING POWER				
BENEFICIALLY				
OWNED BY None				
EACH 9 SOLE DISPOSITIVE POWER REPORTING				
5=,1.0				
WITH 10 SHARED DISPOSITIVE POWER				
None				
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
32,448				
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				
0.03%				
14 TYPE OF REPORTING PERSON*				
PN				

1	NAME OF REPORTING PERSON			
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)			
	Advant Dartners CDE VI A Limited Dartnership			
2	Advent Partners GPE VI-A Limited Partnership CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			
2	(a) \boxtimes (b) \square			
3	SEC USE ONLY			
4	Source of Funds			
	WC			
5	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Delaware			
	7 SOLE VOTING POWER			
NUM	1BER OF 97,609			
	IARES 8 SHARED VOTING POWER			
	FICIALLY NED BY None			
	ACH 9 SOLE DISPOSITIVE POWER			
	ORTING			
	BRSON 97,609 VITH 10 SHARED DISPOSITIVE POWER			
v	VITH 10 SHARED DISPOSITIVE POWER			
	None			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	97,609			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)			
	0.08%			
14	0.08% TYPE OF REPORTING PERSON*			
14				
	PN			

1	NAME C	DF R	EPORTING PERSON	
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)			
	Pamela			
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP*	
	(a) 🗵	(b		
3	SEC USE			
5				
4	Source of	f Fui	nds	
	WC			
5	Check if	Disc	losure of Legal Proceedings Is Required Pursuant to Items 2 (d) or 2 (e)	
6	CITIZEN	ISHI	P OR PLACE OF ORGANIZATION	
	U.S.			
	0.01	7	SOLE VOTING POWER	
		-		
NUM	IBER OF		265,512	
	ARES	8	SHARED VOTING POWER	
BENE	FICIALLY			
OWI	NED BY		None	
	ACH	9	SOLE DISPOSITIVE POWER	
	ORTING RSON			
	RSON VITH	10	265,512	
	, , , , , , , , , , , , , , , , , , , ,	10	SHARED DISPOSITIVE POWER	
			None	
11	AGGRE	GAT	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
		-10		
12	265,5			
12	CHECK	BO3	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	
13	PERCEN	IT O	F CLASS REPRESENTED BY AMOUNT IN ROW (9)	
	0.219			
14	TYPE O	FRE	PORTING PERSON*	
	PN			
L				

Item 1. Security and Issuer

This statement on Amendment No.1 Schedule 13D ("Amendment No.1") relates to the Reporting Persons' (as defined in Item 2 below) beneficial ownership interest in the Class A Common Stock, par value \$0.00001 per share (the "Class A Common Stock"), of Vantiv, Inc., a Delaware Corporation (the "Issuer"). The address of the principal executive office of the Issuer is 8500 Governor's Hill Drive, Symmes Township, OH 45249. This Amendment No.1 amends the initial statement on Schedule 13D filed with the Securities and Exchange Commission (the "Commission") on April 2, 2012. This Amendment No.1 is being filed by the reporting persons to amend Item 5. Terms defined in the schedule 13D are used herein as so defined.

Item 2. Identity and Background

(a) (b) (c) (f) This statement is being filed by the following entities:

- (1) Advent International Corporation, a Delaware corporation;
- (2) Advent International LLC, a Massachusetts limited partnership;
- (3) GPE VI FT Co-Investment GP Limited Partnership, a Cayman Islands limited partnership;
- (4) GPE VI GP (Delaware) Limited Partnership, a Delaware limited partnership;
- (5) GPE VI GP Limited Partnership, a Cayman Islands limited partnership;
- (6) Advent International GPE VI Limited Partnership, a Cayman Islands limited partnership;
- (7) Advent International GPE VI-A Limited Partnership, a Cayman Islands limited partnership;
- (8) Advent International GPE VI-B Limited Partnership, a Cayman Islands limited partnership;
- (9) Advent International GPE VI-F Limited Partnership, a Cayman Islands limited partnership;
- (10) Advent International GPE VI-G Limited Partnership, a Cayman Islands limited partnership;
- (11) Advent International GPE VI-C Limited Partnership, a Delaware limited partnership;
- (12) Advent International GPE VI-D Limited Partnership, a Delaware limited partnership;
- (13) Advent International GPE VI-E Limited Partnership, a Delaware limited partnership;

(14) Advent Partners GPE VI 2008 Limited Partnership, a Delaware limited partnership;

(15) Advent Partners GPE VI 2009 Limited Partnership, a Delaware limited partnership;

(16) Advent Partners GPE VI-A Limited Partnership, a Delaware limited partnership;

(17) GPE VI FT Co-Investment Limited Partnership, a Cayman Islands limited partnership;

(18) Pamela H. Patsley, the trustee of the Gary Lee Patsley Retained Annuity Trust No. 1 and Pamela H. Patsley Retained Annuity Trust No. 1;

The entities listed in subparagraphs (1) through (18) above are herein collectively referred to as the "Reporting Persons" and individually as a "Reporting Person," and the entities listed in subparagraphs (6) through (17) above are herein collectively referred to as the "Advent Funds" and individually as an "Advent Fund." The trusts listed in subparagraph (18) above are herein collectively referred to as the "Trusts."

Advent International Corporation ("AIC") is a Delaware corporation, and the persons serving as its directors and executive officers are set forth on Schedule A hereto.

Advent International Corporation is the Manager of Advent International LLC ("AI LLC") which in turn is the General Partner of GPE VI GP Limited Partnership, GPE VI GP (Delaware) Limited Partnership, GPE VI FT Co-Investment GP Limited Partnership, Advent Partners GPE VI 2009 Limited Partnership, Advent Partners GPE VI 2008 Limited Partnership and Advent Partners GPE VI-A Limited Partnership. GPE VI GP Limited Partnership is the General Partner of Advent International GPE VI Limited Partnership, Advent International GPE VI-A Limited Partnership, Advent International GPE VI-F Limited Partnership and Advent International GPE VI-G Limited Partnership. GPE VI GP (Delaware) Limited Partnership, Advent International GPE VI-F Limited Partnership and Advent International GPE VI-G Limited Partnership. GPE VI GP (Delaware) Limited Partnership is the General Partner of Advent International GPE VI-C Limited Partnership, Advent International GPE VI-D Limited Partnership and Advent International GPE VI-E Limited Partnership. GPE VI FT Co-Investment GP Limited Partnership is the General Partner of GPE VI FT Co-Investment Limited Partnership. Through a written agreement with Pamela H. Patsley, the trustee of the Gary Lee Patsley Retained Annuity Trust No. 1 and Pamela H. Patsley Retained Annuity Trust No. 1 (together, the "Trusts"), Advent International Corporation has sole voting and investment power over securities held by the Trusts. The principal business address of each Reporting Person is c/o Advent International Corporation, 75 State Street, Boston, MA 02109.

The principal business of Advent International Corporation is to operate as an investment advisory firm and to make private equity investments. The principal business of each Reporting Person other than Advent International Corporation, Advent International LLC, GPE VI FT Co-Investment GP Limited Partnership, GPE VI GP (Delaware) Limited Partnership, GPE VI GP Limited Partnership and the Trusts is to provide risk capital for, and make investments in the securities of, privately held and other businesses.

(d) (e) During the last five years, none of the Reporting Persons nor any person listed on Schedule A has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors). During the last five years, none of the Reporting Persons nor any person listed on Schedule A has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which any such person was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws or finding any violations with respect to such laws.

Item 5. Interest in Securities of the Issuer.

(a) The following table sets forth the aggregate number and percentage of the Common Stock beneficially owned by each Reporting Person named in Item 2 of this statement (based upon 129,123,210 shares of Class A Common Stock outstanding as of August 2, 2012). The aggregate number and percentage of the Class A Common Stock beneficially owned by each Reporting Person is calculated in accordance with Rule 13d-3.

CUSIP NO. 92210H105

Schedule 13D

Page 23 of 26

Reporting Person	Number of Shares Beneficially Owned	Percentage of Common Stock Outstanding	Number of Shares Sold in Past 60 Days
Advent International Corporation (1) (2) (3) (4) (5)	73,365,053	56.82%	14,064,500
Advent International LLC (1) (2) (3) (4)	73,099,541	56.61%	13,800,000
GPE VI GP Limited Partnership (1) (2)	57,452,454	44.49%	10,846,085
GPE VI GP (Delaware) Limited Partnership (1) (3)	6,422,721	4.97%	1,212,505
GPE VI FT Co-Investment GP Limited Partnership (1) (4)	8,101,604	6.20%	1,512,272
Advent International GPE VI Limited Partnership (1) (2)	29,589,044	22.92%	5,585,928
Advent International GPE VI-A Limited Partnership (1) (2)	17,289,841	13.39%	3,264,039
Advent International GPE VI-B Limited Partnership (1) (2)	1,497,060	1.16%	282,621
Advent International GPE VI-F Limited Partnership (1) (2)	5,567,629	4.31%	1,051,077

CUSIP NO. 92210H105						
Schedule 13D			Page 24 of 26			
Advent International GPE VI-G Limited Partnership (1) (2)	3,508,880	2.72%	662,420			
Advent International GPE VI-C Limited Partnership (1) (3)	1,524,928	1.18%	287,882			
Advent International GPE VI-D Limited Partnership (1) (3)	1,215,785	0.94%	229,520			
Advent International GPE VI-E Limited Partnership (1) (3)	3,682,008	2.85%	695,103			
Advent Partners GPE VI 2008 Limited Partnership (1)	1,083,665	0.84%	204,578			
Advent Partners GPE VI 2009 Limited Partnership (1)	32,488	0.03%	6,133			
Advent Partners GPE VI-A Limited Partnership (1)	97,609	0.08%	18,427			
GPE VI FT Co-Investment Limited Partnership (1) (4)	8,010,604	6.20%	1,512,272			
Pamela H. Patsley (5)	265,512	0.21%	264,500			
Total Group	73,365,053	56.82%	14,064,500			

(1) Advent International Corporation is the Manager of Advent International LLC ("AI LLC") which in turn is the General Partner of GPE VI GP Limited Partnership, GPE VI GP (Delaware) Limited Partnership, GPE VI FT Co-Investment GP Limited Partnership, Advent Partners GPE VI 2009 Limited Partnership, Advent Partners GPE VI 2008 Limited Partnership and Advent Partners GPE VI-A Limited Partnership. As such, AIC has the sole power to vote and dispose of the securities owned by the indicated Reporting Persons. The beneficial ownership of AI LLC derives from such power.

CUSIP NO. 92210H105

Schedule 13D

- (2) GPE VI GP Limited Partnership is the General Partner of Advent International GPE VI Limited Partnership, Advent International GPE VI-A Limited Partnership, Advent International GPE VI-B Limited Partnership, Advent International GPE VI-F Limited Partnership and Advent International GPE VI-G Limited Partnership. As such, AIC has the sole power to vote and dispose of the securities owned by the indicated Reporting Persons. The beneficial ownership of AI LLC and GPE VI GP Limited Partnership derive from such power.
- (3) GPE VI GP (Delaware) Limited Partnership is the General Partner of Advent International GPE VI-C Limited Partnership, Advent International GPE VI-D Limited Partnership and Advent International GPE VI-E Limited Partnership. As such, AIC has the sole power to vote and dispose of the securities owned by the indicated Reporting Persons. The beneficial ownership of AI LLC and GPE VI GP (Delaware) Limited Partnership derive from such power.
- (4) GPE VI FT Co-Investment GP Limited Partnership is the General Partner of GPE VI FT Co-Investment Limited Partnership. As such, AIC has the sole power to vote and dispose of the securities owned by the indicated Reporting Persons. The beneficial ownership of AI LLC and GPE VI FT Co-Investment GP Limited Partnership, derive from such power.
- (5) Through a written agreement with Pamela H. Patsley, the trustee of the Trusts), Advent International Corporation has sole voting and investment power over securities held by the Trusts.

(b) Each of the Reporting Persons listed in the table set forth above has sole voting and dispositive power over the Common Stock beneficially owned by it as indicated above.

(c) Other than the acquisition of the Securities described in Item 3 above and the sale of the number of shares of Class A Common Stock as set forth in the table included in Item 3 above under the column captioned "Shares Sold in Past 60 Days," none of the Reporting Persons and the persons set forth on Schedule A and in Item 2(d) hereto has effected any transactions in the Common Stock during the last 60 days.

(d) Except as set forth in this Item 5, no person other than each respective record owner referred to herein of the Securities is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Securities.

(e) Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and

correct.

August 10, 2012

Advent International GPE VI Limited Partnership Advent International GPE VI-A Limited Partnership Advent International GPE VI-B Limited Partnership Advent International GPE VI-F Limited Partnership By: GPE VI GP Limited Partnership, General Partner By: Advent International LLC, General Partner By: Advent International Corporation, Manager By: Jarlyth H. Gibson, Compliance Officer*

Advent International GPE VI-C Limited Partnership Advent International GPE VI-D Limited Partnership Advent International GPE VI-E Limited Partnership By: GPE VI GP (Delaware) Limited Partnership, General Partner By: Advent International LLC, General Partner By: Advent International Corporation, Manager By: Jarlyth H. Gibson, Compliance Officer*

Advent Partners GPE VI 2008 Limited Partnership Advent Partners GPE VI 2009 Limited Partnership Advent Partners GPE VI-A Limited Partnership By: Advent International LLC, General Partner By: Advent International Corporation, Manager By: Jarlyth H. Gibson, Compliance Officer*

GPE VI FT Co-Investment Limited Partnership By: GPE VI FT Co-Investment GP Limited Partnership, General Partner By: Advent International LLC, General Partner By: Advent International Corporation, Manager By: Jarlyth H. Gibson, Compliance Officer*

Pamela H. Patsley By: Advent International Corporation

Advent International LLC By: Advent International Corporation, Manager By: Jarlyth H. Gibson, Compliance Officer*

Advent International Corporation By: Jarlyth H. Gibson, Compliance Officer*

* For all of the above:

/s/ Jarlyth H. Gibson Jarlyth H. Gibson, Compliance Officer