

**Chart Setting Forth All Current and Proposed Categories of Accredited Investor**

<b>CURRENT AND PROPOSED CATEGORIES OF ACCREDITED INVESTOR</b>			
<b>Natural Persons</b>	Who had an income in excess of \$200,000 in each of the two most recent years, or joint income with the individual's spouse in excess of \$300,000 in each of those years, and have a reasonable expectation of reaching the same income level in the current year.	Directors, executive officers, and general partners of the issuer or of a general partner of the issuer.	Who are "knowledgeable employees" of a private fund and are investing in the private fund.
	Individuals who have a net worth exceeding \$1 million (excluding the value of the individual's primary residence), either alone or with their spouses.	Who hold certain professional certifications or designations or other credentials issued by an accredited educational institution that the SEC designates from time to time as meeting specified criteria ( <i>preliminarily expected to be the Series 7, 65 or 82 licenses</i> ).	Note clarifying that for the purposes of the accredited investor test, natural persons may include joint income from a "spousal equivalent" when calculating joint income and may include spousal equivalents when determining net worth. "Spousal equivalent" would be defined as a cohabitant occupying a relationship generally equivalent to that of a spouse.
<b>Entities</b>	Banks, savings and loan associations, brokers or dealers registered pursuant to Section 15 of the Securities Exchange Act of 1934, insurance companies, small business investment companies, investment companies registered under the Investment Company Act of 1940, or business development companies as defined in Section 2(a)(48) of that Act.	Trusts with total assets in excess of \$5 million, not formed for the specific purpose of acquiring the securities offered, the purchases of which are directed by a person who meets the legal standard of having sufficient knowledge and experience in financial and business matters to be capable of evaluating the merits and risks of the prospective investment.	Limited liability companies not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5 million.
	Private business development companies as defined in Section 202(a)(22) of the Investment Advisers Act of 1940.	Employee benefit plans (within the meaning of the Employee Retirement Income Security Act) if a bank, savings and loan association, insurance company, or registered investment adviser makes the investment decisions, or if the plan has total assets in excess of \$5 million.	Any "family office" with at least \$5 million in assets under management not formed for the specific purpose of acquiring the securities offered; and "family clients" of a "family office."
	Plans established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions, for the benefit of its employees, if such plan has total assets in excess of \$5 million.	Investment advisers registered under Section 203 of the Advisers Act or the laws of the various states.	Any entity owning investments in excess of \$5 million that is not formed for the specific purpose of acquiring the securities being offered.
	Tax-exempt charitable organizations, Massachusetts or similar business trusts, or partnerships, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5 million.	Rural business investment companies as defined in Section 384A of the Consolidated Farm and Rural Development Act.	Note clarifying that, in determining accredited investor status under Rule 501(a)(8), one may look through various forms of equity ownership to natural persons.
	Entities in which all of the equity owners are accredited investors.	<b>Legend:</b>	<div style="display: flex; align-items: center;"> <div style="width: 15px; height: 15px; background-color: #cccccc; border: 1px solid black; margin-right: 5px;"></div> <span>Current</span> </div> <div style="display: flex; align-items: center; margin-top: 5px;"> <div style="width: 15px; height: 15px; background-color: #ffff00; border: 1px solid black; margin-right: 5px;"></div> <span>Proposed</span> </div> <div style="display: flex; align-items: center; margin-top: 5px;"> <div style="width: 15px; height: 15px; background-color: #ffcc00; border: 1px solid black; margin-right: 5px;"></div> <span>Proposed Explanatory Note</span> </div>