

CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186961

SECTION I -- GENERAL INFORMATION

the "Matter") to which this EDS pertains:

A. Legal name of the Disclosing Party submitting the EDS:
URT E&R Towing, Inc.
Enter d/b/a if applicable:
The Disclosing Party submitting this EDS is:
the Applicant
B. Business address of the Disclosing Party:
16325 S. Crawford Ave Markham, IL 60428 United States
C. Telephone:
708-333-7300
Fax:
7083337324
D. Name of contact person:
Mr. Michael Kroeger
F. Brief description of contract, transaction or other undertaking (referred to below as

TOWING SERVICES- GROUP A (SECONDARY): LIGHT DUTY VEHICLES, MEDIUM DUTY VEHICLES & MOTORCYCLES AND GROUP B (PRIMARY): HEAVY DUTY VEHICLES

G. Which City agency or department is requesting this EDS?

DEPT OF CULTURAL AFFAIRS AND SPECIAL EVENTS

Specification Number

311194

Contract (PO) Number

68188

Revision Number

4

Release Number

0

User Department Project Number

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Privately held business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

Yes

B. DISCLOSING PARTY IS A LEGAL ENTITY:

1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

Officer/Director: Mr. Kevin Corcoran

Title: CEO Role: Both

Officer/Director: Mr. Michael Mahar

Title: CFO Role: Both

O 000 / 700 / 100

Officer/Director: Mr. Sebastian Bustamante

Title: Secretary
Role: Officer

Officer/Director: Mr. Dustin Smith

Title: Director

Role: Director

Officer/Director: Mr. Mark Paolano

Title: Director Role: Director

2. Ownership Information

Please provide ownership information concerning each person or entity that holds, or is anticipated to hold (see next paragraph), a direct or indirect beneficial interest in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

Please disclose present owners below. Please disclose anticipated owners in an attachment submitted through the "Additional Info" tab. "Anticipated owner" means an individual or entity in existence at the time application for City action is made, which is not an applicant or owner at such time, but which the applicant expects to assume a legal status, within six months of the time the City action occurs, that would render such individual or entity an applicant or owner if they had held such legal status at the time application was made.

- URT United Road Towing, Inc. 100.0% EDS 186963
 - URT Acquistion Holdings Corporation 100.0% EDS 186964
 - WE URT Holdings, LLC 100.0% EDS 186965
 - Vehicle Management Solutions LLC 100.0% EDS 186966
 - Vehicle Mangement Services LLC 100.0% EDS 186967
 - MPC Vehicle Management Intermediate LLC 100.0% EDS 186968
 - MPC Vehicle Management Holdings LLC 100.0% EDS 186969
 - MPC Vehicle Management Splitter LLC 84.8% EDS 186970
 - Norwest Mezzanine Partners IV- Equity, LP 11.7% -EDS 186971

Owner Details

Business Address Name

MPC Vehicle Management

Holdings LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

MPC Vehicle Management

Intermediate LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

MPC Vehicle Management

Splitter LLC

1177 Avenue of the Americas

45 Floor

New York, NY

United States

Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN

United States

URT Acquistion Holdings

16325 S. CRAWFORD AVE

Corporation

MARKHAM, IL

United States

URT United Road Towing,

Inc.

18861 90th Ave

Suite E

Mokena, IL

United States

Vehicle Management

Solutions LLC

18861 90th Avenue

Suite E

Mokena, IL United States

Vehicle Mangement Services

LLC

18861 90th Avenue

10001 90th Avenue

Mokena, IL

Suite E

United States

WE URT Holdings, LLC 288 106th Ave. NE

Suite 2105 Bellevue, WA United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

1. Has the Disclosing Party retained or does it anticipate retaining any legal entities in connection with the Matter?

Yes

2. List below the names of all legal entities which are retained parties.

Name: Black Dog Petroleum, LLC

Anticipated/Retained: Retained

Business Address: 4226 Lawndale Ave

Lyons, IL 60534 United States

Relationship: Subcontractor - MWDBE

Fees 5

(\$\$ or %):

Estimated/Paid: Estimated

Name: G. Cooper Oil Co., Inc.

Anticipated/Retained: Retained

Business Address: 10295 Vans Ave

Frankfort, IL 60423 United States

Relationship: Subcontractor - MWDBE

Fees 2

(\$\$ or %):

Estimated/Paid: Estimated

3. Has the Disclosing Party retained or does it anticipate retaining any persons in connection with the Matter?

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;

- b. have not, during the 5 years before the date of this EDS, been convicted of a
 criminal offense, adjudged guilty, or had a civil judgment rendered against them
 in connection with: obtaining, attempting to obtain, or performing a public (federal,
 state or local) transaction or contract under a public transaction; a violation of
 federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery;
 falsification or destruction of records; making false statements; or receiving stolen
 property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of <u>720 ILCS 5/33E-3</u>;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

8. [FOR APPLICANT ONLY]

- i. Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and
- ii. the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City.

NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.

I certify the above to be true

9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the <u>federal System for Award Management</u> ("SAM")

I certify the above to be true

10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/ subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

No

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

Is the Matter federally funded? For the purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

No

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/

- or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited

partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416??

No

APPENDIX C-PROHIBITION ON WAGE & SALARY HISTORY SCREENING

This Appendix is to be completed only by an Applicant that is completing this EDS as a "contractor" as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants' wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).

Yes

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of vendor attachments uploaded by City staff

None.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 10/19/2023 Mr. Michael Kroeger Representative URT E&R Towing, Inc.

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186963

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting the EDS:	
URT United Road Towing, Inc.	

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

18861 90th Ave Suite E Mokena, IL 60448 United States

Enter d/b/a if applicable:

C. Telephone:

708-390-2200

Fax:

D. Name of contact person:

Mr. Michael J. Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Privately held business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

Yes

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

Officer/Director: Mr. Kevin Corcoran

Title: CEO Role: Both

Officer/Director: Mr. Michael Mahar

Title: CFO **Role:** Officer

Officer/Director: Mr. Sebastian Bustamante

Title: Secretary

Title: Secretary
Role: Officer

Officer/Director: Mr. Dustin Smith

Title: Director Role: Director

Officer/Director: Mr. Mark Paolano

Title: Director Role: Director

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- URT Acquistion Holdings Corporation 100.0%
 - WE URT Holdings, LLC 100.0%
 - Vehicle Management Solutions LLC 100.0%
 - Vehicle Mangement Services LLC 100.0%
 - MPC Vehicle Management Intermediate LLC 100.0%
 - MPC Vehicle Management Holdings LLC 100.0%
 - MPC Vehicle Management Splitter LLC 84.8%
 - Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Name Business Address

MPC Vehicle Management

Holdings LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

MPC Vehicle Management

Intermediate LLC

Suite E

18861 90th Avenue

Mokena, IL

MIORCHa, IL

United States

MPC Vehicle Management

Splitter LLC

1177 Avenue of the Americas

45 Floor

New York, NY

United States

Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN

United States

URT Acquistion Holdings

Corporation

16325 S. CRAWFORD AVE

MARKHAM, IL

United States

Vehicle Management

Solutions LLC

18861 90th Avenue

Suite E

Mokena, IL United States

Vehicle Mangement Services

LLC

18861 90th Avenue

Suite E

Mokena, IL United States

WE URT Holdings, LLC

288 106th Ave. NE

Suite 2105 Bellevue, WA United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;

- b. have not, during the 5 years before the date of this EDS, been convicted of a
 criminal offense, adjudged guilty, or had a civil judgment rendered against them
 in connection with: obtaining, attempting to obtain, or performing a public (federal,
 state or local) transaction or contract under a public transaction; a violation of
 federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery;
 falsification or destruction of records; making false statements; or receiving stolen
 property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of 720 ILCS 5/33E-3;
 - bid-rotating in violation of <u>720 ILCS 5/33E-4</u>; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make

any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended

- to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief

financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

Ultimate ownership structure results in no individual owning 7.5% or more of the entity as investment entities ultimately have SEC registered filings or public company ownership

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date

furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael J. Mahar CFO and Vice President URT United Road Towing, Inc.

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186964

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting the EDS:	
URT Acquistion Holdings Corporation	

Enter d/b/a if applicable:

URT United Road Towing, Inc.

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

16325 S. CRAWFORD AVE MARKHAM, IL 60428-5309 United States

C. Telephone:

708-390-2200

Fax:

D. Name of contact person:

Mr. Michael J. Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Privately held business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

Officer/Director: Mr. Kevin Corcoran

Title: CEO Role: Both

Officer/Director: Mr. Michael Mahar

Title: CFO
Role: Officer

Officer/Director: Mr. Sebastian Bustamante

Title: Secretary

Role: Officer

Officer/Director: Mr. Dustin Smith

Title: Director Role: Director

Officer/Director: Mr. Mark Paolano

Title: Director
Role: Director

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- WE URT Holdings, LLC 100.0%
 - Vehicle Management Solutions LLC 100.0%
 - Vehicle Mangement Services LLC 100.0%
 - MPC Vehicle Management Intermediate LLC 100.0%
 - MPC Vehicle Management Holdings LLC 100.0%
 - MPC Vehicle Management Splitter LLC 84.8%
 - Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Name Business Address

MOCHILLA

MPC Vehicle Management 18861 90th Avenue Holdings LLC

Suite E

Mokena, IL

United States

MPC Vehicle Management 18861 90th

MPC Vehicle Management
Intermediate LLC

18861 90th Avenue
Suite E

Mokena, IL United States

MPC Vehicle Management 1177 Avenue of the Americas

Splitter LLC 45 Floor

New York, NY United States Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN

United States

Vehicle Management

Solutions LLC

18861 90th Avenue

Suite E

Mokena, IL United States

Vehicle Mangement Services

LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

WE URT Holdings, LLC

288 106th Ave. NE

Suite 2105 Bellevue, WA United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal,

- state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of

- bid-rigging in violation of 720 ILCS 5/33E-3;
- bid-rotating in violation of <u>720 ILCS 5/33E-4</u>; or
- any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which

- it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael J. Mahar CFO and President

URT Acquistion Holdings Corporation

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186965

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting the EDS:	
WE URT Holdings, LLC	

Enter d/b/a if applicable:

URT United Road Towing, Inc.

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

18861 90th Avenue Suite E Mokena, IL 60448 US Minor Outlying Islands

C. Telephone:

708-390-2200

Fax:

D. Name of contact person:

Mr. Michael J. Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Limited liability company

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.2 Does the Disclosing Party have any officers?

Yes

1.a.4 List below the full names and titles of all executive officers of the entity.

Title: CEO

Officer: Mr. Kevin Corcoran

Role: Officer

Title: CFO

Officer: Mr. Michael Mahar

Role: Officer

Title: Secretary

Officer: Mr. Sebastian Bustamante

Role: Officer

B. CERTIFICATION REGARDING CONTROLLING INTEREST

1.b.1 Are there any individuals who directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

1.b.3 Are there any legal entities that directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

Yes

1.b.4 List all legal entities that function as general partners, managing members, managers, and any others who directly or indirectly control the day-to-day management of the Disclosing Party. Each legal entity listed below must submit an EDS on its own behalf.

Name: Vehicle Management Solutions LLC

Title:

Business Address: 18861 90th Avenue

Suite E

Mokena, IL 60448 United States

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- Vehicle Management Solutions LLC 100.0%
 - Vehicle Mangement Services LLC 100.0%
 - MPC Vehicle Management Intermediate LLC 100.0%
 - MPC Vehicle Management Holdings LLC 100.0%
 - MPC Vehicle Management Splitter LLC 84.8%
 - Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Business Address Name MPC Vehicle Management 18861 90th Avenue

Holdings LLC Suite E

Mokena, IL

United States

MPC Vehicle Management

Intermediate LLC

18861 90th Avenue

Suite E

Mokena, IL United States

MPC Vehicle Management

Splitter LLC

1177 Avenue of the Americas

45 Floor

New York, NY United States

Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN

United States

Vehicle Management

Solutions LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

Vehicle Mangement Services

LLC

18861 90th Avenue

Suite E

Mokena, IL United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC <u>Chapter 2-56 (Inspector General)</u> and <u>Chapter 2-156 (Governmental Ethics)</u>.

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or

d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of 720 ILCS 5/33E-3;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions.

- Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all

managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in

this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael J. Mahar Representative WE URT Holdings, LLC

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186966

SECTION I -- GENERAL INFORMATION

Α.	Legal	name	of the	Disclosi	ng Par	ty subn	nitting	the	EDS:

Vehicle Management Solutions LLC

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

18861 90th Avenue Suite E Mokena, IL 60448 United States

C. Telephone:

708-390-2200

Fax:

D. Name of contact person:

Mr. Michael Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Limited liability company

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.2 Does the Disclosing Party have any officers?

Yes

1.a.4 List below the full names and titles of all executive officers of the entity.

Officer: Mr. Kevin Corcoran

Title: CEO Role: Officer

Officer: Mr. Michael Mahar

Title: CFO **Role:** Officer

B. CERTIFICATION REGARDING CONTROLLING INTEREST

1.b.1 Are there any individuals who directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

1.b.3 Are there any legal entities that directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

Yes

1.b.4 List all legal entities that function as general partners, managing members, managers, and any others who directly or indirectly control the day-to-day management of the Disclosing Party. Each legal entity listed below must submit an EDS on its own behalf.

Name: Vehicle Management Services, LLC

Title:

Business Address: 18861 90th Avenue

Suite E

Mokena, IL 60448 United States

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- Vehicle Mangement Services LLC 100.0%
 - MPC Vehicle Management Intermediate LLC 100.0%
 - MPC Vehicle Management Holdings LLC 100.0%
 - MPC Vehicle Management Splitter LLC 84.8%
 - Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Name Business Address

MPC Vehicle Management 18861 90th Avenue

Holdings LLC Suite E

Mokena, IL United States MPC Vehicle Management

Intermediate LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

MPC Vehicle Management

Splitter LLC

1177 Avenue of the Americas

45 Floor

New York, NY United States

Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN

United States

Vehicle Mangement Services

LLC

18861 90th Avenue

Suite E

Mokena, IL United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal,

- state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of

- bid-rigging in violation of <u>720 ILCS 5/33E-3</u>;
- bid-rotating in violation of <u>720 ILCS 5/33E-4</u>; or
- any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which

- it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 10/02/2023 Mr. Michael Mahar Chief Financial Officer

Vehicle Management Solutions LLC

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186967

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting the EDS:
Vehicle Mangement Services LLC

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

18861 90th Avenue Suite E Mokena, IL 60448 United States

C. Telephone:

708-390-2202

Fax:

D. Name of contact person:

Mr. Michael Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Limited liability company

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.2 Does the Disclosing Party have any officers?

Yes

1.a.4 List below the full names and titles of all executive officers of the entity.

Officer: Mr. Kevin Corcoran

Title: CEO Role: Officer

Officer: Mr. Michael Mahar

Title: CFO **Role:** Officer

Officer: Mr. Sebastian Bustamante

Title: Secretary
Role: Officer

B. CERTIFICATION REGARDING CONTROLLING INTEREST

1.b.1 Are there any individuals who directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

1.b.3 Are there any legal entities that directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

Yes

1.b.4 List all legal entities that function as general partners, managing members, managers, and any others who directly or indirectly control the day-to-day management of the Disclosing Party. Each legal entity listed below must submit an EDS on its own behalf.

Name: MPC Vehicle Management Intermediate LLC

Title:

Business Address: 18861 90th Avenue

Suite E

Mokena, IL 60448 United States

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- MPC Vehicle Management Intermediate LLC 100.0%
 - MPC Vehicle Management Holdings LLC 100.0%
 - MPC Vehicle Management Splitter LLC 84.8%
 - Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Name Business Address

MPC Vehicle Management 18861 90th Avenue

Holdings LLC Suite E

Mokena, IL United States MPC Vehicle Management

Intermediate LLC

18861 90th Avenue

Suite E

Mokena, IL

United States

MPC Vehicle Management

Splitter LLC

1177 Avenue of the Americas

45 Floor

New York, NY United States

Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;

- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC <u>Chapter 2-56 (Inspector General)</u> and <u>Chapter 2-156 (Governmental Ethics)</u>.

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of 720 ILCS 5/33E-3;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the

information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael Mahar Chief Financial Officer Vehicle Mangement Services LLC

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186968

SECTION I -- GENERAL INFORMATION

A. Legal name of the	Disclosing	Party su	bmitting th	ie EDS:

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

MPC Vehicle Management Intermediate LLC

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

18861 90th Avenue Suite E Mokena, IL 60448 United States

C. Telephone:

708-390-2202

Fax:

D. Name of contact person:

Mr. Michael Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Limited liability company

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.2 Does the Disclosing Party have any officers?

Yes

1.a.4 List below the full names and titles of all executive officers of the entity.

Officer: Mr. Kevin Corcoran

Title: CEO Officer

Officer: Mr. Michael Mahar

Title: CFO Role: Officer

Officer: Mr. Sebastian Bustamante

Title: Secretary
Role: Officer

B. CERTIFICATION REGARDING CONTROLLING INTEREST

1.b.1 Are there any individuals who directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

1.b.3 Are there any legal entities that directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

Yes

1.b.4 List all legal entities that function as general partners, managing members, managers, and any others who directly or indirectly control the day-to-day management of the Disclosing Party. Each legal entity listed below must submit an EDS on its own behalf.

Name: MPC Vehicle Management Holdings LLC

Title:

Business Address: 18861 90th Avenue

Suite E

Mokena, IL 60448 United States

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- MPC Vehicle Management Holdings LLC 100.0%
 - MPC Vehicle Management Splitter LLC 84.8%
 - Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Name Business Address

MPC Vehicle Management 18861 90th Avenue

Holdings LLC Suite E

Mokena, IL United States MPC Vehicle Management

Splitter LLC

1177 Avenue of the Americas

45 Floor

New York, NY

United States

Norwest Mezzanine Partners

IV- Equity, LP

80 South 8th Street

Suite 3600

Minneapolis, MN

United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
 - d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of <u>720 ILCS 5/33E-3</u>;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at

any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the

- City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416??

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael Mahar CFO MPC Vehicle Management Intermediate LLC

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186969

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting the EDS:	
MPC Vehicle Management Holdings LLC	

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

18861 90th Avenue Suite E Mokena, IL 60448 United States

C. Telephone:

708-390-2202

Fax:

D. Name of contact person:

Mr. Michael Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Limited liability company

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.2 Does the Disclosing Party have any officers?

Yes

1.a.4 List below the full names and titles of all executive officers of the entity.

Officer: Mr. Michael Mahar

Title: CFO Role: Officer

Officer: Mr. Kevin Corcoran

Title: CEO Role: Officer

Officer: Mr. Sebastian Bustamante

Title: Secretary
Role: Officer

B. CERTIFICATION REGARDING CONTROLLING INTEREST

1.b.1 Are there any individuals who directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

1.b.3 Are there any legal entities that directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

Yes

1.b.4 List all legal entities that function as general partners, managing members, managers, and any others who directly or indirectly control the day-to-day management of the Disclosing Party. Each legal entity listed below must submit an EDS on its own behalf.

Name: MPC Vehicle Management Splitter LLC

Title:

Business Address: 1177 Avenue of Americas

45th Floor

New York, NY 10036 United States

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- MPC Vehicle Management Splitter LLC 84.8%
- Norwest Mezzanine Partners IV- Equity, LP 11.7%

Owner Details

Name Business Address

MPC Vehicle Management 1177 Avenue of the Americas

Splitter LLC 45 Floor

New York, NY United States

Norwest Mezzanine Partners 80 South 8th Street

IV- Equity, LP

Suite 3600 Minneapolis, MN United States

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor,

independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
 - d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

- 5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:
 - a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of <u>720 ILCS 5/33E-3</u>;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to

be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416??

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael Mahar CFO MPC Vehicle Management Holdings LLC

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186970

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting the EDS
MPC Vehicle Management Splitter LLC

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

1177 Avenue of the Americas 45 Floor New York, NY 10036 United States

C. Telephone:

708-390-2202

Fax:

D. Name of contact person:

Mr. Michael Mahar

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Publicly registered business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

- B. DISCLOSING PARTY IS A LEGAL ENTITY:
- 1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

Officer/Director: Mr. Dustin Smith

Title: Director Role: Both

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below: There are no owners with greater than 7.5 percent ownership in the Disclosing Party.

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as

well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
 - d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an

Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of 720 ILCS 5/33E-3;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS,

to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work,

business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416??

No

2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to Section 2-92-416 of the Municipal Code?

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You are responsible for redacting any non-public information from your documents before uploading.

MPC Vehicle Management Splitter LLC is a subsidiary and managed by Mill Point Capital which is SEC registered (see attachments)

List of attachments uploaded by vendor

MillPoint SEC Form D Mill Point SEC Form-ADV

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/08/2023 Mr. Michael Mahar CFO Vehicle Management Solutions LLC MPC Vehicle Management Splitter LLC

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.

SECURITIES AND EXCHANGE COMMISSION

FORM D

Official notice of an offering of securities that is made without registration under the Securities Act in reliance on an exemption provided by Regulation D and Section 4(6) under the Act.

Filing Date: **2020-12-21 SEC Accession No.** 0001829493-20-000001

(HTML Version on secdatabase.com)

FILER

MILL POINT CAPITAL PARTNERS II-A, L.P.

CIK:1829493| IRS No.: 853386561 | State of Incorp.:DE | Fiscal Year End: 1231 Type: D | Act: 33 | File No.: 021-383914 | Film No.: 201404946

Mailing Address 1177 AVENUE OF THE AMERICAS, 45TH FLOOR NEW YORK NY 10036 Business Address 1177 AVENUE OF THE AMERICAS, 45TH FLOOR NEW YORK NY 10036 (212) 416-5800

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 **FORM D**

Notice of Exempt Offering of Securities

OMB APP	ROVAL
OMB Number:	3235-0076
Expires: June 30	
Estimated average burden	е
hours per response:	4.00

1. Issuer's Identity								
CIK (Filer ID Number	er)	Previous Name(s)	X I	None	Entity Type			
0001829493					□Corporation			
Name of Issuer					☑ Limited Partnership			
MILL POINT CAPI A, L.P.	TAL PARTNERS II-				☐ Limited Liab	oility Company		
Jurisdiction of Incor	noration/				☐ General Pa	rtnership		
Organization	poration				☐ Business Tr	rust		
DELAWARE					□Other			
Year of Incorporatio	n/Organization							
☐ Over Five Years	Ago							
Within Last Five	Years (Specify Year)	2020						
☐ Yet to Be Formed	I							
2. Principal Place	of Business and Co	entact Information						
Name of Issuer								
MILL POINT CAPI	TAL PARTNERS II-A	A, L.P.						
Street Address 1				Street Add	ress 2			
1177 AVENUE OF	THE AMERICAS, 4	5TH FLOOR						
City	State/Province	e/Country		ZIP/Postal		ne No. of Issuer		
NEW YORK	NEW YORK			10036	(21)	2) 416-5800		
3. Related Persons	3							
Last Name				First Name		Middle Name		
DURAN				MICHAEL				
Street Address 1				Street Add	ress 2			
	THE AMERICAS, 4	5TH FLOOR						
City					nce/Country	ZIP/Postal Code		
NEW YORK				NEW YOR	RK	10036		
Relationship: 🗷 🕒	xecutive Officer □ Dir	ector 🗷 Promoter						
Clarification of Resp	oonse (if Necessary)							
Last Name				First Name		Middle Name		
SMITH				DUSTIN				
Street Address 1				Street Add	ress 2			
1177 AVENUE OF	THE AMERICAS, 4	5TH FLOOR						
City				State/Provi	nce/Country	ZIP/Postal Code		

NEW YORK 10036

Relationship: 🗷 Executive Officer 🗆 Director 🗷 Promoter

Clarification of Response (if Necessary)

4. I	I. Industry Group							
	_	riculture		Health Care				Retailing
	Ba	nking & Financial Services	☐ Biotechnology					Restaurants
		Commercial Banking			Health Insu			Technology
		Insurance			Hospitals &	-		□ Computers
		Investing			Pharmaceu			☐ Telecommunications
		Investment Banking			Other Healt			☐ Other Technology
	X	Pooled Investment Fund			nufacturing	9		Travel
		☐ Hedge Fund		Re	al Estate			☐ Airlines & Airports
					Commercia			·
		□ Venture Capital Fund □			Constructio			☐ Lodging & Conventions
		☐ Other Investment Fund			REITS & Fi			☐ Tourism & Travel Services
		*Is the issuer registered as an investment company under the Investment Company Act of 1940?			Residential Other Real			☐ Other Travel Other
		☐ Yes ※No						
		Other Banking & Financial						
		Services						
	Bu	siness Services						
	En	ergy						
		Coal Mining						
		Electric Utilities						
		Energy Conservation						
		Environmental Services						
		Oil & Gas						
		Other Energy						
		er Size						
Re	en	ue Range			Agg	regate Net Asset Va	alue	Range
	No	Revenues				No Aggregate Net A	sset	Value
	\$1	- \$1,000,000				\$1 - \$5,000,000		
	\$1	,000,001 - \$5,000,000				\$5,000,001 - \$25,00	00,00	0
	\$5	5,000,001 - \$25,000,000				\$25,000,001 - \$50,000,000		00
	\$2	25,000,001 - \$100,000,000	- \$100,000,000		000			
	O۱	ver \$100,000,000				Over \$100,000,000		
X	De	ecline to Disclose				Decline to Disclose		
	No	ot Applicable				Not Applicable		
6. F	5. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)							
		504(b)(1) (not (i), (ii) or (iii)) □Rul			•			

☐ Rule 504 (b)(1)(i)	□Rule 506				
☐ Rule 504 (b)(1)(ii)	☐Securities Act Section	n 4(6)			
☐ Rule 504 (b)(1)(iii)	ule 504 (b)(1)(iii) ☑Investment Company Act Section 3(c)				
	☑Section 3(c)(1)	□Section 3(c)(9)			
	□Section 3(c)(2)	□Section 3(c)(10)			
	□Section 3(c)(3)	□Section 3(c)(11)			
	□Section 3(c)(4)	□Section 3(c)(12)			
	□Section 3(c)(5)	□Section 3(c)(13)			
	□Section 3(c)(6)	□Section 3(c)(14)			
	☑Section 3(c)(7)				
7. Type of Filing					
	☑ First Sale Yet to Occ	cur			
☐ Amendment					
8. Duration of Offering					
Does the Issuer intend this offering	to last more than one	 /ear?			
· ·					
9. Type(s) of Securities Offered (s	select all that apply)				
	3	Equity			
☐ Tenant-in-Common Securities		□Debt			
☐ Mineral Property Securities		Option, Warrant or 0 Another Security	Other Right to Acquire		
Security to be Acquired Upon Exe	ercise of Option, Warra	nt or Other ☐ Other (describe)			
10. Business Combination Transa	action				
Is this offering being made in conne acquisition or exchange offer?	ction with a business o	combination transaction, such as a mer	ger, □ Yes 🗷 No		
Clarification of Response (if Necess	sary)				
11. Minimum Investment					
Minimum investment accepted from	any outside investor\$	0 USD			
12. Sales Compensation					
Recipient	Recipient CR	D Number			
ACALYX ADVISORS, INC.	174667				
(Associated) Broker or Dealer I No	ne (Associated)	Broker or Dealer CRD Number 🗷 None)		
None	None				
Street Address 1	Street Addres	ss 2			
295 MADISON AVENUE, SUITE 17	714				
City	State/Provinc	e/Country	ZIP/Postal Code		

NEW YORK NEW YORK 10017

State(s) of Solicitation

All States

☐ Foreign/Non-US

DELAWARE TEXAS FLORIDA WASHINGTON NEW YORK WISCONSIN MASSACHUSETTS MARYLAND OHIO **GEORGIA** MICHIGAN CALIFORNIA WEST VIRGINIA MINNESOTA MISSOURI WYOMING ILLINOIS **OREGON** INDIANA ALASKA ALABAMA VIRGINIA COLORADO KENTUCKY CONNECTICUT PENNSYLVANIA NORTH CAROLINA RHODE ISLAND ARIZONA NEW HAMPSHIRE **TENNESSEE NEW JERSEY**

13. Offering and Sales Amounts

DISTRICT OF COLUMBIA

NEW MEXICO

Total Offering Amount \$850,000,000 USD or ☐ Indefinite

Total Amount Sold \$ 0 USD

Total Remaining to be Sold\$ 850,000,000 USD or ☐ Indefinite

Clarification of Response (if Necessary)

	general partner of the Issuer reserves the right to offer a greater or lesser amount of limited partner interests. The I Offering Amount and Total Remaining to be Sold are aggregated together with Issuer and its related parallel funds.
14. I	nvestors
	Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering
	Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:
15. \$	Sales Commissions & Finders' Fees Expenses
	vide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure of known, provide an estimate and check the box next to the amount.
Sale	es Commissions \$ 0 USD 🗷 Estimate
Find	ers' Fees \$ 0 USD 🗷 Estimate
Clar	ification of Response (if Necessary)
	cement Agent fees are to be paid based upon an established fee schedule. Such fees are offset dollar for dollar inst the management fees payable by Issuer, as further disclosed in Issuer's partnership agreement.
16. l	Use of Proceeds
the	vide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount nknown, provide an estimate and check the box next to the amount.
\$ 0	USD 🗷 Estimate
Clari	ification of Response (if Necessary)
	general partner is entitled to a performance allocation. The investment manager is entitled to a management fee. h performance allocation and management fees are fully disclosed in the Issuer's confidential offering materials.

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

•	Certifying that the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item
	6 above for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
MILL POINT CAPITAL PARTNERS II-A, L.P.	/S/ MICHAEL DURAN	MICHAEL DURAN	MANAGING MEMBER OF THE GP OF THE GP OF THE ISSUER	2020-12-21

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

^{*} This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

FORM ADV

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPORTING ADVISERS

Prir	mary Business Name: MILL P	OINT CAPITAL LLC		CRD Number: 29026
۱nr	nual Amendment - All Sections	S		Rev. 10/202
3/2	29/2022 2:59:31 PM			
W	·	truthfully. False statements or omissions to the statements or omissions the state of the state		plication, revocation of your registration, or criminal V General Instruction 4.
ter	m 1 Identifying Information			
	•			. If you are filing an <i>umbrella registration</i> , the ation to assist you with filing an <i>umbrella registration</i> .
A.	Your full legal name (if you a MILL POINT CAPITAL LLC	re a sole proprietor, your last, first, a	nd middle names):	
B.	(1) Name under which you pr	rimarily conduct your advisory busine	ss, if different from Item 1.A.	
	List on Section 1.B. of Schedu	ıle D any additional names under which	n you conduct your advisory busines	SS.
	(2) If you are using this Form	n ADV to register more than one inve	estment adviser under an <i>umbrella</i>	registration, check this box \square
	If you check this box, complet	te a Schedule R for each relying adviser	-	
C.	If this filing is reporting a change change is of ☐ your legal name or ☐ your		r primary business name (Item 1.E	3.(1)), enter the new name and specify whether the
D.	(2) If you report to the SEC a	n the SEC as an investment adviser, y as an <i>exempt reporting adviser</i> , your S Central Index Key numbers assigned	SEC file number:	
E.	(1) If you have a number ("C	CRD Number") assigned by the FINRA	's CRD system or by the IARD syste	em, your <i>CRD</i> number: 290266
	If your firm does not have a C	CRD number, skip this Item 1.E. Do not	provide the CRD number of one of	your officers, employees, or affiliates.
	(2) If you have additional <i>CR</i>	PD Numbers, your additional <i>CRD</i> num	bers:	
			No Information Filed	
F.	Principal Office and Place of Bu	usiness		
	(1) Address (do not use a P. Number and Street 1: 1177 AVENUE OF THE AN City: NEW YORK		Number and Street 2: 45TH FLOOR Country: United States	ZIP+4/Postal Code: 10036
	If this address is a priva	te residence, check this box: \Box		
	you are applying for regis which you are applying fo	stration, or are registered, with one or or registration or with whom you are re e SEC as an exempt reporting adviser, a	more state securities authorities, yo gistered. If you are applying for SEC	at which you conduct investment advisory business. If ou must list all of your offices in the state or states to cregistration, if you are registered only with the SEC, or terms of numbers of employees as of the end of your
	Monday - Friday Ot Normal business hours a 9:00 A.M 5:00 P.M.	at this location:	ncipal office and place of business:	
	(3) Telephone number at thi	is location:		

(4) Facsimile number at this location, if any:(5) What is the total number of offices, other than your *principal office and place of business*, at which you conduct investment advisory business as of the end of your most recently completed fiscal year?

(212) 416-5800

	0					
G.	Mailing address, if differen	t from your <i>principal office and</i>	d place of business address:			
	Number and Street 1:		Number and Street	2:		
	City:	State:	Country:	ZIP+4/Postal Code:		
	If this address is a private	e residence, check this box: $oldsymbol{L}$				
Н.	, ,	r, state your full residence ac		rincipal office and place of business address in Item 1.F.:		
	Number and Street 1:		Number and Street			
	City:	State:	Country:	ZIP+4/Postal Code:		
					Yes N	ИO
I.	Do you have one or more thinkedIn)?	websites or accounts on publi	icly available social media plat	forms (including, but not limited to, Twitter, Facebook	and 👩 (0
	If a website address serves addresses for all of the othe available social media platfo	s as a portal through which to a er information. You may need t	access other information you ha to list more than one portal add the content. Do not provide the	publicly available social media platforms on Section 1.1. ave published on the web, you may list the portal without ress. Do not provide the addresses of websites or account individual electronic mail (e-mail) addresses of employee	t listing nts on publicl	
J.	Chief Compliance Officer					
J.	·	contact information of your Cl	hiaf Compliance Officer If you	are an exempt reporting adviser, you must provide the	contact	
		_	ve one. If not, you must compl		contact	
	Name:		Other titles, if any:			
	Telephone number:		Facsimile number, if	any:		
	Number and Street 1:		Number and Street	2:		
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) ac	ddress, if Chief Compliance Of	ficer has one:			
		npany Act of 1940 that you ac mber (if any):		than you, a <i>related person</i> or an investment company in its investmen	-	
K.		tact Person: If a person other may provide that information	•	fficer is authorized to receive information and respond	I to questior	าร
	Name:		Titles:			
	Telephone number:		Facsimile number, if	any:		
	Number and Street 1:		Number and Street	2:		
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) ad	ddress, if contact person has	one:			
					Yes N	VО
L.	•	all of the books and records your principal office and place of	•	Section 204 of the Advisers Act, or similar state law,	© (0
	If "yes," complete Section 1	1.L. of Schedule D.			V D	
M.	Are you registered with a	foreign financial regulatory aut	thority?		Yes N	O
	•	registered with a foreign finances," complete Section 1.M. of Sc	0 0	f you have an affiliate that is registered with a foreign fina	ancial	
		, ,			Yes N	۷o
N.	Are you a public reporting	company under Sections 12 of	or 15(d) of the Securities Exch	ange Act of 1934?		•
					Yes N	
Ο.	•	more in assets on the last da imate amount of your assets:	y of your most recent fiscal ye	ar?	O (
	5 \$1 billion to less than	, and the second				
	o \$10 billion to less tha					
	· ·					

C \$50 billion or more							
For purposes of Item 1.O. only, "assets" refers to your total assets, rather than the assets you manage on behalf of clients. Determine your total assets using the total assets shown on the balance sheet for your most recent fiscal year end.							
P. Provide your Legal Entity Identifier if you have	/e one:						
A legal entity identifier is a unique number th identifier.	at companies use to id	lentify each other in the financia	al marketplace. You may not have a <i>legal entity</i>				
SECTION 1.B. Other Business Names							
	Nc	o Information Filed					
SECTION 1.F. Other Offices							
	No	o Information Filed					
SECTION 1.I. Website Addresses							
List your website addresses, including addresse	You must complete a se	eparate Schedule D Section 1.I.	orms where you control the content (including, but not for each website or account on a publicly available				
SECTION 1.L. Location of Books and Records							
Complete the following information for each loc must complete a separate Schedule D, Section		p your books and records, othe	r than your <i>principal office and place of business</i> . You				
Name of entity where books and records are ke ULTIMUS LEVERPOINT	pt:						
Number and Street 1: 5 MAXWELL DRIVE		Number and Street 2: SUITE 135					
City: CLIFTON PARK	State: New York	Country: United States	ZIP+4/Postal Code: 12065				
If this address is a private residence, check this	box:						
Telephone Number: 5183735500	Facsimile number, i	if any:					
This is (check one): O one of your branch offices or affiliates.							
a third-party unaffiliated recordkeeper							
other.							
Briefly describe the books and records kept at t BOOKS AND RECORDS RELATED TO ADVISORY A							
SECTION 1.M. Registration with Foreign Finance	cial Regulatory Author	rities					
		o Information Filed					

Iter	Item 2 SEC Registration/Reporting						
Responses to this Item help us (and you) determine whether you are eligible to register with the SEC. Complete this Item 2.A. only if you are applying for SEC registration or submitting an <i>annual updating amendment</i> to your SEC registration. If you are filing an <i>umbrella registration</i> , the information in Item 2 should be provided for the <i>filing adviser</i> only.							
A. To register (or remain registered) with the SEC, you must check at least one of the Items 2.A.(1) through 2.A.(12), below. If you are annual updating amendment to your SEC registration and you are no longer eligible to register with the SEC, check Item 2.A.(13). Par provides information to help you determine whether you may affirmatively respond to each of these items. You (the adviser):					•		
	V	(1)	are a large advisory firm th	nat either:			
		(.)	-		I.C. dellara) ar maara, ar		
				der management of \$100 million (in l			
			(b) has regulatory assets und amendment and is regist		S. dollars) or more at the time of filing	its most recent annual updating	
		(2)	are a mid-sized advisory firm that has regulatory assets under management of \$25 million (in U.S. dollars) or more but less than \$100 million (in U.S. dollars) and you are either:				
			a) not required to be registered as an adviser with the state securities authority of the state where you maintain your principal office and place of business; or				
			b) not subject to examination by the state securities authority of the state where you maintain your principal office and place of business;				
			Click HERE for a list of states in which an investment adviser, if registered, would not be subject to examination by the state securities authority.				
	(3) Reserved						
		(4)	have your principal office and place of business outside the United States;				
		(5) are an investment adviser (or subadviser) to an investment company registered under the Investment Company Act of 1940;					
		- (e) are an income and an experience of the an income of the area and are the income of the area of t					
		(6)	are an investment adviser to a company which has elected to be a business development company pursuant to section 54 of the Investment Company Act of 1940 and has not withdrawn the election, and you have at least \$25 million of regulatory assets under management;				
		are a pension consultant with respect to assets of plans having an aggregate value of at least \$200,000,000 that qualifies for the exemption in rule 203A-2(a);					
		(8)	re a related adviser under rule 203A-2(b) that <i>controls</i> , is <i>controlled</i> by, or is under common <i>control</i> with, an investment adviser that is egistered with the SEC, and your <i>principal office and place of business</i> is the same as the registered adviser;				
			you check this box, complete Section 2.A.(8) of Schedule D.				
		(9)	are an adviser relying on ru	e an adviser relying on rule 203A-2(c) because you expect to be eligible for SEC registration within 120 days;			
			If you check this box, complete	you check this box, complete Section 2.A. (9) of Schedule D.			
		(10)		e a multi-state adviser that is required to register in 15 or more states and is relying on rule 203A-2(d);			
If you check this box, complete Section 2.A. (10) of Schedule D.							
(11) are an Internet adviser relying on rule 203A-2(e); (12) have received an SEC order exempting you from the prohibition against registration with the SEC; If you check this box, complete Section 2.A. (12) of Schedule D.							
	\square (13) are no longer eligible to remain registered with the SEC.						
State Securities Authority Notice Filings and State Reporting by Exempt Reporting Advisers							
C.	C. Under state laws, SEC-registered advisers may be required to provide to state securities authorities a copy of the Form ADV and any amendments the file with the SEC. These are called notice filings. In addition, exempt reporting advisers may be required to provide state securities authorities with a confusion of reports and any amendments they file with the SEC. If this is an initial application or report, check the box(es) next to the state(s) that you would like to receive notice of this and all subsequent filings or reports you submit to the SEC. If this is an amendment to direct your notice filings or reports you submit to the SEC. If this is an amendment to your registration to stop your notice filings or reports from going to state(s) that currently receive them, unchanged						
the box(es) next to those state(s).							
	lia	risdict	tions				
		AL	попо		□ NE	□ sc	
		AL			□ NV	□ SD	
		AZ			□ NH	□ TN	
		AR		□ KS		□ TX	
		CA		□ KY	□ NM	□ UT	
		co		□ LA	☑ NY	□ VT	
		СТ		□ ME	□ NC	□ VI	
		DE		□ MD	□ ND	□ VA	
				2		···	

□ DC	∥ □ MA	□ ОН	□ WA				
□ FL	∥ □ MI	□ ок	□ wv				
□ GA	□ MN	□ OR	□ wi				
□ GU	□ MS	□ PA	□ wy				
			VV Y				
	□ мо	□ PR					
□ ID	□ мт	□ RI					
	, ,	n going to a state that currently receives oust be filed before the end of the year (D					
SECTION 2.A.(8) Related Adviser							
If you are relying on the exemption in rule with an investment adviser that is register provide the following information:	•	•	9				
Name of Registered Investment Adviser							
CRD Number of Registered Investment Adv	viser						
SEC Number of Registered Investment Adv	viser						
SECTION 2.A.(9) Investment Adviser Exp	pecting to be Eligible for Commission	n Registration within 120 Days					
If you are relying on rule 203A-2(c), the exwithin 120 days, you are required to make deemed to have made the required representation. I am not registered or required to be represented in the second of the secon	e certain representations about your escentations. You must make both of the egistered with the SEC or a state securafter the date my registration with the stration if, on the 120th day after my	ligibility for SEC registration. By checki ese representations: urities authority and I have a reasonable e SEC becomes effective.	ng the appropriate boxes, you will be expectation that I will be eligible to				
SECTION 2.A.(10) Multi-State Adviser							
If you are relying on rule 203A-2(d), the manual about your eligibility for SEC registration.	•						
If you are applying for registration as an i	nvestment adviser with the SEC, you	must make both of these representation	ons:				
\square I have reviewed the applicable state an	nd federal laws and have concluded th	nat I am required by the laws of 15 or	more states to register as an				
investment adviser with the state secur	rities authorities in those states.						
☐ I undertake to withdraw from SEC register as an investment adv			required by the laws of fewer than 15				
If you are submitting your annual updating	amendment, you must make this repr	resentation:					
☐ Within 90 days prior to the date of filin by the laws of at least 15 states to reg							
SECTION 2.A.(12) SEC Exemptive Order							
If you are relying upon an SEC order exem	pting you from the prohibition on regi	stration, provide the following informat	ion:				
Application Number:							
803-							
Date of <i>order</i> :							
Item 3 Form of Organization							
If you are filing an umbrella registration, the	e information in Item 3 should be prov	ided for the <i>filing adviser</i> only.					
A. How are you organized?		<u> </u>					
		<u> </u>					
© Corporation		<u> </u>					

B.		vhat month does your fiscal year end each year? CEMBER	
C.	Und Sta	ler the laws of what state or country are you organized? ate Country	
		laware United States	
		ou are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor, provide ne of the state or country where you reside.	the
	If yo	ou are changing your response to this Item, see Part 1A Instruction 4.	
Iter	n 4 S	uccessions	
A.		you, at the time of this filing, succeeding to the business of a registered investment adviser, including, for example, a change of your acture or legal status (e.g., form of organization or state of incorporation)?	Yes No
	If "y	ves", complete Item 4.B. and Section 4 of Schedule D.	
B.	Date	e of Succession: (MM/DD/YYYY)	
	If yo	ou have already reported this succession on a previous Form ADV filing, do not report the succession again. Instead, check "No." See Part 1A Instru	ction 4.
		No Information Filed	
l ter	n 5 Ir	nformation About Your Advisory Business - Employees, Clients, and Compensation	
	•	es to this Item help us understand your business, assist us in preparing for on-site examinations, and provide us with data we use when mary policy. Part 1A Instruction 5.a. provides additional guidance to newly formed advisers for completing this Item 5.	king
En	ploy	ees	
_		re organized as a sole proprietorship, include yourself as an employee in your responses to Item 5.A. and Items 5.B.(1), (2), (3), (4), and (5). If an eperforms more than one function, you should count that employee in each of your responses to Items 5.B.(1), (2), (3), (4), and (5).	
A.	Appi 14	roximately how many <i>employees</i> do you have? Include full- and part-time <i>employees</i> but do not include any clerical workers.	
B.	(1)	Approximately how many of the <i>employees</i> reported in 5.A. perform investment advisory functions (including research)?	
	(2)	Approximately how many of the <i>employees</i> reported in 5.A. are registered representatives of a broker-dealer?	
	(3)	Approximately how many of the <i>employees</i> reported in 5.A. are registered with one or more <i>state securities authorities</i> as <i>investment advise representatives</i> ?	-
	(4)	Approximately how many of the <i>employees</i> reported in 5.A. are registered with one or more <i>state securities authorities</i> as <i>investment advise representatives</i> for an investment adviser other than you?	-
	(5)	O Approximately how many of the <i>employees</i> reported in 5.A. are licensed agents of an insurance company or agency?	

Approximately how many firms or other persons solicit advisory clients on your behalf?

C Limited Liability Partnership (LLP)

Limited Liability Company (LLC)

If you are changing your response to this Item, see Part 1A Instruction 4.

C Limited Partnership (LP)

Partnership

Other (specify):

In your response to Item 5.B.(6), do not count any of your employees and count a firm only once – do not count each of the firm's employees that solicit on your behalf.

Clients

In your responses to Items 5.C. and 5.D. do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relationship with those investors.

- C. (1) To approximately how many *clients* for whom you do not have regulatory assets under management did you provide investment advisory services during your most recently completed fiscal year?
 - (2) Approximately what percentage of your *clients* are non-*United States persons*? 0%
- D. For purposes of this Item 5.D., the category "individuals" includes trusts, estates, and 401(k) plans and IRAs of individuals and their family members, but does not include businesses organized as sole proprietorships.

The category "business development companies" consists of companies that have made an election pursuant to section 54 of the Investment Company Act of 1940. Unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Company Act of 1940, do not answer (1)(d) or (3)(d) below.

Indicate the approximate number of your *clients* and amount of your total regulatory assets under management (reported in Item 5.F. below) attributable to each of the following type of *client*. If you have fewer than 5 *clients* in a particular category (other than (d), (e), and (f)) you may check Item 5.D.(2) rather than respond to Item 5.D.(1).

The aggregate amount of regulatory assets under management reported in Item 5.D.(3) should equal the total amount of regulatory assets under management reported in Item 5.F.(2)(c) below.

If a *client* fits into more than one category, select one category that most accurately represents the *client* to avoid double counting *clients* and assets. If you advise a registered investment company, business development company, or pooled investment vehicle, report those assets in categories (d), (e), and (f) as applicable.

Type of <i>Client</i>	(1) Number of Client(s)	(2) Fewer than 5 Clients	(3) Amount of Regulatory Assets under Management
(a) Individuals (other than high net worth individuals)	0		\$ O
(b) High net worth individuals	0		\$ O
(c) Banking or thrift institutions	0		\$ O
(d) Investment companies	0		\$ O
(e) Business development companies	0		\$ O
(f) Pooled investment vehicles (other than investment companies and business development companies)	6		\$ 1,753,343,875
(g) Pension and profit sharing plans (but not the plan participants or government pension plans)	0		\$ O
(h) Charitable organizations	0		\$ O
(i) State or municipal <i>government entities</i> (including government pension plans)	0		\$ O
(j) Other investment advisers	0		\$ O
(k) Insurance companies	0		\$ O
(I) Sovereign wealth funds and foreign official institutions	0		\$ O
(m) Corporations or other businesses not listed above	0		\$ O
(n) Other:	0		\$ O

Com	npen	satior	n Arrangements							
E.	You are compensated for your investment advisory services by (check all that apply):									
	V	(1)	A percentage of assets under your management							
		(2)	Hourly charges							
		(3)	Subscription fees (for a newsletter or periodical)							
		(4)	Fixed fees (other than subscription fees)							
		(5)	Commissions							
	V	(6)	Performance-based fees							

(7) Other (specify):

				Yes No
F.	(1) Do you provide continuous and regular sup	ervisory or management services	to securities portfolios?	• o
	(2) If yes, what is the amount of your regulato	ory assets under management and	total number of accounts?	
		U.S. Dollar Amount	Total Number of Accounts	3
	Discretionary:	(a) \$ 1,753,343,875	(d) 6	
	Non-Discretionary:	(b) \$ 0	(e) 0	
	Total:	(c) \$ 1,753,343,875	(f) 6	
	Total.	(C) \$ 1,755,545,675	(1) 0	
	completing this Item.		management. You must follow these instructions gement (reported in Item 5.F.(2)(c) above) attr	•
	\$ 0			
ten	m 5 Information About Your Advisory Business	- Advisory Activities		
Αdν	visory Activities			
G.	What type(s) of advisory services do you provide	de? Check all that apply.		
	☐ (1) Financial planning services	11.3		
	(2) Portfolio management for individuals	and/or small businesses		
			development companies" that have made an e	election pursuant to
	section 54 of the Investment Compar		autoropinom companies that have made an e	notion parodam to
	(4) Portfolio management for pooled inv		stment companies)	
	(5) Portfolio management for businesses	s (other than small businesses) or	institutional clients (other than registered inve	estment companies and
	other pooled investment vehicles)			
	(6) Pension consulting services			
	(7) Selection of other advisers (including			
	(8) Publication of periodicals or newslett	ters		
	(9) Security ratings or pricing services (10) Market timing services			
	_ (,			
	(11) Educational seminars/workshops			
	(12) Other(specify):			
	Do not check Item 5.G.(3) unless you provide ad Investment Company Act of 1940, including as a investment companies to which you provide advice	subadviser. If you check Item 5.G.		
Н.	If you provide financial planning services, to ho	ow many <i>clients</i> did you provide the	ese services during your last fiscal year?	
	0 0	j ,		
	ě .			
	O 1 - 10			
	O 11 - 25			
	C 26 - 50			
	O 51 - 100			
	O 101 - 250			
	O 251 - 500			
	More than 500			
	If more than 500, how many?			
	(round to the nearest 500)			
	In your responses to this Item 5.H., do not include	de as "clients" the investors in a pr	ivate fund you advise, unless you have a separate	e advisory relationship
	with those investors.			
				Yes No
ı	(1) Do you participate in a wrap fee program?			
				0 0
	(2) If you participate in a wrap fee program, wha	at is the amount of your regulatory	y assets under management attributable to act	ing as:
	(a) sponsor to a wrap fee program			
	\$			
	(b) portfolio manager for a wrap fee program	?		
	\$			
	(c) sponsor to and portfolio manager for the	same wrap fee program?		
	\$			

If you report an amount in Item 5.1.(2)(c), do not report that amount in Item 5.1.(2)(a) or Item 5.1.(2)(b).

Regulatory Assets Under Management

	If you are a portion manager for a wrap ree program, list the names or the programs, their sponsors and related information in Section 5.1.(2) or scr	ledule	D.
	If your involvement in a wrap fee program is limited to recommending wrap fee programs to your clients, or you advise a mutual fund that is offered wrap fee program, do not check Item 5.1.(1) or enter any amounts in response to Item 5.1.(2).	throug	gh a
		Yes	No
J.	(1) In response to Item 4.B. of Part 2A of Form ADV, do you indicate that you provide investment advice only with respect to limited types of investments?	0	•
	(2) Do you report <i>client</i> assets in Item 4.E. of Part 2A that are computed using a different method than the method used to compute your regulatory assets under management?	0	•
K.	Separately Managed Account Clients		
	(1) Do you have regulatory assets under management attributable to <i>clients</i> other than those listed in Item 5.D.(3)(d)-(f) (separately managed account <i>clients</i>)?	Yes O	No ⊙
	If yes, complete Section 5.K.(1) of Schedule D.		
	(2) Do you engage in borrowing transactions on behalf of any of the separately managed account clients that you advise?	0	•
	If yes, complete Section 5.K.(2) of Schedule D.		
	(3) Do you engage in derivative transactions on behalf of any of the separately managed account clients that you advise?	0	•
	If yes, complete Section 5.K.(2) of Schedule D.		
	(4) After subtracting the amounts in Item 5.D.(3)(d)-(f) above from your total regulatory assets under management, does any custodian hold ten percent or more of this remaining amount of regulatory assets under management?	0	•
	If yes, complete Section 5.K.(3) of Schedule D for each custodian.		
L.	Marketing Activities	Yes	. No
	(1) Do any of your advertisements include:		
	(a) Performance results?	0	0
	(b) A reference to specific investment advice provided by you (as that phrase is used in rule 206(4)-1(a)(5))?	0	0
	(c) Testimonials (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	0	0
	(d) Endorsements (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	0	0
	(e) Third-party ratings?	0	0
	(2) If you answer "yes" to L(1)(c), (d), or (e) above, do you pay or otherwise provide cash or non-cash compensation, directly or indirectly, in connection with the use of <i>testimonials</i> , <i>endorsements</i> , or <i>third-party ratings</i> ?	0	0
	(3) Do any of your advertisements include hypothetical performance?	0	0
	(4) Do any of your advertisements include predecessor performance?	0	0
SEC	TION 5.G.(3) Advisers to Registered Investment Companies and Business Development Companies		
	No Information Filed		
SEC	TION F. I. (2). Wran Foo Programs		

SECTION 5.K.(1) Separately Managed Accounts

After subtracting the amounts reported in Item 5.D.(3)(d)-(f) from your total regulatory assets under management, indicate the approximate percentage of this remaining amount attributable to each of the following categories of assets. If the remaining amount is at least \$10 billion in regulatory assets under management, complete Question (a). If the remaining amount is less than \$10 billion in regulatory assets under management, complete Question (b).

No Information Filed

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise.

End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date. Each column should add up to 100% and numbers should be rounded to the nearest percent.

Investments in derivatives, registered investment companies, business development companies, and pooled investment vehicles should be reported in those categories. Do not report those investments based on related or underlying portfolio assets. Cash equivalents include bank deposits, certificates of deposit, bankers' acceptances and similar bank instruments.

Some assets could be classified into more than one category or require discretion about which category applies. You may use your own internal methodologies and the conventions of your service providers in determining how to categorize assets, so long as the methodologies or conventions are consistently applied and consistent with information you report internally and to current and prospective clients. However, you should not double count assets, and your responses must be consistent with any instructions or other guidance relating to this Section.

a) Ass	et Type	Mid-year	End of year
(i)	Exchange-Traded Equity Securities	%	%
(ii)	Non Exchange-Traded Equity Securities	%	%
(iii)	U.S. Government/Agency Bonds	%	%
(iv)	U.S. State and Local Bonds	%	%
(v)	Sovereign Bonds	%	%
(vi)	Investment Grade Corporate Bonds	%	%
(vii)	Non-Investment Grade Corporate Bonds	%	%
(viii)	Derivatives	%	%
(ix)	Securities Issued by Registered Investment Companies or Business Development Companies	%	%
(x)	Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companies)	%	%
(xi)	Cash and Cash Equivalents	%	%
(xii)	Other	%	%

Generally describe any assets included in "Other"

Ass	et Type	End of year
(i)	Exchange-Traded Equity Securities	%
(ii)	Non Exchange-Traded Equity Securities	%
(iii)	U.S. Government/Agency Bonds	%
(iv)	U.S. State and Local Bonds	%
(v)	Sovereign Bonds	%
(vi)	Investment Grade Corporate Bonds	%
(vii)	Non-Investment Grade Corporate Bonds	%
(viii)	Derivatives	%
(ix)	Securities Issued by Registered Investment Companies or Business Development Companies	%
(x)	Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companies)	%
(xi)	Cash and Cash Equivalents	%
(xii)	Other	%

Generally describe any assets included in "Other"

SECTION 5.K.(2) Separately Managed Accounts - Use of *Borrowings* and Derivatives

No information is required to be reported in this Section 5.K.(2) per the instructions of this Section 5.K.(2)

If your regulatory assets under management attributable to separately managed accounts are at least \$10 billion, you should complete Question (a). If your regulatory assets under management attributable to separately managed accounts are at least \$500 million but less than \$10 billion, you should complete Question (b).

(a) In the table below, provide the following information regarding the separately managed accounts you advise. If you are a subadviser to a separately

managed account, you should only provide information with respect to the portion of the account that you subadvise. End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of gross notional exposure. For purposes of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borrowings* and (b) the *gross notional value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of borrowings for the accounts included in column 1.

In column 3, provide aggregate *gross notional value* of derivatives divided by the aggregate regulatory assets under management of the accounts included in column 1 with respect to each category of derivatives specified in 3(a) through (f).

You may, but are not required to, complete the table with respect to any separately managed account with regulatory assets under management of less than \$10,000,000.

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

(i) Mid-Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings		(3)	Derivative E	Exposures		
			(a) Interest Rate Derivative	(b) Foreign Exchange Derivative	(c) Credit Derivative	(d) Equity Derivative		(f) Other Derivative
Less than 10%	\$	\$	%	%	%	%	%	%
10-149%	\$	\$	%	%	%	%	%	%
150% or more	\$	\$	%	%	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

(ii) End of Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings		(3)	Derivative E	xposures		
			(a) Interest Rate Derivative	(b) Foreign Exchange Derivative	(c) Credit Derivative	(d) Equity Derivative	(e) Commodity Derivative	(f) Other Derivative
Less than 10%	\$	\$	%	%	%	%	%	%
10-149%	\$	\$	%	%	%	%	%	%
150% or more	\$	\$	%	%	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

(b) In the table below, provide the following information regarding the separately managed accounts you advise as of the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of gross notional exposure. For purposes of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borrowings* and (b) the *gross notional value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of borrowings for the accounts included in column 1.

You may, but are not required to, complete the table with respect to any separately managed accounts with regulatory assets under management of less than \$10,000,000.

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings
Less than 10%	\$	\$
10-149%	\$	\$
150% or more	\$	\$

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which borrowings and derivatives are used in t management of the separately managed accounts that you advise.	he
SECTION 5.K.(3) Custodians for Separately Managed Accounts	
No Information Filed	
Item 6 Other Business Activities	
In this Item, we request information about your firm's other business activities.	
A. You are actively engaged in business as a (check all that apply):	
 (1) broker-dealer (registered or unregistered) (2) registered representative of a broker-dealer 	
(3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)	
\square (4) futures commission merchant \square (5) real estate broker, dealer, or agent	
(6) insurance broker or agent	
(7) bank (including a separately identifiable department or division of a bank)	
 (8) trust company (9) registered municipal advisor 	
[(10) registered security-based swap dealer	
(11) major security-based swap participant	
 (12) accountant or accounting firm (13) lawyer or law firm 	
(14) other financial product salesperson (specify):	
If you engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Schedule D.	es No
D. (1) Are you getively expressed in any other business not listed in Itana (A. (ather them giving investment advise)?	0 0
	0 0
If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provide that name	
	es No
(3) Do you sell products or provide services other than investment advice to your advisory clients?	⊙ ⊙
If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provide that name	ıe.
SECTION 6.A. Names of Your Other Businesses	
No Information Filed	
SECTION 4 D (2) Description of Drimony Business	
Describe your primary business (not your investment advisory business):	
If you engage in that business under a different name, provide that name:	
SECTION 6.B.(3) Description of Other Products and Services	
Describe other products or services you sell to your <i>client</i> . You may omit products and services that you listed in Section 6.B.(2) above.	
If you engage in that business under a different name, provide that name:	
Item 7 Financial Industry Affiliations	
In this Item, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interest occur between you and your <i>clients</i> .	may
A. This part of Item 7 requires you to provide information about you and your <i>related persons</i> , including foreign affiliates. Your <i>related persons</i> are all o <i>advisory affiliates</i> and any <i>person</i> that is under common <i>control</i> with you.	f your
You have a <i>related person</i> that is a (check all that apply): (1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)	
(1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)(2) other investment adviser (including financial planners)	

	(3) registered municipal advisor
	 (4) registered security-based swap dealer (5) major security-based swap participant
	(6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
	 (7) futures commission merchant (8) banking or thrift institution
	☐ (8) banking or thrift institution ☐ (9) trust company
	(7) It distributing firm (10) accountant or accounting firm
	(11) lawyer or law firm
	 (12) insurance company or agency (13) pension consultant
	☐ (13) pension consultant ☐ (14) real estate broker or dealer
	(14) real estate broker of dealer (15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles
	(16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles
	Note that Item 7.A. should not be used to disclose that some of your employees perform investment advisory functions or are registered representatives of a broker-dealer. The number of your firm's employees who perform investment advisory functions should be disclosed under Item 5.B.(1). The number of your firm's employees who are registered representatives of a broker-dealer should be disclosed under Item 5.B.(2).
	Note that if you are filing an umbrella registration, you should not check Item 7.A.(2) with respect to your relying advisers, and you do not have to complete Section 7.A. in Schedule D for your relying advisers. You should complete a Schedule R for each relying adviser.
	For each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Section 7.A. of Schedule D.
	You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person in connection with advisory services you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the related person, and the related person does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) you have no reason to believe that your relationship with the related person otherwise creates a conflict of interest with your clients.
	You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provide to your clients (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act.
SEC	CTION 7.A. Financial Industry Affiliations
COL	mplete a separate Schedule D Section 7.A. for each <i>related person</i> listed in Item 7.A.
	implete a separate seriedale B section 7.7t. for each related person listed in frem 7.7t.
1.	Legal Name of Related Person:
	MILL POINT CAPITAL PARTNERS GP, L.P.
2	Primary Business Name of <i>Related Person</i> :
Z.	MILL POINT CAPITAL PARTNERS GP, L.P.
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
	or Other
4.	Related Person's
	(a) CRD Number (if any):
	(b) CIK Number(s) (if any):
	No Information Filed
5.	Related Person is: (check all that apply)
	 (a)
	(c) \square registered municipal advisor
	(d) \square registered security-based swap dealer
	(e) major security-based swap participant
	(f) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)
	(g) ☐ futures commission merchant(h) ☐ banking or thrift institution
	(i) trust company
	(j) accountant or accounting firm
	(k) \square lawyer or law firm
	(I) insurance company or agency
	(m) □ pension consultant(n) □ real estate broker or dealer
1.1	

	(o)	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	,	
6.	Do y	ou control or are you controlled by the related person?	Yes O	⊙
7.	Are y	you and the <i>related person</i> under common <i>control</i> ?	•	0
0	(-)			
3.	(b)	Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ? If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?		0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1:	asse	ets:
		City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
			Yes	No
9.		If the <i>related person</i> is an investment adviser, is it exempt from registration? If the answer is yes, under what exemption?	0	0
	(D)	if the answer is yes, under what exemptions		
10.		Is the related person registered with a foreign financial regulatory authority?		\odot
		If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is register. No Information Filed	ed.	
≀1.	Do y	ou and the related person share any supervised persons?	⊙	0
12.	Do y	ou and the <i>related person</i> share the same physical location?	•	0
3.	Relation or Othe Relation (a)	POINT CAPITAL PARTNERS II GP, L.P. ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-) ted Person's CRD Number (if any): CIK Number(s) (if any): No Information Filed		
5.	(a) (b) (c) (d) (e) (f) (g) (h) (i) (j) (k) (l) (n) (o) (p)		Yes	
6.	·	ou <i>control</i> or are you <i>controlled</i> by the <i>related person</i> ?	0	•
7.	Are \	you and the <i>related person</i> under common <i>control</i> ?	0	0

8.	(a)	Does the related person act as a qualified custodian	for your clients in connection with advisory services you provide to clients?	0	•
	(b)	presumption that you are not operationally independent	nd you have answered "yes," to question 8.(a) above, have you overcome the ndent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	•	re, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clie</i>	ents' asse	ets:
		Number and Street 1:	Number and Street 2:		
		City: State: If this address is a private residence, check this bo	Country: ZIP+4/Postal Code:		
				Yes	No
9.	(a)	If the related person is an investment adviser, is it of	exempt from registration?	0	0
	(b)	If the answer is yes, under what exemption?			
10	(a)	Is the related person registered with a foreign finan	cial regulatory authority?	0	•
	(b)	If the answer is yes, list the name and country, in	English of each foreign financial regulatory authority with which the related person is reg	jistered.	
	Б		No Information Filed		
11	ро у	ou and the related person share any supervised pers	sons?	⊙	0
12	Do y	ou and the related person share the same physical I	ocation?	•	0
Ite	n 7 <i>P</i>	rivate Fund Reporting			
				Yes	No
B.	Are yo	ou an adviser to any <i>private fund</i> ?		•	0
	code, desigr		rivate fund client by maintaining its identity in your books and records in numerical or alph may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same c		
			Funds per Page: 15 🔻 Total Funds: 6		
А	. PRIV	ATE FUND			
<u>l</u>	nform	ation About the <i>Private Fund</i>			
	. (-	N. N. Sangara and Albara make and a found			
	l. (a	Name of the <i>private fund</i> : MILL POINT AFFILIATES FUND I, L.P.			
	(b	i) Private fund identification number:			
		(include the "805-" prefix also)			
		805-3231380414			
2	2. U	nder the laws of what state or country is the private	e fund organized:		
		State:	Country:		
		Delaware	United States		
	3. (a) Name(s) of General Partner, Manager, Trustee, or	Directors (or <i>persons</i> serving in a similar capacity):		
	N	lame of General Partner, Manager, Trustee, or Dir	rector		
	N	MILL POINT CAPITAL PARTNERS GP, L.P.			
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing</i> a	adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		- I
			No Information Filed		

4.	The <i>private fund</i> (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	\odot
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No.
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Name of private rund.		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.((1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or eac	:h of
	No Information Filed		
8.	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially at assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. (a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	Yes	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	_	0
			-
		Ves	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fui	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> :		
	\$ 8,383,208		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 50,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in th organizational documents of the fund).	е	

13. Approximate number of the *private fund's* beneficial owners:

20

	119	%		
15.	(a) 0%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
			Yes	No
	(b)	If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	•	0
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
<u>Yοι</u>	ur Ac	dvisory Services		
17	(0)	And you a cube divisor to this private five?	Yes	
1 / .		Are you a subadviser to this <i>private fund</i> ? If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer	to.	•
	(0)	question 17.(a) is "yes," provide the hame and 320 me humber, if any, of the adviser of the private rand. If the answer question 17.(a) is "no," leave this question blank.	ιο	
		No Information Filed		
			Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	answe	er
		No Information Filed		
			Yes	No
19.	Are	your clients solicited to invest in the private fund?	\circ	\odot
	NO	TE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	App	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>Pri</u>	<u>vate</u>	<u>Offering</u>	Yes	No
21.	Has	s the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0
22.		res, provide the <i>private fund's</i> Form D file number (if any):		
		rm D file number 1-298471		
		CE PROVIDERS		
Aud	ditor		Yes	No
23.	(a)	(1) Are the private fund's financial statements subject to an annual audit?	•	0
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	firm	
		Additional Auditor Information : 1 Record(s) Filed.		
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
		(b) Name of the auditing firm: KPMG LLP		
		KPMG LLP		
		KPMG LLP (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: NEW YORK New York City: United States	es N	lo

14. What is the approximate percentage of the *private fund* beneficially owned by you and your *related persons*:

	If yes, Public Company Accounting Oversight Board-Assigned Number: 185			
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public accordance with its rules?	Company Accounting Oversight Board	in <u>o</u>	C
			,	⁄es
	Are the private fund's audited financial statements for the most recently completed fiscal y investors?	year distributed to the private fund's		⊙
(h) I	n) Do all of the reports prepared by the auditing firm for the private fund since your last annual	ual updating amendment contain unqua	ified opin	ions
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form A	ADV to update your response when the i	eport is av	⁄aila
ne Br	<u>Broker</u>		_	_
(a) I	a) Does the <i>private fund</i> use one or more prime brokers?		`	es.
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for	each prime broker the <i>private fund</i> use	s. If the <i>r</i>	O oriva
	fund uses more than one prime broker, you must complete questions (b) through (e) sepa	·	3. II the p	<i>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</i>
	No Information Filed			
odio	dian			
todia	<u>dian</u>		,	⁄es
	dian a) Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hole	d some or all of its assets?	,	∕es ⊙
(a) I		each custodian the <i>private fund</i> uses.		•
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold lift the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for example 1.	each custodian the <i>private fund</i> uses.		•
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold of the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separate	each custodian the <i>private fund</i> uses. tely for each custodian.	f the <i>priv</i>	⊙ ate
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold of the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for	each custodian the <i>private fund</i> uses. tely for each custodian.	f the <i>priv</i>	⊙ ate
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold of the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separate Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separate (b) Legal name of custodian:	each custodian the <i>private fund</i> uses. tely for each custodian.	f the <i>priv</i>	⊙ ate
] ;	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold lift the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian:	each custodian the <i>private fund</i> uses. tely for each custodian. The each custodian the <i>private fund</i> uses rately for each custodian.	f the <i>priv</i>	⊙ ate
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold lift the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> associated (city: State: Complete questions (b) through (city) through	each custodian the <i>private fund</i> uses. tely for each custodian. The each custodian the <i>private fund</i> uses that the private fund uses that the private fund uses that the custodian. Sets (city, state and country): Country:	f the <i>priv</i>	⊙ ate
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold lift the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> associated (city: State: Complete questions (b) through (city) through	each custodian the <i>private fund</i> uses. tely for each custodian. The each custodian the <i>private fund</i> uses rately for each custodian.	f the <i>priv</i>	⊙ ate
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold lift the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> associated (city: State: Complete questions (b) through (city) through	each custodian the <i>private fund</i> uses. tely for each custodian. The each custodian the <i>private fund</i> uses that the private fund uses that the private fund uses that the custodian. Sets (city, state and country): Country:	f the <i>priv</i>	s N
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold lift the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separate Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separate (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian's office responsible for custody of the private fund's associated in the custodian of the custodian o	each custodian the <i>private fund</i> uses. tely for each custodian. The each custodian the <i>private fund</i> uses that the private fund uses that the private fund uses that the custodian. Sets (city, state and country): Country:	f the <i>priv</i>	s N
(a) [Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for custody of the private fund's assembly City: State: SAN FRANCISCO California	each custodian the <i>private fund</i> uses. tely for each custodian. The each custodian the <i>private fund</i> uses that the private fund uses that the private fund uses that the custodian. Sets (city, state and country): Country:	f the <i>priv</i>	s N
(a) [Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for custody of the private fund's associated (c) California (c) California (c) California (d) Ca	each custodian the private fund uses. reach custodian the private fund uses rately for each custodian. sets (city, state and country): Country: United States	f the <i>priv</i>	s N
(a) I	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for a fund uses more than one custodian, you must complete questions (b) through (g) separated Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for fund uses more than one custodian, you must complete questions (b) through (g) separated (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for custody of the private fund's assemble City: SAN FRANCISCO California (e) Is the custodian a related person of your firm? (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): CRD Number (if any):	each custodian the private fund uses. reach custodian the private fund uses rately for each custodian. sets (city, state and country): Country: United States	f the <i>priv</i>	© ate

	Additional Administrator Information : 1 Record(s) Filed.							
	If the answer to question 26.(a) i administrator, you must complete	ugh (f) below. If the <i>private fund</i> uses more that or each administrator.	n one					
	(b) Name of administrator: ULTIMUS LEVERPOINT							
	(c) Location of administrator (city	, state and country):						
	City: CLIFTON PARK	State: New York	Country: United States					
	OLIT TOWT TAKE	New Tork	officed States	Yes No				
	(d) Is the administrator a related	person of your firm?		○ ●				
		are and send investor account statements) $_{ m C}$ Some (provided to some but no	nts to the <i>private fund's</i> investors? t all investors) ONO (provided to no investors)					
			nvestor account statements to the (rest of the) of the) private fund's investors, respond "not ap	•				
	ocations) was the valuation determin	·	ions, redemptions or distributions, and fee calcu					
alle arket	ocations) was the valuation determine ters Does the <i>private fund</i> use the service You must answer "yes" whether the similar <i>person</i> . If the answer to questions	ted by such <i>person</i> . The sees of someone other than you or your see person acts as a placement agent, constitution as the second to quest the second to quest second to quest the second		Yes No C G or other solicitor, or eter the <i>private fund</i>				
all arket	ocations) was the valuation determine ters Does the <i>private fund</i> use the service You must answer "yes" whether the similar <i>person</i> . If the answer to questions	ted by such <i>person</i> . The sees of someone other than you or your see person acts as a placement agent, constitution as the second to quest the second to quest second to quest the second	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C Go or other solicitor, or eter the <i>private fund</i>				
allearket	ters Does the <i>private fund</i> use the service You must answer "yes" whether the similar <i>person</i> . If the answer to quest uses. If the <i>private fund</i> uses more	eed by such <i>person</i> . sees of someone other than you or your see <i>person</i> acts as a placement agent, coustion 28.(a) is "yes," respond to quest than one marketer you must complete	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C G or other solicitor, or eter the <i>private fund</i>				
allinrket	ters Does the private fund use the service You must answer "yes" whether the similar person. If the answer to quest uses. If the private fund uses more ATE FUND	eed by such <i>person</i> . sees of someone other than you or your see <i>person</i> acts as a placement agent, coustion 28.(a) is "yes," respond to quest than one marketer you must complete	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C G or other solicitor, or eter the <i>private fund</i>				
allentet	ters Does the <i>private fund</i> use the service You must answer "yes" whether the similar <i>person</i> . If the answer to quest uses. If the <i>private fund</i> uses more	eed by such <i>person</i> . ees of someone other than you or your ee <i>person</i> acts as a placement agent, constitution 28.(a) is "yes," respond to quest than one marketer you must complete No Informa	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C Go or other solicitor, or eter the <i>private fund</i>				
allented (a)	ters Does the private fund use the service You must answer "yes" whether the similar person. If the answer to quest uses. If the private fund uses more waster attended attended to the private fund. ATE FUND ation About the Private fund:	eed by such <i>person</i> . ees of someone other than you or your ee <i>person</i> acts as a placement agent, constitution 28.(a) is "yes," respond to quest than one marketer you must complete No Informa	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C G or other solicitor, or eter the <i>private fund</i>				
allearket (a) PRIVA (a) (b)	ters Does the private fund use the service You must answer "yes" whether the similar person. If the answer to quest uses. If the private fund uses more uses. If the private fund uses more ATE FUND ation About the Private Fund Name of the private fund: MILL POINT AFFILIATES FUND II, L.F. Private fund identification number: (include the "805-" prefix also)	ees of someone other than you or your ee person acts as a placement agent, constion 28.(a) is "yes," respond to quest than one marketer you must complete No Informa	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C G or other solicitor, or eter the <i>private fund</i>				
allinrket . (a) PRIVA	ters Does the private fund use the service You must answer "yes" whether the similar person. If the answer to quest uses. If the private fund uses more ATE FUND ation About the Private Fund Name of the private fund: MILL POINT AFFILIATES FUND II, L.F. Private fund identification number: (include the "805-" prefix also) 805-4469644507	ees of someone other than you or your ee person acts as a placement agent, constion 28.(a) is "yes," respond to quest than one marketer you must complete No Informa	employees for marketing purposes? onsultant, finder, introducer, municipal advisor o ons (b) through (g) below for each such marke questions (b) through (g) separately for each r	Yes No C G or other solicitor, or eter the <i>private fund</i>				
allented (a) (b)	Does the private fund use the service You must answer "yes" whether the similar person. If the answer to questuses. If the private fund uses more uses. If the private fund uses more with the private fund uses more MILL POINT AFFILIATES FUND II, L.F. Private fund identification number: (include the "805-" prefix also) 805-4469644507	tes of someone other than you or your se person acts as a placement agent, constitution 28. (a) is "yes," respond to quest than one marketer you must complete No Informa	employees for marketing purposes? Insultant, finder, introducer, municipal advisor of ons (b) through (g) below for each such market questions (b) through (g) separately for each region Filed	Yes No C G or other solicitor, or eter the <i>private fund</i>				

 \odot \circ

26. (a) Does the *private fund* use an administrator other than your firm?

	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
	The <i>private fund</i> (check all that apply; you must check at least one):		
•	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the investment company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 5(c)(7) of the investment company Act of 1740		
	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
	(a) Is this a "master fund" in a master-feeder arrangement?	Yes	No
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		•
	No Information Filed		
		Yes	Nia
	(c) Is this a "feeder fund" in a master-feeder arrangement?	nes	O
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?		٠
	Name of private fund:		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or eac	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
	mattiple classes (or series) of shares of interests, and each class (or series) invests substantially all of its assets in a single master rand.	Yes	No
	(a) Is this <i>private fund</i> a "fund of funds"?	0	•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen	t	
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	Nο
	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
١.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund oprivate equity fund C real estate fund C securitized asset fund C venture capital fund C Other private	ate fui	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
	Current gross asset value of the <i>private fund</i> :		
	\$ 2,696,341		
ΝI	nership		
<u>)</u> .	Minimum investment commitment required of an investor in the <i>private fund</i> :		

NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the

\$ 50,000

organizational documents of the fund).

13.	Approximate number of the <i>private fund's</i> beneficial owners: 27		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No.
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 25%		
Υοι	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	
17.	(a) Are you a subadviser to this private rand:(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer question 17.(a) is "no," leave this question blank.	_	•
	No Information Filed		
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the to question 18.(a) is "no," leave this question blank.	Yes O answ	•
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
Priv	vate Offering		
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No.
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number		
	021-388811		
3. SI	ERVICE PROVIDERS		
Auc	ditors		
71010		Yes	N
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	\odot	C
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	⊙	С
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	, firm	'
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: KPMG LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		

	NEW YORK	New York	United States		
	(d) Is the auditing firm an <i>inde</i>	ependent public accountant?		Yes ©	S No
	(e) Is the auditing firm registe	red with the Public Company Account	ing Oversight Board?	•	0
	If yes, Public Company Acc	counting Oversight Board-Assigned Nu	mber:	~	
		e auditing firm subject to regular insp	ection by the Public Company Accounting Oversight Board in	•	o
				Υı	es No
(g)	Are the <i>private fund's</i> audited find investors?	ancial statements for the most recent	ly completed fiscal year distributed to the private fund's	6	• o
(h)	Do all of the reports prepared by	the auditing firm for the private fund	since your last annual updating amendment contain unqualifie	d opinic	ons?
		Received			
	If you check "Report Not Yet Rece	ved," you must promptly file an amend	lment to your Form ADV to update your response when the repo	rt is ava	ailable.
<u>Prime B</u>	<u>roker</u>			V	N-
24. (a)	Does the <i>private fund</i> use one or	more prime brokers?			es No
	•		rough (e) below for each prime broker the <i>private fund</i> uses. I (b) through (e) separately for each prime broker.	_	
		No Infor	mation Filed		
25. (a)	If the answer to question 25.(a) fund uses more than one custodi	is "yes," respond to questions (b) thr an, you must complete questions (b)	listed above) to hold some or all of its assets? rough (g) below for each custodian the <i>private fund</i> uses. If the through (g) separately for each custodian.	ie <i>priva</i> i	⊙ C te
	Additional Custodian Informat	on : 1 Record(s) Filed.			
			chrough g) below for each custodian the <i>private fund</i> uses. If to through (g) separately for each custodian.	the <i>priv</i>	'ate
	(b) Legal name of custodian: FIRST REPUBLIC BANK				
	(c) Primary business name of FIRST REPUBLIC BANK	custodian:			
		·	the private fund's assets (city, state and country):		
	City: SAN FRANCISCO	State: California	Country: United States		
	(e) Is the custodian a <i>related</i>	person of your firm?		Yes	s No ⊙
	(f) If the custodian is a broker	-dealer, provide its SEC registration r	number (if any):		
	CRD Number (if any):				
	(g) If the custodian is not a br identifier (if any) YWCOTIKBQM2JV8L4IV08	oker-dealer, or is a broker-dealer but	does not have an SEC registration number, provide its <i>legal</i>	entity	

at t t t l l l	<u>ninistrator</u>	Yes
6. (a)	(a) Does the <i>private fund</i> use an administrator other than your firm?	•
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>priva</i> must complete questions (b) through (f) separately for each administrator.	te fund uses more than one administrator, yo
	Additional Administrator Information : 1 Record(s) Filed.	
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>pri</i> administrator, you must complete questions (b) through (f) separately for each administrator.	vate fund uses more than one
	(b) Name of administrator: ULTIMUS LEVERPOINT	
	(c) Location of administrator (city, state and country):	
	City: State: Country:	
	CLIFTON PARK New York United Sta	
	(d) Is the administrator a <i>related person</i> of your firm?	Yes No ○ •
		- 1
	(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> • Yes (provided to all investors) • Some (provided to some but not all investors) • No (p	
	(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statem investors? If investor account statements are not sent to the (rest of the) private fund's investors.	• • •
	investors. If investor account statements are not sent to the (rest of the) private rand s inv	restors, respond that applicable.
yo Oʻ Ir	During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a your <i>related person</i> ? 0% Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or discontinuous	nat asset, if any, including obtaining any
yo Oʻ Ir re al	your <i>related person</i> ? 0% Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such <i>person</i> .	nat asset, if any, including obtaining any
yo Oʻ Ir re al	your <i>related person</i> ? 0% Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or discovered to the valuation of the valuation of the valuation used for purposes of investor subscriptions, redemptions or discovered to the valuation of the valuation used for purposes of investor subscriptions, redemptions or discovered to the valuation used for purposes of investor subscriptions.	nat asset, if any, including obtaining any
yo Ir re al	your <i>related person</i> ? 0% Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such <i>person</i> .	nat asset, if any, including obtaining any stributions, and fee calculations (including
yo Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such person. keters	reat asset, if any, including obtaining any stributions, and fee calculations (including Yes and purposes? Lucer, municipal advisor or other solicitor, or low for each such marketer the private fund
yo Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such person. Keters (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introductions imiliar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) between the person acts are placement agent.	reat asset, if any, including obtaining any stributions, and fee calculations (including Yes and purposes? Lucer, municipal advisor or other solicitor, or low for each such marketer the private fund
yo Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such person. Keters (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introduction in the person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) becauses. If the private fund uses more than one marketer you must complete questions (b) through	Yes ag purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer.
yo Oʻ Irr e al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such person. Keters (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introdus similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) becauses. If the private fund uses more than one marketer you must complete questions (b) through Additional Marketer Information: 1 Record(s) Filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introduced in the private fund uses as a placement agent, consultant, finder, introduced in the person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) fund uses.	Yes ag purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer.
yo Of Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such person. **Keters** (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introdustimilar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) becauses. If the private fund uses more than one marketer you must complete questions (b) through Additional Marketer Information: 1 Record(s) Filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introductions of the person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) through (g) the person.	Yes In at asset, if any, including obtaining any stributions, and fee calculations (including) Yes In a purposes? In a purposes? In a purposes? In a purposes? In a purposes of the solicitor, or allow for each such marketer the private fund (g) separately for each marketer. In a purpose of the solicitor, or allow for each such marketer the private obtained by the solicitor, or allow for each such marketer the private through (g) separately for each marketer.
yo Of Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or disallocations) was the valuation determined by such person. Keters (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introdus similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) becauses. If the private fund uses more than one marketer you must complete questions (b) through Additional Marketer Information: 1 Record(s) Filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introduced in the private fund uses as a placement agent, consultant, finder, introduced in the person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) fund uses.	Yes ng purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer the private hrough (g) separately for each marketer the private hrough (g) separately for each marketer. Yes No
yo Oʻ Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or diallocations) was the valuation determined by such person. **Reters** (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introductionally in the private fund uses more than one marketer you must complete questions (b) through Additional Marketer Information: 1 Record(s) Filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introductionally in the person. If the answer to question 28.(a) is "yes," respond to questions (b) through (c) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (c) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (c) Is the marketer a related person of your firm? (b) Is the marketer a related person of your firm?	Yes ng purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer the private hrough (g) separately for each marketer the private hrough (g) separately for each marketer. Yes No
yo Oʻ Irr e al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or diallocations) was the valuation determined by such person. keters (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introdusing person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) because. If the private fund uses more than one marketer you must complete questions (b) through (g) through (g) the person in the person (g) filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introduced or similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (g) the private fund uses.	Yes ng purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer the private hrough (g) separately for each marketer the private hrough (g) separately for each marketer. Yes No
yo Or In re al	your related person? O% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or diallocations) was the valuation determined by such person. **Reters** (a) Does the private fund use the services of someone other than you or your employees for marketling you must answer "yes" whether the person acts as a placement agent, consultant, finder, introduced similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) be uses. If the private fund uses more than one marketer you must complete questions (b) through Additional Marketer Information: 1 Record(s) Filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introor similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g fund uses. If the private fund uses more than one marketer, you must complete questions (b) through (c) is the marketer a related person of your firm? (c) Name of the marketer: ACALYX ADVISORS, INC (d) If the marketer is registered with the SEC, its file number (e.g., 801-, 8-, or 866-): - and CRD Number (if any):	Yes ng purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer. oducer, municipal advisor or other solicitor, or low for each such marketer. oducer, municipal advisor or other solicitor, y) below for each such marketer the private hrough (g) separately for each marketer. Yes No
yo Ir re al	your related person? 0% Include only those assets where (i) such person carried out the valuation procedure established for the relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or diallocations) was the valuation determined by such person. **Reters** (a) Does the private fund use the services of someone other than you or your employees for marketing You must answer "yes" whether the person acts as a placement agent, consultant, finder, introduced similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) becauses. If the private fund uses more than one marketer you must complete questions (b) through Additional Marketer Information: 1 Record(s) Filed. You must answer "yes" whether the person acts as a placement agent, consultant, finder, introduced in the person of the person acts as a placement agent, consultant, finder, introduced in the person of the person of your firm? (b) Is the marketer a related person of your firm? (c) Name of the marketer: ACALYX ADVISORS, INC (d) If the marketer is registered with the SEC, its file number (e.g., 801-, 8-, or 866-):	Yes ng purposes? ucer, municipal advisor or other solicitor, or low for each such marketer the private fund (g) separately for each marketer. oducer, municipal advisor or other solicitor, or low for each such marketer. oducer, municipal advisor or other solicitor, or below for each such marketer the private hrough (g) separately for each marketer. Yes No

		NEW YORK	New York	United States			
					Yes	No No	
		(f) Does the marketer mar	ket the <i>private fund</i> through one or mo	ore websites?	0	⊙	
		(a) If the answer to question	on 28.(f) is "yes," list the website addr	ress(es).			
		(g) II the diletter to queets		nformation Filed			
							Ш
A. P	RIVAT	E FUND					
Info	<u>rmati</u>	ion About the <i>Private Fund</i>					
1.	(a) I	Name of the <i>private fund</i> :					
		MILL POINT CAPITAL PARTNER	RS A, L.P				
	(b)	Private fund identification num	ber:				
		(include the "805-" prefix also	o)				
	8	805-8763225945					
2.	Unde	er the laws of what state or c	ountry is the <i>private fund</i> organized:				
	9	State:	Country:				
	I	Delaware	United Stat	tes			
3.	(a) 1	Nama(s) of Conoral Partner A	Manager, Trustee, or Directors (or <i>pers</i> o	ans serving in a similar capacity).			
٥.		ne of General Partner, Mana		ons serving in a similar capacity).			
		L POINT CAPITAL PARTNERS G	-				
							_
	(b)	If filing an <i>umbrella registration</i>	n, identify the <i>filing adviser</i> and/or <i>relyin</i>	ng adviser(s) that sponsor(s) or manage(s) this private fu	und.		
			No Infor	mation Filed			
4.			ply; you must check at least one):				
				any under section 3(c)(1) of the Investment Company Ac			
		(2) qualifies for the exclusion	from the definition of investment compa	any under section 3(c)(7) of the Investment Company Ac	St Of 1940		
5.	List	the name and country, in Eng	lish, of each foreign financial regulatory	authority with which the private fund is registered.			
			No Infor	mation Filed			
					,	Yes I	lo
6.	(a)	Is this a "master fund" in a m	naster-feeder arrangement?			0	•
	(b)	If yes, what is the name and	private fund identification number (if an	ny) of the feeder funds investing in this private fund?			
			No Infor	mation Filed			
					•	Yes I	10
		Is this a "feeder fund" in a m	-			0	0
		If yes, what is the name and Name of <i>private fund</i> :	private fund identification number (if an	y) of the master fund in which this <i>private fund</i> invests?			
	!	name or <i>private rana.</i>					
		Private fund identification num	ıber:				
		(include the "805-" prefix also))				
	NOT	E. Vou must complete questic	on 6 for each master feeder arrangeme	ent regardless of whether you are filing a single Schedule	D Section -	7 R (1	١
			nt or reporting on the funds separately		: D, Section /	7. В. (Т	
7.	-			arrangement according to the instructions to this Section	1 7.B.(1), for	each	of
	the f	feeder funds answer the follo	wing questions:				
			NI- 1 C	emation Filad			
			No Infor	mation Filed			

	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	d
		Yes	No
8.	(a) Is this private fund a "fund of funds"?	0	
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	_	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	Nο
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10.	What type of fund is the private fund?		
	C hedge fund C liquidity fund for private equity fund C real estate fund C securitized asset fund C venture capital fund C Other private	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 252,893,891		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the private fund:		
	\$ 10,000,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the		
13.	Approximate number of the <i>private fund's</i> beneficial owners: 15		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 0%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 25%		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	0	0
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 74%		
You	ur Advisory Services		
17		Yes	
17.	(a) Are you a subadviser to this <i>private fund?</i>(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer question 17.(a) is "no," leave this question blank.	to	•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	answ	er
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		

0%

NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of their

If y∈	s, provide the <i>private fund's</i> Form D file number (if any):		
For	m D file number		
021	-298475		
ERVIC	E PROVIDERS		
ditors			
(a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Ye	es N
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	6	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audyou must complete questions (b) through (f) separately for each auditing firm.	_	
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: KPMG LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	NEW YORK New York United States		
	(d) Is the auditing firm an independent public accountant?	Yes ©	No O
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		V	es N
	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	6	
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	d opinic	ns?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repor	t is ava	ilable
me Bı	<u>roker</u>		
(a)	Does the <i>private fund</i> use one or more prime brokers?		es N
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	f the <i>pri</i>	_

25. (a) Does the *private fund* use any custodians (including the prime brokers listed above) to hold some or all of its assets?

 \odot \circ

Private Offering

If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information : 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): State: Country: SAN FRANCISCO California **United States** Yes No (e) Is the custodian a related person of your firm? \odot (f) If the custodian is a broker-dealer, provide its SEC registration number (if any): CRD Number (if any): (g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entity identifier (if anv) YWC0TIKBQM2JV8L4IV08 **Administrator** Yes No 26. (a) Does the private fund use an administrator other than your firm? ⊙ If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. Additional Administrator Information: 1 Record(s) Filed. If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you must complete questions (b) through (f) separately for each administrator. (b) Name of administrator: **ULTIMUS LEVERPOINT** (c) Location of administrator (city, state and country): Country: CLIFTON PARK New York **United States** Yes No (d) Is the administrator a *related person* of your firm? \circ ⊙ (e) Does the administrator prepare and send investor account statements to the *private fund's* investors? • Yes (provided to all investors) • Some (provided to some but not all investors) • No (provided to no investors) (f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable."

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including

27. During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is not

your related person?

0%

Ma	ırket		'es	Nο
28.	. (a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?		• •
	. ,	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fuestions</i> . If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	or	
		No Information Filed		
A. P	RIVA	TE FUND		
Info	<u>orma</u>	tion About the <i>Private Fund</i>		
1.	(a)	Name of the <i>private fund</i> :		
		MILL POINT CAPITAL PARTNERS II, L.P.		
	(b)	Private fund identification number: (include the "805-" prefix also)		
		805-5465322019		
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:		
		State: Country: Delaware United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		No Information Filed		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.	The	e private fund (check all that apply; you must check at least one):		
4.	▼	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	V	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			es	No
6.		Is this a "master fund" in a master-feeder arrangement?	0	\odot
	(b)	If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
		No Information Filed		
			es	No
	(c)	Is this a "feeder fund" in a master-feeder arrangement?		•
	(d)	If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?	_	
		Name of private fund:		
		Private fund identification number: (include the "805-" prefix also)		
		TE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7	B. (1	1)
	IOF	the master-feeder arrangement or reporting on the funds separately.		
7.	_	you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for a feeder funds answer the following questions:	ach	of

allocations) was the valuation determined by such person.

	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this private fund a "fund of funds"?	0	•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	C hedge fund C liquidity fund P private equity fund C real estate fund C securitized asset fund C venture capital fund C Other private equity fund C real estate fund C securitized asset fund C venture capital fund C other private equity fund C other priv	ate fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 72,657,688		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 10,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in thorganizational documents of the fund).	е	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 39		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 3%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 18%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment	Yes	_
	Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	•	О
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 2%		
You	r Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No ©
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		٠
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	answ	er er

No Information Filed

NOTE: For purposes of this question, do not consider feeder funds of the private fund.

19. Are your *clients* solicited to invest in the *private fund*?

0 0

Yes No

20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
Priv	vate Offering		
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	s No
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number 021-383913		
	021-383913		
B. SE	ERVICE PROVIDERS		
Aud	<u>litors</u>		
23	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	_	s No
25.	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	• •	_
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.		
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: KPMG LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country: NEW YORK New York United States		
		Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Ye	s No
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	0
	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opinior	ns?
	⊙ Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	' is avail	lable.
<u>Prir</u>	ne Broker	Ye	s No
24.	(a) Does the <i>private fund</i> use one or more prime brokers?	0	_
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	the <i>pri</i> v	
	No Information Filed		

•		g) below for each custodian the <i>private fun</i>	d uses. If the <i>pri</i>
fund uses more than one custodian, you	must complete questions (b) throug	h (g) separately for each custodian.	
Additional Custodian Information : 1 I	Record(s) Filed.		
If the answer to question 25.(a) is "ye fund uses more than one custodian, ye		g) below for each custodian the <i>private fu</i> ugh (g) separately for each custodian.	nd uses. If the p
(b) Legal name of custodian: FIRST REPUBLIC BANK			
(c) Primary business name of custodia FIRST REPUBLIC BANK	an:		
(d) The location of the custodian's off	ice responsible for <i>custody</i> of the <i>pri</i> v	vate fund's assets (city, state and country):	
City: SAN FRANCISCO	State: California	Country: United States	
3,11,10,11,0,10,000	Samornia	omica etatos	Y
(e) Is the custodian a related person of	of your firm?		c
(f) If the custodian is a broker-dealer	, provide its SEC registration number	(if any):	
-	· ·	<u>-</u> .	
CRD Number (if any):			
		ioi nave an Sec registration number, brovi	de its <i>legal entity</i>
(g) If the custodian is not a broker-de identifier (if any) YWC0TIKBQM2JV8L4IV08	edici, or is a broker dedici but does i		
identifier (if any) YWC0TIKBQM2JV8L4IV08	edici, of 13 a blocker dealer but does i		
identifier (if any) YWC0TIKBQM2JV8L4IV08			
identifier (if any) YWC0TIKBQM2JV8L4IV08 Strator Does the private fund use an administration	tor other than your firm?		
identifier (if any) YWCOTIKBQM2JV8L4IV08 strator Does the private fund use an administration	tor other than your firm? " respond to questions (b) through (t	r) below. If the <i>private fund</i> uses more than	
identifier (if any) YWC0TIKBQM2JV8L4IV08 strator Does the private fund use an administrate If the answer to question 26.(a) is "yes,	tor other than your firm? " respond to questions (b) through (separately for each administrator.		
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate If the answer to question 26.(a) is "yes, must complete questions (b) through (f) Additional Administrator Information	tor other than your firm? " respond to questions (b) through (b) separately for each administrator. : 1 Record(s) Filed. es," respond to questions (b) through	(f) below. If the <i>private fund</i> uses more than	one administrat
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate If the answer to question 26.(a) is "yes, must complete questions (b) through (f) Additional Administrator Information If the answer to question 26.(a) is "yes, must complete questions"	tor other than your firm? " respond to questions (b) through (b) separately for each administrator. : 1 Record(s) Filed. es," respond to questions (b) through	(f) below. If the <i>private fund</i> uses more than	one administrat
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate If the answer to question 26.(a) is "yes, must complete questions (b) through (f) Additional Administrator Information If the answer to question 26.(a) is "yes administrator, you must complete question 26.(b) Name of administrator:	tor other than your firm? " respond to questions (b) through (b) separately for each administrator. : 1 Record(s) Filed. es, " respond to questions (b) through stions (b) through (f) separately for each administrator.	(f) below. If the <i>private fund</i> uses more than	one administrat
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate If the answer to question 26.(a) is "yes, must complete questions (b) through (f) Additional Administrator Information If the answer to question 26.(a) is "yes administrator, you must complete question 26.(b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city, staticity:	tor other than your firm? " respond to questions (b) through (c) separately for each administrator. : 1 Record(s) Filed. es," respond to questions (b) through stions (b) through (f) separately for each administrator. estate and country): State:	(f) below. If the <i>private fund</i> uses more than a second of the private fund uses more the each administrator. Country:	one administrat
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate If the answer to question 26.(a) is "yes, must complete questions (b) through (f) Additional Administrator Information If the answer to question 26.(a) is "yes administrator, you must complete question 26.(b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city, state)	tor other than your firm? " respond to questions (b) through (to separately for each administrator. : 1 Record(s) Filed. es, " respond to questions (b) through stions (b) through (f) separately for each and country):	(f) below. If the <i>private fund</i> uses more than	one administrat
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate of the answer to question 26.(a) is "yes, must complete questions (b) through (f) Additional Administrator Information If the answer to question 26.(a) is "yes administrator, you must complete question of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city, state of the city:	tor other than your firm? " respond to questions (b) through (in separately for each administrator. : 1 Record(s) Filed. es," respond to questions (b) through stions (b) through (f) separately for each and country): State: New York	(f) below. If the <i>private fund</i> uses more than a second of the private fund uses more the each administrator. Country:	one administrat
identifier (if any) YWCOTIKBQM2JV8L4IV08 Strator Does the private fund use an administrate of the answer to question 26. (a) is "yes, must complete questions (b) through (f) Additional Administrator Information If the answer to question 26. (a) is "yes administrator, you must complete question of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city, state of the city: CLIFTON PARK	tor other than your firm? " respond to questions (b) through (some separately for each administrator. : 1 Record(s) Filed. es, " respond to questions (b) through (stions (b) through (f) separately for each administrator. ete and country): State: New York eon of your firm?	(f) below. If the <i>private fund</i> uses more than each administrator. Country: United States	one administrat an one

27. During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is not

0%				
rel		or purposes of investor sub	n procedure established for that asset, if any, including scriptions, redemptions or distributions, and fee calcula	
Market	<u>ers</u>			
20 (a)	Door the private fundamenths corvings of	company other than you or	ryour ampleyage for marketing purposes?	Yes N
28. (a)	Does the <i>private fund</i> use the services of	ğ	ent, consultant, finder, introducer, municipal advisor or o	other solicitor or
	similar person. If the answer to question :	28.(a) is "yes," respond to	questions (b) through (g) below for each such marketer plete questions (b) through (g) separately for each mar	the <i>private fund</i>
	Additional Marketer Information : 1 Re	cord(s) Filed.		
	or similar person. If the answer to ques	tion 28.(a) is "yes," respon	gent, consultant, finder, introducer, municipal advisor or d to questions (b) through (g) below for each such mar ust complete questions (b) through (g) separately for e	keter the <i>private</i>
				Yes No
	(b) Is the marketer a related person of	your firm?		0 0
	(c) Name of the marketer: ACALYX ADVISORS, INC			
	(d) If the marketer is registered with the	ne SEC, its file number (e.g.	, 801-, 8-, or 866-):	
	and CRD Number (if any):			
	(e) Location of the marketer's office us	State:	Country:	
	NEW YORK	New York	United States	Yes No
	(f) Does the marketer market the priv	ate fund through one or mo	re websites?	0 0
	(g) If the answer to question 28.(f) is			
		No Ir	official filed	
A. PRIVA	TE FUND			
<u>Informa</u>	tion About the <i>Private Fund</i>			
1. (a)	Name of the <i>private fund</i> :			
1. (u)	MILL POINT CAPITAL PARTNERS II-A, L.P.			
(b)	Private fund identification number: (include the "805-" prefix also)			
	805-7540228725			
2. Un	der the laws of what state or country is th	e <i>private fund</i> organized:		
	State:	Country:		
	Delaware	United Stat	res	
3. (a)	Name(s) of General Partner, Manager, Tr	ustee, or Directors (or <i>pers</i> a	ons serving in a similar capacity):	
	me of General Partner, Manager, Truste	e, or Director		
MI	LL POINT CAPITAL PARTNERS II GP, L.P.			
(b)	If filing an <i>umbrella registration</i> , identify the	ne <i>filing adviser</i> and/or <i>relyir</i>	ng adviser(s) that sponsor(s) or manage(s) this private fu	und.

No Information Filed

your related person?

	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
	No Information Filed	
		Yes No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0 0
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	
	No Information Filed	
		Vac N
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes No
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0 6
	Name of private fund:	
	Private fund identification number: (include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each o
	No Information Filed	
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issued
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes No
0.	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	0 @
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0 0
		Yes No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0 0
10.	What type of fund is the private fund?	
	C hedge fund C liquidity fund for private equity fund C real estate fund C securitized asset fund C venture capital fund C Other private	e fund:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.	
11.	Current gross asset value of the <i>private fund</i> : \$ 36,163,406	
<u>Ow</u>	<u>vnership</u>	
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 10,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the	
	organizational documents of the fund).	

4. The private fund (check all that apply; you must check at least one):

13. Approximate number of the *private fund's* beneficial owners:

25

Company Act of 1940, are sales of the 16. What is the approximate percentage of the 61% Your Advisory Services 17. (a) Are you a subadviser to this private fur (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) Do any investment advisers (other than	lusion from the definition of investment fund limited to qualified clients? The private fund beneficially owner on the investment advisers lister on the investment advisers lister uestion blank. No Info	vestment company under section 3(c)(1) of the Investment?	Yes	No ⊙ No ⊙
Company Act of 1940, are sales of the 16. What is the approximate percentage of the 61% Your Advisory Services 17. (a) Are you a subadviser to this private fur (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) is "no," leave this question question 18.(a) is "yes to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 18. (b) If the answer to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 19. Are your clients solicited to invest in the proposes of this question, do not a not solve the proposes of this question, do not solve the proposes of this question.	fund limited to qualified clients? e private fund beneficially owner stion blank. No Info n the investment advisers lister stion blank. No Info No Info No Info No Info	ed by non- <i>United States persons</i> : file number, if any, of the adviser of the <i>private fund</i> . If the answormation Filed ed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? file number, if any, of the other advisers to the <i>private fund</i> ?	Yes Over to	No ⊙ No ⊙
Company Act of 1940, are sales of the 16. What is the approximate percentage of the 61% Your Advisory Services 17. (a) Are you a subadviser to this private fur (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) is "no," leave this question question 18.(a) is "yes to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 18. (b) If the answer to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 19. Are your clients solicited to invest in the proposes of this question, do not a not solve the proposes of this question, do not solve the proposes of this question.	fund limited to qualified clients? e private fund beneficially owner stion blank. No Info n the investment advisers lister stion blank. No Info No Info No Info No Info	ed by non- <i>United States persons</i> : file number, if any, of the adviser of the <i>private fund</i> . If the answormation Filed ed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? file number, if any, of the other advisers to the <i>private fund</i> ?	Yes Over to Yes	No ⊙ No
Your Advisory Services 17. (a) Are you a subadviser to this <i>private fur</i> (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) is "no," leave this question 18. (a) If the answer to question 18. (a) is "yes to question 18. (a) is "no," leave this question 18. (a) is "no," leave this question 18. (a) is "no," leave this question 19. Are your <i>clients</i> solicited to invest in the <i>private fur</i> 19. Are your <i>clients</i> solicited to invest in the <i>private fur</i> 19. Are your <i>clients</i> solicited to invest in the <i>private fur</i>	nd? s," provide the name and SEC stion blank. No Info n the investment advisers lister s," provide the name and SEC suestion blank. No Info	file number, if any, of the adviser of the <i>private fund</i> . If the answormation Filed and in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? file number, if any, of the other advisers to the <i>private fund</i> . If the section of the private fund.	Over to Yes	No ©
 17. (a) Are you a subadviser to this <i>private fur</i> (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) is "no," leave this question 18. (a) Do any investment advisers (other than (b) If the answer to question 18.(a) is "yes to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 19. Are your <i>clients</i> solicited to invest in the <i>private fur</i> 19. Are your <i>clients</i> solicited to invest in the <i>private fur</i> 	s," provide the name and SEC stion blank. No Info n the investment advisers lister s," provide the name and SEC suestion blank. No Info	ormation Filed and in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> file number, if any, of the other advisers to the <i>private fund</i> . If the	Over to Yes	⊙ No ⊙
 (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) is "no," leave this question 18. (a) Do any investment advisers (other than (b) If the answer to question 18.(a) is "yes to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 18. (b) If the answer to question 18.(a) is "yes to question 18.(b) is "no," leave this question 18.(c) is "no," leave this question 19. 19. Are your <i>clients</i> solicited to invest in the <i>proposes of this question, do not the proposes of this question.</i> 	s," provide the name and SEC stion blank. No Info n the investment advisers lister s," provide the name and SEC suestion blank. No Info	ormation Filed and in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> file number, if any, of the other advisers to the <i>private fund</i> . If the	Over to Yes	⊙ No ⊙
 (b) If the answer to question 17.(a) is "yes question 17.(a) is "no," leave this question 17.(a) is "no," leave this question 18. (a) Do any investment advisers (other than (b) If the answer to question 18.(a) is "yes to question 18.(a) is "no," leave this question 18.(a) is "no," leave this question 18. (b) If the answer to question 18.(a) is "yes to question 18.(b) is "no," leave this question 18.(c) is "no," leave this question 19. 19. Are your <i>clients</i> solicited to invest in the <i>proposes of this question, do not the proposes of this question.</i> 	s," provide the name and SEC stion blank. No Info n the investment advisers lister s," provide the name and SEC suestion blank. No Info	ormation Filed and in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> file number, if any, of the other advisers to the <i>private fund</i> . If the	Yes	No ©
 (b) If the answer to question 18.(a) is "yes to question 18.(a) is "no," leave this question 19. Are your <i>clients</i> solicited to invest in the <i>pri NOTE: For purposes of this question, do not all the principles of this question, do not all the principles of this question.</i> 	n the investment advisers listers," provide the name and SEC uestion blank. No Info	ed in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> file number, if any, of the other advisers to the <i>private fund</i> . If the	0	•
 (b) If the answer to question 18.(a) is "yes to question 18.(a) is "no," leave this question 19. Are your <i>clients</i> solicited to invest in the <i>pri NOTE: For purposes of this question, do not all the principles of this question, do not all the principles of this question.</i> 	s," provide the name and SEC uestion blank. No Info	file number, if any, of the other advisers to the <i>private fund</i> . If the	0	•
 (b) If the answer to question 18.(a) is "yes to question 18.(a) is "no," leave this question 19. Are your <i>clients</i> solicited to invest in the <i>pri NOTE: For purposes of this question, do not all the principles of this question, do not all the principles of this question.</i> 	s," provide the name and SEC uestion blank. No Info	file number, if any, of the other advisers to the <i>private fund</i> . If the	_	
to question 18.(a) is "no," leave this question 18. The specific solicited to invest in the property of this question, do not a specific solicited to invest in the property of this question, do not a specific solicited to invest in the property of this question, do not a specific solicited to invest in the property of the property o	uestion blank. No Info		ne answ	_
19. Are your <i>clients</i> solicited to invest in the <i>pri NOTE: For purposes of this question, do not a</i>	No Info	ormation Filed		er
NOTE: For purposes of this question, do not	ivate fund?			
NOTE: For purposes of this question, do not	ivate fund?		Yes	No
	ivate rana:		0	•
20. Approximately what percentage of your <i>clie</i>	consider feeder funds of the priv	vate fund.		
0%	ents has invested in the private	e fund?		
Private Offering			v	
21. Has the <i>private fund</i> ever relied on an exem	nption from registration of its s	securities under Regulation D of the Securities Act of 1933?	Yes ©	0
22. If yes, provide the <i>private fund's</i> Form D file	e number (if any):			
Form D file number				
021-383914				
B. SERVICE PROVIDERS				
<u>Auditors</u>			Vaa	NI-
23. (a) (1) Are the <i>private fund's</i> financial state	ements subject to an annual au	udit?	Yes	0
•	•	rements prepared in accordance with U.S. GAAP?	•	0
If the answer to question 23.(a)(1) is you must complete questions (b) throu) through (h) below. If the <i>private fund</i> uses more than one audititing firm.		
Additional Auditor Information : 1 Ro	ecord(s) Filed.			
If the answer to question 23.(a)(1) is auditing firm, you must complete que		(b) through (h) below. If the <i>private fund</i> uses more than one ely for each auditing firm.		
(b) Name of the auditing firm: KPMG LLP				
(c) The location of the auditing firm	s office responsible for the <i>priv</i>	vate fund's audit (city, state and country):		
(c) The location of the auditing firm	State:	Country:		
City:	N	United States	Yes N	
	New York			

	(e) Is the auditing firm registered with the Pul	blic Company Accounting Oversigh		⊙	0
	If yes, Public Company Accounting Oversig	ht Board-Assigned Number:			
		subject to regular inspection by the	e Public Company Accounting Oversight Board in	•	0
				Y	es N
(g)	Are the private fund's audited financial statement investors?	ts for the most recently completed	tiscal year distributed to the private fund's	(⊙ (
(h)	n) Do all of the reports prepared by the auditing firm	m for the <i>private fund</i> since your la	nst annual updating amendment contain unqualifie	d opini	ons?
	If you check "Report Not Yet Received," you must _l	promptly file an amendment to your	Form ADV to update your response when the repo	rt is ava	ailable
me l	Broker				
(a)	 Does the private fund use one or more prime bro 	okers?			es N
(u)	If the answer to question 24.(a) is "yes," respon		low for each prime broker the <i>private fund</i> uses. I		C @ rivate
	fund uses more than one prime broker, you mus	t complete questions (b) through ((e) separately for each prime broker.	·	
		No Information Filed			
stod (a)	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," respon	nd to questions (b) through (g) bel	low for each custodian the <i>private fund</i> uses. If the	(es No
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," respon fund uses more than one custodian, you must contain the contain that is the contain t	nd to questions (b) through (g) belonged the purplete questions (b) through (g)	low for each custodian the <i>private fund</i> uses. If the	(• c
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," respon	nd to questions (b) through (g) belonged the purplete questions (b) through (g)	low for each custodian the <i>private fund</i> uses. If the	(• c
	Does the <i>private fund</i> use any custodians (include If the answer to question 25.(a) is "yes," responsioned uses more than one custodian, you must contain the Additional Custodian Information: 1 Record(s	and to questions (b) through (g) belonged to questions (b) through (g) s) Filed. ond to questions (b) through g) be	low for each custodian the <i>private fund</i> uses. If the separately for each custodian.	ne <i>priva</i>	⊙ (
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," responsion fund uses more than one custodian, you must contain the contain that it is a substitution of the contain that is a substitution of the custodian information in the contained of the custodian information in the custodian	and to questions (b) through (g) belonged to questions (b) through (g) s) Filed. ond to questions (b) through g) be	low for each custodian the <i>private fund</i> uses. If the separately for each custodian.	ne <i>priva</i>	⊙ (
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," response fund uses more than one custodian, you must contain the answer to question and its "yes," response fund uses more than one custodian, you must fund uses more than one custodian, you must (b) Legal name of custodian:	and to questions (b) through (g) belonged to questions (b) through (g) s) Filed. ond to questions (b) through g) be	low for each custodian the <i>private fund</i> uses. If the separately for each custodian.	ne <i>priva</i>	⊙ (
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," responsible fund uses more than one custodian, you must contain the answer to question and its "yes," responsible fund uses more than one custodian, you must (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian:	and to questions (b) through (g) belomplete questions (b) through (g) s) Filed. ond to questions (b) through g) be complete questions (b) through (g	low for each custodian the <i>private fund</i> uses. If the separately for each custodian. elow for each custodian the <i>private fund</i> uses. If the separately for each custodian the <i>private fund</i> uses. If the separately for each custodian.	ne <i>priva</i>	⊙ (
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," respon fund uses more than one custodian, you must consider the answer to question 25.(a) is "yes," responded uses more than one custodian, you must (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responded.	and to questions (b) through (g) belomplete questions (b) through (g) s) Filed. ond to questions (b) through g) be complete questions (b) through (g) complete questions (b) through (g) onsible for custody of the private fur State:	low for each custodian the <i>private fund</i> uses. If the separately for each custodian. elow for each custodian the <i>private fund</i> uses. If the separately for each custodian the <i>private fund</i> uses. If the separately for each custodian.	ne <i>priva</i>	⊙ (
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	If the answer to question 25.(a) is "yes," responsion fund uses more than one custodian, you must confund uses more than one custodian, you must confund uses more than Information: 1 Record(s) If the answer to question 25.(a) is "yes," responsion fund uses more than one custodian, you must (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsion. City: SAN FRANCISCO	ond to questions (b) through (g) belomplete questions (b) through (g) s) Filed. ond to questions (b) through g) be complete questions (b) through (g) onsible for custody of the private fur State: California	low for each custodian the <i>private fund</i> uses. If the separately for each custodian. elow for each custodian the <i>private fund</i> uses. If the separately for each custodian. g) separately for each custodian.	the priva	onte
	Does the <i>private fund</i> use any custodians (includ lf the answer to question 25.(a) is "yes," responsively fund uses more than one custodian, you must continued uses more than one custodian; and uses more than one custodian is "yes," responsively fund uses more than one custodian, you must (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsively custodian is say that the custodian is say that the custodian is office responsively. SAN FRANCISCO	ond to questions (b) through (g) belomplete questions (b) through (g) s) Filed. ond to questions (b) through g) be complete questions (b) through (g) onsible for custody of the private fur State: California	low for each custodian the <i>private fund</i> uses. If the separately for each custodian. elow for each custodian the <i>private fund</i> uses. If the separately for each custodian. g) separately for each custodian.	the priva	onte
	Does the <i>private fund</i> use any custodians (includ If the answer to question 25.(a) is "yes," responsively fund uses more than one custodian, you must consider that the answer to question 25.(a) is "yes," responsively fund uses more than one custodian, you must (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK (d) The location of the custodian's office responsively: SAN FRANCISCO (e) Is the custodian a <i>related person</i> of your firm of the custodian is a broker-dealer, provided the custodian is a broker-dealer.	ond to questions (b) through (g) belomplete questions (b) through (g) s) Filed. ond to questions (b) through g) be complete questions (b) through (g) onsible for custody of the private fur State: California cm? e its SEC registration number (if an	low for each custodian the <i>private fund</i> uses. If the separately for each custodian. elow for each custodian the <i>private fund</i> uses. If the separately for each custodian. g) separately for each custodian.	the priva	onte

Additional Administrator Informatio	n : 1 Record(s) Filed.		
If the answer to question 26.(a) is "yadministrator, you must complete qu		ough (f) below. If the <i>private fund</i> uses more th for each administrator.	an one
(b) Name of administrator:			
ULTIMUS LEVERPOINT			
(c) Location of administrator (city, s	tate and country):		
City: CLIFTON PARK	State: New York	Country: United States	
CLIFTON PARK	New fork	Officed States	Yes N
(d) Is the administrator a related per	rson of your firm?		0 0
(e) Does the administrator prepare	and send investor account statem	ents to the <i>private fund's</i> investors?	
Yes (provided to all investors)	$_{ m C}$ Some (provided to some but n	ot all investors) ${f C}$ No (provided to no investors	s)
•		investor account statements to the (rest of the of the) private fund's investors, respond "not a	• •
related person? de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined	person carried out the valuation produced for purposes of investor subscrip	value) was valued by a <i>person</i> , such as an admonate ocedure established for that asset, if any, include otions, redemptions or distributions, and fee cal	ding obtaining any
related person? de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined solves the private fund use the services ou must answer "yes" whether the p	person carried out the valuation produced for purposes of investor subscription by such person. of someone other than you or you person acts as a placement agent, or	ocedure established for that asset, if any, includations, redemptions or distributions, and fee cal are employees for marketing purposes?	ding obtaining any culations (including Ye or other solicitor, o
de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined so the private fund use the services ou must answer "yes" whether the paimilar person. If the answer to question ses. If the private fund uses more that	of someone other than you or you erson acts as a placement agent, on 28.(a) is "yes," respond to questing on one marketer you must complet	ocedure established for that asset, if any, includentions, redemptions or distributions, and fee call are the	ding obtaining any culations (including Ye or other solicitor, overter the private fun
de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined to see the private fund use the services ou must answer "yes" whether the paimilar person. If the answer to questionses. If the private fund uses more that	of someone other than you or you erson acts as a placement agent, on 28.(a) is "yes," respond to questing on one marketer you must complet	ocedure established for that asset, if any, includations, redemptions or distributions, and fee call ar <i>employees</i> for marketing purposes? consultant, finder, introducer, municipal advisorations (b) through (g) below for each such marketing.	ding obtaining any culations (including Ye or other solicitor, overter the private fun
de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined to see the private fund use the services ou must answer "yes" whether the paintiar person. If the answer to question ses. If the private fund uses more that Additional Marketer Information: 1 You must answer "yes" whether the or similar person. If the answer to question to similar person.	person carried out the valuation produced for purposes of investor subscription by such person. of someone other than you or you person acts as a placement agent, on 28.(a) is "yes," respond to quest none marketer you must completed. Record(s) Filed. person acts as a placement agent a	ocedure established for that asset, if any, includations, redemptions or distributions, and fee call ar <i>employees</i> for marketing purposes? consultant, finder, introducer, municipal advisorations (b) through (g) below for each such marketing.	year of the private fund marketer the private fund marketer.
de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined so the private fund use the services ou must answer "yes" whether the paimilar person. If the answer to question ses. If the private fund uses more that Additional Marketer Information: 1 You must answer "yes" whether the or similar person. If the answer to question the private fund uses more that the or similar person. If the answer to question the private fund uses more than the private fund	person carried out the valuation produced for purposes of investor subscription by such person. of someone other than you or you person acts as a placement agent, on 28.(a) is "yes," respond to quest none marketer you must completed. Record(s) Filed. person acts as a placement agent a	ocedure established for that asset, if any, includations, redemptions or distributions, and fee call of the consultant, finder, introducer, municipal advisorations (b) through (g) below for each such market questions (b) through (g) separately for each consultant, finder, introducer, municipal advisorations (b) through (g) separately for each consultant, finder, introducer, municipal advisorations (b) through (g) below for each such	year of the private fund marketer the private fund marketer.
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de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined does the private fund use the services ou must answer "yes" whether the paimilar person. If the answer to question ses. If the private fund uses more that Additional Marketer Information: 1 You must answer "yes" whether the or similar person. If the answer to question fund uses. If the private fund uses more than the private fund	of someone other than you or you erson acts as a placement agent, on 28. (a) is "yes," respond to quest none marketer you must complet estion 28. (a) is "yes," respond to ore than one marketer, you must ore than one marketer, you must ore than one marketer, you must of your firm?	ocedure established for that asset, if any, includations, redemptions or distributions, and fee call of the continuous of the consultant, finder, introducer, municipal advisorations (b) through (g) below for each such market equestions (b) through (g) separately for each consultant, finder, introducer, municipal advisorations (b) through (g) below for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) thr	Yee or other solicitor, marketer the private for each marketer. Yes N
de only those assets where (i) such pant quotes, and (ii) the valuation use ations) was the valuation determined to see the private fund use the services ou must answer "yes" whether the paintier person. If the answer to question ses. If the private fund uses more that Additional Marketer Information: 1 You must answer "yes" whether the or similar person. If the answer to question fund uses. If the private fund uses may fund uses. If the private fund uses may fund uses. If the marketer a related person (c) Name of the marketer: ACALYX ADVISORS, INC.	of someone other than you or you erson acts as a placement agent, on 28. (a) is "yes," respond to quest none marketer you must complet estion 28. (a) is "yes," respond to ore than one marketer, you must ore than one marketer, you must ore than one marketer, you must of your firm?	ocedure established for that asset, if any, includations, redemptions or distributions, and fee call of the continuous of the consultant, finder, introducer, municipal advisorations (b) through (g) below for each such market equestions (b) through (g) separately for each consultant, finder, introducer, municipal advisorations (b) through (g) below for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (b) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) separately for each such complete questions (g) through (g) thr	Yee or other solicitor, marketer the private for each marketer. Yes N
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26. (a) Does the *private fund* use an administrator other than your firm?

Yes No

(a) N N (b) P (i	E FUND On About the Private Fund Name of the private fund: MILL POINT CAPITAL PARTNERS, L.P. Private fund identification number: include the "805-" prefix also)	
(a) N N (b) P (i	Name of the private fund: MILL POINT CAPITAL PARTNERS, L.P. Private fund identification number: include the "805-" prefix also)	
(a) N M (b) P (i	Name of the <i>private fund</i> : MILL POINT CAPITAL PARTNERS, L.P. Private fund identification number: include the "805-" prefix also)	
(a) N M (b) P (i	Name of the <i>private fund</i> : MILL POINT CAPITAL PARTNERS, L.P. Private fund identification number: include the "805-" prefix also)	
(b) <i>P</i> (i	MILL POINT CAPITAL PARTNERS, L.P. Private fund identification number: include the "805-" prefix also)	
(b) <i>P</i> (i	Private fund identification number: include the "805-" prefix also)	
8		
	305-1023096760	
Undo		
	r the laws of what state or country is the <i>private fund</i> organized:	
	State: Country:	
D	Delaware United States	
(a) N	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
	ne of General Partner, Manager, Trustee, or Director	
MILL	. POINT CAPITAL PARTNERS GP, L.P.	
(b) If	f filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
	No Information Filed	
	orivate fund (check all that apply; you must check at least one): 1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 194	0
	2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 194	
List ti	he name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.	
	No Information Filed	
		Yes I
(a) I:	s this a "master fund" in a master-feeder arrangement?	0
(b) If	f yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	
	No Information Filed	
		Yes I
(c) Is	s this a "feeder fund" in a master-feeder arrangement?	0
	f yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :	
	Private fund identification number: include the "805-" prefix also)	
	E: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Sect	ion 7.B.(1
for th	ne master-feeder arrangement or reporting on the funds separately.	
-	u are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1) eeder funds answer the following questions:	, for each
	No Information Filed	
NOTE	E: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially	

Section Sect			Yes	No
Vest No.	8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	•
Puring your last fiscal year, did the private funds in securities issued by investment companies registered under the investment companies registered under the investment of 1940 (after than improxy market funds in the extent provided in instruction biol.)? What type of fund is the private funds To the extent provided in instruction biol. Purpose funds			t	
Company and the fixed year of the protect facet freesh in countries to the extent provide in historication (s.e.)? Provide the fixed provide fund (s.e. provide fund (s.e. provide fund) (s.e. provide fun		(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
Completely Ast of 1940 (without then "money models funds," to the cathout provided in the struction 6.0.)? O hedge true © liquidity true © private equity true © real estate true © securitized asset true © venture capital true © other provide number. NOTE: For definitions of these fund types please see instruction 6 of the instructions to fort 1A. 17. Coment gross asset value of the private funds. 3 40 100-2779 **Commarktiv** 18. Minimum investment commitment required of an investor in the private funds. 3 10,000-000 **NOTE: Report the amount routileely required of investors who are not your related persons (even if different from the amount set forth in the originational documents of the fund). 19. Approximate number of the private funds beneficial owners: 26. 19. (a) What is the approximate personalage of the private fund beneficially owned (in the aggregate) by funds of funds: 439. 19. (a) What is the approximate personalage of the private fund beneficially owned (in the aggregate) by funds of funds: 449. (b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund inhed to qualified clients? 19. (a) What is the approximate personalage of the private fund sometically owned by non-United States persons. (b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients? 19. (a) An eyou a subaddivise to this private fund? (c) © (d) If the private fund qualifies for the exclusion below. 19. (a) An eyou a subaddivise to this private fund? (e) If the enswer to quastion 17. (a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer to question 18. (a) is "in-i" leaves this question blank. 19. (a) An information Filed 19. An eyour clients solicited to invest in the private fund? (e) If the an			Yes	No
Note: For definitions of these fund (specificate equity fund (C real essate fund (C) securitized asset fund (C) wenture capital fund (C) Other private fund. 11. Durion gross asset value of the private fund: 5 491,999,779 Comerabite 12. Minimum investment commitment required of an investor in the private fund: 5 10,000,000 13. More than amount noutlinely required of investors who are not your related persons (even it different from the amount set forth in the organizational documents of the fund). 13. Approximate number of the private fund's beneficial owners: 26 17. (a) What is the approximate personalize of the private fund beneficially owned by you unit your related persons (even it different from the amount set forth in the organizational documents of the fund). 18. (a) What is the approximate personalize of the private fund beneficially owned by you unit your related persons. 45 (a) If the private fund qualifies for the exclusion from the identified or investment company under section 3(c)(1) of the investment of Company Act of 1940, are sales of the fund limited in guidale chinology. 18. What is the approximate personalize or the private fund beneficially owned by non-united states persons: 25 26 27 28 29 29 20 20 20 20 20 20 20 20	9.		0	•
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2. Minimum investment commitment required or an investor in the private fund: \$10,000,000		O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ite fui	nd:
Section Sect		NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
12. Minimum investment commitment required of an investor in the <i>private fund</i> : \$10,000,000 NOTE. Report the amount raudinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund). 13. Approximate number of the <i>private fund's</i> beneficial owners: 25. 14. What is the approximate percentage of the <i>private fund</i> beneficially comed by you and your <i>related persons</i> : 4% 15. (a) What is the approximate percentage of the <i>private fund</i> beneficially comed (in the aggregate) by funds of funds: 6476 (b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund illinited to <i>qualified clients?</i> 16. What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> ; 0% Your Advisory Services Yes No (b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the advisor of the <i>private fund</i> . If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisors to the <i>private fund</i> . If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisors to the <i>private fund</i> . If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisors to the <i>private fund</i> . If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisors to the <i>private fund</i> . Yes No (b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisors to the <i>private fund</i> . Yes No (c) If the answer to question 18.(a) is "yes," provide the name and SEC file number. If any, of the other advisors to the <i>private fund</i> . Yes No (a) Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	11.			
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14. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 4% 15. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 64% (b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the investment of the investment company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ? 16. What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> 0% 17. (a) Are you a subadviser to this <i>private fund</i> ? 18. (b) If the answer to question 17. (a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer to question 17. (a) is "no." leave this question blank. 18. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B. (1) A.3. (b)) advise the <i>private fund</i> . If the answer to question 18. (a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the answer to question 18. (a) is "no." leave this question blank. 19. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ? 19. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ? 19. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ? 19. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ? 20. Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the	9	
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20. Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?	19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•
		NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
	20.			

22.	If yes, provide the <i>private fund's</i> Form D file number (if any):	
	Form D file number	
	021-298473	
B. SE	ERVICE PROVIDERS	
Aud	litors_	
Aud	III.O. S	Yes No
23.	(a) (1) Are the private fund's financial statements subject to an annual audit?	⊙ ○
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	⊙ ○
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than or you must complete questions (b) through (f) separately for each auditing firm.	ne auditing firm,
	Additional Auditor Information : 1 Record(s) Filed.	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than auditing firm, you must complete questions (b) through (f) separately for each auditing firm.	one
	(b) Name of the auditing firm: KPMG LLP	
	NI MO LLI	
	(c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):	
	City: State: Country:	
	NEW YORK New York United States	Yes No
	(d) Is the auditing firm an independent public accountant?	⊙ ○
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	⊙ ○
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185	
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Boa accordance with its rules?	rd in 💿 O
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>	Yes No
	investors?	⊙ ೧
	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqui	ualified opinions?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the	e report is available.
Prir	me Broker	., .,
24.	(a) Does the <i>private fund</i> use one or more prime brokers?	Yes No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	
	No Information Filed	
	No Information Filed	
Cus	todian	
_ 33		Yes No
25.	(a) Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	• c
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses	. If the <i>private</i>

fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

Additional Custodian Information: 1 Record(s) Filed.

21. Has the *private fund* ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?

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(b) Legal name of custodian: FIRST REPUBLIC BANK			
TIRST REPUBLIC DAIN			
(c) Primary business name of cus	todian:		
(d) The location of the custodian'	s office responsible for <i>custody</i> of the <i>p</i>	rivate fund's assets (city, state and country):
City: SAN FRANCISCO	State: California	Country: United States	
SANTRANCISCO	California	United States	
(e) Is the custodian a related pers	son of your firm?		
(f) If the custodian is a broker-de	ealer, provide its SEC registration numb	er (if any):	
- CRD Number (if any):			
(g) If the custodian is not a broke	er-dealer, or is a broker-dealer but doe	s not have an SEC registration number, pro	ovide its <i>leaal ent</i>
identifier (if any)		σ	
YWC0TIKBQM2JV8L4IV08			
•	yes," respond to questions (b) through	(f) below. If the <i>private fund</i> uses more th	an one administr
Does the <i>private fund</i> use an admini If the answer to question 26.(a) is ' must complete questions (b) throug	yes," respond to questions (b) through h (f) separately for each administrator.	•	an one administr
Does the <i>private fund</i> use an admini	yes," respond to questions (b) through h (f) separately for each administrator.	•	an one administr
Does the <i>private fund</i> use an admining the answer to question 26.(a) is the must complete questions (b) through the Additional Administrator Informates I	yes," respond to questions (b) through h (f) separately for each administrator. tion: 1 Record(s) Filed.	gh (f) below. If the <i>private fund</i> uses more	
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Does the <i>private fund</i> use an admining the answer to question 26.(a) is important that complete questions (b) through the answer to question and the answer to question 26.(a) is administrator, you must complete (b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city City:	yes," respond to questions (b) through h (f) separately for each administrator. tion: 1 Record(s) Filed. s "yes," respond to questions (b) through questions (b) through (f) separately for the separatel	gh (f) below. If the <i>private fund</i> uses more reach administrator. Country:	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informa If the answer to question 26.(a) is administrator, you must complete (b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city	ryes," respond to questions (b) through (f) separately for each administrator. tion: 1 Record(s) Filed. s "yes," respond to questions (b) through (f) separately for questions (b) through (f) separately for the state and country):	gh (f) below. If the <i>private fund</i> uses more reach administrator.	than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is important that complete questions (b) through the answer to question and the answer to question 26.(a) is administrator, you must complete (b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city City:	ryes," respond to questions (b) through (f) separately for each administrator. tion: 1 Record(s) Filed. s "yes," respond to questions (b) throu questions (b) through (f) separately for state and country): State: New York	gh (f) below. If the <i>private fund</i> uses more reach administrator. Country:	
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informational If the answer to question 26.(a) is administrator, you must complete (b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city City: CLIFTON PARK (d) Is the administrator a <i>related</i>	ryes," respond to questions (b) through (f) separately for each administrator. tion: 1 Record(s) Filed. s "yes," respond to questions (b) throu questions (b) through (f) separately for state and country): State: New York	gh (f) below. If the <i>private fund</i> uses more reach administrator. Country: United States	than one
Does the <i>private fund</i> use an admining the answer to question 26.(a) is must complete questions (b) through the Additional Administrator Informa If the answer to question 26.(a) is administrator, you must complete (b) Name of administrator: ULTIMUS LEVERPOINT (c) Location of administrator (city City: CLIFTON PARK (d) Is the administrator a <i>related</i> (e) Does the administrator preparations of the properties of the private of the pr	ryes," respond to questions (b) through (f) separately for each administrator. tion: 1 Record(s) Filed. s "yes," respond to questions (b) through (f) separately for questions (b) through (f) separately for state: New York person of your firm? re and send investor account statements.	gh (f) below. If the <i>private fund</i> uses more reach administrator. Country: United States	than one

27. During your last fiscal year, what percentage of the *private fund's* assets (by value) was valued by a *person*, such as an administrator, that is not your related person?

0%

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such person.

	Yes I	No
28. (a) Does the private fund use the services of someone other than you or your employees for marketing purposes?	0	•
You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
No Information Filed		
Funds per Page: 15 Total Funds: 6		
SECTION 7 P. (2) Private Fund Penarting		
SECTION 7.B.(2) Private Fund Reporting		
No Information Filed		
Item 8 Participation or Interest in <i>Client</i> Transactions		
In this Item, we request information about your participation and interest in your <i>clients</i> ' transactions. This information identifies additional areas in	n whiel	h
conflicts of interest may occur between you and your <i>clients</i> . Newly-formed advisers should base responses to these questions on the types of parand interest that you expect to engage in during the next year.		
Like Item 7, Item 8 requires you to provide information about you and your related persons, including foreign affiliates.		
Proprietary Interest in Client Transactions		
A. Do you or any related person:	Yes	s No
(1) buy securities for yourself from advisory clients, or sell securities you own to advisory clients (principal transactions)?	•	0
(2) buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory clients?	•	0
(3) recommend securities (or other investment products) to advisory <i>clients</i> in which you or any <i>related person</i> has some other proprietary (ownership) interest (other than those mentioned in Items 8.A.(1) or (2))?	•	0

	(2)	buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory clients?	\odot	0
	(3)	recommend securities (or other investment products) to advisory <i>clients</i> in which you or any <i>related person</i> has some other proprietary (ownership) interest (other than those mentioned in Items 8.A.(1) or (2))?	•	0
Sal	les I r	nterest in Client Transactions		
B.	Do	you or any <i>related person</i> :	Yes	No
	(1)	as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory client securities are sold to or bought from the brokerage customer (agency cross transactions)?	0	•
	(2)	recommend to advisory <i>clients</i> , or act as a purchaser representative for advisory <i>clients</i> with respect to, the purchase of securities for which you or any <i>related person</i> serves as underwriter or general or managing partner?	0	•
	(3)	recommend purchase or sale of securities to advisory <i>clients</i> for which you or any <i>related person</i> has any other sales interest (other than the receipt of sales commissions as a broker or registered representative of a broker-dealer)?	•	0
In۱	/estn	nent or Brokerage Discretion		
C.	Do	you or any related person have discretionary authority to determine the:	Yes	No
	(1)	securities to be bought or sold for a client's account?	•	0
	(2)	amount of securities to be bought or sold for a client's account?	•	0
	(3)	broker or dealer to be used for a purchase or sale of securities for a client's account?	•	0
	(4)	commission rates to be paid to a broker or dealer for a <i>client's</i> securities transactions?	•	0
D.	lf y	ou answer "yes" to C.(3) above, are any of the brokers or dealers related persons?	0	•
E.	Do	you or any related person recommend brokers or dealers to clients?	0	•
F.	lf y	ou answer "yes" to E. above, are any of the brokers or dealers related persons?	0	0
G.	(1)	Do you or any <i>related person</i> receive research or other products or services other than execution from a broker-dealer or a third party ("soft dollar benefits") in connection with <i>client</i> securities transactions?	0	0
	(2)	If "yes" to G.(1) above, are all the "soft dollar benefits" you or any <i>related persons</i> receive eligible "research or brokerage services" under section 28(e) of the Securities Exchange Act of 1934?	0	0
Н.	(1)	Do you or any related person, directly or indirectly, compensate any person that is not an employee for client referrals?	0	•
	(2)	Do you or any <i>related person</i> , directly or indirectly, provide any <i>employee</i> compensation that is specifically related to obtaining <i>clients</i> for the firm (cash or non-cash compensation in addition to the <i>employee's</i> regular salary)?	0	•
1.		you or any related person, including any employee, directly or indirectly, receive compensation from any person (other than you or any related son) for client referrals?	0	•

In your response to Item 8.1., do not include the regular salary you pay to an employee. In responding to Items 8.H. and 8.I., consider all cash and non-cash compensation that you or a related person gave to (in answering Item 8.H.) or received from (in answering Item 8.1.) any person in exchange for client referrals, including any bonus that is based, at least in part, on the number or amount of client referrals. **Item 9 Custody** In this Item, we ask you whether you or a related person has custody of client (other than clients that are investment companies registered under the Investment Company Act of 1940) assets and about your custodial practices. (1) Do you have custody of any advisory clients': Yes No (a) cash or bank accounts? ◐ (b) securities? If you are registering or registered with the SEC, answer "No" to Item 9.A. (1)(a) and (b) if you have custody solely because (i) you deduct your advisory fees directly from your clients' accounts, or (ii) a related person has custody of client assets in connection with advisory services you provide to clients, but you have overcome the presumption that you are not operationally independent (pursuant to Advisers Act rule 206(4)-2(d)(5)) from the related person. (2) If you checked "yes" to Item 9.A.(1)(a) or (b), what is the approximate amount of client funds and securities and total number of clients for which you have custody: U.S. Dollar Amount Total Number of Clients (a) \$ 1,753,343,875 (b) 6 If you are registering or registered with the SEC and you have custody solely because you deduct your advisory fees directly from your clients' accounts, do not include the amount of those assets and the number of those clients in your response to Item 9.A.(2). If your related person has custody of client assets in connection with advisory services you provide to clients, do not include the amount of those assets and number of those clients in your response to 9.A.(2). Instead, include that information in your response to Item 9.B. (2). (1) In connection with advisory services you provide to clients, do any of your related persons have custody of any of your advisory clients': Yes No (a) cash or bank accounts? ⊕ \circ (b) securities? ⊚ You are required to answer this item regardless of how you answered Item 9.A.(1)(a) or (b). (2) If you checked "yes" to Item 9.B.(1)(a) or (b), what is the approximate amount of client funds and securities and total number of clients for which your related persons have custody: U.S. Dollar Amount Total Number of Clients (a) \$ 1,753,343,875 (b) 6 C. If you or your related persons have custody of client funds or securities in connection with advisory services you provide to clients, check all the following that apply: (1) A qualified custodian(s) sends account statements at least quarterly to the investors in the pooled investment vehicle(s) you manage. V (2) An independent public accountant audits annually the pooled investment vehicle(s) that you manage and the audited financial statements are distributed to the investors in the pools. (3) An independent public accountant conducts an annual surprise examination of client funds and securities. (4) An independent public accountant prepares an internal control report with respect to custodial services when you or your related persons are qualified custodians for *client* funds and securities. If you checked Item 9.C.(2), C.(3) or C.(4), list in Section 9.C. of Schedule D the accountants that are engaged to perform the audit or examination or prepare an internal control report. (If you checked Item 9.C.(2), you do not have to list auditor information in Section 9.C. of Schedule D if you already provided this information with respect to the private funds you advise in Section 7.B.(1) of Schedule D). D. Do you or your related person(s) act as qualified custodians for your clients in connection with advisory services you provide to clients? Yes No (1) you act as a qualified custodian 0 (2) your related person(s) act as qualified custodian(s) **②** 0 If you checked "yes" to Item 9.D.(2), all related persons that act as qualified custodians (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)) must be identified in Section 7.A. of Schedule D, regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act. E. If you are filing your annual updating amendment and you were subject to a surprise examination by an independent public accountant during your last

fiscal year, provide the date (MM/YYYY) the examination commenced:

F.	If you or your related persons have custody of client funds or securities, how many persons, including, but not limited to, you and your related persons as qualified custodians for your clients in connection with advisory services you provide to clients? 1	rsons,	act
SEC	CTION 9.C. Independent Public Accountant		
	No Information Filed		
Iter	n 10 Control Persons		
	this Item, we ask you to identify every <i>person</i> that, directly or indirectly, controls you. If you are filing an umbrella registration, the information in I build be provided for the filing adviser only.	tem 10	0
and	you are submitting an initial application or report, you must complete Schedule A and Schedule B. Schedule A asks for information about your direct owners. If this is an amendment and you are updating information you reither Schedule A or Schedule B (or both) that you filed with your initial application or report, you must complete Schedule C.	eporte	
A.	Does any person not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, control your management or policies?	0	•
	If yes, complete Section 10.A. of Schedule D.		
B.	If any <i>person</i> named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of the Section 1934, please complete Section 10.B. of Schedule D.	ecurition	es
SEC	CTION 10.A. Control Persons		
	No Information Filed		
SEC	CTION 10.B. <i>Control Person</i> Public Reporting Companies		
SEC			
	No Information Filed		
14	and A Disalassum Lufamusation		
	m 11 Disclosure Information		
det inve one	this Item, we ask for information about your disciplinary history and the disciplinary history of all your advisory affiliates. We use this information to ermine whether to grant your application for registration, to decide whether to revoke your registration or to place limitations on your activities estment adviser, and to identify potential problem areas to focus on during our on-site examinations. One event may result in "yes" answers to be of the questions below. In accordance with General Instruction 5 to Form ADV, "you" and "your" include the filing adviser and all relying advisers brella registration.	as an more	than
of y	ur advisory affiliates are: (1) all of your current employees (other than employees performing only clerical, administrative, support or similar function your officers, partners, or directors (or any person performing similar functions); and (3) all persons directly or indirectly controlling you or controlle you are a "separately identifiable department or division" (SID) of a bank, see the Glossary of Terms to determine who your advisory affiliates are	d by y	
follo disc calc	you are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item 11 to owing the date of the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit you closure to ten years following the date of an event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For pure culating this ten-year period, the date of an event is the date the final order, judgment, or decree was entered, or the date any rights of appeal from prefers, judgments, or decrees lapsed.	our rposes	of
Υοι	must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.		
		Yes	No
Do	any of the events below involve you or any of your supervised persons?	0	⊙
For	"yes" answers to the following questions, complete a Criminal Action DRP:		
A.	In the past ten years, have you or any advisory affiliate:	Yes	No
	(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any <i>felony</i> ?	0	•
	(2) been <i>charged</i> with any <i>felony</i> ?	0	•
	If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.A.(2, charges that are currently pending.) to	
B.	In the past ten years, have you or any advisory affiliate:		

	(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a misdemeanor in investments or an investment-related business, or any fraud, false statements, or omissions, wrongful taking of property, brik forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?		0	•
	(2) been <i>charged</i> with a <i>misdemeanor</i> listed in Item 11.B.(1)?	(0	•
	If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to charges that are currently pending.	Item 11.B.(2) to		
For	For "yes" answers to the following questions, complete a Regulatory Action DRP:			
C.	C. Has the SEC or the Commodity Futures Trading Commission (CFTC) ever:	Υ	es/	No
	(1) found you or any advisory affiliate to have made a false statement or omission?	(0	\odot
	(2) found you or any advisory affiliate to have been involved in a violation of SEC or CFTC regulations or statutes?	(0	\odot
	(3) found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do busin suspended, revoked, or restricted?	ness denied,	0	•
	(4) entered an order against you or any advisory affiliate in connection with investment-related activity?	(0	\odot
	(5) imposed a civil money penalty on you or any advisory affiliate, or ordered you or any advisory affiliate to cease and desist from a	any activity?	0	•
D.	D. Has any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority:			
	(1) ever found you or any advisory affiliate to have made a false statement or omission, or been dishonest, unfair, or unethical?	(0	•
	(2) ever found you or any advisory affiliate to have been involved in a violation of investment-related regulations or statutes?	(0	•
	(3) ever found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do denied, suspended, revoked, or restricted?	business	0	•
	(4) in the past ten years, entered an order against you or any advisory affiliate in connection with an investment-related activity?	(0	•
	(5) ever denied, suspended, or revoked your or any advisory affiliate's registration or license, or otherwise prevented you or any affiliate, by order, from associating with an investment-related business or restricted your or any advisory affiliate's activity?	advisory (0	•
E.	E. Has any <i>self-regulatory organization</i> or commodities exchange ever:			
	(1) found you or any advisory affiliate to have made a false statement or omission?	(0	\odot
	(2) found you or any advisory affiliate to have been involved in a violation of its rules (other than a violation designated as a "minoviolation" under a plan approved by the SEC)?	or rule (0	•
	(3) found you or any advisory affiliate to have been the cause of an investment-related business having its authorization to do bu suspended, revoked, or restricted?	siness denied,	0	•
	(4) disciplined you or any advisory affiliate by expelling or suspending you or the advisory affiliate from membership, barring or sus or the advisory affiliate from association with other members, or otherwise restricting your or the advisory affiliate's activities?	spending you	0	•
F.	F. Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any advisory affiliate ever been re suspended?	voked or (0	•
G.	G. Are you or any <i>advisory affiliate</i> now the subject of any regulatory <i>proceeding</i> that could result in a "yes" answer to any part of Ite 11.D., or 11.E.?	m 11.C.,	0	•
For	For "yes" answers to the following questions, complete a Civil Judicial Action DRP:			
Н.	H. (1) Has any domestic or foreign court:	Y	es/	No
	(a) in the past ten years, enjoined you or any advisory affiliate in connection with any investment-related activity?	(0	\odot
	(b) ever found that you or any advisory affiliate were involved in a violation of investment-related statutes or regulations?	(0	\odot
	(c) ever dismissed, pursuant to a settlement agreement, an investment-related civil action brought against you or any advisor a state or foreign financial regulatory authority?	ory affiliate by	0	•
	(2) Are you or any advisory affiliate now the subject of any civil proceeding that could result in a "yes" answer to any part of Item 7	11.H.(1)?	0	•

Item 12 Small Businesses

The SEC is required by the Regulatory Flexibility Act to consider the effect of its regulations on small entities. In order to do this, we need to determine whether you meet the definition of "small business" or "small organization" under rule 0-7.

Answer this Item 12 only if you are registered or registering with the SEC and you indicated in response to Item 5.F.(2)(c) that you have regulatory assets under management of less than \$25 million. You are not required to answer this Item 12 if you are filing for initial registration as a state adviser, amending a current state registration, or switching from SEC to state registration.

For purposes of this Item 12 only:

• Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of clients. In determining your or another person's total assets, you may use the total assets shown on a current balance sheet (but use total assets reported on a consolidated balance sheet with subsidiaries included, if that amount is larger).

C	• Control means the power to direct or cause the direction of the management or policies of a person, whether through ownership of securities, by contract, or otherwise. Any person 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, of another person is presumed to control the other person.								
		Yes	No						
Di	d you have total assets of \$5 million or more on the last day of your most recent fiscal year?	0	0						
"yes,	," you do not need to answer Items 12.B. and 12.C.								
Do	o you:								
(1)) control another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?	0	0						
(2)) control another person (other than a natural person) that had total assets of \$5 million or more on the last day of its most recent fiscal year?	0	0						
Ar	e you:								
(1)) controlled by or under common control with another investment adviser that had regulatory assets under management (calculated in	0	0						

Schedule A

C.

Direct Owners and Executive Officers

1. Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and executive officers. Use Schedule C to amend this information.

(2) controlled by or under common control with another person (other than a natural person) that had total assets of \$5 million or more on the

- 0

response to Item 5.F.(2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?

2. Direct Owners and Executive Officers. List below the names of:

last day of its most recent fiscal year?

- (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer (Chief Compliance Officer is required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or functions;
- (b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you are a public reporting company (a company subject to Section 12 or 15(d) of the Exchange Act);

 Direct owners include any *person* that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or more of a class of your voting securities. For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
- (c) if you are organized as a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of your capital;
- (d) in the case of a trust that directly owns 5% or more of a class of your voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of your capital, the trust and each trustee; and
- (e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of your capital, and (ii) if managed by elected managers, all elected managers.
- 3. Do you have any indirect owners to be reported on Schedule B? ${}^{\circ}$ Yes ${}^{\circ}$ No
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner or executive officer is an individual.
- 5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: NA less than 5% B 10% but less than 25% D 50% but less than 75% A 5% but less than 10% C 25% but less than 50% E 75% or more
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
 - (c) Complete each column.

(b) Complete dust column.							
FULL LEGAL NAME (Individuals: DE/FE/I Title or Status Date Title or Status Ownership Control PR CRD No. If None: S.S. No. a						CRD No. If None: S.S. No. and	
Last Name, First Name, Middle			Acquired	Code	Person		Date of Birth, IRS Tax No. or
Name)			MM/YYYY				Employer I D No.
DURAN, MICHAEL, C	I	MANAGING PARTNER	10/2017	E	Υ	N	2690700
CHIZAK, TIMOTHY, LAWRENCE	I	CHIEF FINANCIAL OFFICER / CHIEF COMPLIANCE	10/2017	NA	Υ	N	5770308
SMITH, DUSTIN, GERARD	1	PRINCIPAL	10/2017	NA	V	N	6865766

Schedule B

Indirect Owners

- 1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; you must first complete Schedule A, which asks for information about your direct owners. Use Schedule C to amend this information.
- 2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
 - (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 25% or more of a class of a voting security of that corporation;

For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.

- (b) in the case of an owner that is a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the partnership's capital;
- (c) in the case of an owner that is a trust, the trust and each trustee; and
- (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the LLC's capital, and (ii) if managed by elected managers, all elected managers.
- 3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 or 15(d) of the Exchange Act) is reached, no further ownership information need be given.
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner is an individual.
- 5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: C 25% but less than 50% E 75% or more
 - D 50% but less than 75% F Other (general partner, trustee, or elected manager)
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
 - (c) Complete each column.

No Information Filed

Schedule D - Miscellaneous

You may use the space below to explain a response to an Item or to provide any other information.

Schedule R

No Information Filed

DRP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

Part 2

Exemption from brochure delivery requirements for SEC-registered advisers

SEC rules exempt SEC-registered advisers from delivering a firm brochure to some kinds of clients. If these exemptions excuse you from delivering a brochure to *all* of your advisory clients, you do not have to prepare a brochure.

Yes No

Are you exempt from delivering a brochure to all of your clients under these rules?

 \circ

If no, complete the ADV Part 2 filing below.

Amend, retire or file new brochures:

Brochure ID Brochure Name Brochure Type(s)

283669 MILL POINT CAPITAL LLC Private funds or pools

Part 3

CRS Type(s) Affiliate Info Retire

There are no CRS filings to display.

Execution Pages

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated officer, of the state in which you maintain your *principal office and place of business* and any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such *persons* may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, *proceeding*, or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of the state in which you maintain your *principal office and place of business* or of any state in which you are submitting a *notice filing*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature: Date: MM/DD/YYYY /S/ TIMOTHY CHIZAK 03/29/2022

Printed Name: Title:

/S/ TIMOTHY CHIZAK CHIEF COMPLIANCE OFFICER; CHIEF FINANCIAL OFFICER

Adviser CRD Number:

290266

NON-RESIDENT INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint each of the Secretary of the SEC, and the Secretary of State or other legally designated officer, of any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, *proceeding* or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of any state in which you are submitting a *notice filing*.

2. Appointment and Consent: Effect on Partnerships

If you are organized as a partnership, this irrevocable power of attorney and consent to service of process will continue in effect if any partner withdraws from or is admitted to the partnership, provided that the admission or withdrawal does not create a new partnership. If the partnership dissolves, this irrevocable power of attorney and consent shall be in effect for any action brought against you or any of your former partners.

3. Non-Resident Investment Adviser Undertaking Regarding Books and Records

By signing this Form ADV, you also agree to provide, at your own expense, to the U.S. Securities and Exchange Commission at its principal office in

Washington D.C., at any Regional or District Office of the Commission, or at any one of its offices in the United States, as specified by the Commission, correct, current, and complete copies of any or all records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon you, your heirs, successors and assigns, and any *person* subject to your written irrevocable consents or powers of attorney or any of your general partners and *managing agents*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the *non-resident* investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature: Date: MM/DD/YYYY

Printed Name: Title:

Adviser CRD Number:

290266



CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT Related to Contract/Amendment/Solicitation EDS # 186971

SECTION I -- GENERAL INFORMATION

A.	Legal name of the	Disclosing	Party:	submitting	the	EDS:

Norwest Mezzanine Partners IV- Equity, LP

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity currently holding an interest in the Applicant

The Disclosing Party holds an interest in

URT E&R Towing, Inc. and EDS is 186961

B. Business address of the Disclosing Party:

80 South 8th Street Suite 3600 Minneapolis, MN 55402 United States

C. Telephone:

708-390-2202

Fax:

D. Name of contact person:

Mr. Michael MAHAR

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Limited partnership

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

B. CERTIFICATION REGARDING CONTROLLING INTEREST

1.b.1 Are there any individuals who directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

1.b.3 Are there any legal entities that directly or indirectly control the day-to-day management of the Disclosing Party as a general partner, managing member, manager, or other capacity?

No

2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited lability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

There are no owners with greater than 7.5 percent ownership in the Disclosing Party.

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

A. Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS?

No

B. Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS?

No

D. Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code ("MCC")) in the Disclosing Party?

No

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person directly or indirectly owns 10% or more of the Disclosing Party

B. FURTHER CERTIFICATIONS

1. [This certification applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e. an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

I certify the above to be true

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

I certify the above to be true

- 3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:
 - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
 - b. have not, during the 5 years before the date of this EDS, been convicted of a
 criminal offense, adjudged guilty, or had a civil judgment rendered against them
 in connection with: obtaining, attempting to obtain, or performing a public (federal,
 state or local) transaction or contract under a public transaction; a violation of
 federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery;
 falsification or destruction of records; making false statements; or receiving stolen
 property;
 - c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
 - d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
 - e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapter 2-56 (Inspector General) and Chapter 2-156 (Governmental Ethics).

I certify the above to be true

5. Neither the Disclosing Party, nor any <u>Contractor</u>, nor any <u>Affiliated Entity</u> of either the Disclosing Party or any <u>Contractor</u>, nor any <u>Agents</u> have, during the 5 years before the date of this EDS, or, with respect to a <u>Contractor</u>, an <u>Affiliated Entity</u>, or an <u>Affiliated Entity</u> of a <u>Contractor</u> during the 5 years before the date of such <u>Contractor's</u> or <u>Affiliated Entity's</u> contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).

I certify the above to be true

- 6. Neither the Disclosing Party, nor any <u>Affiliated Entity</u> or <u>Contractor</u>, or any of their employees, officials, <u>agents</u> or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of
 - bid-rigging in violation of <u>720 ILCS 5/33E-3</u>;
 - bid-rotating in violation of 720 ILCS 5/33E-4; or
 - any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

7. Neither the Disclosing Party nor any <u>Affiliated Entity</u> is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.

I certify the above to be true

11. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago.

None

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official

City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law.

None

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

The Disclosing Party certifies, as defined in MCC Section 2-32-455(b), the Disclosing Party

is not a "financial institution"

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

If the Disclosing Party cannot make this verification, the Disclosing Party must disclose all required information in the space provided below or in an attachment in the "Additional Info" tab. Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

I can make the above verification

SECTION VII - FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from

the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/ or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. NOTE: With respect to Matters subject to MCC Chapter 1-23, Article I (imposing PERMANENT INELIGIBILITY for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

I acknowledge and consent to the above

APPENDIX A - FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof

currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

APPENDIX B - BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416??

No

ADDITIONAL INFO

Please add any additional explanatory information here. If explanation is longer than 1000 characters, you may add an attachment below. Please note that your EDS, including all attachments, becomes available for public viewing upon contract award. Your attachments will be viewable "as is" without manual redaction by the City. You

are responsible for redacting any non-public information from your documents before uploading.

List of attachments uploaded by vendor

None.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 09/15/2023 Mr. Michael MAHAR CFO Vehicle Management Solutions LLC Norwest Mezzanine Partners IV- Equity, LP

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.