

Eligible Investor Certificate

This certificate is given by the Investor named below in respect of offers of financial products or a class of such offers made available through TCMS Limited (Treasury Capital Management Services), and may be relied upon by TCMS Limited, on the basis of that Investor's representation as an "eligible investor" as a subcategory of "wholesale investor" (as those terms are defined in Clauses 3 and 41 of Schedule 1 of the Financial Markets Conduct Act 2013 (Act)).

This certificate may be relied upon for duration the Investor is using financial products provided by TCMS Limited.

Warning

The law normally requires people who offer financial products to give information to investors before they invest. This prescribed information is designed to help investors make an informed decision.

If you give this certificate, the usual rules do not apply to offers of financial products made to you. As a result, you may not receive a complete and balanced set of information. You will also have fewer other legal protections for these investments.

Make sure you understand these consequences. Ask questions, read all documents carefully, and seek independent financial advice before committing yourself.

Offence – It is an offence to give a certificate knowing that it is false or misleading. The offence has a penalty of a fine not exceeding \$50,000.

Financial Markets Conduct Act Declaration

In accordance with clause 41 of Schedule 1 of the Act 2013, I (Investor) make this certification in relation to an offer of financial products, or a class of such offers, available to "wholesale investors" (as that term is defined in Clause 3 of Schedule 1 of the Act) through TCMS Limited (Offer), and certify as follows:

1. I have previous experience in acquiring or disposing of financial products, which allows me to assess (circle all that apply to you):

- | | |
|--|----------|
| a. The merits of the Offer (including assessing the value and the risks of the financial products involved). | Yes / No |
| b. My information needs in relation to the Offer. | Yes / No |
| c. The adequacy of the information provided by any person involved in the Offer. | Yes / No |

2. The grounds upon which I make this certificate are as follows:

Please describe your experience in acquiring or disposing of financial products which enables you to answer "Yes" in sections 1(a), (b), and (c)

- | | |
|--|----------|
| 3. I understand the consequences of certifying myself to be an eligible investor as fined in the Act. | Yes / No |
| 4. I understand that as an eligible investor I will not necessarily have the same protections and remedies afforded under New Zealand law to retail investors. | Yes / No |

Eligible investor confirmation

Investor name:

Signed:

Date:

Confirmation of Eligible Investor Certification

Name of Investor:

Date of Investor's Eligible Investor Certification:

Name of Financial Advisor / Chartered Accountant / Lawyer:

Firm:

Address:

I confirm that:

1. I am (please check appropriate box):

- ☐ A Financial Adviser engaged to operate under a Financial Advice Provider's (FAP) licence, or I hold a FAP licence as under the Financial Markets Conduct Act 2013;
- ☐ A chartered accountant under section 19 of the New Zealand Institute of Chartered Accountants Act 1996;
- ☐ A lawyer under section 5 of the Lawyers and Conveyancers Act 2006.

2. I am not an associated person (as defined in the Financial Markets Conduct Act 2013) of TCMS Limited or any related body corporate of the forgoing, at the date of this certificate (Relevant Persons).
3. If I am a financial adviser or chartered accountant, I have not, within the two years immediately prior to the date of this confirmation, provided professional services to any Relevant Persons.
4. Having considered the grounds for certification given by the Investor in the attached certificate:
 - a. I am satisfied that the Investor has been sufficiently advised on the consequences of providing that certification; and
 - b. I have no reason to believe that the certification is incorrect or that further information or investigation is required as to whether, or not, the certification is correct.

Signed by Financial Adviser / Chartered Accountant / Lawyer:

Signed:

Date:

