

Edgar Filing: MRC GLOBAL INC. - Form SC 13G

MRC GLOBAL INC.  
Form SC 13G  
February 14, 2013

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

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

MRC GLOBAL INC.

-----  
(Name of Issuer)

Common Stock, \$0.01 par value

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

55345K103

-----  
(CUSIP Number)

December 31, 2012

-----  
(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. 55345K103  
-----

13G

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

PVF HOLDINGS LLC

- 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  
Shares

0

Beneficially

- 6. Shared Voting Power

55,532,208

Owned by

Each

- 7. Sole Dispositive Power

Reporting

0

Person

- 8. Shared Dispositive Power

With:

55,532,208

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

55,532,208

- 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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54.7 %\*

-----  
12. Type of Reporting Person

00  
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\*Based on information provided by Issuer, the number of shares of common stock outstanding as of December 31, 2012 was 101,563,237. All calculations of percentage ownership in this Schedule 13G reflect such outstanding share number.

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CUSIP No. 55345K103

13G  
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-----  
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  
Shares

0

Beneficially

-----  
6. Shared Voting Power

55,532,208

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person  
-----

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8. Shared Dispositive Power  
With: 55,532,208

9. Aggregate Amount Beneficially Owned by Each Reporting Person

55,532,208

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

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

54.7 %

12. Type of Reporting Person

HC-CO

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CUSIP No. 55345K103

13G

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

GOLDMAN, SACHS & CO.

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

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Number of Shares Beneficially Owned by Each Reporting Person  
0  
-----  
6. Shared Voting Power  
55,532,208  
-----  
7. Sole Dispositive Power  
0  
-----  
8. Shared Dispositive Power  
With:  
55,532,208

9. Aggregate Amount Beneficially Owned by Each Reporting Person

55,532,208

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

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

54.7 %

12. Type of Reporting Person

BD-PN-IA

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CUSIP No. 55345K103  
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13G

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

GS CAPITAL PARTNERS V FUND, L.P.

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

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(a)   
(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of  
Shares

0

Beneficially

6. Shared Voting Power

9,525,218

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

8. Shared Dispositive Power

With:

9,525,218

9. Aggregate Amount Beneficially Owned by Each Reporting Person

9,525,218

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

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

9.4 %

12. Type of Reporting Person

PN

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CUSIP No. 55345K103  
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13G

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

GSCP V Advisors, L.L.C.

- 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

9,525,218

Owned by

Each

- 7. Sole Dispositive Power

Reporting 0

Person

- 8. Shared Dispositive Power

With:

9,525,218

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person

9,525,218

- 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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9.4 %

-----  
12. Type of Reporting Person

00  
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13G  
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-----  
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

Beneficially

-----  
6. Shared Voting Power

7,351,988

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

7,351,988  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person



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7,351,988

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

[ ]

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

7.2 %

-----  
12. Type of Reporting Person

PN

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CUSIP No. 55345K103

13G

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

GSCP VI ADVISORS, L.L.C.

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

(a) [ ]

(b) [x]

-----  
3. SEC Use Only

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

Delaware

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

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Owned by 7,351,988  
-----  
Each 7. Sole Dispositive Power  
Reporting 0  
-----  
Person 8. Shared Dispositive Power  
With: 7,351,988

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

7,351,988

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

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

7.2 %

-----  
12. Type of Reporting Person

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CUSIP No. 55345K103

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

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

Cayman Islands

-----  
5. Sole Voting Power

Number of 0

Shares

Beneficially

-----  
6. Shared Voting Power

6,115,124

Owned by

Each

Reporting

-----  
7. Sole Dispositive Power

0

Person

With:

-----  
8. Shared Dispositive Power

6,115,124

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

6,115,124

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

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

6.0 %

-----  
12. Type of Reporting Person

PN

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

GSCP VI OFFSHORE ADVISORS, L.L.C.

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

6. Shared Voting Power

Beneficially 6,115,124  
Owned by

Each

7. Sole Dispositive Power

Reporting 0

Person

8. Shared Dispositive Power

With: 6,115,124

9. Aggregate Amount Beneficially Owned by Each Reporting Person

6,115,124

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

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

6.0 %

12. Type of Reporting Person

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13G

1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
  
GS CAPITAL PARTNERS V 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

6. Shared Voting Power

Beneficially

4,920,329

Owned by

Each

7. Sole Dispositive Power

Reporting

0

Person

8. Shared Dispositive Power

With:

4,920,329

9. Aggregate Amount Beneficially Owned by Each Reporting Person

4,920,329

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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)

4.8 %

12. Type of Reporting Person

PN

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13G

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

GSCP V OFFSHORE ADVISORS, L.L.C.

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

4,920,329

Owned by

Each

7. Sole Dispositive Power

Reporting 0

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Person -----  
8. Shared Dispositive Power  
With: 4,920,329

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

4,920,329

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

[ ]

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

4.8 %

-----  
12. Type of Reporting Person

00

-----  
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CUSIP No. 55345K103

13G

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

GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.

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

(a) [ ]  
(b) [x]

-----  
3. SEC Use Only

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

Delaware

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-----  
5. Sole Voting Power  
Number of Shares Beneficially Owned by Each Reporting Person With:  
0  
-----  
6. Shared Voting Power  
3,266,327  
-----  
7. Sole Dispositive Power  
0  
-----  
8. Shared Dispositive Power  
3,266,327  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
3,266,327  
-----

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

11. Percent of Class Represented by Amount in Row (9)  
3.2 %  
-----

12. Type of Reporting Person  
PN  
-----

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-----  
1. Name of Reporting Person  
I.R.S. Identification No. of above Person  
GS ADVISORS V, L.L.C.  
-----



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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  
Shares

0

Beneficially

-----  
6. Shared Voting Power

3,266,327

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

-----  
8. Shared Dispositive Power

With:

3,266,327

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

3,266,327

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

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

3.2 %

-----  
12. Type of Reporting Person

00

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-----

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)

-----  
3. SEC Use Only  
-----

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

Delaware  
-----

5. Sole Voting Power

Number of  
Shares

0

Beneficially

-----  
6. Shared Voting Power

2,021,670

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting

0

Person

-----  
8. Shared Dispositive Power

With:

2,021,670  
-----

9. Aggregate Amount Beneficially Owned by Each Reporting Person

2,021,670  
-----

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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2.0 %

-----  
12. Type of Reporting Person

PN  
-----

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-----  
CUSIP No. 55345K103

13G  
-----

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

GS ADVISORS VI, L.L.C.  
-----

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

2,021,670

Owned by

Each

-----  
7. Sole Dispositive Power

Reporting 0

Person

-----  
8. Shared Dispositive Power

With:

2,021,670

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9. Aggregate Amount Beneficially Owned by Each Reporting Person

2,021,670

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

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

2.0 %

12. Type of Reporting Person

00

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CUSIP No. 55345K103

13G

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

GS CAPITAL PARTNERS V GMBH & CO. KG

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

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization

Germany

5. Sole Voting Power

Number of 0

Shares

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Beneficially  
Owned by  
Each  
Reporting  
Person  
With:

6. Shared Voting Power  
377,642

7. Sole Dispositive Power  
0

8. Shared Dispositive Power  
377,642

9. Aggregate Amount Beneficially Owned by Each Reporting Person

377,642

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

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

0.4 %

12. Type of Reporting Person

PN

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CUSIP No. 55345K103

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)

3. SEC Use Only

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

Germany

-----  
5. Sole Voting Power

Number of  
Shares

0

Beneficially

-----  
6. Shared Voting Power

261,289

Owned by

Each

-----  
7. Sole Dispositive Power

0

Reporting

Person

-----  
8. Shared Dispositive Power

With:

261,289

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

261,289

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

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

0.3 %

-----  
12. Type of Reporting Person

PN



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12. Type of Reporting Person

00

-----  
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Item 1(a). Name of Issuer:  
MRC GLOBAL INC.

Item 1(b). Address of Issuer's Principal Executive Offices:  
2 Houston Center  
909 Fannin, Suite 3100  
Houston, Texas 77010

Item 2(a). Name of Persons Filing:  
  
PVF HOLDINGS LLC  
THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN, SACHS & CO.  
GS CAPITAL PARTNERS V FUND, L.P.  
GSCP V Advisors, L.L.C.  
GS CAPITAL PARTNERS VI FUND, L.P.  
GSCP VI ADVISORS, L.L.C.  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.  
GSCP VI OFFSHORE ADVISORS, L.L.C.  
GS CAPITAL PARTNERS V OFFSHORE FUND, L.P.  
GSCP V OFFSHORE ADVISORS, L.L.C.  
GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.  
GS ADVISORS V, L.L.C.  
GS CAPITAL PARTNERS VI PARALLEL, L.P.  
GS ADVISORS VI, L.L.C.  
GS CAPITAL PARTNERS V GMBH & CO. KG  
GS CAPITAL PARTNERS VI GMBH & CO. KG  
GOLDMAN, SACHS MANAGEMENT GP GMBH

Item 2(b). Address of Principal Business Office or, if none, Residence:  
  
PVF HOLDINGS LLC  
THE GOLDMAN SACHS GROUP, INC.  
GOLDMAN, SACHS & CO.  
GS CAPITAL PARTNERS V FUND, L.P.  
GSCP V Advisors, L.L.C.  
GS CAPITAL PARTNERS VI FUND, L.P.  
GSCP VI ADVISORS, L.L.C.  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.  
GSCP VI OFFSHORE ADVISORS, L.L.C.  
GS CAPITAL PARTNERS V OFFSHORE FUND, L.P.  
GSCP V OFFSHORE ADVISORS, L.L.C.  
GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.  
GS ADVISORS V, L.L.C.  
GS CAPITAL PARTNERS VI PARALLEL, L.P.  
GS ADVISORS VI, L.L.C.  
GS CAPITAL PARTNERS VI GMBH & CO. KG  
GOLDMAN, SACHS MANAGEMENT GP GMBH  
200 West Street



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New York, NY 10282

GS CAPITAL PARTNERS V GMBH & CO. KG  
Messeturm, Friedrich-Ebert-Anlage 49,  
Frankfurt am Main 60308, Germany

- Item 2(c).           Citizenship:  
PVF HOLDINGS LLC - Delaware  
THE GOLDMAN SACHS GROUP, INC. - Delaware  
GOLDMAN, SACHS & CO. - New York  
GS CAPITAL PARTNERS V FUND, L.P. - Delaware  
GSCP V Advisors, L.L.C. - Delaware  
GS CAPITAL PARTNERS VI FUND, L.P. - Delaware  
GSCP VI ADVISORS, L.L.C. - Delaware  
GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. - Cayman Islands  
GSCP VI OFFSHORE ADVISORS, L.L.C. - Delaware  
GS CAPITAL PARTNERS V OFFSHORE FUND, L.P. - Cayman Islands  
GSCP V OFFSHORE ADVISORS, L.L.C. - Delaware  
GS CAPITAL PARTNERS V INSTITUTIONAL, L.P. - Delaware  
GS ADVISORS V, L.L.C. - Delaware  
GS CAPITAL PARTNERS VI PARALLEL, L.P. - Delaware  
GS ADVISORS VI, L.L.C. - Delaware  
GS CAPITAL PARTNERS V GMBH & CO. KG - Germany  
GS CAPITAL PARTNERS VI GMBH & CO. KG - Germany  
GOLDMAN, SACHS MANAGEMENT GP GMBH - Germany
- Item 2(d).           Title of Class of Securities:  
Common Stock, \$0.01 par value
- Item 2(e).           CUSIP Number:  
55345K103
- 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

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Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j). [ ] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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- 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.  
Not Applicable
- 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.

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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 13, 2013

PVF HOLDINGS LLC

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GOLDMAN, SACHS & CO.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V FUND, L.P.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP V Advisors, L.L.C.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn

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Title: Attorney-in-fact

GS CAPITAL PARTNERS VI FUND, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP VI ADVISORS, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP VI OFFSHORE ADVISORS, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V OFFSHORE FUND, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP V OFFSHORE ADVISORS, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS ADVISORS V, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI PARALLEL, L.P.

By:/s/ Jeremy Kahn

-----

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Name: Jeremy Kahn  
Title: Attorney-in-fact

GS ADVISORS VI, L.L.C.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V GMBH & CO. KG

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI GMBH & CO. KG

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GOLDMAN, SACHS MANAGEMENT GP GMBH

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

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GOLDMAN, SACHS MANAGEMENT GP GMBH

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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, \$0.01 par value, of MRC GLOBAL INC. 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 13, 2013

PVF HOLDINGS LLC

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

THE GOLDMAN SACHS GROUP, INC.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GOLDMAN, SACHS & CO.

By:/s/ Jeremy Kahn  
-----

Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V FUND, L.P.

By:/s/ Jeremy Kahn

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-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP V Advisors, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI FUND, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP VI ADVISORS, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP VI OFFSHORE ADVISORS, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V OFFSHORE FUND, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GSCP V OFFSHORE ADVISORS, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS ADVISORS V, L.L.C.

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By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI PARALLEL, L.P.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS ADVISORS VI, L.L.C.

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS V GMBH & CO. KG

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GS CAPITAL PARTNERS VI GMBH & CO. KG

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

GOLDMAN, SACHS MANAGEMENT GP GMBH

By:/s/ Jeremy Kahn

-----  
Name: Jeremy Kahn  
Title: Attorney-in-fact

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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 owned by PVF HOLDINGS LLC ("PVF LLC"), or are owned, or may be deemed to be beneficially owned, by GOLDMAN, SACHS & CO. ("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 GS CAPITAL PARTNERS V FUND, L.P., GS CAPITAL PARTNERS VI FUND, L.P., GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P., GS CAPITAL PARTNERS V OFFSHORE FUND, L.P., GS CAPITAL PARTNERS V INSTITUTIONAL, L.P., GS CAPITAL PARTNERS VI PARALLEL, L.P., GS CAPITAL PARTNERS V GMBH & CO. KG and GS CAPITAL PARTNERS VI GMBH & CO. KG (collectively, the "GS Investing Entities") is a member of PVF LLC. The interests of PVF LLC are held by a private investor group, which includes the GS Investing Entities. Affiliates of GS Group and Goldman Sachs are the general partner, managing general partner, manager partner, managing member or member of the GS Investing Entities and the



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GS Investing Entities control PVF LLC and have the power to vote and dispose of the common stock, par value \$0.01 per share, of MRC GLOBAL INC. owned by PVF LLC. Goldman Sachs is a wholly-owned subsidiary of GS Group. Goldman Sachs is the investment manager of certain of the GS Investing Entities.

EXHIBIT (99.3)

### ITEM 8 INFORMATION

Each of GS CAPITAL PARTNERS V FUND, L.P., GS CAPITAL PARTNERS VI FUND, L.P., GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P., GS CAPITAL PARTNERS V OFFSHORE FUND, L.P., GS CAPITAL PARTNERS V INSTITUTIONAL, L.P., GS CAPITAL PARTNERS VI PARALLEL, L.P., GS CAPITAL PARTNERS V GMBH & CO. KG and GS CAPITAL PARTNERS VI GMBH & CO. KG (collectively, the "GS Investing Entities") is a member of PVF HOLDINGS LLC ("PVF LLC"). The interests of PVF LLC are held by a private investor group, which includes the GS Investing Entities. The aggregate number of shares of common stock, par value \$0.01 per share ("Common Stock"), of MRC GLOBAL INC. (the "Company") beneficially owned by PVF LLC based on available information is 55,532,208, which represents approximately 54.7% of the outstanding shares of Common Stock.

PVF LLC is a party to a Governance Agreement, dated as of April 11, 2012 (the "Governance Agreement"), by and among the Company and PVF LLC. The Governance Agreement provides that for so long as PVF LLC beneficially owns at least 15% of the outstanding shares of Common Stock, PVF LLC has the right to nominate to the Company's board of directors a number of directors equal to the product of (i) the percentage of the total outstanding shares of Common Stock beneficially owned by PVF LLC multiplied by (ii) the total number of directors comprising the Company's board of directors (rounded up to the nearest whole number). At this time, PVF LLC has the right to nominate 7 of the Company's directors. Because the GS Investing Entities control PVF LLC and have the power to vote the Common Stock owned by PVF LLC, the GS Investing Entities will have the right to select the individuals that PVF LLC has the right to nominate under the Governance Agreement. The Amended and Restated Limited Liability Company Agreement of PVF LLC, dated as of October 31, 2007, as amended, by and among the GS Investing Entities and the other parties thereto (the "LLC Agreement"), contains certain provisions relating to transfer restrictions with respect to the interests of PVF LLC owned by the parties thereto.

The share ownership reported for the GS Investing Entities, GS Group and Goldman Sachs does not include any shares of Common Stock beneficially owned by the other parties to the LLC Agreement, except to the extent disclosed in this Schedule 13G. Each of the GS Investing Entities, GS Group and Goldman Sachs disclaims beneficial ownership of any shares of Common Stock beneficially owned by the other parties to the LLC Agreement, except to the extent disclosed in this Schedule 13G.

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EXHIBIT (99.4)

### POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that PVF HOLDINGS LLC (the "Company") does hereby make, constitute and appoint each of Dan Deluca, Jeremy Kahn

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and Brian Bae (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. The Company has the unrestricted right to unilaterally revoke this 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.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of February 7, 2013.

PVF HOLDINGS LLC

By: /s/ Brian K. Shore

\_\_\_\_\_  
Name: Brian K. Shore  
Title: Senior Vice President

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EXHIBIT (99.5)

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 Dan Deluca, Jeremy Kahn and Brian Bae (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

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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. The Company has the unrestricted right to unilaterally revoke this 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.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of November 27, 2012.

THE GOLDMAN SACHS GROUP, INC.

By: /s/ Gregory K. Palm

\_\_\_\_\_  
Name: Gregory K. Palm  
Title: Executive Vice President and  
General Counsel

Page 27 of 43

EXHIBIT (99.6)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN, SACHS & CO. (the "Company") does hereby make, constitute and appoint each of Dan Deluca, Jeremy Kahn and Brian Bae (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. The Company has the unrestricted right to unilaterally revoke this 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.

IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of November 27, 2012.

GOLDMAN, SACHS & CO.

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By: /s/ Gregory K. Palm

---

Name: Gregory K. Palm  
Title: Managing Director

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EXHIBIT (99.7)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS V FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 August 12, 2010.

GS CAPITAL PARTNERS V FUND, L.P.  
By: GSCP V ADVISORS, L.L.C. its General Partner

By: /s/ Eric Goldstein

---

Name: Eric Goldstein  
Title: Vice President and Secretary

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EXHIBIT (99.8)

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POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GSCP V ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 September 24, 2010.

GSCP V Advisors, L.L.C.

By: /s/ Christine Vollertsen

Name: Christine Vollertsen  
Title: Vice President

Page 30 of 43

EXHIBIT (99.9)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.

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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 September 24, 2010.

GS CAPITAL PARTNERS VI FUND, L.P.

By: GSCP VI ADVISORS, L.L.C., its general partner

By: /s/ Christine Vollertsen

Name: Christine Vollertsen

Title: Vice President

Page 31 of 43

EXHIBIT (99.10)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GSCP VI ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

GSCP VI ADVISORS, L.L.C.

By: /s/ Christine Vollertsen

Name: Christine Vollertsen  
Title: Vice President

Page 32 of 43

EXHIBIT (99.11)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI OFFSHORE FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 September 24, 2010.

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

By: /s/ Christine Vollertsen

Name: Christine Vollertsen  
Title: Vice President

Page 33 of 43

EXHIBIT (99.12)

POWER OF ATTORNEY

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KNOW ALL PERSONS BY THESE PRESENTS that GSCP VI OFFSHORE ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 September 24, 2010.

GSCP VI OFFSHORE ADVISORS, L.L.C.

By: /s/ Christine Vollertsen

Name: Christine Vollertsen  
Title: Vice President

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EXHIBIT (99.13)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS V OFFSHORE FUND, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.



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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

GS CAPITAL PARTNERS V OFFSHORE FUND, L.P.

By: GSCP V OFFSHORE ADVISORS, L.L.C. its General Partner

By: /s/ Christine Vollertsen

Name: Christine Vollertsen

Title: Vice President and Secretary

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EXHIBIT (99.14)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GSCP V OFFSHORE ADVISORS, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 September 24, 2010.

GSCP V OFFSHORE ADVISORS, L.L.C.

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By: /s/ Christine Vollertsen

\_\_\_\_\_  
Name: Christine Vollertsen  
Title: Vice President

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EXHIBIT (99.15)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS V INSTITUTIONAL, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

GS CAPITAL PARTNERS V INSTITUTIONAL, L.P.  
By: GS ADVISORS V, L.L.C. its General Partner

By: /s/ Christine Vollertsen

\_\_\_\_\_  
Name: Christine Vollertsen  
Title: Vice President and Secretary

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EXHIBIT (99.16)

POWER OF ATTORNEY

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KNOW ALL PERSONS BY THESE PRESENTS that GS ADVISORS V, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

GS ADVISORS V, L.L.C.

By: /s/ Christine Vollertsen

\_\_\_\_\_  
Name: Christine Vollertsen  
Title: Vice President

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EXHIBIT (99.17)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI PARALLEL, L.P. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

GS CAPITAL PARTNERS VI PARALLEL, L.P.  
By: GS ADVISORS VI, L.L.C., its General Partner

By: /s/ Christine Vollertsen

\_\_\_\_\_  
Name: Christine Vollertsen  
Title: Vice President and Secretary

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EXHIBIT (99.18)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS ADVISORS VI, L.L.C. (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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.

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IN WITNESS WHEREOF, the undersigned has duly subscribed these presents as of September 24, 2010.

GS ADVISORS VI, L.L.C.

By: /s/ Christine Vollertsen

Name: Christine Vollertsen  
Title: Vice President

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EXHIBIT (99.19)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS V GMBH & CO. KG (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 September 24, 2010.

GS CAPITAL PARTNERS V GMBH & CO. KG  
By: GS ADVISORS V, L.L.C., its General Partner

By: /s/ Christine Vollertsen

Name: Christine Vollertsen  
Title: Vice President and Secretary

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EXHIBIT (99.20)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GS CAPITAL PARTNERS VI GMBH & CO. KG

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(the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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 September 24, 2010.

GS CAPITAL PARTNERS VI GMBH & CO. KG  
By: GS ADVISORS VI, L.L.C., and its General Partner

By: /s/ Christine Vollertsen

\_\_\_\_\_  
Name: Christine Vollertsen  
Title: Vice President and Secretary

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EXHIBIT (99.21)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS that GOLDMAN, SACHS MANAGEMENT GP GMBH (the "Company") does hereby make, constitute and appoint each of Ronald L. Christopher, Dan Deluca, Robert Belva and Jeremy Kahn (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

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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 September 24, 2010.

GOLDMAN, SACHS MANAGEMENT GP GMBH

By: /s/ John E. Bowman

\_\_\_\_\_  
Name: John E. Bowman  
Title: Managing Director