

MERITECH CAPITAL PARTNERS V L.P.

SIGNATURE PACKAGE

Signature Page to Limited Partnership Agreement,

Investor Questionnaire,

Privacy Notice and

Statement of Investment Considerations

IN WITNESS WHEREOF, the Partners have executed this Agreement as of the date first above written.

LIMITED PARTNER:

Commonwealth of Pennsylvania State Employees' Retirement System

[print name]

By:

Glenn E. Becker

Name:

Glenn E. Becker

Title:

Chairman

Capital Commitment: \$ 23,000,000

The above-signed hereby executes this Agreement on behalf of the Limited Partner and represents as follows:

(i) Is such Limited Partner (a) an employee benefit plan subject to Part 4 of Subtitle B of Title I of the Employee Retirement Income Security Act of 1974, as amended (“*ERISA*”) or (b) a plan described in Section 4975(e)(1) of the Internal Revenue Code of 1986, as amended (the “*Code*”)?

_____ Yes X No

(ii) Is such Limited Partner (a) an entity whose underlying assets are considered “plan assets” of an employee benefit plan that is subject to Part 4 of Subtitle B of Title I of ERISA and that invested in such entity or (b) an entity whose underlying assets are considered “plan assets” of a plan that is described in Section 4975(e)(1) of the Code and that invested in such entity?

_____ Yes X No

If “Yes,” what percentage of the Limited Partner’s underlying assets is considered “plan assets”?

_____ %

CONFIDENTIAL

NAME OF INVESTOR:

Commonwealth of Pennsylvania
State Employees' Retirement System
(as it should appear in the books of the Fund)

MERITECH CAPITAL PARTNERS V L.P.

INVESTOR QUESTIONNAIRE

INSTRUCTIONS: IN ORDER TO INVEST IN MERITECH CAPITAL PARTNERS V L.P. (THE "FUND"), YOU MUST CAREFULLY COMPLETE THIS INVESTOR QUESTIONNAIRE BY COMPLETING THE GENERAL INFORMATION REQUIRED UNDER PART I, CHECKING THE APPROPRIATE BOXES IN PART II(B), PART II(C), PART II(D)(1) AND PART II(E), AND COMPLETING THE INFORMATION ON THE SIGNATURE PAGE. PLEASE RETURN THE COMPLETED QUESTIONNAIRE TO:

Gunderson Dettmer
1200 Seaport Boulevard
Redwood City, CA 94063
ATTN: Jakob Edell
Telephone: (650) 321-2400
Facsimile: (650) 321-2800

THE LIMITED PARTNERSHIP INTERESTS REFERRED TO IN THIS INVESTOR QUESTIONNAIRE (THE "SECURITIES") HAVE NOT BEEN REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT") OR THE SECURITIES LAWS OF ANY OTHER STATE OR JURISDICTION. THE SECURITIES MAY NOT BE SOLD, OFFERED FOR SALE, PLEDGED OR HYPOTHECATED IN THE ABSENCE OF A REGISTRATION STATEMENT IN EFFECT WITH RESPECT TO SUCH INTERESTS UNDER THE SECURITIES ACT OR AN EXEMPTION THEREFROM.

INVESTORS SHOULD BE AWARE THAT THEY WILL BE REQUIRED TO BEAR THE FINANCIAL RISKS OF THIS INVESTMENT FOR AN INDEFINITE PERIOD OF TIME. IN MAKING AN INVESTMENT DECISION, INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE FUND AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. INVESTORS ARE ENCOURAGED TO SEEK INDEPENDENT LEGAL, INVESTMENT AND TAX ADVICE REGARDING INDIVIDUAL CIRCUMSTANCES AND FINANCIAL OBJECTIVES IN DETERMINING WHETHER TO ACQUIRE AN INTEREST IN THE FUND.

THE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY NOR HAVE THE FOREGOING AUTHORITIES PASSED UPON THE ACCURACY OR ADEQUACY OF THE OFFERING MATERIALS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

**MERITECH CAPITAL PARTNERS V L.P.
INVESTOR QUESTIONNAIRE**

TO: Meritech Capital Partners V L.P.
245 Lytton Avenue, Suite 125
Palo Alto, California 94301

Ladies and Gentlemen:

I. GENERAL INFORMATION

In connection with the formation of Meritech Capital Partners V L.P. (the "**Fund**"), and subject to the terms and conditions of the Fund's Agreement of Limited Partnership (the "**Partnership Agreement**"), the undersigned hereby provides the following information. Meritech Capital Associates V L.L.C., the general partner of the Fund, reserves the right to accept or deny all or any portion of any request for an interest in the Fund.

Capital Commitment: \$23,000,000

Name of Limited Partner: Commonwealth of Pennsylvania State Employees' Retirement System
(Name of L.P. as it should appear in the books of the Fund)

Type of Organization: Corporation Estate US Tax-Exempt Organization Fiduciary
(check all that apply) Grantor Trust Individual Limited Liability Company
 Limited Partnership Limited Liability Partnership Nominee
 General Partnership IRA S-Corporation
 Revocable Trust Irrevocable Trust Business Trust
 Other: State Government Pension Plan

Tax I.D. Number: _____

Principal Contact Information for Limited Partner

Contact Person: See attached Correspondence Chart

Email Address: _____
(Most communications will be sent via email)

Address: _____

Phone Number: _____

Facsimile Number: _____

Additional Contact Information for Limited Partner

On a separate sheet, please provide specific instructions and complete contact information of the appropriate parties for the following functions:

- Capital calls;
- Stock and cash distributions (including DTC and wire instructions);
- Financial reporting;
- Tax related communications (including delivery of K-1s);
- Legal notices; and
- Any other individuals who should receive any other type of correspondence.

If possible, we prefer to have two or more points of contact, in the event we are unable to reach one of the individuals. ***Please note that if any information is requested to be delivered to a party other than the Limited Partner, the General Partner will retain sole and absolute discretion over whether such additional party may receive the information, and such additional party may be required to execute a nondisclosure agreement in connection therewith.***

II. QUESTIONNAIRE

In connection with the proposed investment in the Fund, the undersigned hereby represents as follows:

A. General Investor Representations:

1. The undersigned's interest in the Fund will be acquired for investment, and not with a view to the sale or distribution of any part thereof, and that the undersigned has no present intention of selling, granting participation in, or otherwise distributing the same, but subject nevertheless to any requirement of law that the disposition of the undersigned's property shall at all times be within the control of the undersigned.
2. The undersigned will hold its interest in the Fund for itself beneficially and does not nor will have any contract, undertaking, agreement, or arrangement with any person to sell or transfer to any third person its interest in the Fund and is not acting as nominee or trustee or otherwise on behalf of any other person.
3. The undersigned has such knowledge and experience in financial and business matters as to be capable of evaluating the merits and risks of an investment in the Fund.
4. The undersigned does not control, nor is controlled by or under common control with, any other investors in the Fund.
5. The undersigned would be considered, and the interest in the Fund held by the undersigned would be considered to be beneficially owned by, "one

person” for purposes of Section 3(c)(1) of the Investment Company Act of 1940 (the “1940 Act”).

6. If the undersigned is a partnership, grantor trust, S corporation, or other flow-through entity for federal income tax purposes, the undersigned represents and warrants that it has not been formed or utilized for the purpose of permitting the Fund to satisfy the 100-partner limitation set forth in Treasury Regulation Section 1.7704-1(h)(1)(ii).
7. If the undersigned is a resident of, or domiciled in, any jurisdiction within the European Union, the undersigned represents and warrants that (i) it actively solicited the Fund’s manager in connection with a prospective investment in the Fund, (ii) it approached the Fund’s manager on its own initiative, (iii) its interest in the Fund and the Fund’s manager did not come about as a result of any direct or indirect marketing, offering or placement efforts by or on behalf of the Fund or the Fund’s manager and (iv) the European Union (EU) Directive on Alternative Investment Fund Managers does not apply to the undersigned’s interest in the Fund.
8. The undersigned acknowledges that neither the General Partner nor its affiliates provide, or intend to provide, advice to the Fund with respect to investment strategies that are plans or programs for the investment of the proceeds of municipal securities or the recommendation of and brokerage of municipal escrow investments. The undersigned represents and agrees that none of the undersigned’s contributions to the Partnership will consist of proceeds of municipal securities.
9. If the undersigned is a company, the undersigned represents and warrants that (a) its shareholders, partners or other holders of equity or beneficial interests are not able to decide individually whether to participate in the undersigned’s investment in the Fund, (b) the undersigned is not a participant-directed defined contribution plan, (c) the amount of the undersigned’s capital commitment in the Fund, does not exceed 40% of the undersigned’s total assets and (d) the undersigned was not created solely for the purpose of making this investment in the Fund.

B. Identification of Special Entities:

In order to identify certain special entities whose investment may require special treatment by the Fund, please carefully answer each of the following questions:

1. ERISA Partner:
 - (a) Is the undersigned (a) an employee benefit plan subject to Part 4 of Subtitle B of Title I of the Employee Retirement Income Security

Act of 1974, as amended (“ERISA”) or (b) a plan described in Section 4975(e)(1) of the Internal Revenue Code of 1986, as amended (the “Code”)?

Yes No

(b) Is the undersigned (a) an entity whose underlying assets are considered “plan assets” of an employee benefit plan that is subject to Part 4 of Subtitle B of Title I of ERISA and that invested in such entity or (b) an entity whose underlying assets are considered “plan assets” of a plan that is described in Section 4975(e)(1) of the Code and that invested in such entity?

Yes No

If “Yes,” what percentage of the undersigned’s underlying assets is considered “plan assets”?

_____ %

2. Potential Lookthrough Entity: Is the undersigned, or would the undersigned be but for the exception provided in either Section 3(c)(1) or Section 3(c)(7) of the 1940 Act, an “investment company,” as defined in the 1940 Act?

Yes No

3. FINRA Affiliation: Is the undersigned (a) a member of the Financial Industry Regulatory Authority (“FINRA,” which was formerly known as the National Association of Securities Dealers or “NASD”)¹, (b) a person affiliated with a FINRA member², (c) a person associated with a FINRA member³ or (d) a person directly or indirectly engaged in the securities

¹ A member of FINRA is defined by FINRA as being either any individual, partnership, corporation or other legal entity that is a broker or dealer admitted to membership in FINRA or any officer or partner of such a member, or the executive representative of such a member or the substitute for such a representative.

² An affiliate of a FINRA member is any person that controls, is controlled by, or is under common control with such FINRA member. Without limiting the foregoing in any way, a person will be presumed to control a FINRA member if such person owns 10% or more of the economic interest or voting power in such FINRA member. A FINRA member will be presumed to control a company if the member has 10% or more of the economic interest or voting power in such company. A company and a FINRA member will be presumed to be under common control if a single person owns 10% or more of the economic interest or voting power in both such other company and such FINRA member. A company and a FINRA member will also be presumed to be under common control if another person has the power to direct or cause the direction of the management or policies of both the FINRA member and such other company. (NASD Rule 2720(b)(1))

³ A person associated with a FINRA member means a natural person which is registered or has applied for registration under the NASD rules and every sole proprietor, partner, officer, director or branch manager of any

business as a broker, dealer or underwriter, whether as an employee, director, partner, registered representative or otherwise?

Yes No

4. Government Entity: Is the undersigned a state or political subdivision of a state, including:

(a) any agency, authority or instrumentality of the state or political subdivision;

(b) a pool of assets sponsored or established by the state or political subdivision or any agency, authority or instrumentality thereof, including but not limited to a “defined benefit plan” as defined in section 414(j) of the Internal Revenue Code, or a state general fund;

(c) a plan or program of a government entity; and

(d) officers, agents or employees of the state or political subdivision or any agency, authority or instrumentality thereof, acting in their official capacity?

Yes No

5. Bank Holding Company Partner: Is the undersigned (a) a bank holding company or a company otherwise subject to the Bank Holding Company Act of 1956, as amended (the “Bank Holding Company Act”), or a subsidiary of such bank holding company?

Yes No

By executing this Investor Questionnaire, if either a Bank Holding Company or a Financial Holding Company Partner then the undersigned (i) represents and warrants that its investment in the Fund does not violate Section 13 of the Bank Holding Company Act (the “Volcker Rule”) and (ii) if admitted to the Fund, covenants that it shall immediately provide the General Partner with written notice if the holding of an interest in the Fund would subsequently cause the undersigned to violate the Volcker Rule.

6. Private Foundation Partner: Is the undersigned a “private foundation” as described in Section 509 of the Code?

FINRA member, or any natural person occupying a similar status or performing similar functions, or any natural person engaged in the investment banking or securities business who is directly or indirectly controlling or controlled by a FINRA member, whether or not such person is registered or exempt from registration with FINRA pursuant to its Bylaws.

Yes No

7. Public Pension Partner: Is the undersigned (a) a pension fund or retirement system for a government entity, or (b) a partnership of which one or more partners is a pension fund or retirement system for a government entity?

Yes No

8. Foreign Partner: Is the undersigned (a) not a “United States person” as defined in section 7701(a)(30) of the Internal Revenue Code of 1986, as amended (the “Code”), or (b) a domestic partnership of which one or more persons or entities that are not “United States person” as defined in section 7701(a)(30) of the Code, own an interest in the partnership capital of such domestic partnership, as defined in sections 7701(a)(2) and 7701(a)(4) of the Internal Revenue Code, as amended?

Yes No

9. Tax-Exempt Partner: Is the undersigned either (a) exempt from the payment of United States federal income tax or (b) a partnership (or entity treated as such for tax purposes), one or more of the partners or equity owners of which is exempt from the payment of United States federal income tax?

Yes No

10. Fund-of-Funds: Is the undersigned a “fund-of-funds”⁴?

Yes No

11. “Bad Actor” Disqualification: Is the undersigned subject to “Bad Actor” disqualification, as such term is used in Rule 506(d) of Regulation D promulgated by the Securities and Exchange Commission⁵?

Yes No

⁴ The US Securities and Exchange Commission has not defined a “fund-of-funds,” but has indicated that the term can be interpreted in a reasonable manner in accordance with industry parlance, and has suggested that a pooled investment vehicle that invests 10% or more of its capital in other pooled investment vehicles is a “fund-of-funds.”

⁵ Rule 506(d) disqualifies persons who have been convicted of certain felonies and misdemeanors or who have been subject to certain orders, judgments or decrees. The full text of Rule 506(d) may be found in Exhibit A to this Investor Questionnaire.

12. FOIA Partner:

- (a) Is the undersigned a person that is directly or indirectly subject to either section 552(a) of Title 5, United States Code (commonly known as the “Freedom of Information Act”) or any similar federal, state, county or municipal public disclosure law, whether foreign or domestic?

Yes No

- (b) Is the undersigned a person that is subject, by regulation, contract or otherwise, to disclose Fund information due to a regulatory or trading exchange or other market requirements where interests in such Person are registered, regulated, sold or traded, whether foreign or domestic?

Yes No

- (c) Is the undersigned a person that is required to or will likely be required to disclose Fund information to a governmental body, agency or committee (including, without limitation, any disclosures required in accordance with the Ethics in Government Act of 1978, as amended, and any rules and regulations of any executive, legislative or judiciary organization), whether foreign or domestic, by virtue of such person’s (or any of its affiliate’s) current or proposed involvement in government office?

Yes No

- (d) Is the undersigned a person that is an agent, nominee, fiduciary, custodian or trustee for any person described in the preceding questions 12(a) through 12(c) where Fund information provided or disclosed to the undersigned, as a limited partner of the Fund, by or on behalf of the Fund, its General Partner or its management company is provided or could at any time become available to such person described by the preceding questions 12(a) through 12(c)?

Yes No

(e) Is the undersigned a person that is an investment fund or other entity that has any person described in the preceding questions 12(a) through 12(d) as a partner, member or other beneficial owner where Fund information provided or disclosed to the undersigned, as a limited partner of the Fund, by or on behalf of the Fund, its General Partner or its management company is disclosed to or could at any time become available to such person described by the preceding questions 12(a) through 12(d)?

Yes No

(f) If the answer to any of 13(a)-(e) above is Yes, does the undersigned reasonably believe, based on the advice of counsel, that it is not required by law to disclose any Portfolio Company Information provided or disclosed to the undersigned by the Fund, the General Partner or any affiliate or agent thereof? As used herein, Portfolio Company Information shall mean any financial information, valuation or other confidential information (other than the name of the portfolio company and the cost basis of the investment) relating to the Fund's current, past or prospective portfolio companies.

Yes No Not applicable

*****Note – If the answer to any of 10(a)-(e) is “Yes,” then in accordance with Section 15.5.8 of the Partnership Agreement the undersigned hereby provides a written statement of its current public disclosure policies regarding private equity investments as of the date hereof, and shall promptly notify the General Partner in writing if there is a proposed or actual change to such policy or applicable law that would expand the type of information publicly disclosed by the undersigned.**

C. Accredited Investor Representations:

The undersigned hereby represents and warrants that the undersigned is an Accredited Investor under Rule 501 of Regulation D promulgated by the Securities and Exchange Commission and that the undersigned qualifies as such because the undersigned is (check applicable box):

- A bank as defined in section 3(a)(2) of the Securities Act, or any savings and loan association or other institution as defined in section 3(a)(5)(A) of the Securities Act whether acting in its individual or fiduciary capacity; any broker or dealer registered pursuant to section 15 of the Securities Exchange Act of 1934; any insurance company as defined in section 2(13) of the Securities Act; any investment company registered under the 1940 Act or a business development company as defined in section 2(a)(48) of that Act; any Small Business Investment Company licensed by the U.S. Small Business Administration under section 301(c) or (d) of the Small Business Investment Act of 1958; any plan established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions, for the benefit of its employees, if such plan has total assets in excess of \$5,000,000; any employee benefit plan within the meaning of the Employee Retirement Income Security Act of 1974 if the investment decision is made by a plan fiduciary, as defined in section 3(21) of such act, which is either a bank, savings and loan association, insurance company, or registered investment adviser, or if the employee benefit plan has total assets in excess of \$5,000,000 or, if a self-directed plan, with investment decisions made solely by persons that are accredited investors.
- A private business development company as defined in section 202(a)(22) of the Investment Advisers Act of 1940.
- An organization described in section 501(c)(3) of the Internal Revenue Code, corporation, Massachusetts or similar business trust, or partnership, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5,000,000.
- A natural person whose individual net worth, or joint net worth with that person's spouse, at the time of his purchase exceeds \$1,000,000 (*excluding* the value of the primary residence of such natural person).⁶

⁶ For purposes of calculating the net worth of a natural person, the amount of any mortgage or other indebtedness

- A natural person who had an individual income in excess of \$200,000 in each of the two most recent years or joint income with that person's spouse in excess of \$300,000 in each of those years and has a reasonable expectation of reaching the same income level in the current year.
- A trust, with total assets in excess of \$5,000,000, not formed for the specific purpose of acquiring the securities offered, whose purchase is directed by a sophisticated person as described in Rule 506(b)(2)(ii).
- An entity in which all of the equity owners are accredited investors.

D. Qualified Purchaser Representations:

1. The undersigned hereby represents and warrants that the undersigned is a Qualified Purchaser under Section 2(a)(51) of the 1940 Act and that the undersigned qualifies as such because the undersigned is (check applicable box):

- A natural person who owns at least \$5,000,000 in investments⁷ (as defined in Rule 2a51-1 under the 1940 Act).
- A family owned company⁸ that (i) was not formed for the specific purpose of investing in the Fund, (ii) owns at least \$5,000,000 in investments, and (iii) is owned directly or indirectly by or for two or more natural persons who are related as siblings or spouses (including former spouses), or direct lineal descendants by birth or adoption, spouses of such persons, the estates of such persons, or foundations, charitable organizations, or trusts established by or for the benefit of such persons.
- A trust that was not formed for the specific purpose of investing in the

secured by such person's primary residence must be netted against the value of such residence. If the amount of such indebtedness is less than the fair market value of such residence, it need not be considered as a liability deducted from such natural person's net worth. If the amount of such indebtedness exceeds the fair market value of such residence (and the lender has recourse to the investor personally for any deficiency), then that excess liability must be deducted from such natural person's net worth.

⁷ The term "investments" is generally restricted to the following: (a) stock in publicly held corporations, (b) limited partnership interests in venture capital partnerships, (c) cash held for investment purposes and (d) stock in privately-held corporations provided that each such privately-held corporation has shareholder's equity, determined in accordance with GAAP and as of the date of its most recent financial statements (within the preceding 16 months), in excess of \$50 million.

⁸ The term "company" means a corporation, a partnership, an association, a joint-stock company, a trust, a fund, or any organized group of persons whether incorporated or not; or any receiver, trustee in bankruptcy or similar official or any liquidating agent for any of the foregoing, in his or her capacity as such.

Fund, and the trustee or other person authorized to make decisions with respect to the trust and each settlor or other person who has contributed assets to the trust, is a qualified purchaser described in clauses (i), (ii), or (iv) of Section 2(a)(51) of the 1940 Act.

- A natural person or a company that was not formed for the specific purpose of investing in the Fund, acting for its own account or the accounts of other qualified purchasers, and who in the aggregate owns and invests on a discretionary basis, at least \$25,000,000 in investments (as defined in Rule 2a51-1 under the 1940 Act).
 - A qualified institutional buyer as defined in Rule 144A under the Securities Act (not formed for the specific purpose of investing in the Fund), acting for its own account, the account of another qualified institutional buyer, or the account of a qualified purchaser, provided that the undersigned is not (1) a dealer described in Rule 144A(a)(1)(ii), that owns and invests on a discretionary basis less than \$25,000,000 in securities of issuers that are not affiliated persons of the dealer, or (2) a plan referred to in Rule 144A(a)(1)(i)(D) or (E), or a trust fund referred to in Rule 144A(a)(1)(i)(F) that holds the assets of such a plan, the investment decisions with respect to which are made by the beneficiaries of the plan, unless the investment decision to invest in the Company is made solely by the fiduciary, trustee, or sponsor of such plan.
 - The undersigned is a company all of whose outstanding securities are beneficially owned by qualified purchasers.
 - The undersigned is **NOT** a qualified purchaser.
2. If the undersigned relies on Section 3(c)(1) or Section 3(c)(7) of the 1940 Act for its exclusion from being deemed an investment company, the undersigned hereby represents and warrants that it has obtained the consent to its treatment as a qualified purchaser from the appropriate beneficial owners of its securities in accordance with the requirements of, and only to the extent required by, Section 2(a)(51)(C) of and Rule 2a51-2 under the 1940 Act.
3. The undersigned hereby consents to the treatment of the Fund as a qualified purchaser, and represents and warrants that it has obtained the consent for such treatment from the appropriate beneficial owners of its securities in accordance with the requirements of, and only to the extent required by, Section 2(a)(51)(C) and Rule 2a51-2 under the 1940 Act.

E. Qualified Client Representations:

The undersigned hereby represents and warrants that the undersigned is a Qualified Client under Rule 205-3 of the Investment Advisers Act of 1940 promulgated by the Securities and Exchange Commission, and that the undersigned qualifies as such because the undersigned is (check applicable box):

- A natural person or company that will make a capital commitment to the Fund of at least \$1,000,000.
- A natural person or company that either:
 - Has a net worth (together, in the case of a natural person, with assets jointly held with a spouse) of more than \$2,000,000 (excluding the value of the primary residence of such natural person);⁹ or
 - Is a qualified purchaser as defined in Section 2(a)(51)(A) of the 1940 Act.

F. Miscellaneous:

1. The person signing this Investor Questionnaire on behalf of the undersigned is duly authorized to sign and enter into this Investor Questionnaire on behalf of the undersigned.
2. Neither this Investor Questionnaire nor any term hereof may be changed, waived, discharged or terminated orally but only with the written consent of the undersigned and the General Partner.
3. The undersigned acknowledges that this Investor Questionnaire contains certain representations and warranties made by the undersigned to the Fund. The undersigned acknowledges that the undersigned understands the meaning and legal consequences of the representations and warranties made by the undersigned herein and that the Fund is relying on such representations and warranties in making its determination to admit the undersigned to the Fund.
4. The undersigned hereby agrees to indemnify and hold harmless the Fund, the general partner of the Fund, and each member, partner, director, officer

⁹ For purposes of calculating the net worth of a natural person, the amount of any mortgage or other indebtedness secured by such person's primary residence must be netted against the value of such residence. If the amount of such indebtedness is less than the estimated fair market value of such residence, it need not be considered as a liability deducted from such natural person's net worth (except that if the amount of indebtedness outstanding at the time of calculation exceeds the amount outstanding 60 days before such time, other than as a result of the acquisition of the primary residence, the amount of such excess must be included as a liability). If the amount of such indebtedness exceeds the estimated fair market value of such residence, then that excess liability must be deducted from such natural person's net worth.

or employee of the general partner of the Fund from and against any and all loss, damage, liability or expenses, including legal fees and expenses, due to or arising out of a breach of any representation or warranty of the undersigned.

5. This Investor Questionnaire shall be construed in accordance with and governed by the laws of the State of Delaware.
6. This Investor Questionnaire may be executed in any number of counterparts, each of which shall be an original but all of which taken together shall constitute one agreement.
7. The headings in this Investor Questionnaire are for convenience of reference, and shall not by themselves determine the meaning of this Investor Questionnaire or of any part thereof.
8. The undersigned makes the following exceptions to any of the foregoing representations contained in this Investor Questionnaire:

See applicable side letter

The foregoing representations are true and accurate as of the date hereof and shall be true and accurate as of the date of the closing. If in any respect such representations shall not be true and accurate prior to the closing, the undersigned shall give immediate notice of such fact to Meritech Capital Associates V L.L.C., the general partner of the Fund.

Very truly yours,

If the investor is an individual:

Print name of investor

Signature

Print name of joint investor or other person whose signature is required

Signature

Date: _____

State of Domicile: _____

State in which the Partnership Agreement was executed: _____

- or -

If the investor is an entity:

Commonwealth of Pennsylvania
State Employees' Retirement System

Print name of entity

By: Glenn E. Becker

Name: Glenn E. Becker

Title: Chairman

Date: 7/11/14

Principal Place of Business: USA/Pennsylvania

Exhibit A

“Bad Actor” Disqualification

Rule 506(d) of Regulation D promulgated by the Securities and Exchange Commission states:

(d) “*Bad Actor*” disqualification. (1) No exemption under this section shall be available for a sale of securities if the issuer; any predecessor of the issuer; any affiliated issuer; any director, executive officer, other officer participating in the offering, general partner or managing member of the issuer; any beneficial owner of 20% or more of the issuer’s outstanding voting equity securities, calculated on the basis of voting power; any promoter connected with the issuer in any capacity at the time of such sale; any investment manager of an issuer that is a pooled investment fund; any person that has been or will be paid (directly or indirectly) remuneration for solicitation of purchasers in connection with such sale of securities; any general partner or managing member of any such investment manager or solicitor; or any director, executive officer or other officer participating in the offering of any such investment manager or solicitor or general partner or managing member of such investment manager or solicitor:

(i) Has been convicted, within ten years before such sale (or five years, in the case of issuers, their predecessors and affiliated issuers), of any felony or misdemeanor:

(A) In connection with the purchase or sale of any security;

(B) Involving the making of any false filing with the Commission; or

(C) Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser or paid solicitor of purchasers of securities;

(ii) Is subject to any order, judgment or decree of any court of competent jurisdiction, entered within five years before such sale, that, at the time of such sale, restrains or enjoins such person from engaging or continuing to engage in any conduct or practice:

(A) In connection with the purchase or sale of any security;

(B) Involving the making of any false filing with the Commission; or

(C) Arising out of the conduct of the business of an underwriter, broker, dealer, municipal securities dealer, investment adviser or paid solicitor of purchasers of securities;

(iii) Is subject to a final order of a state securities commission (or an agency or officer of a state performing like functions); a state authority that supervises or examines banks, savings associations, or credit unions; a state insurance commission (or an agency or officer of a state performing like functions); an appropriate federal banking agency; the U.S. Commodity Futures Trading Commission; or the National Credit Union Administration that:

(A) At the time of such sale, bars the person from:

(1) Association with an entity regulated by such commission, authority, agency, or officer;

(2) Engaging in the business of securities, insurance or banking; or

(3) Engaging in savings association or credit union activities; or

(B) Constitutes a final order based on a violation of any law or regulation that prohibits fraudulent, manipulative, or deceptive conduct entered within ten years before such sale;

(iv) Is subject to an order of the Commission entered pursuant to section 15(b) or 15B(c) of the Securities Exchange Act of 1934 (15 U.S.C. 78 o (b) or 78 o -4(c)) or section 203(e) or (f) of the Investment Advisers Act of 1940 (15 U.S.C. 80b-3(e) or (f)) that, at the time of such sale:

(A) Suspends or revokes such person’s registration as a broker, dealer, municipal securities dealer or investment adviser;

(B) Places limitations on the activities, functions or operations of such person; or

(C) Bars such person from being associated with any entity or from participating in the offering of any penny stock;

(v) Is subject to any order of the Commission entered within five years before such sale that, at the time of such sale, orders the person to cease and desist from committing or causing a violation or future violation of:

(A) Any scienter-based anti-fraud provision of the federal securities laws, including without limitation section 17(a)(1) of the Securities Act of 1933 (15 U.S.C. 77q(a)(1)), section 10(b) of the Securities Exchange Act of 1934 (15 U.S.C. 78j(b)) and 17 CFR 240.10b-5, section 15(c)(1) of the Securities Exchange Act of 1934 (15 U.S.C. 78c(1)) and section 206(1) of the Investment Advisers Act of 1940 (15 U.S.C. 80b-6(1)), or any other rule or regulation thereunder; or

(B) Section 5 of the Securities Act of 1933 (15 U.S.C. 77e).

(vi) Is suspended or expelled from membership in, or suspended or barred from association with a member of, a registered national securities exchange or a registered national or affiliated securities association for any act or omission to act constituting conduct inconsistent with just and equitable principles of trade;

(vii) Has filed (as a registrant or issuer), or was or was named as an underwriter in, any registration statement or Regulation A offering statement filed with the Commission that, within five years before such sale, was the subject of a refusal order, stop order, or order suspending the Regulation A exemption, or is, at the time of such sale, the subject of an investigation or proceeding to determine whether a stop order or suspension order should be issued; or

(viii) Is subject to a United States Postal Service false representation order entered within five years before such sale, or is, at the time of such sale, subject to a temporary restraining order or preliminary injunction with respect to conduct alleged by the United States Postal Service to constitute a scheme or device for obtaining money or property through the mail by means of false representations.

(2) Paragraph (d)(1) of this section shall not apply:

(i) With respect to any conviction, order, judgment, decree, suspension, expulsion or bar that occurred or was issued before September 23, 2013;

(ii) Upon a showing of good cause and without prejudice to any other action by the Commission, if the Commission determines that it is not necessary under the circumstances that an exemption be denied;

(iii) If, before the relevant sale, the court or regulatory authority that entered the relevant order, judgment or decree advises in writing (whether contained in the relevant judgment, order or decree or separately to the Commission or its staff) that disqualification under paragraph (d)(1) of this section should not arise as a consequence of such order, judgment or decree; or

(iv) If the issuer establishes that it did not know and, in the exercise of reasonable care, could not have known that a disqualification existed under paragraph (d)(1) of this section.

Instruction to paragraph (d)(2)(iv). An issuer will not be able to establish that it has exercised reasonable care unless it has made, in light of the circumstances, factual inquiry into whether any disqualifications exist. The nature and scope of the factual inquiry will vary based on the facts and circumstances concerning, among other things, the issuer and the other offering participants.

(3) For purposes of paragraph (d)(1) of this section, events relating to any affiliated issuer that occurred before the affiliation arose will be not considered disqualifying if the affiliated entity is not:

(i) In control of the issuer; or

(ii) Under common control with the issuer by a third party that was in control of the affiliated entity at the time of such events.

PRIVACY NOTICE

This Privacy Notice explains the manner in which Meritech Capital Partners and its related entities (“Meritech Funds”) collect, utilize and maintain nonpublic personal information about our Limited Partners. This Privacy Notice applies only to Limited Partners in Meritech Funds who are individuals.

We are committed to protecting your privacy and maintaining the confidentiality and security of your personal information. We are sending you this Privacy Notice to help you understand how we handle the personal information about you that we collect and how we use that information.

Categories of Information We Collect and May Disclose

We use the personal information collected about you in order to provide you with better service or to comply with law. We may collect nonpublic personal information about you from the following sources:

- Investor Questionnaires, Limited Partnership Agreements or other forms (for example, name, address, Social Security number, assets and income);
- Ownership records of Meritech Funds in which you are a Limited Partner (such as the amount of your percentage ownership interest and any capital commitment); and
- Other interactions with us or our affiliates (such as discussions or other contacts with our staff, via telephone, written correspondence, and electronic media).

We may disclose nonpublic personal information we collect about you to our affiliates (including those who are involved in the operation, administration or management of, or the sale of interests in Meritech Funds) and nonaffiliated service providers, only as permitted by law. For example, we may share nonpublic personal information about you in the following situations:

- In connection with the administration and operations of a Meritech fund, including disclosure to attorneys, accountants, auditors, administrators, or companies that assist us with mailing statements or processing your transactions, or other professionals;
- To respond to a subpoena or court order, judicial process or regulatory inquiry; and
- At your direction or with your consent, including upon your authorization to disclose such information to persons acting in a fiduciary or representative capacity on your behalf.

The information of our former Limited Partners is treated in the same manner as the information of our current Limited Partners.

Confidentiality and Security

We have always considered the protection of sensitive information to be a sound business practice and a foundation of customer trust. We protect personal information we collect about you by maintaining physical, electronic and procedural safeguards.

Within the Meritech Funds, we restrict access to nonpublic personal information about you to those employees who need to know that information to provide products or services to you.

Further Information

We reserve the right to change this Privacy Notice at any time. The examples contained within this notice are illustrations and are not intended to be exclusive. This notice complies with recently enacted Federal law regarding privacy. You may have additional rights under other foreign or domestic laws that may apply to you.

STATEMENT OF INVESTMENT CONSIDERATIONS

Pennsylvania State Employees Retirement System – Correspondence Chart

WIRE INSTRUCTIONS