

## Examination Information Request List

From: ComplianceBuilding.com

### Examination Period

Information is requested for the period **October 1, 2012** through **December 31, 2013** (the "Examination Period") unless otherwise noted.

### Organizing the Information to be Provided

In order to efficiently process the materials assembled for the staff's review, please label the information so that it corresponds to the item number in the request list. If information provided is responsive to more than one request item, you may provide it only once and refer to it when responding to the other request item numbers. If any request item does not apply to your business, please indicate "N/A" (not applicable).

### Information to be Provided

#### **General Information:**

1. A copy of the Adviser's organization chart showing ownership percentages of the Adviser and control persons; a schedule or chart of all affiliated entities; and schedules or charts of the management team and compliance team that include names and titles.
2. Names of any joint ventures or any other businesses in which the Adviser or any officer, director, portfolio manager, or trader participates or has any interest (other than their employment with the Adviser), including a description of each relationship.
3. A copy of Form ADV Part 2B currently furnished to clients and/or any alternative disclosure document given in conjunction with or in lieu of Form ADV Part 2.
4. For each private fund the Adviser manages please provide a copy of the limited partnership agreement, operating agreement, and offering memorandum.
5. A copy of any side letters between any fund currently managed by the Adviser and any investor or beneficial owner.
6. A copy of current standard client advisory agreements.
7. Names of any of the Advisers' officers, directors, and employees who resigned or were terminated between the period of **October 1, 2012** and **December 31, 2013** and information regarding the reason for their departure.
8. Any threatened, pending and settled litigation or arbitration involving the Adviser or any "supervised person" (if it relates to the individual's association with the Advisers or a securities-related matter) including a description of the allegations, the status, and a brief description of any "out of court" or informal settlement. Note that "supervised person" is any partner, officer, director (or other person occupying a similar status or performing

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similar functions), or employee of an investment adviser, or other person who provides investment advice on behalf of the investment adviser and is subject to the supervision and control of the investment adviser (defined in Section 202(a)(25) of the Advisers Act). If none, please provide a written statement to that effect.

9. A list of the Adviser's current employees, partners, officers, directors and independent contractors including their names, titles, and areas of responsibility.
10. A copy of Adviser's balance sheet, trial balance, income statement, and cash flow statements as of the end of its most recent fiscal year and the most current year to date.
11. A copy of the most recent audited financial statements for any pooled investment vehicles managed by the Adviser.
12. A list of investors obtained during the **Examination Period**, inception dates, and identity of any third party consultants instrumental in the Adviser obtaining a particular account.
13. A list of investors lost during the Examination Period, their effective dates of termination, and the reason for termination.
14. Names of any companies for which employees of the Adviser or its affiliates serve as officers and/or directors, and the name(s) of such employees.
15. Names of companies for which employees of the Adviser or its affiliates, serve on creditors' committees, and the name(s) of such employees.
16. Information regarding each private investment fund managed by the Adviser during the period of **October 1, 2012** and **December 31, 2013** including:
  - a. Name as shown in organizational documents (as amended);
  - b. Domicile (country);
  - c. Investment strategy (e.g., buyout, venture, mezzanine etc.);
  - d. If funds are part of a master/feeder fund structure, full name and domicile of each fund;
  - e. Total assets as of **December 31, 2013**;
  - f. A listing of fund investors, including capital account balances as of **December 31, 2013**;
  - g. Amount, if any, of Adviser's equity interest in each fund as of **December 31, 2013**;
  - h. Amount, if any, of Adviser's affiliated persons' interest as of **December 31, 2013**;
  - i. Date the fund began accepting unaffiliated investors;
  - j. Whether the fund is currently closed to new investors and when it closed;
  - k. The stage of the lifecycle the fund is in as of **December 31, 2013**;
  - l. Services the Adviser or an affiliate (e.g., general partner, Adviser, managing member) is providing;

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- m. Whether the fund pays carried interest and whether the fund is currently in-the-money or out-of-the-money for earning carried interest; and
- n. Whether the fund is currently in a clawback position and the amount of the clawback.

### Information Regarding the Adviser's Compliance Program, Risk Management, and Internal Controls

- 17. Compliance policies and procedures that were in effect during the **Examination Period** for the Adviser and its affiliates.
- 18. Any valuation policies and procedures used by the Adviser used during the **Examination Period**.
- 19. A current inventory listing of the Adviser's compliance risks that forms the basis for its policies and procedures.
- 20. Documentation maintained regarding any reviews conducted of the Adviser's policies and procedures, including any annual and/or interim reports. Also, please provide a list of any outside compliance audits and internal audits conducted (include name of firm [for outside audits] and date(s) conducted).
- 21. A record of any breach with the Adviser's compliance policies and procedures during the **Examination Period** and of any action taken as a result of such non-compliance.
- 22. Any client complaints, and information about the process used for monitoring client correspondence and/or complaints, including the name of any third-party service provider used and the Adviser's oversight of the service provider.

### Marketing

- 23. A list of all parties to whom cash referral fees were paid during the Examination Period for soliciting investors and the total compensation paid to each solicitor for the periods ending **December 31, 2012 and December 31, 2013**. In addition, copies of any agreements executed with any third party solicitors, any correspondence with such solicitors, and any separate disclosure documents disseminated by such solicitors.
- 24. Please provide a sample of pitch books and one on one presentations used, during the **Examination Period**, to market the funds managed by the Adviser.

### Fees

- 25. A copy of any expenses and any fee agreements between any portfolio company and Adviser or its affiliates/affiliate. (e.g., partnership agreement, private placement memoranda).

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26. A list of all expenses or fees born by the fund or its investments that were offset either partially or entirely by the Adviser's management fees.
27. A list of all compensation received by the Adviser or affiliate, besides management and performance fees in the following format:
  - a. Date received;
  - b. Payer;
  - c. Amount;
  - d. Type (transaction fee, monitoring fee, monitoring fee acceleration, Board/Director Fee, other fee (please explain)); and
  - e. Amount credited to investors/fund.
28. Policies and procedures regarding disclosing, calculating and testing fees if not otherwise included in the compliance manual.