**Subscription Documents For** 

SILVER LAKE PARTNERS V, L.P.

(FOR U.S. INVESTORS)

## DIRECTIONS FOR THE COMPLETION OF THE SUBSCRIPTION DOCUMENTS

Prospective investors must complete the Subscription Agreement (the "Subscription Agreement"), the Investor Questionnaire (the "Investor Questionnaire") and any necessary attachments (the Subscription Agreement, the Investor Questionnaire and all such attachments collectively, the "Subscription Documents") contained in this package in the manner described below. Capitalized terms not defined herein are used as defined in the Amended and Restated Limited Partnership Agreement of Silver Lake Partners V, L.P., a Delaware limited partnership (the "Partnership Agreement", as amended from time to time). For purposes of these Subscription Documents, the "Investor" is the person or entity for whose account the Interests are being purchased and that can satisfy the representations and warranties set forth in the Subscription Documents on behalf of the Investor, but should indicate the capacity in which it is doing so and the name of the Investor.

#### 1. Subscription Agreement:

- (a) Each Investor should fill in amount of the Capital Commitment, date, print the name of the Investor and sign (and print name, capacity and title of signatory, if applicable) on page 11.
- (b) Each Investor should complete the appropriate acknowledgment form (making any changes to the acknowledgment form as necessary to conform to the requirements of the Investor's jurisdiction) and have the form notarized.

#### 2. Investor Questionnaire:

- (a) In Section A, each Investor should fill in its name, type of entity, address, contact person(s), telephone and facsimile numbers, email address and the other requested information.
- (b) Each Investor should check the appropriate box in Section B corresponding to the Investor's type.
- (c) Each Investor should check the box or boxes in Section C which are next to the category or categories under which the Investor qualifies as an "accredited investor".
- (d) Each Investor that is an individual should respond to the question in Section D.
- (e) Each Investor that is an entity should provide the information requested and respond to the questions in Section E.
- (f) Each Investor should respond to the questions in Section F.

- (g) Each Investor should check the box or boxes in Section G which are next to the category or categories under which the Investor qualifies as a "qualified purchaser".
- (h) Each Investor that is an entity should provide the information requested and respond to the questions in Section H.
- (i) Each Investor should respond to the questions in Section I.
- (j) Each Investor should make the election required by Section J to the extent applicable.
- (k) Each Investor that is subject to Section 892 of the Code should make the election required in Section K.
- (l) Each Tax-Exempt Investor should make the election required by Section L.
- (m) Each Investor should make the election required by Section M.
- (n) Each Investor should respond to the question in Section N.
- (o) Print the name of the Investor and sign (and print name, capacity and title of signatory, if applicable) on page 23 of the Investor Questionnaire.
- 3. Tax Forms:
  - (a) Each Investor is required to fill in, sign and date a Form W-9 (available at <u>http://www.irs.gov</u>) in accordance with the instructions to such Form.
  - (b) Each Investor is required to complete either (i) the CRS and UK CDOT Self-Certification for Individuals Form or (ii) the CRS and UK CDOT Self-Certification for Entities Form attached hereto in accordance with their instructions. Each Investor should submit one executed copy of the applicable IRS Form and CRS and UK CDOT form in accordance with the instructions in item 5 on the following page.
- 4. Evidence of Authorization ("EoA") and Know Your Customer ("KYC") Requirements:

To fulfill EoA and KYC requirements, each Investor should provide the documents and follow the procedures as described in Appendix A.

5. Delivery of Subscription Documents:

Two (2) completed and executed copies of the Subscription Agreement and the Investor Questionnaire, together with the Form W-9, the applicable completed and executed CRS and UK CDOT Self-Certification form, the appropriate acknowledgement form and any required evidence of authorization, should be delivered to the General Partner at the following address:

Silver Lake Partners V, L.P. c/o Simpson Thacher & Bartlett LLP 425 Lexington Avenue New York, New York 10017 Attn.: John Tracy

In addition, please send (i) the completed and executed Subscription Agreement, (ii) the completed and executed Investor Ouestionnaire, (iii) the completed Form W-9, (iv) the completed CRS and UK CDOT self-certification form and (v) any required evidence of electronic mail to the attention of John Tracy authorization by at List-SLSubDoc@stblaw.com, of Simpson Thacher & Bartlett LLP, as soon as possible. After the Investor's commitment has been accepted, the Investor shall provide any updated tax forms to TaxInfo@silverlake.com.

Inquiries regarding subscription procedures (including, if the Investor Questionnaire indicates that any Investor's response to a question requires further information) should be directed to John Tracy, (212) 455-3556, email: <u>List-SLSubDoc@stblaw.com</u> or Jordan Cross, (212) 455-2447, e-mail: <u>List-SLSubDoc@stblaw.com</u> of Simpson Thacher & Bartlett LLP. If the Investor's subscription is accepted (in whole or in part) by the General Partner, a fully executed set of the Subscription Documents will be returned to the Investor.

#### SUBSCRIPTION AGREEMENT

Silver Lake Partners V, L.P. c/o Silver Lake Technology Associates V, L.P. 2775 Sand Hill Road Suite 100 Menlo Park, CA 94025

Ladies and Gentlemen:

1. Subscription. The undersigned (the "Investor") subscribes for and agrees to purchase limited partnership interests ("Interests") in Silver Lake Partners V, L.P. (the "Partnership") with a Capital Commitment (as defined in the Partnership Agreement referred to below) in the amount set forth on the signature page below. The Investor acknowledges and agrees that this subscription (i) is irrevocable on the part of the Investor, (ii) is conditioned upon acceptance by or on behalf of Silver Lake Technology Associates V, L.P. (the "General Partner") on behalf of the Partnership and (iii) may be accepted or rejected in whole or in part by the General Partner in its sole discretion. The Investor agrees to be bound by all the terms and provisions of the Amended and Restated Limited Partnership Agreement of the Partnership (as amended from time to time, the "Partnership Agreement") in the final form provided to the Investor. Capitalized terms not defined herein are used as defined in the Partnership Agreement.

2. *Representations and Warranties of the Investor*. To induce the General Partner and the Partnership to accept this subscription, the Investor represents and warrants as follows:

(a) The Interests to be acquired hereunder are being acquired by the Investor for the Investor's own account for investment purposes only and not with a view to resale or distribution.

(b) The Investor will not transfer or deliver any interest in the Interests except in accordance with restrictions set forth in the Partnership Agreement and the Memorandum (as defined below).

(c) The Investor has been furnished and has carefully read the Confidential Private Placement Memorandum relating to the Partnership, as amended, restated and/or supplemented through the closing date of the Investor's subscription for Interests (the "Memorandum"), a form of the Partnership Agreement, Part 2 of Form ADV of Silver Lake Technology Management, L.L.C. and, to the extent the Investor is a natural person, a current copy of Silver Lake's Privacy Statement. The Investor 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 Interests, is able to bear the risks of an investment in the Interests and understands the risks of, and other considerations relating to, a purchase of an Interest, including the matters set forth under the caption "Risk Factors and Conflicts of Interest" in the Memorandum.

(d) The Investor understands that the Interests have not been registered under the United States Securities Act of 1933, as amended (the "Securities Act"), the securities

laws of any state of the United States or the securities laws of any other jurisdiction, nor is such registration contemplated. The Investor understands and agrees further that the Interests must be held indefinitely unless they are subsequently registered under the Securities Act and any other applicable U.S. and/or non-U.S. securities laws or an exemption from registration under the Securities Act and any such other laws covering the sale of Interests is available. Even if such an exemption is available, the assignability and transferability of the Interests will be governed by the Partnership Agreement, which imposes substantial restrictions on transfer. The Investor understands that legends stating that the Interests have not been registered under the Securities Act and any other applicable securities laws and setting out or referring to the restrictions on the transferability and resale of the Interests will be placed on all documents evidencing the Interests, as applicable. Further, the Investor represents and warrants that, unless separately acknowledged in writing by the General Partner on the date of acceptance of this Subscription Agreement, there are no governmental orders, permissions, consents, approvals or authorizations that are required to be obtained and/or observed, and no registrations or other filings (other than a notice of exempt offering on Form D under the Securities Act or other similar filings under any applicable U.S. state "blue sky" law) are required to be made (in each case whether regarding registration as a lobbyist, investment advisor and/or other status or category, or otherwise (including restrictions on gifts, political contributions or other activities) for the Partnership, the General Partner or their respective Affiliates or employees) in connection with the purchase of the Interests by the Investor and/or the Investor's status as a Limited Partner of the Partnership. The Investor's overall commitment to the Partnership and other investments which are not readily marketable is not disproportionate to the Investor's net worth and the Investor has no need for immediate liquidity in the Investor's investment in Interests.

(e) To the full satisfaction of the Investor, the Investor has been furnished any materials the Investor has requested relating to the Partnership, the offering of Interests or any statement made in the Memorandum, and the Investor has been afforded the opportunity to ask questions of representatives of the Partnership concerning the terms and conditions of the offering and to obtain any additional information necessary to verify the accuracy of any representations or information set forth in the Memorandum.

(f) Other than as set forth herein or in the Memorandum, the Partnership Agreement and any separate agreement in writing with the Partnership executed in conjunction with the Investor's subscription for Interests, the Investor is not relying upon any other information (including, without limitation, any advertisement, article, notice or other communication published in any newspaper, magazine, website or similar media or broadcast over television or radio, and any seminars or meetings whose attendees have been invited by any general solicitation or advertising), representation or warranty by the Partnership, the General Partner, any Affiliate of the foregoing or any agent or representative of them, written or otherwise, in determining to invest in the Partnership and the Investor understands that the Memorandum is not intended to convey tax or legal advice. The Investor has consulted to the extent deemed appropriate by the Investor with the Investor's own advisers as to the financial, tax, legal, accounting, regulatory and related matters concerning an investment in Interests and on that basis understands the financial, tax, legal, accounting, regulatory and related consequences of an investment in Interests, and believes that an investment in the Interests is suitable and appropriate for the Investor.

If the Investor is not a natural person, (i) the Investor has the power and (g) authority to enter into this Subscription Agreement, the Partnership Agreement and each other document required to be executed and delivered by the Investor in connection with this subscription for Interests, and to perform its obligations hereunder and thereunder and consummate the transactions contemplated hereby and thereby and (ii) the person signing this Subscription Agreement on behalf of the Investor has been duly authorized to execute and deliver this Subscription Agreement, the Partnership Agreement and each other document required to be executed and delivered by the Investor in connection with this subscription for Interests. If the Investor is a natural person, the Investor has all requisite legal capacity to acquire and hold the Interests and to execute, deliver and comply with the terms of each of the documents required to be executed and delivered by the Investor in connection with this subscription for Interests. The execution and delivery by the Investor of, and compliance by the Investor with, this Subscription Agreement, the Partnership Agreement and each other document required to be executed and delivered by the Investor in connection with this subscription for Interests does not violate, represent a breach of, or constitute a default under, any instruments governing the Investor, any law, regulation or order, or any agreement to which the Investor is a party or by which the Investor is bound. This Subscription Agreement has been duly executed by the Investor and constitutes, and the Partnership Agreement, when the Investor is admitted as a Limited Partner, will constitute, a valid and legally binding agreement of the Investor, enforceable against it in accordance with its terms.

(h) If the Investor is, or is acting (directly or indirectly) on behalf of, a "Plan" (defined below) which is subject to Title I of the U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA") or Section 4975 of the U.S. Internal Revenue Code of 1986, as amended (the "Code"), or any provisions of any federal, state, local, non-U.S. or other laws or regulations that are similar to those provisions contained in such portions of ERISA or the Code (collectively, "Other Plan Laws"): (1) the decision to invest in the Partnership was made by a fiduciary (within the meaning of Section 3(21) of ERISA and the regulations thereunder, or as defined under applicable Other Plan Laws) (a "Fiduciary") of the Plan which is unrelated to the General Partner or any of its employees, representatives or affiliates and which is duly authorized to make such an investment decision on behalf of the Plan (the "Plan Fiduciary"); (2) the Plan Fiduciary has taken into consideration its fiduciary duties under ERISA or any applicable Other Plan Law, including the diversification requirements of Section 404(a)(1)(C) of ERISA (if applicable), in authorizing the Plan's investment in the Partnership, and has concluded that such investment is prudent; (3) the Plan's subscription to invest in the Partnership and the purchase of Interests contemplated hereby is in accordance with the terms of the Plan's governing instruments and complies with all applicable requirements of ERISA, the Code and all applicable Other Plan Laws and does not constitute a non-exempt prohibited transaction under ERISA or Section 4975 of the Code (assuming for this purpose that the assets of the Partnership are not "plan assets" of any ERISA Partner subject to Title I of ERISA or Section 4975 of the Code) or a similar violation under any applicable Other Plan Laws; and (4) the Plan Fiduciary acknowledges and agrees that (x) neither the General

3

Partner, the Advisor nor any of its employees, representatives or affiliates will be a fiduciary with respect to the Plan as a result of the Plan's investment in the Partnership, pursuant to the provisions of ERISA or any applicable Other Plan Laws, and (y) the Plan Fiduciary has not relied on, and is not relying on, the investment advice of any such person with respect to the Plan's investment in the Partnership and no such investment advice has been given to the Plan in connection with its investment in the Partnership. "Plan" includes (i) an employee benefit plan (within the meaning of Section 3(3) of ERISA), whether or not such plan is subject to Title I of ERISA, (ii) a plan, individual retirement account or other arrangement that is described in Section 4975 of the Code, whether or not such plan, individual retirement account or other arrangement is subject to Section 4975 of the Code, (iii) a plan, fund or other similar program that is established or maintained outside the United States which provides for retirement income, a deferral of income in contemplation of retirement or payments to be made upon termination of employment, (iv) an insurance company using general account assets, if such general account assets are deemed to include the assets of any of the foregoing types of plans, accounts or arrangements for purposes of Title I of ERISA or Section 4975 of the Code under Section 401(c)(1)(A) of ERISA or the regulations promulgated thereunder and (v) an entity which is deemed to hold the assets of any of the foregoing types of plans, accounts, funds, programs or arrangements, pursuant to ERISA or otherwise.

(i) If the Investor is (directly or indirectly) investing the assets of a Plan which is not subject to Title I of ERISA or Section 4975 of the Code but is subject to any other federal, state, local, non-U.S. or other laws or regulations that could cause the underlying assets of the Partnership to be treated as assets of the Plan by virtue of its investment in the Partnership and thereby subject the Partnership and the General Partner (or other persons responsible for the investment and operation of the Partnership's assets) to laws or regulations that are similar to the fiduciary responsibility or prohibited transaction provisions contained in Title I of ERISA or Section 4975 of the Code ("Similar Law"), the Partnership's assets will not constitute the assets of such Plan under the provisions of any applicable Similar Law.

(i) Each Investor hereby acknowledges and agrees that by making a capital contribution or a loan to an Intermediate Entity the Investor (i) will be deemed to direct the general partner (or similar managing entity) of the Intermediate Entity to invest, directly or indirectly through one or more Intermediate Entities, the amount of such capital contribution or the proceeds of such loan, as the case may be, in the Partnership or Alternative Vehicle, as applicable, (ii) acknowledges that during any period when the underlying assets of the Intermediate Entity are deemed to constitute "plan assets" for purposes of the fiduciary responsibility or prohibited transaction provisions in Title I of ERISA, Section 4975 of the Code or any applicable similar law, the general partner (or similar managing entity) of the Intermediate Entity will act as a custodian with respect to the assets of such Investor, but is not intended to be a fiduciary with respect to the assets of such Investor for purposes of Title I of ERISA, Section 4975 of the Code or any applicable similar law and (iii) represents that such capital contribution and the holding of such loan, and the transactions contemplated by such direction, will not result in a non-exempt prohibited transaction under Section 406 of ERISA or Section 4975 of the Code or a violation under any applicable similar law.

(k) The Investor was offered the Interests through private negotiations, not through any general solicitation or general advertising, and in the jurisdiction listed in the Investor's permanent address set forth in the Investor Questionnaire attached hereto and intends that the securities laws of that jurisdiction govern the Investor's subscription.

(1) The Investor understands that the Partnership will not be registered as an investment company under the U.S. Investment Company Act of 1940, as amended.

(m) The Investor has notified the General Partner in writing of all written investment policies to which the Investor is subject which could, pursuant to Section 3.2(a) of the Partnership Agreement, restrict its ability to participate in potential Investments.

(i) Neither the Investor, nor any of its Affiliates or direct or indirect (n) beneficial owners, (A) appears on the Specially Designated Nationals and Blocked Persons List of the Office of Foreign Assets Control of the U.S. Department of the Treasury ("OFAC"), nor are they otherwise a party with which the Partnership is prohibited to deal under the laws of the United States, or (B) is a Person identified as a terrorist organization on any other relevant lists maintained by governmental authorities. The Investor further represents and warrants that: (i) if the Investor is a natural person, the Investor is not a person who is or has been entrusted with prominent public functions, such as a Head of State or of government, a senior politician, a senior government, judicial or military official, a senior executive of a state-owned corporation or an important political party official, or a close family member or close associate of such person, and (ii) the monies used to fund the investment in the Interests are not derived from, invested for the benefit of, or related in any way to, the governments of, or Persons within, any country (1) under a U.S. embargo enforced by OFAC, (2) that has been designated as a "non-cooperative country or territory" by the Financial Action Task Force on Money Laundering or (3) that has been designated by the U.S. Secretary of the Treasury as a "primary money laundering concern." The Investor further represents and warrants that the Investor: (I) has conducted thorough due diligence with respect to all of its beneficial owners, (II) has established the identities of all beneficial owners and the source of each of the beneficial owner's funds and (III) will retain evidence of any such identities, any such source of funds and any such due diligence. Pursuant to anti-money laundering laws and regulations, the General Partner may be required or determine that it is necessary and appropriate to collect documentation verifying the Investor's identity and the source of funds used to acquire an Interest before, and from time to time after, acceptance by the General Partner of this Subscription Agreement. The Investor further represents and warrants that the Investor does not know or have any reason to suspect that (x) the monies used to fund the Investor's investment in the Interests have been or will be derived from or related to any illegal activities, including but not limited to, money laundering activities and (y) the proceeds from the Investor's investment in the Interests will be used to finance any illegal activities. Neither the Investor, nor any of its Affiliates, nor any person having a direct or indirect beneficial interest in the Interests being acquired is (i) a senior foreign political figure ("SFPF")<sup>1</sup>, (ii) an immediate family member<sup>2</sup> of a SFPF, or (iii) a close associate<sup>3</sup> of a

<sup>1</sup> A "senior foreign political figure" means a current or former senior official in the executive, legislative, administrative, military or judicial branches of a non-U.S. government (whether elected or not), a current or former senior official of a major non-U.S. political party or a current or former senior executive of a non-U.S. government-owned commercial enterprise. In addition, a "senior foreign political figure" includes any

SFPF. Neither the Investor, nor any of its Affiliates, nor any person having a direct or indirect beneficial interest in the Interests being acquired is (A) a politically exposed person (a "PEP"),<sup>4</sup> (B) an immediate family member<sup>5</sup> of a PEP or (C) a close associate<sup>6</sup> of a PEP. The Investor further represents that in the event that it is, receives deposits from, makes payments to or conducts transactions relating to a non-U.S. banking institution (a "Non-U.S. Bank") in connection with the Investor's investment in the Interest, such Non-U.S. Bank: (i) has a fixed address, other than an electronic address or a post office box, in a country in which it is authorized to conduct banking activities; (ii) employs one or more individuals on a full-time basis; (iii) maintains operating records related to its banking activities: (iv) is subject to inspection by the banking authority that licensed it to conduct banking activities; and (v) does not provide banking services to any other Non-U.S. Bank that does not have a physical presence in any country and that is not a registered Affiliate. The Investor further agrees and acknowledges that, among other remedial measures. (i) the Partnership may be obligated to "freeze the account" of such Investor, either by prohibiting additional investments by the Investor and/or segregating assets of the Investor in compliance with governmental regulations and/or if the General Partner determines in its sole discretion that such action is in the best interests of the Partnership, and (ii) the Partnership may be required to report such action or confidential information relating to the Investor (including, without limitation, disclosing the Investor's identity) to the regulatory authorities.

(ii) The representations and warranties set forth in this Section 2(n) shall be deemed repeated and reaffirmed by the Investor to the General Partner as of each date that the Investor is required to make a Capital Contribution to, or receives a distribution from, the Partnership or any alternative investment vehicle, if applicable. If at any time during the term of the Partnership, the representations and warranties set forth in this Section 2(n) cease to be true, the Investor shall promptly so notify the General Partner in writing.

(iii) The Investor will provide to the General Partner at any time during the term of the Partnership such information as the General Partner determines to be necessary or appropriate (A) to comply with the anti-money laundering laws, rules and regulations of any applicable jurisdiction and (B) to respond to requests for information concerning the identity of Limited Partners or source of funds from any governmental authority, self-regulatory organization or financial institution in connection with its anti-money laundering compliance procedures, or to update such information.

corporation, business or other entity that has been formed by, or for the benefit of, a senior foreign political figure. For purposes of this definition, a "senior official" or "senior executive" means an individual with substantial authority over policy, operations, or the use of government-owned resources.

<sup>2</sup> An "immediate family member" of a SFPF means spouses, parents, siblings, children and a spouse's parents and siblings.

A "close associate" of a SFPF means a person who is widely and publicly known (or is actually known) to be a close associate of a SFPF.
 A "politically exposed person" means individuals who are or have been entrusted with prominent public functions domestically or by a foreign

country or an international organization. Examples includes without limitation, a current or former senior official in the executive, legislative, administrative, military or judicial branches of a government (whether elected or not), a senior official of a major political party or a senior executive of a government-owned corporation. In addition, a "politically exposed person" includes any corporation, business or other entity that has been formed by, or for the benefit of, a political figure.

<sup>5</sup> An "immediate family member" of a PEP typically includes the figure's parents, siblings, spouse, children and in-laws.

<sup>6</sup> A "close associate" of a PEP means a person who is widely and publicly known to maintain an unusually close relationship with a PEP, and includes a person who is in a position to conduct substantial financial transactions on behalf of a PEP.

(iv) The Investor understands and agrees that the General Partner may not accept any amounts from a prospective Limited Partner if such prospective Limited Partner cannot make the representations set forth in this Section 2(n). If an existing Limited Partner cannot make these representations, the General Partner may require the withdrawal of such Limited Partner's Interest pursuant to Section 8.6 of the Partnership Agreement. The Investor further understands and agrees that the General Partner may be obligated to "freeze" the Investor's Capital Account (e.g., by prohibiting additional Capital Contributions from the Investor or suspending other rights the Investor may have under the Partnership Agreement) and the General Partner may also be required to report such action and to disclose the Investor's identity to governmental authorities, self-regulatory organizations and financial institutions.

In the event that the Investor is, receives deposits from, makes payments to (0)or conducts transactions relating to a non-U.S. banking institution (a "Non-U.S. Bank") in connection with the Investor's investment in Interests, such Non-U.S. Bank: (i) has a fixed address, other than an electronic address or a post office box, in a country in which it is authorized to conduct banking activities, (ii) employs one or more individuals on a full-time basis, (iii) maintains operating records related to its banking activities, (iv) is subject to inspection by the banking authority that licensed it to conduct banking activities and (v) does not provide banking services to any other Non-U.S. Bank that does not have a physical presence in any country and that is not a registered affiliate. The Investor agrees and acknowledges that, among other remedial measures, (A) in order to comply with governmental regulations and/or if the General Partner determines in its sole discretion that such action is in the best interests of the Partnership, the General Partner may "freeze the account" of the Investor, either by prohibiting additional investments by the Investor and/or segregating assets of the Investor and (B) the General Partner may be required to report such action or confidential information relating to the Investor (including without limitation, disclosing the Investor's identity) to the regulatory authorities.

(p) The Investor acknowledges that the General Partner may cause the Partnership to enter into one or more revolving credit facilities with one or more syndicates of banks or to incur other indebtedness in lieu of or in advance of Capital Contributions. In connection therewith, each Investor hereby agrees to cooperate with the General Partner and provide financial information and other documentation reasonably and customarily required to obtain such facilities in accordance with Section 4.2 of the Partnership Agreement.

(q) The Investor will not transfer or deliver any interest in the Interests except in accordance with the restrictions set forth in the Partnership Agreement.

(r) If the Investor is not a partnership or other pass-through entity for U.S. federal income tax purposes (including a single-member disregarded entity), the Investor covenants that it shall not become (by way of election or otherwise) a partnership or other pass-through entity for U.S. federal income tax purposes (including a single-member disregarded entity) without obtaining the General Partner's consent prior to such change in tax status.

(s) The Investor represents and warrants that it (a) is a U.S. Person (as defined in the Subscription Agreement); (b) is not a non-resident alien individual, foreign corporation, foreign partnership, foreign trust or foreign estate (each as defined in the Code); and (c) will notify the General Partner immediately of any change in the status referenced in the foregoing clauses (a) or (b). The Investor will complete and return with this Subscription Agreement IRS Form W-9, Payer's Request for Taxpayer Identification Number and Certification.

The Investor certifies under penalties of perjury that the Investor's name, (t) taxpayer identification or social security number and address provided in the Investor Questionnaire are correct. The Investor agrees to execute properly and provide to the Partnership in a timely manner any tax documentation or information that may be reasonably required by the General Partner in connection with the Partnership including, but not limited to, the name, address and tax identification number of any "substantial US owner" of the Investor or other information required to reduce or eliminate any withholding tax directly or indirectly imposed on or collected by or with respect to the Partnership pursuant to (i) Sections 1471 through 1474 of the Code and any associated legislation, regulations or guidance, or similar legislation, regulations or guidance enacted in any jurisdiction which seeks to implement similar tax reporting and/or withholding tax regimes; (ii) any intergovernmental agreement, treaty, regulation, guidance or any other agreement between the Cayman Islands (or any Cayman Islands government body) and any other jurisdiction entered into in order to comply with, facilitate, supplement or implement Sections 1471 through 1471 of the Code or any similar regime under non-U.S. law implementing such intergovernmental agreement described in subparagraph (i); and any legislation, regulations or guidance in the Cayman Islands that give effect to the matters outlined in the preceding sub-paragraphs, (the matters outlined in subparagraphs (i) - (iii) being defined herein as "FATCA").

3. Further Advice and Assurances. All information which the Investor has provided to the General Partner and/or the Partnership, including the information in this Subscription Agreement (including the Investor Questionnaire), is true, correct and complete as of the date hereof, and the Investor agrees to notify the General Partner immediately if any representation, warranty or information contained in this Subscription Agreement or any of the information in the Investor Questionnaire, becomes untrue at any time. The Investor agrees to provide such information and execute and deliver such documents with respect to itself and its direct and indirect beneficial owners as the General Partner and/or the Partnership may from time to time reasonably request to verify the accuracy of the Investor's representations and warranties herein, establish the identity of the Investor and the direct and indirect participants in its investment in Interests, to the extent applicable, to effect the transfer and admission referred to in the second sentence of paragraph 4 below and/or to comply with any law, rule or regulation to which the Partnership, the General Partner and/or the Advisor may be subject, including, without limitation, compliance with anti-money laundering laws and regulations or for any other reasonable purpose.

4. *Power of Attorney*. The Investor by executing this Subscription Agreement hereby appoints the General Partner, with full power of substitution, as the Investor's true and lawful representative and attorney-in-fact, and agent of the Investor, to execute, acknowledge,

verify, swear to, deliver, record and file, in the Investor's name, place and stead, the Partnership Agreement, any amendments to the Partnership Agreement (approved in accordance therewith), or any other agreement or instrument which the General Partner deems appropriate solely to admit the Investor as a Limited Partner of the Partnership. In the case of an Investor that is (a) a natural person, (b) a trust any portion of which is treated (under subpart E of part I of subchapter J of chapter 1 of subtitle A of the Code) as owned by a natural person (e.g., a grantor trust), (c) an entity disregarded for U.S. federal income tax purposes and owned (or treated as owned) by a natural person or a trust described in clause (b) of this sentence (e.g., a limited liability company with a single member), (d) an organization described in Sections 401(a) or 501 of the Code or (e) a trust permanently set aside or to be used for a charitable purpose, such Investor further appoints the General Partner, with full power of substitution, as the Investor's true and lawful representative and attorney-in-fact, and agent of the Investor, to execute, acknowledge, verify, swear to, deliver, record and file, in the Investor's name, place and stead, any agreements necessary to effect (i) the transfer of such Investor's Interest in the Partnership to an entity formed to serve as a "Feeder Fund" for purposes of the Partnership Agreement and (ii) the admission of such Investor as a limited partner (or similar participant) in such Feeder Fund on terms substantially identical in all material respects to those of the Partnership, to the maximum extent applicable and with an indirect economic interest in the Partnership identical in all material respects to such Investor's direct economic interest in the Partnership, to the maximum extent applicable, immediately prior to the transfer contemplated by clause (i) of this sentence. To the fullest extent permitted by law, this power of attorney is coupled with an interest, is irrevocable and shall survive, and shall not be affected by, the subsequent death, disability, incapacity, incompetency, termination, bankruptcy, insolvency or dissolution of the Investor. This power of attorney shall not revoke any prior powers of attorney executed by the Investor (including any powers of attorney contained in any documents executed pursuant to a power of attorney) and will terminate upon the complete withdrawal of an assigning Partner from participation in the Partnership. The Investor acknowledges and agrees that under the terms of the Partnership Agreement each Limited Partner grants a further power of attorney to the General Partner as provided for therein.

5. Indemnity. The Investor understands that the information provided herein (including the Investor Questionnaire) will be relied upon by the Partnership and the General Partner for the purpose of determining the eligibility of the Investor to purchase Interests in the Partnership. The Investor agrees to provide, if requested, any additional information and execute and deliver such documents regarding itself and all of its beneficial owners, to verify the accuracy of the Investor's representations and warranties herein or to comply with any law, rule or regulation to which the Partnership may be subject, including compliance with anti-money laundering laws and regulations, or for any other reasonable purpose as may reasonably be required to determine the eligibility of the Investor to purchase Interests in the Partnership. To the fullest extent permitted under applicable law, the Investor agrees to indemnify and hold harmless the Partnership and each Partner thereof from and against any loss, damage or liability due to or arising out of a breach of any representation, warranty or agreement of the Investor contained in this Subscription Agreement (including the Investor Questionnaire) or in any other document provided by the Investor to the Partnership or in any agreement (other than the Partnership Agreement) executed by the Investor with the Partnership or the General Partner in connection with the Investor's investment in the Interests. Notwithstanding any provision of this Subscription Agreement (including the Investor Questionnaire), the Investor does not waive any rights granted to it under the Partnership Agreement or applicable securities laws.

6. *Certain Definitions*. For purposes hereof, "United States" and "U.S. Person" shall have the meanings set forth in Regulation S of the Securities Act and Section 7701(a)(30) of the Code.

7. *Miscellaneous*. This Subscription Agreement is not assignable by the Investor without the prior written consent of the General Partner. The representations and warranties made by the Investor in this Subscription Agreement (including the Investor Questionnaire) shall survive the closing of the transactions contemplated hereby and any investigation made by the Partnership or the General Partner. The Investor Questionnaire, including without limitation the representations and warranties contained therein, is an integral part of this Subscription Agreement and shall be deemed incorporated by reference herein. This Subscription Agreement may be executed in one or more counterparts, all of which together shall constitute one instrument. Notwithstanding the place where this Subscription Agreement may be executed by any of the parties hereto, the parties expressly agree that this Subscription Agreement shall be governed by and construed in accordance with the laws of the State of New York and the parties hereto submit to the non-exclusive jurisdiction of the State of New York.

8. *Distributions*. Distributions to the Investor in respect of its Interests shall be made to the account(s) specified in Section A of the Investor Questionnaire or as otherwise specified in writing by the Investor to the General Partner.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this Subscription Agreement on the date set forth below.

Date: April 26,2017

Amount of Capital Commitment

\$100,000,000

INDIVIDUAL INVESTOR:

(Print Name)

(Signature)

PARTNERSHIP, CORPORATION, TRUST, LIMITED LIABILITY COMPANY, CUSTODIAL ACCOUNT, OTHER INVESTOR:

Commonwealth of Pennsylvania State Employees' Retirement System

(Print Name of Entity) By: (Signature)

David R. Fillman, Chairman (Print Name and Title)

#### ACCEPTANCE OF SUBSCRIPTION

(to be filled out <u>only</u> by the General Partner)

The General Partner hereby accepts the above application for subscription for Interests on behalf of the Partnership.

SILVER LAKE PARTNERS V, L.P.

- By: Silver Lake Technology Associates V, L.P., its general partner
- By: SLTA V (GP), L.L.C., its general partner

By: Silver Lake Group, L.L.C., its managing member

## COMMONWEALTH OF PENNSYLVANIA STATE EMPLOYEES' RETIREMENT SYSTEM

Amount of Capital Commitment Accepted: <u>\$78,000,000.00</u>\*

Name: Greg Mondre Title: Managing Director

Date: April 28, 2017

By:

\* In accordance with paragraph 1 of this Subscription Agreement, the General Partner hereby accepts the Amount of Capital Commitment indicated above, which represents only a portion of the amount subscribed for by the Investor. The General Partner may, on or prior to April 30, 2017, elect to accept all or any portion of the Investor's remaining subscribed Capital Commitment (as indicated on the immediately prior page hereof) which is not hereby accepted. Notwithstanding the foregoing, the aggregate Amount of Capital Commitment so accepted by the General Partner may not exceed the Capital Commitment amount subscribed for by the Investor as indicated on the immediately prior page hereof.



#### COMMONWEALTH OF PENNSYLVANIA ) )SS COUNTY OF DAUPHIN )

On this day of <u>April</u>, 2017 before me, the subscriber, a Notary Public in and for the Commonwealth and County aforesaid, personally appeared David R. Fillman who acknowledged himself to be the Chairman of the Commonwealth of Pennsylvania State Employees' Retirement Board, and that he, as such officer, being authorized to do so, executed the foregoing instrument for the purposes therin contained on behalf of and as the Chairman of the Commonwealth of Pennsylvania State Employees' Retirement Board.

IN WITNESS WHEREOF, I hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Kise Ugnew

Notary Public

My commission expires: March 13, 2020 COMMONWEALTH OF PENNSYLVANIA NOTARIAL SEAL Rose Agnew, Notary Public City of Harrisburg, Dauphin County My Commission Expires March 13, 2020 MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

# **INVESTOR QUESTIONNAIRE**

## A. General Information

1. Print Full Name of Investor

Individual:

First

Last

The Commonwealth of Pennsylvania State Employees' Retirement System
Name of Entity

Middle

If an entity, please indicate Investor type (all Investors <u>must</u> select <u>only one</u> of the options below):

- Broker-dealer. (A) **(B)** Insurance company. Investment company registered with the U.S. Securities and Exchange (C) Commission under the U.S. Investment Company Act of 1940, as amended (the "1940 Act"). An issuer that would be an investment company as defined in Section 3 of (D) the 1940 Act but for Section 3(c)(1) or 3(c)(7) thereof. Non-profit organization. **(E)** Pension plan (excluding governmental pension plans). **(F)** (G) Banking or thrift institution (proprietary). Any state or political subdivision of a state, including (i) any agency, (H) authority, or instrumentality of the state or political subdivision; (ii) a plan or pool of assets controlled by the state or political subdivision or any agency, authority, or instrumentality thereof; and (iii) any officer, agent, or employee of the state or political subdivision or any agency, authority, or instrumentality thereof, acting in its official capacity (excluding governmental pension plans). X State or municipal governmental pension plan. **(I)** Sovereign wealth fund or foreign official institution. (J)
- □ (K) Other (please specify):

- 2. U.S. Taxpayer Identification or Social Security Number:
- 3. Permanent Residence Address of Investor for U.S. Tax Purposes (must match address on tax forms):

30 North Third Street Suite 150 Harrisburg, PA 17101-1716

4. Business Address (if different than above):

6.

Primary Contact Person for this Account and for General Notices: 5.

	Name:		
	Address:	[SEE ATTACHED	
		CORRESPONDENCE	
	Telephone:	CHART]	
	Fax:		
	E-mail:		
	(This e-mail address will be used demands, consents or other comm	fferent than primary contact): I to notify the Investor of any notices, reports, nunications that are posted to Silver Lake's in on 11.6 of the Partnership Agreement.)	
5.	Other Contacts: [SE	E ATTACHED CORRESPONDENCE CHAP	۲۲]
	· · · ·	formation for each individual who will receive he Partnership or the General Partner:	notices
Name	<u>Auth</u>	orized to receive: (Check all that apply) Pri	mary or CC
Title:		ral Notices (one person in addition to contact in A.5)	
Addre	ss: Annu	al and Quarterly Reports	

Address:	Capital Call Notices		
Address:	Distribution Notices		j
Address:	Legal Documents (one person only)		ļ
Phone:	Tax Matters (including K-1 distribution) (one person only)		
Fax:			
Email:			
Relationship to Investor:	Administrator Advisor Other (please specify)		
Name:	Authorized to receive: (Check all that apply) Prir	nary or CO	2
Title:	General Notices (one person in addition to contact in A.5)		ļ
Address:	Annual and Quarterly Reports		l
Address:	Capital Call Notices		l
Address:	Distribution Notices		
Address:	Legal Documents (one person only)		
Phone:	Tax Matters (including K-1 distribution) (one person only)		l
Fax:			
Email:			
Relationship to Investor:	Administrator Advisor Other (please specify)		_
Name:	Authorized to receive: (Check all that apply) Prir	nary or CO	2
Title:	General Notices (one person in addition to contact in A.5)		I
Address:	Annual and Quarterly Reports		I
Address:	Capital Call Notices		]
Address:	Distribution Notices		]
Address:	Legal Documents (one person only)		
Phone:	Tax Matters (including K-1 distribution) (one person only)		]
Fax:			
Email:			
Relationship to Investor:	Administrator Advisor Other (please specify)	**	_

# 7. For distributions of cash, please wire funds to the following bank account (complete only applicable items): [SEE ATTACHED DELIVERY INSTRUCTIONS]

Bank Name:	
Bank Address:	
ABA or SWIFT Code:	
Beneficiary's Account Number/IBAN:	
Beneficiary's Name:	
Beneficiary's Address:	
For further credit to:	
Reference:	
Intermediary Bank ID:	
Intermediary Name:	
Intermediary Address:	

Any cash payments from the Investor to the Partnership or cash distributions from the Partnership to the Investor must be made to or from, as the case may be, the account indicated above. Please be advised that any disbursements will automatically be sent as indicated above unless the General Partner is notified otherwise in writing.

# **B.** Investor Type

Please indicate Investor type (all Investors <u>must</u> select <u>only one</u> of the options below). If the undersigned is acting as trustee, agent, representative or nominee for a beneficial owner, please check the item that best describes the beneficial owner.

(A)	Individual that is a United States person <u>(including a trust of any such</u> individual) <sup>7</sup>
(B)	Broker-dealer
(C)	Insurance company
(D)	Investment company registered with the SEC under the Investment Company Act

<sup>7 &</sup>quot;United States Person" has the meaning set forth in rule 203(m)-1 under the Advisers Act.

- (E) An issuer that would be an investment company as defined in section 3 of the Investment Company Act but for section 3(c)(1) or 3(c)(7) thereof
- (F) Non-profit organization.
- (G) Pension plan (excluding governmental pension plans)
- (H) Banking or thrift institution (proprietary)
- (I) Any state or political subdivision of a state, including (i) any agency, authority, or instrumentality of the state or political subdivision; (ii) a plan or pool of assets controlled by the state or political subdivision or any agency, authority, or instrumentality thereof; and (iii) any officer, agent, or employee of the state or political subdivision or any agency, authority, or instrumentality thereof, acting in its official capacity (excluding governmental pension plans)
- X (J) State or municipal governmental pension plan
- (K) Other (please specify)

#### C. Accredited Investor Status

The Investor represents and warrants that the Investor is an "accredited investor" within the meaning of Rule 501 of Regulation D under the Securities Act of 1933, as amended (the "Securities Act"), and has checked each and every box below which is next to the category or categories under which the Investor qualifies as an accredited investor:

# FOR INDIVIDUALS:

	(A)	A natural person with individual net worth (or joint net worth with spouse) in excess of \$1 million. For purposes of this item, "net worth" means the excess of total assets at fair market value, including automobiles and other personal property but excluding the value of the primary residence of such natural person (and including property owned by a spouse other than the primary residence of the spouse), over total liabilities. (For this purpose, the amount of any mortgage or other indebtedness secured by an investor's primary residence should not be included as a "liability", except to the extent the fair market value of the residence is less than the amount of such mortgage or other indebtedness, provided that if such mortgage or other indebtedness is incurred within sixty (60) days preceding the date hereof and is not in connection with the purchase of the primary residence, such mortgage or other indebtedness should be treated as a "liability").
	(B)	A natural person with individual income (without including any income of the Investor's spouse) in excess of \$200,000, or joint income with spouse in excess of \$300,000, in each of the two most recent years and who reasonably expects to reach the same income level in the current year.
FOR ENT	TTIES:	
	(A)	An entity, including a grantor trust, in which all of the equity owners are accredited investors (for this purpose, a beneficiary of a trust is not an equity owner, but the grantor of a grantor trust may be an equity owner).

(B)	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.
(C)	An insurance company as defined in Section 2(a)(13) of the Securities Act.
(D)	A broker-dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934, as amended (the "Exchange Act").
(E)	An investment company registered under the 1940 Act.
(F)	A business development company as defined in Section 2(a)(48) of the 1940 Act.
(G)	A small business investment company licensed by the Small Business Administration under Section 301(c) or (d) of the Small Business Investment Act of 1958, as amended.
(H)	A private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940, as amended (the "Advisers Act").
(I)	A corporation, an organization described in Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended (the "Code"), Massachusetts or similar business trust, limited liability company or partnership, in each case not formed for the specific purpose of acquiring Interests, with total assets in excess of \$5 million.
(J)	A trust with total assets in excess of \$5 million not formed for the specific purpose of acquiring Interests, whose purchase is directed by a person with such knowledge and experience in financial and business matters as to be capable of evaluating the merits and risks of an investment in the Interests.
(K)	An employee benefit plan within the meaning of the U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA") if the decision to invest in the Interests is made by a plan fiduciary, as defined in Section 3(21) of ERISA, 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 million or, if a self-directed plan, with investment decisions made solely by persons that are accredited investors.

(L) A 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 the plan has total assets in excess of \$5 million.

#### **D.** Supplemental Data for Individuals

Please indicate whether you are investing the assets of any retirement plan, employee benefit plan or other similar agreement:

Yes	🗌 No
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If the above question was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

## E. Supplemental Data for Entities

1. If the Investor is not a natural person, the Investor must furnish the following supplemental data (Natural persons may skip this Section of the Investor Questionnaire):

Legal form of entity (trust, corporation, partnership, limited liability company, benefit plan, etc.):

State government pension plan

Jurisdiction of organization and location of domicile: Pennsylvania

Location of principal place of business: Harrisburg, Pennsylvania

Is the Investor (a) a trust any portion of which is treated (under subpart E of part I of subchapter J of chapter 1 of subtitle A of the Code) as owned by a natural person (e.g., a grantor trust), (b) an entity disregarded for U.S. federal income tax purposes and owned (or treated as owned) by a natural person or a trust described in clause (a) of this sentence (e.g., a limited liability company with a single member), (c) an organization described in Sections 401(a) or 501 of the Code or (d) a trust permanently set aside or to be used for a charitable purpose?

		[SERS is a state governmental entity
		whose income is not subject to tax under
<b></b>		Section 115 of the Internal Revenue
Yes	X No	Code]

If the above question was answered "Yes," please indicate which of the preceding items (a) through (d) applies to the Investor: \_\_\_\_\_\_. Please also contact Simpson Thacher & Bartlett LLP for additional information that will be required.

2. Was the Investor organized for the specific purpose of acquiring Interests?

Yes X No

If the above question was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

3.a. Is the Investor (a) a U.S. federal, state or local government (or any political subdivision, agency or instrumentality thereof); (b) any organization described in Section 501(c) of the Code and exempt from tax under Section 501(a) of the Code; (c) an entity referenced in Section 54(j)(4) of the Code; or (d) any real estate investment trust as defined in Section 856(a) of the Code?

[PA SERS is a state government pension plan] [X] Yes [No

If the question above was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

3.b. Is the Investor a partnership or other pass-through entity for U.S. federal income tax purposes (including a single-member disregarded entity)?

Yes	X No
100	

X No

If the question above was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

3.c Is the Investor a grantor trust, a partnership or an S-Corporation for U.S. federal income tax purposes?

Yes
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3.d. If the question above was answered "Yes," please indicate whether or not:

Π

(i) more than 50 percent of the value of the ownership interest of any beneficial owner in the Investor is (or may at any time during the term of the Partnership be) attributable to the Investor's (direct or indirect) interest in the Partnership; or

Yes	🗌 No
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(ii) it is a principal purpose of the Investor's participation in the Partnership to permit the Partnership to satisfy the 100 partner limitation contained in U.S. Treasury Regulation Section 1.7704-1(h)(3).

Yes X No

If either question above was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

4. Are shareholders, partners or other holders of equity or beneficial interests in the Investor able to decide individually whether to participate, or the extent of their participation, in the Investor's investment in the Partnership (i.e., can shareholders, partners or other holders of equity or beneficial interests in the Investor determine whether their capital will form part of the capital invested by the Investor in the Partnership)?

Yes X No

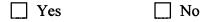
If the above question was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

5.a. Please indicate whether or not the Investor is, or is acting (directly or indirectly) on behalf of, (i) an employee benefit plan (within the meaning of Section 3(3) of ERISA), whether or not such plan is subject to Title I of ERISA, (ii) a plan, individual retirement account or other arrangement that is described in Section 4975 of the Code, whether or not such plan, account or arrangement is subject to Section 4975 of the Code, (iii) a plan, fund or other similar program that is established or maintained outside the United States which provides for retirement income, a deferral of income in contemplation of retirement or payments to be made upon termination of employment, (iv) an insurance company using general account assets, if such general account assets are deemed to include the assets of any of the foregoing types of plans, accounts or arrangements for purposes of Title I of ERISA or Section 4975 of the Code under Section 401(c)(1)(A) of ERISA or the regulations promulgated thereunder, or (v) an entity which is deemed to hold the assets of any of the foregoing types of arrangements (each of the foregoing described in clauses (i), (ii), (iii), (iv) and (v) being referred to as a "Plan Investor").

Yes

X No

5.b. If the Investor is, or is acting (directly or indirectly) on behalf of, such a Plan Investor, please indicate whether or not the Plan Investor is subject to Title I of ERISA or Section 4975 of the Code.



5.c. If the answer to question 5.b. above is "Yes", please indicate what percentage of the Plan Investor's assets invested in the Partnership are the assets of "benefit plan investors" within the meaning of Section 3(42) of ERISA:

\_\_\_\_%

5.d. If the Investor is investing the assets of an insurance company general account, please indicate what percentage of the insurance company general account's assets invested in the Partnership are the assets of "benefit plan investors" within the meaning of Section 401(c)(1)(A) of ERISA or the regulations promulgated thereunder:

\_\_\_\_%

5.e. If the Plan Investor is not subject to Title I of ERISA or Section 4975 of the Code, please indicate whether or not such Plan Investor is subject to any other federal, state, local, non - U.S. or other laws or regulations that could cause the underlying assets of the Partnership to be treated as assets of the Plan Investor by virtue of its investment in the Partnership and thereby subject the Partnership and the General Partner (or other persons responsible for the investment and operation of the Partnership's assets) to laws or regulations that are similar to the fiduciary responsibility or prohibited transaction provisions contained in Title I of ERISA or Section 4975 of the Code.

Yes X No

6.a. Is the Investor a private investment company which is not registered under the 1940 Act in reliance on:

Section 3(c)(1) thereof?	Yes	X No
Section 3(c)(7) thereof?	Yes	X No

6.b. Does the amount of the Investor's subscription for Interests in the Partnership exceed 40% of the total assets (on a consolidated basis with its subsidiaries) of the Investor?

🗌 Yes	X No
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6.c. If either part of question 6.a was answered "Yes," please indicate whether or not the Investor was formed on or before April 30, 1996.

Yes	🗌 No
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6.d. If question 6.c. was answered "Yes," please indicate whether or not the Investor has obtained the consent of its direct and indirect beneficial owners to be treated as a "qualified purchaser" as provided in Section 2(a)(51)(C) of the 1940 Act and the rules and regulations thereunder.

Yes	🗌 No
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If question 6.d. was answered "No," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

7. Is the Investor an "investment company" registered or required to be registered under the 1940 Act, as amended?

Yes Yes

X No

8. If the Investor's tax year ends on a date other than December 31, please indicate such date below:

9.a. Is the Investor subject to the U.S. Freedom of Information Act, 5 U.S.C. § 552 ("FOIA"), any state public records access laws, any state or other jurisdiction's laws similar in intent or effect to FOIA, or any other similar statutory or regulatory requirement that might result in the disclosure of confidential information relating to the Partnership?

X Yes 🗌 No

If the question above was answered "Yes," please indicate the relevant laws to which the Investor is subject and provide any additional explanatory information in the space below:

Pennsylvania Right-to-Know Law, 65 P.S. §§67.101-67.3104 ("RTKL"). 71 Pa.C.S.A. §5902(e)

9.b. For any Investor that is a governmental entity and/or agency, authority, instrumentality or other subdivision of any governmental authority, including any pension plan or pool of assets controlled by any such governmental authority or part thereof: Are there any applicable laws, rules, regulations and/or policies that limit or restrict the ability of the Investor and/or the Investor's employees and/or representatives to participate in activities at meetings or other functions of the Partnership and/or to receive items distributed at such meetings and/or functions? (Examples include any prohibitions, requirements to reimburse the General Partner and its affiliates or other similar limits with respect to participation in social or entertainment activities, meals or other gifts or tokens distributed at activities hosted by the General Partner and its affiliates.)

X Yes 🗌 No

If the question above was answered "Yes," please indicate the relevant laws, rules, regulations and/or policies to which the Investor is subject and provide additional explanatory information in the space below:

Section 23 of the PA SERS side letter provides: The General Partner acknowledges that the Investor is an agency of the Commonwealth of Pennsylvania and whenever possible, the Partnership shall directly provide, arrange for, or pay for the reasonable cost and expense of travel, accommodations, meals and beverages, and other reasonable costs related to the Advisory Board or Limited Partner meetings and the attendance of the Representative of such meetings. Any such costs and expenses provided to, paid for by, or reimbursed to the Representative, or to or by the Investor, shall be deemed expenses of the Partnership under the Partnership Agreement (of which the Investor pays its pro rata share), and thus are not gifts from the Partnership or the General Partner.

Where any such costs or expenses are initially paid for or incurred by the Investor (e.g., reimbursing the Representative), the Investor will send an invoice to the Partnership (documented to the reasonable satisfaction of the General Partner) for reimbursement for its actual expenditures or reimbursements, not in excess of that permitted by the Partnership Agreement. The Partnership shall pay such invoice within thirty (30) days of its receipt thereof.

10. What percentage of the Investor is owned by U.S. Persons?

100 %

11. What percentage of the Investor is owned by non-U.S. Persons?

0 %

#### F. Related Parties/Other Beneficial Parties:

1. To the best of the Investor's knowledge, does the Investor control, or is the Investor controlled by or under common control with, any other investor in the Partnership?

Yes X No

If the question above was answered "Yes", please indicate the name of such other investor in the space below:

2. Will any other Person or Persons have a beneficial interest in the Interests to be acquired hereunder (other than as a shareholder, partner, policy owner or other beneficial owner of equity interests in the Investor)? (By way of example, and not limitation, "nominee" Investors or Investors who have entered into swap or other synthetic or derivative instruments or arrangements with regard to the Interests to be acquired herein would check "Yes")

Yes X No

If either question above was answered "Yes," please contact Simpson Thacher & Bartlett LLP for additional information that will be required.

#### G. Qualified Purchaser Status:

The Investor represents and warrants that the Investor is a "qualified purchaser" within the meaning of Section 2(a)(51) of the 1940 Act and has checked each and every box below which is next to the category or categories under which the Investor qualifies as a qualified purchaser. In order to complete the following information, Investors must read Annexes 1 and 2 to this Investor Questionnaire for the definition of "investments" and for information regarding the "valuation of investments," respectively. The Investor agrees to provide such further information and execute and deliver such documents as the Partnership may reasonably request to verify that the Investor qualifies as a "qualified purchaser."

FOR ENTITIES:

□ (i)

A company, partnership or trust that owns not less than \$5,000,000 in "investments" and that is owned directly or indirectly by or for two or more natural persons who are related as siblings or spouse (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 "Family Company").

A trust that is not covered by (i) above as to which 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 person described in clause (i), (iii) or (vi) of this Section G.

A person, acting for its own account or the accounts of other qualified purchasers, who in the aggregate owns and invests on a discretionary basis not less than \$25,000,000 in "investments."

A qualified institutional buyer as defined in paragraph (a) of Rule 144A under the Securities Act, acting for its own account, the account of another qualified institutional buyer, or the account of a qualified purchaser; provided, that (i) a dealer described in paragraph (a)(1)(ii) of Rule 144A shall own and invest on a discretionary basis at least \$25 million in securities of issuers that are not affiliated persons of the dealer; and (ii) a plan referred to in paragraph (a)(1)(i)(D) or (a)(1)(i)(E) of Rule 144A, or a trust fund referred to in paragraph (a)(1)(i)(F) of Rule 144A that holds the assets of such a plan, will not be deemed to be acting for its own account if investment decisions with respect to the plan are made by the beneficiaries of the plan, except with respect to investment decisions made solely by the fiduciary, trustee or sponsor of such plan.

(v) A company, limited liability company, partnership or trust, each beneficial owner of the securities of which is a qualified purchaser.

FOR INDIVIDUALS:

(vi)

(ii)

(iii)

(iv)

A natural person (including any person who holds a joint, community property or other similar shared ownership interest in the Fund with that person's

14

qualified purchaser spouse) who owns not less than \$5,000,000 in "investments".

# H. Anti-Money Laundering

Please fill out the following table including the name and country of citizenship for:

- (i) each individual that is a director and significant<sup>8</sup> shareholder if the Investor is a corporation;
- (ii) the ultimate owner(s) of the Investor's general partner(s) and significant limited partners if the Investor is a partnership;
- (iii) the ultimate owner(s) of the Investor's managing members and significant members if the Investor is a limited liability company; or
- (iv) the Investor's settlor and/or grantor, trustees and beneficiaries if the Investor is a trust.

Country of Citizenship

You may make additional copies of the table below as necessary.

# I. Eligibility for New Issues

The Partnership from time to time may consider direct or indirect investments in "new issues," as defined in the rules of the Financial Industry Regulatory Authority ("FINRA"), as such rules may be amended or replaced from time to time. In order for the Partnership to determine whether the Investor is eligible to participate in profits and losses from such new issues, the Investor<sup>9</sup> represents and warrants with respect to itself, or, if the undersigned is a corporation, partnership, trust or other entity or account, with respect to any person having a beneficial interest<sup>10</sup> in the Partnership through such corporation, partnership trust or other entity or account (an "Owner"), as follows:

<sup>8 &</sup>quot;Significant" means a holder of more than 10% of the equity interests of the Investor.

<sup>9</sup> If the Investor is a corporation, partnership, trust or any other entity or a nominee for another person, the person completing this questionnaire must be the Investor's beneficial owners(s), a person authorized to represent such beneficial owners(s), or a bank, foreign bank, broker-dealer, investment adviser or other conduit acting on behalf of the beneficial owner(s) of the Investor.

<sup>10 &</sup>quot;Beneficial interest" means any economic interest, such as the right to share in gains or losses. The receipt of a management or performance based fee for operating a collective investment account, or other fees for acting in a fiduciary capacity, is not considered a beneficial interest in the account; however, if such fee is subsequently invested into the account (as a deferred fee arrangement or otherwise), it is considered a beneficial interest in the account.

1. Determination of Restricted Person Status:

The Investor or an Owner is:

## Broker-Dealers and their Personnel

True	🕅 False	(1)	a FINRA member or other broker-dealer;
🗌 True	X False	(2)	an officer, director, general partner, associated person, or employee of a FINRA member or other broker-dealer (other than a limited business broker-dealer <sup>11</sup> );
🗌 True	X False	(3)	an agent of a FINRA member or other broker-dealer (other than a limited business broker-dealer) that is engaged in the investment banking or securities business;
True	X False	(4)	an immediate family member <sup>12</sup> of a person described in (2) and (3) above;
Finders and Fiduciaries			
True	X False	(5)	a finder or fiduciary to a managing underwriter, including, but not limited to, attorneys, accountants and financial consultants;
🗌 True	X False	(6)	an immediate family member of a person described in (5) above who materially supports, <sup>13</sup> or receives material support from, the immediate family member;
Portfolio Managers			
🗌 True	X False	(7)	a person who has authority to buy or sell securities for a bank, savings and loan institution, insurance company, investment company, investment advisor, or collective investment account; <sup>14</sup>

<sup>11 &</sup>quot;Limited business broker-dealer" is any broker-dealer whose authorization to engage in the securities business is limited solely to the purchase and sale of investment company/variable contracts securities and direct participation program securities.

<sup>12 &</sup>quot;Immediate family member" of a person means such person's parents, mother-in-law, father-in-law, husband, wife, brother, sister, brother-in-law, sister-in-law, son-in-law, daughter-in-law, children and any other individual to whom such person provides material support as defined in footnote 13 below.

<sup>13 &</sup>quot;Material support" means directly or indirectly providing more than 25% of a person's income in the prior calendar year. Immediate family members living in the same household are deemed to be providing each other with material support.

<sup>14 &</sup>quot;Collective investment account" is any hedge fund, investment partnership, investment corporation, or any other collective investment vehicle that is engaged primarily in the purchase and/or sale of securities. The terms does not include a family investment vehicle that is beneficially owned solely by immediate family members or an investment club where a group of friends, neighbors, business associates, or others pool their money to invest in stock

True	X False	(8)	an immediate family member of a person described in (7)
			above who materially supports, or receives material support
			from, the immediate family member;

#### Persons Owning a Broker-Dealer<sup>15</sup>

True	X False	(9)	a person listed, or required to be listed, in Schedule A, B or C of a Form BD (other than with respect to a limited business broker-dealer), except persons whose listing on Schedule A, B or C is related to a person identified by an ownership code of less than 10%;
True	X False	(10)	a person that directly or indirectly owns (i) 10% or more of a public reporting company listed, or required to be listed, in Schedule A of a Form BD or (ii) 25% or more of a public reporting company listed, or required to be listed, in Schedule B of a Form BD, in each case other than a reporting company that is listed on a national securities exchange or is traded on the NASDAQ National Market, and other than with respect to a limited business broker-dealer;
True	X False	(11)	an immediate family member of a person described in $(9)$ and $(10)$ ;

Executive Officers and Directors of Public Companies and Covered Non-Public Companies

True XFalse (12) an executive officer or director of a Public Company<sup>16</sup> or a Covered Non-public Company;<sup>17</sup>

If the question above was answered "True," please provide the name of the applicable company/companies in the space below:

or other securities and are collectively responsible for making investment decisions.

<sup>15</sup> The FINRA has stated that an owner of a broker-dealer will be viewed as having a "beneficial interest" in an account held by a subsidiary (i.e., a sister company of the broker-dealer). Accordingly, an affiliate of a broker-dealer will be a Restricted Person.

<sup>16 &</sup>quot;Public Company" means any company that is registered under Section 12 of the Exchange Act or that files periodic reports pursuant to Section 15(d) thereof.

<sup>17 &</sup>quot;Covered Non-public Company" means any non-public company satisfying the following criteria: (i) income of at least \$1 million in the last fiscal year or in two of the last three fiscal years and shareholders' equity of at least \$15 million; (ii) shareholders' equity of at least \$30 million and a two-year operating history; or (iii) total assets and total revenue of at least \$75 million in the latest fiscal year or in two of the last three fiscal years.

True	X False	(13)	a person materially supported <sup>18</sup> by a person described in (12) above;
			If the question above was answered "True," please provide the name of the applicable company/companies in the space below:
Entity Invest	ors with Restric	cted Ben	eficial Owners
True	X False	(14)	any entity (including a corporation, partnership, limited liability company, trust or other entity) or account in which any person or persons described in (1) through (13) above has a beneficial interest. <sup>19</sup>
X True	False	(15)	None of the above categories apply and the Investor is eligible to participate in new issues.
2. Determina	ation of Exemp	ot Status	:
The Investor	is:		
True	X False	(1)	an investment company registered under the 1940 Act;
True	X False	(2)	a common trust fund or similar fund as described in Section $3(a)(12)(A)(iii)$ of the 1934 Act, as amended, and the trust (i) has investments from 1,000 or more accounts, and (ii) does not limit beneficial interests in the fund principally to trust accounts of restricted persons described in Section $J(1)(1)-(14)$ above ("Restricted Persons");
True	X False	(3)	an insurance company general, separate or investment account and (i) the account is funded by premiums from 1,000 or more policyholders or, if a general account, the insurance company has 1,000 or more policyholders, and (ii) the insurance company does not limit the policyholders

18 As defined in footnote 13 above.

<sup>19 &</sup>quot;Beneficial interest" means any economic interest, such as the right to share in gains or losses. The receipt of a management or performance based fee for operating a collective investment account, or other fees for acting in a fiduciary capacity, is not considered a beneficial interest in the account; however, if such fee is subsequently invested into the account (as a deferred fee arrangement or otherwise), it is considered a beneficial interest in the account.

			whose premiums are used to fund the account principally to Restricted Persons, or, if a general account, the insurance company does not limit its policyholders principally to Restricted Persons;
True	X False	(4)	a corporation, partnership, limited liability company, trust or another entity and the beneficial interests of Restricted Persons do not exceed in the aggregate 10% of such entity; <sup>20</sup>
True	X False	(5)	a corporation, partnership, limited liability company, trust or another entity and the aggregate beneficial interests of persons described in J1(12) and J1(13) ("Covered Company Investors") do not exceed in the aggregate 25% of such entity; <sup>21</sup>
True	X False	(6)	a publicly traded entity (other than a broker/dealer or an affiliate of a broker/dealer where such broker/dealer is authorized to engage in the public offering of new issues either as a selling group member or underwriter) that (i) is listed on a national securities exchange or traded on the NASDAQ National Market, or (ii) is a foreign issuer whose securities meet the quantitative designation criteria for a listing on a national securities exchange or trading on the NASDAQ National Market;
True	X False	(7)	an investment company organized under the laws of a foreign jurisdiction and (i) the investment company is listed on a foreign exchange or authorized for sale to the public by a foreign regulatory authority and (ii) no person owning more than 5% of the shares of the investment company is a Restricted Person;
True	X False	(8)	an employee benefits plan under ERISA that is qualified under Section 401(a) of the Code, and such plan is not sponsored solely by a broker-dealer;
X True	False	(9)	a state or municipal government benefits plan that is subject to state and/or municipal regulation;
🗌 True	X False	(10)	a tax exempt charitable organization under Section 501(c)(3) of the Code; or
True	X False	(11)	a church plan under Section 414(e) of the Code.

<sup>20</sup> If the Investor limits the participation by Restricted Persons to no more than 10% of the profits and losses relating to new issues, it may check the box besides the word "True."

<sup>21</sup> If the Investor limits the participation by Covered Company Investors to no more than 25% of the profits and losses relating to new issues, it may check the box besides the word "True."

### 3. Entity Investors [Not applicable.]

If the Investor is an entity (including a corporation, partnership, limited liability company, trust or other entity), including, without limitation, a "fund of funds," a feeder fund or a similar investment vehicle, please complete the following:

Restricted Persons own, in the aggregate, <u>N/A</u>% of the beneficial interest of the Investor.

Covered Company Investors own, in the aggregate,  $\frac{N/A}{2}$ % of the beneficial interest of the Investor. Please provide the name of the applicable company/companies in the space below:

J. ECI Investment Election [Not applicable: SERS is not a flow through vehicle.]

If the Investor is an entity treated as a flow through vehicle for U.S. federal income tax purposes and that itself has non-U.S. partners, members or owners, please indicate below whether the Investor wishes to elect to be a Direct Investment ECI Limited Partner or an Electing ECI Limited Partner with respect to all ECI Investments.<sup>22</sup>

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With respect to all ECI Investments, the Investor elects to be:

A Direct Investment ECI Limited Partner

An Electing ECI Limited Partner

<sup>&</sup>lt;sup>22</sup> Any Investor that elects to be an Electing ECI Limited Partner may revoke such election as to ECI Investments to be subsequently made by such Investor at any time on at least ten (10) calendar days' (or such shorter period as may be agreed by the General Partner) prior written notice to the General Partner (via e-mail: <u>LPInfo@SilverLake.com</u>) with such revocation effective, unless the General Partner otherwise agrees, as of the beginning of the Fiscal Quarter that next commences after such written notice.

### K. For Section 892 Investors only: CAI Investment Election

If the Investor is subject to Section 892 of the Code (including any entity treated as a flow through vehicle for U.S. federal income tax purposes and that itself has tax-exempt partners, members or owners), please indicate whether the Investor wishes to be a Direct Investment CAI Limited Partner or an Electing CAI Limited Partner with respect to all CAI Investments.<sup>23</sup>

With respect to all CAI Investment, the Investor elects to be

A Direct Investment CAI Limited Partner

An Electing CAI Limited Partner

### L. For Tax-Exempt Limited Partners only: UBTI Investment Election

If the Investor is a tax-exempt Investor (including any entity treated as a flow through vehicle for U.S. federal income tax purposes and that itself has tax-exempt partners, members or owners), please indicate below whether the tax-exempt Investor wishes to elect to be a Direct Investment Tax Exempt Limited Partner or an Electing Tax Exempt Limited Partner with respect to all UBTI Investments.<sup>24</sup>

With respect to all UBTI Investments, the Investor elects to be:

A Direct Investment Tax Exempt Limited Partner

An Electing Tax Exempt Limited Partner

# **M. Stock Election**

Pursuant to Section 3.4(b) of the Partnership Agreement, the General Partner may make distributions in the form of cash or Marketable Securities (as such term is defined in the Partnership Agreement) in its sole discretion, or may, in its sole discretion, allow the Limited Partners to choose whether to receive an in kind distribution of Marketable Securities in lieu of receiving a distribution of cash from the disposition of such Marketable Securities. Please indicate below whether, in the event that the General Partner allows the Limited Partners to choose, the

<sup>&</sup>lt;sup>23</sup> Any Investor that elects to be an Electing CAI Limited Partner may revoke such election as to CAI Investments to be subsequently made by such Investor at any time on at least ten (10) calendar days' (or such shorter period as may be agreed by the General Partner) prior written notice to the General Partner (via e-mail: <u>LPInfo@SilverLake.com</u>) with such revocation effective, unless the General Partner otherwise agrees, as of the beginning of the Fiscal Quarter that next commences after such written notice.

<sup>&</sup>lt;sup>24</sup> Any Investor that elects to be an Electing Tax Exempt Limited Partner may revoke such election as to UBTI Investments to be subsequently made by such Investor at any time on at least ten (10) calendar days' (or such shorter period as may be agreed by the General Partner) prior written notice to the General Partner (via e-mail: LPInfo@SilverLake.com) with such revocation effective, unless the General Partner otherwise agrees, as of the

beginning of the Fiscal Quarter that next commences after such written notice.

Investor wishes to elect to receive an in kind distribution of Marketable Securities or instead to receive cash.<sup>25</sup>

- Receive a Distribution in Kind; No Cash: The Investor hereby elects to receive a distribution in kind of its pro rata share of the Portfolio Investment that is the subject of any Stock Election and not receive cash.
- X Receive Cash; No Distribution in Kind: The Investor hereby elects to not receive a distribution in kind from the Partnership and only receive cash when the Partnership disposes of Portfolio Investments.

# N. BHC Partner Status:

Is the Investor a "BHC Partner" (as such term is defined in the Partnership Agreement)?



[Remainder of page intentionally left blank]

<sup>&</sup>lt;sup>25</sup> Each Limited Partner will be permitted to change its election upon thirty (30) days' (or such shorter period as may be accepted by the General Partner in its discretion) written notice to the General Partner (via email: <u>LPInfo@SilverLake.com</u>).

The Investor understands that the foregoing information will be relied upon by the Partnership for the purpose of determining the eligibility of the Investor to purchase and own an Interest in the Partnership. The Investor agrees to notify the General Partner immediately in writing if any representation, warranty or information contained in this Subscription Agreement, including this Investor Questionnaire, becomes untrue or incomplete at any time. The Investor agrees to provide such information and execute and deliver such documents regarding itself and all of its beneficial owners as the General Partner may reasonably request from time to time to substantiate the Investor's status as an accredited investor, a qualified purchaser or to otherwise determine the eligibility of the Investor to purchase an Interest in the Partnership, to verify the accuracy of the Investor's representations and warranties herein or to comply with any law, rule or regulation to which the Partnership and/or the General Partner may be subject, including compliance with anti-money laundering laws and regulations. To the fullest extent permitted by law, the Investor agrees to indemnify and hold harmless the Partnership, the General Partner, the Advisor and their respective Affiliates and each Partner of the Partnership from and against any loss, damage or liability due to or arising out of a breach of any representation, warranty or agreement of the Investor contained in this Subscription Agreement (including the Investor Questionnaire) or in any other document provided by the Investor to the Partnership or in any agreement (other than the Partnership Agreement) executed by the Investor with the Partnership or the General Partner in connection with the Investor's investment in an Interest.

Signatures:

INDIVIDUAL:

(Signature)

(Print Name)

PARTNERSHIP, CORPORATION, TRUST, LIMITED LIABILITY COMPANY, CUSTODIAL ACCOUNT, OTHER:

Commonwealth of Pennsylvania

State Employees' Retirement System

(Mame of Entity)

(Signature)

David R. Fillman, Chairman (Print Name and Title)

By:

# **DEFINITION OF "INVESTMENTS"**

The term "investments" means:

- 1. Securities, other than securities of an issuer that controls, is controlled by, or is under common control with, the Investor that owns such securities, unless the issuer of such securities is:
  - An investment company or a company that would be an investment company but for the exclusions or exemptions provided by the 1940 Act, or a commodity pool; or
  - (ii) a Public Company (as defined below);
  - (iii) A company with shareholders' equity of not less than \$50 million (determined in accordance with generally accepted accounting principles) as reflected on the company's most recent financial statements; *provided*, that such financial statements present the information as of a date within 16 months preceding the date on which the Investor acquires Interests;
- 2. Real estate held for investment purposes;
- 3. Commodity Interests (as defined below) held for investment purposes;
- 4. Physical Commodities (as defined below) held for investment purposes;
- 5. To the extent not securities, Financial Contracts (as defined below) entered into for investment purposes;
- 6. In the case of an Investor that is a company that would be an investment company but for the exclusions provided by Section 3(c)(1) or 3(c)(7) of the 1940 Act, or a commodity pool, any amounts payable to such Investor pursuant to a firm agreement or similar binding commitment pursuant to which a person has agreed to acquire an interest in, or make capital contributions to, the Investor upon the demand of the Investor; and
- 7. Cash and cash equivalents (including foreign currencies) held for investment purposes.

Real estate that is used by the owner or a Related Person (as defined below) of the owner for personal purposes, or as a place of business, or in connection with the conduct of the trade or business of such owner or a Related Person of the owner, will NOT be considered real estate held for investment purposes; *provided*, that real estate owned by an Investor who is engaged primarily in the business of investing, trading or developing real estate in connection with such business may be deemed to be held for investment purposes. However, residential real estate will not be deemed to be used for personal purposes if deductions with respect to such real estate are not disallowed by Section 280A of the Code. A Commodity Interest or Physical Commodity owned, or a Financial Contract entered into, by the Investor who is engaged primarily in the business of investing, reinvesting, or trading in Commodity Interests, Physical Commodities or Financial Contracts in connection with such business may be deemed to be held for investment purposes.

"Commodity Interests" means commodity futures contracts, options on commodity futures contracts, and options on physical commodities traded on or subject to the rules of:

- (i) Any contract market designated for trading such transactions under the U.S. Commodity Exchange Act, as amended (the "Commodity Exchange Act") and the rules promulgated thereunder; or
- (ii) Any board of trade or exchange outside the United States, as contemplated in Part 30 of the rules under the Commodity Exchange Act.

"Financial Contract" means any arrangement that:

- (i) takes the form of an individually negotiated contract, agreement, or option to buy, sell, lend, swap, or repurchase, or other similar individually negotiated transaction commonly entered into by participants in the financial markets;
- (ii) is in respect of securities, commodities, currencies, interest or other rates, other measures of value, or any other financial or economic interest similar in purpose or function to any of the foregoing; and
- (iii) is entered into in response to a request from a counter- party for a quotation, or is otherwise entered into and structured to accommodate the objectives of the counterparty to such arrangement.

"Physical Commodities" means any physical commodity with respect to which a Commodity Interest is traded on a market specified in the definition of Commodity Interests above.

"Public Company" means a company that:

- (i) files reports pursuant to Section 13 or 15(d) of the Exchange Act; or
- (ii) has a class of securities that are listed on a Designated Offshore Securities Market, as defined by Regulation S of the Securities Act.

"Related Person" means a person who is related to the Investor as a sibling, spouse or former spouse, or is a direct lineal descendant or ancestor by birth or adoption of the Investor, or is a spouse of such descendant or ancestor, provided that, in the case of a Family Company, a Related Person includes any owner of the Family Company and any person who is a Related Person of such an owner. "Family Company" means a company, partnership or trust that owns not less than \$5,000,000 in investments and that is owned directly or indirectly by or for two or more natural persons who are related as siblings or spouse (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 for the benefit of such persons.

For purposes of determining the amount of investments owned by a company, there may be included investments owned by majority-owned subsidiaries of the company and investments owned by a company ("Parent Company") of which the company is a majority-owned subsidiary, or by a majority-owned subsidiary of the company and other majority-owned subsidiaries of the Parent Company.

In determining whether a natural person is a qualified purchaser, there may be included in the amount of such person's investments any investment held jointly with such person's spouse, or investments in which such person shares with such person's spouse a community property or similar shared ownership interest. In determining whether spouses who are making a joint investment in the Partnership are qualified purchasers, there may be included in the amount of each spouse's investments any investments owned by the other spouse (whether or not such investments are held jointly). There shall be deducted from the amount of any such investments any amounts specified by paragraph 2(a) of Annex 2 incurred by such spouse.

In determining whether a natural person is a qualified purchaser, there may be included in the amount of such person's investments any investments held in an individual retirement account or similar account the investments of which are directed by and held for the benefit of such person.

# VALUATION OF INVESTMENTS

The general rule for determining the value of investments in order to ascertain whether a person is a qualified purchaser is that the value of the aggregate amount of investments owned and invested on a discretionary basis by such person shall be their fair market value on the most recent practicable date or their cost. This general rule is subject to the following provisos:

- (1) In the case of Commodity Interests, the amount of investments shall be the value of the initial margin or option premium deposited in connection with such Commodity Interests; and
- (2) In each case, there shall be deducted from the amount of investments owned by such person the following amounts:
  - (a) The amount of any outstanding indebtedness incurred to acquire or for the purpose of acquiring the investments owned by such person.
  - (b) A Family Company, in addition to the amounts specified in paragraph (a) above, shall have deducted from the value of such Family Company's investments any outstanding indebtedness incurred by an owner of the Family Company to acquire such investments.

# Appendix A

# **Evidence of Authorization and Know Your Customer Requirements**

Corporations	EoA Requirements Investors which are corporations must submit certified corporate resolutions authorizing the subscription and identifying the corporate officer empowered to sign the Subscription Documents. Corporations must also provide a copy of the certificate of incorporation, or other information identifying the place of incorporation.	KYC Requirements <sup>26</sup> Investors which are corporations, including private trust corporations, must submit a certified copy of the certificate of incorporation, details of registered office and principal place of business (usually provided in the memorandum and articles of incorporation), a certified copy of the register of members/shareholders (or equivalent), a certified copy of the register of directors & officers (or equivalent), KYC documentation on two directors with one being the executive director (as per the KYC requirements for Individuals, below), and KYC documentation on all ultimate beneficial owners holding a 10% or more voting or economic interest (as per the requirements for individuals, below, or corporations).
Partnerships	Partnerships must submit a certified copy of the partnership certificate or partnership agreement or deed identifying the general partner(s).	Partnerships must submit certified copies of the certificate of formation (or equivalent) and the limited partnership agreement or deed, details of registered office and principal place of business, and KYC documentation on the general partner (as per the requirements for individuals, below, or corporations, above) and on all ultimate beneficial owners holding a 10% or more voting or economic interest in the partnership or the general partner. Please advise if there is more than one general partner.

<sup>&</sup>lt;sup>26</sup> See exemptions and alternatives in "Directions for the Completion of the Subscription Documents".

Limited Liability Companies	EoA Requirements Limited liability companies must submit a copy of their operating agreement identifying the manager or managing member, as applicable. Limited liability companies must also provide a copy of the certificate of formation, or other information identifying the place of formation or incorporation.	KYC Requirements <sup>26</sup> Limited liability companies must submit certified copies of their operating agreement and certificate of formation, and KYC documentation on the managing member (as per the requirements for individuals, below, or corporations, above) or members holding a 10% or more voting or economic interest.
Trusts	Trusts must submit a copy of the trust agreement.	Trusts must submit a certified copy of the declaration of trust (or other foundation documents such as a trust deed), a certified copy of the list of names and addresses of trustees or controlling parties with specimen signatures, KYC documentation on the trustees or controlling parties partner (as per the requirements for Individuals, below, or Corporations, above), and KYC documentation on the settlor(s) or founder(s) (as per the requirements for Individuals, below, or Corporations, above).
Employee Benefit Plans	Employee benefit plans must submit a certificate of an appropriate officer certifying that the subscription has been authorized and identifying the individual empowered to sign the Subscription Documents.	Employee Benefit Plans typically allow for an AML exemption. However, in the event an AML exemption is not available, KYC documentation (as per the requirements for a Corporation) may be required.
Individuals	Not applicable.	Individuals must submit a certified copy of a current passport and an original or certified copy of an independent form of verification of address (e.g. utility bill or bank statement) that is not more than three months old.

*EoA Requirements*. EoA must include evidence of the authority of the individual who signed the forms in item 3 above to so execute such documents.

*KYC Requirements—Documentation Exemptions*. Investors exempt from KYC documentation need only submit proof of such exemption. Exempt investors are as follows:

(a) central or local governments, statutory bodies or agencies of government;

(b) entities regulated in certain approved jurisdictions (may include their subsidiaries or affiliates);

(c) entities listed on a recognized stock exchange (may include their subsidiaries or affiliates); and

(d) pension funds.

*KYC Requirements—Certification.* For KYC purposes, a certified document must be signed by a "suitable person", which includes a lawyer, an accountant, the director or manager of a regulated credit or financial institution, a notary public, a member of the judiciary or a senior civil servant. The certifier should sign the actual copy of such document, printing his/her name underneath and clearly indicating his/her position or capacity along with a contact address and phone number and confirming that the document is a true copy of the original. In cases where the certification has been attached to the copy document page, the wording should clearly identify what documentation is being certified including specific reference to the passport number, and the name and date of birth of the certifier. No individual can certify his/her own documents.

Entities and individuals may be requested to furnish additional KYC and EoA documentation other than those requested here. The General Partner may waive any of the preceding in its sole discretion.

### SELF-CERTIFICATION FOR ENTITIES FORM

#### **Instructions for Completion**

The General Partner is obligated under Automatic Exchange of Information Agreements including the Common Reporting Standard ("**CRS**") and the United Kingdom Crown Dependencies and Overseas Territories Agreements ("**UK CDOT**") to collect certain information about each Limited Partner's tax residency status. To ensure compliance, please complete and execute this form and provide any additional information requested herein. You are required to state the residency (or residencies) for tax purposes of the undersigned Limited Partner. The undersigned Limited Partner is the entity legally entitled to the income and/or assets associated with the Interests.

For purposes of completing this form, the "Account Holder" refers to the undersigned Limited Partner and the "account(s)" or the "Financial Account" refer to the Interests held by the undersigned Limited Partner in the Fund. Please refer to the "Instructions For Self-Certification for Entities Form" included with this form for further guidance on completing this form.

Note that in certain circumstances, the General Partner and its Affiliates may be required to disclose the information outlined herein and other tax information provided by the undersigned to certain tax authorities (including the tax authority of the jurisdiction(s) in which the undersigned Limited Partner is tax resident) and by completing and executing this form, the undersigned is hereby consenting to the General Partner and its Affiliates disclosing such information to such tax authorities.

If you have questions about how to complete this form or about how to determine your tax residency status, you should contact your tax advisor or jurisdictional authority. Neither the General Partner nor its counsel will be in a position to provide assistance beyond the information contained within the attached instructions.

For joint or multiple Account Holders, please complete a separate form for each Account Holder.

# If any of the information below changes in the future, please ensure that you advise the General Partner of any such changes within 30 calendar days of becoming aware of such changes.

Mandatory fields that must be completed by all Limited Partners are marked with an \*.

#### Section I – Identification of the Entity

1.	Legal name of the Entity or Branch* Commonwealth of Pennsylvania State Employees' Retirement System
2.	Country of Incorporation or Organization (if branch, location of branch)
з.	Current Residence Address
a.	Apt/Suite Name/Number/Street 30 North 3rd Street, Suite 150 b. Town/City* Harrisburg
с. 4.	Province/State*       Pennsylvania       d. Country*       United States       e. Postal Code       17101-1716         Mailing Address (if different)       Mailing Address (if different)       Image: Comparison of the state
a.	Apt/Suite Name/Number/Street
c.	Province/State d. Country e. Postal Code

#### Section II – Tax Residency

I hereby certify that the entity identified above is a resident for tax purposes in the following jurisdiction(s) and the entity's Taxpayer Identification Number ("TIN") or functional equivalent in its jurisdiction of residence for tax purposes is:

5. Jurisdiction 1*	United States	6.	Confirmation of Sole Residency	
a. Tax reference n	umber type TIN	I cer	tify that for the purposes of taxation, the Accou	Int Holder is not a tax
b. Tax Identificatio	on Number*	resid	lent in any country other than Jurisdiction 1	Yes 🖌 No 🗖
c. Check this box i	f this jurisdiction does not issue	or you are unable	e to procure a TIN or functional equivalent	
d. Specify the rea	son for non-availability of TIN			

# 7. Additional Jurisdictions of Residency for Tax Purposes (if applicable). If more than four tax residencies, please provide additional attachment.

Jurisdiction of Tax Residence*	tion of Tax Residence* Tax Identification Number* Tax Refe Type		nce Number Reason for non-availability of TIN (if applicable)		
2					
3					
4					

-

#### Section III – Specified Person under UK CDOT Regulations

 If the entity is a tax resident in Jersey, Guernsey, Isle of Man or Gibraltar, please confirm if it is a Specified Person. If the entity is *not* a tax resident in Jersey, Guernsey, Isle of Man, or Gibraltar, please check "N/A."

Yes	No	
N/A	✓	

 If "No," please indicate the applicable letter (a, b, c, d or e) from those described below to identify the reason why the entity is not a Specified Person

Specified Person is any entity that is not: (a) a corporation the stock of which is regularly traded on one or more established securities markets; (b) A corporation that is a member of the same affiliated group as defined in Section 1471(e)(2) of the U.S. Internal Revenue Code, as a corporation the stock of which is regularly traded on one or more established securities markets; (c) a depository institution; (d) a broker or dealer in securities, commodities or derivative financial instruments that is registered as such under local laws; or (e) an Exempt Beneficial Owner.

#### Section IV- UK CDOT Classification

Provide your UK CDOT classification under Intergovernmental Agreements entered into between the UK and the CD/OTs by checking the corresponding box(es).

10. Financial Institution
If the Entity is a Registered Deemed Compliant Financial Institution (including a Model 2 Reporting Foreign Financial Institution, a Participating Foreign Financial Institution, or a Sponsored Financial Institution with Global Intermediary Identification Number <sup>1</sup> -GIIN) specify its GIIN.
a. Please specify the GIIN:
Also, specify the type of Financial Institution below:
b. U.S. Financial Institution
c. Financial Institution that has not yet obtained a GIIN but intends to do so if required
d. Non-Reporting Financial Institution. Please select the category applicable:
(i) Sponsored Financial Institution (including a Sponsored Closely Held Investment Vehicle) with GIIN
whose Sponsoring Entity's name is
and the Sponsoring Entity's GIIN is
(ii) Trustee-Documented Trust whose Trustee's name is
and the Trustee's GIIN is
(iii) Qualified Collective Investment Vehicle
(iv) Registered Deemed Compliant Financial Institution
(v) Qualified Credit Card Issuer
(vi) Financial Institution with only low value accounts
(vii) Investment advisor or Investment manager
(viii) Other Type of Non-Reporting Financial Institution (please specify)
e. For a Foreign Financial Institution that must obtain a GIIN but has not done so, provide the reason the GIIN has not been obtained
11. Exempt Beneficial Owner
Specify the type of Exempt Beneficial Owner that the Entity is:
a. Governmental Organization b. Central Bank
c. Exempt Retirement Fund d. International Organization
e. Entity wholly owned by an Exempt Beneficial Owner(s)
12. Active Non-Financial Foreign Entity
13. Passive Non-Financial Entity
If you have checked this box, please have each Controlling Person complete and sign a separate Annex I – Controlling Person Tax Residency Self-Certification form. Note: If there are no natural persons(s) who exercise controi of the Entity then the Controlling Person(s) will be the natural person(s) who hold the position of senior managing official.

<sup>&</sup>lt;sup>1</sup> Per IRS Notice 2015-66, sponsored entities are not required to obtain GIINs until January 1, 2017.

#### Section V– CRS Classification

✓ 14. Financial Institution

Provide your CRS classification by checking the corresponding box(es). Note that CRS classification does not necessarily coincide with your classification for U.S. Foreign Accounts Tax Compliance Act ("FATCA") or UK Crown Dependencies & Overseas Territories ("UK CDOT") purposes.

Specify the type of Financial Institution below:
a. Reporting Financial Institution under CRS
<b>b.</b> Non-Reporting Financial Institution under CRS. Specify the type of Non-Reporting Financial Institution below:
Governmental Entity
International Organization
Central Bank
Broad Participation Retirement Fund
Narrow Participation Retirement Fund
Pension Fund of a Governmental Entity, International Organization, or Central Bank
Exempt Collective Investment Vehicle
Trust whose trustee reports all information required to be reported with respect to all CRS Reportable Accounts
Qualified Credit Card Issuer
Other Entity defined under the domestic law as low risk of being used to evade tax. Specify the type provided in the domestic law:
<b>c. Financial Institution resident in a Non-Participating Jurisdiction under CRS (Non-Reporting).</b> Specify the type of Financial Institution resident in a Non-Participating Jurisdiction below:
Investment Entity located in a non-participating jurisdiction under CRS and managed by another Financial Institution
If you have checked this box, please indicate the name of each Controlling Person of the Entity in Line 17 and have each Controlling Person complete and sign a separate Annex I - Controlling Person Tax Residency Self- Certification form.* Note: If there are no natural person(s) who exercise control of the Entity, then the Controlling Person will be the natural person(s) who hold the position of senior managing official.
Other Investment Entity
Other Financial Institution, including a Depository Financial Institution, Custodial Institution or Specified Insurance Company
15. Active Non-Financial Entity ("NFE")
A. Corporation that is regularly traded or a related entity of a regularly traded corporation.  Provide the name of the stock exchange where traded
If you are a related entity of a regularly traded corporation, provide the name of the regularly traded corporation
✓ b. Governmental Entity
c. International Organization

**d.** Other Active NFE. Please see attached instructions for relevant definitions.

16. Passive Non-Financial Entity. Please see attached instructions for relevant definitions.

If you have checked this box, please indicate the name of each controlling person of the entity in Line 17 and have each controlling person complete and sign a separate Annex I - Controlling Person Tax Residency Self-Certification form.\*

*Note:* If there are no natural person(s) who exercise control of the Entity, then the Controlling Person will be the natural person(s) who hold the position of senior managing official.

17. If you have checked Line 14.c "Investment Entity located in a non-participating jurisdiction under CRS and managed by another Financial Institution" or Line 16 above, then please indicate the name(s) of any Controlling Persons of the Account Holder here:



#### Section VI - Declaration and Signature\*

I acknowledge that the information contained in this form and the information regarding the Account Holder may be reported to the tax authorities of the country in which the Fund or any of its Portfolio Investments is/are maintained and exchanged with tax authorities of another country or countries in which I may be tax resident where those countries (or tax authorities in those countries) have entered into agreements to exchange financial account information with the country/ies in which this account(s) is/are maintained.

I agree to inform the General Partner of any change in circumstances which affects my tax residency status or causes the information contained herein to become incorrect and I will provide an updated Self-Certification For Entities Form to the General Partner within 30 calendar days of such change in circumstances.

I certify that I am the Account Holder (or I am authorized to sign for the Account Holder) of all the account(s) to which this form relates.

I declare that all statements made in this declaration are, to the best of my knowledge and belief, correct and complete.

Sign here

Alle	David	R.Fillman	
Signature	Print name*		
26/04/2017 Date DD/MM/YYYY*	If you please	have signed this on behalf of the C indicate the capacity in which you	Controlling Person have acted here*

If signing under a Power of Attorney, please also attach a copy of the Power of Attorney.

#### Annex I - Controlling Person Tax Residency Self-Certification Form

#### Passive Non-Financial Entities or Investment Entities in non-participating jurisdictions under CRS managed by another Financial Institution: Information regarding Controlling Persons (to be completed and signed by each Controlling Person)

#### **Instructions for Completion**

The General Partner is obligated under Automatic Exchange of Information Agreements including the Common Reporting Standard ("CRS") and the United Kingdom Crown Dependencies and Overseas Territories Agreements ("UK CDOT") to collect certain information about Controlling Persons of Passive Non-Financial Entitles and Controlling Persons of Investment Entitles in non-participating jurisdictions under CRS managed by another Financial Institution. This information includes tax residency status of the Controlling Persons of these entities. To ensure compliance with UK CDOT and CRS regulations, please complete and execute this form and provide any additional information requested.

Please provide below the requested details of any of the Controlling Persons of the relevant "Account Holder." Each Controlling Person is separately required to complete the form below and sign the Declaration and Signature in Section V. Refer to the "INSTRUCTIONS - ANNEX I - Controlling Person Tax Residency Self-Certification" included with this form for further guidance on completing this form.

# Note that in certain circumstances, the General Partner and its Affiliates may be required to disclose the information outlined herein and other tax information provided by the undersigned to certain tax authorities, and by completing and executing this form, the undersigned is hereby consenting to the General Partner and its Affiliates disclosing such information to such tax authorities.

If you have questions about how to complete this form or about how to determine your tax residency status, you should contact your tax or legal advisor or jurisdictional authority. Neither the General Partner nor its counsel will be in a position to provide assistance beyond the information contained within the attached instructions.

If any of the information below changes in the future, please ensure that you advise the General Partner of any such changes within 30 calendar days of becoming aware of such changes.

#### Section I – Legal Entity for Which the Controlling Person Provides the Self-Certification

Full name of the entity for which the Individual is a Controlling Person*	Commonwealth of Pe	ennsylvania State Employe	es' Retirement System	
Section II – Controlling Person Information				
1. Title 2. Name of the Controlling Person: Last*	Fi	rst*	Middle	
3. City of Birth* 4. Country of Birth*	5. D	Date of Birth (DD/MM/YYYY	)*	
6. Current Residence Address				
a. House/Apt/Suite Name/Number/Street		b. Town/City*		
c. Province/State*	d. Country*	e. Posta	al Code	
7. Mailing Address (If different)				
a. House/Apt/Suite Name/Number/Street		b. Town/City		
c. Province/State	d. Country	e. Posta	al Code	
Section III – Type of Controlling Person* <sup>2</sup>				
8. In case of an entity other than a trust (or similar legal arrar	ngement) please select:	:		
Owner Controlling Person by other means	Senior Managin	ng Official		
9. In case of a trust please select:				
Settlor Trustee Protecto	r 🔄 🛛 Ben	eficiary	Other	

<sup>2</sup> The term "Controlling Persons" means the natural persons who exercise control over an Entity. In the case of a trust, such term means the settlor(s), the trustee(s), the protector(s) (if any), the beneficiary(les) or class(es) of beneficiares, and any other natural person(s) exercising ultimate effective control over the trust, and in the case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions. In case of a legal arrangement other than a trust, such term means persons described for trusts.

If Other, specify		
10.	In case of a legal arrangement other than a true	st please select:
Settior equivalent	Trustee equivalent Protector equ	Ivalent Beneficiary equivalent Other equivalent
If Other, specify		
Section IV – Tax	x Residency	
jurisdiction(s) and	nat the Controlling Person identified above is resid d the entity's cation Number (TIN) or functional equivalent in it	
11. Jurisdiction	1*	12. Confirmation of Sole Residency
a. Tax referen	ce number type	I certify that for the purposes of taxation, the Controlling Person is not a tax
b. Tax Identifi	cation Number*	resident in any other country than Jurisdiction 1 Yes No
c. If this juriso	liction does not issue or you are unable to procur	e a TIN/functional equivalent, check this box

d. Specify the reason for non-availability of TIN

# 13. Additional Jurisdictions of Residency for Tax Purposes (if applicable). If more than four tax residencies, please provide additional attachment

Ju	urisdiction of Tax Residence*	Tax Identification Number*	Tax Reference Number Type	Reason for non-availability of TIN (if applicable)
2				
3				
4				

#### Section V – Declaration and Signature\*

I acknowledge that the information contained in this form and the information regarding the Account Holder may be reported to the tax authorities of the country in which this account(s) is/are maintained and exchanged with tax authorities of another country or countries in which I may be tax resident where those countries (or tax authorities in those countries) have entered into Agreements to exchange financial account information with the country/ies in which this account(s) is/are maintained.

I agree to inform the General Partner of any change in circumstances which affects my tax residency status or causes the information contained herein to become incorrect and I will provide an updated Controlling Person Tax Residency Self-Certification Form within 30 calendar days of such change in circumstances.

I certify that I am the Controlling Person (or I am authorized to sign for the Controlling Person) of all the account(s) to which this form relates.

I declare that all statements made in this declaration are, to the best of my knowledge and belief, correct and complete.

Sign here

Signature*	
Date DD/MM/YYY* If you have signed this on behalf of the Controlling Person please indicate the capacity in which you have acted here*	

If signing under a Power of Attorney, please also attach a copy of the Power of Attorney.

#### **INSTRUCTIONS - SELF-CERTIFICATION FOR ENTITIES**

#### Overview

In order to comply with the reporting requirements of the United Kingdom Crown Dependencies and Overseas Territories Agreements (**\*UK CDOT**") and the Common Reporting Standard (**\*CRS**"), which are standards for the automatic exchange of financial account information between jurisdictions developed by the United Kingdom and the Organization for Economic Cooperation and Development (**\*OECD**"), respectively, the General Partner is required to collect information regarding your tax residence and other pertinent information to determine if financial reporting is required.

UK CDOT and CRS require financial institutions to implement due diligence and reporting requirements for all financial accounts, including investment funds. To comply with the UK CDOT and CRS reporting requirements, the General Partner is required to obtain the enclosed Self-Certification for Entities Form from each Limited Partner in the Fund. Note that in certain circumstances, the General Partner and its Affiliates may be required to disclose the information outlined in the enclosed form and other tax information provided by each Limited Partner to certain tax authorities (including the tax authority of the jurisdiction(s) in which the Limited Partners are tax resident), and by completing and executing the enclosed form, the relevant Limited Partner is consenting to the General Partner and its Affiliates disclosing such information to such tax authorities.

You are required to state the residency for tax purposes of the Limited Partner. The Limited Partner is the entity legally entitled to the income and/or assets associated with the Interests. Definitions to assist you in identifying the CRS classification of the Limited Partner and in completing the enclosed form can be found in the *Appendix-Definitions* section of this document.

For purposes of completing the enclosed form and for reviewing these instructions, the "Account Holder" refers to the relevant Limited Partner and the "account(s)" or the "Financial Account" refer to the Interests held by the relevant Limited Partner in the Fund.

Please complete, execute and return the enclosed Self-Certification for Entities Form as directed, as well as any Annexes and Attachments, as applicable, to avoid being subject to potential jurisdictional penalties.

#### **Instructions for completion**

#### **Please note:**

- Do not use the enclosed form if the Account Holder is an individual or a sole proprietor. Instead, you must complete and provide the "Self-Certification for Individuals" form.
- You should indicate the capacity in which you have signed in Section VI.
- For joint or multiple Account Holders, please complete a separate form for each Account Holder.
- A branch of an Entity is treated as an Entity for the purposes of the CRS, and the form should be completed with details for the branch, not that of its parent.
- If any of the Information about the tax residency of the Account Holder changes, you are required to provide the General Partner with an updated Self-Certification form within 30 calendar days of becoming aware of such change.
- If the Account Holder is classified as Passive Non-Financial Entity ("NFE") or an Investment Entity in a non-participating
  jurisdiction under CRS managed by another Financial Institution, you also will be required to provide information on the natural
  persons who exercise control over the Entity ("the Controlling Person(s)") by having each Controlling Person complete and Sign an
  "Annex I Controlling Person tax residency Self-Certification" which is enclosed with the form.

If you have any questions about how to complete the enclosed form or about how to determine your tax residency status, you should contact your tax or legal advisor or jurisdictional tax authority or seek further information from the OECD Automatic Exchange of Information Portal <u>here</u>. Neither the General Partner nor its counsel will be in a position to provide assistance beyond the information contained in these instructions.

#### Section I – Identification of the Entity

*Line 1. Legal Name of the Entity or Branch.* Include the full legal name of the Entity that is the beneficial owner of the account. If the Account Holder is a Branch of a parent company please enter the full name of the branch.

Entity is considered any legal person or a legal arrangement, such as a corporation, organization, partnership, trust or foundation.

For purposes of CRS, a branch of an Entity is treated as an Entity in its own right and the form should be completed with details of the branch whenever it is located in a jurisdiction other than the parent company's jurisdiction.

Line 2. Country of Incorporation or Organization (if branch, location of branch). If the Entity is a corporation, the jurisdiction (and the province, state or other sub-national division) of incorporation should be entered. If it is another type of Entity, the jurisdiction (and province, state or other sub-national division) under whose laws it is created, organized or governed should be entered.

If the Entity is a Branch and it is located in a jurisdiction different from where its owner's headquarters are located, indicate the jurisdiction in which the branch is physically located.

The entry of jurisdiction should be the full name of the jurisdiction, not an abbreviation.

Line 3 (a-e) Current Residence Address. Enter the full current residence address of the Entity (including Apt/Suite Name/Number/Street/Town/City/Province/State/Country and Postal Code).

- Do not include only a P.O. Box or "in-care of" address. Instead, provide complete current residence address as explained above.
- The entry of country should be the full name of the jurisdiction, not an abbreviation.

Line 4 (a-e) Mailing Address. If mailing address is different from current residence address, please enter full mailing address (including Apt/Suite Name/ Number/ Street/ Town/ City/ Province/ State/ Country and Postal Code).

• The entry of country should be the full name of the jurisdiction, not an abbreviation.

#### Section II - Tax Residency

In this section, you are required to identify **all** of the Entity's jurisdictions of residency for tax purposes. If the Entity has one single tax residency, it is required to certify that the Entity has sole residency for tax purposes. If the Entity has more than one tax residency, please provide details in Line 7.

The term "Tax Residency" is determined by the laws of the relevant local jurisdiction and may depend on factors such as the place of incorporation, organization, management and control or other factors. If you are unsure as to which jurisdiction(s) the Entity is resident of for tax purposes, please contact your tax advisor or jurisdictional tax authority.

**Note**: The terms below may be subject to variation by the definitions of the local jurisdiction. Jurisdictional tax authority guidance should be followed.

The entry of jurisdiction should be the full name of the jurisdiction, not an abbreviation.

*Line 5. Jurisdiction 1.* Enter the jurisdiction where the Entity is resident for the purposes of that jurisdiction's income taxation. If the Entity is tax resident in more than one jurisdiction, please list each one separately in Line 7.

If an Entity has no residence for tax purposes (*i.e.*, because it is treated as fiscally transparent), it will generally be treated as tax resident in the jurisdiction in which its place of effective management is situated.

The entry for the jurisdiction should be the full name of the jurisdiction, not an abbreviation.

**Line 5.a.** Tax reference number type. Indicate the name of the type of tax reference number you are entering (generally Tax Identification Number, "TIN," or functional equivalent). For the purposes of the enclosed form, an equivalent to a TIN is any unique identifying number assigned to the Entity by the local tax authorities. Some examples of tax reference number type are summarized below:

Jurisdiction	Tax reference number type	Description
Argentina	CUIT	Codigo Unico de Identificacion Tributaria
Australia	UTR	Tax File Number
Brazil	RB	Registro Geral
Chile	RUN	Rol Unico Nacional
Colombia	NIT	Numero de Identificacion Tributaria
Denmark	CVR	CVR/ VAT Number
France	INSEE	INSEE/ VAT Number
Germany	TIN	Tax Id. Number / VAT Number
Greece	AFM	Tax Registry Number/ VAT Number
Hong Kong HKID Hong Kong Id.		Hong Kong Id.
India	PAN	Permanent Account Number
Indonesia NIK National Id. Number		National Id. Number
Italy	CF	Codice Fiscale/ VAT Number
Mexico	RFC	Registro Federal del Contribuyente
Netherlands	BSN	Burgersevicenummer/ VAT Number
New Zealand	IRD	Inland Revenue Department Number
Portugal	NIF	Número de Contribuiente/ VAT Number
Singapore	TIN	Tax Id. Number
Spain	NIF	Numero de Identificacion Fiscal/ VAT Number
UK	NINO	Company Unique Taxpayer Reference
US	EIN	Employer Id. Number
Venezuela	RIF	Registro de Informacion Fiscal

Line 5.b. Tax Identification Number. Enter the Tax Identification Number or functional equivalent that your jurisdiction of residence for tax purposes has issued to the Entity.

Line 5.c. Check this box if this jurisdiction does not issue or you are unable to procure a TIN or functional equivalent. Check the box if you cannot provide a Tax Identification Number or functional equivalent.

Line 5.d. Specify the reason for non-availability of TIN. Provide a brief reason why you cannot obtain a TIN.

Line 6. Confirmation of Sole Residency. If the Entity is tax resident in only one jurisdiction, check "Yes." If it is resident in more than one jurisdiction, check "No," and provide information for all countries in which it is a resident.

Line 7. Additional Jurisdictions of Residency for Tax Purposes. If more than four tax residencies, please provide additional attachment. If applicable, include all jurisdictions of residency for tax purposes, as well as the TIN type and TIN number for each jurisdiction.

If you are unable to provide a TIN or functional equivalent for any jurisdiction you entered, briefly describe the reason why you cannot provide a TIN in the corresponding line for each jurisdiction where you cannot provide it.

#### Section III – Specified Person

**Line 8.** If your Entity is tax resident in Jersey, Guernsey, Isle of Man or Gibraltar, it must indicate whether it should be treated as a "Specified Person" in that jurisdiction. "Specified Person" is defined as an Entity who is resident in Jersey, Guernsey, Gibraltar or Isle of Man for tax purposes, and includes an Entity who is resident in one or more of the above jurisdictions under the respective domestic law of each, and is NOT: (a) a corporation the stock of which is regularly traded on one or more established securities markets; (b) a corporation that is a member of the same affiliated group, as defined in Section 1471(e)(2) of the U.S. Internal Revenue Code, as a corporation described in (a) above; (c) a Depository Institution; (d) a broker or dealer in securities, commodities, or derivative financial instruments that is registered as such under local law; or (e) an exempt beneficial owner (as defined in the Line 11 instructions below).

Line 9. If No, please identify the relevant letter (a, b, c, d, e) from the list above to indicate the reason why the entity is not a Specified Person.

#### Section IV – UK CDOT Classification

Please provide your UK CDOT classification under Intergovernmental Agreements entered into between the UK and the CD/OTs by checking the corresponding box(es).

**Line 10(a-e).** Financial Institution. If the Entity is a Financial Institution, check the box "Financial Institution." In general, the term "Financial Institution" includes any entity that meets the definition of:

- "Depository Institution": An entity that accepts deposits in the ordinary course of a banking or similar business.
- "Custodial Institution": An entity which holds financial assets for the account of others as a substantial portion of its business.
- "Investment Entity": An entity which conducts as a business trading in certain financial instruments on behalf of a customer or an entity which is investing, administering or managing funds or money on behalf of other persons. This would also include an institution which is primarily investing, reinvesting or trading in financial assets and is managed by another Financial Institution.
- "Specified Insurance Company": An entity that issues, or is obligated to make payments with respect to, any cash value insurance contract, annuity contract or other financial account or the holding company of such an insurance company.
- "Holding Company or Treasury Centre of a Financial Group": An entity that is part of a financial group and acts as a holding company or treasury centre.

**Line 10.a. Please specify GIIN.** If the entity is a Registered Deemed Complaint Financial Institution (including a Model 2 Reporting Foreign Financial Institution, a Participating Foreign Financial Institution, <sup>3</sup> or a Sponsored Financial Institution with a Global Intermediary Identification Number ("GIIN")), provide the Entity's GIIN. The term "Registered Deemed Compliant Financial Institution" means a Non-Reporting Financial Institution to which a Global Intermediary Identification Number has been properly allocated.

Line 10.b. US Financial Institution. If the entity is a US Financial Institution, please check this box. The term "US Financial Institution" means a Financial Institution which is resident in the US.

*Line 10.c. Financial Institution that has not yet obtained a GIIN but intends to do so if required.* If the entity is a Financial Institution that has not yet obtained a GIIN number but intends to do so if required, please check this box.

Line 10.d. Non-Reporting Financial Institution. If the entity is a Non-Reporting Financial Institution, please check this box and select what type of Non-Reporting Financial Institution corresponds to the entity in lines 10.d.(i) through (viii) below. The term "Non-Reporting Financial Institution" means any Financial Institution or other Entity that is described as a Non-Reporting Financial Institution under UK CDOT and includes: Sponsored Financial Institutions, Trustee-Documented Trusts, Collective Investment Vehicles, Local Credit Unions, Qualified Credit Card Issuers, Financial Institutions with only low value accounts, Investment advisors or Investment managers.

Line 10.d.(i) Sponsored Financial Institution (including a Sponsored Investment Entity<sup>4</sup> and a Sponsored Closely Held Investment Vehicle<sup>5</sup>) with GIIN. If the entity is a Sponsored Investment Entity or a Sponsored Closely Held Investment Vehicle, please provide Name and GIIN number of the Sponsoring Entity that has agreed to perform due diligence on behalf of your entity. If the entity has obtained a GIIN, please provide the entity's GIIN number as well under Line 3a above.

Line 10.d.(ii) Trustee-Documented Trust. If the entity is a Trustee Documented Trust, please check this box and provide the Trustee's name and GIIN. <sup>6</sup>

Line 10.d.(iii) Qualified Collective Investment Vehicle. If the entity is a Qualified Collective Investment Vehicle, please check this box. The term "Qualified Collective Investment Vehicle" applies to Investment Entities that are owned solely through Participating Foreign Financial Institutions or directly by large institutional investors (e.g. pension funds).

**Line 10.d.(iv) Registered Deemed Compliant Financial Institution.** If the entity is a Registered Deemed Compliant Financial Institution, please check this box and provide the entity's GIIN. The term "Registered Deemed Compliant Financial Institution" means a Non-Reporting Financial Institution to which a Global Intermediary Identification Number has been properly allocated.

*Line 10.d.(v) Qualified Credit Card Issuer.* If your entity is a Qualified Credit Card Issuer, please check this box. The term "Qualified Credit Card Issuer means an entity that:

- Is a Financial Institution solely because it is an issuer of credit cards that accepts deposits only when the customer makes a payment in excess of the outstanding balance on the card due and does not immediately return the overpayment to the customer; and
- Implements policies and procedures (by the later of 30 June 2014 or the date it registers as a Deemed Compliant Financial Institution) either to prevent a customer deposit in excess of US \$50,000 or to ensure that any customer deposit in excess of US \$50,000 is refunded to the customer within 60 days.

Line 10.d.(vi) Financial Institution with only low value accounts. If the entity is a Financial Institution with only low value accounts please check this box. The term "Financial Institution with only low value accounts" means a Financial Institution that:

- is not an Investment Entity,
- has Financial Accounts below US \$50,000, and
- has less than US \$50 million in assets on its balance sheet at the end of its most recent accounting year, and
- has less than US \$50 million in assets on its consolidated or combined balance sheet where it is in a group with related entities.

Line 10.d.(vii) Investment advisor or Investment manager. If the entity is an investment advisor or investment manager that solely renders investment advice or manages portfolios for, and acts on behalf of, a customer for the purposes of investing, managing, or

<sup>5</sup> An investment entity that is not a Qi, WFP, or WFT that has a contractual arrangement for its due diligence and reporting responsibilities to be carried out by a sponsoring entity, does not hold itself out as an investment vehicle for unrelated parties, and has 20 or fewer debt and equity interests owners.

<sup>6</sup> A trust that is a Financial Institution but treated as a Non-Reporting Financial Institution to the extent that the trustee of the trust is a Reporting Financial Institution and reports all information required to be reported with respect to all Reportable Accounts of the trust.

<sup>&</sup>lt;sup>3</sup> A financial institution in a non-IGA jurisdiction that has signed a FFI agreement with the US.

<sup>&</sup>lt;sup>4</sup> An entity that has a contractual arrangement for its due diligence and reporting responsibilities to be carried out by a sponsoring entity.

administering funds deposited in the name of the customer with a Financial Institution other than a Nonparticipating Financial Institution and does not otherwise undertake investment services or maintain financial accounts, please check this box.

Line 10.d.(viii) Other Type of Non-Reporting Financial Institution (please specify). If the entity is another type of Non-Reporting Financial Institution not included in lines 10.d.(i) to 10.d.(viii), please specify the type of Non-Reporting Financial Institution.

Line 10.e. For a Foreign Financial Institution ("FFI") that must obtain a GIIN but has not done so, provide the reason the GIIN has not been obtained. If the FFI must obtain a GIIN but has not yet done so, please provide a brief explanation of the reason why in this field.

*Line 11 (a–d). Exempt Beneficial Owner.* Please check the applicable exempt beneficial owner classification for your entity. The term "Exempt Beneficial Owner" includes any entity that meets the definition of:

- Governmental Organization: A foreign government, any political subdivision of a foreign government or any wholly owned agency or instrumentality of any one or more of the foregoing.
- Central Bank: An institution that is by law or government sanction the principal authority, other than the government of the jurisdiction itself, issuing instruments intended to circulate as currency.
- Exempt Retirement Funds: A fund that meets certain regulatory criteria and is operated principally to administer or provide pension or retirement benefits.
- International Organization: Any international organization or wholly owned agency or instrumentality thereof. The organizations listed below are Non-Reporting Financial Institutions and will be treated as Exempt Beneficial Owners.
  - Any UK office of:
  - The International Monetary Fund
  - o The World Bank

0

- The International Bank for Reconstruction and Development
- o The International Finance Corporation
- The International Finance Corporation Order, 1955 (SI 1955 No.1954)
- o The International Development Association
- The Asian Development Bank
- The African Development Bank
- The European Community
- o The European Coal and Steel Community
- The European Atomic Energy Community
- o The European Investment Bank
- The European Bank for Reconstruction and Development
- The OECD Support Fund
- o The Inter-American Development Bank
- Entity wholly owned by an Exempt Beneficial Owner: Any entity wholly owned by an entity that fits any of the definitions of this section.

Line 12. Active Non-Financial Foreign Entity. If your entity is an Active Non-Financial Entity ("NFFE"), please check this box. An Active Non-Financial Foreign Entity is a Non-Financial Foreign Entity that meets any of the following criteria:

- Less than 50 percent of the NFFE's gross income for the preceding calendar year or other appropriate reporting period is passive
  income and less than 50 percent of the assets held by the NFFE during the preceding calendar year or other appropriate reporting
  period are assets that produce or are held for the production of passive income;
- The stock of the NFFE is regularly traded on an established securities market or the NFFE is a Related Entity of an Entity the stock of which is regularly traded on an established securities market;
- The NFFE is a government, a political subdivision of such government (which, for the avoidance of doubt, includes a state, province, county, or municipality), or a public body performing a function of such government or a political subdivision thereof, or an Entity wholly owned by one or more of the foregoing;
- Substantially all of the activities of the NFFE consist of holding (in whole or in part) the outstanding stock of, or providing financing and services to, one or more subsidiaries that engage in trades or businesses other than the business of a Financial Institution, except that an entity shall not qualify for NFFE classification if the entity functions (or holds itself out) as an investment fund, such as a private equity fund, venture capital fund, leveraged buyout fund, or any investment vehicle whose purpose is to acquire or fund companies and then hold interests in those companies as capital assets for investment purposes;
- The NFFE is not yet operating a business and has no prior operating history, but is investing capital into assets with the intent to operate a business other than that of a Financial Institution, provided that the NFFE shall not qualify for this exception after the date that is 24 months after the date of the initial organization of the NFFE;
- The NFFE was not a Financial Institution in the past five years, and is in the process of liquidating its assets or is reorganizing with the intent to continue or recommence operations in a business other than that of a Financial Institution; or
- The NFFE primarily engages in financing and hedging transactions with, or for, Related Entities that are not Financial Institutions, and does not provide financing or hedging services to any Entity that is not a Related Entity, provided that the group of any such Related Entities is primarily engaged in a business other than that of a Financial Institution.

Line 13. Passive Non-Financial Foreign Entity. If the entity is a Passive NFFE, please check this box. A "Passive Non-Financial Foreign Entity" is any NFFE that is not an Active NFFE as defined above, it is broadly any entity that is not a Financial Institution and is not an Active Non-Financial Foreign Entity or an Exempt Beneficial Owner.

**Note:** If the Entity is a Passive Non-Financial Foreign Entity, you also will be required to provide information on the natural persons who exercise control over the Entity ("the Controlling Person(s)") by completing an *Annex I* - *Controlling Person tax residency Self-Certification* form for each Controlling Person. If there are no natural person(s) who exercise control of the Entity then the Controlling Person will be the natural person(s) who hold the position of senior managing official.

The term "Controlling Persons" refers to the natural persons who exercise control over an Entity. In the case of a trust, such term means the settlor, the trustees, the protector (if any), the beneficiaries or class of beneficiaries, and any other natural person exercising ultimate effective control over the trust. In the case of a legal arrangement other than a trust, such term means persons in equivalent or similar

positions. The term "Controlling Persons" shall be interpreted in a manner consistent with the Recommendations of the Financial Action Task Force.

#### Section V – CRS Classification

In this section you should provide your CRS classification.

Line 14. Financial Institution. Check this box if the Entity is a Financial Institution. Also, select the type of Financial Institution that applies in Lines a-c. The term "Financial Institution" refers to any "Custodial Institution," a "Depository Institution," an "Investment Entity," or a "Specified Insurance Company", each as defined in the Appendix - Definitions.

Line 14.a. Reporting Financial Institution under CRS. If the Entity is a Reporting Financial Institution under CRS, check this box. The term "Reporting Financial Institution" refers to any Financial Institution that is (i) located in a Participating Jurisdiction and (ii) that is not a Non-Reporting Financial Institution under CRS. A Reporting Financial Institution is a Financial Institution that is located in a CRS Participating Jurisdiction and generally includes (i) any Financial Institution that is tax resident in a CRS Participating Jurisdiction and that is not a Non-Reporting Financial Institution, and (ii) any branch of a Financial Institution if that branch is located in a CRS Participating Jurisdiction (even if the Financial Institution itself is not a tax resident in a Participating Jurisdiction). For the purpose of completing the enclosed form, an Entity must look at its branches as separate legal entities from its headquarters in order to determine whether the branch is a Reporting Financial Institution or not. For example, if a Financial Institution 's branch is located in Jurisdiction, the branch will generally be considered a Reporting Financial Institution in the jurisdiction where the branch is located.

Please visit the OECD's website for the latest list of Participating Jurisdictions and further information on CRS.

#### Line 14.b. Non-Reporting Financial Institution under CRS. Check this box if the Entity is a Non-Reporting Financial Institution.

Also select the type of Non-Reporting Financial Institution Entity, as defined under Section VIII, paragraph B of CRS and in the Appendix below, namely Governmental Entity, International Organization or Central Bank (other than with respect to a payment that is derived from an obligation held in connection with a commercial financial activity), Broad Participation Retirement Fund, Narrow Participating Retirement Fund or Pension Fund of a Governmental Entity, International Organization or Central Bank, Exempt Collective Investment Vehicle, Trust whose trustee reports all information required to be reported with respect to all CRS Reportable Accounts, Qualified Credit Card Issuer, Other Entity defined under the domestic law as low risk of being used to evade tax.

If the Entity is defined under domestic law of its jurisdiction of tax residency as an Entity having low risk of being used to evade tax, according to the CRS Agreements signed by such jurisdiction, specify the type of Entity provided under domestic law.

Line 14.c. Financial Institution resident in a Non-Participating Jurisdiction under CRS (Non-Reporting). Check this box if the Entity is a Financial Institution resident in a Non-Participating Jurisdiction under CRS. Please visit the OECD's <u>website</u> for the latest list of Participating Jurisdictions. Specify whether the Non-Participating Jurisdiction Financial Institution under CRS is:

- An Investment Entity located in a non-participating jurisdiction under CRS and managed by another Financial Institution,
- Another type of investment entity, or
- Another type of financial institution (such as a Depository financial institution, a Custodial financial institution or a Specified Insurance company) by checking the corresponding box.

Please review Appendix - Definitions to make this determination.

Note: If the Investment Entity is an Investment Entity located in a non-participating jurisdiction under CRS and managed by another Financial Institution, you also will be required to provide information on the natural persons who exercise control over the Entity ("the Controlling Person(s)") by completing an *Annex I* - *Controlling Person tax residency Self-Certification* for each Controlling Person. If there are no natural person(s) who exercise control of the Entity then the Controlling Person will be the natural person(s) who hold the position of senior managing official.

Line 15. Active Non-Financial Entity ("NFE"). Check this box if the entity is an Active Non-Financial Entity. Also, specify the type of Active Non-Financial Entity that applies as follows:

#### Line 15.a. Corporation that is regularly traded or a related Entity of a regularly traded corporation.

- If the Entity is regularly traded in an established securities market, please provide the stock exchange where the Entity is regularly traded.
- If the Entity is related to a regularly traded corporation, provide the name of the regularly traded corporation and the name of the stock exchange where the regularly traded corporation is traded.

*Line 15.b. Governmental Entity.* Check this box if the Entity is a governmental Entity.

Line 15.c. International Organization. Check this box if the Entity is an international organization.

Line 15.d. Other Active Non-Financial Entity. Check this box if you fall into the definition of Active Non-Financial Entity according to the Appendix-Definitions.

Line 16. Passive Non-Financial Entity. Check this box if the Entity is a Passive Non-Financial Entity – See Appendix-Definitions.

A Passive Non-Financial Entity is broadly any Entity that is not a Financial Institution (other than certain Investment Entities in CRS nonparticipating jurisdiction) and is not an Active Non-Financial Entity.

Note: If the Entity is a Passive Non-Financial Entity, you also will be required to provide information on the natural persons who exercise control over the Entity ("the Controlling Person(s)") by completing an *Annex I* - *Controlling Person Tax Residency Self-Certification* form for each Controlling Person. If there are no natural person(s) who exercise control of the Entity then the Controlling Person will be the natural person(s) who hold the position of senior managing official.

**Line 17.** If you have checked Line 14c "Investment Entity located in a non-participating jurisdiction under CRS and managed by another Financial Institution" or Line 16, then please indicate the name of any Controlling Persons of the Account Holder in the space provided.

#### Section VI – Declaration and Signature

Provide the signature of the individual authorized to sign on behalf of the Entity, print the name of the individual and the capacity in which the individual is signing, and date the form. If signing the form under a power of attorney, please attach a certified copy of the power of attorney.

#### Appendix – Definitions

These selected definitions are contained within the OECD Common Reporting Standard for Automatic Exchange of Financial Account Information ("The Common Reporting Standard" or "CRS") and provided to assist you with the completion of the enclosed form. Further details can be found within the OECD Common Reporting Standard of Automatic Exchange of Financial Account Information (the "CRS") and the associated Commentary to the CRS. These can be found <u>here</u>.

If you have any questions about these definitions or require further detail then please contact your tax or legal advisor or jurisdictional tax authority.

Account Holder	The entity listed or identified as the holder of a Financial Account by the Financial Institution that maintains
	the account. This is regardless of whether such entity is a flow-through entity. Thus, for example, if a trust or an estate is listed as the holder or owner of a Financial Account, the trust or estate is the Account Holder, rather than its owners or beneficiaries. Similarly, if a partnership is listed as the holder or owner of a Financial Account, the partnership is the Account Holder, rather than the partners in the partnership.
Active Non-	An Entity is an Active Non-Financial Entity if:
Financial Entity	<ul> <li>a) less than 50% of the Non-Financial Entity's gross income for the preceding calendar year or other appropriate reporting period is passive income and less than 50% of the assets held by the Non-Financial Entity during the preceding calendar year or other appropriate reporting period are assets that produce or are held for the production of passive income;</li> <li>b) the stock of the Non-Financial Entity is regularly traded on an established securities market or the Non-</li> </ul>
	Financial Entity is a Related Entity of an Entity the stock of which is regularly traded on an established securities market;
	c) the Non-Financial Entity is a Governmental Entity, an International Organisation, a Central Bank, or an Entity wholly owned by one or more of the foregoing;
	<ul> <li>d) substantially all of the activities of the Non-Financial Entity consist of holding (in whole or in part) the outstanding stock of, or providing financing and services to, one or more subsidiaries that engage in trades or businesses other than the business of a Financial Institution, except that an Entity does not qualify for</li> </ul>
	this status if the Entity functions (or holds itself out) as an investment fund, such as a private equity fund, venture capital fund, leveraged buyout fund, or any investment vehicle whose purpose is to acquire or fund companies and then hold interests in those companies as capital assets for investment purposes;
	<ul> <li>e) the Non-Financial Entity is not yet operating a business and has no prior operating history, but is investing capital into assets with the intent to operate a business other than that of a Financial Institution, provided that the Non-Financial Entity does not qualify for this exception after the date that is 24 months after the date of the initial organisation of the Non-Financial Entity;</li> </ul>
	<ul> <li>f) the Non-Financial Entity was not a Financial Institution in the past five years, and is in the process of liquidating its assets or is reorganising with the intent to continue or recommence operations in a business other than that of a Financial Institution;</li> </ul>
	g) the Non-Financial Entity primarily engages in financing and hedging transactions with, or for, Related Entities that are not Financial Institutions, and does not provide financing or hedging services to any Entity that is not a Related Entity, provided that the group of any such Related Entities is primarily engaged in a business other than that of a Financial Institution; or
	<ul> <li>h) the Non-Financial Entity meets all of the following requirements:         <ol> <li>it is established and operated in its jurisdiction of residence exclusively for religious, charitable, scientific, artistic, cultural, athletic, or educational purposes; or it is established and operated in its jurisdiction of residence and it is a professional organisation, business league, chamber of commerce, labour organisation, agricultural or horticultural organisation, civic league or an organisation operated exclusively for the promotion of social welfare;</li> </ol></li></ul>
	<ul><li>ii. it is exempt from income tax in its jurisdiction of residence;</li><li>iii. it has no shareholders or members who have a proprietary or beneficial interest in its income or assets;</li></ul>
	iv. the applicable laws of the Non-Financial Entity's jurisdiction of residence or the Non-Financial Entity's formation documents do not permit any income or assets of the Non-Financial Entity to be distributed to, or applied for the benefit of, a private person or non-charitable Entity other than pursuant to the conduct of the Non-Financial Entity's charitable activities, or as payment of reasonable compensation for services rendered, or as payment representing the fair market value of property which the Non-Financial Entity has purchased; and
	<ul> <li>v. the applicable laws of the Non-Financial Entity's jurisdiction of residence or the Non-Financial Entity's formation documents require that, upon the Non-Financial Entity's liquidation or dissolution, all of its assets be distributed to a Governmental Entity or other non-profit organisation, or escheat to the government of the Non-Financial Entity's jurisdiction of residence or any political subdivision</li> </ul>
Change in Circumstances	Any change that results in the addition of information relevant to a person's status or otherwise conflicts with such person's status. In addition, a change in circumstances includes any change or addition of information to the account holder's account (including the addition, substitution, or other change of an account holder) or any change or addition of information to any account associated with such account if such change or addition of information to findermation affects the status of the account holder.
Control	Control over an Entity is generally exercised by the natural person(s) who ultimately has a controlling ownership interest in the Entity. Where no natural person(s) exercises control through ownership interests, the Controlling Person(s) of the Entity will be the natural person(s) who exercises control of the Entity through other means.
	Where no natural person(s) is/are identified as exercising control of the Entity (for example where no underlying person has control of greater than 25% of the entity), the Controlling Person(s) of the Entity will be the natural person(s) who holds the position of senior managing official. In the case of a trust, the Controlling Person means the settlor(s), the trustee(s), the protector(s) (if any),
	the beneficiary(les) or class(es) of beneficiaries, or any other natural person(s) exercising ultimate effective control over the trust (including through a chain of control or ownership). The settlor(s), the trustee(s), the protector(s) (if any), and the beneficiary(les) or class(es) of beneficiaries, must always be treated as
-	Controlling Persons of a trust, regardless of whether or not any of them exercises control over the activities of the trust. In the case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions.
Controlling Person(s)	The natural persons who exercise control over an Entity. Where that Entity is treated as a Passive Non- Financial Entity then such persons are regarded as Reportable Persons. This definition corresponds to the term

	"beneficial owner" described in Recommendation 10 of the Financial Action Task Force Recommendations (as adopted in February 2012). In the case of a trust, the Controlling Person may be the settlor(s), the trustee(s), the protector(s) (if any), the beneficiary(ies) or class(es) of beneficiaries, or any other natural person(s) exercising ultimate effective control over the trust (including through a chain of control or ownership). Under the CRS, the settlor(s), the trustee(s), the protector(s) (if any), and the beneficiary(ies) or classes(es) of beneficiaries, are always treated as Controlling Persons of a trust, regardless of whether or not any of them exercises control over the activities of the trust.
Custodial	Where the settlor(s) of a trust is an Entity then the CRS requires Financial Institutions to also identify the Controlling Persons of the settlor(s) and report them as Controlling Persons of the trust when required. In the case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions.
Institution	<ul> <li>Any Entity that holds, as a substantial portion of its business, Financial Assets for the account of others. An Entity holds Financial Assets for the account of others as a substantial portion of its business if the Entity's gross income attributable to the holding of Financial Assets and related financial services equals or exceeds 20% of the Entity's gross income during the shorter of:</li> <li>a) the three-year period that ends on 31 December (or the final day of a non-calendar year accounting period) prior to the year in which the determination is being made; or</li> </ul>
Depository	<ul> <li>b) the period during which the Entity has been in existence.</li> <li>Any Entity that accepts deposits in the ordinary course of a banking or similar business.</li> </ul>
Institution Entity	A legal person or a legal arrangement, such as a corporation, organization, partnership, trust or foundation.
	This term covers any person other than an individual (i.e. a natural person), it also covers any legal arrangement.
Financial Account	An account maintained by a Financial Institution including: • Depository Accounts;
	Custodial Accounts;
	<ul> <li>Equity and debt interest in certain Investment Entities;</li> <li>Cash Value Insurance Contracts; and</li> </ul>
Financial	Annuity Contracts.     A "Custodial Institution " a "Depository Institution " an "Investment Entity" on a "Cossified Insurance
Institution	A "Custodial Institution," a "Depository Institution," an "Investment Entity," or a "Specified Insurance Company." Please see the relevant Tax Regulations and the CRS for further classification definitions that apply to Financial Institutions.
International Organization	Any international organization or wholly owned agency or instrumentality thereof. This category includes any intergovernmental organization (including a supranational organization) (1) that is comprised primarily of governments; (2) that has in effect a headquarters or substantially similar agreement with the jurisdiction; and (3) the income of which does not inure to the benefit of private persons
Investment	An Investment Entity includes two types of Entities:
Entity	<ul> <li>a) Any entity that primarily conducts as a business one or more of the following activities or operations for or on behalf of a customer: <ol> <li>Trading in money market instruments (cheques, bills, certificates of deposit, derivatives, etc.); foreign exchange; exchange, interest rate and index instruments; transferable securities; or commodity futures trading;</li> <li>Individual and collective portfolio management; or</li> </ol></li></ul>
	<ul> <li>Ili. Otherwise investing, administering, or managing Financial Assets or money on behalf of other persons</li> <li>Such activities or operations do not include rendering non-binding investment advice to a customer.</li> </ul>
	b) The second type of Investment Entity (Investment Entity managed by another Financial Institution) is any Entity gross income of which is primarily attributable to investing, reinvesting, or trading in Financial Assets where the Entity is managed by another Entity that is a Depository Institution, a Custodial Institution, a Specified Insurance Company, or the first type of Investment Entity.
Investment Entity managed by another Financial	An entity is "managed by" another Entity if the managing Entity performs, either directly or through another service provider on behalf of the managed Entity, any of the activities or operations described in (i) through (iii) below in the definition of "Investment Entity."
Institution	An Entity only manages another Entity if it has discretionary authority to manage the other Entity's assets (either in whole or in part). Where an Entity is managed by a mix of Financial Institutions, NFEs or individuals, the Entity is considered to be managed by another Financial Institution (e.g. an entity that is a Depository Institution, a Custodial Institution, a Specified Insurance Company, or the first type of Investment Entity), if any of the managing Entities is such a Financial Institution even if the rest are not. Under the CRS where this type of Entity is located in a Non-Participating Jurisdiction and managed by another Financial Institution then it is treated as a Passive NFE.
Non-Financial Entity	Any Entity that is not a Financial Institution
Non-Reporting	Any Financial Institution that Is:
Financial Institution	<ul> <li>a) a Governmental Entity, International Organization or Central Bank, other than with respect to a payment that is derived from an obligation held in connection with a commercial financial activity of a type engaged in by a Specified Insurance Company, Custodial Institution, or Depository Institution;</li> <li>b) a Broad Participation Retirement Fund; a Narrow Participation Retirement Fund; a Pension Fund of a Governmental Entity, International Organization or Central Bank; or a Qualified Credit Card Issuer;</li> <li>c) any other Entity that presents a low risk of being used to evade tax, has substantially similar characteristics to any of the Entities described in subparagraphs B(1)(a) and (b), and is defined in domestic law as a Non-Reporting Financial Institution, provided that the status of such Entity as a Non-Reporting Financial Institution does not frustrate the purposes of the Common Reporting Standard;</li> <li>d) an Exempt Collective Investment Vehicle; or</li> </ul>
	e) a trust established under the laws of a Reportable Jurisdiction to the extent that the trustee of the trust is a Reporting Financial Institution and reports all information required to be reported pursuant to Section I with respect to all Reportable Accounts of the trust.
Participating Jurisdiction Financial	Refers to: a) any Financial Institution that is tax resident in a Participating Jurisdiction, but excludes any branch of that Financial Institution that is located outside of that jurisdiction, and

Institution	b) any branch of a Financial Institution that is not tax resident in a Participating Jurisdiction, if that branch is
Institution	located in such Participating Jurisdiction.
Participating Jurisdiction	A jurisdiction with which an Intergovernmental or Competent Authority Agreement is in place pursuant to which the jurisdiction will provide information required on the automatic exchange of financial account information as set out in the CRS.
Passive Non- Financial Entity	Under the CRS a Passive NFE means any: (i) NFE that is not an Active NFE; and (ii) an Investment Entity managed by another Financial Institution located in a Non-Participating Jurisdiction (subparagraph A(6)(b) Section VIII of the CRS).
Related Entity	An Entity is a Related Entity of another Entity if either Entity controls the other Entity, or two entities are under common control. For this purpose control includes direct or indirect ownership of more than 50 per cent of the vote and value in an Entity.
Reportable Jurisdiction Person	An Entity that is tax resident in a Reportable Jurisdiction(s) under the tax laws of such jurisdiction(s) - by reference to local laws in the jurisdiction where the Entity is established, incorporated or managed. An Entity such as a partnership, limited liability partnership or similar legal arrangement that has no residence for tax purposes shall be treated as resident in the jurisdiction in which its place of effective management is situated. As such if an Entity certifies that it has no residence for tax purposes it should complete the form stating the address of its principal office. Dual resident Entities may rely on the tiebreaker rules contained in tax conventions (if applicable) to determine their residence for tax purposes.
Reportable Jurisdiction	A Participating Jurisdiction with which an obligation to provide financial account information is in place. Please visit the OECD's website for the latest list of Participating Jurisdictions here: http://www.oecd.org/tax/transparency/automaticexchangeofinformation.htm
Reportable Person	Under the CRS a "Reportable Person" is defined as a "Reportable Jurisdiction Person", other than: a) a corporation the stock of which is regularly traded on one or more established securities markets; b) any corporation that is a Related Entity of a corporation described in clause (a); c) a Governmental Entity; d) an International Organisation; e) a Central Bank; or f) a Financial Institution (except for an Investment Entity described in Sub Paragraph A(6) b) of the CRS that are not Participating Jurisdiction Financial Institutions, which are treated as Passive Non-Financial Entity's.)
Reporting Financial Institution	Any Participating Jurisdiction Financial Institution that is not a Non-Reporting Financial Institution.
Senior Managing Official	Where no natural person(s) is identified as exercising control of the Entity, the Controlling Persons(s) of the Entity will be the natural person(s) who holds the position of senior managing official.
Specified Insurance Company	Any Entity that is an insurance company (or the holding company of an insurance company) that issues, or is obligated to make payments with respect to, a Cash Value Insurance Contract or an Annuity Contract.
TIN (including functional equivalent)	The term TIN means Taxpayer Identification Number or a functional equivalent in the absence of a TIN. A TIN is a unique combination of letters or numbers assigned by a jurisdiction to an individual or an Entity and used to identify the individual or Entity for the purposes of administering the tax laws of such jurisdiction. Further details of acceptable TINs can be found at the OECD Portal. Some jurisdictions do not issue a TIN. However, these jurisdictions often utilize some other high integrity
	number with an equivalent level of identification (a "functional equivalent"). Examples of that type of number include, for entities, a business/company registration code/number.

#### **INSTRUCTIONS - ANNEX I - Controlling Person Tax Residency Self-Certification**

#### Overview

In order to comply with the reporting requirements of the United Kingdom Crown Dependencies and Overseas Territories Agreements (**`UK CDOT''**) and the Common Reporting Standard (**`CRS''**), which are standards for the automatic exchange of financial account information between jurisdictions developed by the United Kingdom and the Organization for Economic Cooperation and Development (**`OECD''**), respectively, the General Partner is required to collect information regarding your tax residence and other pertinent information to determine if financial reporting is required.

UK CDOT and CRS require financial institutions to implement due diligence and reporting requirements for all financial accounts, including investment funds. To comply with UK CDOT and CRS reporting requirements, the General Partner is required to obtain the enclosed Controlling Person Tax Residency Self-Certification from each Controlling Person of certain identified "Account Holders". Note that in certain circumstances, the General Partner and its Affiliates may be required to disclose the information outlined in the enclosed form and other tax information provided by each Limited Partner to certain tax authorities (including the tax authority of the jurisdiction(s) in which the Limited Partners are tax resident) and by completing and executing the enclosed form, the relevant Limited Partner is consenting to the General Partner and its Affiliates disclosing such information to such tax authorities.

You are required to state your residency for tax purposes as you have been identified as a Controlling Person of an Account Holder that is classified under CRS and UK CDOT as either a Passive Non-Financial Entity or an Investment Entity located in a non-participating jurisdiction under CRS and managed by another Financial Institution. Definitions to assist you in completing the enclosed form can be found in the *Appendix - Definitions* section of this document.

If an Account Holder is classified as a Passive Non-Financial Entity or an Investment Entity located in a non-participating jurisdiction under CRS managed by another Financial Institution, natural persons who exercise control over the Entity (the "**Controlling Person(s)**") are required to provide information by completing the enclosed form. Each Controlling Person is required to complete and sign a separate form.

Please complete, execute and return the enclosed Controlling Person Tax Residency Self-Certification form as directed as well as any Attachments as applicable to avoid being subject to potential jurisdictional penalties.

#### **Instructions for Completion**

#### Please note:

- The General Partner may be obligated to share this and other information with relevant tax authorities.
- The enclosed form cannot be completed by an Entity. Controlling Persons are natural persons.
- For joint or multiple Controlling Persons use a separate form for each Controlling Person.
- If any of the information about your tax residency changes, you are required to provide the General Partner with an updated Controlling Person Tax Residency Self-Certification form within 30 calendar days.
- If you are completing the enclosed form on behalf of a Controlling Person then you should indicate the capacity in which you have signed in the signature section of the form.

If you have any questions about how to complete the enclosed form or about how to determine your tax residency status you should contact your tax advisor or jurisdictional tax authority, or seek further information from the OECD Automatic Exchange of Information Portal <u>here</u>. Neither the General Partner nor its counsel will be in a position to provide assistance beyond the information contained within these instructions.

#### Section I - Legal Entity for Which the Controlling Person Provides the Self-Certification

Include the full legal name of the Legal Entity for which the Controlling Person Is providing the Self-Certification. A Self-Certification form is required for each entity that holds an Interest in the Fund. The legal name of the Entity should be identical to the legal name provided by the Entity In its Self-Certification.

#### Section II- Controlling Person Information

Line 1. Title. Include the title of the Controlling Person (such as Mr., Ms., Dr., etc.).

Line 2. Name of the Controlling Person. Include the full name of the Controlling Person, Including last, first, middle.

Line 3. City of birth. Include the city where the Controlling Person was born.

*Line 4. Country of birth.* Include the country where the Controlling Person was born. The entry of country should be the full name of the jurisdiction, not an abbreviation.

Line 5. Date of birth. Include the date of birth of the Controlling Person in the following format DD/MM/YYYY.

*Line 6 (a-e) Current Residence Address.* Enter the full current residence address of the Controlling Person (including House/Apt/SuiteName/Number/Street/Town/City/Province/State/Country and Postal Code).

- Do not include only a P.O. Box or "in-care of" address, instead, provide complete current residence address as explained above.
- The entry for country should be the full name of the jurisdiction, not an abbreviation.

Line 7 (a-e) Mailing Address. If mailing address is different from current residence address, please enter full mailing address of the Controlling Person (including House/Apt/Suite Name/ Number/ Street/ Town/ City/ Province/ State/ Country and Postal Code).

The entry for Country should be the full name of the jurisdiction, not an abbreviation.

#### Section III – Type of Controlling Person

Include the type of Controlling Person that you are.

Line 8. Controlling Person of an Entity other than a trust or similar legal arrangement. If you are considered a Controlling Person of an Entity other than a trust (or other similar legal arrangement) such as a corporation, please check the box corresponding to the type of Controlling Person that you are:

- Check "Owner" if you exercise control over the Entity Control generally is exercised by the natural person(s) who ultimately has
  controlling ownership interest in the Entity. Controlling ownership interest depends on the ownership structure of the legal person and
  is usually identified on the basis of a threshold applying a risk-based approach (e.g., 25%).
- Check "Controlling Person by other means" if no natural person(s) exercises control through ownership interests and you exercise control of the entity through other means.
- Check "Senior Managing Official" if there is no natural person(s) identified as exercising control of the Entity by any means and you
  are the person who holds the position of senior managing official.

Line 9. Controlling Person of a trust. In case you are considered a Controlling Person of a trust, please check the box corresponding to the type of Controlling Person that you are:

- Check "Settlor" if you are the settlor of the trust.
- Check "Trustee" if you are the trustee of the trust.
- Check "Protector or equivalent" if you are the protector of the trust.
- Check "Beneficiary or equivalent" if you are the beneficiary of the trust.
- If you are considered a Controlling Person of a trust in a position different from those described above, please specify.

Line 10. Controlling Person of a legal arrangement other than a trust. In case you are considered a Controlling Person of a legal arrangement other than a trust, please check the box corresponding to the type of Controlling Person that you are:

- Check "Settlor equivalent" if you are in an equivalent position of a settlor for a legal arrangement similar to a trust.
- Check "Trustee equivalent" if you are in an equivalent position of a trustee for a legal arrangement similar to a trust.
- Check "Protector equivalent" if you are in an equivalent position of a protector for a legal arrangement similar to a trust.
- Check "Beneficiary equivalent" if you are in an equivalent position of a beneficiary for a legal arrangement similar to a trust.
- If you are considered a Controlling Person of a legal arrangement similar to a trust and you are in a position different from those described above please specify.

#### Section IV – Tax Residency

In this section you are required to identify **all** your jurisdictions of residency for tax purposes.

- If you have one single tax residency, you are required to certify that you have a sole residency for tax purposes.
- If you have more than one tax residency, please provide details in Line 13.

The term "tax residency" is determined by the laws of the relevant local jurisdiction, and may depend on factors such as your permanent residence or citizenship. If you are unsure of the jurisdiction you are resident of for tax purposes please contact your tax advisor or jurisdictional tax authority.

**Note**: The terms above may be subject to variation by the definitions of the local jurisdiction. Jurisdictional tax authority guidance should be followed.

The entry of jurisdiction should be the full name of the jurisdiction, not an abbreviation.

*Line 11. Jurisdiction 1.* Enter the jurisdiction where you are resident for the purposes of that jurisdiction's income taxation. If you are tax resident in more than one jurisdiction, please list each one separately in Line 13.

The entry of jurisdiction should be the full name of the jurisdiction, not an abbreviation.

**Line 11.a.** Tax reference number type. Indicate the name of the type of tax reference number you are entering (generally Tax Identification Number or "TIN" or functional equivalent). For the purposes of the enclosed form, an equivalent to a TIN is any unique identifying number assigned by the local tax authorities. Examples of reference number types are summarized below:

Jurisdiction	Tax reference number type	Description
Argentina	CUIT	Codigo Unico de Identificacion Tributaria
Australia	UTR	Tax File Number
Brazil	RB	Registro Geral
Canada	SIN	Social Insurance Number
Chile	RUN	Rol Unico Nacional
Colombia	NIT	Numero de Identificacion Tributaria
Denmark	CVR	CVR/ VAT Number
France	INSEE	INSEE/ VAT Number
Germany	TIN	Tax Id. Number / VAT Number
Greece	AFM	Tax Registry Number/ VAT Number
Hong Kong	HKID	Hong Kong Id.
India	PAN	Permanent Account Number
Indonesia	NIK	National Id. Number
Italy	CF	Codice Fiscale/ VAT Number
Mexico	RFC	Registro Federal del Contribuyente
Netherlands	BSN	Burgersevicenummer/ VAT Number
New Zealand	IRD	Inland Revenue Department Number
Portugal	NIF	Número de Contribuiente/ VAT Number
Singapore	TIN	Tax Id. Number

Spain	NIF	Numero de Identificacion Fiscal/ VAT Number
UK	NINO	Company Unique Taxpayer Reference
US	EIN	Employer Id. Number
Venezuela	RIF	Registro de Informacion Fiscal

Line 11.b. Tax Identification Number. Enter the Tax Identification Number that your jurisdiction of residence for tax purposes has issued to you.

*Line 11.c. If this jurisdiction does not issue or you are unable to procure a TIN or functional equivalent, check this box.* Check the box if you cannot provide a Tax Identification Number or functional equivalent.

Line 11.d. Specify the reason for non-availability of TIN. If applicable, provide a brief reason why you cannot obtain a TIN.

Line 12. Confirmation of Sole Residency. If you are tax resident in only one jurisdiction, check "Yes." If you are resident in more than one jurisdiction check "No," and provide information for all countries in which you are a resident.

# Line 13. Additional Jurisdictions of Residency for Tax Purposes. If more than four tax residencies, please provide additional attachment. If applicable, include all your jurisdictions of residency for tax purposes, as well as the TIN type and TIN number for each jurisdiction.

If you are unable to provide a TIN or functional equivalent for any jurisdiction you entered, briefly describe the reason why you cannot provide a TIN in the corresponding line for each jurisdiction where you cannot provide it.

#### Section V - Declaration and Signature

Provide your signature, print your name and date the form. If you are acting on behalf of a Controlling Person, indicate the capacity in which you are signing. If signing the form under a power of attorney, please attach a certified copy of the power of attorney.

#### **Appendix - Definitions**

These selected definitions are contained within the OECD Common Reporting Standard for Automatic Exchange of Financial Account Information ("The Common Reporting Standard" or "CRS") and provided to assist you with the completion of the enclosed form. Further details can be found within the OECD Common Reporting Standard of Automatic Exchange of Financial Account Information (the "CRS") and the associated Commentary to the CRS. These can be found <u>here</u>.

If you have any questions about these definitions or require further detail then please contact your tax or legal advisor or jurisdictional tax authority.

Account Holder	The term "Account Holder" means the person listed or identified as the holder of a Financial Account. A person holding a Financial Account for the benefit of another person as an agent, a custodian, a nominee, a signatory, an investment advisor, an intermediary, or as a legal guardian, is not treated as the Account Holder. In these circumstances that other person is the Account Holder. For example in the case of a parent/child relationship where the parent is acting as a legal guardian, the child is regarded as the Account Holder. With respect to a jointly held account, each joint holder is treated as an Account Holder.
Change in Circumstances	Any change that results in the addition of information relevant to a person's status or otherwise conflicts with such person's status. In addition, a change in circumstances includes any change or addition of information to the account holder's account (including the addition, substitution, or other change of an account holder) or any change or addition of information to any account associated with such account if such change or addition of information of information affects the status of the account holder.
Control	Control over an Entity is generally exercised by the natural person(s) who ultimately has a controlling ownership interest in the Entity. Where no natural person(s) exercises control through ownership interests, the Controlling Person(s) of the Entity will be the natural person(s) who exercises control of the Entity through other means. Where no natural person(s) is/are identified as exercising control of the Entity (for example where no
	underlying person has control of greater than 25% of the entity), the Controlling Person(s) of the Entity will be the natural person(s) who holds the position of senior managing official. In the case of a trust, the Controlling Person means the settlor(s), the trustee(s), the protector(s) (if any), the beneficiary(ies) or class(es) of beneficiaries, or any other natural person(s) exercising ultimate effective control over the trust (including through a chain of control or ownership). The settlor(s), the trustee(s), the trustee(s), the protector(s) (if any), and the beneficiary(ies) or class(es) of beneficiaries, must always be treated as Controlling Persons of a trust, regardless of whether or not any of them exercises control over the activities of the trust. In the case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions.
Controlling Person(s)	The natural persons who exercise control over an Entity. Where that Entity is treated as a Passive Non- Financial Entity then such persons are regarded as Reportable Persons. This definition corresponds to the term "beneficial owner" described in Recommendation 10 of the Financial Action Task Force Recommendations (as adopted in February 2012).
	In the case of a trust, the Controlling Person may be the settlor(s), the trustee(s), the protector(s) (if any), the beneficiary(ies) or class(es) of beneficiaries, or any other natural person(s) exercising ultimate effective control over the trust (including through a chain of control or ownership). Under the CRS, the settlor(s), the trustee(s), the protector(s) (if any), and the beneficiary(ies) or classes(es) of beneficiaries, are always treated as Controlling Persons of a trust, regardless of whether or not any of them exercises control over the activities of the trust. Where the settlor(s) of a trust is an Entity then the CRS requires Financial Institutions to also identify the Controlling Persons of the settlor(s) and report them as Controlling Persons of the trust when required. In the
Entity	case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions. A legal person or a legal arrangement, such as a corporation, organization, partnership, trust or foundation. This term covers any person other than an individual (i.e. a natural person), it also covers any legal arrangement.
Financial Account	An account maintained by a Financial Institution and includes: Depository Accounts; Custodial Accounts; Equity and debt interest in certain Investment Entities; Cash Value Insurance Contracts; and Annuity Contracts.
Participating Jurisdiction	A jurisdiction with which an Intergovernmental or Competent Authority Agreement is in place pursuant to which the jurisdiction will provide information required on the automatic exchange of financial account information as set out in the CRS.
Reportable Jurisdiction	A Participating Jurisdiction with which an obligation to provide financial account Information is in place. Please visit the OECD's website for the latest list of Participating Jurisdictions <u>here</u> .
Reportable Person	The Common Reporting Standard defines the Account Holder as a "Reportable Person." A Reportable Person is further defined as an individual (or entity) that is tax resident in a Reportable Jurisdiction under the laws of that jurisdiction.
Senior Managing Official	Where no natural person(s) is identified as exercising control of the Entity, the Controlling Persons(s) of the Entity will be the natural person(s) who holds the position of senior managing official.
TIN (including functional equivalent)	The term TIN means Taxpayer Identification Number or a functional equivalent in the absence of a TIN. A TIN is a unique combination of letters or numbers assigned by a jurisdiction to an individual or an Entity and used to identify the individual or Entity for the purposes of administering the tax laws of such jurisdiction. Further details of acceptable TINs can be found at the OECD Portal.
	Some jurisdictions do not issue a TIN. However, these jurisdictions often utilize some other high integrity number with an equivalent level of identification. Examples of that type of number include, for individuals, a social security/insurance number, citizen/personal identification/service code/number, and resident registration number.

Pennsylvania State Employees Retirement System – Correspondence Chart

# Delivery Instructions Reference Sheet For PENNSYLVANIA STATE EMPLOYEES' RETIREMENT SYSTEM ("SERS")



Form <b>W-9</b>
(Rev. December 2014)
Department of the Treasury Internal Revenue Service

# Request for Taxpayer Identification Number and Certification

	1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank.							
	Commonwealth of Pennsylvania State Employees' Retirement System							
<b>N</b> i	2 Business name/disregarded entity name, if different from above							
page								
See Specific Instructions on pa	3 Check appropriate box for federal tax classification; check only one of the following seven boxes:         ☐ Individual/sole proprietor or       ☐ C Corporation       ☐ S Corporation       ☐ Partnership         single-member LLC       ☐ Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnersh       Note. For a single-member LLC that is disregarded, do not check LLC; check the appropriate box in the tax classification of the single-member owner.         ☑ Other (see instructions) ►       State governmental plan         5 Address (number, street, and apt. or suite no.)       30 North Third Street, Suite 150         6 City, state, and ZIP code       Harrisburg PA 17101-1716         7 List account number(s) here (optional)	the line above for	Exempt payee code (if any) 3					
Pa	Taxpayer Identification Number (TIN)							
Enter	your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avo		security number					
esid	up withholding. For individuals, this is generally your social security number (SSN). However, for ent alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other es. it is your employer identification_number. (EIN). If you do not have a number, see How to get							
	n page 3.	or						
	. If the account is in more than one name, see the instructions for line 1 and the chart on page	4 for Employ	yer identification number					
guide	lines on whose number to enter.							
Pa	t II Certification		· · · · · · · · · · · · · · · · · · ·					

Under penalties of perjury, I certify that:

- 1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
- 3. I am a U.S. citizen or other U.S. person (defined below); and
- 4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

**Certification instructions.** You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 3.

Sign Here	Signature of U.S. person	KBickle, A	Imin. Officer	Date > April 26	,2017
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#### **General Instructions**

Section references are to the Internal Revenue Code unless otherwise noted. **Future developments**. Information about developments affecting Form W-9 (such as legislation enacted after we release it) is at *www.irs.gov/fw9*.

#### **Purpose of Form**

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following:

- Form 1099-INT (interest earned or paid)
- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- · Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)

• Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)

- Form 1099-C (canceled debt)
- · Form 1099-A (acquisition or abandonment of secured property)
- Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding? on page 2.

By signing the filled-out form, you:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),

2. Certify that you are not subject to backup withholding, or

3. Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income, and

 Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct. See What is FATCA reporting? on page 2 for further information.



# **Certificate of Authority**

I, David E. Durbin, Secretary of the Commonwealth of Pennsylvania State Employees' Retirement Board, an agency of the Commonwealth of Pennsylvania, transacting business as the Commonwealth of Pennsylvania State Employees' Retirement System, do hereby certify that David R. Fillman is the current Chairman of the State Employees' Retirement Board and has the authority to sign the necessary documents in connection with SERS' investment agreements. I attest that the signature below is a true and correct specimen of Chairman Fillman's signature.

David R. Fillman, Chairman Commonwealth of Pennsylvania State Employees' Retirement Board

David E. Durbin, Secretary Date Commonwealth of Pennsylvania State Employees' Retirement Board