

Edgar Filing: TransUnion - Form SC 13G/A

TransUnion  
Form SC 13G/A  
February 14, 2019

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. 3)\*

TRANSUNION

-----  
(Name of Issuer)

Common Stock, par value \$0.01 per share

-----  
(Title of Class of Securities)

89400J107

-----  
(CUSIP Number)

December 31, 2018

-----  
(Date of Event Which Requires Filing of this Statement)

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

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

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

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

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-----  
CUSIP No. 89400J107  
-----

13G

- 1. Name of Reporting Person  
I.R.S. Identification No. of above Person

THE GOLDMAN SACHS GROUP, INC.

- 2. Check the Appropriate Box if a Member of a Group

(a)

(b)

- 3. SEC Use Only

- 4. Citizenship or Place of Organization

Delaware

- 5. Sole Voting Power

Number of 0

Shares

Beneficially

- 6. Shared Voting Power

346,367

Owned by

Each

- 7. Sole Dispositive Power

Reporting 0

Person

- 8. Shared Dispositive Power

With:

346,367

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

346,367

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

- 11. Percent of Class Represented by Amount in Row (9)

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0.2 %

-----  
12. Type of Reporting Person

HC-CO  
-----

Page 2 of 28

-----  
CUSIP No. 89400J107

13G  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GOLDMAN SACHS & CO. LLC  
-----

2. Check the Appropriate Box if a Member of a Group

(a)

(b)   
-----

3. SEC Use Only  
-----

4. Citizenship or Place of Organization

New York  
-----

5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

346,367

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

346,367  
-----

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9. Aggregate Amount Beneficially Owned by Each Reporting Person

346,367

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

11. Percent of Class Represented by Amount in Row (9)

0.2 %

12. Type of Reporting Person

BD-OO-IA

Page 3 of 28

CUSIP No. 89400J107

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI FUND, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 0

Shares

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Beneficially  
Owned by  
Each  
Reporting  
Person  
With:

6. Shared Voting Power  
0

---

7. Sole Dispositive Power  
0

---

8. Shared Dispositive Power  
0

---

9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

---

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

---

11. Percent of Class Represented by Amount in Row (9)

0.0 %

---

12. Type of Reporting Person

PN

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Page 4 of 28

---

CUSIP No. 89400J107

13G

---

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI PARALLEL, L.P.

---

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

---

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3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Delaware

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

0

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

With:

-----  
8. Shared Dispositive Power

0

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

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

-----  
11. Percent of Class Represented by Amount in Row (9)

0.0 %

-----  
12. Type of Reporting Person

PN

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CUSIP No. 89400J107

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

SPARTANSHIELD HOLDINGS

2. Check the Appropriate Box if a Member of a Group

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

0

Owned by

Each

7. Sole Dispositive Power

Reporting 0

Person

8. Shared Dispositive Power

With:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

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

11. Percent of Class Represented by Amount in Row (9)

0.0 %

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-----  
12. Type of Reporting Person

PN  
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Page 6 of 28

-----  
CUSIP No. 89400J107

13G  
-----

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.  
-----

2. Check the Appropriate Box if a Member of a Group

(a)

(b)   
-----

3. SEC Use Only  
-----

-----  
4. Citizenship or Place of Organization

Cayman Islands  
-----

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

0

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

0  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person



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0

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

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

0.0 %

-----  
12. Type of Reporting Person

PN

-----  
Page 7 of 28

-----  
CUSIP No. 89400J107

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

GS CAPITAL PARTNERS VI GMBH & CO. KG

-----  
2. Check the Appropriate Box if a Member of a Group

(a) [ ]

(b) [x]

-----  
3. SEC Use Only

-----  
4. Citizenship or Place of Organization

Germany

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

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Owned by 0  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
-----  
Person 8. Shared Dispositive Power  
With: 0

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

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

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

0.0 %

-----  
12. Type of Reporting Person

PN

-----  
Page 8 of 28

-----  
CUSIP No. 89400J107

13G

-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person

MBD 2011 HOLDINGS, L.P.

-----  
2. Check the Appropriate Box if a Member of a Group

(a) [ ]

(b) [x]

-----  
3. SEC Use Only

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-----  
4. Citizenship or Place of Organization

Cayman Islands

-----  
5. Sole Voting Power

Number of  
Shares

0

Beneficially

-----  
6. Shared Voting Power

0

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

-----  
8. Shared Dispositive Power

With:

0

-----  
9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

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

-----  
11. Percent of Class Represented by Amount in Row (9)

0.0 %

-----  
12. Type of Reporting Person

PN



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12. Type of Reporting Person

PN

Page 10 of 28

CUSIP No. 89400J107

13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person

OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.

2. Check the Appropriate Box if a Member of a Group

(a)   
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Cayman Islands

5. Sole Voting Power

Number of 0

Shares

Beneficially

6. Shared Voting Power

Owned by

0

Each

7. Sole Dispositive Power

Reporting

0

Person

8. Shared Dispositive Power

With:

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person

0

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

[ ]

-----  
11. Percent of Class Represented by Amount in Row (9)

0.0 %

-----  
12. Type of Reporting Person

PN

-----  
Page 11 of 28

Item 1(a). Name of Issuer:  
TRANSUNION

Item 1(b). Address of Issuer's Principal Executive Offices:  
555 West Adams Street  
Chicago, IL 60661

Item 2(a). Name of Persons Filing:  
  
THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN SACHS & CO. LLC  
GS CAPITAL PARTNERS VI FUND, L.P.  
GS CAPITAL PARTNERS VI PARALLEL, L.P.  
SPARTANSHIELD HOLDINGS  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.  
GS CAPITAL PARTNERS VI GMBH & CO. KG  
MBD 2011 HOLDINGS, L.P.  
Bridge Street 2012 Holdings, L.P.  
OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.

Item 2(b). Address of Principal Business Office or, if none, Residence:

The Goldman Sachs Group, Inc.;  
Goldman Sachs & Co. LLC;  
GS CAPITAL PARTNERS VI FUND, L.P.;  
GS CAPITAL PARTNERS VI PARALLEL, L.P.;  
SPARTANSHIELD HOLDINGS;  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.;  
GS CAPITAL PARTNERS VI GMBH & CO. KG;  
MBD 2011 HOLDINGS, L.P.;  
Bridge Street 2012 Holdings, L.P.;  
OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.;

200 West Street

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New York, NY 10282

Item 2(c).           Citizenship:  
THE GOLDMAN SACHS GROUP, INC. - Delaware  
GOLDMAN SACHS & CO. LLC - New York  
GS CAPITAL PARTNERS VI FUND, L.P. - Delaware  
GS CAPITAL PARTNERS VI PARALLEL, L.P. - Delaware  
SPARTANSHIELD HOLDINGS - Delaware  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. - Cayman Islands  
GS CAPITAL PARTNERS VI GMBH & CO. KG - Germany  
MBD 2011 HOLDINGS, L.P. - Cayman Islands  
Bridge Street 2012 Holdings, L.P. - Cayman Islands  
OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.  
- Cayman Islands

Item 2(d).           Title of Class of Securities:  
Common Stock, par value \$0.01 per share

Item 2(e).           CUSIP Number:  
89400J107

Item 3.              If this statement is filed pursuant to Rules 13d-1(b) or  
13d-2(b) or (c), check whether the person filing is a:

- (a).  Broker or dealer registered under Section 15 of the Act  
(15 U.S.C. 78o).
- (b).  Bank as defined in Section 3(a)(6) of the Act  
(15 U.S.C. 78c).
- (c).  Insurance company as defined in Section 3(a)(19) of the Act  
(15 U.S.C. 78c).
- (d).  Investment company registered under Section 8 of the  
Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e).  An investment adviser in accordance with  
Rule 13d-1(b)(1)(ii)(E);
- (f).  An employee benefit plan or endowment fund in accordance  
with Rule 13d-1(b)(1)(ii)(F);
- (g).  A parent holding company or control person in accordance  
with Rule 13d-1(b)(1)(ii)(G);
- (h).  A savings association as defined in Section 3(b) of the  
Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i).  A church plan that is excluded from the definition of an  
investment company under Section 3(c)(14) of the  
Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j).  A non-U.S. institution in accordance with  
Rule 13d-1(b)(1)(ii)(J);
- (k).  A group, in accordance with Rule 13d-1(b)(1)(ii)  
(A) through (K).

If filing as a non-U.S. institution in accordance with Rule  
13d-1(b)(1)(ii)(J), please specify the type of institution:

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Page 12 of 28

- Item 4. Ownership.\*
- (a). Amount beneficially owned:  
See the response(s) to Item 9 on the attached cover page(s).
  - (b). Percent of Class:  
See the response(s) to Item 11 on the attached cover page(s).
  - (c). Number of shares as to which such person has:
    - (i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover page(s).
    - (ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover page(s).
    - (iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover page(s).
    - (iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover page(s).
- Item 5. Ownership of Five Percent or Less of a Class.  
If this statement is being filed to report the fact that as of the date hereof the reporting persons have ceased to be the beneficial owners of more than five percent of the class of securities, check the following [X].
- Item 6. Ownership of More than Five Percent on Behalf of Another Person.  
  
Clients of the Reporting Person(s) have or may have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, securities held in their accounts. Clients known to have such right or power with respect to more than 5% of the class of securities to which this report relates are:  
NONE
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.  
See Exhibit (99.2)
- Item 8. Identification and Classification of Members of the Group.  
See Exhibit (99.3)
- Item 9. Notice of Dissolution of Group.  
Not Applicable
- Item 10. Certification.  
Not Applicable
- 

\*In accordance with the Securities and Exchange Commission Release No.



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34-39538 (January 12, 1998) (the "Release"), this filing reflects the securities beneficially owned by certain operating units (collectively, the "Goldman Sachs Reporting Units") of The Goldman Sachs Group, Inc. and its subsidiaries and affiliates (collectively, "GSG"). This filing does not reflect securities, if any, beneficially owned by any operating units of GSG whose ownership of securities is disaggregated from that of the Goldman Sachs Reporting Units in accordance with the Release. The Goldman Sachs Reporting Units disclaim beneficial ownership of the securities beneficially owned by (i) any client accounts with respect to which the Goldman Sachs Reporting Units or their employees have voting or investment discretion or both, or with respect to which there are limits on their voting or investment authority or both and(ii) certain investment entities of which the Goldman Sachs Reporting Units act as the general partner, managing general partner or other manager, to the extent interests in such entities are held by persons other than the Goldman Sachs Reporting Units.

Page 13 of 28

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.

Date: February 14, 2019

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GOLDMAN SACHS & CO. LLC

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI FUND, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI PARALLEL, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

SPARTANSHIELD HOLDINGS

By:/s/ Eddie Arhagba

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-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI GMBH & CO. KG

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD 2011 HOLDINGS, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Bridge Street 2012 Holdings, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Page 14 of 28

INDEX TO EXHIBITS

Exhibit No.	Exhibit
99.1	Joint Filing Agreement
99.2	Item 7 Information
99.3	Item 8 Information
99.4	Power of Attorney, relating to THE GOLDMAN SACHS GROUP, INC.
99.5	Power of Attorney, relating to GOLDMAN SACHS & CO. LLC
99.6	Power of Attorney, relating to GS CAPITAL PARTNERS VI FUND, L.P.
99.7	Power of Attorney, relating to GS CAPITAL PARTNERS VI PARALLEL, L.P.
99.8	Power of Attorney, relating to

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- 99.9 SPARTANSHIELD HOLDINGS  
Power of Attorney, relating to  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.
- 99.10 Power of Attorney, relating to  
GS CAPITAL PARTNERS VI GMBH & CO. KG
- 99.11 Power of Attorney, relating to  
MBD 2011 HOLDINGS, L.P.
- 99.12 Power of Attorney, relating to  
Bridge Street 2012 Holdings, L.P.
- 99.13 Power of Attorney, relating to  
OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P

Page 15 of 28

EXHIBIT (99.1)

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, the undersigned agree to the joint filing of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, par value \$0.01 per share, of TRANSUNION and further agree to the filing of this agreement as an Exhibit thereto. In addition, each party to this Agreement expressly authorizes each other party to this Agreement to file on its behalf any and all amendments to such Statement on Schedule 13G.

Date: February 14, 2019

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GOLDMAN SACHS & CO. LLC

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI FUND, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI PARALLEL, L.P.

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba  
Title: Attorney-in-fact

SPARTANSHIELD HOLDINGS

By:/s/ Eddie Arhagba

-----  
Name: Eddie Arhagba

Edgar Filing: TransUnion - Form SC 13G/A

Title: Attorney-in-fact

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI GMBH & CO. KG

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

MBD 2011 HOLDINGS, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Bridge Street 2012 Holdings, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.

By:/s/ Eddie Arhagba  
-----

Name: Eddie Arhagba  
Title: Attorney-in-fact

Page 16 of 28

EXHIBIT (99.2)

ITEM 7 INFORMATION

The securities being reported on by THE GOLDMAN SACHS GROUP, INC. ("GS Group"), as a parent holding company, are or were owned by GS Capital Partners VI Fund, L.P., GS Capital Partners VI Parallel, L.P., and Spartanshield Holdings (collectively, the "GS Stockholders") and are owned, or may be deemed to be or to have been beneficially owned, by GOLDMAN SACHS & CO. LLC ("Goldman Sachs"), a broker or dealer registered under Section 15 of the Act and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940. Each of MBD 2011 Holdings, L.P., Bridge Street 2012 Holdings, L.P., GS Capital Partners VI Offshore Fund, L.P., GS Capital Partners VI GMBH & Co. KG, and Opportunity Partners Offshore-B Co-Invest AIV, L.P. (collectively, with the GS Stockholders, the "GS Investor Group") are partners of Spartanshield Holdings. The general partner, managing general partner or other manager of each of the GS Investor Group is an affiliate of GS Group. Goldman Sachs is a subsidiary of GS Group. Goldman Sachs is the investment manager of certain of the GS Investor Group.

Page 17 of 28

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Item 8. Identification and Classification of Members of the Group.  
See Exhibit (99.3)

GS Capital Partners VI Fund, L.P., GS Capital Partners VI Parallel, L.P., and Spartanshield Holdings (the "GS Stockholders") no longer hold the number of shares required to designate any of the Issuer's directors pursuant to that certain Amended and Restated Major Stockholders' Agreement, dated as of June 23, 2015 (the "Stockholders' Agreement"), by and among the GS Stockholders, the Issuer, and Advent-TransUnion Acquisition Limited Partnership.

Page 18 of 28

EXHIBIT (99.4)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that THE GOLDMAN SACHS GROUP, INC. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Jose Canas, Abdul Khayum, Jerry Li and Rachel Fraizer, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until December 31, 2020 unless earlier revoked by written instrument, or in the event an Attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he or she was appointed Attorney-in-fact prior to December 31, 2020, this Power of Attorney shall cease to have effect in relation to such Attorney-in-fact upon such cessation but shall continue in full force and effect in relation to the remaining Attorneys-in-fact. The Company has the unrestricted right unilaterally to revoke the Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

This Power of Attorney supersedes the Power of Attorney granted by the Company to Eddie Arhagba, Jose Canas, Abdul Khayum, and Jerry Li on June 26, 2017.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of June 19, 2018.

THE GOLDMAN SACHS GROUP, INC.

By: /s/ Gregory K. Palm

\_\_\_\_\_  
Name: Gregory K. Palm  
Title: Executive Vice President and  
General Counsel and Secretary of the Corporation

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GOLDMAN SACHS & CO. LLC (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Jose Canas, Abdul Khayum, Jerry Li and Rachel Fraizer acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company pursuant to Rule 13f-1 or Regulation

13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until December 31, 2020 unless earlier revoked by written instrument, or in the event an Attorney-in-fact ceases to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates or ceases to perform the function in connection with which he or she was appointed Attorney-in-fact prior to December 31, 2020, this Power of Attorney shall cease to have effect in relation to such Attorney-in-fact upon such cessation but shall continue in full force and effect in relation to the remaining Attorneys-in-fact. The Company has the unrestricted right unilaterally to revoke the Power of Attorney.

This Power of Attorney shall be governed by, and construed in accordance with, the laws of the State of New York, without regard to rules of conflicts of law.

This Power of Attorney supersedes the Power of Attorney granted by the Company to Eddie Arhagba, Jose Canas, Abdul Khayum, and Jerry Li on June 26, 2017.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of June 19, 2018

GOLDMAN SACHS & CO. LLC

By: /s/ Gregory K. Palm

\_\_\_\_\_  
Name: Gregory K. Palm

Title: Executive Vice President and  
General Counsel and Secretary of the Corporation

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GS CAPITAL PARTNERS VI FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

GS CAPITAL PARTNERS VI FUND, L.P.  
By: GSCP VI ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng  
Title: Authorized Signatory, Vice President

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GS CAPITAL PARTNERS VI PARALLEL, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-

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in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

GS CAPITAL PARTNERS VI PARALLEL, L.P.  
By: GS ADVISORS VI, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng  
Title: Authorized Signatory, Vice President

Page 22 of 28

EXHIBIT (99.8)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS SPARTANSHIELD HOLDINGS (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting

individually or as representative of others, any and all filings required to be

made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of

the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-

in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

SPARTANSHIELD HOLDINGS  
By: GS Capital Partners VI Offshore Fund, L.P., its managing partner  
GSCP VI Offshore Advisors, L.L.C., its general partner



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By: /s/ Scott Kilpatrick

\_\_\_\_\_  
Name: Scott Kilpatrick  
Title: Authorized Signatory, Vice President

Page 23 of 28

EXHIBIT (99.9)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.  
By: GSCP VI OFFSHORE ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng  
Title: Authorized Signatory, Vice President

Page 24 of 28

EXHIBIT (99.10)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS GS CAPITAL PARTNERS VI GMBH & CO. KG (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba,

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Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

GS CAPITAL PARTNERS VI GMBH & CO. KG

By: GS Advisors VI, L.L.C., its Managing Limited Partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng

Title: Authorized Signatory, Vice President

Page 25 of 28

EXHIBIT (99.11)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS MBD 2011 HOLDINGS, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas, acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf, whether the Company is acting

individually or as representative of others, any and all filings required to be

made by the Company pursuant to Rule 13f-1 or Regulation 13D-G under the Securities Exchange Act of 1934, (as amended, the Act), which may be required of

the Company with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each side Attorney-

in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said Attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either

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revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

MBD 2011 HOLDINGS, L.P.

By: MBD 2011 OFFSHORE ADVISORS, INC., its general partner

By: /s/ Scott Kilpatrick

\_\_\_\_\_  
Name: Scott Kilpatrick

Title: Authorized Signatory, Vice President

Page 26 of 28

EXHIBIT (99.12)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that BRIDGE STREET 2012 HOLDINGS, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates designated in writing by one of the attorneys-in-fact), acting individually, its true and lawful attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

BRIDGE STREET 2012 HOLDINGS, L.P.

By: MBD ADVISORS, L.L.C., its general partner

By: /s/ William Y. Eng

\_\_\_\_\_  
Name: William Y. Eng

Title: Authorized Signatory, Vice President

Page 27 of 28

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P. (the "Company") does hereby make, constitute and appoint each of Eddie Arhagba, Abdul Khayum, Jerry Li, and Jose Canas (and any other employee of The Goldman Sachs Group, Inc. or one of its affiliates by one of the attorneys-in-fact), acting individually, its true and lawful designated in writing attorney, to execute and deliver in its name and on its behalf whether the Company is acting individually or as representative of others, any and all filings required to be made by the Company under the Securities Exchange Act of 1934, (as amended, the "Act"), with respect to securities which may be deemed to be beneficially owned by the Company under the Act, giving and granting unto each said attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

THIS POWER OF ATTORNEY shall remain in full force and effect until either revoked in writing by the undersigned or until such time as the person or persons to whom power of attorney has been hereby granted cease(s) to be an employee of The Goldman Sachs Group, Inc. or one of its affiliates.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of April 17th, 2018.

OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV, L.P.  
By: OPPORTUNITY PARTNERS OFFSHORE-B CO-INVEST AIV ADVISORS, LTD., its  
general partner

By: /s/ Scott Kilpatrick

\_\_\_\_\_  
Name: Scott Kilpatrick  
Title: Authorized Signatory, Vice President