[redacted] EUROPEAN ABSOLUTE OPPORTUNITIES FUND

Subscription Documents

(FOR NON-US INVESTORS)

Administrator:

Citco Fund Services (Ireland) Limited
Custom House Plaza
Block 6
International Financial Services Centre
Dublin 1
Ireland

INVESTMENT PROCEDURES

Prospective investors should read the Offering Memorandum for [redacted] European Absolute Opportunities Fund (the "**Fund**") and this booklet prior to subscribing to the Fund.

If you are interested in subscribing for Shares (as defined herein), please complete all applicable pages as indicated below and promptly return this booklet and the applicable AML documentation as set out at pages 16-23 to the Fund's administrator, Citco Fund Services (Ireland) Limited, Custom House Plaza, Block 6, International Financial Services Centre, Dublin 1, Ireland (the "**Administrator**") by facsimile +353 1 636 7301 or email to dubirorders@citco.com:

- ☐ Investor Profile Form (pages 13 to 23)
- ☐ General Eligibility Representations (pages 24 to 40)
- ☐ Tax Information (page 31)
- ☐ Signature Pages (page 41)

IMPORTANT INFORMATION

The Foreign Account Tax Compliance Act, or FATCA, is a US withholding regime which imposes certain obligations on funds with US investors. All new investors in participating funds will need to be identified in compliance with the FATCA regulations. This will generally be accomplished through the completion and submission of US tax withholding forms W8BEN, W8BEN-E, W-8IMY, W-8EXP, Form 8233 and/or W-9.

The Administrator has modified its investor registration process to comply with the FATCA obligations for new investor onboarding. To enable this process, the Administrator has partnered with Comply Exchange, an IRS accepted, process driven system for obtaining Forms W8, W9 and 8233 electronically. Should you wish to submit your IRS form electronically, please contact CFSFATCA@citco.com.

Each investor should also provide the completed self-certification form attached as Appendix F or Appendix G, as applicable.

For additional information, please contact the Administrator. For further instructions, please contact your tax advisor or visit http://www.irs.gov/

WIRING INSTRUCTIONS

You must wire the payment from an account in your name. If you are not wiring your payment from a bank located in an Approved Country* you must contact the Administrator for further instructions prior to wiring your payment, which may result in a delay in your subscription.

EURO

Intermediary Banks – SWIFT Field 56

Bank:	Deutsche Bank Frankfurt
SWIFT:	DEUTDEFF
Account Name:	Citco Bank Nederland N.V. Dublin Branch

Account with Institution – SWIFT Field 57

International Bank Account Number:	DE35500700100931411300
BIC:	CITCIE2D

Beneficiary Customer – SWIFT Field 59

Beneficiary International Bank Account Number (IBAN):	IE49CITC00000021112302
Beneficiary Account Name:	[redacted] European Absolute Opportunities Fund

STERLING

Intermediary Bank – SWIFT Field 56

Bank:	Barclays Bank, London
SWIFT:	BARCGB22
Sort Code:	20-32-53

Account with Institution – SWIFT Field 57

Account Name:	Citco Bank Nederland N.V. Dublin Branch
SWIFT:	CITCIE2D
International Bank Account Number	GB11BARC20325310097438

Beneficiary Customer – SWIFT Field 59

FFC a/c Name	[redacted] EURO ABS OPPOR FD NV
FFC a/c Number	0052211123003
International Bank Account Number	IE22CITC00000021112303

* As of the date hereof, Approved Countries are: Australia, Austria, Belgium, Canada, Cyprus, Czech Republic, Denmark, Finland, France, Germany, Guernsey, Hong Kong, Hungary, Iceland, Ireland, Isle of Man, Italy, Japan, Jersey, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Singapore, Spain, Sweden, Switzerland, United Kingdom and the United States of America.

USD

Intermediary Banks – SWIFT Field 56

Bank:	HSBC Bank, New York
BIC:	MRMDUS33
Fed Wire:	021001088

Account with Institution – SWIFT Field 57

Account Name:	Citco Bank Nederland N.V. Dublin Branch
Account Number:	000306487

Beneficiary Customer – SWIFT Field 59

BIC:	CITCIE2D
Beneficiary International Bank Account Number (IBAN)	IE76CITC00000021112301
Beneficiary Account Name:	[redacted] European Absolute Opportunities Fund

In order to expedite payment instructions please provide the following ordering customer details in your instructions to the financial institution:

Ordering customer details – SWIFT Field 50
Ordering Customer Account number
Ordering Customer Name
Ordering Customer Address
Ordering Customer Address (postal code and City or City)
Ordering Customer Country

IMPORTANT

1. Please have the wiring bank identify the name of the prospective investor on the wire transfer.

2. We recommend that the wiring bank charge its wiring fees separately so that the amount you have elected to invest may be invested.

CLEARED FUNDS MUST BE IN THE FUND'S ACCOUNT ONE BUSINESS DAY PRIOR TO THE DATE ON WHICH SHARES WILL BE ISSUED TO THE INVESTOR

SUBSCRIPTION AGREEMENT

[redacted] European Absolute Opportunities Fund
c/o Citco Fund Services (Ireland) Limited
Custom House Plaza
Block 6
International Financial Services Centre
Dublin 1
Ireland

Attn.: Investor Relations
Tel: +353 1 636 7300
Fax: +353 1 636 7301
Email: dubirorders@citco.com

Re: [redacted] European Absolute Opportunities Fund—Issuance of Shares

The undersigned (the "**Investor**") wishes to become a shareholder of [redacted] European Absolute Opportunities Fund (the "**Fund**"), a Cayman Islands exempted company, and to subscribe for shares ("**Shares**") in the Fund of the class indicated by the Investor on the Investor Profile Form upon the terms and conditions set forth herein, in the Offering Memorandum of the Fund, as the same may be supplemented, updated or modified from time to time (the "**Memorandum**"), and in the Memorandum of Association and the Articles of Association of the Fund, as each may be amended from time to time (collectively, the "Articles of Association"; together with the Memorandum, the "**Fund Documents**"). Capitalised terms used herein but not defined herein shall have the meanings assigned to them in the Memorandum. All references herein to "dollars" or "US$" are to US dollars, all references herein to "Euro" or "€" are to the unit of the European single currency and all references herein to "Sterling" or "£" are to the lawful currency of the United Kingdom.

Accordingly, the Investor agrees as follows:

I. SUBSCRIPTION FOR SHARES

(A) The Investor irrevocably agrees to become a shareholder of the Fund and, in connection therewith, subscribes for and agrees to make the investment for the number of Shares (including fractional Shares) of the class indicated by the Investor on the Investor Profile Form which can be purchased with this subscription at the purchase price per Share set forth in the Memorandum and upon the terms set forth herein and in the Fund Documents. Payment in cleared funds for Shares must be received prior to the Subscription Day established by the Fund. The Investor's payment (the "**Payment**") will be held by the Fund in a non-interest bearing account. Unless otherwise determined by the board of directors of the Fund (the "**Board of Directors**"), the minimum initial subscription is US$5 million or its Euro or Sterling equivalent, as applicable. The Directors may, in their sole discretion, accept subscriptions of lesser amounts.

(B) The Investor acknowledges and agrees that the Fund reserves the right to reject this subscription for Shares for any reason or no reason, in whole or in part, and at any time prior to its acceptance. If the subscription is rejected, the Payment will be returned promptly to the Investor and this subscription agreement (together with the Investor Profile Form and the General Eligibility Representations, collectively, the "**Subscription Agreement**") shall have no force or effect. Upon acceptance of this subscription by the Fund, the Investor shall be registered as a shareholder of the Fund and shall be subject to the terms of the Fund Documents. The Investor acknowledges and agrees that where its subscription for Shares is accepted, the Shares will be treated for economic purposes as having been issued with effect from the relevant Subscription Day notwithstanding that its subscription for those Shares may not be entered in the Fund's register of members until after the relevant Subscription

Day and that the Payment will accordingly be subject to investment risk in the Fund from the relevant Subscription Day.

II. REPRESENTATIONS AND COVENANTS OF THE INVESTOR

(A) The Investor represents and warrants that it is not a US Person.* The Investor agrees that it will not resell, reoffer or otherwise transfer any Shares to a US Person without registration under the US Securities Act of 1933, as amended (the "**Securities Act**"), or an exemption therefrom. The Investor acknowledges that the Shares subscribed for hereunder have not been and will not be registered under the securities laws of any jurisdiction and, therefore, cannot be resold, reoffered or otherwise transferred unless done so in compliance with applicable securities laws. The Investor acknowledges that the Fund is under no obligation to register the Shares on the Investor's behalf or to assist the Investor in complying with any applicable securities laws. The Investor acknowledges that the Shares can only be transferred in accordance with the Fund Documents. The Investor acknowledges that the Fund may compulsorily redeem all or any portion of the Investor's Shares in the Board of Directors' discretion in accordance with the Fund Documents.

(B) The Investor has received, carefully read and understands the Memorandum, including the sections of the Memorandum outlining, among other things, the organisation and investment objectives and policies of, and the risks and expenses of an investment in, the Fund. The Investor acknowledges that the Articles of Association will be provided upon request. The Investor acknowledges receipt of Part 2 of Form ADV of [redacted] Asset Management Europe Limited, the Fund's investment manager (the "**Investment Manager**"), on or before the date of this Subscription Agreement set forth below. The Investor acknowledges and agrees that it has made an independent decision to invest in the Fund and that, in making its decision to subscribe for Shares or any subsequent investment decision with respect to the Fund, the Investor has relied solely upon the Memorandum and independent investigations made by the Investor. The Investor is not relying on the Fund, the Board of Directors, Citco Fund Services (Ireland) Limited (the "**Administrator**"), [redacted] Asset Management (Cayman) Limited (the "**Manager**"), the Investment Manager, [redacted] Asset Management (Services) LLP, any of their respective affiliates or any other person or entity with respect to the legal, tax and other economic considerations involved in this investment other than the Investor's own advisers. The Investor's investment in the Shares is consistent with the investment purposes, objectives and cash flow requirements of the Investor and will not adversely affect the Investor's overall need for diversification and liquidity. The Investor has such knowledge and experience in financial and business matters that the Investor is capable of evaluating the merits and risks of the Investor's investment in the Fund, and is able to bear such risks and has obtained, in the Investor's judgment, sufficient information from the Fund to evaluate the merits and risks of such investment. The Investor has evaluated the risks of investing in the Fund, understands there are substantial risks of loss incidental to the purchase of the Shares and has determined that the Shares are a suitable investment for the Investor. The Investor also expressly warrants that it is aware of the risks inherent in investing in the assets in which the Fund, directly or indirectly, invests and the method by which such assets are held or traded.

The Investor acknowledges that it is not subscribing pursuant hereto for Shares as a result of, or pursuant to: (i) any advertisement, article, notice or other communications published in any newspaper, magazine or similar media (including any internet site whose information about the Fund is not password protected) or broadcast over television or radio; or (ii) any seminar or meeting whose attendees, including the Investor, had been invited as a result of, or pursuant to, any of the foregoing.

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* See the section of the Memorandum captioned "Definitions" for the definition of a "US Person".

(C) The Investor acknowledges that, in connection with the organisation of the Fund and its ongoing business, the Investor will receive or have access to information concerning the business and affairs of the Fund, the Investment Manager, the Manager or their affiliates that the Fund, the Investment Manager or the Manager reasonably believes to be in the nature of trade secrets or other information, the disclosure of which the Fund, the Investment Manager or the Manager believes is not in the best interests of the Fund, the Investment Manager, the Manager or their affiliates, or could damage the Fund, the Investment Manager, the Manager or their affiliates or their respective businesses, or which the Fund, the Investment Manager, the Manager or their affiliates are required by law or agreement with a third party to keep confidential, including, without limitation, any information relating to the Fund's financial and investment strategy (*e.g.*, portfolio positions, trades and contemplated trades); all notices, letters and other communications whether written or oral between the Fund, the Investment Manager, the Manager or their affiliates and the Investor; the names and addresses of each of the shareholders of the Fund and their initial and subsequent subscriptions (collectively, "**Confidential Information**"). The Investor agrees to keep confidential, and not to make any use of (other than for purposes reasonably related to its Shares) or disclose to any person or entity, any Confidential Information except to its directors, employees, agents, advisers, or representatives responsible for matters relating to the Fund or any other person or entity approved in writing by the Investment Manager or the Manager (each for itself and on behalf of the Fund) (each, an "**Authorised Representative**") on a need to know basis or as otherwise required by any regulatory authority, law or regulation, or by legal process. Furthermore, the Investor has not and shall not reproduce, duplicate or deliver any Fund Documents or this Subscription Agreement to any other person or entity, except Authorised Representatives. Notwithstanding anything in this Subscription Agreement to the contrary, the Investor (and each employee, representative or other agent of the Investor) may disclose to any and all persons, without limitation of any kind, the tax treatment and tax structure of (i) the Fund and [redacted] European Absolute Opportunities Master Fund (the "**Master Fund**"); and (ii) any of the Fund's or the Master Fund's transactions, and all materials of any kind (including, without limitation, opinions or other tax analyses) that are provided to the Investor relating to such tax treatment and tax structure, it being understood that "tax treatment" and "tax structure" do not include the name or the identifying information of (i) the Fund or the Master Fund; or (ii) the parties to a transaction. Prior to making any disclosure required by any regulatory authority, law or regulation, or by legal process, the Investor shall use its reasonable best efforts to notify the Fund, the Investment Manager and the Manager of such disclosure. Prior to any disclosure to any Authorised Representative of the Investor, the Investor must advise such Authorised Representative of the obligations set forth in this Section II(C). The Investor agrees that each of the Fund, the Investment Manager and the Manager has the right to keep confidential from the Investor, for such period of time as the Fund, the Investment Manager or the Manager deems reasonable, any Confidential Information.

(D) The Investor is fully informed as to the legal and tax requirements within the Investor's own country (or countries) regarding a purchase of the Shares.

(E) The Investor is aware of the limited provisions for transferability and redemptions from the Fund and has read the sections of the Memorandum entitled "Offering of Shares" and "Redemption of Shares". The Investor has no need for liquidity in this investment, can afford a complete loss of the investment in the Shares and can afford to hold the investment for an indefinite period of time. The Investor acknowledges that the Shares are subject to Commitment Periods. The Investor acknowledges that in certain circumstances, as set forth in the Memorandum, a Redemption Fee may be imposed on the redemption of IV Shares. The Investor acknowledges that distributions, including, without limitation, the proceeds of redemptions, may be paid in cash or in kind.

(F) The Investor acknowledges and agrees that the terms of offer and the rights attaching to the Shares, as set forth herein and in the Fund Documents, can be varied in accordance with the provisions of the Articles of Association.

(G) The Investor is acquiring the Shares for its own account, for investment purposes only and not with a view toward distributing or reselling the Shares in whole or in part.

(H) The Investor acknowledges that:

(i) the Shares have not been approved or disapproved by any securities regulatory authority in any jurisdiction including without limitation any securities regulatory authority of any State of the United States or by the US Securities and Exchange Commission, nor has any such authority or commission passed on the accuracy or adequacy of the Memorandum; and

(ii) the representations, warranties, covenants, undertakings and acknowledgments made by the Investor in this Subscription Agreement will be relied upon by the Fund, the Board of Directors, the Investment Manager, the Manager and the Administrator in determining the Investor's suitability as a purchaser of Shares and the Fund's compliance with various securities laws, and shall survive the Investor's becoming a shareholder of the Fund.

(I) The Investor has all requisite power, authority and capacity to acquire and hold the Shares and to execute, deliver and comply with the terms of each of the instruments required to be executed and delivered by the Investor in connection with the Investor's subscription for the Shares, including this Subscription Agreement, and such execution, delivery and compliance does not conflict with, or constitute a default under, any instruments governing the Investor, or violate any law, regulation or order, or any agreement to which the Investor is a party or by which the Investor may be bound. If the Investor is an entity, the person executing and delivering each of such instruments on behalf of the Investor has all requisite power, authority and capacity, and has been duly authorised to execute and deliver such instruments, and, upon request by the Fund or the Administrator, will furnish to the Fund true and correct copies of any instruments governing the Investor, including all amendments to any such instruments and all authorisations. This Subscription Agreement constitutes a legal, valid and binding obligation of the Investor, enforceable in accordance with its terms.

(J) All information that the Investor has provided to the Fund or the Administrator concerning the Investor, the Investor's status, financial position and knowledge and experience of financial, tax and business matters, or, in the case of an Investor that is an entity, the knowledge and experience of financial, tax and business matters of the person making the investment decision on behalf of such entity, is correct and complete as of the date set forth herein.

(K) The Investor acknowledges that the value of its Shares and redemptions thereof, and the performance of the Fund, may be based on unaudited and in some cases, estimated, valuations of the Fund's investments and that valuations provided in an Investor's account statement may be an unaudited, estimated value.

(L) If applicable, the Investor has identified its status as a Benefit Plan Investor (as defined below) to the Fund on page 24. If the Investor has identified to the Fund on page 24 that it is not currently a Benefit Plan Investor, but becomes a Benefit Plan Investor, the Investor shall forthwith disclose to the Investment Manager promptly in writing such fact and also the percentage of the Investor's equity interests held by Benefit Plan Investors. For these purposes, a "Benefit Plan Investor", as defined under Section 3(42) of the US Employee Retirement Income Security Act of 1974, as amended ("**ERISA**") and any regulations promulgated thereunder, includes (a) an "employee benefit plan" that is subject to the provisions of Title I of ERISA; (b) a "plan" that is not subject to the provisions of Title I of ERISA, but that is subject to the prohibited transaction provisions of Section 4975 of the US Internal Revenue Code of 1986, as amended (the "**Internal Revenue Code**"), such as individual retirement accounts and certain retirement plans for self-employed individuals; and (c) a pooled investment fund whose assets are treated as "plan assets" under Section 3(42) of ERISA and any regulations promulgated thereunder because "employee benefit plans" or "plans" hold 25%

or more of any class of equity interest in such pooled investment fund. The Investor agrees to notify the Investment Manager promptly in writing if there is any change in the percentage of the Investor's assets that are treated as "plan assets" for the purpose of Section 3(42) of ERISA and any regulations promulgated thereunder as set forth in the General Eligibility Representations section of this Subscription Agreement.

(M) The Investor acknowledges and agrees that the Investment Manager has authority to allocate transaction costs to obtain research and brokerage services, as set forth in the Memorandum. By signing this Subscription Agreement, the Investor expressly consents to any arrangement pursuant to which the Investment Manager obtains such products and services.

(N) The Investor acknowledges, or, if the Investor is acting as agent or nominee for a subscriber (a "Beneficial Owner"), the Investor has advised the Beneficial Owner, that the Fund may enter into agreements with placement agents providing for either: (i) a payment from the Investor to the particular placement agent; or (ii) a payment from the Fund, the Manager or the Investment Manager of a one-time or ongoing fee based upon the amount of the subscription of an investor introduced to the Fund by the agent.

(O) The Investor agrees that it shall not take any action to present a petition or commence any case, proceeding, proposal or other action under any existing or future law of any jurisdiction, domestic or foreign, relating to bankruptcy, insolvency, reorganisation, arrangement in the nature of insolvency proceedings, adjustment, winding-up, liquidation, dissolution, composition or analogous relief with respect to the Fund or the debts of the Fund (i) in connection with the Fund's suspension of any of the calculation of net asset value, the Investor's redemption rights or the Investor's right to receive redemption proceeds, or (ii) as a creditor of the Fund, until a debt is immediately due and payable by the Fund to the Investor.

(P) The Investor acknowledges that Schulte Roth & Zabel International LLP ("**SRZ**") has been engaged by the Investment Manager and the Manager to represent them in connection with the organisation of the Fund and this offering of Shares in the Fund and that SRZ also has been engaged by the Directors to represent and will represent the Fund in connection with these matters and other matters for which it is retained to do so. The Investor acknowledges Maples and Calder ("**Offshore Counsel**" and together with SRZ, "**Legal Counsel**") has been engaged by the Board of Directors to act as Cayman Islands legal counsel and to represent the Fund in connection with the organization of the Fund and the offering of Shares in the Fund. The Investor also acknowledges that no separate counsel has been engaged to independently represent the Shareholders, including the Investor, in connection with these matters.

The Investor acknowledges that other counsel may also be retained where the Investment Manager or the Manager, on its own behalf, or the Directors, on behalf of the Fund, determines that to be appropriate.

The Investor acknowledges that, in advising the Fund, the Investment Manager and the Manager with respect to the preparation of the Memorandum, Legal Counsel has relied upon information that has been furnished to it by the Fund, the Investment Manager, the Manager and their affiliates, and has not independently investigated or verified the accuracy or completeness of the information set forth in the Memorandum. In addition, the Investor acknowledges that Legal Counsel does not monitor the compliance of the Fund, the Investment Manager or the Manager with the investment guidelines set forth in the Memorandum, the Fund's terms or applicable laws.

The Investor acknowledges that there may be situations in which there is a "conflict" between the interests of the Investment Manager and/or the Manager and those of the Fund and/or the Master Fund. The Investor acknowledges that, in these situations, the Investment Manager, the Manager and the Fund

will determine the appropriate resolution thereof, and may seek advice from Legal Counsel in connection with such determinations.

(Q) (1) The Investor acknowledges and agrees that, although the Fund, the Investment Manager, the Manager and the Administrator will use their reasonable efforts to keep the information provided in the answers to this Subscription Agreement strictly confidential, any of the Fund, the Investment Manager, the Manager and the Administrator may present this Subscription Agreement and the information provided in answers to it to such parties (*e.g.*, affiliates, attorneys, auditors, administrators, brokers, regulators and counterparties) as it deems necessary or advisable to facilitate the acceptance of the Investor's subscription for Shares and management of the Fund, including, but not limited to, in connection with anti-money laundering and similar laws, if called upon to establish the availability under any applicable law of an exemption from registration of the Shares, the compliance with applicable law and any relevant exemptions thereto by the Fund, the Investment Manager, the Manager or any of their affiliates, or if the contents thereof are relevant to any issue in any action, suit or proceeding to which the Fund, the Investment Manager, the Manager, the Administrator or their affiliates are a party or by which they are or may be bound or if the information is required to facilitate the Fund's investments. The Fund may also release information about the Investor if directed to do so by the Investor, if compelled to do so by law or in connection with any government or self-regulatory organisation request or investigation, or if the Fund, the Investment Manager and/or the Manager, in its sole discretion, deems it necessary or advisable to reduce or eliminate withholding or other taxes on the Fund, its shareholders, the Master Fund, the Investment Manager or the Manager.

(2) In accordance with the preceding paragraph, the Investor hereby consents to the transmission by the Administrator and/or the Investment Manager of personal data provided by the Investor to countries which are outside of the European Economic Area and which may not have data protection legislation in place which is equivalent to that in place within the European Economic Area.

III. ANTI-MONEY LAUNDERING

You should check the website of the US Treasury Department's Office of Foreign Assets Control ("OFAC") at <http://www.treas.gov/offices/enforcement/ofac/> before making the following representations and warranties.

(A) The Investor represents and warrants that the amounts used to purchase Shares were not and are not directly or indirectly derived from activities that may contravene applicable laws and regulations, including anti-money laundering laws and regulations.

United States federal regulations and executive orders administered by OFAC prohibit, among other things, the engagement in transactions with, and the provision of services to, certain foreign countries, territories, entities and individuals.* The lists of OFAC prohibited countries, territories, persons and entities can be found on the OFAC website at <http://www.treas.gov/offices/enforcement/ofac/>. In addition, the programs administered by OFAC ("**OFAC Programs**") prohibit dealing with individuals or entities in certain countries regardless of whether such individuals or entities appear on the OFAC lists.

The Investor represents and warrants that, to the best of its knowledge, none of:

(1) the Investor;

(2) any person controlling or controlled by the Investor;

* These individuals include specially designated nationals, specially designated narcotics traffickers and other parties subject to OFAC sanctions and embargo programs.

(3) if the Investor is a privately held entity, any person having a beneficial interest in the Investor; or

(4) any person for whom the Investor is acting as agent or nominee in connection with this investment

is a country, territory, individual or entity named on an OFAC list, nor is a person or entity prohibited under the OFAC Programs.

The Investor represents and warrants that it is not named on a list of prohibited entities and individuals maintained under the European Union or United Kingdom Regulations (as extended to the Cayman Islands by statutory instrument), and is not operationally based or domiciled in a country or territory in relation to which current sanctions have been issued by the United Nations, the European Union or the United Kingdom.

Please be advised that the Fund and/or the Administrator may not accept any amounts from a prospective shareholder if it cannot make the representations and warranties set forth in the preceding paragraph. If an existing shareholder cannot make these representations and warranties, the Fund may require the redemption of such shareholder's Shares or take such other actions as may be required under applicable law.

(B) The Investor agrees to notify the Fund and the Administrator promptly in writing should the Investor become aware of any change in the information set forth in these representations and warranties. The Investor is advised that, by law, the Fund and/or the Administrator may be obligated to "freeze the account" of the Investor, either by prohibiting additional subscriptions from the Investor, declining any redemption requests and/or segregating the assets in the account (including by way of compulsory redemption and automatic resubscription of the proceeds thereof for Shares of a separate class or series) in compliance with governmental regulations, and the Fund and/or the Administrator may also be required to report such action and to disclose the Investor's identity to OFAC or other applicable governmental and regulatory authorities. The Investor further acknowledges that the Fund may, by written notice to the Investor, suspend the payment of redemption proceeds payable to the Investor if the Fund and/or the Administrator reasonably deems it necessary to do so to comply with anti-money laundering laws and regulations applicable to the Fund, the Investment Manager, the Manager, the Administrator or any of the Fund's other service providers.

(C) The Investor represents and warrants that, to the best of its knowledge, none of:

(1) the Investor;

(2) any person controlling or controlled by the Investor;

(3) if the Investor is a privately held entity, any person having a beneficial interest in the Investor; or

(4) any person for whom the Investor is acting as agent or nominee in connection with this investment

is a senior foreign political figure,* or any immediate family member** or close associate*** of a senior foreign political figure as such terms are defined in the footnotes below.

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* A "senior foreign political figure" is defined as a current or former senior official in the executive, legislative, administrative, military or judicial branches of a non-US government (whether elected or not), a current or former senior official of a major non-US political party, or a current or former senior executive of a non-US government-owned commercial enterprise. In addition, a "senior foreign political figure" includes any 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.

(D) If the Investor is a non-US banking institution (a "Non-US Bank") or if the Investor receives deposits from, makes payments on behalf of, or handles other financial transactions related to a Non-US Bank, the Investor represents and warrants to the Fund that:

(1) the Non-US Bank has a fixed address, other than solely an electronic address, in a country in which the Non-US Bank is authorised to conduct banking activities;

(2) the Non-US Bank employs one or more individuals on a full-time basis;

(3) the Non-US Bank maintains operating records related to its banking activities;

(4) the Non-US Bank is subject to inspection by the banking authority that licensed the Non-US Bank to conduct banking activities; and

(5) the Non-US Bank does not provide banking services to any other Non-US Bank that does not have a physical presence in any country and that is not a regulated affiliate.

(E) The Investor acknowledges and agrees that any redemption proceeds paid to it will be paid to the same account from which the Investor's investment in the Fund was originally remitted, unless the Fund agrees otherwise.

(F) The Investor agrees that, upon the request of the Fund or the Administrator, it will provide such information as the Fund or the Administrator require to satisfy applicable anti-money laundering laws and regulations, including, without limitation, the Investor's anti-money laundering policies and procedures, background documentation relating to its directors, trustees, settlors and beneficial owners, and audited financial statements, if any.

IV. GENERAL

(A) The Investor agrees to indemnify the Fund, the Investment Manager, the Manager, each director and officer of the Fund, the Administrator, each of their affiliates and each other person, if any, who controls, is controlled by, or is under common control with, any of the foregoing (each, an "Indemnified Person"), against any and all loss, liability, claim, damage and expense whatsoever (including all expenses reasonably incurred in investigating, preparing or defending against any claim whatsoever) arising out of or based upon: (i) any false representation or warranty made by the Investor, or breach or failure by the Investor to comply with any covenant or agreement made by the Investor, in this Subscription Agreement or in any other document furnished by the Investor to any of the foregoing in connection with this transaction; or (ii) any action for securities law violations instituted by the Investor which is finally resolved by judgment against the Investor. The Investor also agrees to indemnify each Indemnified Person for any and all costs, fees and expenses (including legal fees and disbursements) in connection with any damages resulting from the Investor's assertion of lack of proper authorisation from the Beneficial Owner to enter into this Subscription Agreement or perform the obligations hereof.

(B) The Investor hereby acknowledges that the Investment Manager, the Manager, the Administrator and each director and officer of the Fund are entitled to be indemnified out of the assets of the Fund as provided in the Fund Documents.

** An "immediate family member" of a senior foreign political figure means spouses, parents, siblings, children and a spouse's parents and siblings.

*** A "close associate" of a senior foreign political figure means a person who is widely and publicly known (or is actually known) to be a close associate of a senior foreign political figure.

(C) This Subscription Agreement: (i) shall be binding upon the Investor and the heirs, legal representatives, successors and permitted assigns of the Investor and shall inure to the benefit of the Fund and its successors and assigns; (ii) shall be governed, construed and enforced in accordance with the laws of the Cayman Islands; (iii) shall survive the acceptance of the Investor as a shareholder of the Fund; and (iv) shall, if the Investor consists of more than one person, be the joint and several obligation of each such person.

(D) The Investor hereby irrevocably agrees that any suit, action or proceeding with respect to this Subscription Agreement or the Fund and any or all transactions relating hereto and thereto may be brought in the courts of the Cayman Islands. The Investor hereby irrevocably: (i) submits to the jurisdiction of such courts with respect to any such suit, action or proceeding and agrees and consents that service of process as provided by Cayman Islands law may be made upon the Investor in any such suit, action or proceeding brought in any of said courts, and may not claim that any such suit, action or proceeding has been brought in an inconvenient forum; and (ii) consents to the service of process out of any of the aforesaid courts, in any such suit, action or proceeding, by the mailing of copies thereof, by certified or registered mail, return receipt requested, addressed to the Investor at the address of the Investor then appearing on the records of the Fund. Nothing contained herein shall affect the right of the Fund to commence any action, suit or proceeding or otherwise to proceed against the Investor in any other jurisdiction or to serve process upon the Investor in any manner permitted by any applicable law in any relevant jurisdiction.

(E) If any provision of this Subscription Agreement is invalid or unenforceable under any applicable law, then such provision shall be deemed inoperative to the extent that it may conflict therewith and shall be deemed modified to conform with such applicable law. Any provision hereof which may be held invalid or unenforceable under any applicable law shall not affect the validity or enforceability of any other provisions hereof, and to this extent the provisions hereof shall be severable.

(F) If any answer provided or background documentation required under this Subscription Agreement is found to be false, forged or misleading, the Investor understands that the Fund may compulsorily redeem the Shares held by the Investor in accordance with the Fund Documents.

(G) A person that is not a party to this Subscription Agreement may not, in its own right or otherwise, enforce any term of this Subscription Agreement; *except* that:

(i) the Investment Manager may, in its own right, enforce Sections II(C), II(L), II(M), II(Q), VI(B) and VII(C) of this Subscription Agreement;

(ii) each Indemnified Person may, in its own right, enforce Section IV(A)of this Subscription Agreement; and

(iii) the Administrator may, in its own right, enforce Sections II(Q), III(F)and VII(C) of this Subscription Agreement

(each person listed above, a "Third-Party Beneficiary"), in each case subject to and in accordance with the provisions of the Contracts (Rights of Third Parties) Law, 2014 of the Cayman Islands, as amended, modified, re-enacted or replaced.

(H) Notwithstanding any other term of this Subscription Agreement, the consent of any person that is not a party to this Subscription Agreement (including, without limitation, any Third-Party Beneficiary) is not required for any amendment to, or variation, release, rescission or termination of this Subscription Agreement.

(I) Where at the sole discretion of the Administrator, Shares are issued prior to the Administrator having received all the information and documentation required to verify the Investor's identity, the

Administrator reserves the right to hold back any withdrawal payment or distribution to the Investor, until such time as the Administrator has received and is satisfied with all the information and documentation requested to verify the Investor's identity.

(J) The Investor hereby acknowledges and agrees that the Administrator will process subscription, redemption and transfer requests which are received by facsimile or other electronic means and the Investor agrees to keep each of the Fund and the Administrator indemnified against any loss of any nature whatsoever arising to either of them as a result of either of them acting upon instructions received by facsimile or other electronic means. The Administrator and the Fund may rely conclusively upon and shall incur no liability in respect of any action taken upon any notice, consent, request, instructions or other instrument believed in good faith to be genuine or to be signed by properly authorised persons.

(K) The Investor hereby acknowledges and agrees that neither the Fund nor the Administrator shall be responsible for any mis-delivery or non-receipt of any facsimile or email if they have not acknowledged receipt of the facsimile, email or original document. Facsimiles or emails sent to the Fund or the Administrator shall only be effective when actually acknowledged by the Fund or the Administrator. In the event that no acknowledgement is received from the Administrator within five (5) days of submission of the request, the Investor agrees that it should contact the Administrator on telephone number + 353 1 636 7300 to confirm receipt by the Administrator of the request. The Investor agrees that the foregoing shall also apply to any subscription request made using the "Additional Subscription Form" at Exhibit A.

V. AGENT OR NOMINEE

(A) If the Investor is acting as agent or nominee for a Beneficial Owner, the Investor acknowledges that the representations, warranties and covenants made herein are made by the Investor: (i) with respect to the Investor; *and* (ii) with respect to the Beneficial Owner. The Investor represents and warrants that it has all requisite power and authority from said Beneficial Owner to execute and perform the obligations under this Subscription Agreement.

(B) If the Investor will enter into a swap, structured note or other derivative instrument, the return from which is based in whole or in part on the return of the Fund (the "Swap"), with a third party (a "Third Party"), the Investor represents and warrants that with respect to a Third Party entering into a Swap: (i) the Third Party is authorised under its constitutional documents (*e.g.*, certificate of incorporation, by-laws, partnership agreement or trust agreement) and applicable law (including US and non-US anti-money laundering laws and regulations) to enter into the Swap and would also be so authorised to invest directly into the Fund; (ii) the Third Party has received and reviewed a copy of the Memorandum, this Subscription Agreement and, if requested, the Articles of Association; (iii) the Third Party acknowledges that the Fund and its affiliates are not responsible for the legality, suitability or tax consequences of the Swap and that the Investor is not an agent of the Fund; and (iv) the Third Party is: (y) either a US Person exempt from US federal income taxation, who is an "accredited investor" under Regulation D promulgated under the US Securities Act of 1933, as amended, and a "qualified purchaser" under the US Investment Company Act of 1940, as amended or a non-US Person; and (z) is eligible to receive "new issues" because it is not a restricted person as contemplated under Financial Industry Regulatory Authority, Inc. ("**FINRA**") Rule 5130 and is not, and is not beneficially owned by, an executive officer or director of a public company or a covered non-public company, or a person materially supported by such an executive officer or director, as contemplated under FINRA Rule 5131. Nothing herein constitutes an agreement or statement by the Fund as to the legality of a Swap or the suitability of a Swap for the Third Party.

VI. ADDITIONAL INFORMATION AND SUBSEQUENT CHANGES IN THE FOREGOING REPRESENTATIONS

(A) The Fund may request from the Investor such additional information as it may deem necessary to evaluate the eligibility of the Investor to acquire Shares, and may request from time to time such information as it may deem necessary to determine the eligibility of the Investor to hold Shares or to facilitate the Fund's, the Investment Manager's, the Manager's or the Administrator's compliance with applicable legal or regulatory requirements or the Fund's tax status, and the Investor agrees to provide such information as may reasonably be requested.

(B) The Investor agrees to promptly take such action, including providing and periodically updating information (which may include, among other things, the identities of the direct and indirect beneficial owners of the Shares being subscribed for hereunder and the Controlling Person(s) (as defined in the Entity Self Certification (attached hereto as Appendix (G)) of the Investor), that the Fund, the Investment Manager or the Manager, in its sole discretion, reasonably determines is necessary for the Fund and the Master Fund to comply with any legal obligation (including, among other things, the OECD Standard for Automatic Exchange of Financial Account Information in Tax Matters – Common Reporting Standard, and any associated implementing legislation and guidance thereto) or to reduce or eliminate withholding taxes under Sections 1471-1474 of the Internal Revenue Code or other similar laws. The Investor acknowledges that if it fails to timely take such action, the Investor may be subject to fines or other penalties, including a 30% US withholding tax with respect to its share of any payment attributable to actual and deemed US investments of the Fund, and that the Board of Directors may take any action in relation to the Investor's Shares or redemption proceeds to ensure that such penalties and withholding are economically borne by the Investor, including, without limitation, by redesignating the Investor's Shares as Shares of another class or series or exchanging (by way of compulsory redemption and automatic resubscription) the Investor's Shares for Shares of a new class or series and, in each case, applying the penalties and withholding as a liability against such class or series, or by compulsorily redeeming the Investor's Shares and deducting the penalties and withholding from the proceeds of such compulsory redemption. If the Investor is, or the Investor's investment in the Fund is made through, a "foreign financial institution" within the meaning of Section 1471(d)(4) of the Internal Revenue Code, the Investor agrees that such foreign financial institution (including the Investor, if applicable) (i) shall meet the requirements of Section 1471(b)(1) or 1471(b)(2) of the Internal Revenue Code; and (ii) shall not delegate any withholding responsibility pursuant to Section 1471(b)(3) of the Internal Revenue Code to the Fund.

(C) The Investor agrees to notify the Fund promptly in writing if there is any change with respect to any of the information or representations or warranties made herein and to provide the Fund with such further information as the Fund may reasonably require.

(D) This Subscription Agreement may be executed through the use of separate signature pages or in any number of counterparts. The counterparts shall, for all purposes, constitute one agreement binding on all the parties, notwithstanding that all parties do not execute the same counterpart.

VII. ELECTRONIC DELIVERY OF ACCOUNT INFORMATION

(A) The Investor hereby agrees and provides the Investor's consent to have the Fund, the Investment Manager, the Manager and/or the Administrator electronically deliver Account Communications. "Account Communications" means all current and future account statements; Fund Documents (including all supplements and amendments thereto); notices (including privacy notices); letters to investors; annual audited financial statements; regulatory communications and other information, documents, data and records regarding the Investor's investment in the Fund. Electronic communication by the Fund, the Investment Manager, the Manager and/or the Administrator

includes e-mail delivery as well as electronically making available to the Investor Account Communications on the Fund's or the Investment Manager's Internet site, if applicable. It is the Investor's affirmative obligation to notify the Fund in writing if the Investor's e-mail address listed on page 14 changes.

(B) The Investor may revoke or restrict its consent to electronic delivery of Account Communications at any time by notifying the Fund, in writing, of the Investor's intention to do so.

(C) The Fund, the Manager, the Investment Manager and the Administrator will not be liable for any interception of Account Communications. Investors should note that no additional charge for electronic delivery will be assessed, but the Investor may incur charges from its Internet service provider or other Internet access provider. In addition, there are risks, such as systems outages, that are associated with electronic delivery.

(D) The Investor acknowledges that Sections 8 and 19(3) of the Electronic Transactions Law (2003 Revision) of the Cayman Islands shall not apply to any notice or communication under or in connection with this Subscription Agreement.

(E) If you are a natural person residing in Canada:

☐ Check here to receive electronic communications relating to the Fund including but not limited to current and future account statements; requests for information to maintain the Investor's registration; Fund documents (including all supplements and amendments thereto); notices from the Fund, the Manager or Investment Manager (including privacy notices); letters to investors from the Fund, the Manager or Investment Manager regarding your investment; annual audited financial statements; tax forms (including Schedule K-1s (if applicable)); regulatory communications and other information, documents, data and records regarding the Investor's investment in the Fund; reports from the Fund, the Manager or the Investment Manager on the performance of the Fund or relevant investment strategies or investment opportunities or other promotional information, documents, data or records regarding the Fund, the Manager and the Investment Manager and Citco Fund Services (Ireland) Limited (the "Fund Parties"). The Fund is requesting consent on behalf of itself and the rest of the Fund Parties. In making this selection, you are providing your consent with respect to any email address you provide to the Fund Parties in this document and in the future. You may unsubscribe from these communications at any time by contacting the Administrator at Custom House Plaza Block 6, International Financial Services Centre, Dublin 1, Ireland, Email: cliffordstreet@citco.com.

[redacted] EUROPEAN ABSOLUTE OPPORTUNITIES FUND

INVESTOR PROFILE FORM

ALL INVESTORS MUST COMPLETE THIS FORM.

_____
Name of Investor (*Please Print or Type*)

Amount of Subscription:
☐ IV Euro Shares € _____ ☐ IV US Dollar Shares US$ _____
☐ IV Sterling Shares £ _____

Type of Investor—***Please check all that apply***:

☐ Individual ☐ Corporation ☐ Trust
☐ Joint Tenants (with Rights of Survivorship) ☐ Partnership ☐ Other – specify:
_____

Form PF Investor Type:

(A) Is the Investor acting as agent or nominee for a Beneficial Owner? ***(please check one)***

Yes ☐ No ☐

(B) Please check the investor type that best describes the Investor. (*If the Investor is acting as agent or nominee for a Beneficial Owner, please check the item that best describes the Beneficial Owner*)

Please check one:
☐ Individual that is not a United States person* (or a trust of such a person)
☐ Broker-dealer
☐ Insurance company
☐ Investment company registered with the US Securities and Exchange Commission
☐ Private fund**
☐ Non-profit
☐ Pension plan (other than a governmental pension plan)
☐ Banking or thrift institution (proprietary)
☐ Sovereign wealth fund or foreign official institution
☐ Other (*please specify*): _____

AIFMD Investor Type

Under the reporting requirements of the EU Alternative Investment Fund Managers Directive (2011/61), the Fund must categorise its investors by reference to certain specified investor groups set forth in the Guidelines on Reporting Obligations issued by the European Securities and Markets Authority. Accordingly, please check below the investor type that best describes the Investor. (*If the Investor is acting as agent or nominee for a Beneficial Owner, please check the item that best describes the Beneficial Owner.*)

Please check one:

☐ Non-financial corporation
☐ Bank
☐ Insurance corporation
☐ Other collective investment undertakings (*e.g.*, fund of funds or master)
☐ Household

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* For purposes of Form PF, the term "United States person" has the meaning provided in Rule 203(m)-1 under the US Investment Advisers Act of 1940, as amended, which includes any natural person that is resident in the United States.

** For purposes of Form PF, the term "private fund" means any issuer that would be an investment company as defined in Section 3 of the US Investment Company Act of 1940, as amended (the "Company Act"), but for Section 3(c)(1) or 3(c)(7) of the Company Act.

INVESTOR PROFILE FORM

☐ Other financial institution
☐ Pension plan/fund
☐ General government
☐ Unknown
☐ None

Full Mailing Address (*Exactly as it should appear on labels*):

☐ Mr. ☐ Mrs. ☐ Ms. ☐ Miss ☐ Dr. ☐ Other _____

_____
_____
_____
_____

_____ _____
Telephone number Fax number

Residence (if an individual) or Principal Place of Business (if an entity) Address (*No P.O. Boxes please, if any*):

_____
_____
_____
_____

_____ _____
Telephone number Fax number

Address of Authorised Representative/Agent (*No P.O. Boxes please, if any*):

_____
_____
_____
_____

_____ _____
Telephone number Fax number

Attention: _____

E-Mail Address: _____

INVESTOR PROFILE FORM

AUTHORISATION OF REPRESENTATIVE(S)/AGENT(S):

Set forth below are the names of persons authorised by the Investor to give and receive instructions between the Fund and the Investor, together with their respective signatures. Such persons are the only persons so authorised until further notice to the Fund.

(Please attach additional pages if needed)

Name	Signature

Address of Authorised Representative/Agent (*No P.O. Boxes Please, if any*):

_____

_____

_____

_____

_____ _____

Telephone number Fax number

Until further written notice to the Fund, funds may be wired to the Investor using the following instructions:

Bank name: _____

Bank address: _____

ABA or CHIPS number: _____

Account name: _____

Account number: _____

For further credit: _____

METHOD OF DELIVERY OF ACCOUNT COMMUNICATIONS

Account Communications may be delivered via the e-mail address provided on page 14. Should this means of transmission be unacceptable, Account Communications will be delivered via facsimile or physical delivery if the following box is checked:

☐ E-mail transmission is declined. Please send Account Communications via facsimile or physical delivery (*e.g.*, first class mail, overnight or express courier service or similar delivery method).

INVESTOR PROFILE FORM

ANTI-MONEY LAUNDERING INFORMATION

This Subscription Agreement will not be deemed complete, and the Investor will not be deemed a shareholder of the Fund, regardless of whether it has already wired funds, until all of the required documentation listed below is received by the Administrator. For additional information, please contact Investor Relations at the Administrator at + 353 1 636 7300 or cliffordstreet@citco.com.

Payment Information

I. PAYMENT INFORMATION

(a) Name of the Investor: _____

(b) Name of the bank from which the Investor's payment to the Fund is being wired (the "Wiring Bank"): _____

	YES	NO
(c) Is the Wiring Bank located in an Approved Country*?	☐	☐
(d) Is the Investor a customer of the Wiring Bank?	☐	☐

The Investor must wire the payment from an account in its name.

If the Investor is a private corporation, partnership, limited liability company, trust or any other entity (including an investment fund such as a hedge fund or a broker-dealer organised as an investment partnership) please identify any beneficial owners ("**Beneficial Owners**") holding 25% or over of the issued interests in the entity by completing the relevant section for the Investor's entity type, or otherwise confirm there are no such Beneficial Owners by initialling below as appropriate;

Initial _____ There are no Beneficial Owners of such entity holding 25% or more of the issued interests in that entity.

Please note: In certain limited circumstances the documentation requirements described below may be reduced. The Administrator will advise applicants if the circumstances apply on an individual basis.

1. If the Investor is a **natural person** please provide the following to the Administrator along with the application:

   (a) a certified** copy of your passport (or national identity card) showing the photograph and signature; and

   (b) two items of proof of address: for example an original or certified** copy of a recent utility bill or bank statement (not more than 3 months' old).

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* As of the date hereof, Approved Countries are: Australia, Austria, Belgium, Canada, Cyprus, Czech Republic, Denmark, Finland, France, Germany, Guernsey, Hong Kong, Hungary, Iceland, Ireland, Isle of Man, Italy, Japan, Jersey, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Singapore, Spain, Sweden, Switzerland, United Kingdom and the United States of America.

** **All certified copies should be true-ink and certified by a Notary Public, Solicitor, Company Registrar or any person so authorised under the laws of your country or domicile.**

INVESTOR PROFILE FORM

2. If the Investor is a **corporation** please complete the section below providing details of the corporation's directors and of each Beneficial Owner(s) holding 25% or more of the issued share capital of the corporation in addition to the documents detailed below to the Administrator along with the application:

Directors:

(1) Name ……..

Residential Address ……..

Business Address ……..

Occupation …… Date of Birth …….

(2) Name ……..

Residential Address ……..

Business Address ……..

Occupation …… Date of Birth …….

(3) Name ……..

Residential Address ……..

Business Address ……..

Occupation …… Date of Birth …….

(4) Name ……..

Residential Address ……..

Business Address ……..

Occupation …… Date of Birth …….

Additional Directors' details should be supplied on a separate sheet of paper. The Administrator must be notified of any change in the Directors set forth above.

Beneficial Owners:

(1) Name ……..

Residential Address ……..

Date of Birth …….

(2) Name ……..

Residential Address ……..

INVESTOR PROFILE FORM

Date of Birth …….

(3) Name ……..

Residential Address ……..

Date of Birth …….

(4) Name ……..

Residential Address ……..

Date of Birth …….

Please notify the Administrator as soon as possible of any change of the Beneficial Owners set forth above.

Please also provide the following documentation:

copy of the Certificate of Incorporation (or local equivalent document);

copy of the Memorandum and Articles of Association (or local equivalent document) including the registered corporate office;

List of directors, such list to include names, addresses, dates of birth and occupation;

an authorised signatory list;

In respect of two of the directors or one director and one authorised signatory;

(i) a certified copy of their passport (or national identity card) showing the photograph and signature; and

(ii) two items of proof of address: for example an original or certified** copy of a recent utility bill or bank statement (not more than 3 months' old).

(f) In respect of its Beneficial Owners please provide:

a certified** copy of their passport (or national identity card) showing the photograph and signature; and

two items of proof of address: for example an original or certified** copy of a recent utility bill or bank statement (not more than 3 months' old).

If the Corporation is either listed on a recognised exchange or is a regulated entity please provide the following:

** **All certified copies should be true-ink and certified by a Notary Public, Solicitor, Company Registrar or any person so authorised under the laws of your country or domicile.**

(a) Proof of such listing or regulation;

(b) A list of directors, such list to include names, addresses, dates of birth & occupation;

(c) An authorised signatory list; and

(d) Complete the sections above providing details of its directors, in lieu of items (a) to (e) above.

If the Corporation is itself an investment fund please provide documentation listed under Investment Funds below.

3. If the Investor is a **limited partnership or a limited liability company** then please provide the following documentation:

(a) copy of the Certificate of Establishment (or local equivalent document);

(b) copy of limited partnership agreement or LLC operating agreement;

(c) an authorised signatory list;

(d) In respect of the General Partner / Managing Member / Directors (whichever is applicable);

(i) a certified copy of their passport (or national identity card) showing the photograph and signature; and

(ii) two items of proof of address: for example an original or certified** copy of a recent utility bill or bank statement (not more than 3 months' old).

(e) In respect of its limited partners/members:

(i) complete the list of Beneficial Owners below (all limited partners / members holding more than 25% of its issued limited partnership or membership interests detailing their names, addresses, occupation and dates of birth; and

(ii) for those Beneficial Owners detailed below please provide the following:

a certified** copy of their passport (or national identity card) showing the photograph and signature; and

two items of proof of address: for example an original or certified** copy of a recent utility bill or bank statement (not more than 3 months' old).

Beneficial Owners:

(1) Name ……..

Residential Address ……..

** **All certified copies should be true-ink and certified by a Notary Public, Solicitor, Company Registrar or any person so authorised under the laws of your country or domicile.**

INVESTOR PROFILE FORM

Date of Birth …….

(2) Name ……..

Residential Address ……..

Date of Birth …….

(3) Name ……..

Residential Address ……..

Date of Birth …….

(4) Name ……..

Residential Address ……..

Date of Birth …….

Please notify the Administrator as soon as possible of any change of the Beneficial Owners set forth above.

If the Limited Partnership or LLC is either listed on a recognised exchange or is a regulated entity please provide the following:

(i) Proof of such listing or regulation,

(ii) List of directors, such list to include names, addresses, dates of birth & occupation;

(iii) An authorised signatory list; and

(iv) Complete the sections above providing details of its directors, in lieu of items 3.(a) to (e) above.

If the Limited Partnership or the LLC is itself an investment fund please provide documentation listed under Investment Funds below.

Note: The Administrator may also, without limitation, seek confirmation of shareholders, limited partners or members (whichever is applicable) and require additional information and/or documentation relating to the Directors, General Partner or Managing Member (whichever is applicable).

4. If the Investor is a **Trust**, then please provide the following information:

(a) Certified copy of true ink copy of the Trust Deed;

(b) The name of the trustees and the settlor (if not detailed in (a));

(c) A list of all beneficiaries including the name, permanent address, nationality, occupation and date of birth of each beneficiary;

INVESTOR PROFILE FORM

(d) In respect of the settlors and trustees which are natural persons please provide a certified copy of his/her passport or driver's license and original or certified copies of two items of proof of address;

(e) In respect of the settlors and trustees which are corporate entities please provide the documents required for a corporate applicant as described above;

(f) Certified** copy of the corporation or entity's list of authorised signatories;

(g) List and Identification documents of all Beneficiaries entitled to a vested interest in possession, remainder or reversion, whether or not the interest is defeasible, in at least 25% of the capital of the trust property.

Beneficiaries:

(1) Name ……..

Residential Address ……..

Date of Birth …….

(2) Name ……..

Residential Address ……..

Date of Birth …….

(3) Name ……..

Residential Address ……..

Date of Birth …….

(4) Name ……..

Residential Address ……..

Date of Birth …….

Please notify the Administrator as soon as possible of any change of beneficiaries set forth above.

5. If the Investor is an **Investment Fund** please provide the following:

(a) A certified copy of the Certificate of Incorporation (or local equivalent document);

** **All certified copies should be true-ink and certified by a Notary Public, Solicitor, Company Registrar or any person so authorised under the laws of your country or domicile.**

INVESTOR PROFILE FORM

(b) A certified copy of the Memorandum and Articles of Association (or local equivalent document) including the registered address;

(c) Copy of the fund's prospectus;

(d) The name and address of the fund administrator and the investment manager / advisor (if not detailed in the prospectus);

(e) An authorised signatory list;

(f) Letter of comfort from the fund's administrator confirming that the administrator is regulated in an Approved Country* and verifying that they have identified the investors in the fund; or

(g) A list of the Beneficial Owners holding 25% or more of the issued share capital of the fund; and

for those Beneficial Owners detailed below please provide the following:

a certified** copy of their passport (or national identity card) showing the photograph and signature; and

two items of proof of address: for example an original or certified** copy of a recent utility bill or bank statement (not more than 3 months' old).

Beneficial Owners:

(1) Name ……..

Residential Address ……..

Date of Birth …….

(2) Name ……..

Residential Address ……..

Date of Birth …….

(3) Name ……..

Residential Address ……..

Date of Birth …….

(4) Name ……..

Residential Address ……..

Date of Birth …….

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* As of the date hereof, Approved Countries are: Australia, Austria, Belgium, Canada, Cyprus, Czech Republic, Denmark, Finland, France, Germany, Guernsey, Hong Kong, Hungary, Iceland, Ireland, Isle of Man, Italy, Japan, Jersey, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Singapore, Spain, Sweden, Switzerland, United Kingdom and the United States of America.

INVESTOR PROFILE FORM

Please notify the Administrator as soon as possible of any change of the Beneficial Owners set forth above.

POLITICALLY EXPOSED PERSON (PEP) REPRESENTATION

Politically Exposed Persons ("**PEPs**") and/or immediate family members, and/or close associates, of such persons must also be identified and are subject to enhanced due diligence.

☐ I am a Politically Exposed Person and/or immediate family member, and/or close associate of a PEP. Please provide the following details and complete Source of Wealth Confirmation below.

Name:	
Residential Address:	
Date of Birth:	
Occupation:	

POLITICALLY EXPOSED PERSON'S SOURCE OF WEALTH CONFIRMATION

Politically Exposed Persons ("**PEPs**") are required to provide the Administrator with a confirmation of their source of wealth.

Please COMPLETE, DATE, and SIGN the schedule below and provide any required attachments:

CHECK SOURCE(S) OF WEALTH	NECESSARY INFORMATION	DESCRIPTION
Family Fortune	♦ Please specify: e.g. (former) entrepreneurial, inheritance, other sources	
Active entrepreneurial	♦ Company name ♦ Short description of business activities ♦ Name of company website (if applicable)	
Former entrepreneurial	♦ If "sold to third party": Name of purchaser and approximate date	
Income	♦ Profession ♦ Name of employer	
Other		

Date: _____
Signature: _____
Name: _____

GENERAL ELIGIBILITY REPRESENTATIONS

PLEASE COMPLETE ALL APPROPRIATE ITEMS.

I. GENERAL INVESTOR INFORMATION

(A) Was the Investor referred to the Fund by a placement agent? Yes ☐ No ☐

If yes, please provide name of placement agent: _____

(B) The Investor hereby warrants and represents that:
(Please initial one and complete blanks)

_____ *Initial* 1. If an individual, the Investor is of legal age and is a:

citizen of: _____

resident of: _____

OR

_____ *Initial* 2. If a corporation, partnership, trust or other legal entity, the Investor is:

organised under the laws of: _____

has its principal place of business in: _____

and was formed as of: _____

(C) The Investor _____ (is) _____(is not) (***please initial one***) a "Benefit Plan Investor" as defined in Section II(L) of this Subscription Agreement.

(D) If the Investor is a pooled investment fund as described in Section II(L) of this Subscription Agreement, the Investor hereby certifies to either 1 or 2 below:

(Please initial one)

_____ *Initial* 1. Less than 25% of the value of each class of equity interests in the Investor (excluding from this computation interests held by (i) any individual or entity (other than a Benefit Plan Investor) having discretionary authority or control over the assets of the Investor, (ii) any individual or entity who provides investment advice for a fee (direct or indirect) with respect to the assets of the Investor and (iii) any affiliate of such individuals or entities) is held by Benefit Plan Investors.

GENERAL ELIGIBILITY REPRESENTATIONS

_____ *Initial*

2. Twenty-five percent or more of the value of any class of equity interests in the Investor (excluding from this computation interests held by (i) any individual or entity (other than a Benefit Plan Investor) having discretionary authority or control over the assets of the Investor; (ii) any individual or entity who provides investment advice for a fee (direct or indirect) with respect to the assets of the Investor; and (iii) any affiliate of such individuals or entities) is held by Benefit Plan Investors;

and

____% of the equity interest in the Investor is held by Benefit Plan Investors.

(E) If the Investor* is resident in, or has a registered office in, the European Economic Area (the "EEA"), the undersigned hereby: (***please initial, if applicable***)

_____ *Initial*

(i) represents and warrants that the Investor is a "professional investor" (within the meaning of EU Directive 2011/61/EU of the European Parliament and of the Council of 8 June 2011 on Alternative Investment Fund Managers ("**AIFMD**")); and

(ii) if the Investor is resident in, or has a registered office in, any member state of the EEA (a) represents and warrants that no representative of the Investment Manager or its affiliates has marketed (within the meaning of AIFMD) the Shares to the Investor or its affiliates and the Investor approached the Investment Manager at its own initiative with a request to receive information in respect of the Fund and not as a result of a direct or indirect offer or placement of the Shares initiated by the Investment Manager; and (b) acknowledges that it will not receive any disclosure or reporting that is specifically intended to comply with AIFMD.

(F) The Investor has received the Memorandum outside the US in the following country:_____

(G) The Investor has signed the Subscription Agreement outside the US in the following country: _____

(H) If the Investor is an entity that has US owners, please complete the following:

1. Is the Investor an entity organised principally for passive investment, such as a pool, investment company or other similar entity (other than a pension plan for the employees, officers or principals of an entity organised and with its principal place of business outside the United States)? ***(please check one)*** Yes____ No____

2. If yes, do units of participation in the entity that are held by US Persons who are not "qualified eligible persons" as defined in the Commodity Futures Trading Commission

* For purposes of this item, "Investor" means the person that makes the investment decision to invest in the Shares, including, but not limited to, a beneficial owner making such decision on its own behalf and a discretionary investment manager or other agent making such decision on behalf of such beneficial owner.

GENERAL ELIGIBILITY REPRESENTATIONS

("**CFTC**") Rule 4.7 represent in the aggregate 10% or more of the beneficial interest in the entity, or was such entity formed principally for the purpose of facilitating investment by US Persons in a pool with respect to which the operator is exempt from certain requirements of Part 4 of the regulations of the CFTC by virtue of its participants being non-US Persons? ***(please check one)*** Yes____ No____

If the Investor checked "yes" to paragraph (H)(2) above, the Investor must be able to represent and warrant to one of the following: ***(please initial one)***

_____ *Initial* 1. The Investor has total assets in excess of US$5,000,000 and was not formed for the specific purpose of acquiring the securities offered; or

_____ *Initial* 2. Each of the Investor's equity owners is an accredited investor for any of the following reasons:

(a) The equity owner of the Investor has an individual net worth,* or joint net worth with his or her spouse, in excess of US$1,000,000;

(b) The equity owner of the Investor has individual income (exclusive of any income attributable to his or her spouse) of more than US$200,000 in each of the past two years, or joint income with his or her spouse of more than US$300,000 in each of those years, and reasonably expects to reach the same income level in the current year;** or

(c) The equity owner of the Investor is an entity with total assets in excess of US$5,000,000 and was not formed for the specific purpose of acquiring the securities offered.

(F) The Investor _____ (is) _____(is not) (***please initial one***) a "US person", as described in the *Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations*, 78 Fed. Reg. 45292 (July 26, 2013), as amended (the "Interpretive Guidance").***

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* For purposes of this Subscription Agreement, the term "net worth" means the excess of total assets at fair market value, including home furnishings and automobiles, over total liabilities; *provided* that, (i) the primary residence of the equity owner of the Investor shall not be included as an asset; (ii) indebtedness that is secured by the primary residence of the equity owner of the Investor, up to the estimated fair market value of the primary residence at the time of the sale of the Shares, shall not be included as a liability (except that if the amount of such indebtedness outstanding at the time of sale of the Shares exceeds the amount outstanding 60 days before such time, other than as a result of the acquisition of the primary residence, the amount of such excess shall be included as a liability); and (iii) indebtedness that is secured by the primary residence of the equity owner of the Investor in excess of the estimated fair market value of the primary residence at the time of the sale of the Shares shall be included as a liability.

** For purposes of this Subscription Agreement, the "individual income" means adjusted gross income, as reported for federal income tax purposes, less any income attributable to a spouse or to property owned by a spouse, increased by the following amounts (but not including any amounts attributable to a spouse or to property owned by a spouse): (i) the amount of any tax-exempt interest income under Section 103 of the US Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"), received; (ii) the amount of losses claimed as a limited partner in a limited partnership as reported on Schedule E of Form 1040; (iii) any deduction claimed for depletion under Section 611 *et seq.* of the Internal Revenue Code; (iv) amounts contributed to an Individual Retirement Account (as defined in the Internal Revenue Code) or Keogh retirement plan; (v) alimony paid; and (vi) any elective contributions to a cash or deferred arrangement under Section 401(k) of the Internal Revenue Code.

*** For informational purposes only, the Interpretive Guidance interprets the term "US person" generally as including, but not limited to, the following enumerated categories (see Interpretive Guidance at pp. 45316-17):

(i) any natural person who is a resident of the United States;

(ii) any estate of a decedent who was a resident of the United States at the time of death;

GENERAL ELIGIBILITY REPRESENTATIONS

If the Investor is not a "US person", as described in the Interpretive Guidance, is the Investor an "affiliate conduit", as described in the Interpretive Guidance?****

(please check one) Yes____ No____

(I) The Investor _____ (is) _____(is not) (***please initial one***) a "US person", as described in the *Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations*, 78 Fed. Reg. 45292 (July 26, 2013), as amended (the "**Interpretive Guidance**").***

(iii) any corporation, partnership, limited liability company, business or other trust, association, joint-stock company, fund or any form of enterprise similar to any of the foregoing (other than an entity described in prongs (iv) or (v), below) (a "legal entity"), in each case that is organised or incorporated under the laws of a state or other jurisdiction in the United States or having its principal place of business in the United States;

(iv) any pension plan for the employees, officers or principals of a legal entity described in prong (iii), unless the pension plan is primarily for foreign employees of such entity;

(v) any trust governed by the laws of a state or other jurisdiction in the United States, if a court within the United States is able to exercise primary supervision over the administration of the trust;

(vi) any commodity pool, pooled account, investment fund, or other collective investment vehicle that is not described in prong (iii) and that is majority-owned by one or more persons described in prong (i), (ii), (iii), (iv), or (v), except any commodity pool, pooled account, investment fund, or other collective investment vehicle that is publicly offered only to non-US persons and not offered to US persons;

(vii) any legal entity (other than a limited liability company, limited liability partnership or similar entity where all of the owners of the entity have limited liability) that is directly or indirectly majority-owned by one or more persons described in prong (i), (ii), (iii), (iv), or (v) and in which such person(s) bears unlimited responsibility for the obligations and liabilities of the legal entity; and

(viii) any individual account or joint account (discretionary or not) where the beneficial owner (or one of the beneficial owners in the case of a joint account) is a person described in prong (i), (ii), (iii), (iv), (v), (vi), or (vii).

**** For informational purposes only, the Interpretive Guidance identifies the following factors as relevant when considering whether a non-US person is an "affiliate conduit":

(i) the non-US person is a majority-owned affiliate of a US person;

(ii) the non-US person is controlling, controlled by or under common control with the US person;

(iii) the financial results of the non-US person are included in the consolidated financial statements of the US. person; and

(iv) the non-US person, in the regular course of business, engages in swaps with non-US third-party(ies) for the purpose of hedging or mitigating risks faced by, or to take positions on behalf of, its US affiliate(s) and enters into offsetting swaps or other arrangements with its US affiliate(s) in order to transfer the risks and benefits of such swaps with third-party(ies) to is US affiliates.

*** For informational purposes only, the Interpretive Guidance interprets the term "**U.S. person**" generally as including, but not limited to, the following enumerated categories (see Interpretive Guidance at pp. 45316-17):

(i) any natural person who is a resident of the United States;

(ii) any estate of a decedent who was a resident of the United States at the time of death;

(iii) any corporation, partnership, limited liability company, business or other trust, association, joint-stock company, fund or any form of enterprise similar to any of the foregoing (other than an entity described in prongs (iv) or (v), below) (a "**legal entity**"), in each case that is organized or incorporated under the laws of a state or other jurisdiction in the United States or having its principal place of business in the United States;

(iv) any pension plan for the employees, officers or principals of a legal entity described in prong (iii), unless the pension plan is primarily for foreign employees of such entity;

(v) any trust governed by the laws of a state or other jurisdiction in the United States, if a court within the United States is able to exercise primary supervision over the administration of the trust;

(vi) any commodity pool, pooled account, investment fund, or other collective investment vehicle that is not described in prong (iii) and that is majority-owned by one or more persons described in prong (i), (ii), (iii), (iv), or (v), except any commodity pool, pooled account, investment fund, or other collective investment vehicle that is publicly offered only to non-U.S. persons and not offered to U.S. persons;

GENERAL ELIGIBILITY REPRESENTATIONS

If the Investor is not a "US person", as described in the Interpretive Guidance, is the Investor an "affiliate conduit", as described in the Interpretive Guidance?****

(please check one) Yes____ No____

(J) The Investor _____ (is) _____ (is not) (***please initial one***) (i) a "bank holding company" (as defined in Section 2(a) of the US Bank Holding Company Act of 1956, as amended (the "**BHCA**")), (ii) an entity that is subject to the BHCA pursuant to the US International Banking Act of 1978, as amended, or (iii) an "affiliate" (as defined in Section 2(k) of the BHCA) of either of the foregoing. *The Fund may request information regarding the bank holding company status of the Investor or any affiliate of the Investor*.

(K) The Investor _____ (is) _____ (is not) (***please initial one***) a "banking entity" (as defined in Regulation VV of the Board of Governors of the US Federal Reserve System (the "**Volcker Rule**")).

(L) The Investor _____ (is) _____ (is not) (***please initial one***) a "covered fund" (as defined in the Volcker Rule).

If the Investor is a "covered fund", please complete each of the following:

1. The Investor _____ (is) _____ (is not) (***please initial one***) a "covered fund" (i) for which a "banking entity" serves as "sponsor", investment manager, investment adviser, commodity trading advisor, or (ii) that was otherwise "organized and offered" by a "banking entity" (each as defined in the Volcker Rule).

2. The Investor _____ (is) _____ (is not) (***please initial one***) "controlled" (as defined in the Volcker Rule) by a second "covered fund" described in clause (i) or (ii) of Item (L)(1) above.

II. BENEFIT PLAN INVESTOR QUESTIONNAIRE

In order for the Fund to accurately monitor its Benefit Plan Investor participation, please review the following definitions of Benefit Plan Investor and make the appropriate representations by checking all applicable boxes following the definition.

(vii) any legal entity (other than a limited liability company, limited liability partnership or similar entity where all of the owners of the entity have limited liability) that is directly or indirectly majority-owned by one or more persons described in prong (i), (ii), (iii), (iv), or (v) and in which such person(s) bears unlimited responsibility for the obligations and liabilities of the legal entity; and

(viii) any individual account or joint account (discretionary or not) where the beneficial owner (or one of the beneficial owners in the case of a joint account) is a person described in prong (i), (ii), (iii), (iv), (v), (vi), or (vii).

**** For informational purposes only, the Interpretive Guidance identifies the following factors as relevant when considering whether a non-U.S. person is an "**affiliate conduit**":

(i) the non-U.S. person is a majority-owned affiliate of a U.S. person;

(ii) the non-U.S. person is controlling, controlled by or under common control with the U.S. person;

(iii) the financial results of the non-U.S. person are included in the consolidated financial statements of the U.S. person; and

(iv) the non-U.S. person, in the regular course of business, engages in swaps with non-U.S. third-party(ies) for the purpose of hedging or mitigating risks faced by, or to take positions on behalf of, its U.S. affiliate(s) and enters into offsetting swaps or other arrangements with its U.S. affiliate(s) in order to transfer the risks and benefits of such swaps with third-party(ies) to is U.S. affiliates.

GENERAL ELIGIBILITY REPRESENTATIONS

(A) The Investor represents that it is (please check all applicable boxes):

(i) ☐ **not** a Benefit Plan Investor * (**Code: NBPI**); or

* A "**Benefit Plan Investor**" is (1) any plan subject to part 4 of Title I of ERISA (e.g., US corporate plans), (2) any plan subject to Section 4975 of the Internal Revenue Code (e.g., IRAs) and (3) any passive investment fund whose underlying assets include "plan assets" (generally because plans (described in (1) or (2)) own 25% or more of a class of the investment fund's equity interests). Any entity that is a Benefit Plan Investor by virtue of (3) above should check (ii)(3) below.

(ii) ☐ a Benefit Plan Investor that is:

1. ☐ An employee benefit plan or trust that is subject to the provisions of ERISA – this includes US pension plans and US profit-sharing and 401(k) plans, "Multiemployer Plans" and "Taft-Hartley Plans" but does not include US governmental plans, certain church plans and non-US employee pension and welfare benefit plans (**Code: ERISA**);

2. ☐ A US individual retirement account, Keogh Plan and/or other plan subject to Section 4975(e)(1) of the Internal Revenue Code (**Code: E-IRC**);

3. ☐ An entity (e.g. a fund of funds) whose underlying assets include "plan assets" by reason of a plan's investment in the entity and such plan investors include (1) one or more US pension benefit plans, welfare benefit plans or similar plans subject to ERISA and/or (2) one or more individual retirement accounts, Keogh plans or other individual arrangement subject to Section 4975(e)(1) of the Internal Revenue Code (including by reason of 25% or more of any class of equity interests in the entity being held by Benefit Plan Investors that include any plan described above) (**Code: E-25%+**).

If the Investor is an entity whose underlying assets include "plan assets," indicate that the percentage of such assets that constitute "plan assets" within the meaning of ERISA or the Internal Revenue Code is not more than (please check an applicable box):

☐ 10% **	☐ 20% **	☐ 30%	☐ 40%	☐ 50%
☐ 60%	☐ 70%	☐ 80%	☐ 90%	☐ 100%

**Applicable to entities with multiple classes, one of which exceeds the 25% threshold for Benefit Plan Investors.

The Investor agrees to promptly notify the Administrator in writing if there is a change in the percentage as set forth above and at such time or times as the Manager, the Investment Manager and/or the Administrator may request.

(B) Insurance Company

If the Investor is an insurance company, please certify to either 1 or 2 below:

1. ☐ The Investor is an insurance company investing the assets of its general account (or the assets of a wholly owned subsidiary of its general account) in the Fund but none of the

underlying assets of the Investor's general account constitute "plan assets" within the meaning of Section 401(c) of ERISA.

2.☐ The Investor is an insurance company investing the assets of its general account (or the assets of a wholly owned subsidiary of its general account) in the Fund and the percentage of the underlying assets of the Investor's general account deemed to be "plan assets" within the meaning of Section 401(c) of ERISA is not more than (please check an applicable box) (**Code: E-ICGA**);

☐ 10%	☐ 20%	☐ 30%	☐ 40%	☐ 50%
☐ 60%	☐ 70%	☐ 80%	☐ 90%	☐ 100%

The Investor agrees to promptly notify the Administrator in writing if there is a change in the percentage as set forth above and at such time or times as the Manager, the Investment Manager and/or, the Administrator may request.

All Investors must answer the following question regardless of whether they have ticked (i) or (ii) in part II(A) above.

(C) Person(s) or affiliate(s) with control over assets/providing investment advice

Please indicate whether you are (i) a person (including an entity) who has discretionary authority or control with respect to the assets of the Fund or (ii) a person (including an entity) who provides investment advice for a fee (direct or indirect) with respect to such assets or an "affiliate" of any such person described in (i) and/or (ii). For purposes of this representation, an "affiliate" is any person controlling, controlled by or under common control with the Fund or any of its investment advisers (including the Investment Manager), including by reason of having the power to exercise a controlling influence over the management or policies of the Fund or its investment adviser(s).

Yes: _____ (**Code: IM&A**) No: _____

GENERAL ELIGIBILITY REPRESENTATIONS

III. TAX INFORMATION

(A) FORM W-8

Please complete the appropriate Form W-8 listed below.

☐ W-8BEN: Certificate of Foreign Status of Beneficial Owner for United States Tax Withholding and Reporting (Individuals) (attached hereto as Appendix A)

☐ W-8BEN-E: Certificate of Status of Beneficial Owner for United States Tax Withholding and Reporting (Entities) (attached hereto as Appendix B)

☐ W-8IMY: Certificate of Foreign Intermediary, Foreign Flow-Through Entity, or Certain U.S. Branches for United States Tax Withholding and Reporting (attached hereto as Appendix C)

☐ W-8EXP: Certificate of Foreign Government or Other Foreign Organization for United States Tax Withholding and Reporting (attached hereto as Appendix D)

☐ W-8ECI: Certificate of Foreign Person's Claim That Income Is Effectively Connected With the Conduct of a Trade or Business in the United States (attached hereto as Appendix E)

For further instructions, please contact your tax advisor or visit www.irs.gov.

(B) Intergovernmental Agreements and Common Reporting Standard Self-Certification Form

Please complete the appropriate self-certification form listed below.

☐ Individual Self-Certification (attached hereto as Appendix F)

☐ Entity Self-Certification (attached hereto as Appendix G

GENERAL ELIGIBILITY REPRESENTATIONS

IV. ALLOCATIONS OF NEW ISSUES—RULE 5130

The Fund from time to time may invest in a "new issue", as defined in FINRA Rule 5130 ("**Rule 5130**"). Rule 5130 generally prohibits a FINRA member from selling a new issue to any account (*e.g.*, a private investment fund) in which a Restricted Person (as defined in Item A(2) of this Section) has a beneficial interest,* unless such fund or account has complied with certain requirements. In order for the Fund to determine (i) whether it has complied with such requirements; and (ii) the extent to which the Investor is eligible to participate in profits and losses attributable to new issues, the Investor must initial those statements below that apply to it or, if the Investor is acting as agent or nominee for a Beneficial Owner and the Investor will not have a beneficial interest in the Fund, that apply to such Beneficial Owner.

_____ **IF THE INVESTOR WISHES TO NOT PARTICIPATE IN ANY PROFITS AND LOSSES ATTRIBUTABLE TO NEW ISSUES, PLEASE INITIAL HERE. (Skip the remainder of this Section IV.)**

If the Investor has not made the election above, and the Investor is an individual, the Investor must initial the appropriate Items below in Section (B). If the Investor has not made the election above, and the Investor is an entity, the Investor must initial the appropriate Items below in Sections (A) and/or (B), as applicable.

(A) Exempt Persons (Entities only; individual investors please skip to Section (B) below):

(Initial as Appropriate)

The Investor is:

_____ 1. an investment company registered under the Company Act.

_____ 2. a common trust fund or similar fund as described in Section 3(a)(12)(A)(iii) of the Securities Exchange Act of 1934, as amended, and the fund (a) has investments from 1,000 or more accounts; and (b) does not limit beneficial interests in the fund principally to trust accounts of persons listed in Section (B) below ("**Restricted Persons**").

_____ 3. an insurance company general, separate or investment account, and (a) 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 (b) the insurance company does not limit the policyholders 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.

* For purposes of Rule 5130 and Rule 5131 (as defined below), the term "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 fee for acting in a fiduciary capacity, is not considered a beneficial interest in the account.

GENERAL ELIGIBILITY REPRESENTATIONS

_____ 4. a corporation, partnership, trust or other entity and the beneficial interests of Restricted Persons do not exceed in the aggregate 10% of such entity (the "De Minimis Exemption"). An Investor that is not beneficially owned by any Restricted Persons or that limits the participation by Restricted Persons to no more than 10% (in the aggregate) of the profits and losses of new issues may initial this statement.

_____ 5. a publicly traded entity (other than a broker-dealer or an affiliate of a broker-dealer where such broker-dealer is authorised to engage in the public offering of new issues either as a selling group member or underwriter) that: (a) is listed on a national securities exchange (including The NASDAQ Stock Market LLC), or (b) is a foreign issuer whose securities meet the quantitative designation criteria for listing on a national securities exchange (including The NASDAQ Stock Market LLC).

_____ 6. an investment company organised under the laws of a foreign jurisdiction and is listed on a foreign exchange or authorised for sale to the public by a foreign regulatory authority, and no person owning more than 5% of the shares of the investment company is a Restricted Person.

_____ 7. an Employee Retirement Income Security Act benefits plan that is qualified under Section 401(a) of the Internal Revenue Code and such plan is not sponsored solely by a broker-dealer.

_____ 8. a state or municipal government benefits plan that is subject to state and/or municipal regulation.

_____ 9. a tax-exempt charitable organisation under Section 501(c)(3) of the Internal Revenue Code.

_____ 10. a church plan under Section 414(e) of the Internal Revenue Code.

_____ 11. a broker-dealer, or owner of a broker-dealer, organised as an investment vehicle, that restricts participation of Restricted Persons in profits and losses of new issues in accordance with the De Minimis Exemption set forth above.

OR

_____ 12. None of the above statements is applicable. **If the Investor initialled this Item A(12), please complete Section (B) below.**

If the Investor initialled any Item in Section (A) other than Item A(12), please skip Section (B) and proceed to the next section.

GENERAL ELIGIBILITY REPRESENTATIONS

(B) Determination of Restricted Status (Investors that initial Item B(12) will not be considered restricted):

(Initial as Appropriate)

The Investor, or a person having a beneficial interest in the Investor:

_____ 1. is a broker-dealer.

_____ 2. is an officer, director, general partner, associated person or employee of a broker-dealer (other than a limited business broker-dealer).*

_____ 3. is an agent of a broker-dealer (other than a limited business broker-dealer) that is engaged in the investment banking or securities business.

_____ 4. is an immediate family member** of a person specified in Item B(2) or B(3) above. **If you have initialled this Item B(4), please initial the statement(s) below that apply and provide the name of the relevant broker-dealer in the space provided.**

The person specified in Item B(2) or B(3):

_____ (a) materially supports***, or receives material support from, the Investor;

_____ (b) has an ability to control the allocation of new issues; or

_____ (c) neither Item 4(a) nor Item 4(b) is applicable.

Please provide the name of the broker-dealer with whom the person specified in Item B(2) or B(3) is affiliated _____.

_____ 5. with respect to any offering of new issues, acts as a finder or acts in a fiduciary capacity (including, among others, attorneys, accountants and financial consultants) to the managing underwriter in such offerings.

_____ 6. has authority to buy or sell securities for a bank, savings and loan institution, insurance company, investment advisor, or collective investment account.****

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* For the purposes of Rule 5130, the term "limited business broker-dealer" means any broker-dealer whose authorisation 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.

** For purposes of Rule 5130, the term "immediate family member" means a person's parents, mother-in-law or father-in-law, spouse, brother or sister, brother-in-law or sister-in-law, son-in-law or daughter-in-law, children and any other individual to whom the person provides "material support", as defined in footnote *** below.

*** For purposes of Rule 5130, the term "material support" means the direct or indirect provision of more than 25% of a person's income in the prior calendar year. Members of the immediate family living in the same household are deemed to be providing each other with material support.

**** For purposes of Rule 5130, the term "collective investment account" means 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 term

GENERAL ELIGIBILITY REPRESENTATIONS

_____ 7. is an immediate family member of a person described in Item B(5) or B(6) above and such person materially supports, or receives material support from such person.

Items B(8)-B(10) pertain to "owners" of broker dealers. 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 (*i.e.*, a sister company of a broker dealer) will be a "Restricted Person".

_____ 8. is a person listed, or required to be listed, on Schedule A of a Form BD. **This Item should NOT be initialled if the broker-dealer is a limited business broker-dealer or if the Investor, or person having a beneficial interest in the Investor, is identified on Schedule A by an ownership code of less than 10%.**

_____ 9. is a person listed, or required to be listed, on Schedule B or Schedule C of a Form BD. **This Item should NOT be initialled if the broker-dealer is a limited business broker-dealer or if the person's listing (or required listing) on Schedule B or Schedule C is related to a person identified on Schedule A by an ownership code of less than 10%.**

_____ 10. is a person that (a) directly or indirectly owns 10% or more of a public reporting company listed, or required to be listed, in Schedule A of a Form BD, or (b) directly or indirectly owns 25% or more of a public reporting company listed, or required to be listed, in Schedule B of a Form BD. **This Item should NOT be initialled if the broker-dealer is a limited business broker-dealer or if the public reporting company referred to above is listed on a national securities exchange (including The NASDAQ Stock Market LLC).**

_____ 11. is an immediate family member of a person specified in Items B(8)-B(10) above. **If you have initialled this Item B(11), please initial the statement(s) below that apply and provide the name of the relevant broker-dealer in the space provided.**

The person specified in Items B(8)-B(10):

_____ (a) materially supports, or receives material support from, the Investor;

_____ (b) has an ability to control the allocation of new issues; or

_____ (c) neither Item 11(a) nor Item 11(b) is applicable.

Please provide the name of the broker-dealer with whom the person specified in Item B(8), B(9) or B(10) is affiliated _____.

does not include an investment club where a group of individuals pool their money and are collectively responsible for investment decisions, or a family investment vehicle owned solely by immediate family members.

GENERAL ELIGIBILITY REPRESENTATIONS

OR

_____ 12. None of the above statements in Items 1-11 is applicable.

Please proceed to the next section.

GENERAL ELIGIBILITY REPRESENTATIONS

V. ALLOCATIONS OF NEW ISSUES—RULE 5131

As noted above, the Fund from time to time may invest in a new issue. The practice of "spinning" occurs when a broker-dealer allocates a new issue to an executive officer or director of a company, who then returns the favour by using the broker-dealer for its company's investment banking needs. Subject to certain conditions and exceptions, Section (b) of FINRA Rule 5131 ("**Rule 5131**") bans spinning by generally prohibiting a FINRA member from allocating shares of a new issue to any account (*e.g.*, a private investment fund) in which an executive officer or director of a "public company"* or a "covered non-public company"**, or a person materially supported*** by such an executive officer or director, has a beneficial interest if such person's company has or expects to have an investment banking relationship with the FINRA member. In order for the Fund to determine (i) whether it has complied with such requirements; and (ii) the extent to which the Investor is eligible to participate in profits and losses attributable to new issues, the Investor must initial those statements below that apply to it or, if the Investor is acting as agent or nominee for a Beneficial Owner and the Investor will not have a beneficial interest in the Fund, that apply to such Beneficial Owner.

IF THE INVESTOR INDICATED IN SECTION IV ABOVE THAT IT WISHES TO NOT PARTICIPATE IN ANY PROFITS AND LOSSES ATTRIBUTABLE TO NEW ISSUES, THEN THE INVESTOR MAY SKIP THIS SECTION V.

If the Investor has not made the election above, and the Investor is an individual, the Investor must initial the appropriate Items below in Section (C)**.**

If the Investor has not made the election above, and the Investor is an entity, the Investor must initial the appropriate Items below in Sections (A) and/or (B), as applicable.

(A) Private Fund Status (Private funds only; individual investors please skip to Section (C) below):

(Initial if Appropriate)

_____ The Investor is an unaffiliated private fund**** that: (i) is managed by an investment adviser; (ii) has assets greater than $50 million; (iii) owns less than 25% of the Fund and is not a fund in which a single investor has a beneficial interest of 25% or more; and (iv) was not formed for the specific purpose of investing in the Fund.

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* For purposes of Rule 5131, the term "public company" means any company that is registered under Section 12 of the Exchange Act or files periodic reports pursuant to Section 15(d) thereof.

** For purposes of Rule 5131, the term "covered non-public company" means any non-public company satisfying the following criteria:

(i) income of at least US$1 million in the last fiscal year or in two of the last three fiscal years and shareholders' equity of at least US$15 million;

(ii) shareholders' equity of at least US$30 million and a two-year operating history; or

(iii) total assets and total revenue of at least US$75 million in the latest fiscal year or in two of the last three fiscal years.

*** For purposes of Rule 5131, the term "material support" means directly or indirectly providing more than 25% of a person's income in the prior calendar year. Persons living in the same household are deemed to be providing each other with material support.

**** For purposes of Rule 5131, the term "unaffiliated private fund" means an issuer that would be an investment company, as defined in Section 3 of the Company Act, but for Section 3(c)(1) or 3(c)(7) of the Company Act, whose investment adviser does not have a control person in common with the Investment Manager. A control person of an investment adviser is a person with direct or indirect "control" over the investment adviser, as that term is defined in Form ADV.

GENERAL ELIGIBILITY REPRESENTATIONS

An Investor that initials this statement should, for purposes of determining the beneficial interests of Rule 5131 Restricted Persons, count only beneficial owners that are control persons of the investment adviser to the Investor.

(B) Exempt Persons (Entities only; individual investors please skip to Section (C) below):

(Initial as Appropriate)

The Investor is:

_____ 1. an entity listed above in any of Items A(1)-(3) or (5)-(10) in Section IV.

_____ 2. a corporation, partnership, trust or other entity in which the beneficial interests of Rule 5131 Restricted Persons (as defined below) with respect to a particular public company or covered non-public company do not exceed in the aggregate 25% of such entity.

An Investor that initials the statement in Section (A) should, for purposes of determining the beneficial interests of Rule 5131 Restricted Persons, count only beneficial owners that are control persons of the investment adviser to the Investor. An Investor that is not beneficially owned by any Rule 5131 Restricted Persons or that limits the participation by Rule 5131 Restricted Persons with respect to a particular public company or covered non-public company to no more than 25% (in the aggregate) of the profits and losses of new issues may initial this statement.

OR

_____ 3. None of the above statements is applicable. **If the Investor initialled this Item B (3), please complete Section (C) below.**

If the Investor initialled any Item in Section (B) (other than Item B(3)), please skip Section (C) and proceed to the signature page.

(C) Determination of Restricted Status (Investors that initial Item C(5) will not be considered restricted):

(Initial as Appropriate)

The Investor is:

_____ 1. an executive officer or director of a public company.

_____ 2. an executive officer or director of a covered non-public company.

_____ 3. a person materially supported by an executive officer or director of a public company or a covered non-public company.

GENERAL ELIGIBILITY REPRESENTATIONS

_____ 4. a corporation, partnership, trust or other entity in which persons described in Items 1, 2 or 3 (each, a "Rule 5131 Restricted Person") have a beneficial interest.

_____ 5. None of the above statements in Items 1-4 is applicable.

GENERAL ELIGIBILITY REPRESENTATIONS

VI. CONFIRMATION OF NEW ISSUE STATUS

Having read and completed the declarations at Sections IV and V the Investor hereby confirms:

☐ The Investor has declared that it is /they are neither a Restricted Person nor a covered Investor, in accordance with the foregoing, and the they are therefore eligible to participate in New Issues and accordingly apply for **Non-Restricted Shares**;

Or

☐ The Investor has declared that it is /they are a Restricted Person and/or a covered Investor, in accordance with the foregoing, but that they are classified as an exempt person, and that it is/ they are eligible to participate in New Issues and accordingly apply for **Non-Restricted Shares**;

Or

☐ The Investor has declared that it is/ they are a Restricted Person and/or a covered Investor, in accordance with the foregoing, and that it is/ they are not classified as an exempt person, and that it is / they are not eligible to participate in New Issues and accordingly apply for **Restricted Shares**;

Or

☐ The Investor has elected to be treated as a Restricted Person and accordingly I/we apply for **Restricted Shares**.

[redacted] EUROPEAN ABSOLUTE OPPORTUNITIES FUND

SIGNATURE PAGE

ALL INVESTORS MUST COMPLETE THIS SECTION.

The undersigned hereby represents and warrants that:

1. the undersigned has carefully read and is familiar with this Subscription Agreement and the Memorandum;

2. the information contained herein is complete and accurate and may be relied upon; and

3. the undersigned agrees that the execution of this signature page constitutes the execution and receipt of this Subscription Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Subscription Agreement this ____ day of _____, 20___.

INDIVIDUALS	ENTITIES
_____	_____
Signature	Print Name of Entity
_____	By: _____
Print Name	Authorised Signatory
_____	_____
Additional Investor Signature	Print Name and Title
_____	
Print Name	

FOR INTERNAL USE ONLY
To be completed by [redacted] European Absolute Opportunities Fund

_____
SUBSCRIPTION ACCEPTED
AS TO US$/€/£ _____

[redacted] **EUROPEAN ABSOLUTE OPPORTUNITIES FUND**

By: CITCO FUND SERVICES (IRELAND) LIMITED

By:_____

Date: _____ 20____

EXHIBIT A

ADDITIONAL SUBSCRIPTION FORM

[redacted] European Absolute Opportunities Fund
c/o Citco Fund Services (Ireland) Limited
Custom House Plaza
Block 6
International Financial Services Centre
Dublin 1
Ireland

Attn.: Investor Relations
Tel: +353 1 636 7300
Fax: +353 1 636 7301
Email: dubirorders@citco.com

Dear Sir/Madam:

The undersigned hereby wishes to make an additional subscription for shares ("**Additional Subscription**") in [redacted] European Absolute Opportunities Fund (the "Fund"). The amount of the Additional Subscription is:

☐ IV US Dollar Shares US$ _____ ☐ IV Euro Shares € _____
☐ IV Sterling Shares £ _____

The undersigned acknowledges and agrees: (i) that the undersigned is making the Additional Subscription on the terms and conditions contained in the subscription agreement, dated _____20___, previously executed by the undersigned and accepted by the Fund, as the same may be updated or modified from time to time (the "Subscription Agreement"); (ii) that the representations, warranties and covenants of the undersigned contained in the Subscription Agreement are true and correct in all material respects as of the date set forth below; (iii) that the information provided on the Investor Profile Form in the Subscription Agreement is correct as of the date set forth below; (iv) that the background information provided to the Administrator is true and correct in all material respects as of the date set forth below; and (v) that, if the undersigned certified in the Subscription Agreement that each of its equity owners is an "accredited investor", relying in whole or in part on the basis that any such equity owner had an individual net worth, or joint net worth with his or her spouse, in excess of US$1,000,000, the undersigned hereby certifies that any such equity owner continues to meet such net worth* requirement as of the date hereof.

THE UNDERSIGNED AGREES TO NOTIFY THE FUND PROMPTLY IN WRITING SHOULD THERE BE ANY CHANGE IN ANY OF THE FOREGOING INFORMATION.

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* For these purposes, the term "net worth" means the excess of total assets at fair market value, including home furnishings and automobiles, over total liabilities; *provided* that, (i) the primary residence of the equity owner of the undersigned shall not be included as an asset; (ii) indebtedness that is secured by the primary residence of the equity owner of the undersigned, up to the estimated fair market value of the primary residence as of the date hereof, shall not be included as a liability (except that if the amount of such indebtedness outstanding as of the date hereof exceeds the amount outstanding 60 days before such date, other than as a result of the acquisition of the primary residence, the amount of such excess shall be included as a liability); and (iii) indebtedness that is secured by the primary residence of the equity owner of the undersigned in excess of the estimated fair market value of the primary residence as of the date hereof shall be included as a liability.

EXHIBIT A

Dated: _____ 20__

INDIVIDUALS	ENTITIES
_____	_____
Signature	Print Name of Entity
_____	By: _____
Print Name	Authorised Signatory
_____	_____
Additional Investor Signature	Print Name and Title
_____	
Print Name	

FOR INTERNAL USE ONLY
To be completed by [redacted] European Absolute Opportunities Fund

_____
SUBSCRIPTION ACCEPTED
AS TO US$/€/£ _____

[redacted] **EUROPEAN ABSOLUTE OPPORTUNITIES FUND**

By: CITCO FUND SERVICES (IRELAND) LIMITED

By:_____

Date: _____, 20____

EXHIBIT B

REQUEST FOR REDEMPTION OF SHARES

Dated: _____, 20___

[redacted] European Absolute Opportunities Fund
c/o Citco Fund Services (Ireland) Limited
Custom House Plaza
Block 6
International Financial Services Centre
Dublin 1
Ireland

Attn.: Investor Relations
Tel: +353 1 636 7300
Fax: +353 1 636 7301
Email: dubirorders@citco.com

Dear Sir/Madam:

The undersigned shareholder (the "Shareholder") of [redacted] European Absolute Opportunities Fund (the "Fund") hereby requests to redeem that portion of its shares (the "Shares") of the Fund as is indicated below:

- ☐ I US Dollar Shares US$ _____
- ☐ II US Dollar Shares US$ _____
- ☐ III US Dollar Shares US$ _____
- ☐ IV US Dollar Shares US$ _____
- ☐ II Sterling Shares £ _____
- ☐ III Sterling Shares £ _____
- ☐ IV Sterling Shares £ _____
- ☐ I Euro Shares € _____
- ☐ II Euro Shares € _____
- ☐ III Euro Shares € _____
- ☐ IV Euro Shares € _____

on the next available redemption date (the "Redemption Date") following receipt of this letter.* In the event that after giving effect to such redemption, the net asset value of the Shareholder's unredeemed Shares would be less than US$5 million (or its Euro or Sterling equivalent, as applicable) please:

(*check one*)

_____ disregard this Request for Redemption

_____ redeem all of the Shareholder's outstanding Shares.

The cash proceeds of the redemption should be paid and forwarded to the Shareholder as follows:

---

* This Request for Redemption must be received at least 90 days prior to a Redemption Date. **Requests for Redemption must be unconditional. Notices of redemptions are irrevocable by the Investor.** In certain circumstances in connection with a redemption of IV Shares, as set forth in the Memorandum, the Administrator must receive notice at least 180 days prior to a Redemption Day and a Redemption Fee may be imposed on the redemption of IV Shares.

EXHIBIT B

_____
Name

_____
Address

If desired, set forth instructions for the account to which the cash proceeds of the redemption may be sent by wire transfer:

_____
Name of Bank

_____
Address of Bank

_____
ABA Number

_____
Account Number

_____
Name Under Which Account Is Held

Note: Redemption proceeds shall be paid to the same account from which the Shareholder's investment in the Fund was originally remitted, unless the Fund agrees otherwise.

Very truly yours,

Signature(s) Guaranteed by:

_____
Signature of Shareholder

_____

_____
(Print name)

Mailing Address

_____

_____

_____

DOC ID - 3074401.16

EXHIBIT C

REQUEST FOR EXCHANGE OF SHARES

Dated: _____, 20____

[redacted] European Absolute Opportunities Fund
c/o Citco Fund Services (Ireland) Limited
Custom House Plaza
Block 6
International Financial Services Centre
Dublin 1
Ireland

Attn.: Investor Relations
Tel: +353 1 636 7300
Fax: +353 1 636 7301

Email: dubirorders@citco.com

Dear Sir/Madam:

The undersigned shareholder (the "Shareholder") of [redacted] European Absolute Opportunities Fund (the "Fund") hereby requests to exchange that portion of its I Shares, II Shares or III Shares (collectively, the "Shares") of the Fund for IV Shares of the Fund as is indicated below:

(*Please complete in full*)

_____ all of the Shareholder's outstanding I Shares.

_____ all of the Shareholder's outstanding II Shares.

_____ all of the Shareholder's outstanding III Shares

_____ a portion of the Shareholder's outstanding I Shares having a net asset value at the time of exchange of US$/€_____.

_____ a portion of the Shareholder's outstanding II Shares having a net asset value at the time of exchange of US$/€_____.

_____ a portion of the Shareholder's outstanding III Shares having a net asset value at the time of exchange of US$/€_____.

The Shareholder acknowledges and agrees: (i) it has received a copy of the Offering Memorandum of the Fund (the "Memorandum") which it has carefully read and understands and it is investing in the IV Shares on the terms and conditions contained therein and the amended and restated Articles of Association of the Fund; (ii) that the representations and covenants of the Shareholder contained in its previously executed Subscription Agreement are true and correct in all material respects as of the date set forth below save that it acknowledges that the terms and conditions of the IV Shares are as set forth in the Memorandum; (iii) the information provided on the Investor Profile Form in the previously executed Subscription Agreement is correct as of the date set forth below; and (iv) the background information provided to the Administrator is true and correct in all material respects as of the date set forth below.

EXHIBIT C

THE UNDERSIGNED AGREES TO NOTIFY THE FUND PROMPTLY IN WRITING SHOULD THERE BE ANY CHANGE IN ANY OF THE FOREGOING INFORMATION.

Dated: _____, 20____

INDIVIDUALS	ENTITIES
_____	_____
Signature	Print Name of Entity
_____	By: _____
Print Name	Authorised Signature
_____	_____
Additional Investor Signature	Print Name and Title
_____	
Print Name	

This exchange election, once given, is irrevocable, save with the consent of the Board of Directors (which may be withheld) in their discretion.

DOC ID - 3074401.16

[redacted] EUROPEAN ABSOLUTE OPPORTUNITIES FUND

PRIVACY NOTICE

Your privacy is very important to us. This notice (this "Privacy Notice") is provided by [redacted] Asset Management Europe Limited, the investment manager of [redacted] European Absolute Opportunities Fund (the "Fund"), on behalf of the Fund, and sets forth the policies of the Fund with respect to the collection, sharing and protection of non-public personal information of the Fund's investors, prospective investors and former investors. These policies apply to individuals only and may be changed at any time, provided a notice of such change is given to you. Please read this Privacy Notice carefully to understand what we do.

We collect personal information, such as your address, assets, transaction and/or income information, for example, when you: (i) provide it to us in the Subscription Agreement and related documents; (ii) provide it to us in correspondence and conversations with the Fund's representatives; or (iii) make transactions with the Fund, such as when you purchase securities from us, tell us where to send money or make a wire transfer. We also may collect your personal information from other sources, such as affiliates.

We may disclose information about our investors, prospective investors or former investors to affiliates (*i.e.*, financial and non-financial companies related by common ownership or control) or non-affiliates (*i.e.*, financial or non-financial companies not related by common ownership or control) for our everyday business purposes, such as to process your transactions, maintain your account(s) or respond to court orders and legal investigations. Thus, it may be necessary, under anti-money laundering and similar laws, to disclose information about the Fund's investors in order to accept subscriptions from them. We will also release information about you if you direct us to do so. We do not share your information with non-affiliates for them to market to you. We may disclose your information for our own marketing purposes, such as to offer our products and services to you. We may also disclose information about your transactions and experiences with us to our affiliates for their everyday business purposes. You cannot limit these types of sharing.

We may also disclose information you provide to us to companies that perform marketing services on our behalf, such as any placement agent the Fund may retain.

We may also share information with our affiliates to market to you. You may prevent this type of sharing by calling us at +44 (0)20 7758 4185. If you are a *new* investor, we can begin sharing your information 30 days from the date we sent this Privacy Notice. When you are *no longer* our investor, we may continue to share your information as described in this Privacy Notice. However, you may contact us at any time to limit our sharing. If you limit sharing for an account you hold jointly with someone else, your choices will apply to everyone on your account. Local laws may give you additional rights to limit sharing.

To protect your personal information from unauthorised access and use, we use security measures that comply with applicable law. These measures include computer safeguards and secured files and buildings.

If you have any questions about this Privacy Notice, call +44 (0)20 7758 4185

APPENDIX A

Form **W-8BEN**

(Rev. January 2017)

Department of the Treasury
Internal Revenue Service

Do NOT use this form if: **Instead, use Form:**

- You are NOT an individual W-8BEN-E
- You are a U.S. citizen or other U.S. person, including a resident alien individual W-9
- You are a beneficial owner claiming that income is effectively connected with the conduct of trade or business within the U.S. (other than personal services) W-8ECI
- You are a beneficial owner who is receiving compensation for personal services performed in the United States . . . . . 8233 or W-4
- You are a person acting as an intermediary W-8IMY

Note: If you are resident in a FATCA partner jurisdiction (i.e., a Model 1 IGA jurisdiction with reciprocity), certain tax account information may be provided to your jurisdiction of residence.

Part I Identification of Beneficial Owner (see instructions)

1 Name of individual who is the beneficial owner

3 Permanent residence address (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address.**

City or town, state or province. Include postal code where appropriate.

4 Mailing address (if different from above)

City or town, state or province. Include postal code where appropriate.

5 U.S. taxpayer identification number (SSN or ITIN), if required (see instructions)

7 Reference number(s) (see instructions)

Part II Claim of Tax Treaty Benefits (for chapter 3 purposes only) (see instructions)

9a I certify that the beneficial owner is a resident of ..... within the meaning of the income tax treaty between the United States and that country.

10 **Special rates and conditions** (if applicable—see instructions): The beneficial owner is claiming the provisions of Article and paragraph .....of the treaty identified on line 9 above to claim a .....% rate of withholding on (specify type of income):

.....

Explain the additional conditions in the Article and paragraph the beneficial owner meets to be eligible for the rate of withholding: .....

.....

Part III Certification

Under penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete. I further certify under penalties of perjury that:

- I am the individual that is the beneficial owner (or am authorized to sign for the individual that is the beneficial owner) of all the income to which this form relates or am using this form to document myself for chapter 4 purposes,
- The person named on line 1 of this form is not a U.S. person,
- The income to which this form relates is:

  (a) not effectively connected with the conduct of a trade or business in the United States,

  (b) effectively connected but is not subject to tax under an applicable income tax treaty, or

  (c) the partner's share of a partnership's effectively connected income,
- The person named on line 1 of this form is a resident of the treaty country listed on line 9 of the form (if any) within the meaning of the income tax treaty between the United States and that country, and
- For broker transactions or barter exchanges, the beneficial owner is an exempt foreign person as defined in the instructions.

  Furthermore, I authorize this form to be provided to any withholding agent that has control, receipt, or custody of the income of which I am the beneficial owner or any withholding agent that can disburse or make payments of the income of which I am the beneficial owner. **I agree that I will submit a new form within 30 days if any certification made on this form becomes incorrect.**

Sign Here ▶ .....

Signature of beneficial owner (or individual authorized to sign for beneficial owner)

Print name of signer

DOC ID - 3074401.16

APPENDIX B

Form **W-8BEN-E**

(Rev. April 2016)

Department of the Treasury
Internal Revenue Service

Certificate of Status of Beneficial Owner for United States Tax Withholding and Reporting (Entities)

▶ For use by entities. Individuals must use Form W-8BEN. ▶ Section references are to the Internal Revenue Code.
▶ Information about Form W-8BEN-E and its separate instructions is at *www.irs.gov/formw8bene.*
▶ Give this form to the withholding agent or payer. Do not send to the IRS.

OMB No. 1545-1621

Do NOT use this form for:	Instead use Form:
• U.S. entity or U.S. citizen or resident	W-9
• A foreign individual	W-8BEN (Individual) or Form 8233
• A foreign individual or entity claiming that income is effectively connected with the conduct of trade or business within the U.S. (unless claiming treaty benefits)	W-8ECI
• A foreign partnership, a foreign simple trust, or a foreign grantor trust (unless claiming treaty benefits) (see instructions for exceptions)	W-8IMY
• A foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. possession claiming that income is effectively connected U.S. income or that is claiming the applicability of section(s) 115(2), 501(c), 892, 895, or 1443(b) (unless claiming treaty benefits) (see instructions for other exceptions)	W-8ECI or W-8EXP
• Any person acting as an intermediary	W-8IMY

Part I Identification of Beneficial Owner

1 Name of organization that is the beneficial owner

2 Country of incorporation or organization

3 Name of disregarded entity receiving the payment (if applicable, see instructions)

4 Chapter 3 Status (entity type) (Must check one box only):

☐ Corporation ☐ Disregarded Entity ☐ Partnership
☐ Simple trust ☐ Grantor trust ☐ Complex trust ☐ Estate ☐ Government
☐ Central Bank of Issue ☐ Tax-exempt organization ☐ Private foundation ☐ International Organization

If you entered disregarded entity, partnership, simple trust, or grantor trust above, is the entity a hybrid making a treaty claim? If "Yes" complete Part III. ☐ Yes ☐ No

5 Chapter 4 Status (FATCA status) (See instructions for details and complete the certification below for the entity's applicable status).

☐ Nonparticipating FFI (including a limited FFI or an FFI related to a Reporting IGA FFI o her than a deemed-compliant FFI, participating FFI, or exempt beneficial owner).
☐ Participating FFI.
☐ Reporting Model 1 FFI.
☐ Reporting Model 2 FFI.
☐ Registered deemed-compliant FFI (other than a reporting Model 1 FFI, sponsored FFI, or nonreporting IGA FFI covered in Part XII). See instructions.
☐ Sponsored FFI. Complete Part IV.
☐ Certified deemed-compliant nonregistering local bank. Complete Part V.
☐ Certified deemed-compliant FFI with only low-value accounts. Complete Part VI.
☐ Certified deemed-compliant sponsored, closely held investment vehicle. Complete Part VII.
☐ Certified deemed-compliant limited life debt investment entity. Complete Part VIII.
☐ Certified deemed-compliant investment advisors and investment managers. Complete Part IX.
☐ Owner-documented FFI. Complete Part X.
☐ Restricted distributor. Complete Part XI.
☐ Nonreporting IGA FFI Complete Part XII.
☐ Foreign government, government of a U.S. possession, or foreign central bank of issue. Complete Part XIII.
☐ International organization. Complete Part XIV.
☐ Exempt retirement plans. Complete Part XV.
☐ Entity wholly owned by exempt beneficial owners. Complete Part XVI.
☐ Territory financial institution. Complete Part XVII.
☐ Nonfinancial group entity. Complete Part XVIII.
☐ Excepted nonfinancial start-up company. Complete Part XIX.
☐ Excepted nonfinancial entity in liquidation or bankruptcy. Complete Part XX.
☐ 501(c) organization. Complete Part XXI.
☐ Nonprofit organization. Complete Part XXII.
☐ Publicly traded NFFE or NFFE affiliate of a publicly traded corporation. Complete Part XXIII.
☐ Excepted territory NFFE. Complete Part XXIV.
☐ Active NFFE. Complete Part XXV.
☐ Passive NFFE. Complete Part XXVI.
☐ Excepted inter-affiliate FFI. Complete Part XXVII.
☐ Direct reporting NFFE.
☐ Sponsored direct reporting NFFE. Complete Part XXVIII.
☐ Account that is not a financial account.

6 Permanent residence address (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address** (other than a registered address).

City or town, state or province. Include postal code where appropriate. | Country

7 Mailing address (if different from above)

City or town, state or province. Include postal code where appropriate. | Country

8 U.S. taxpayer identification number (TIN), if required | **9a** ☐ GIIN | **b** ☐ Foreign TIN

10 Reference number(s) (see instructions)

Note: Please complete remainder of the form including signing the form in Part XXX.

For Paperwork Reduction Act Notice, see separate instructions.

Part II **Disregarded Entity or Branch Receiving Payment.** (Complete only if a disregarded entity with a GIIN or a branch of an FFI in a country other than the FFI's country of residence. See instructions.)

11 Chapter 4 Status (FATCA status) of disregarded entity or branch receiving payment

☐ Limited Branch (see instructions). ☐ Reporting Model 1 FFI. ☐ U.S. Branch.
☐ Participating FFI. ☐ Reporting Model 2 FFI.

12 Address of disregarded entity or branch (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address** (other than a registered address).

City or town, state or province. Include postal code where appropriate.

Country

13 GIIN (if any)

Part III **Claim of Tax Treaty Benefits (if applicable).** (For chapter 3 purposes only.)

14 I certify that (check all that apply)

a ☐ The beneficial owner is a resident of _____ within the meaning of the income tax treaty between the United States and that country.

b ☐ The beneficial owner derives the item (or items) of income for which the treaty benefits are claimed, and, if applicable, meets the requirements of the treaty provision dealing with limitation on benefits. The following are types of limitation on benefits provisions that may be included in an applicable tax treaty (check only one; see instructions):

☐ Government ☐ Company that meets the ownership and base erosion test
☐ Tax exempt pension trust or pension fund ☐ Company that meets the derivative benefits test
☐ Other tax exempt organization ☐ Company with an item of income that meets active trade or business test
☐ Publicly traded corporation ☐ Favorable discretionary determination by the U.S. competent authority received
☐ Subsidiary of a publicly traded corporation ☐ Other (specify Article and paragraph): _____

c ☐ The beneficial owner is claiming treaty benefits for U.S. source dividends received from a foreign corporation or interest from a U.S. trade or business of a foreign corporation and meets qualified resident status (see instructions).

15 **Special rates and conditions** (if applicable—see instructions):

The beneficial owner is claiming the provisions of Article and paragraph _____
of the treaty identified on line 14a above to claim a _____% rate of withholding on (specify type of income): _____
Explain the additional conditions in the Article the beneficial owner meets to be eligible for the rate of withholding: _____

Part IV **Sponsored FFI**

16 Name of sponsoring entity: _____

GIIN of sponsoring entity: _____

17 **Check whichever box applies.**

☐ I certify that the entity identified in Part I:

- Is an investment entity;
- Is not a QI, WP, or WT; **and**
- Has agreed with the entity identified above (that is not a nonparticipating FFI) to act as the sponsoring entity for this entity.

☐ I certify that the entity identified in Part I:

- Is a controlled foreign corporation as defined in section 957(a);
- Is not a QI, WP, or WT;
- Is wholly owned, directly or indirectly, by the U.S. financial institution identified above that agrees to act as the sponsoring entity for this entity; **and**
- Shares a common electronic account system with the sponsoring entity (identified above) that enables the sponsoring entity to identify all account holders and payees of the entity and to access all account and customer information maintained by the entity including, but not limited to, customer identification information, customer documentation, account balance, and all payments made to account holders or payees.

DOC ID - 3074401.16

Part V Certified Deemed-Compliant Nonregistering Local Bank

18 ☐ I certify that the FFI identified in Part I:

- Operates and is licensed solely as a bank or credit union (or similar cooperative credit organization operated without profit) in its country of incorporation or organization;
- Engages primarily in the business of receiving deposits from and making loans to, with respect to a bank, retail customers unrelated to such bank and, with respect to a credit union or similar cooperative credit organization, members, provided that no member has a greater than five percent interest in such credit union or cooperative credit organization;
- Does not solicit account holders outside its country of organization;
- Has no fixed place of business outside such country (for this purpose, a fixed place of business does not include a location that is not advertised to the public and from which the FFI performs solely administrative support functions);
- Has no more than $175 million in assets on its balance sheet and, if it is a member of an expanded affiliated group, the group has no more than $500 million in total assets on its consolidated or combined balance sheets; and
- Does not have any member of its expanded affiliated group that is a foreign financial institution, other than a foreign financial institution that is incorporated or organized in the same country as the FFI identified in Part I and that meets the requirements set forth in this Part V.

Part VI Certified Deemed-Compliant FFI with Only Low-Value Accounts

19 ☐ I certify that the FFI identified in Part I:

- Is not engaged primarily in the business of investing, reinvesting, or trading in securities, partnership interests, commodities, notional principal contracts, insurance or annuity contracts, or any interest (including a futures or forward contract or option) in such security, partnership interest, commodity, notional principal contract, insurance contract or annuity contract;
- No financial account maintained by the FFI or any member of its expanded affiliated group, if any, has a balance or value in excess of $50,000 (as determined after applying applicable account aggregation rules); **and**
- Neither the FFI nor the entire expanded affiliated group, if any, of the FFI, have more than $50 million in assets on its consolidated or combined balance sheet as of the end of its most recent accounting year.

Part VII Certified Deemed-Compliant Sponsored, Closely Held Investment Vehicle

20 ☐ Name of sponsoring entity: .....

21 ☐ I certify that the entity identified in Part I:

- Is an FFI solely because it is an investment entity described in §1.1471-5(e)(4);
- Is not a QI, WP, or WT;
- Will have all of its due diligence, withholding, and reporting responsibilities (determined as if he FFI were a participating FFI) fulfilled by the sponsoring entity identified on line 20; **and**
- Twenty or fewer individuals own all of the debt and equity interests in the entity (disregarding debt interests owned by U.S. financial institutions, participating FFIs, registered deemed-compliant FFIs, and certified deemed-compliant FFIs and equity interests owned by an entity if that entity owns 100 percent of the equity interests in the FFI and is itself a sponsored FFI).

Part VIII Certified Deemed-Compliant Limited Life Debt Investment Entity

22 ☐ I certify that the entity identified in Part I:

- Was in existence as of January 17, 2013;
- Issued all classes of its debt or equity interests to investors on or before January 17, 2013, pursuant to a trust indenture or similar agreement; **and**
- Is certified deemed-compliant because it satisfies the requirements to be treated as a limited life debt investment entity (such as the restrictions with respect to its assets and other requirements under §1.1471-5(f)(2)(iv)).

Part IX Certified Deemed-Compliant Investment Advisors and Investment Managers

23 ☐ I certify that the entity identified in Part I:

- Is a financial institution solely because it is an investment entity described in §1.1471-5(e)(4)(i)(A); **and**
- Does not maintain financial accounts.

Part X Owner-Documented FFI

Note. This status only applies if the U.S. financial institution, participating FFI, or reporting Model 1 FFI to which this form is given has agreed that it will treat the FFI as an owner-documented FFI (see instructions for eligibility requirements). In addition, the FFI must make the certifications below.

24a ☐ (All owner-documented FFIs check here) I certify that the FFI identified in Part I:

- Does not act as an intermediary;
- Does not accept deposits in the ordinary course of a banking or similar business;
- Does not hold, as a substantial portion of its business, financial assets for the account of others;
- Is not an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account;
- Is not owned by or in an expanded affiliated group with an entity that accepts deposits in the ordinary course of a banking or similar business, holds, as a substantial portion of its business, financial assets for the account of others, or is an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account;
- Does not maintain a financial account for any nonparticipating FFI; **and**
- Does not have any specified U.S. persons that own an equity interest or debt interest (other than a debt interest that is not a financial account or that has a balance or value not exceeding $50,000) in the FFI other than those identified on the FFI owner reporting statement.

Part X Owner-Documented FFI *(continued)*

Check box 24b or 24c, whichever applies.

b ☐ I certify that the FFI identified in Part I:

- Has provided, or will provide, an FFI owner reporting statement that contains:
  - The name, address, TIN (if any), chapter 4 status, and type of documentation provided (if required) of every individual and specified U.S. person that owns a direct or indirect equity interest in the owner-documented FFI (looking through all entities other than specified U.S. persons);
  - The name, address, TIN (if any), and chapter 4 status of every individual and specified U.S. person that owns a debt interest in the owner-documented FFI (including any indirect debt interest, which includes debt interests in any entity that directly or indirectly owns the payee or any direct or indirect equity interest in a debt holder of the payee) that constitutes a financial account in excess of $50,000 (disregarding all such debt interests owned by participating FFIs, registered deemed-compliant FFIs, certified deemed-compliant FFIs, excepted NFFEs, exempt beneficial owners, or U.S. persons other than specified U.S. persons); **and**
  - Any additional information the withholding agent requests in order to fulfill its obligations with respect to the entity.
- Has provided, or will provide, valid documentation meeting the requirements of §1.1471-3(d)(6)(iii) for each person identified in the FFI owner reporting statement.

c ☐ I certify that the FFI identified in Part I has provided, or will provide, an auditor's letter, signed within four years of the date of payment, from an independent accounting firm or legal representative with a location in the United States stating that the firm or representative has reviewed the FFI's documentation with respect to all of its owners and debt holders identified in §1.1471-3(d)(6)(iv)(A)(2), and that the FFI meets all the requirements to be an owner-documented FFI. The FFI identified in Part I has also provided, or will provide, an FFI owner reporting statement of its owners that are specified U.S. persons and Form(s) W-9, with applicable waivers.

Check box 24d if applicable (optional, see instructions).

d ☐ I certify that the entity identified on line 1 is a trust that does not have any contingent beneficiaries or designated classes with unidentified beneficiaries.

Part XI Restricted Distributor

25a ☐ (All restricted distributors check here) I certify that the entity identified in Part I:

- Operates as a distributor with respect to debt or equity interests of the restricted fund with respect to which this form is furnished;
- Provides investment services to at least 30 customers unrelated to each other and less than half of its customers are related to each other;
- Is required to perform AML due diligence procedures under the anti-money laundering laws of its country of organization (which is an FATF-compliant jurisdiction);
- Operates solely in its country of incorporation or organization, has no fixed place of business outside of that country, and has he same country of incorporation or organization as all members of its affiliated group, if any;
- Does not solicit customers outside its country of incorporation or organization;
- Has no more than $175 million in total assets under management and no more than $7 million in gross revenue on its income statement for the most recent accounting year;
- Is not a member of an expanded affiliated group that has more than $500 million in total assets under management or more than $20 million in gross revenue for its most recent accounting year on a combined or consolidated income statement; **and**
- Does not distribute any debt or securities of the restricted fund to specified U.S. persons, passive NFFEs with one or more substantial U.S. owners, or nonparticipating FFIs.

Check box 25b or 25c, whichever applies.

I further certify that with respect to all sales of debt or equity interests in the restricted fund with respect to which this form is furnished that are made after December 31, 2011, the entity identified in Part I:

b ☐ Has been bound by a distribution agreement that contained a general prohibition on the sale of debt or securities to U.S. entities and U.S. resident individuals and is currently bound by a distribution agreement that contains a prohibition of the sale of debt or securities to any specified U.S. person, passive NFFE with one or more substantial U.S. owners, or nonparticipating FFI.

c ☐ Is currently bound by a distribution agreement that contains a prohibition on the sale of debt or securities to any specified U.S. person, passive NFFE with one or more substantial U.S. owners, or nonparticipating FFI and, for all sales made prior to the time that such a restriction was included in its distribution agreement, has reviewed all accounts related to such sales in accordance with the procedures identified in §1.1471-4(c) applicable to preexisting accounts and has redeemed or retired any, or caused the restricted fund to transfer the securities to a distributor that is a participating FFI or reporting Model 1 FFI securities which were sold to specified U.S. persons, passive NFFEs with one or more substantial U.S. owners, or nonparticipating FFIs.

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Part XII Nonreporting IGA FFI

26 ☐ I certify that the entity identified in Part I:

- Meets the requirements to be considered a nonreporting financial institution pursuant to an applicable IGA between the United States and _____. The applicable IGA is a ☐ Model 1 IGA or a ☐ Model 2 IGA; and is treated as a _____ under the provisions of the applicable IGA or Treasury regulations (if applicable, see instruc ions);
- If you are a trustee documented trust or a sponsored entity, provide the name of the trustee or sponsor whose GIIN is provided on line 9a (if any) _____ ; and your GIIN (if issued to you) _____ .

Part XIII Foreign Government, Government of a U.S. Possession, or Foreign Central Bank of Issue

27a ☐ I certify that the entity identified in Part I is the beneficial owner of the payment and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or depository institution with respect to the payments, accounts, or obligations for which this form is submitted (except as permitted in §1.1471-6(h)(2)).

Part XIV International Organization

Check box 28a or 28b, whichever applies.

28a ☐ I certify that the entity identified in Part I is an international organization described in section 7701(a)(18).

b ☐ I certify that the entity identified in Part I:

- Is comprised primarily of foreign governments;
- Is recognized as an intergovernmental or supranational organization under a foreign law similar to the International Organizations Immunities Act or that has in effect a headquarters agreement with a foreign government;
- The benefit of the entity's income does not inure to any private person;
- Is the beneficial owner of the payment and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or depository institution with respect to the payments, accounts, or obligations for which this form is submitted (except as permitted in §1.1471-6(h)(2)).

Part XV Exempt Retirement Plans

Check box 29a, b, c, d, e, or f, whichever applies.

29a ☐ I certify that the entity identified in Part I:

- Is established in a country with which the United States has an income tax treaty in force (see Part III if claiming treaty benefits);
- Is operated principally to administer or provide pension or retirement benefits; **and**
- Is entitled to treaty benefits on income that the fund derives from U.S. sources (or would be entitled to benefits if it derived any such income) as a resident of the other country which satisfies any applicable limitation on benefits requirement.

b ☐ I certify that the entity identified in Part I:

- Is organized for the provision of retirement, disability, or death benefits (or any combination thereof) to beneficiaries that are former employees of one or more employers in consideration for services rendered;
- No single beneficiary has a right to more than 5% of the FFI's assets;
- Is subject to government regulation and provides annual information reporting about its beneficiaries to the relevant tax authorities in the country in which the fund is established or operated; **and**
- Is generally exempt from tax on investment income under the laws of the country in which it is established or operates due to its status as a retirement or pension plan;
- Receives at least 50% of its total contributions from sponsoring employers (disregarding transfers of assets from other plans described in this part, retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, other retirement funds described in an applicable Model 1 or Model 2 IGA, or accounts described in § 1.1471-5(b)(2)(i)(A));
- Ei her does not permit or penalizes distributions or withdrawals made before the occurrence of specified events related to retirement, disability, or death (except rollover distributions to accounts described in §1.1471-5(b)(2)(i)(A) (referring to retirement and pension accounts), to retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, or to other retirement funds described in his part or in an applicable Model 1 or Model 2 IGA); **or**
- Limits contributions by employees to the fund by reference to earned income of the employee or may not exceed $50,000 annually.

c ☐ I certify that the entity identified in Part I:

- Is organized for the provision of retirement, disability, or death benefits (or any combination thereof) to beneficiaries that are former employees of one or more employers in consideration for services rendered;
- Has fewer than 50 participants;
- Is sponsored by one or more employers each of which is not an investment entity or passive NFFE;
- Employee and employer contributions to the fund (disregarding transfers of assets from other plans described in this part, retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, or accounts described in §1.1471-5(b)(2)(i)(A)) are limited by reference to earned income and compensation of the employee, respectively;
- Participants that are not residents of the country in which the fund is established or operated are not entitled to more than 20 percent of the fund's assets; **and**
- Is subject to government regulation and provides annual information reporting about its beneficiaries to the relevant tax authorities in the country in which the fund is established or operates.

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Part XV Exempt Retirement Plans *(continued)*

d ☐ I certify that the entity identified in Part I is formed pursuant to a pension plan that would meet the requirements of section 401(a), other than the requirement that the plan be funded by a trust created or organized in the United States.

e ☐ I certify that the entity identified in Part I is established exclusively to earn income for the benefit of one or more retirement funds described in this part or in an applicable Model 1 or Model 2 IGA, accounts described in §1.1471-5(b)(2)(i)(A) (referring to retirement and pension accounts), or retirement and pension accounts described in an applicable Model 1 or Model 2 IGA.

f ☐ I certify that the entity identified in Part I:

- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in §1.1471-6) or an exempt beneficial owner described in an applicable Model 1 or Model 2 IGA to provide retirement, disability, or death benefits to beneficiaries or participants that are current or former employees of the sponsor (or persons designated by such employees); **or**
- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in § 1.1471-6) or an exempt beneficial owner described in an applicable Model 1 or Model 2 IGA to provide retirement, disability, or death benefits to beneficiaries or participants that are not current or former employees of such sponsor, but are in consideration of personal services performed for the sponsor.

Part XVI Entity Wholly Owned by Exempt Beneficial Owners

30 ☐ I certify that the entity identified in Part I:

- Is an FFI solely because it is an investment entity;
- Each direct holder of an equity interest in the investment entity is an exempt beneficial owner described in §1.1471-6 or in an applicable Model 1 or Model 2 IGA;
- Each direct holder of a debt interest in the investment entity is either a depository institution (with respect to a loan made to such entity) or an exempt beneficial owner described in §1.1471-6 or an applicable Model 1 or Model 2 IGA.
- Has provided an owner reporting statement that contains the name, address, TIN (if any), chapter 4 status, and a description of the type of documentation provided to the withholding agent for every person that owns a debt interest constituting a financial account or direct equity interest in the entity; **and**
- Has provided documentation establishing that every owner of the entity is an en ity described in §1.1471-6(b), (c), (d), (e), (f) and/or (g) without regard to whether such owners are beneficial owners.

Part XVII Territory Financial Institution

31 ☐ I certify that the entity identified in Part I is a financial institution (other than an investment entity) that is incorporated or organized under the laws of a possession of the United States.

Part XVIII Excepted Nonfinancial Group Entity

32 ☐ I certify that the entity identified in Part I:

- Is a holding company, treasury center, or captive finance company and substantially all of the entity's activities are functions described in § 1.1471-5(e)(5)(i)(C) through (E);
- Is a member of a nonfinancial group described in § 1.1471-5(e)(5)(i)(B);
- Is not a depository or custodial institution (other than for members of the entity's expanded affiliated group); **and**
- Does not function (or hold itself out) as an investment fund, such as a private equity fund, venture capital fund, leveraged buyout fund or any investment vehicle with an investment strategy to acquire or fund companies and then hold interests in those companies as capital assets for investment purposes.

Part XIX Excepted Nonfinancial Start-Up Company

33 ☐ I certify that the entity identified in Part I:

- Was formed on (or, in the case of a new line of business, the date of board resolution approving the new line of business) _____ (date must be less than 24 months prior to date of payment);
- Is not yet operating a business and has no prior operating history or is investing capital in assets with the intent to operate a new line of business other than that of a financial institution or passive NFFE;
- Is investing capital into assets with the intent to operate a business other than that of a financial institution; **and**
- Does not function (or hold 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.

Part XX Excepted Nonfinancial Entity in Liquidation or Bankruptcy

34 ☐ I certify that the entity identified in Part I:

- Filed a plan of liquidation, filed a plan of reorganization, or filed for bankruptcy on _____;
- During the past 5 years has not been engaged in business as a financial institution or acted as a passive NFFE;
- Is either liquidating or emerging from a reorganization or bankruptcy with the intent to continue or recommence operations as a nonfinancial entity; **and**
- Has, or will provide, documentary evidence such as a bankruptcy filing or other public documentation that supports its claim if it remains in bankruptcy or liquidation for more than three years.

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Part XXI 501(c) Organization

35 ☐ I certify that the entity identified in Part I is a 501(c) organization that:

- Has been issued a determination letter from the IRS that is currently in effect concluding that the payee is a section 501(c) organization that is dated _____; **or**
- Has provided a copy of an opinion from U.S. counsel certifying that the payee is a section 501(c) organization (without regard to whether the payee is a foreign private foundation).

Part XXII Non-Profit Organization

36 ☐ I certify that the entity identified in Part I is a non-profit organization that meets the following requirements:

- The entity is established and maintained in its country of residence exclusively for religious, charitable, scientific, artistic, cultural or educational purposes;
- The entity is exempt from income tax in its country of residence;
- The entity has no shareholders or members who have a proprietary or beneficial interest in its income or assets;
- Neither the applicable laws of the entity's country of residence nor the entity's formation documents permit any income or assets of the 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 entity's charitable activities or as payment of reasonable compensation for services rendered or payment representing the fair market value of property which the entity has purchased; **and**
- The applicable laws of the entity's country of residence or the entity's formation documents require that, upon the entity's liquidation or dissolution, all of its assets be distributed to an entity that is a foreign government, an integral part of a foreign government, a controlled entity of a foreign government, or another organization that is described in this Part XXII or escheats to the government of the entity's country of residence or any political subdivision thereof.

Part XXIII Publicly Traded NFFE or NFFE Affiliate of a Publicly Traded Corporation

Check box 37a or 37b, whichever applies.

37a ☐ I certify that:

- The entity identified in Part I is a foreign corporation that is not a financial institution; **and**
- The stock of such corporation is regularly traded on one or more established securities markets, including _____ (name one securities exchange upon which the stock is regularly traded).

b ☐ I certify that:

- The entity identified in Part I is a foreign corporation that is not a financial institution;
- The entity identified in Part I is a member of the same expanded affiliated group as an entity the stock of which is regularly traded on an established securities market;
- The name of the entity, the stock of which is regularly traded on an established securities market, is _____; **and**
- The name of the securities market on which the stock is regularly traded is _____.

Part XXIV Excepted Territory NFFE

38 ☐ I certify that:

- The entity identified in Part I is an entity that is organized in a possession of the United States;
- The entity identified in Part I:
  - Does not accept deposits in the ordinary course of a banking or similar business,
  - Does not hold, as a substantial portion of its business, financial assets for the account of others, or
  - Is not an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account; **and**
- All of the owners of the entity identified in Part I are bona fide residents of the possession in which the NFFE is organized or incorporated.

Part XXV Active NFFE

39 ☐ I certify that:

- The entity identified in Part I is a foreign entity that is not a financial institution;
- Less than 50% of such entity's gross income for the preceding calendar year is passive income; **and**
- Less than 50% of the assets held by such entity are assets that produce or are held for the production of passive income (calculated as a weighted average of the percentage of passive assets measured quarterly) (see instructions for the definition of passive income).

Part XXVI Passive NFFE

40a ☐ I certify that the entity identified in Part I is a foreign entity that is not a financial institution (other than an investment entity organized in a possession of the United States) and is not certifying its status as a publicly traded NFFE (or affiliate), excepted territory NFFE, active NFFE, direct reporting NFFE, or sponsored direct reporting NFFE.

Check box 40b or 40c, whichever applies.

b ☐ I further certify that the entity identified in Part I has no substantial U.S. owners (or, if applicable, no controlling U.S. persons), **or**

c ☐ I further certify that the entity identified in Part I has provided the name, address, and TIN of each substantial U.S. owner (or, if applicable, controlling U.S. person) of the NFFE in Part XXIX.

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Part XXVII Excepted Inter-Affiliate FFI

41 ☐ I certify that the entity identified in Part I:

- Is a member of an expanded affiliated group;
- Does not maintain financial accounts (other than accounts maintained for members of its expanded affiliated group);
- Does not make withholdable payments to any person other than to members of its expanded affiliated group that are not limited FFIs or limited branches;
- Does not hold an account (other than a depository account in the country in which the entity is operating to pay for expenses) with or receive payments from any withholding agent other than a member of its expanded affiliated group; **and**
- Has not agreed to report under §1.1471-4(d)(2)(ii)(C) or otherwise act as an agent for chapter 4 purposes on behalf of any financial institution, including a member of its expanded affiliated group.

Part XXVIII Sponsored Direct Reporting NFFE (see instructions for when this is permitted)

42 Name of sponsoring entity: _____

GIIN of sponsoring entity: _____

43 ☐ I certify that the entity identified in Part I is a direct reporting NFFE that is sponsored by the entity identified on line 42.

Part XXIX Substantial U.S. Owners of Passive NFFE

As required by Part XXVI, provide the name, address, and TIN of each substantial U.S. owner of the NFFE. Please see instructions for definition of substantial U.S. owner. If providing the form to an FFI treated as a reporting Model 1 FFI or reporting Model 2 FFI, an NFFE may also use this Part for reporting its controlling U.S. persons under an applicable IGA.

Name	Address	TIN

Part XXX Certification

Under penalties of perjury, I declare that I have examined he information on this form and to the best of my knowledge and belief it is true, correct, and complete. I further certify under penalties of perjury that:

- The entity identified on line 1 of this form is the beneficial owner of all the income to which this form relates, is using this form to certify its status for chapter 4 purposes, or is a merchant submitting this form for purposes of section 6050W,
- The entity identified on line 1 of his form is not a U.S. person,
- The income to which this form relates is: (a) not effectively connected wi h the conduct of a trade or business in he United States, (b) effectively connected but is not subject to tax under an income tax treaty, or (c) he partner's share of a partnership's effectively connected income, **and**
- For broker transactions or barter exchanges, he beneficial owner is an exempt foreign person as defined in the instructions.

Furthermore, I authorize his form to be provided to any withholding agent that has control, receipt, or custody of the income of which he entity on line 1 is the beneficial owner or any withholding agent that can disburse or make payments of the income of which the entity on line 1 is the beneficial owner.

I agree that I will submit a new form within 30 days if any certification on this form becomes incorrect.

Sign Here ▶ _____ _____ _____

Signature of individual authorized to sign for beneficial owner | Print Name | Date (MM-DD-YYYY)

☐ **I certify that I have the capacity to sign for the entity identified on line 1 of this form.**

Part X Owner-Documented FFI *(continued)*

Check box 24b or 24c, whichever applies.

b ☐ I certify that the FFI identified in Part I:

- Has provided, or will provide, an FFI owner reporting statement that contains:
  - The name, address, TIN (if any), chapter 4 status, and type of documentation provided (if required) of every individual and specified U.S. person that owns a direct or indirect equity interest in the owner-documented FFI (looking through all entities other than specified U.S. persons);
  - The name, address, TIN (if any), chapter 4 status, and type of documentation provided (if required) of every individual and specified U.S. person that owns a debt interest in the owner-documented FFI (including any indirect debt interest, which includes debt interests in any entity that directly or indirectly owns the payee or any direct or indirect equity interest in a debt holder of the payee) that constitutes a financial account in excess of $50,000 (disregarding all such debt interests owned by participating FFIs, registered deemed-compliant FFIs, certified deemed-compliant FFIs, excepted NFFEs, exempt beneficial owners, or U.S. persons other than specified U.S. persons); **and**
  - Any additional information the withholding agent requests in order to fulfill its obligations with respect to the entity.

c ☐ I certify that the FFI identified in Part I has provided, or will provide, an auditor's letter, signed within four years of the date of payment,

from an independent accounting firm or legal representative with a location in the United States stating that the firm or representative has reviewed the FFI's documentation with respect to all of its owners and debt holders identified in §1.1471-3(d)(6)(iv)(A)(2), and that the FFI meets all the requirements to be an owner-documented FFI. The FFI identified in Part I has also provided, or will provide, an FFI owner reporting statement of its owners that are specified U.S. persons and Form(s) W-9, with applicable waivers.

Check box 24d if applicable.

d ☐ I certify that the entity identified in line 1 is a trust that does not have any contingent beneficiaries or designated classes with unidentified beneficiaries.

Part XI Restricted Distributor

25a ☐ (All restricted distributors check here) I certify that the entity identified in Part I:

- Operates as a distributor with respect to debt or equity interests of the restricted fund with respect to which this form is furnished;
- Provides investment services to at least 30 customers unrelated to each other and less than half of its customers are related to each other;
- Is required to perform AML due diligence procedures under the anti-money laundering laws of its country of organization (which is an FATF-compliant jurisdiction);
- Operates solely in its country of incorporation or organization, has no fixed place of business outside of that country, and has the same country of incorporation or organization as all members of its affiliated group, if any;
- Does not solicit customers outside its country of incorporation or organization;
- Has no more than $175 million in total assets under management and no more than $7 million in gross revenue on its income statement for the most recent accounting year;
- Is not a member of an expanded affiliated group that has more than $500 million in total assets under management or more than $20 million in gross revenue for its most recent accounting year on a combined or consolidated income statement; **and**
- Does not distribute any debt or securities of the restricted fund to specified U.S. persons, passive NFFEs with one or more substantial U.S. owners, or nonparticipating FFIs.

Check box 25b or 25c, whichever applies.

I further certify that with respect to all sales of debt or equity interests in the restricted fund with respect to which this form is furnished that are made after December 31, 2011, the entity identified in Part I:

b ☐ Has been bound by a distribution agreement that contained a general prohibition on the sale of debt or securities to U.S. entities and U.S. resident individuals and is currently bound by a distribution agreement that contains a prohibition of the sale of debt or securities to any specified U.S. person, passive NFFE with one or more substantial U.S. owners, or nonparticipating FFI.

c ☐ Is currently bound by a distribution agreement that contains a prohibition on the sale of debt or securities to any specified U.S. person, passive NFFE with one or more substantial U.S. owners, or nonparticipating FFI and, for all sales made prior to the time that such a restriction was included in its distribution agreement, has reviewed all accounts related to such sales in accordance with the procedures identified in §1.1471-4(c) applicable to preexisting accounts and has redeemed or retired any, or caused the restricted fund to transfer the securities to a distributor that is a participating FFI or reporting Model 1 FFI securities which were sold to specified U.S. persons, passive NFFEs with one or more substantial U.S. owners, or nonparticipating FFIs.

Part XII Nonreporting IGA FFI

26 ☐ I certify that the entity identified in Part I:

- Meets the requirements to be considered a nonreporting financial institution pursuant to an applicable IGA between the United States and _____;
- Is treated as a _____ under the provisions of the applicable IGA (see instructions); **and**
- If you are an FFI treated as a registered deemed-compliant FFI under an applicable Model 2 IGA, provide your GIIN:

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Part XIII Foreign Government, Government of a U.S. Possession, or Foreign Central Bank of Issue

27a ☐ I certify that the entity identified in Part I is the beneficial owner of the payment and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or depository institution with respect to the payments, accounts, or obligations for which this form is submitted (except as permitted in §1.1471-6(h)(2)).

Part XIV International Organization

Check box 28a or 28b, whichever applies.

28a ☐ I certify that the entity identified in Part I is an international organization described in section 7701(a)(18).

b ☐ I certify that the entity identified in Part I:

- Is comprised primarily of foreign governments;
- Is recognized as an intergovernmental or supranational organization under a foreign law similar to the International Organizations Immunities Act;
- The benefit of the entity's income does not inure to any private person;
- Is the beneficial owner of the payment and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or depository institution with respect to the payments, accounts, or obligations for which this form is submitted (except as permitted in §1.1471-6(h)(2)).

Part XV Exempt Retirement Plans

Check box 29a, b, c, d, e, or f, whichever applies.

29a ☐ I certify that the entity identified in Part I:

- Is established in a country with which the United States has an income tax treaty in force (see Part III if claiming treaty benefits);
- Is operated principally to administer or provide pension or retirement benefits; **and**
- Is entitled to treaty benefits on income that the fund derives from U.S. sources (or would be entitled to benefits if it derived any such income) as a resident of the other country which satisfies any applicable limitation on benefits requirement.

b ☐ I certify that the entity identified in Part I:

- Is organized for the provision of retirement, disability, or death benefits (or any combination thereof) to beneficiaries that are former employees of one or more employers in consideration for services rendered;
- No single beneficiary has a right to more than 5% of the FFI's assets;
- Is subject to government regulation and provides annual information reporting about its beneficiaries to the relevant tax authorities in the country in which the fund is established or operated; **and**
  - Is generally exempt from tax on investment income under the laws of the country in which it is established or operates due to its status as a retirement or pension plan;
  - Receives at least 50% of its total contributions from sponsoring employers (disregarding transfers of assets from other plans described in this part, retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, other retirement funds described in an applicable Model 1 or Model 2 IGA, or accounts described in § 1.1471-5(b)(2)(i)(A));
  - Either does not permit or penalizes distributions or withdrawals made before the occurrence of specified events related to retirement, disability, or death (except rollover distributions to accounts described in §1.1471-5(b)(2)(i)(A) (referring to retirement and pension accounts), to retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, or to other retirement funds described in this part or in an applicable Model 1 or Model 2 IGA); **or**
  - Limits contributions by employees to the fund by reference to earned income of the employee or may not exceed $50,000 annually.

c ☐ I certify that the entity identified in Part I:

- Is organized for the provision of retirement, disability, or death benefits (or any combination thereof) to beneficiaries that are former employees of one or more employers in consideration for services rendered;
- Has fewer than 50 participants;
- Is sponsored by one or more employers each of which is not an investment entity or passive NFFE;
- Employee and employer contributions to the fund (disregarding transfers of assets from other plans described in this part, retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, or accounts described in §1.1471-5(b)(2)(i)(A)) are limited by reference to earned income and compensation of the employee, respectively;
- Participants that are not residents of the country in which the fund is established or operated are not entitled to more than 20 percent of the fund's assets; **and**
- Is subject to government regulation and provides annual information reporting about its beneficiaries to the relevant tax authorities in the country in which the fund is established or operates.

d ☐ I certify that the entity identified in Part I is formed pursuant to a pension plan that would meet the requirements of section 401(a), other than the requirement that the plan be funded by a trust created or organized in the United States.

e ☐ I certify that the entity identified in Part I is established exclusively to earn income for the benefit of one or more retirement funds described in this part or in an applicable Model 1 or Model 2 IGA, accounts described in §1.1471-5(b)(2)(i)(A) (referring to retirement and pension accounts), or retirement and pension accounts described in an applicable Model 1 or Model 2 IGA.

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Part XV Exempt Retirement Plans *(continued)*

f ☐ I certify that the entity identified in Part I:

- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in §1.1471-6) or an exempt beneficial owner described in an applicable Model 1 or Model 2 IGA to provide retirement, disability, or death benefits to beneficiaries or participants that are current or former employees of the sponsor (or persons designated by such employees); **or**
- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in § 1.1471-6) or an exempt beneficial owner described in an applicable Model 1 or Model 2 IGA to provide retirement, disability, or death benefits to beneficiaries or participants that are not current or former employees of such sponsor, but are in consideration of personal services performed for the sponsor.

Part XVI Entity Wholly Owned by Exempt Beneficial Owners

30 ☐ I certify that the entity identified in Part I:

- Is an FFI solely because it is an investment entity;
- Each direct holder of an equity interest in the investment entity is an exempt beneficial owner described in §1.1471-6 or in an applicable Model 1 or Model 2 IGA;
- Each direct holder of a debt interest in the investment entity is either a depository institution (with respect to a loan made to such entity) or an exempt beneficial owner described in §1.1471-6 or an applicable Model 1 or Model 2 IGA.
- Has provided an owner reporting statement that contains the name, address, TIN (if any), chapter 4 status, and a description of the type of documentation provided to the withholding agent for every person that owns a debt interest constituting a financial account or direct equity interest in the entity; **and**
- Has provided documentation establishing hat every owner of the entity is an entity described in §1.1471-6(b), (c), (d), (e), (f) and/or (g) without regard to whether such owners are beneficial owners.

Part XVII Territory Financial Institution

31 ☐ I certify that the entity identified in Part I is a financial institution (other than an investment entity) that is incorporated or organized under the laws of a possession of the United States.

Part XVIII Excepted Nonfinancial Group Entity

32 ☐ I certify that the entity identified in Part I:

- Is a holding company, treasury center, or captive finance company and substantially all of the entity's activities are functions described in § 1.1471-5(e)(5)(i)(C) through (E);
- Is a member of a nonfinancial group described in § 1.1471-5(e)(5)(i)(B);
- Is not a depository or custodial institution (other than for members of the entity's expanded affiliated group); **and**
- Does not function (or hold itself out) as an investment fund, such as a private equity fund, venture capital fund, leveraged buyout fund or any investment vehicle with an investment strategy to acquire or fund companies and then hold interests in those companies as capital assets for investment purposes.

Part XIX Excepted Nonfinancial Start-Up Company

33 ☐ I certify that the entity identified in Part I:

- Was formed on (or in the case of a new line of business, the date of board resolution approving the new line of business) _____ (date must be less than 24 months prior to date of payment);
- Is not yet operating a business and has no prior operating history or is investing capital in assets with the intent to operate a new line of business other than hat of a financial institution or passive NFFE;
- Is investing capital into assets with the intent to operate a business other than that of a financial institution; **and**
- Does not function (or hold 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.

Part XX Excepted Nonfinancial Entity in Liquidation or Bankruptcy

34 ☐ I certify that the entity identified in Part I:

- Filed a plan of liquidation, filed a plan of reorganization, or filed for bankruptcy on _____;
- During the past 5 years has not been engaged in business as a financial institution or acted as a passive NFFE;
- Is either liquidating or emerging from a reorganization or bankruptcy with the intent to continue or recommence operations as a nonfinancial entity; **and**
- Has, or will provide, documentary evidence such as a bankruptcy filing or other public documentation that supports its claim if it remains in bankruptcy or liquidation for more than three years.

Part XXI 501(c) Organization

35 ☐ I certify that the entity identified in Part I is a 501(c) organization that:

- Has been issued a determination letter from the IRS that is currently in effect concluding that the payee is a section 501(c) organization that is dated _____; **or**
- Has provided a copy of an opinion from U.S. counsel certifying that the payee is a section 501(c) organization (without regard to whether the payee is a foreign private foundation).

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Part XXII Non-Profit Organization

36 ☐ I certify that the entity identified in Part I is a non-profit organization that meets the following requirements:

- The en ity is established and maintained in its country of residence exclusively for religious, charitable, scientific, artistic, cultural or educational purposes;
- The entity is exempt from income tax in its country of residence;
- The entity has no shareholders or members who have a proprietary or beneficial interest in its income or assets;
- Neither the applicable laws of the entity's country of residence nor the entity's formation documents permit any income or assets of the 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 entity's charitable activities or as payment of reasonable compensation for services rendered or payment representing the fair market value of property which the entity has purchased; **and**
- The applicable laws of the entity's country of residence or the entity's formation documents require that, upon the entity's liquidation or dissolution, all of its assets be distributed to an entity that is a foreign government, an integral part of a foreign government, a controlled entity of a foreign government, or another organization that is described in this Part XXII or escheats to the government of the entity's country of residence or any political subdivision thereof.

Part XXIII Publicly Traded NFFE or NFFE Affiliate of a Publicly Traded Corporation

Check box 37a or 37b, whichever applies.

37a ☐ I certify that:

- The entity identified in Part I is a foreign corporation that is not a financial institution; **and**
- The stock of such corporation is regularly traded on one or more established securities markets, including _____ (name one securities exchange upon which the stock is regularly traded).

b ☐ I certify that:

- The entity identified in Part I is a foreign corporation that is not a financial institution;
- The entity identified in Part I is a member of the same expanded affiliated group as an entity the stock of which is regularly traded on an established securities market;
- The name of the entity, the stock of which is regularly traded on an established securities market, is _____; **and**
- The name of the securities market on which the stock is regularly traded is _____.

Part XXIV Excepted Territory NFFE

38 ☐ I certify that:

- The entity identified in Part I is an entity that is organized in a possession of the United States;
- The entity identified in Part I:
  - Does not accept deposits in the ordinary course of a banking or similar business,
  - Does not hold, as a substantial portion of its business, financial assets for the account of others, or
  - Is not an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account; **and**
- All of the owners of the entity identified in Part I are bona fide residents of the possession in which the NFFE is organized or incorporated.

Part XXV Active NFFE

39 ☐ I certify that:

- The entity identified in Part I is a foreign entity that is not a financial institution;
- Less than 50% of such entity's gross income for the preceding calendar year is passive income; **and**
- Less than 50% of the assets held by such entity are assets that produce or are held for the production of passive income (calculated as a weighted average of he percentage of passive assets measured quarterly) (see instructions for the definition of passive income).

Part XXVI Passive NFFE

40a ☐ I certify that the entity identified in Part I is a foreign entity that is not a financial institution (other than an investment entity organized in a possession of the United States) and is not certifying its status as a publicly traded NFFE (or affiliate), excepted territory NFFE, active NFFE, direct reporting NFFE, or sponsored direct reporting NFFE.

Check box 40b or 40c, whichever applies.

b ☐ I further certify that the entity identified in Part I has no substantial U.S. owners, or

c ☐ I further certify hat the entity identified in Part I has provided he name, address, and TIN of each substantial U.S. owner of the NFFE in Part XXX.

Part XXVII Excepted Inter-Affiliate FFI

41 ☐ I certify that the entity identified in Part I:

- Is a member of an expanded affiliated group;
- Does not maintain financial accounts (other than accounts maintained for members of its expanded affiliated group);
- Does not make withholdable payments to any person other than to members of its expanded affiliated group that are not limited FFIs or limited branches;
- Does not hold an account (other than a depository account in the country in which the entity is operating to pay for expenses) with or receive payments from any withholding agent other than a member of its expanded affiliated group; **and**
- Has not agreed to report under §1.1471-4(d)(2)(ii)(C) or otherwise act as an agent for chapter 4 purposes on behalf of any financial ins itution, including a member of its expanded affiliated group.

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Part XXVIII Sponsored Direct Reporting NFFE

42 Name of sponsoring entity: _____

43 ☐ I certify that the entity identified in Part I is a direct reporting NFFE that is sponsored by the entity identified in line 42.

Part XXIX Certification

Under penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete. I further certify under penalties of perjury that:

- The entity identified on line 1 of this form is the beneficial owner of all the income to which this form relates, is using this form to certify its status for chapter 4 purposes, or is a merchant submitting this form for purposes of section 6050W,
- The entity identified on line 1 of this form is not a U.S. person,
- The income to which this form relates is: (a) not effectively connected with the conduct of a trade or business in the United States, (b) effectively connected but is not subject to tax under an income tax treaty, or (c) the partner's share of a partnership's effectively connected income, and
- For broker transactions or barter exchanges, the beneficial owner is an exempt foreign person as defined in the instructions.

Furthermore, I authorize this form to be provided to any withholding agent that has control, receipt, or custody of the income of which the entity on line 1 is the beneficial owner or any withholding agent that can disburse or make payments of the income of which the entity on line 1 is the beneficial owner.

I agree that I will submit a new form within 30 days if any certification on this form becomes incorrect.

Sign Here ▶ _____ _____ _____

Signature of individual authorized to sign for beneficial owner | Print Name | Date (MM-DD-YYYY)

☐ **I certify that I have the capacity to sign for the entity identified on line 1 of this form.**

Part XXX Substantial U.S. Owners of Passive NFFE

As required by Part XXVI, provide the name, address, and TIN of each substantial U.S. owner of the NFFE. Please see instructions for definition of substantial U.S. owner.

Name	Address	TIN

APPENDIX C

Form **W-8IMY**
(Rev. September 2016)
Department of the Treasury
Internal Revenue Service

Certificate of Foreign Intermediary, Foreign Flow-Through Entity, or Certain U.S. Branches for United States Tax Withholding and Reporting

▶ Section references are to the Internal Revenue Code.
▶ Information about Form W-8IMY and its separate instructions is at *www.irs.gov/formw8imy*.
▶ Give this form to the withholding agent or payer. Do not send to the IRS.

OMB No. 1545-1621

Do not use this form for:	Instead, use Form
• A beneficial owner solely claiming foreign status or treaty benefits	W-8BEN or W-8BEN-
• A hybrid entity claiming treaty benefits on its own behalf	.W-8BEN
• A foreign person claiming that income is effectively connected with he conduct of a trade or business in the United States	.W-8E
• A disregarded entity with a single foreign owner that is the beneficial owner of he income to which his form relates. Instead, the single foreign owner should use	W-8BEN, W-8ECI, or W-8BEN-
• A foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. possession claiming the applicability of section(s) 115(2), 501(c), 892, 895, or 1443(b)	W-8EX
• U.S. entity or U.S. citizen or resident	.W-
• A foreign person documenting itself for purposes of section 6050W	.W-8BEN, W-8BEN-E, or W-8E

Part I Identification of Entity

1 Name of individual or organization hat is acting as intermediary

2 Country of incorporation or organization

3 Name of disregarded entity (if applicable), see instructions

4 Chapter 3 Status (en ity type) (Must check one box only.):

- ☐ Qualified intermediary. Complete Part III.
- ☐ Nonqualified intermediary. Complete Part IV.
- ☐ Territory financial institution. Complete Part V.
- ☐ U.S. branch. Complete Part VI.
- ☐ Withholding foreign partnership. Complete Part VII.
- ☐ Withholding foreign trust. Complete Part VII.
- ☐ Nonwithholding foreign partnership. Complete Part VIII.
- ☐ Nonwithholding foreign simple trust. Complete Part VIII.
- ☐ Nonwithholding foreign grantor trust. Complete Part VIII.

5 Chapter 4 Status (FATCA status) (See instructions for details and complete the certification below for the entity's applicable status.) (Must check one box only.):

- ☐ Nonparticipating FFI (including a limited FFI or an FFI related to a Reporting IGA FFI other than a deemed-compliant FFI, participa ing FFI, or exempt beneficial owner). Complete Part IX (if applicable).
- ☐ Participating FFI.
- ☐ Reporting Model 1 FFI.
- ☐ Reporting Model 2 FFI.
- ☐ Registered deemed-compliant FFI (other than a reporting Model 1 FFI, sponsored FFI, or nonrepor ing IGA FFI covered in Part XIX).
- ☐ Territory financial institution. Complete Part V.
- ☐ Sponsored FFI (o her than a certified deemed-compliant sponsored, closely held investment vehicle). Complete Part X.
- ☐ Cer ified deemed-compliant nonregistering local bank. Complete Part XII.
- ☐ Cer ified deemed-compliant FFI wi h only low-value accounts. Complete Part XIII.
- ☐ Cer ified deemed-compliant sponsored, closely held investment vehicle. Complete Part XIV.
- ☐ Cer ified deemed-compliant limited life debt investment entity. Complete Part XV.
- ☐ Cer ified deemed-compliant investment advisors and investment managers. Complete Part XVI.
- ☐ Owner-documented FFI. Complete Part XI.
- ☐ Restricted distributor. Complete Part XVII.
- ☐ Foreign central bank of issue. Complete Part XVIII.
- ☐ Nonreporting IGA FFI. Complete Part XIX.
- ☐ Exempt retirement plans. Complete Part XX.
- ☐ Excepted nonfinancial group entity. Complete Part XXI.
- ☐ Excepted nonfinancial start-up company. Complete Part XXII.
- ☐ Excepted nonfinancial entity in liquidation or bankruptcy. Complete Part XXIII.
- ☐ Publicly traded NFFE or NFFE affiliate of a publicly traded corporation. Complete Part XXIV.
- ☐ Excepted territory NFFE. Complete Part XXV.
- ☐ Active NFFE. Complete Part XXVI.
- ☐ Passive NFFE. Complete Part XXVII.
- ☐ Direct reporting NFFE.
- ☐ Sponsored direct reporting NFFE. Complete Part XXVIII.

6 Permanent residence address (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address** (other than a registered address).

City or town, state or province. Include postal code where appropriate.

Country

7 Mailing address (if different from above)

City or town, state or province. Include postal code where appropriate.

Country

8 U.S. taxpayer identification number, if required ▶

☐ QI-EIN ☐ WP-EIN ☐ WT-EIN ☐ EIN ☐ SSN or ITIN

9 GIIN (if applicable)

10 Reference number(s) (see instructions)

Part II **Disregarded Entity or Branch Receiving Payment.** (Complete only if a disregarded entity with a GIIN or a branch of an FFI in a country other than the FFI's country of residence. See instructions.)

11 Chapter 4 Status (FATCA status) of disregarded entity or branch receiving payment.

☐ Limited branch (see instructions). ☐ Reporting Model 1 FFI. ☐ U.S. Branch.

☐ Participating FFI. ☐ Reporting Model 2 FFI.

12 Address of branch (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address** (other than a registered address).

City or town, state or province. Include postal code where appropriate.	Country

13 GIIN (if any) ▶

Chapter 3 Status Certifications

Part III **Qualified Intermediary**

14a ☐ (All qualified intermediaries check here.) I certify that the entity identified in Part I (or branch, if relevant):

- Is a qualified intermediary with respect to the account(s) identified on line 10 or in a withholding statement associated with this form (as required) that is either:
  - (i) not acting for its own account;
  - (ii) a qualified derivatives dealer; and/or
  - (iii) a qualified intermediary assuming primary withholding responsibility for payments of substitute interest, as permitted by the QI Agreement.
- Has provided or will provide a withholding statement, as required, for purposes of chapters 3 and 4 that is subject to the certifications made on this form.

Check all that apply.

b ☐ I certify that the entity identified in Part I of this form is not providing a withholding statement associated with this form because it assumes primary withholding responsibility for purposes of chapters 3 and 4, and either:

- Primary Form 1099 reporting and backup withholding responsibility; or
- Reporting responsibility as a participating FFI or registered deemed-compliant FFI with respect to accounts that it maintains and that are held by specified U.S. persons as permitted under Regulations sections 1.6049-4(c)(4)(i) or (c)(4)(ii) in lieu of Form 1099 reporting.

c ☐ I certify that the entity identified in Part I of this form assumes primary withholding responsibility under chapters 3 and 4 with respect to payments made to each account identified on this line 14c (or on an attachment to this form) ▶

d ☐ I certify that the entity identified in Part I of this form assumes primary Form 1099 reporting and backup withholding responsibility with respect to payments made to each account identified on this line 14d or on an attachment to this form or reporting responsibility as a participating FFI or registered deemed-compliant FFI with respect to accounts that it maintains and that are held by specified U.S. persons as permitted under Regulations sections 1.6049-4(c)(4)(i) or (c)(4)(ii) in lieu of Form 1099 reporting ▶

e ☐ I certify that the entity identified in Part I of this form does **NOT** assume primary Form 1099 reporting and backup withholding responsibility. Check all hat apply.

- (i) ☐ I certify that the entity identified in Part I of this form is using this form to transmit Forms W-9 with respect to each account(s) not covered by the certification in (ii) held by a U.S. nonexempt recipient identified on this line 14e or in a withholding statement associated with this form ▶
- (ii) ☐ If the entity identified on Part I of this form has allocated or will allocate a portion of a payment to a chapter 4 withholding rate pool of U.S. payees on a withholding statement associated with this form, I certify that the entity meets the requirements of Regulations section 1.6049-4(c)(4)(iii) with respect to any account holder of an account it maintains that is included in a withholding rate pool of U.S. payees provided on a withholding statement associated with this form.
- (iii) ☐ If the entity identified on Part I of this form has allocated or will allocate a portion of a payment to a chapter 4 withholding rate pool of U.S. payees on a withholding statement associated with this form, to the extent the entity is providing a withholding statement that includes a chapter 4 withholding rate pool of U.S. payees that are account holders of an intermediary or flow-through entity receiving a payment from the entity identified on line 1, I certify that the entity on line 1 has obtained or will obtain documentation sufficient to establish each such intermediary or flow-through entity's status as a participating FFI, registered deemed-compliant FFI, or FFI that is a qualified intermediary.

f ☐ I certify that the entity identified in Part I of this form is acting as qualified securities lender with respect to payments associated with this form that are U.S. source substitute dividends received from the withholding agent.

g ☐ I certify that the entity identified in Part I of this form meets the requirements to act as a qualified derivatives dealer and assumes primary withholding responsibility for the payments associated with this form and/or identified on a withholding statement.

h ☐ I certify that the entity identified in Part I of this form is acting as a qualified intermediary and assumes primary withholding responsibility under chapters 3 and 4 and primary Form 1099 reporting and backup withholding responsibility for all payments of substitute interest associated with this form as permitted by the QI Agreement.

Part IV Nonqualified Intermediary

Check all that apply.

15a ☐ (All nonqualified intermediaries and qualified intermediaries that are not acting in their capacity as such check here.) I certify that the entity identified in Part I of this form is not acting as a qualified intermediary with respect to each account(s) for which this form is provided and is not acting for its own account.

b ☐ I certify that the entity identified in Part I of this form is using this form to transmit withholding certificates and/or other documentation and has provided, or will provide, a withholding statement, as required.

c ☐ I certify that the entity identified in Part I of this form meets the requirements of Regulations section 1.6049-4(c)(4)(iii) with respect to any account holder of an account it maintains that is included in a withholding rate pool of U.S. payees provided on a withholding statement associated with this form.

d ☐ I certify that the entity identified in Part I of this form is acting as a qualified securities lender with respect to payments associated with this form that are U.S. source substitute dividends received from the withholding agent.

Part V Territory Financial Institution

16a ☐ I certify that the entity identified in Part I is a financial institution (other than an investment entity that is not also a depository institution, custodial institution, or specified insurance company) that is incorporated or organized under the laws of a possession of the United States.

Check box 16b or 16c, whichever applies.

b ☐ I further certify that the entity identified in Part I is using this form as evidence of its agreement with the withholding agent to be treated as a U.S. person for purposes of chapters 3 and 4 with respect to any payments associated with this withholding certificate.

c ☐ I further certify that the entity identified in Part I:

- Is using this form to transmit withholding certificates and/or other documentation for the persons for whom it receives a payment; **and**
- Has provided or will provide a withholding statement, as required.

Part VI Certain U.S. Branches

17a ☐ I certify that the entity identified in Part I is receiving payments that are not effectively connected with the conduct of a trade or business in the United States.

Check box 17b or 17c, whichever applies.

b ☐ I certify that the entity identified in Part I is a U.S. branch of a foreign bank or insurance company described in Regulations section 1.1441-1(b)(2)(iv)(A) that is a participating FFI (including a reporting Model 2 FFI), registered deemed-compliant FFI (including a reporting Model 1 FFI), or NFFE that is using this form as evidence of its agreement with the withholding agent to be treated as a U.S. person with respect to any payments associated with this withholding certificate.

c ☐ I certify that the entity identified in Part I:

- Is using this form to transmit withholding certificates and/or other documentation for the persons for whom the branch receives a payment; **and**
- Has provided or will provide a withholding statement, as required.

Part VII Withholding Foreign Partnership (WP) or Withholding Foreign Trust (WT)

18 ☐ I certify that the entity identified in Part I is a withholding foreign partnership or a withholding foreign trust that is compliant with the terms of its WP or WT agreement.

Part VIII Nonwithholding Foreign Partnership, Simple Trust, or Grantor Trust

Check all that apply.

19a ☐ I certify that the entity identified in Part I:

- Is a nonwithholding foreign partnership, a nonwithholding foreign simple trust, or a nonwithholding foreign grantor trust and is providing this form for payments that are not effectively connected, or are not treated as effectively connected, with the conduct of a trade or business in the United States; **and**
- Is using this form to transmit withholding certificates and/or other documentation and has provided or will provide a withholding statement, as required for purposes of chapters 3 and 4, that is subject to the certifications made on this form.

b ☐ I certify that the entity identified in Part I is a foreign partnership that is a partner in a lower-tier partnership and is providing this Form

W-8IMY for purposes of section 1446.

Chapter 4 Status Certifications

Part IX Nonparticipating FFI with Exempt Beneficial Owners

20 ☐ I certify that the entity identified in Part I is using this form to transmit withholding certificates and/or other documentation and has provided or will provide a withholding statement that indicates the portion of the payment allocated to one or more exempt beneficial owners.

Part X Sponsored FFI

21 a Name of sponsoring entity: ▶

GIIN of sponsoring entity: ▶

Check box 21b or 21c, whichever applies.

b ☐ I certify that the entity identified in Part I:
- Is an investment entity;
- Is not a QI, WP, or WT; **and**
- Has agreed with the entity identified above (that is not a nonparticipating FFI) to act as the sponsoring entity for this entity.

c ☐ I certify that the entity identified in Part I:
- Is a controlled foreign corporation as defined in section 957(a);
- Is not a QI, WP, or WT;
- Is wholly owned, directly or indirectly, by the U.S. financial institution identified above that agrees to act as the sponsoring entity for this entity; **and**
- Shares a common electronic account system with the sponsoring entity (identified above) that enables the sponsoring entity to identify all account holders and payees of the entity and to access all account and customer information maintained by the entity including, but not limited to, customer identification information, customer documentation, account balance, and all payments made to account holders or payees.

Part XI Owner-Documented FFI

Note: This status only applies if the U.S. financial institution, participating FFI, reporting Model 1 FFI, or reporting Model 2 FFI to which this form is given has agreed that it will treat the FFI as an owner-documented FFI. The owner-documented FFI must make the certifications below.

22 a ☐ I certify that the FFI identified in Part I:
- Does not act as an intermediary;
- Does not accept deposits in the ordinary course of a banking or similar business;
- Does not hold, as a substantial portion of its business, financial assets for the account of others;
- Is not an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account;
- Is not affiliated with an entity (other than an FFI that is also treated as an owner-documented FFI) that accepts deposits in the ordinary course of a banking or similar business, holds, as a substantial portion of its business, financial assets for the account of others, or is an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account; **and**
- Does not maintain a financial account for any nonparticipating FFI.

Check box 22b or 22c, whichever applies.

b ☐ I certify that the FFI identified in Part I:
- Has provided, or will provide, an FFI owner reporting statement (including any applicable owner documentation) that contains:
  - **(i)** The name, address, TIN (if any), chapter 4 status, and type of documentation provided (if required) of every individual and specified U.S. person that owns a direct or indirect equity interest in the owner-documented FFI (looking through all entities other than specified U.S. persons);
  - **(ii)** The name, address, TIN (if any), chapter 4 status, and type of documentation provided (if required) of every individual and specified U.S. person that owns a debt interest in the owner-documented FFI (including any indirect debt interest, which includes debt interests in any entity that directly or indirectly owns the payee or any direct or indirect equity interest in a debt holder of the payee) that constitutes a financial account in excess of $50,000 (disregarding all such debt interests owned by participating FFIs, registered deemed-compliant FFIs, certified deemed-compliant FFIs, excepted NFFEs, exempt beneficial owners, or U.S. persons other than specified U.S. persons); **and**
  - **(iii)** Any additional information the withholding agent requests in order to fulfill its obligations with respect to the entity.

c ☐ I certify that the FFI identified in Part I:
- Has provided, or will provide, an auditor's letter, signed no more than four years prior to the date of payment, from an independent accounting firm or legal representative with a location in the United States stating that the firm or representative has reviewed the FFI's documentation with respect to all of its owners and debt holders identified in Regulations section 1.1471-3(d)(6)(iv)(A)(2) and that the FFI meets all the requirements to be an owner-documented FFI. The FFI identified in Part I has also provided, or will provide, an FFI owner reporting statement and Form W-9, with applicable waivers, as described in Regulations section 1.1471-3(d)(6)(iv).

Part XII Certified Deemed-Compliant Nonregistering Local Bank

23 ☐ I certify that the FFI identified in Part I:

- Operates and is licensed solely as a bank or credit union (or similar cooperative credit organization operated without profit) in its country of incorporation or organization;
- Engages primarily in the business of receiving deposits from and making loans to, with respect to a bank, retail customers unrelated to such bank and, with respect to a credit union or similar cooperative credit organization, members, provided that no member has a greater than five percent interest in such credit union or cooperative credit organization;
- Does not solicit account holders outside its country of organization;
- Has no fixed place of business outside such country (for this purpose, a fixed place of business does not include a location that is not advertised to the public and from which the FFI performs solely administrative support functions);
- Has no more than $175 million in assets on its balance sheet and, if it is a member of an expanded affiliated group, the group has no more than $500 million in total assets on its consolidated or combined balance sheets; **and**
- Does not have any member of its expanded affiliated group that is a foreign financial institution, other than a foreign financial institution that is incorporated or organized in the same country as the FFI identified in Part I and that meets the requirements set forth in this Part XII.

Part XIII Certified Deemed-Compliant FFI with Only Low-Value Accounts

24 ☐ I certify that the FFI identified in Part I:

- Is not engaged primarily in the business of investing, reinvesting, or trading in securities, partnership interests, commodities, notional principal contracts, insurance or annuity contracts, or any interest (including a futures or forward contract or option) in such security, partnership interest, commodity, notional principal contract, insurance contract or annuity contract;
- No financial account maintained by the FFI or any member of its expanded affiliated group, if any, has a balance or value in excess of $50,000 (as determined after applying applicable account aggregation rules); **and**
- Neither the FFI nor the FFI's entire expanded affiliated group, if any, have more than $50 million in assets on its consolidated or combined balance sheet as of the end of its most recent accounting year.

Part XIV Certified Deemed-Compliant Sponsored, Closely Held Investment Vehicle

25a Name of sponsoring entity: ▶ _____

b ☐

- I certify that the FFI identified in Part I:
- Is an FFI solely because it is an investment entity described in Regulations section 1.1471-5(e)(4);
- Is not a QI, WP, or WT;
- Will have all of its due diligence, withholding, and reporting responsibilities (determined as if the FFI were a participating FFI) fulfilled by the sponsoring entity identified on line 25a; **and**
- Twenty or fewer individuals own all of the debt and equity interests in the entity (disregarding debt interests owned by U.S. financial institutions, participating FFIs, registered deemed-compliant FFIs, and certified deemed-compliant FFIs and equity interests owned by an entity that owns 100 percent of the equity interests in the FFI identified in Part I and is itself a sponsored FFI).

Part XV Certified Deemed-Compliant Limited Life Debt Investment Entity

26 ☐ I certify that the FFI identified in Part I:

- Was in existence as of January 17, 2013;
- Issued all classes of its debt or equity interests to investors on or before January 17, 2013 pursuant to a trust indenture or similar agreement; **and**
- Is certified deemed-compliant because it satisfies the requirements to be treated as a limited life debt investment entity (such as the restrictions with respect to its assets and other requirements under Regulations section 1.1471-5(f)(2)(iv)).

Part XVI Certified Deemed-Compliant Investment Advisors and Investment Managers

27 ☐ I certify that the entity identified in Part I:

- Is a financial institution solely because it is an investment entity described in Regulations section 1.1471-5(e)(4)(i)(A), **and**
- Does not maintain financial accounts.

Part XVII Restricted Distributor

28a ☐ (All restricted distributors check here.) I certify that the entity identified in Part I:

- Operates as a distributor with respect to debt or equity interests of the restricted fund with respect to which this form is furnished;
- Provides investment services to at least 30 customers unrelated to each other and less than half of its customers are related to each other;
- Is required to perform AML due diligence procedures under the anti-money laundering laws of its country of organization (which is a FATF-compliant jurisdiction);
- Operates solely in its country of incorporation or organization, has no fixed place of business outside of that country, and has the same country of incorporation or organization as all members of its affiliated group, if any;
- Does not solicit customers outside its country of incorporation or organization;
- Has no more than $175 million in total assets under management and no more than $7 million in gross revenue on its income statement for the most recent accounting year;
- Is not a member of an expanded affiliated group that has more than $500 million in total assets under management or more than $20 million in gross revenue for its most recent accounting year on a combined or consolidated income statement; **and**
- Does not distribute any debt or securities of the restricted fund to specified U.S. persons, passive NFFEs with one or more substantial

U.S. owners, or nonparticipating FFIs.

Part XVII Restricted Distributor *(continued)*

Check box 28b or 28c, whichever applies.

I further certify that with respect to all sales of debt or equity interests in the restricted fund with respect to which this form is furnished that are made after December 31, 2011, the entity identified in Part I:

b ☐ Has been bound by a distribution agreement that contained a general prohibition on the sale of debt or securities to U.S. entities and U.S. resident individuals and is currently bound by a distribution agreement that contains a prohibition of the sale of debt or securities to any specified U.S. person, passive NFFE with one or more substantial U.S. owners, or nonparticipating FFI.

c ☐ Is currently bound by a distribution agreement that contains a prohibition on the sale of debt or securities to any specified U.S. person, passive NFFE with one or more substantial U.S. owners, or nonparticipating FFI and, for all sales made prior to the time that such a restriction was included in its distribution agreement, has reviewed all accounts related to such sales in accordance with the procedures identified in Regulations section 1.1471-4(c) applicable to preexisting accounts and has redeemed or retired any securities which were sold to specified U.S. persons, passive NFFEs with one or more substantial U.S. owners, or nonparticipating FFIs, or will transfer the securities to a distributor that is a participating FFI reporting Model 1 FFI, or reporting Model 2 FFI.

Part XVIII Foreign Central Bank of Issue

29 ☐ I certify that the entity identified in Part I is treated as the beneficial owner of the payment solely for purposes of chapter 4 under Regulations section 1.1471-6(d)(4).

Part XIX Nonreporting IGA FFI

30 ☐ I certify that the entity identified in Part I:

- Meets the requirements to be considered a nonreporting financial institution pursuant to an applicable IGA between the United States and _____. The applicable IGA is a ☐ Model 1 IGA or a ☐ Model 2 IGA; and is treated as a _____ under the provisions of the applicable IGA or Treasury regulations (if applicable, see instructions);
- If you are a trustee documented trust or a sponsored entity, provide the name of the trustee or sponsor whose GIIN is provided on line 9a (if any) _____; and your GIIN (if issued to you) _____.

Part XX Exempt Retirement Plans

Check box 31a, b, c, d, e, or f, whichever applies.

31a ☐ I certify that the entity identified in Part I:

- Is established in a country with which the United States has an income tax treaty in force;
- Is operated principally to administer or provide pension or retirement benefits; **and**
- Is entitled to treaty benefits on income that the fund derives from U.S. sources (or would be entitled to benefits if it derived any such income) as a resident of the other country which satisfies any applicable limitation on benefits requirement.

b ☐ I certify that the entity identified in Part I:

- Is organized for the provision of retirement, disability, or death benefits (or any combination thereof) to beneficiaries that are former employees of one or more employers in consideration for services rendered;
- No single beneficiary has a right to more than 5% of the FFI's assets;
- Is subject to government regulation and provides annual information reporting about its beneficiaries to the relevant tax authorities in the country in which the fund is established or operated; **and**
  - **(i)** Is generally exempt from tax on investment income under the laws of the country in which it is established or operates due to its status as a retirement or pension plan;
  - **(ii)** Receives at least 50% of its total contributions from sponsoring employers (disregarding transfers of assets from other plans described in this part, retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, other retirement funds described in an applicable Model 1 or Model 2 IGA, or accounts described in Regulations section 1.1471-5(b)(2)(i)(A));
  - **(iii)** Either does not permit or penalizes distributions or withdrawals made before the occurrence of specified events related to retirement, disability, or death (except rollover distributions to accounts described in Regulations section 1.1471-5(b)(2)(i)(A) (referring to retirement and pension accounts), to retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, or to other retirement funds described in this part or in an applicable Model 1 or Model 2 IGA); or
  - **(iv)** Limits contributions by employees to the fund by reference to earned income of the employee or may not exceed $50,000 annually.

c ☐ I certify that the entity identified in Part I:

- Is organized for the provision of retirement, disability, or death benefits (or any combination thereof) to beneficiaries that are former employees of one or more employers in consideration for services rendered;
- Has fewer than 50 participants;
- Is sponsored by one or more employers, each of which is not an investment entity or passive NFFE;
- Employee and employer contributions to the fund (disregarding transfers of assets from other plans described in this part, retirement and pension accounts described in an applicable Model 1 or Model 2 IGA, or accounts described in Regulations section 1.1471-5(b)(2)(i)(A)) are limited by reference to earned income and compensation of the employee, respectively;
- Participants that are not residents of the country in which the fund is established or operated are not entitled to more than 20 percent of the fund's assets; **and**

- Is subject to government regulation and provides annual information reporting about its beneficiaries to the relevant tax authorities in the country in which the fund is established or operates.

d ☐ I certify that the entity identified in Part I is formed pursuant to a pension plan that would meet the requirements of section 401(a), other than the requirement that the plan be funded by a trust created or organized in the United States.

Part XX Exempt Retirement Plans *(continued)*

e ☐ I certify that the entity identified in Part I is established exclusively to earn income for the benefit of one or more retirement funds described in this part or in an applicable Model 1 or Model 2 IGA, accounts described in Regulations section 1.1471-5(b)(2)(i)(A) (referring to retirement and pension accounts), or retirement and pension accounts described in an applicable Model 1 or Model 2 IGA.

f ☐ I certify that the entity identified in Part I:

- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in Regulations section 1.1471-6) or an exempt beneficial owner described in an applicable Model 1 or Model 2 IGA to provide retirement, disability, or death benefits to beneficiaries or participants that are current or former employees of the sponsor (or persons designated by such employees); **or**
- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in Regulations section 1.1471-6) or an exempt beneficial owner described in an applicable Model 1 or Model 2 IGA to provide retirement, disability, or death benefits to beneficiaries or participants that are not current or former employees of such sponsor, but are in consideration of personal services performed for the sponsor.

Part XXI Excepted Nonfinancial Group Entity

32 ☐ I certify that the entity identified in Part I:

- Is a holding company, treasury center, or captive finance company and substantially all of the entity's activities are functions described in Regulations section 1.1471-5(e)(5)(i)(C) through (E);
- Is a member of a nonfinancial group described in Regulations section 1.1471-5(e)(5)(i)(B);
- Is not a depository or custodial institution (other than for members of the entity's expanded affiliated group); **and**
- Does not function (or hold itself out) as an investment fund, such as a private equity fund, venture capital fund, leveraged buyout fund or any investment vehicle with an investment strategy to acquire or fund companies and then hold interests in those companies as capital assets for investment purposes.

Part XXII Excepted Nonfinancial Start-Up Company

33 ☐ I certify that the entity identified in Part I:

- Was formed on (or in the case of a new line of business, the date of board resolution approving the new line of business) _____(date must be less than 24 months prior to date of payment);
- Is not yet operating a business and has no prior operating history or is investing capital in assets with the intent to operate a new line of business other than that of a financial institution or passive NFFE; **and**
- Does not function (or hold 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.

Part XXII Excepted Nonfinancial Entity in Liquidation or Bankruptcy

34 ☐ I certify that the entity identified in Part I:

- Filed a plan of liquidation, filed a plan of reorganization, or filed for bankruptcy on the following date: _____ .
- Has not been engaged during the past 5 years in business as a financial institution or acted as a passive NFFE;
- Is either liquidating or emerging from a reorganization or bankruptcy with the intent to continue or recommence operations as a nonfinancial entity; **and**
- Has provided, or will provide, documentary evidence such as a bankruptcy filing or other public documentation that supports its claim if it remains in bankruptcy or liquidation for more than three years.

Part XXIV Publicly Traded NFFE or NFFE Affiliate of a Publicly Traded Corporation

Check box 35a or 35b, whichever applies

35a ☐ I certify that:

- The entity identified in Part I is a foreign corporation that is not a financial institution; **and**
- The stock of such corporation is regularly traded on one or more established securities markets, including _____ .

b ☐ I certify that:

- The entity identified in Part I is a foreign corporation that is not a financial institution;
- The entity identified in Part I is a member of the same expanded affiliated group as an entity the stock of which is regularly traded on an established securities market;
- The name of the entity, the stock of which is regularly traded on an established securities market, is _____ ; **and**
- The name of the securities market on which the stock is regularly traded is ▶ _____.

Part XXV Excepted Territory NFFE

36 ☐ I certify that:

- The entity identified in Part I is an entity that is organized in a possession of the United States;
- The entity identified in Part I:
  - **(i)** Does not accept deposits in the ordinary course of a banking or similar business;
  - **(ii)** Does not hold, as a substantial portion of its business, financial assets for the account of others; **and**
  - **(iii)** Is not an insurance company (or the holding company of an insurance company) that issues or is obligated to make payments with respect to a financial account.

- All of the owners of the entity identified in Part I are bona fide residents of the possession in which the NFFE is organized or incorporated.

Part XXVI Active NFFE

37 ☐ I certify that:

- The entity identified in Part I is a foreign entity that is not a financial institution;
- Less than 50% of such entity's gross income for the preceding calendar year is passive income; **and**
- Less than 50% of the assets held by such entity are assets that produce or are held for the production of passive income (calculated as a weighted average of the percentage of passive assets measured quarterly). See the instructions for the definition of passive income.

Part XXVII Passive NFFE

38 ☐ I certify that the entity identified in Part I:

- Is a foreign entity that is not a financial institution (this category includes an entity organized in a possession of the United States that engages (or holds itself out as being engaged) primarily in the business of investing, reinvesting, or trading in securities, partnership interests, commodities, notional principal contracts, insurance or annuity contracts, or any interest in such security, partnership interest, commodity, notional principal contract, insurance contract or annuity contract); **and**
- Is using this form to transmit withholding certificates and/or other documentation and has provided or will provide a withholding statement, as required.

Part XXVIII Sponsored Direct Reporting NFFE

39 Name of sponsoring entity: ▶ _____

GIIN of sponsoring enti☐ I certify that the entity identified in Part I is a direct reporting NFFE that is sponsored by the entity identified on line 39.

40

Part XXIX Certification

Under penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete. Furthermore, I authorize this form to be provided to any withholding agent that has control, receipt, or custody of the income for which I am providing this form or any withholding agent that can disburse or make payments of the amounts for which I am providing this form.

I agree that I will submit a new form within 30 days if any certification made on this form becomes incorrect.

Sign Here ▶ _____ _____

Signature of authorized official Date (MM-DD-YYYY)

APPENDIX D

Form **W-8EXP**
(Rev. September 2016)

Department of the Treasury
Internal Revenue Service

Certificate of Foreign Government or Other Foreign Organization for United States Tax Withholding and Reporting

(For use by foreign governments, international organizations, foreign central banks of issue, foreign tax-exempt organizations, foreign private foundations, and governments of U.S. possessions.)
▶ Information about Form W-8EXP and its separate instructions is at www.irs.gov/formw8exp.
▶ Section references are to the Internal Revenue Code.
▶ Give this form to the withholding agent or payer. Do not send to the IRS.

OMB No. 1545-1621

Do not use this form for:	Instead, use Form:
• A foreign government or other foreign organization that is not claiming the applicability of section(s) 115(2), 501(c), 892, 895, or 1443(b)	W-8BEN-E or W-8ECI
• A beneficial owner solely claiming foreign status or treaty benefits	W-8BEN or W-8BEN-E
• A foreign partnership or a foreign trust	W-8BEN-E or W-8IMY
• A person claiming that income is effectively connected with the conduct of a trade or business in the United States	W-8ECI
• A person acting as an intermediary	W-8IMY

Part I Identification of Beneficial Owner

1 Name of organization

2 Country of incorporation or organization

3 Type of entity
- ☐ Foreign government
- ☐ International organization
- ☐ Foreign central bank of issue (not wholly owned by the foreign sovereign)
- ☐ Foreign tax-exempt organization
- ☐ Foreign private foundation
- ☐ Government of a U.S. possession

4 Chapter 4 Status (FATCA status):
- ☐ Participating FFI.
- ☐ Reporting Model 1 FFI.
- ☐ Reporting Model 2 FFI.
- ☐ Registered deemed-compliant FFI (other than a Reporting Model 1 FFI).
- ☐ Nonreporting IGA FFI. Complete Part III.
- ☐ Territory financial institution. Complete Part III.
- ☐ International organization.
- ☐ Foreign government (including a political subdivision), government of a U.S. possession, or foreign central bank of issue. Complete Part III.
- ☐ Exempt retirement plan of foreign government. Complete Part III.
- ☐ 501(c) organization. Complete Part III.
- ☐ Passive NFFE. Complete Part III.
- ☐ Direct reporting NFFE.
- ☐ Sponsored direct reporting NFFE. Complete Part III.

5 Permanent address (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address (other than a registered address).**

City or town, state or province. Include postal code where appropriate.

Country

6 Mailing address (if different from above).

City or town, state or province. Include postal or ZIP code where appropriate.

Country

7 U.S. TIN, if required (see instructions)

8a GIIN

b Foreign TIN (see instructions)

9 Reference number(s) (see instructions)

Part II Qualification Statement for Chapter 3 Status

10 For a foreign government:

a ☐ I certify that the entity identified in Part I is a foreign government within the meaning of section 892 and the payments are within the scope of the exemption granted by section 892.

Check box 10b or box 10c, whichever applies.

b ☐ The entity identified in Part I is an integral part of the government of _____

c ☐ The entity identified in Part I is a controlled entity of the government of _____

11 For an international organization:

☐ I certify that:
- The entity identified in Part I is an international organization within the meaning of section 7701(a)(18), **and**
- The payments are within the scope of the exemption granted by section 892.

12 For a foreign central bank of issue (not wholly owned by the foreign sovereign):

☐ I certify that:
- The entity identified in Part I is a foreign central bank of issue,
- The entity identified in Part I does not hold obligations or bank deposits to which this form relates for use in

connection with the conduct of a commercial banking function or other commercial activity, **and**

- The payments are within the scope of the exemption granted by section 895.

Part II Qualification Statement for Chapter 3 Status *(continued)*

13 For a foreign tax-exempt organization, including foreign private foundations:

If any of the income to which this certification relates constitutes income includible under section 512 in computing the entity's unrelated business taxable income, attach a statement identifying the amounts.

Check either box 13a or box 13b.

a ☐ I certify that the entity identified in Part I has been issued a determination letter by the IRS dated ..... that is currently in effect and that concludes that it is an exempt organization described in section 501(c).

b ☐ I have attached to this form an opinion from U.S. counsel concluding that the entity identified in Part I is descr bed in section 501(c).

For section 501(c)(3) organizations only, check either box 13c or box 13d.

c ☐ If the determination letter or opinion of counsel concludes that the entity identified in Part I is described in section 501(c)(3), I certify that the organization is not a private foundation described in section 509. I have attached an affidavit of the organization setting forth sufficient facts for the IRS to determine that the organization is not a private foundation because it meets one of the exceptions described in section 509(a)(1), (2), (3), or (4).

d ☐ If the determination letter or opinion of counsel concludes that the entity identified in Part I is described in section 501(c)(3), I certify that the organization is a private foundation described in section 509.

14 For a government of a U.S. possession:

☐ I certify that the entity identified in Part I is a government of a possession of the United States, or is a political subdivision thereof, and is claiming the exemption granted by section 115(2).

Part III Qualification Statement for Chapter 4 Status (if required)

15 For a nonreporting IGA FFI:

☐ I certify that the entity identified in Part I:

- Meets the requirements to be considered a nonreporting financial institution pursuant to an applicable IGA between the United States and .....;
- Is treated as a ..... under the provisions of the applicable IGA (see instructions); **and**
- If you are an FFI treated as a registered deemed-compliant FFI under an applicable Model 2 IGA, provide your GIIN:

►_____.

16 For a territory financial institution:

☐ I certify that the entity identified in Part I is a financial institution (other than an investment entity) that is incorporated or organized under the laws of a possession of the United States.

17 For a foreign government (including a political subdivision), government of a U.S. possession, or foreign central bank of issue:

☐ I certify that the entity identified in Part I is the beneficial owner of the payment and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or depository institution with respect to the payments, accounts, or obligations for which this form is submitted (except as permitted in Regulations section 1.1471-6(h)(2)).

18 For an exempt retirement plan of a foreign government:

☐ I certify that the entity identified in Part I:

- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in Regulations section 1.1471-6 or an applicable Model 1 or Model 2 IGA) to provide retirement, disability, or death benefits to beneficiaries or participants that are current or former employees of the sponsor (or persons designated by such employees); **or**
- Is established and sponsored by a foreign government, international organization, central bank of issue, or government of a U.S. possession (each as defined in Regulations section 1.1471-6 or an applicable Model 1 or Model 2 IGA) to provide retirement, disability, or death benefits to beneficiaries or participants that are not current or former employees of such sponsor, but are in consideration of personal services performed for the sponsor.

19 For a 501(c) organization:

☐ I certify that the entity identified in Part I is an entity described in section 501(c) but is not an insurance company described in section 501(c)(15).

20 For a passive NFFE:

a ☐ I certify that the entity identified in Part I is a foreign entity that is not a financial institution (other than an investment entity organized in a possession of the United States).

Check box 20b or 20c, whichever applies.

b ☐ I further certify that the entity identified in Part I has no substantial U.S. owners, **or**

c ☐ I further certify that the entity identified in Part I has provided a statement including the name, address, and TIN of each substantial U.S. owner of the NFFE (see instructions).

21 Name of sponsoring entity: .....

☐ I certify that the entity identified in Part I is a direct reporting NFFE that is sponsored by the entity identified in line 21.

Part IV Certification

Under penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete. I further certify under penalties of perjury that:

- The organization for which I am signing is the beneficial owner of the income and other payments to which this form relates,
- The beneficial owner is not a U.S. person,
- For a beneficial owner that is a controlled entity of a foreign sovereign (other than a central bank of issue wholly owned by a foreign sovereign), the beneficial owner is not engaged in commercial activities within or outside the United States, **and**
- For a beneficial owner that is a central bank of issue wholly owned by a foreign sovereign, the beneficial owner is not engaged in commercial activities within the United States.

Furthermore, I authorize this form to be provided to any withholding agent that has control, receipt, or custody of the payments of which I am the beneficial owner or any withholding agent that can disburse or make payments of the amounts of which I am the beneficial owner.

I agree that I will submit a new form within 30 days if any certification made on this form becomes incorrect.

Sign Here ▶ _____ _____ _____

Signature of authorized official | Print name | Date (MM-DD-YYYY)

☐ **I certify that I have the capacity to sign for the entity identified on line 1 of this form.**

APPENDIX E

Form **W-8ECI**

(Rev. February 2014)

Department of the Treasury
Internal Revenue Service

Certificate of Foreign Person's Claim That Income Is Effectively Connected With the Conduct of a Trade or Business in the United States

▶ Section references are to the Internal Revenue Code.
▶ Information about Form W-8ECI and its separate instructions is at www.irs.gov/formw8eci.
▶ Give this form to the withholding agent or payer. Do not send to the IRS.

OMB No. 1545-1621

Note. *Persons submitting this form must file an annual U.S. income tax return to report income claimed to be effectively connected with a U.S. trade or business (see instructions).*

Do not use this form for: **Instead, use Form:**

- A beneficial owner solely claiming foreign status or treaty benefits . . . . . W-8BEN or W-8BEN-E
- A foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, foreign private foundation, or government of a U.S. possession claiming the applicability of section(s) 115(2), 501(c), 892, 895, or 1443(b) W-8EXP

  Note. *These entities should use Form W-8ECI if they received effectively connected income and are not eligible to claim an exemption for chapter 3 or 4 purposes on Form W-8EXP.*

- A foreign partnership or a foreign trust (unless claiming an exemption from U.S. withholding on income effectively connected with the conduct of a trade or business in the United States) W8BEN-E or W-8IMY
- A person acting as an intermediary W-8IMY

Note. *See instructions for additional exceptions.*

Part I Identification of Beneficial Owner (see instructions.)

1 Name of individual or organization that is the beneficial owner

2 Country of incorporation or organization

3 Name of disregarded entity receiving the payments (if applicable)

4 Type of entity (check the appropriate box):

☐ Individual ☐ Corporation
☐ Partnership ☐ Simple trust ☐ Complex trust ☐ Estate
☐ Government ☐ Grantor trust ☐ Central bank of issue ☐ Tax-exempt organization
☐ Private foundation ☐ International organization

5 Permanent residence address (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address.**

City or town, state or province. Include postal code where appropriate.

Country

6 Business address in the United States (street, apt. or suite no., or rural route). **Do not use a P.O. box or in-care-of address.**

City or town, state, and ZIP code

7 U.S. taxpayer identification number (required—see instructions)
☐ SSN or ITIN ☐ EIN

8 Foreign tax identifying number

9 Reference number(s) (see instructions)

10 Date of birth (MM-DD-YYYY)

11 Specify each item of income that is, or is expected to be, received from the payer that is effectively connected with the conduct of a trade or business in the United States. (attach statement if necessary) ----------

Part II Certification

Sign Here

Under penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete. I further certify under penalties of perjury that:

- I am the beneficial owner (or I am authorized to sign for the beneficial owner) of all the payments to which this form relates,
- The amounts for which this certification is provided are effectively connected with the conduct of a trade or business in the United States,
- The income for which this form was provided is includible in my gross income (or the beneficial owner's gross income) for the taxable year, and
- The beneficial owner is not a U.S. person.

Furthermore, I authorize this form to be provided to any withholding agent that has control, receipt, or custody of the payments of which I am the beneficial owner or any withholding agent that can disburse or make payments of the amounts of which I am the beneficial owner.

I agree that I will submit a new form within 30 days if any certification made on this form becomes incorrect.

Signature of beneficial owner (or individual authorized to sign for the beneficial owner) | Print name | Date (MM-DD-YYYY)

☐ I certify that I have the capacity to sign for the person identified on line 1 of this form.

APPENDIX F

Individual Self-Certification

This self-certification form is collected to comply with existing and any future legislation enacted by any jurisdiction that provides for or is intended to secure the exchange of information (including, without limitation, under US FATCA and related Intergovernmental Agreements ("IGA"), various Agreements to Improve International Tax Compliance entered into between the UK and its Crown Dependencies and its Overseas Territories ("UK CDOT") and the OECD Common Reporting Standard for Automatic Exchange of Financial Account Information ("CRS") including the EU Directive 2011/16/EU on Administrative Cooperation in the field of Taxation, as amended ("EU DAC"), or any other jurisdiction's legislation which is similar in effect to any of the above), any official interpretations or guidance thereof, or any law or regulations implementing an intergovernmental approach thereto, or any agreements made pursuant to the implementation of the foregoing, in each case as enacted, made, amended or replaced from time to time.

US FATCA, UK CDOT, CRS, EU DAC, applicable laws, regulations and/or guidance notes, are together referred to as the Automatic Exchange of Information ("AEOI") regimes.

Please seek professional advice when completing this form.

Please type directly into this form and return a signed copy.

Section 1 – Individual Identification[1]

1.	First Name	
	Last Name	
2.	Date of birth (DD/MM/YYYY)	
3.	Place and Country of birth	
4.	Country of citizenship (if more than one, please state all)	
5.	Residential address **Do not use a P.O. box or in-care-of address.**	
		City/ Town
		State/ Province
		Postal Code/ Zip Code
		Country
6.	Mailing address if different from above	
		City/ Town
		State/ Province
		Postal Code/ Zip Code
		Country

[1] For Citco use only:
– C&T: Individual TE Number: _____
– CB: Account Number: _____

Section 2 – Declaration of Tax Residence

I hereby confirm that I am, for tax purposes, resident in the following countries.

When the Individual is US citizen/US passport holder and/or resident in the US for tax purposes (green card holder or resident under the substantial presence test[2]), an **IRS** form **W-9** must be completed and attached.

If the Individual is no longer a US citizen, the Individual must provide a certificate of loss of nationality of the United States and a copy of the foreign passport.

Countries of Tax Residence	Tax Reference Number ("TIN") or functional equivalent

Overview of the Tax Identification Numbers domestic rules:
http://www.oecd.org/tax/automatic-exchange/crs-implementation-and-assistance/tax-identification-numbers/

Section 3 – Declaration and Undertakings

I declare that the information provided in this form is, to the best of my knowledge and belief, accurate and complete. I undertake to advise the recipient promptly and provide an updated Self- Certification form within 30 days where any change in circumstances occurs, which causes any of the information contained in this form to be inaccurate or incomplete. Where legally obliged to do so, I hereby consent to the recipient sharing this information with the relevant tax information authorities.

I acknowledge that the information contained in this form may be reported to the relevant tax authorities pursuant to international agreements and domestic laws under the AEOI regimes.

Complete Information ▶

Print name of signer

Position/ Title

Date (DD/MM/YYYY)

Sign Here ▶

Authorized Signature

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[2] For further information on US tax residency for non-US citizens, refer to the Publication 519 in the IRS website: https://www.irs.gov/publications/p519/ch01.html

APPENDIX G

Entity Self-Certification

This self-certification form is collected to comply with existing and any future legislation enacted by any jurisdiction that provides for or is intended to secure the exchange of information (including, without limitation, under US FATCA and related Intergovernmental Agreements ("IGA"), various Agreements to Improve International Tax Compliance entered into between the UK and its Crown Dependencies and its Overseas Territories ("UK CDOT") and the OECD Common Reporting Standard for Automatic Exchange of Financial Account Information ("CRS") including the EU Directive 2011/16/EU on Administrative Cooperation in the field of Taxation, as amended ("EU DAC"), or any other jurisdiction's legislation which is similar in effect to any of the above, any official interpretations or guidance thereof, or any law or regulations implementing an intergovernmental approach thereto, or any agreements made pursuant to the implementation of the foregoing, in each case as enacted, made, amended or replaced from time to time.

US FATCA, UK CDOT, CRS, EU DAC, applicable laws, regulations and/or guidance notes, are together referred to as the Automatic Exchange of Information ("AEOI") regimes.

Note that definitions may differ between AEOI regimes - please seek professional advice when completing this form.

Please type directly into this form and return a signed copy.

All Entities must complete Section 1, 2 and 3. Section 4 should be completed only where instructed to do so. Please refer to instructions throughout this form and additional instructions/ definitions in the Appendix.

Section 1 - Entity Identification

1.	Entity Name[1]	
2.	Jurisdiction of organization/ incorporation	
3.	Registered address **Do not use a P.O. box or in-care-of address.**	City/ Town State/ Province Postal Code/ Zip Code Country
4.	Mailing address if different from above	City/ Town State/ Province Postal Code/ Zip Code Country

Section 2 – Country of Residence for Tax Purposes and related Taxpayer Identification Number ("TIN") or functional equivalent

Complete the Entity's place of Tax Residence/ Residencies and the associated Tax Identification Number or functional equivalent for each place of Tax Residence indicated in the table below.

[1] For Citco use only:
– C&T: Entity TE Number: _____
– CB: Account Number: _____

Overview of the Tax Identification Numbers domestic rules:
http://www.oecd.org/tax/automatic-exchange/crs-implementation-and-assistance/tax-identification-numbers/

	Country of Tax Residence	Tax Identification Number ("TIN") or functional equivalent
1.		TIN or functional equivalent If not available - select the relevant reason: ☐ A. The country where the Entity is liable to pay tax does not issue TIN or a functional equivalent to its residents. ☐ B. The Entity is otherwise unable to obtain a TIN or functional equivalent.
2.		TIN or functional equivalent If not available - select the relevant reason: ☐ A. The country where the Entity is liable to pay tax does not issue TIN or a functional equivalent to its residents. ☐ B. The Entity is otherwise unable to obtain a TIN or functional equivalent.

Additional Requirements

US Person

When the Entity is a US Person, an **IRS form W-9** must be completed and attached.

United Kingdom, Jersey, Guernsey, Isle of Man, or Gibraltar Resident

For entities tax resident in the United Kingdom, Jersey, Guernsey, Isle of Man, or Gibraltar, please indicate below whether the Entity is a Specified Person. The Entity is a Specified Person when it does not fall under one of the exemptions outlined in the UK CDOT.

☐ **Yes:** this Entity is a Specified Person in the country or countries of Tax Residence listed above.

☐ **No:** this Entity is exempt from the definition of Specified Person under UK CDOT (as applicable). Please confirm below which UK CDOT exemption code applies (see Appendix for UK CDOT exemption code categories).

Additional Requirements for non-US Financial Institutions only

Non-US Entities that are Financial Institutions for FATCA must complete the below declarations.

Global Intermediary Identification Number ("GIIN") Declaration

1. Where the Entity has obtained a GIIN for FATCA purposes, please provide below:

- -

Where the Entity is a Sponsored Investment Entity FFI with its own GIIN, please provide the name of the Sponsoring Entity:

2. Where the non-US Financial Institution is unable to provide a GIIN, please indicate the reason.

☐ Sponsored Investment Entity FFI that does not require a GIIN
Please enter GIIN of Sponsor:
- -

Name of the Sponsoring Entity[2]:

☐ Sponsored Closely Held Investment Entity
Please enter GIIN of Sponsor:
- -

Name of the Sponsoring Entity[5]:

☐ Trustee-Documented Trust
Please enter GIIN of Trustee:
- -

Name of the Trustee[3]:

☐ It applied for a GIIN and will provide its GIIN within 90 days at the latest

☐ It is an Exempt Beneficial Owner

☐ It is a Certified Deemed Compliant Financial Institution

☐ It is an Owner Documented Financial Institution

☐ It is a Non-Participating Foreign Financial Institution

☐ Other (Must be a classification or exception not covered above and prescribed by the US FATCA Regulations and/or an applicable IGA.)
Specify:

[2] For Citco use only: C&T: Sponsor TE Number

[3] For Citco use only: C&T: Sponsor TE Number

Section 3 – Entity Classification

This section must be completed by all entities, including US and UK.

Please select at least one of the below classification:

- Financial Institutions: select options A, B or C.
- Non-Financial Entities: select options D, E, F, G, H or I – Please proceed to page 5

Financial Institutions (US and non-US)

Please select option A, B or C

☐ Certain options require a second selection as instructed. This is to account for potential different classifications under separate AEOI regimes.

A. ☐ **Investment Entity**

☐ **a)** An Investment Entity resident in the United States or other Non-Participating CRS Jurisdiction and managed by another Financial Institution (please refer to the list of Non-Participating CRS Jurisdictions): http://www.oecd.org/tax/transparency/AEOI-commitments.pdf
For CRS purposes, please provide details of the Entity's non-US Controlling Person at Section 4.[4]

or

☐ **b)** An Investment Entity other than a) above.

Is 50% or more of the Investment Entity's gross income attributable to investing, reinvesting, or trading in Financial Assets during the shorter of:

- the three-year period ending on 31 December of the year preceding the year in which the determination is made; or
- the period during which the Entity has been in existence

☐ Yes

☐ No - ***In addition, for CRS purposes, one of Non-Financial Entities options (D to I) must be completed, and if the Entity is qualified as a Passive NFE under G, please provide non-US Controlling Persons at Section 4.***[5]

B. ☐ **Depository Institution, Custodial Institution, Specified Insurance Company**

C. ☐ **Holding Company or Treasury Centre**

Can be applicable for FATCA only and to Entities resident in non-IGA countries or, in very limited circumstances to Entities residing in the following IGA countries: Malta, Cyprus, Ireland, Netherlands and UK. Refer to the definition of Holding Company and Treasury Center in the Annex for more detail.

In addition, for CRS purposes, one of the other options (Financial Institutions A to B or Non-Financial Entities D to I) must be completed, and if the Entity is qualified as a Passive NFE under G, please provide non-US Controlling Persons at Section 4.[6]

[4] For Citco use only: CRS Classification = Passive NFE

[5] For Citco use only: CRS Classification = Passive or Active NFE per selection

[6] For Citco use only: CRS and UK CDOT Classification = Passive or Active NFE per selection

Non-Financial Entities (US and non-US)

Please select option D, E, F, G, H or I:

For Non-Financial Entities that are unsure whether they are categorized as Active or Passive, please refer to the Appendix.

D.	☐	**Active Non-Financial Entity** A corporation the stock of which is regularly traded on an established securities market, or a corporation which is a related Entity of such a corporation. • Name established securities market: • If the Entity is a Related Entity of a regularly traded corporation, please provide the name of the regularly traded corporation:
E.	☐	**Active Non-Financial Entity** A Government Entity, Central Bank or International Organization.
F.	☐	**Active Non-Financial Entity** Other than options D or E.
G.	☐	**Passive Non-Financial Entity** Please provide details of the Entity's Controlling Persons in Section 4.
H.	☐	**Direct reporting Non-Financial Entity** Please enter GIIN: | | | | | | - | | | | | - | | | Please provide details of the Entity's non-US Controlling Persons in Section 4.[7]
I.	☐	**Sponsored Direct reporting Non-Financial Entity** Please enter GIIN: | | | | | | - | | | | | - | | | Name of the Sponsoring Entity[8]: Please provide details of the Entity's non-US Controlling Persons in Section 4.[7]

[7] For Citco use only: CRS Classification = Passive NFE per selection

[8] For Citco use only: C&T: Sponsor TE Number

Section 4 – Controlling Persons

This section should only be completed if the classification selected in Section 3 directs the entity to provide Controlling Person details.

"Controlling Persons" are the natural persons who exercise control over an Entity, including any person directly or indirectly owning 25% or more of the Entity. For trusts and other similar legal arrangements, this includes the settlor, the trustee(s), the protector (if any), the beneficiaries or classes of beneficiaries, and any other natural person exercising ultimate effective control over the trust.

When the Controlling Person is US citizen/US passport holder and/or resident in the US for tax purposes (green card holder or resident under the substantial presence test), an IRS form W-9 must be completed and attached. If the Controlling Person is no longer a US citizen, a certificate of loss of nationality of the United States and a copy of the foreign passport must be provided.

Does the Entity have Controlling Persons? ☐ No

Yes – Please specify:
☐ US Controlling Persons[9]
☐ Non-US Controlling Persons
Provide the information of each individual Controlling Person in the form below.

Note that all fields have to be completed for the Controlling Person(s).

Controlling Person 1

Full Name[10]

Full residence address

Place of birth (City) (Country)

Date of birth (DD/MM/YYYY)

Type of Controlling Person
(Please refer to the list of Controlling Persons types on the Appendix)

	Country of tax residence	Tax Identification Number or functional equivalent
1.		TIN or functional equivalent If not available - select the relevant reason: ☐ A. The country where the Entity is liable to pay tax does not issue TINs or functional equivalent to its residents. ☐ B. The Entity is otherwise unable to obtain a TIN or functional equivalent.
2.		TIN or functional equivalent If not available - select the relevant reason: ☐ A. The country where the Entity is liable to pay tax does not issue TINs or functional equivalent to its residents. ☐ B. The Entity is otherwise unable to obtain a TIN or functional equivalent.

[9] If you have selected Section 3A - a), Section 3A - b) option «No», or Section 3C you only need to provide full Controlling Person information for your non-US Controlling Persons.
[10] For Citco use only: C&T: CP 1 TE Number:

Controlling Person 2

Full Name[11]

Full residence address

Place of birth (City) (Country)

Date of birth (DD/MM/YYYY)

Type of Controlling Person
(Please refer to the list of Controlling Persons types on the Appendix)

	Country of tax residence	Tax Identification Number or functional equivalent
3.		TIN or functional equivalent If not available - select the relevant reason: ☐ A. The country where the Entity is liable to pay tax does not issue TINs or functional equivalent to its residents. ☐ B. The Entity is otherwise unable to obtain a TIN or functional equivalent.
4.		TIN or functional equivalent If not available - select the relevant reason: ☐ A. The country where the Entity is liable to pay tax does not issue TINs or functional equivalent to its residents. ☐ B. The Entity is otherwise unable to obtain a TIN or functional equivalent.

ⓘ If there are more than 2 Controlling Persons, please click on the following link to download a template: www.citcoforms.com/Templates_Forms/grp/ESCACPt1.pdf

[11] For Citco use only: C&T: CP 1 TE Number:

Section 5 – Declaration and Signature

I/We declare (as an authorized signatory of the Entity) that the information provided in this form is, to the best of my/our knowledge and belief, accurate and complete. I/We undertake to advise the recipient promptly and provide an updated self-certification form within 30 days where any change in circumstances occurs, which causes any of the information contained in this form to be inaccurate or incomplete. Where legally obliged to do so, I/we hereby consent to the recipient sharing this information with the relevant tax information authorities.

I/we acknowledge that the information contained in this form and information regarding the Account Holder and any Reportable Account(s) 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 the Account Holder may be tax resident pursuant to international agreements and domestic laws under the AEoI regimes to exchange financial account information with the country/ies in which this account(s) is/are maintained.

I certify that I am authorised to sign for the Account Holder in respect of all the account(s) to which this form relates. (Please see Appendix for list of positions that are typically authorized to sign for various types of structures.)

Complete Information ▶

Print name of signer | Position/ Title

Date (DD/MM/YYYY)

Sign Here ▶

Authorized Signature

Complete Information ▶

Print name of signer | Position/ Title

Date (DD/MM/YYYY)

Sign Here ▶

Authorized Signature

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Appendix

GENERAL INSTRUCTIONS

- If you are an individual, do not complete this form. Instead complete an "Individual Self-certification Form".
- Entities that are US Persons always need to submit an IRS form W-9 as well.
- All entities must complete the relevant parts in Sections 1, 2, 3 and 5. Entities classified or treated as Passive NFE/Passive NFFEs, including "managed by" type Investment Entities in non-participating Common Reporting Standard ("CRS") jurisdictions must complete Section 4. Failure to complete all the required Sections will result in non-acceptance of the Entity Self-Certification Form.
- In case of a change of circumstances which would render the self certification inaccurate or incomplete, the Entity must provide an updated self certification in 30 days

Definitions under the various AEOI regimes may differ. We are not authorised to give tax advice. If you have any questions about this form, these instructions, or defining your tax residency status or determining your AEOI classification, review the applicable AEOI Regulations and speak to your tax adviser. Any information provided in this document is not considered a substitute for professional advice.

You can find more information on the AEOI regimes in the websites below and the websites of your local tax authorities:

- FATCA: https://www.irs.gov/Businesses/Corporations/Foreign-Account-Tax-Compliance-Act-FATCA
- OECD CRS: http://www.oecd.org/tax/automatic-exchange/
- EU 2011 Directive (DAC): http://ec.europa.eu/taxation_customs/taxation/tax_cooperation/mutual_assistance/direct_tax_directive/index_en.htm
- United Kingdom Crown Dependencies and Overseas Territories ("UK CDOT"): https://www.gov.uk/government/publications/automatic-exchange-of-information-agreements-other-uk-agreements/automatic-exchange-of-information-agreements-other-uk-agreements

SPECIFIC INSTRUCTIONS

Section 1
Entity Identification

Line 1 - Enter the legal name of the Entity. If the account was opened in the registered name of an entity that is considered a 'disregarded entity' for US tax purposes, please note that this does not carry forward to AEOI regimes, and the form should be completed in the name of such registered account holder.

Line 2 - If you are a corporation, enter your country of incorporation. If you are another type of Entity, enter the country under whose laws you are created, organized, or governed.

Line 3 - This is typically the address appears in the entity's organizational documents.

Line 4 - Enter the mailing address only if it is different from the registered address on line 3.

Section 2
Country of Tax Residence and related Tax Payer Identification Number ("TIN"), or functional equivalent.

The Entity must disclose all of its tax residencies, and the required information for each jurisdiction.

If your country of residence for tax purposes has issued you a tax identifying number (TIN), enter it here. If your country of tax residence does not issue a TIN, or functional equivalent, please select A or B as requested. If you are unsure about the tax residency of the entity, consult your tax advisor.

Additional requirements:

1. **US Persons – US Persons, must provide a complete and signed W 9 form.**

2. **UK, Jersey, Isle of Man or Gibraltar tax residents —** The Entity must indicate if it is a Specified Person under the UK CDOT regime. If the Entity is not a Specified Person, you must indicate the applicable exemption and insert the applicable code:

   UK CDOT exemption codes:

   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 US 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 (including notional principle contracts, futures, forwards, and options) that is registered as such under the laws of the United Kingdom/Jersey/Guernsey/Isle of Man/G braltar;
   E. An exempt beneficial owner as defined in Annex II of the applicable agreement with the Government of the United Kingdom of Great Britain to Improve International Tax Compliance.

3. **Non-US Entities that are financial institutions for FATCA must complete the GIIN declaration**

   Generally Non-US Entities classified as FIs under FATCA must register in the Internal Revenue Service ("IRS") website to obtain a GIIN.

   Certain types of Non-US FIs do not have to obtain a GIIN and should disclose the reason or FATCA classification by selecting the appropriate option. For further information on the FATCA classifications that do not require a GIIN, consult the Definitions section and your tax advisor.

Section 3
Entity Classification

General instructions:

Regardless of the jurisdiction of residence, all Entities must be classified under AEOI regimes, including Entities that are organized or resident in the US. **It is possible that an Entity may have a different classification under one or more of the AEOI regimes.**

Note: Entities with GIIN holding FATCA classifications such as 'IGA Partner jurisdiction FI', 'Registered Deemed Compliant FI', 'Participating F1' etc. will be requested to provide their GIIN only in the GIIN Declaration Section. Such 'GIIN holding' sub-classifications will not be requested or required within this form, however, please still ensure to complete the Financial Institution Section, Options A-C first.

For CRS a separate classification process is required so please establish whether the entity is a **Financial Institution** or **Non-Financial Entity** then proceed as instructed.

"Financial Institution"
The term "Financial Institution" means a "Custodial Institution", a "Depository Institution", an "Investment Entity", or a "Specified Insurance Company". For FATCA only it may also mean a Holding and Treasury Centre, see detailed information in the Definitions section further below. See the relevant domestic guidance and the CRS for further classification definitions that apply to Financial Institutions.

"Non-Financial Entity" or "NFE" [CRS] (includes "Non-Financial Foreign Entity" or "NFFE" [FATCA])
An "NFE" is any Entity that is not a Financial Institution.

Financial Institutions

Option A: Investment Entity

An Investment Entity is an entity that conducts as a business, or is managed by an entity that conducts as a business, one or more of the following activities, for or on behalf of a customer, trading in:

- money market instruments (cheques, bills, certificates of deposit, derivatives etc.);
- foreign exchange;
- exchange, interest rate and index instruments;
- transferable securities and commodity futures trading;
- individual and collective portfolio management;
- otherwise investing, administering or managing funds or money on behalf of other persons.

This definition should be interpreted in a manner consistent with similar language set forth in the definition of 'financial institution' in the Financial Action Task Force Recommendations.

Various governments that have published guidance notes to assist industry participants have indicated that any entity holding itself to be a Collective Investment Vehicle will be treated as an Investment Entity, and hence a Financial Institution for AEOI purposes.

Investment Entity – selecting a) or b)

OECD CRS distinguish between Investment Entities in participating versus non-participating jurisdictions. Generally, Investment Entities in non-participating jurisdictions for OECD CRS purposes must disclose information about Controlling Persons (if any).

a) Managed by Investment Entity in a non CRS participating jurisdiction (e.g. USA) is treated as a Passive NFE for CRS and hence it must disclose its non-US controlling persons in Section 4. The entity will for FATCA purposes continue to have its separate FATCA classification as e.g. US Person or Investment Entity/Financial Institution that does not have to specify it US Controlling Persons.

b) Under a FATCA IGA an entity can be an Investment Entity solely based on the fact that it is managed by another FI (investment manager or corporate trustee). CRS introduces an additional requirement for an Entity to be an Investment Entity FFI ("Gross Income Test"), whereby 50% or more of the Entity's gross income must derive from Financial Assets during the last 3 calendar years or the period it was in existence. In case such entity would not meet the Gross Income test under CRS it would be an NFE and needs to be classified under CRS either as Active or Passive NFE. If it is classified for CRS as a Passive NFE, the entity's non-US Controlling Persons must be listed in Section 4. For FATCA the entity will continue to have its separate FATCA classification as investment Entity/ Financial Institution that does not have to specify it US Controlling Persons.

Option B: Depository Institution, Custodial Institution, Specified Insurance Company

"Depository Institution"
The term "Depository Institution" means any Entity that accepts deposits in the ordinary course of banking or similar business, and regularly engages in one or more of the following activities:

- Provision of credit through personal, mortgage, industrial or other loans or other extensions of credit;
- Purchases, sells, discounts or negotiates of accounts receivable, instalment obligations, notes, drafts, cheques, bills of exchange, acceptances, or other evidence of indebtedness;
- Issues letters of credit and negotiates drafts drawn thereunder;
- Provides trust or fiduciary services;
- S EUROPEAN ABSOLUTE OPPORTUNITIES FUND; or
- Enters into, purchases, or disposes of finance leases or leased assets.

"Custodial Institution"
A "Custodial Institution" is any entity that earns a substantial portion (at least 20 percent) of its gross income from the holding of financial assets for the accounts of others and from related financial services. This test applies to the last three accounting periods or the period since commencement, if shorter.

Related financial services include any service which is directly related to the holding of assets by the institution on behalf of others and includes: custody, account maintenance and transfer fees; execution and pricing commission and fees from securities transactions; income earned from extending credit to customers; income earned from contracts for difference and on the bid-ask spread of financial assets; and fees for providing financial advice, clearance and settlement services.

Such institutions could include for example brokers, custodial banks, trust companies and clearing organizations.

"Specified Insurance Company"
An insurance company is a Specified Insurance Company when the products written are classified as Cash Value Insurance or Annuity Contracts or if payments are made with respect to such contracts.

Insurance companies that only provide General Insurance or term Life Insurance should not be Financial Institutions under this definition and neither will reinsurance companies that only provide indemnity reinsurance contracts. A Specified Insurance Company can include both an insurance company and its holding company. However, the holding company itself will only be a Specified Insurance Company if it issues or obligated to make payments with respect to Cash Value Insurance Contracts or Annuity Contracts.

Option C: Holding Company or Treasury Center

This is a FATCA-only category and as further detailed in the Definitions section below can only apply to certain Entities resident in:

- jurisdictions that have not entered into an IGA and solely rely on the US FATCA regulations;
- Malta, Cyprus;
- In certain instances and subject to specific criteria: UK, Ireland and Netherlands.

The Entity will need to be classified separately for CRS as another type of Financial Institution (see Options A to B under the Financial Institutions subsection) or NFE by selecting the applicable CRS classification (see Options D to I under the Non-Financial Entities subsection). If it is classified for CRS as a Passive NFE, the entity's non-US Controlling Persons must be listed in Section 4. For FATCA the entity will continue to have its separate FATCA classification as Holding and Treasury Centre FI that does not have to specify it US Controlling Persons.

Non-Financial Entities

Options D through I: Non-Financial Institutions

These categories apply to Entities classified as Non-Financial Entities under one or more AEOI regimes.

If the Entity is not a 'Direct Reporting NFE', or 'Sponsored Direct Reporting NFE', as defined, then establish if the entity is an Active NFE, as defined.

When the entity is not an Active NFE, it will be a Passive NFE.

Active NFE's should further classify themselves under D, E or F as indicated.

Entities classified or treated as Passive NFE/Passive NFFEs Section 3G, including "managed by" type Investment Entities in non-participating Common Reporting Standard ("CRS") jurisdictions that selected section 3 A a), other investment entities that selected Section 3. A b) option "no" and entities and that have checked Passive NFE in section 3 G. and Holding and Treasury Centre entities that selected 3 C. and that have checked Passive NFE in section 3 G must complete Section 4 where indicated. Failure to complete all the required Sections will result in non-acceptance of the Entity Self-Certification Form.

If you have selected section 3A a), 3 A b) option "no" or 3C you only need to provide full details of the entity's non-US Controlling Persons. The reason is that for FATCA you are not classified as a Passive NFFE.

Direct Reporting Non-Financial Entities (Option H) and Sponsored Direct Reporting Non-Financial Entity (Option I) are treated as Active NFFE for FATCA and do not need to disclose US Controlling Persons but for CRS are classified as Passive NFE and must provide its non-US Controlling Persons data in Section 4 as is also indicated.

Consult the Definitions section and your tax advisor for details on each classification.

Section 4
Controlling Persons

An Entity classified as Passive NFE under any AEOI regimes must provide Controlling Person information in Section 4 or confirm that it does not have individuals meeting the criteria of Controlling Persons.

All Controlling Person information is mandatory. The codes for "Type of Controlling Person" are as follows:

A. CP of legal person – ownership
B. CP of legal person – other means
C. CP of legal person – senior managing official
D. CP of legal arrangement – trust – settlor
E. CP of legal arrangement – trust – trustee
F. CP of legal arrangement – trust – protector
G. CP of legal arrangement – trust – beneficiary
H. CP of legal arrangement – trust – other
I. CP of legal arrangement – other – settlor-equivalent
J. CP of legal arrangement – other – trustee-equivalent
K. CP of legal arrangement – other – protector-equivalent
L. CP of legal arrangement – other – beneficiary-equivalent
M. CP of legal arrangement – other – other-equivalent

For the purposes of the codes above:

- Legal person includes corporations and partnerships.
- Legal arrangement includes trusts or foundations.

Consult your tax advisor if you are unsure on whether the Entity is a legal person or legal arrangement.

Section 5
Declaration and Signature

It is mandatory to include the print name of signer, position/title, date and signature.

Typically the following persons are authorized to sign, but this should be confirmed in the bylaws or equivalent corporate document or with legal counsel assistance:

- Corporations: directors, or other individuals expressly authorized to sign tax related documents under a power or attorney.
- Limited Partnerships: legal representative of the general partner
- Trusts: Trustee
- Foundation: Director.

DEFINITIONS

The definitions below are summarized from the various AEoI regimes. In some instances we have highlighted differences between AEOI regimes, but the Definitions below are not meant to provide complete and final advice on the application to a particular Entity.

Where applicable, we have highlighted the definitions that do not apply to all AEoI regimes.

"Active Non-Financial Entity" or "Active NFE" [CRS & FATCA]

An entity will be classified as Active NFE if it meets any of the following criteria:

a) less than 50% of the NFE's gross income for the preceding calendar year or other appropriate reporting period is Passive Income (see next definition) and less than 50% of the assets held by the NFE during the preceding calendar year or other appropriate reporting period are assets that produce or are held for the production of Passive Income;

b) the stock of the NFE is regularly traded on an established securities market or the NFE is a Related Entity of an Entity the stock of which is regularly traded on an established securities market;

c) the NFE is a Governmental Entity, an International Organisation, a Central Bank, or an Entity wholly owned by one or more of the foregoing;

d) substantially all of the activities of the NFE 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 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;

e) the NFE is not yet operating a business and has no prior operating history, (a " start-up NFE") but is investing capital into assets with the intent to operate a business other than that of a Financial Institution, provided that the NFE does not qualify for this exception after the date that is 24 months after the date of the initial organisation of the NFE;

f) the NFE 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;

g) the NFE 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

h) the NFE meets all of the following requirements (a "non-profit NFE") :

   i. 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;

   ii. it is exempt from income tax in its jurisdiction of residence;

   iii. it has no shareholders or members who have a proprietary or beneficial interest in its income or assets;

   iv. the applicable laws of the NFE's jurisdiction of residence or the NFE's formation documents do not permit any income or assets of the NFE 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 NFE's charitable activities,

or as payment of reasonable compensation for services rendered, or as payment representing the fair market value of property which the NFE has purchased; and

v. the applicable laws of the NFE's jurisdiction of residence or the NFE's formation documents require that, upon the NFE'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 NFE's jurisdiction of residence or any political subdivision.

Note: Certain entities (such as US Territory NFFEs and Direct Reporting NFFE's) may qualify for Active NFFE status under FATCA but not Active NFE status under the CRS.

"Certified Deemed-Compliant Financial Institution" [FATCA]

The US FATCA Regulations provide for five categories of Certified Deemed-Compliant Financial Institutions. For further information, refer to the US FATCA Regulations:

- Nonregistering local banks
- FFIs with Only Low-Value Accounts
- Sponsored, Closely Held Investment Vehicles
- Limited Life Debt Investment Entities
- Investment Advisors and Investment Managers
- Owner-Documented FFIs

In addition, a Certified Deemed-Compliant Financial Institution also includes a Nonreporting FFI under a Model 1 IGA and a Nonreporting FFI treated as a Certified Deemed-Compliant FFI under a Model 2 IGA. Refer to Annex II of the relevant IGA for further information.

"Common Reporting Standard" or "CRS" [CRS only]

The Common Reporting Standard (CRS), developed in response to the G20 request and approved by the OECD Council on 15 July 2014, calls on jurisdictions to obtain information from their financial institutions and automatically exchange that information with other jurisdictions on an annual basis. It sets out the financial account information to be exchanged, the financial institutions required to report, the different types of accounts and taxpayers covered, as well as common due diligence procedures to be followed by financial institutions. For more info see http://www.oecd.org/tax/automatic-exchange/

"Controlling Person(s)"

"Controlling Persons" are the natural person(s) who exercise control over an Entity. Where that Entity is treated as a Passive NFE then a Financial Institution is required to determine whether or not these Controlling Persons are Reportable Persons.

"Control" over an Entity is generally exercised by the natural person(s) who ultimately has a controlling ownership interest (typically on the basis of a certain percentage, e.g. 25%) 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 through ownership interests, then under CRS the Reportable Person is deemed to be the natural person who holds the position of senior managing official.

In the case of a trust, the Controlling Person(s) are 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 CRS the settlor(s), the trustee(s), the protector(s) (if any), and the beneficiary(ies) or class(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.

In the case of a legal arrangement other than a trust (e.g. foundations), "Controlling Person(s)" means persons in equivalent or similar positions.

Non-Exhaustive Examples of Controlling Person:

The two natural persons are controlling persons since each owns directly or indirectly more than 25% of the Entity

The natural persons is a controlling person since she owns directly or indirectly more than 25% of the Entity

* Orphan Entity – no ownership of Entity (e.g. Foundations)
The members of the board are controlling persons.

"Direct Reporting Non-Financial Entity" [FATCA]

A Passive NFFE that meets certain requirements and elects to provide information about direct and indirect US controlling persons to the IRS and obtains a GIIN. Under US FATCA such entity is treated as an Active NFFE but under UK CDOT, CRS, and EU DAC it is treated as a Passive NFFE which needs to disclose its non-US Controlling Persons to the financial institution where it holds an account.

"EU DAC"

European Union Directive on Administrative Cooperation"; 2011 European Union Directive 2011/16/EU as amended in 2014 by Directive 2014/107/EU, implementing CRS in European Union on January 1, 2016. See http://ec.europa.eu/taxation_customs/taxation/tax_cooperation/mutual_assistance/direct_tax_directive/index_en.htm

"Exempt Beneficial Owner" [FATCA]

Certain classes of FIs that are identified as Exempt Beneficial Owners in the US FATCA Regulations and an applicable IGA, and includes *among others* the following:

- Any non-US government, any political subdivision of a non-US government, or any wholly owned agency or instrumentality of any one or more of the foregoing;
- Any international organization or any wholly owned agency or instrumentality thereof;
- Certain retirements funds;
- Entities wholly owned by exempt beneficial owners;

"FATCA"

FATCA stands for the Foreign Account Tax Compliance provisions, which were enacted into US law as part of the Hiring

✓ Incentives to Restore Employment (HIRE) Act on March 18, 2010. FATCA creates a new information reporting and withholding regime for payments made to certain non-US financial institutions and other non-US entities. See https://www.irs.gov/Businesses/Corporations/Foreign-Account-Tax-Compliance-Act-FATCA

"Global Intermediary Identification Number" ("GIIN") [FATCA]

GIIN means a Global Intermediary Identification Number assigned to a FFI or Registered Deemed Compliant FFI. A separate GIIN will be issued to the FI to identify each jurisdiction, including the FI's jurisdiction of residence, in which the FI maintains a branch that is not treated as a Limited Branch. It is anticipated that the IRS FFI list will be updated on a monthly basis to add or remove FIs (or their branches). The GIIN may be used by an FI to identify itself to withholding agents and tax administrations for FATCA reporting.

The GIIN is a 19-character identification number in the format XXXXXX.XXXXX.XX.XXX.

"Holding Company or Treasury Center" [FATCA]

Subject to certain exclusions, under the US FATCA regulations applicable to non-IGA jurisdictions and a limited number of IGA jurisdictions (Cyprus, Ireland, Malta and the UK) holding companies and treasury centers generally are considered financial institutions if they are:

- part of an expanded affiliated group that includes a Financial Institution, or;
- formed in connection with or availed of by a collective investment vehicle, mutual fund, exchange traded fund, private equity fund, hedge fund, venture capital fund, leveraged buyout fund, or any similar investment vehicle established with an investment strategy of investing, reinvesting or trading in financial assets

This classification is only acceptable in non-IGA countries or certain IGA countries (Malta and Cyprus) that have adopted this definition under their local FATCA guidance or that allow for the use of regulations found in the US Regulations (Netherlands) by way of an option. UK and Ireland have abandoned this FI category recently but still accept this classification for Entities classified as such based on the superseded guidance under such jurisdictions.

Under CRS this type of Holding and Treasury center FI as well as under most IGA's does not exist and such entity should be classified under any of the remaining entity classifications.

"Inter-governmental Agreement" ("IGA") [FATCA]

An inter governmental agreement between the US and any jurisdiction to implement FATCA. On overview of IGA's can be found at http://www.treasury.gov/resource-center/tax-policy/treaties/Pages/FATCA-Archive.aspx

"Investment Entity Managed by Another Financial Institution"

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 clause (i) above in the definition of 'Investment Entity'.

An Entity only manages another Entity if it has discretionary authority to manage the other Entity's assets (either in whole or part). Where an Entity is managed by a mix of Financial Institutions, Non-Financial Entities or individuals, the Entity is considered to be managed by another 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 another Entity.

In the case of Trusts, this definition includes Trusts that meet the gross income test and have a corporate professional trustee.

"Investment Entity located in a Non-CRS Participating Jurisdiction and managed by another Financial Institution"

The term "Investment Entity located in a Non-Participating Jurisdiction and managed by another Financial Institution" means any Entity the gross income of which is primarily attributable to investing, reinvesting, or trading in Financial Assets if the Entity is (i) managed by a Financial Institution and (ii) not a Participating

Jurisdiction Financial Institution. For CRS purposes, such entities are treated as Passive NFEs and required to disclose its non-US Controlling Persons. See example below:

"Non-Participating Foreign Financial Institution" [FATCA]

The term is defined in relevant US Treasury Regulations, and includes an Entity in an IGA Partner Jurisdiction that remains non-compliant within a period of 18 months after notification of significant non-compliance is first provided by the US Competent Authority.

"Non-Participating Jurisdiction" [CRS]

See definition of Participating Jurisdiction below. In practice the most relevant non-participating jurisdiction is currently the US.

Clients or investors located in a Non-Participating Jurisdictions are still required to provide self-certification and determine their CRS classification.

"Owner Documented Financial Institution" [FATCA]

An Owner Documented FI is a FI solely because it is an Investment Entity and it may not be owned by, or in an expanded affiliated group with, any FFI that is a depository institution, custodial institution, or specified insurance company. In addition, the FFI may not maintain a financial account for any Non-Participating Financial Institution. The Owner Documented FI provides the designated withholding agent with all of the required documentation and agrees to notify the withholding agent if there is a change in circumstances; and the designated withholding agent agrees to report to the IRS all of the information with respect to any specified US persons.

"Participating Jurisdiction" [CRS]

A "Participating Jurisdiction" means a jurisdiction with which an agreement is in place pursuant to which it will provide the information set out in the CRS. Refer to the following link for the most current list of jurisdictions that have committed to participate in CRS. Please consult your local tax authorities to confirm the Entity's jurisdiction has entered into an information sharing agreement. For some countries, jurisdictions that have committed to implement CRS are also treated as participating jurisdictions but this is subject to local legislation.

http://www.oecd.org/tax/transparency/AEO1-commitments.pdf

"Passive Income"

Passive Income is generally considered to include the portion of gross income that consists of:

a) dividends;
b) interest;
c) income equivalent to interest;
d) rents and royalties, other than rents and royalties derived in the active conduct of a business conducted, at least in part, by employees of the NFE;
e) annuities;
f) the excess of gains over losses from the sale or exchange of Financial Assets that gives rise to the Passive Income described previously;
g) the excess of gains over losses from transactions (including futures, forwards, options, and similar transactions) in any Financial Assets;
h) the excess of foreign currency gains over foreign currency losses;
i) net income from swaps; or
j) amounts received under Cash Value Insurance Contracts.

"Passive NFE"

"Passive NFE" means any: NFE that is not an Active NFE;

"Resident for tax purposes"

Generally, an Entity will be resident for tax purposes in a jurisdiction if, under the laws of that jurisdiction (including tax conventions), it pays or should be paying tax therein by reason of its domicile, residence, place of management or incorporation, or any other criterion of a similar nature, and not only from sources in that jurisdiction. An Entity such as a partnership, limited liability partnership or similar legal arrangement that has no residence for tax purposes, is subject to various rules to determine tax residency under AEOI regulations.

"Sponsored Closely Held Investment Entity" [FATCA]

An Investment Entity FFI that has entered into a sponsoring agreement and amongst other requirements meets the following criteria: it does not hold itself out as an investment vehicle for unrelated parties; and it has 20 or fewer individuals that own directly or indirectly its debt and equity interests, disregarding debt interests owned by Participating Financial Institutions, Registered and Certified Deemed Compliant Financial Institutions and the equity interest owned by an entity that owns 100% of the equity and itself is a Sponsored Closely Held Investment Vehicle. Please refer to an applicable IGA or the US FATCA regulations for a list of all requirements.

This is a Certified Deemed Compliant FI or non-reporting FI under the IGA's and does not require a GIIN.

"Sponsored Direct Reporting Non-Financial Entity" [FATCA]

A Direct Reporting NFFE that has entered into an agreement with another entity to act as its sponsoring entity, subject to certain requirements. Under US FATCA such entity is treated as an Excepted NFFE/ Active NFFE but under UK CDOT, CRS, and EU DAC it is treated as a Passive NFFE which needs to disclose its non-US Controlling Persons to the financial institution where it holds an account.

"Sponsored Investment Entity FFI" [FATCA]

An Investment Entity FFI that has entered into an agreement with another entity to act as its sponsoring entity, subject to certain requirements but which does not meet the sponsored closely held Investment Entity requirements. This is a registered deemed compliant FFI or non-reporting FI under the IGA's

"Tax Identification Number - 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 http://www.oecd.org/tax/automatic-exchange/crs-implementation-and-assistance/tax-identification-numbers/

Some jurisdictions do not issue a TIN. However, these jurisdictions often utilise 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.

"Trustee Documented Trust"

Arrangement whereby the trustee, rather than the trust as an entity, provides AEOI information (including filing of AEOI returns) to the local government. For purposes of US FATCA, the trustee of a Trustee-Documented Trust, must have and provide its FATCA Trustee FFI GIIN.

"UK or Jersey/Guernsey/Isle of Man/Gibraltar Specified Person" [UK CDOT only]

A person or Entity who is resident in the [United Kingdom, Jersey, Guernsey, Isle of Man or Gibraltar, as applicable] for tax purposes, other than: (i) a corporation the stock of which is regularly traded on one or more established securities markets; (ii) a corporation that is a member of the same affiliated group, as defined in Section 1471(e)(2) of the US Internal Revenue Code, as a corporation descr bed in (i) above; (iii) a Depository Institution; (iv) a broker or dealer in securities, commodities, or derivative financial instruments (including notional principle contracts, futures, forwards, and options) that is registered as such under the laws of its jurisdiction or (v) an exempt beneficial owner as defined in the applicable agreement with the Government of the United Kingdom of Great Britain and Northern Ireland to improve international tax compliance.

"US Person" [FATCA]

A US citizen or resident individual, a partnership or corporation organized in the United States or under the laws of the United States or any State thereof, a trust if (i) a court within the United States would have authority under applicable law to render orders or judgments concerning substantially all issues regarding administration of the trust, and (ii) one or more US persons have the authority to control all substantial decisions of the trust, or an estate of a decedent that is a citizen or resident of the United States. This shall be interpreted in accordance with the US Internal Revenue Code.

"W-9 Form"

IRS tax form, see link for integral form and instructions: https://www.irs.gov/pub/irs-pdf/fw9.pdf

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