[UNLESS THIS CERTIFICATE IS PRESENTED BY AN AUTHORIZED REPRESENTATIVE OF ${investor\_name}, TO ${company\_name} OR ${transfer\_agent} AS TRANSFER AGENT (THE “**TRANSFER AGENT**”), AND ANY CERTIFICATE ISSUED IS REGISTERED IN THE NAME OF ${investor\_name} OR IN SUCH OTHER NAME AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF ${investor\_wallet} (AND ANY PAYMENT IS MADE TO , OR TO SUCH OTHER ENTITY AS IS REQUESTED BY AN AUTHORIZED REPRESENTATIVE OF ), ANY TRANSFER, PLEDGE OR OTHER USE HEREOF FOR VALUE OR OTHERWISE BY OR TO ANY PERSON IS WRONGFUL IN AS MUCH AS THE REGISTERED OWNER HEREOF, ${investor\_name}, HAS AN INTEREST HEREIN.

TRANSFERS OF THIS [GLOBAL] SERIES D PREFERRED STOCK SHALL BE LIMITED TO TRANSFERS IN WHOLE, BUT NOT IN PART, TO NOMINEES OF OR TO A SUCCESSOR THEREOF OR SUCH SUCCESSOR’S NOMINEE AND TRANSFERS OF PORTIONS OF THIS [GLOBAL] SERIES D PREFERRED STOCK SHALL BE LIMITED TO TRANSFERS MADE IN ACCORDANCE WITH THE RESTRICTIONS SET FORTH IN THE RELATED CERTIFICATE OF DESIGNATIONS. IN CONNECTION WITH ANY TRANSFER, THE HOLDER WILL DELIVER TO THE TRANSFER AGENT SUCH CERTIFICATES AND OTHER INFORMATION AS SUCH TRANSFER AGENT MAY REASONABLY REQUIRE TO CONFIRM THAT THE TRANSFER COMPLIES WITH THE FOREGOING RESTRICTIONS.]

${company\_name}

Incorporated under the laws of

the State of ${state\_of\_incorporation}

|  |  |  |
| --- | --- | --- |
|  |  |  |
| CUSIP: ${cusip} |  | SHARE |
| ISIN: ${isin} |  | ${offering\_type} |

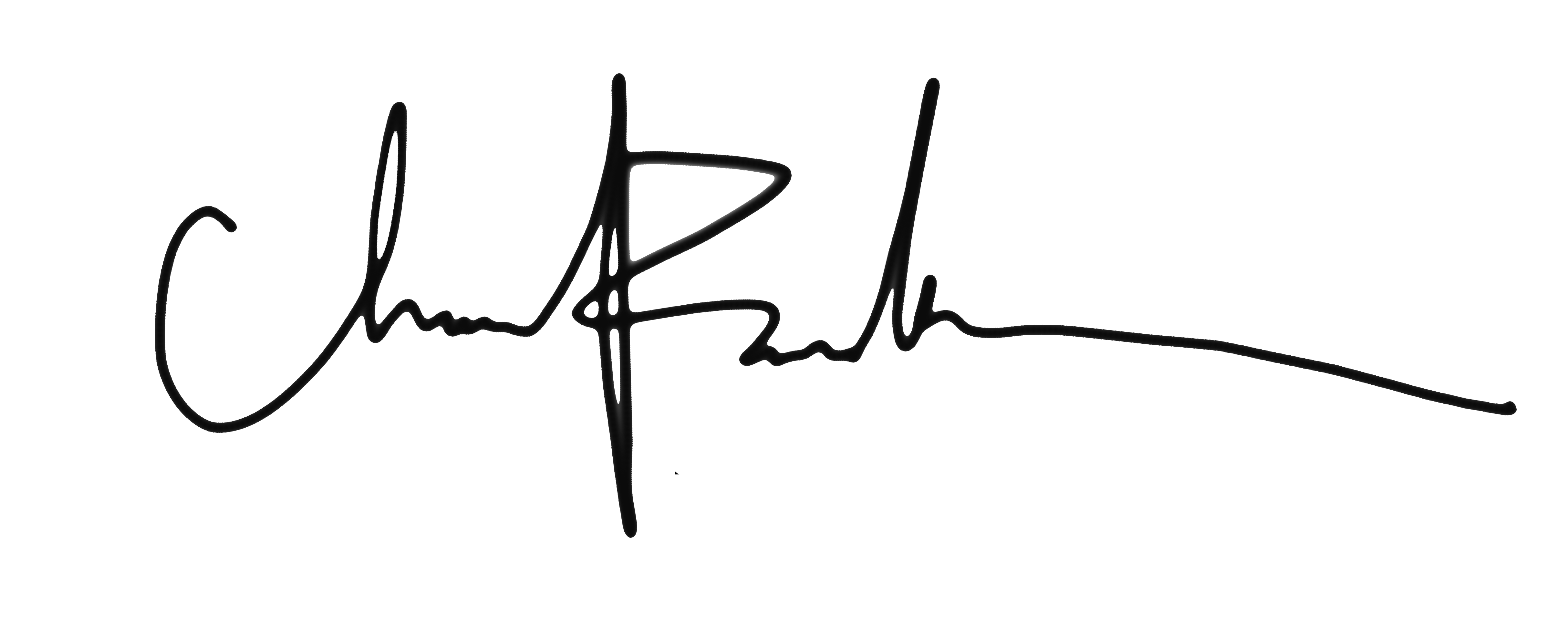
THIS CERTIFICATE IS RESTRICTED:

This is to certify that ${investor\_name} is the registered owner of ${share\_qty} shares of fully paid and non-assessable ${offering\_type}, ${par\_value} par value and a stated amount of ${per\_share\_price} per share of ${company\_name}, a ${state\_of\_incorporation} corporation (the “**Corporation**”), transferable on the books of the Corporation by the holder hereof, in person or by duly authorized attorney, upon surrender of this Certificate properly endorsed. This Certificate is not valid unless countersigned and registered by the Transfer Agent and Registrar.

Witness the facsimile seal of the Corporation and the facsimile signatures of its duly authorized officers.

Dated: ${issue\_date}

${company\_name}



Name; ${officer\_name\_1} Name: ${officer\_name\_2}

Title: ${officer\_title\_1} Title: ${officer\_title\_2}



${transfer\_agent}



Authorized Representative

**${company\_name}**

The Corporation will furnish without charge to each stockholder who so requests the powers, designations, preferences and relative participating, optional or special rights of each class of stock or series thereof of the Corporation and the qualifications, limitations or restrictions of such preferences and/or rights. Such request should be addressed to the Corporation or the Transfer Agent.

The following abbreviations, when used in the inscription on the face of this certificate, shall be construed as though they were written out in full according to applicable laws or regulations:

|  |  |  |
| --- | --- | --- |
|  |  |  |
| TEN COM - |  | as tenants in common |
| TEN ENT - |  | as tenants by the entireties |
| JT TEN - |  | as joint tenants with rights of survivorship and not as tenants in common |
| UNIF GIFT MIN ACT - |  | Custodian (Cust) \_\_\_\_\_\_\_\_\_\_\_\_\_\_ (Minor) under Uniform Gift to Minors Act |
| \_\_\_\_\_\_\_\_\_\_\_\_\_ |  | (State) |

Additional abbreviations may also be used though not in the above list.

For Value Received, the undersigned hereby sells, assigns and transfers unto

(PLEASE INSERT SOCIAL SECURITY OR OTHER

IDENTIFYING NUMBER OF ASSIGNEE)

(PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS,

INCLUDING ZIP CODE OF ASSIGNEE)

Shares of the capital stock represented by the within Certificate, and do hereby irrevocably constitute and appoint Attorney to transfer the said stock on the books of the within named Corporation with full power of substitution in the premises.

Dated:

NOTICE: THE SIGNATURE TO THE ASSIGNMENT MUST CORRESPOND WITH THE NAME AS WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR, WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.

Signature(s) Guaranteed:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

THE SIGNATURE(S) SHOULD BE GUARANTEED BY AN ELIGIBLE GUARANTOR INSTITUTION (BANKS, STOCKBROKERS, SAVINGS AND LOAN ASSOCIATIONS AND CREDIT UNIONS WITH MEMBERSHIP IN AN APPROVED SIGNATURE GUARANTEE MEDALLION PROGRAM), PURSUANT TO RULE17Ad-15 UNDER THE SECURITIES EXCHANGE ACT OF 1934.