

### **Beneficial Owner Verification Procedure**

UFT Commercial Finance, LLC. and its affiliates (“UFTCF”) operate a strict policy of client and/or beneficial owner verification. The policy requires that we collect the information set out below before we can permit a closely held firm or person to become a participating lender and be qualified to acquire any Master Credit Participation Certificate (a “Participating Lender”).

The information and documentation provided to us will remain strictly confidential and will not be distributed outside UFTCF unless circumstances arise where we are required by law to disclose or report to designated authorities, such as on suspicion or knowledge of money-laundering activity. UFTCF believes that these procedures are standard industry practice and regrets any inconvenience that may be caused.

***Who Must Be Verified?*** Each person who will ultimately beneficially own, or be beneficially entitled to, on a look-through basis (each a “Beneficial Owner”), 5% or more of a Participating Lender must be verified. In other words, **each 5% Beneficial Owner must be verified.**

For example, where a Participating Lender is 50% owned by Aco and Aco is 20% owned by Mr. B, then Mr. B is a 5% Beneficial Owner because he ultimately owns more than 5% (in this case, 10%) of the Participating Lender. Further, where a Participating Lender is owned 80% by Xco, and Xco is 20% owned by Yco and Yco is 25% owned by Mrs. Z, then Mrs. Z is not a 5% Beneficial Owner because she ultimately owns less than 5% (in this case 4%) of the Participating Lender.

The trustee(s) and settlor(s) of a trust and the general partner(s) of a partnership are also treated as 5% Beneficial Owners regardless of any beneficial interest they may have.

***What Must Be Provided For Verification?*** A 5% Beneficial Owner is required to provide the following documents, namely:

- (1) a completed **Personal Declaration** (attached);
- (2) a **certified copy of the picture page of his or her passport, driver's license (if it includes a photograph) or national identity card**, (Identification to be certified as a “true copy” or “true likeness” by a lawyer, notary, accountant, bank manager, a director or officer of a publicly listed corporation, or a licensed and registered medical doctor or dentist, and in each case must include the professional status, full name and address or telephone number of the person certifying).

**IMPORTANT NOTE:** **The name, address, nationality and occupation of each person beneficially entitled to LESS than 5% of a Participating Lender must also be provided.**

**SPECIAL INSTRUCTIONS FOR INTERMEDIARY ENTITIES:** **If there are intermediary holding companies, partnerships or trusts are present in the chain of ownership of the Participating Lender, you MUST also provide the following documents for each such intermediary entity:**

- Companies:**
- (i) the company's name, address, date and place of incorporation;
  - (ii) the names, addresses, nationalities, occupations, dates of birth and percentages of ownership of all the shareholders;
  - (iii) a statement signed by a director describing the general nature of its business.

- Partnerships:**
- (i) the partnerships' names, addresses, dates and places of formation;
  - (ii) the names, addresses, nationalities, occupations and percentages of ownership of all the partners, both limited and general;
  - (iii) a statement signed by a partner describing the general nature of its business.

- Trusts:**
- (i) the trusts' names, dates and places of creation;
  - (ii) the names, addresses, nationalities, occupations and dates of birth of all the beneficiaries;
  - (iii) the general nature of the trust (such as, family trust, pension trust, charitable trust, etc).

PARTICIPATING LENDER NAME: \_\_\_\_\_

NAME OF DECLARANT: \_\_\_\_\_

**PERSONAL DECLARATION**  
(inclusive of “Disclosure Questions” and “Additional Representations”)

Surname:			
Complete forename(s):			
Known by other name(s):			
Any previous name(s):			
Name of Spouse:			
Residential Address (including postal code): (P.O. Box <u>not</u> acceptable)			
Residential Telephone No.			
Country of Citizenship:		Passport No:	
	Date & Place of issue:	Passport Agency	
Date of Birth:	Day:	Month:	Year: Gender:
Place of Birth:		Country:	
Occupation:			
Present Employer (name and address):			
If no Present Employer, state Previous Employer's name and address:			
Connection to the Company			
Percentage Ownership			

Additional Instructions:

- 1) A separate Declaration must be completed and signed by each individual (not intermediary holding entities) proposing to have a beneficial interest of 5% or more in a company or partnership. In respect of partnerships and trusts, a declaration must, in any event, be completed by the general partner(s) or trustee(s) and settlor(s), respectively, where such general partner, trustee or settlor is an individual.
- 2) Disclosure Questions (as set out below) must be completed in each case where a Declaration is supplied.

**DISCLOSURE QUESTIONS**

IF THE ANSWER TO ANY OF THE FOLLOWING QUESTIONS IS 'YES',  
PLEASE PROVIDE COMPLETE DETAILS OF ALL EVENTS OR PROCEEDINGS.

<b>Criminal Disclosure</b>	<b>Yes</b>	<b>No</b>
<b>1. Have you ever:</b>		
a. been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any <i>felony</i> ?	<input type="radio"/>	<input type="radio"/>
b. been <i>charged</i> with any <i>felony</i> ?	<input type="radio"/>	<input type="radio"/>
<b>2. Based upon activities that occurred while you exercised <i>control</i> over it, has an organization ever:</b>		
a. been convicted of or pled guilty or nolo contendere ("no contest") in a domestic or foreign court to any <i>felony</i> ?	<input type="radio"/>	<input type="radio"/>
b. been <i>charged</i> with any <i>felony</i> ?	<input type="radio"/>	<input type="radio"/>
<b>3. Have you ever:</b>		
a. been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a <i>misdemeanor</i> involving: investments or any fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?	<input type="radio"/>	<input type="radio"/>
b. been <i>charged</i> with a <i>misdemeanor</i> specified in 3(a)?	<input type="radio"/>	<input type="radio"/>
<b>4. Based upon activities that occurred while you exercised <i>control</i> over it, has an organization ever:</b>		
a. been convicted of or pled guilty or nolo contendere ("no contest") in a domestic or foreign court to a <i>misdemeanor</i> specified in 3(a)?	<input type="radio"/>	<input type="radio"/>
b. been <i>charged</i> with a <i>misdemeanor</i> specified in 3(a)?	<input type="radio"/>	<input type="radio"/>
<b>Regulatory Action Disclosure</b>	<b>Yes</b>	<b>No</b>
<b>5. Has the U.S. Securities and Exchange Commission, the Commodity Futures Trading Commission or other Federal regulatory agency or any state regulatory agency or foreign financial regulatory authority ever:</b>		
a. <i>found</i> you to have made a false statement or omission?	<input type="radio"/>	<input type="radio"/>
b. <i>found</i> you to have been <i>involved</i> in a violation of its regulations or statutes?	<input type="radio"/>	<input type="radio"/>
c. <i>found</i> you to have been a cause of an <i>investment-related</i> business having its authorization to do business denied, suspended, revoked, or restricted?	<input type="radio"/>	<input type="radio"/>
d. entered an <i>order</i> against you in connection with <i>investment-related</i> activity?	<input type="radio"/>	<input type="radio"/>
e. imposed a civil money penalty on you, or <i>ordered</i> you to cease and desist from any activity?	<input type="radio"/>	<input type="radio"/>
<b>6. Have you been subject to any <i>final order</i> of a state securities commission (or any agency or office performing like functions), state authority that supervises or examines banks, savings associations, or credit unions, state insurance commission (or any agency or office performing like functions), an appropriate <i>federal banking agency</i>, or the National Credit Union Administration, that:</b>		
a. bars you from association with an entity regulated by such commission, authority, agency, or officer, or from engaging in the business of securities, insurance, banking, savings association activities, or credit union activities; or	<input type="radio"/>	<input type="radio"/>
b. constitutes a <i>final order</i> based on violations of any laws or regulations that prohibit	<input type="radio"/>	<input type="radio"/>

fraudulent, manipulative, or deceptive conduct?		
<b>7. Have you ever had an authorization to act as an attorney, accountant or federal contractor that was revoked or suspended?</b>	<input type="radio"/>	<input type="radio"/>
<b>8. Have you been notified, in writing, that you are now the subject of any:</b>		
a. regulatory complaint or <i>proceeding</i> that could result in a “yes” answer to any part of 5(a, b, c, d, e) or 6(a, b)?	<input type="radio"/>	<input type="radio"/>
b. <i>investigation</i> that could result in a “yes” answer to any part of the Criminal Disclosure and/or Regulatory Action Disclosure Questions?	<input type="radio"/>	<input type="radio"/>
<b>Financial Disclosure</b>	<b>Yes</b>	<b>No</b>
<b>9. Within the past 10 years:</b>		
a. have you made a compromise with creditors, filed a bankruptcy petition or been the subject of an involuntary bankruptcy petition?	<input type="radio"/>	<input type="radio"/>
b. based upon events that occurred while you exercised <i>control</i> over it, has an organization made a compromise with creditors, filed a bankruptcy petition or been the subject of an involuntary bankruptcy?	<input type="radio"/>	<input type="radio"/>
<b>10. Has a bonding company ever denied, paid out on, or revoked a bond for you?</b>	<input type="radio"/>	<input type="radio"/>
<b>11. Do you have any unsatisfied judgments or liens against you?</b>	<input type="radio"/>	<input type="radio"/>
<b>Civil Judicial Disclosure</b>		
Please list all lawsuits where you have been the plaintiff or the defendant in the past 3 years where the amount in controversy exceeded \$100,000.		
1. Court where suit was filed (include case #) _____ _____		
2. Names of <i>all</i> parties _____ _____		
3. Nature of claim _____ _____		
4. Disposition of Suit [Judgment (how much), settlement, dismissed, etc.] _____ _____ _____		

### Additional Representations

The Participating Lender and the Declarant make the following representations in order to induce UFTCF to designate it and/or them as a “Participating Lender” for purposes of the potential receipt of a future investment of capital:

- (a) the Participating Lender and Declarant reasonably believe that no funds utilized to capitalize the Participating Lender or tendered by the Participating Lender in support of its operations or its relationship to UFTCF, directly or indirectly are derived from activities that may contravene relevant U.S., state or any applicable laws or regulations related to money laundering;
- (b) The Participating Lender and the Declarant reasonably believe that any person or entity providing funding to the Participating Lender is not:
  - 1. a country, territory, organization or person or entity named on the List of Specially Designated Nationals and Blocked Persons maintained by OFAC, as such list may be amended from time to time;
  - 2. a person or entity that resides or has a place of business in a country or territory named on an OFAC list, or that is designated as a Non-Cooperative Jurisdiction by the Financial Action Task Force on Money Laundering, or which Participating Lender and/or its owners tendered for the acquisition of such Beneficial Ownership or other ownership interests are transferred from or through any such country or territory;
  - 3. a “foreign shell bank” as such term is described in 31 U.S.C. §5318(j) and U.S. Department of the Treasury regulations thereunder;
  - 4. a person or entity that resides in or is organized under the laws of a jurisdiction designated by the U.S. Secretary of the Treasury pursuant to 31 U.S.C. §5318A as a “jurisdiction of primary money laundering concern;” or,
  - 5. a “senior foreign political figure,” or a “family member” or “close associate” of such a senior foreign political figure within the meaning of the *Guidance on Enhanced Scrutiny for Transactions that May Involve the Proceeds of Foreign Official Corruption* issued by the U.S. Department of the Treasury or, if the Participating Lender and its owners have determined that a purchaser of any Beneficial Ownership or other ownership interests in the Participating Lender and its owners is or will be a “senior foreign political figure,” or a “family member” or “close associate” of a senior foreign political figure, the Participating Lender and its owners have diligently scrutinized the proposed purchase of the Participating Lender and its owners interests by or for the benefit of such person and has determined such purchase shall be permitted.

I hereby certify that the information in this Declaration including the foregoing representations is true to the best of my information, knowledge and belief.

Participating Lender:

Declarant:

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Signature)

Dated: \_\_\_\_\_

Dated: \_\_\_\_\_

### *Explanation of Italicized Terms*

**Charged** – means being accused of a crime in a formal complaint, information, or indictment (or equivalent formal charge).

**Control** – means the power to direct or cause the direction of the management or policies of a company, whether through the ownership of securities, by contract, or otherwise. Any individual or firm that is a director, partner, or officer exercising effective responsibility (or having similar status or functions) or that directly or indirectly has the right to vote 25 percent or more of the voting securities or is entitled to 25 percent or more of the profits is presumed to control that company.

**Federal Banking Agency** – shall include any Federal banking agency as defined in Section 3 of the Federal Deposit Insurance Act (12 U.S.C. 1813(q)).

**Felony** – for *jurisdictions* that do not differentiate between a *felony* or *misdemeanor*, is an offense punishable by a sentence of at least one year imprisonment and/or a fine of at least \$1,000. The term also includes a general court martial.

**Final Order** – for purposes of Question 6, means a written directive or declaratory statement issued by an appropriate federal or state agency (as identified in Question 6) pursuant to applicable statutory authority and procedures that constitutes a final disposition or action by the federal or state agency.

**Foreign Financial Regulatory Authority** – includes a foreign securities authority; any other governmental body or foreign equivalent of a *self-regulatory organization* empowered by a foreign government to administer or enforce its laws relating to the regulation of *investment-related* activities; or a membership organization, a function of which is to regulate the participation of its members in *investment-related* activities listed above.

**Found** – includes adverse final actions, including consent decrees in which the respondent has neither admitted nor denied the findings, but does not include agreements, deficiency letters, examination reports, memoranda of understanding, letters of caution, admonishments, and similar informal resolutions of matters.

**Investigation** – includes: (a) grand jury investigations; (b) U.S. Securities and Exchange Commission investigations after the “Wells” notice has been given; (c) FINRA investigations after the “Wells” notice has been given or after a person associated with a member, as defined in the FINRA By-Laws, has been advised by the staff that it intends to recommend formal disciplinary action; (d) formal investigations by others SROs; or (e) actions or procedures designated as investigations by *jurisdictions*. The term *investigation* does not include subpoenas, preliminary or routine regulatory inquiries or requests for information, deficiency letters, “blue sheet” requests or other trading questionnaires, or examinations.

**Investment-Related** – pertains to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, issuer, investment company, investment adviser, futures sponsor, bank, or savings association).

**Involved** – means doing an act or aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another doing an act.

**Jurisdiction** – means a state, the District of Columbia, the commonwealth or Puerto Rico, the U.S. Virgin Islands, or any subdivision or regulatory body thereof.

***Misdemeanor*** – for *jurisdictions* that do not differentiate between a *felony* or *misdemeanor*, is an offense punishable by a sentence of less than one year imprisonment and/or a fine of less than \$1,000. The term also includes a special court martial.

***Order*** – means a written directive issued pursuant to statutory authority and procedures, including orders of denial, suspension, or revocation; does not include special stipulations, undertakings or agreements relating to payments, limitations on activity or other restrictions unless they are included in an order.

***Proceeding*** – includes a formal administrative or civil action initiated by a government agency, self-regulatory organization or foreign financial regulatory authority, a felony criminal indictment or information (or equivalent formal charge), or a misdemeanor criminal information (or equivalent formal charge), but does not include an arrest or similar charge effected in the absence of a formal criminal indictment or information (or equivalent formal charge).

***Self-Regulatory Organization*** – (“SRO”) means any national securities or commodities exchange, any national securities association (e.g. FINRA), or any registered clearing agency.