

Investment Management Questionnaire

Firm Name:

Contact:

Address:

Associate Completing Questionnaire:

Title:

Date:

The following information is considered private and for your use only. Please do not share this Investment Management Questionnaire and data request.

Data Request:

Directly respond to each question detailed in this questionnaire and return the completed document in electronic format. An electronic version of the ADV and Privacy Statement is required. Please return other requested items in electronic format (vs. hard copy).

Contacts:

FOR A SUB-ADVISED STRATEGY, COMPLETE THE FOLLOWING FIRM INFORMATION SECTION FOR YOUR FIRM AND ALSO COPY AND COMPLETE FOR THE SUB-ADVISOR.

A. Organization

When was your firm founded?

What is the exact date of your firm's SEC filing and SEC file #?

When were asset first managed at the firm?

Describe your firm's history and background.

What is your firm's legal structure (e.g. C-Corp, S-Corp, Partnership, etc.)?

Please list your firm's lines of business and their approximate contributions to your firm's total revenue and net income. Please be specific regarding the firm's prior private equity vehicles?

List the locations where your firm has offices (specify investment team locations), along with a description of the functions being performed at the various locations.

Is your firm a Registered Investment Advisor?

B. Ownership

What is the precise ownership of your firm and how has it evolved over time?

Have there been any changes in ownership in the past 5 years? *If yes please explain.*

What percentage of your firm is employee owned?

Optional Questions B4-6:

Is the firm physically located in the United States?

- a. If yes, what percentage of employees is in the United States?

C. Culture

What is your firm's mission statement?

How would you briefly describe your firm's organizational culture?

Do you have an Internal Code of Ethics and/or Standards of Contact?

- **If yes, please provide a copy of your Internal Code of Ethics and/or Standards of Contact.**
- **If yes, which employees are held to its standards, and which may be held to a different set of standards, and why?**

D. Financial Condition/Stability/Assets Under Management

Regarding the capitalization of your firm, what is your firm's equity capital?

What percentage of this debt is due to be paid over the next two years?

Please complete the following:

What is your firm's capacity in terms of assets under management?

E. Business Management

Describe the firm's strategic plan for the business, including major initiatives and new strategies.

How often does your firm evaluate or re-evaluate its business model?

What plans does your firm have in place to deal with growth (i.e. close certain products at target asset level, total number of accounts, total assets accepted, addition of staff, etc.)?

Please provide details on your disaster recovery plan, and if possible, please forward a copy of the plan to us.

Please provide information pertaining to any organizational changes, not previously addressed, that have occurred during the past 10 years that a prudent investment professional would consider significant:

Please detail in general terms your business plan for the next 3 years, to include information on major initiatives, including but not limited to acquisitions, new strategies, and new distribution networks.

F. Business Risk Management

How many products does your firm offer? *Please list and include inception date, # of accounts, and # of assets. If a product is closed to new assets, please specify date on which it was closed.*

Please explain any recent or expected changes to these products.

How many strategies have you closed and/or merged in the last three years and why?

Do you have any discretionary or non-discretionary client relationships that represent more than 5% of your firm's assets under management? If so, please provide details.

Do you participate in any brokerage or wealth management platforms on an approved or recommended basis? (Please list firm, program, and products included)

Has your firm, or any strategies managed by your firm, been removed from any brokerage sponsored programs in the last three years? If so, please identify the program, reason for terminations, and total assets/number of accounts terminated.

Does your business plan include adding more brokerage firm relationships (wrap or other)?

Does your firm serve as a model provider to any program(s)? If so, please provide details.

Describe how your firm handles the potential conflict in allocating resources/attention when managing retail funds or SMA products while simultaneously having discretionary authority over other portfolios (such as separate institutional accounts or hedge funds or by serving as a model provider for such vehicles).

Please provide Form ADV Parts I & II (including schedules) [electronic version required].

Attached.

Please provide your Client Privacy Statement [electronic version required].

Attached.

Do you have a dedicated Compliance Officer or Compliance Team?

- **If yes, how many people are on this team?**

- If yes, please identify key individuals and bios.

Do you accept fiduciary responsibility for managing client's assets?

Does your firm have Fiduciary Liability Insurance?

- If yes, please provide detail on coverage including carrier(s), coverage details and amount.

Does your firm have Errors and Omissions Insurance?

- If yes, please provide detail on coverage to include insurance carrier(s) and coverage details, including amount of coverage.

Is your firm bonded? *If so, please provide details.*

What is your employee trading policy? *Please provide detail, and if possible, copy of policies.*

Pricing Policies

Does your firm have a formal committee to address standards and practices for pricing the underlying investment?

Does your firm have a formal written policy as to how the underlying investments are priced (yes or no):

- **If yes, please attach an electronic copy of said policy.**
- **If yes, discuss any addition detail not in said policy that you believe we may find relevant regarding the pricing of underlying investments, such as pricing services or other items not detailed in said policy:**
- **If no, please describe in detail the methodology of pricing securities, including any pricing services utilized:**

Please provide an overview of your firm's fair value pricing process for handling securities where a price is not readily available or where the valuation is determined via an alternative process

Given market liquidity events in late 2007, did your firm make any significant short or long term changes to its underlying security pricing practices (yes or no)? *If yes, please explain.*

Has your organization been subpoenaed or under investigation for pricing practices or any other related activity? *If yes, please explain.*

Regulatory/Legal

Please note the date of your firm's most recent SEC audit?

The SEC conducted a routine examination of Madison Investment Advisors ("MIA"), LLC, Madison Asset Management, LLC ("MAM") that concluded in October 2016.

In your last SEC audit, what were the SEC's findings, and how did you respond (provide electronic or hard copies of any related documents or SEC filings that a prudent investor would find relevant)?

Is your firm currently involved in any litigation? If so, please explain.

Is your firm, or any officers or principals, now the subject of any legal proceedings that do not require a "yes" answer to the disciplinary questions in Form ADV Part I (parts A to F of Item/Question #11)? If so, please attach an explanation.

Have any legal judgments been passed against your firm? If so, please explain.

Has the firm, or any individual employed by the firm, ever been named or involved in a lawsuit alleging breach of fiduciary duty? If yes, please provide detail including dates, findings, penalties (financial and otherwise).

Please list the auditor of your firm's financial statements as well as auditors of your funds, separate accounts, or other products if they differ from your firm's auditor.

G. Executive Personnel & Resources

Please provide a current organizational chart for your firm.

Describe the executive leadership structure of the firm and the specific personnel involved in the various roles.

Identify any other business ventures of the firm's principals, including company boards of directors in which they participate.

Describe all executive personnel changes (additions and departures) over the past three (3) years along with the reasons for the changes.

Marketing Resources

Please list your Marketing professionals, itemizing their region(s) of responsibility, phone numbers, and e-mail addresses.

Are your Marketing professionals organized by relationship (i.e. do you have someone dedicated to Merrill Lynch, Wells Fargo, etc.)?

Does your firm have a web site (yes or no)? If so, please provide address.

- **If so, do you have additional resources on your web page for institutional clients and what steps are necessary to gain access (e.g. user name, password, etc.)?**

Client Service Resources

Please describe your firm's ability to provide timely information (e.g. portfolio holdings, characteristics, written analysis, conference calls, etc.)?

Will you make resources available for special requests?

- **If so, can you provide examples of typical special requests you have performed?**

Please describe your firm's capabilities for disseminating information via the Internet.

Please describe your policy regarding client meetings at both the client's offices and yours.

For strategies on our investment platforms, can we make reference to our relationship with your firm for marketing purposes (e.g. with publications such as FUNDfire when describing our investment platform.)?

- **If yes, may we mention specific strategies as examples?**