

CERTIFICATION OF RECEIPT OF K&E ETHICAL VENDOR POLICY

As a potential and/or current vendor of Kirkland & Ellis LLP (“K&E” or “the Firm”), we acknowledge receipt of K&E’s “Ethical Vendor Policy.” We also acknowledge we have read and will conduct business in accordance with the policy and, in particular, the provisions regarding gifts and entertainment. If we have a concern regarding said policy, we will contact the Firm’s Chief Administrative Officer via mail at 300 North LaSalle, Chicago, IL 60654 or via phone at 1-800-334-3133.

Signed:

Name

Title

Date

ETHICAL VENDOR POLICY

K&E is committed to working ethically, not only with its clients, but with its suppliers as well. In any instance in which the Firm is a client or purchaser of goods or services, or is making purchasing decisions on behalf of our clients, it is vital that our personnel conduct themselves ethically at all times.

CONFLICTS OF INTEREST

An actual or perceived conflict of interest may exist in any instance where an employee would personally benefit from the selection of a certain vendor, has a personal relationship with an employee of a vendor and/or any other personal relationship with the vendor. The use of any vendor/supplier in which an employee or an employee’s immediate family owns a significant direct or indirect interest (i.e., greater than 5%) must be disclosed to the Chief Administrative Officer, the respective office Senior Director of Administration, or department Senior Director.

RECEIVING GIFTS

To avoid the appearance of impropriety, it is the Firm’s policy that employees may not accept any gifts or entertainment from vendors or other suppliers that are given directly in return for awarding a contract or purchasing a good or service regardless of its value (e.g., rewards for referrals or new business).

Further, it is inappropriate to accept gifts of significant value from vendors or other suppliers. Gifts with a small monetary value (i.e., less than \$50 as a guideline), such as a bottle of wine, candy or coffee cup may be accepted.

The Firm does not permit the acceptance by Firm employees of cash or cash equivalents in any value from vendors or other suppliers.

RECEIVING ENTERTAINMENT

Invitations or tickets to lunch, dinner, local theater, or sporting events of modest value (i.e., less than \$100 as a guideline) are acceptable. Repeated entertainment from the same vendor should be avoided. Items of more significant value such as expense paid trips should be declined. As always, subject to the specific provisions of this Policy, good judgment should be your guide.

KIRKLAND & ELLIS LLP
U.S. VENDOR/PAYEE INFORMATION
Please type or print information

Vendor/Payee Name: _____ **Date:** _____

MAILING ADDRESS INFORMATION

Address: _____
City: _____
State: _____
Zip Code: _____

REMIT TO ADDRESS (if different from mailing address)

Address: _____
City: _____
State: _____
Zip Code: _____

VENDOR CONTACT INFORMATION

Contact Name: _____ Phone: _____
Email: _____ Fax: _____

KIRKLAND & ELLIS LLP CONTACT INFORMATION

Contact Name: _____ Phone: _____

BUSINESS CLASSIFICATION (Please check any which apply):

- ☐ Small Business
☐ Woman Owned Business
☐ Minority Owned Business

BUSINESS TYPE (Please check which apply):

- | | | |
|---|--|---|
| <input type="checkbox"/> Professional Services Firm | <input type="checkbox"/> Expert Witness on Kirkland Matter | <input type="checkbox"/> Equipment or Services Provider |
| <input type="checkbox"/> Attorney or Legal Firm | <input type="checkbox"/> Government Agency | <input type="checkbox"/> Contract Workers |
| <input type="checkbox"/> Local Counsel Services | <input type="checkbox"/> Court Reporting Service | <input type="checkbox"/> Other _____ |

THIS SECTION COMPLETED BY KIRKLAND & ELLIS LLP

Approved by: _____
Vendor Code: _____
Date Entered: _____ **Bank:** _____ **ACH:** Y/N

KIRKLAND & ELLIS LLP
U.S. VENDOR/PAYEE INFORMATION
Please type or print information

<p><u>Please check one:</u></p> <p><input type="checkbox"/> U.S. Partnership</p> <p><input type="checkbox"/> Individual/Sole Proprietorship</p> <p><input type="checkbox"/> Professional Corporation</p> <p><input type="checkbox"/> Limited Liability Corporation</p> <p><input type="checkbox"/> U.S. Corporation _____ State Incorporated</p> <p><input type="checkbox"/> U.S. Private Foundation</p> <p><input type="checkbox"/> U.S. 501(c)3</p> <p><input type="checkbox"/> Educational Institution</p> <p><input type="checkbox"/> U.S. Other _____</p>	<p><u>Please disclose if:</u></p> <p><input type="checkbox"/> Kirkland & Ellis Attorney or Employee Owns Greater than 5% of Vendor/Payee</p> <p><input type="checkbox"/> Kirkland & Ellis Attorney or Employee's Immediate Family Member ("IFM") Owns Greater than 5% of Vendor/Payee or IFM would Directly Benefit from Vendor Relationship</p>
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PAYMENT INFORMATION

EMAIL NOTIFICATION OF ACH PAYMENT DETAILS (REQUIRED)

Email Address: _____

ACH BANK INFORMATION

We would like our disbursements paid via ACH and deposited in the following bank account:

Please check one: ☐ Checking ☐ Savings

Bank Name: _____

Bank Routing Number: _____

Bank Account Number: _____

Bank Address: _____

City, State & Zip: _____

Vendor/Payee Certification Signature

The information provided in this vendor information form is true and correct. By signing this form, I understand and release Kirkland & Ellis LLP from liability for use of the ACH payment method to make transactions to the vendor's bank account.

Authorized Vendor/Payee Signature: _____ Date: _____

Vendors Providing California Goods or Services Only

California Secretary of State (SOS) File No.: _____
Failure to provide SOS number, where applicable, may result in nonresident withholding tax.

Request for Taxpayer Identification Number and Certification

Give Form to the
requester. Do not
send to the IRS.

Print or type See Specific Instructions on page 2.	Name (as shown on your income tax return)	
	Business name/disregarded entity name, if different from above	
	Check appropriate box for federal tax classification: <input type="checkbox"/> Individual/sole proprietor <input type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ _____ <input type="checkbox"/> Other (see instructions) ▶ _____	Exemptions (see instructions): Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____
	Address (number, street, and apt. or suite no.)	Requester's name and address (optional)
	City, state, and ZIP code	
List account number(s) here (optional)		

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number										
				-				-		
Employer identification number										
				-						

Part 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
2. 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 ▶	Date ▶
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. The IRS has created a page on IRS.gov for information about Form W-9, at www.irs.gov/w9. Information about any future developments affecting Form W-9 (such as legislation enacted after we release it) will be posted on that page.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, payments made to you in settlement of payment card and third party network transactions, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

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

4. Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct.

Note. If you are a U.S. person and a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax under section 1446 on any foreign partners' share of effectively connected taxable income from such business. Further, in certain cases where a Form W-9 has not been received, the rules under section 1446 require a partnership to presume that a partner is a foreign person, and pay the section 1446 withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid section 1446 withholding on your share of partnership income.