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| --- | --- |
| **Date** | [Enter Date] |
| **Firm Member Who Completed Form** | [Please enter name or names] |

**Please return this questionnaire in word format (i.e. not in pdf).**

**Please do not alter the format of this template.**

**Please do not change or modify text in BLUE or PURPLE shaded boxes. Please provide answers in the WHITE boxes provided.**

**Please try to be as concise as possible with answers.**

**Please provide any legal disclaimers as a separate attachment (i.e. do not include as part of this document).**

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| **General Firm and Fund Information** | | | |
| **Fund Name** | [Please enter] | | |
| **General Partner Name** | [Please enter] | | |
| **Firm / Sponsor Name** | [Please enter] | | |
| **Office Locations** | **City** | **State / Province** | **Country** |
| **Main Office** | [Please enter] | [Please enter] | [Please enter] |
| **Additional Office Locations** | [Please enter] | [Please enter] | [Please enter] |
| [Please enter] | [Please enter] | [Please enter] |
| [Please enter] | [Please enter] | [Please enter] |
| [Please enter] | [Please enter] | [Please enter] |
| [Please enter] | [Please enter] | [Please enter] |
| [Please enter] | [Please enter] | [Please enter] |
| [Please enter] | [Please enter] | [Please enter] |
| **Year Firm was Founded** | [Please add] | | |
| **Firm History / Description** | [Please describe the firm’s origins, evolution and current structure. Please list any predecessor organizations or ownership or subsidiary relationships with other organizations] | | |
| **Asset Under Management** | [Please add the equity value of asset under management as of most recent quarter (indicate date)] | | |
| **Infrastructure Assets Under Management** | [Please add the equity value of infrastructure asset under management as of most recent quarter (indicate date)] | | |
| **Number of Existing Infrastructure Funds** | [Please enter the number of past infrastructure funds that have been raised by the firm] | | |

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| **Fund Overview** | | |
| **Fund Size ($M)** | **Target** | [Please enter] |
| **Hard Cap** | [Please enter] |
| **Amount Raised** | [Please enter amount raised to date] |
| **Fund Closings to Date** | **Date** | **Amount Raised ($M)** |
| [Please enter] | [Please enter] |
| [Please enter] | [Please enter] |
| [Please enter] | [Please enter] |
| [Please enter] | [Please enter] |
| [Please enter] | [Please enter] |
| [Please enter] | [Please enter] |
| **Expected Final Close Date** | [Please enter expected date] | |
| **Minimum Investment Size ($M)** | [Please enter minimum investment size for fund investors (e.g., $5,000,000, though the General Partner may accept a lower amount at its discretion)] | |
| **Investment Period** | [Ex. 5 years from initial close] | |
| **Projected Fund Draw-downs (% per Year)**  (Please use best estimate realizing that actual draw-downs will vary) | **Year 1** | [Please enter % of target fund size] |
| **Year 2** | [Please enter % of target fund size] |
| **Year 3** | [Please enter % of target fund size] |
| **Year 4** | [Please enter % of target fund size] |
| **Year 5** | [Please enter % of target fund size] |
| **Year 6** | [Please enter % of target fund size] |
| **Year 7** | [Please enter % of target fund size] |
| **Year 8+** | [Please enter % of target fund size] |
| **Investment Term** | [Ex. 8 years from initial close, plus 2 1-year extensions] | |
| **Target Fund Returns, Net** | **Target Investor IRR, Net** | [Please enter % or range] |
| **Target Investor Equity Multiple, Net** | [Please enter multiple or multiple range] |
| **Fund Distributions** | [Please specify if distributions will be in cash or is the fund permitted to make distributions in securities?] | |

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| **Fund Strategy** | | |
| **Fund Investment Style** | [Ex. Upstream, midstream, multi-strategy – if multiple, please add subsectors]  [growth equity, buyout, development, distressed] | |
| **Fund Investment Strategy** | [Please provide description for the fund’s target investment strategy]  [control or non-control positions]  [valuations and revenues of target companies] | |
| **Target Deal Size** | [Please enter the target deal size or range (Please enter equity value and gross value)] | |
| **Expected Number of Investments in Fund** | [Please enter number or range] | |
| **Investment Process** | [Please detail the firm’s investment process. Detail the entire transactional process from sourcing, to creation of deal teams, to due diligence procedures and investment committee decision making. Please also describe post-transaction monitoring and other related actions. Further describe the exit analysis] | |
| **Value Creation Process** | [Please describe how the fund creates value: acquisitions, deal structuring, business strategy, asset optimization, technical, operational, sales, repositioning, development, etc.] | |
| **Investment Restrictions** | [Please describe any investment restrictions for the fund (regarding asset/sector types, maximum investment size, geographic concentration, development, etc.)] | |
| **Recycling of Capital** | [Please indicate if recycling is permitted? (i.e., can distributions made during the investment / commitment period be recycled into new investments or will the distributions be returned to the limited partners, Please describe)] | |
| **Investment Hold Period** | [e.g., the fund anticipates an average holding period of 4 years per investment (or holding period range)] | |
| **Risk Mitigation Strategies for the Fund** | [Please describe any risk mitigation strategies for the fund at both the fund-level and individual portfolio company-level] | |
| **Investment Exit Strategy** | [Please describe the expected investment strategy for fund investments (i.e. aggregate assets and sell portfolios, IPO of pool of assets, single asset sales, etc.] | |
| **Split Between Debt and Equity Investments** | **Equity %** | [Please enter the % of investments that funds would expect to be a pure equity investment in a deal] |
| **Debt %** | [Please enter the % of investments that funds would expect to be a debt or structured investment in a deal] |

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| **Fund Strategy** | | | | | | |
| [please define the fund’s strategy within the below framework – there are other categories if you would like to define yourself] | | | | | |
|  | **New Fund** | | **% of Last Three Funds** | | |
| **Strategy** | **Target Strategy** | **Target % of Fund** | **[Enter Fund Name]** | **[Enter Fund Name]** | **[Enter Fund Name]** | |
| **Greenfield/Development** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |
| **Brownfield/Expansion** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |
| **Operating/Producing** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |
| **Buyout/Carve out** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |
| **Distressed** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |
| **[Other, Please define]** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |
| **[Other, Please define]** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] | |

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| **Sector** | | | | | |
| **Strategy** | **Target Strategy** | **Target % of Fund** | **[Enter Fund Name]** | **[Enter Fund Name]** | **[Enter Fund Name]** |
| **Transportation** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| Toll Roads, Bridges | [Yes or No] |  |  |  |
| Airports, Transport | [Yes or No] |  |  |  |
| Parking Garages | [Yes or No] |  |  |  |
| Rail/Ports/Ocean/Air | [Yes or No] |  |  |  |
| Transport/Warehouse /Storage | [Yes or No] |  |  |  |
| **Energy/Utilities** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| Production | [Yes or No] |  |  |  |
| Transmission | [Yes or No] |  |  |  |
| Storage, Gathering & Distribution | [Yes or No] |  |  |  |
| **Communications** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| Cable Networks | [Yes or No] |  |  |  |
| Communications Towers | [Yes or No] |  |  |  |
| Satellite Systems | [Yes or No] |  |  |  |
| **Social** | [Yes or No] | [Enter %] |  |  |  |
| Education & Healthcare | [Yes or No] |  |  |  |
| Facilities, Stadiums, Prisons | [Yes or No] |  |  |  |
| **[Other, Please Define]** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |

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| **Geographic Focus of Fund** | | | | | |
|  | **New Fund** | | **% of Last Three Funds** | | |
| **Geo** | **Target Geo** | **Target % of Fund** | **[Enter Fund Name]** | **[Enter Fund Name]** | **[Enter Fund Name]** |
| **North America** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| *United States* | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target State / Region] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target State / Region] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target State / Region] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target State / Region] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| *Canada* | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| *Mexico* | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| **South America** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target Country / Add Rows as Needed] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| **Europe** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target Country / Add Rows as Needed] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| **Asia / Pacific** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target Country / Add Rows as Needed] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| **Middle East** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target Country / Add Rows as Needed] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| **Africa** | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |
| [Enter Target Country / Add Rows as Needed] | [Yes or No] | [Enter %] | [Enter %] | [Enter %] | [Enter %] |

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| **Existing or Pre-Specified Fund Investments** | | | | | | | |
| **Investment Name / Investment Date** | **Investment Location** | | **Investment Sector** | **Investment Transaction Details** | | | **Target Net IRR / Equity Multiple** |
| **State / Province** | **Country** | **Aggregate Value** | **Equity Value** | **Fund Equity Investment** |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |
| [Name]  [Date] | [Name] | [Name] | (ex. Upstream, Midstream, Services, etc.) | [Value] | [Value] | [Value] | [X.X]%  [X.X]x |

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| **Leverage Strategy – Fund Investments** |

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| **Expected Investment Level Leverage** | **Target (%)** | [Please enter the target leverage % (loan-to-value) that the fund expects to put on individual investments (i.e. 60%)] |
| **Expected Minimum (%)** | [Please enter the minimum leverage % (loan-to-value) that the fund expects to put on individual investments (i.e. 30%)] |
| **Expected Maximum (%)** | [Please enter the maximum leverage % (loan-to-value) that the fund expects to put on individual investments (i.e. 70%)] |
| **Investment Level Leverage Cap (Yes/No)** | [Does the fund have a cap on leverage % (loan-to-value) that can be put on individual investments? Please enter “Yes” or “No”] |
| **Investment Level Leverage Cap (%)** | [If the answer was “Yes” to the above, Please enter the % LTC] |
| **Recourse Debt** | **Does the Fund Intend to Use Recourse Debt on Investments** | [Please enter “Yes” or “No”] |
| **Is the Fund Restricted from Using Recourse Debt on Investments** | [Please enter “Yes” or “No”] |

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| **Leverage Strategy – Overall Fund** |

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| **Fund Level Line of Credit** | **Does the Fund Intent to Put In Place a Fund Level Line of Credit** | [Please enter “Yes” or “No”] |
| **Is Line of Credit Currently In Place** | [Please enter “Yes” or “No”] |
| **Purpose for Line of Credit** | [Please describe the purpose of the line of credit] |
| **Collateral for Line** | [Please describe the expected collateral for the line of credit (i.e. undrawn capital commitment, fund investments, other)] |
| **Fund Level Leverage** | **Does the Fund Intend to Use Leverage at the Fund Level in Addition to any Line of Credit** | [Please enter “Yes” or “No”]  [If yes, please enter Target %, Expected Minimum %, Expected Maximum %] |

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| **Deal Sourcing Capabilities** | | | |
| **Sourcing** | [Please detail the sourcing channels for finding potential transactions. In the cells below, Please show the percent of deals that were sourced from different channels (i.e. auctions, brokers, industry relationships etc.)] | | |
| **Sourcing Channel** | **% of Last Three Funds** | | |
| **[Enter Fund Name]** | **[Enter Fund Name]** | **[Enter Fund Name]** |
| **[Please enter sourcing channel]** | [Enter %] | [Enter %] | [Enter %] |
| **[Please enter sourcing channel]** | [Enter %] | [Enter %] | [Enter %] |
| **[Please enter sourcing channel]** | [Enter %] | [Enter %] | [Enter %] |
| **[Please enter sourcing channel]** | [Enter %] | [Enter %] | [Enter %] |
| **[Please enter sourcing channel]** | [Enter %] | [Enter %] | [Enter %] |

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| **Firm and Fund Employee Breakdown** | | |
| **Name** | **Firm** | **Dedicated Fund Professionals**  [employees who will dedicate >50% of their time to the Fund] |
| Total Employees | [Please enter #] | [Please enter #] |
| **Employees Breakdown by Function Area** | **Firm** | **Dedicated Fund Professionals**  [employees who will dedicate >50% of their time to the Fund] |
| Partners / Owners | [Please enter #] | [Please enter #] |
| Partners with Ownership Stake in GP | [Please enter #] | [Please enter #] |
| Investment Professionals | [Please enter #] | [Please enter #] |
| Asset Management | [Please enter #] | [Please enter #] |
| Property Management | [Please enter #] | [Please enter #] |
| Construction / Development | [Please enter #] | [Please enter #] |
| Administration (Non-Investment) | [Please enter #] | [Please enter #] |
| Legal | [Please enter #] | [Please enter #] |
| Other | [Please enter #] | [Please enter #] |

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| **Recent Employee Departures (Last Five Years)**  (Vice President and Above) | | | | |
| **Name /**  **Departure Date** | **Title** | **Years with Firm** | **Reason for Departure** | **Employee at Firm who Filled Position** |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |
| [Name]  [Departure Date] | [Please enter] | [#] | [Please enter] | [Please enter] |

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| **Recent Employee Additions (Last Five Years)**  (Vice President and Above) | | | | |
| **Name** | **Title** | **Years Prior Infra Experience** | **Prior Firm and Title** | **Hire Date / Date Departed Prior Firm** |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |
| [Please enter] | [Please enter] | [#] | [Please enter Firm]  [Please enter Title] | [Hire Date]  [Departure Date from Prior] |

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| **Key Firm Employees** | | | | | | |
| **Name** | **Title** | **Age** | **Years with Firm** | **Years in Sector** | **Fund Investment Committee Member** | **Percent of Time Dedicated to Fund** |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please limit to a maximum of 7 names] | | | | | | |

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| **Dedicated Fund Professionals**  [Please provide a list of senior firm employees who will dedicate >50% of their time to the Fund] | | | | | | | |
| **Name** | **Title** | **Function** | **Age** | **Years with Firm** | **Years in Sector** | **Fund IC Member** | **Percent of Time Dedicated to Fund** |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please enter] | [Please enter] | [i.e. acquisitions, asset mgmt, etc] | [#] | [#] | [#] | [Yes or No] | [%] |
| [Please add rows as needed] | | | | | | | |

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| **Employee Bios**  [Please provide bios for the employees listed in two prior tables] | | |
| **Name** | **Bio** | |
| [Please enter] | [Please enter bio – Please keep bio to 200 words or less] | |
| Education | [Please list institution and degree] |
| [Please enter] | [Please enter bio – Please keep bio to 200 words or less] | |
| Education | [Please list institution and degree] |
| [Please enter] | [Please enter bio – Please keep bio to 200 words or less] | |
| Education | [Please list institution and degree] |
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| Education | [Please list institution and degree] |
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| Education | [Please list institution and degree] |
| [Please enter] | [Please enter bio – Please keep bio to 200 words or less] | |
| Education | [Please list institution and degree] |

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| **Firm’s View on Market Conditions** |
| [Please provide the firm’s view of current market conditions and how the proposed fund will capitalize on current market conditions – Please limit response to one page] |

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| **Analysis of Last Three Funds Raised**  [Please provide a analysis for the track record of infrastructure funds raised] | |
| **Fund Name** | **Analysis of Track Record** |
| **Fund 1** | [Please enter fund name] |
| **Fund style** | [Ex. Upstream, midstream, oilfield services] |
| **Vintage Year** | [Please enter] |
| **Target Investor IRR, Net (at capital raise)** | [Please enter % or range] |
| **Current Expected Investor IRR, Net** | [Please enter % or range] |
| **Analysis of Fund Performance** | [Please provide a qualitative analysis of fund performance] |
| **Fund Name** | **Analysis of Track Record** |
| **Fund 2** | [Please enter fund name] |
| **Fund style** | [Ex. Upstream, midstream, oilfield services] |
| **Vintage Year** | [Please enter] |
| **Target Investor IRR, Net (at capital raise)** | [Please enter % or range] |
| **Current Expected Investor IRR, Net** | [Please enter % or range] |
| **Analysis of Fund Performance** | [Please provide a qualitative analysis of fund performance] |

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| --- | --- |
| **Fund Name** | **Analysis of Track Record** |
| **Fund 3** | [Please enter fund name] |
| **Fund style** | [Ex. Upstream, midstream, oilfield services] |
| **Vintage Year** | [Please enter] |
| **Target Investor IRR, Net (at capital raise)** | [Please enter % or range] |
| **Current Expected Investor IRR, Net** | [Please enter % or range] |
| **Analysis of Fund Performance** | [Please provide a qualitative analysis of fund performance] |

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| **Fund Investor Base** | | | | | | |
| **Expected Investor Types in Fund** | [Please provide a summary of the fund’s expected investor types (i.e. endowments, foundations, corporate plan, public plan, etc] | | | | | |
| **Committed Fund Investors**  [Please provide the names of any investors who have already committed to invest in the fund] | **Committed Fund Investor Name** | | | **Amount Committed** | | |
| [Enter name] | | | [Enter amount] | | |
| [Enter name] | | | [Enter amount] | | |
| [Enter name] | | | [Enter amount] | | |
| [Enter name] | | | [Enter amount] | | |
| [Enter name] | | | [Enter amount] | | |
| **Investor Types from Last Three Funds** | **% of Last Three Funds** | | | | | |
| **[Enter Fund Name]** | | **[Enter Fund Name]** | | **[Enter Fund Name]** | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
| **[Enter investor type]** | [Enter %] | | [Enter %] | | [Enter %] | |
|  | **Add rows above as needed** | | | | | |
| **Five Largest Investors from Past Three Funds** | **[Enter Fund Name]** | | **[Enter Fund Name]** | | **[Enter Fund Name]** | |
| **Investor Name** | **% of Fund** | **Investor Name** | **% of Fund** | **Investor Name** | **% of Fund** |
| [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] |
| [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] |
| [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] |
| [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] |
| [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] | [Enter Investor name] | [Enter %] |

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| **Sponsor Investment and Fund Promote Structure** | | |
| **Sponsor Investment** | **% of Target Fund Size** | [Please enter the expected sponsor investment as a % of target fund size] |
| **Minimum Dollar Amount** | [Please enter the minimum dollar amount that the sponsor intends to invest] |
| **Will Sponsor Investment be Made as a Limited Partner or the General Partner** | [Please specify; if investment will be split between LP and GP, Please specific the %s] |
| **Please Provide the Expected Cash Investment from the Firm as an Entity** | [Please enter dollar amount from the Firm as an Entity] |
| **Please Provide the Expected Cash Investment from Firm Partners / Employees** | [Please enter dollar amount from Firm Partners / Employees] |
| **Source of Partner / Employee Investment** | [Will any partner / employee investment be funded by a loan from the firm? If so, what percent of the total sponsor investment will be provided by the firm loan?] |
| **Carried Interest / Promote** | [Please describe the promote structure /waterfall] | |
| **Preferred Return** | [Please state the preferred return. Is the preferred return on a compounded basis?] | |
| **Deal and Fund Level Carried Interest** | [Please indicate if carried interest is calculated on a deal by deal basis or at the fund level] | |
| **Claw-back Provision** | [Does that fund have a claw-back provision? If so, Please describe] | |
| **Claw-Back Provision Escrow** | [Please indicate if there is an escrow account or firm guarantee for the claw back provision. IF escrow account, please indicate where the escrow account is held. If firm guarantee please indicate the name of the entity making the guarantee] | |
| **Distribution of Carried Interest** | [Please describe the policy for sharing the carried interest (e.g., the 5 founders receive 80% of the carried interest, and the remaining 20% is distributed to other senior team members). Please be specific.] | |

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| **Fund Management and Other Fees** | | | |
| **Management Fees** | **During Investment Period** | | [Please describe the management fee structure] |
| **Post Investment Period** | | [Please describe the management fee structure] |
| **Additional Detail** | | [Are Management Fees included in the capital commitment or are the management fees in addition to the capital Commitment. Please provide any additional detail if required] |
| **Organization Costs Charged to Fund** | **Fee is Applicable** | **Amount or % of Fee** | **Description of Fee** |
| **Placement Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Organization Costs** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Other Fees Charged to Fund by the Sponsor or a Related Party** | **Fee is Applicable** | **Amount or Fee %** | **Description of Fee** |
| **Acquisition Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Financing Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Leasing Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Disposition Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Board Member Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Marketing / Consulting Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Introductory / Relationship Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Other Fees** | [Yes or No] | $ and/or % | [Please provide if applicable] |
| **Fee Credit / Offset** | [Does the general partner offset any of the above fees against the management fees] | | |
| **Inside or Outside Fees** | [Are management and other fees included in the capital commitment or are the management fees, etc. in addition to the capital commitment?] | | |

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| **Third Party Service Providers**  [Please list all placement agents, marketing consultants, fund administrators, auditors, legal counsel, finders or any entities or persons that would receive compensation for administration, marketing or business development for the fund] | |
| **Firm # 1** | |
| **Firm Name** | [Please Enter Firm Name] |
| **Name of Key Contact at Firm** | [Enter Key Contact at Firm] |
| **Scope of Services** | [Please describe] |
| **Exclusive Relationship** | [Yes or No] |
| **Compensation Structure** | [Please describe] |
| **Firm # 2** | |
| **Firm Name** | [Please Enter Firm Name] |
| **Name of Key Contact at Firm** | [Enter Key Contact at Firm] |
| **Scope of Services** | [Please describe] |
| **Exclusive Relationship** | [Yes or No] |
| **Compensation Structure** | [Please describe] |
| **Firm # 3** | |
| **Firm Name** | [Please Enter Firm Name] |
| **Name of Key Contact at Firm** | [Enter Key Contact at Firm] |
| **Scope of Services** | [Please describe] |
| **Exclusive Relationship** | [Yes or No] |
| **Compensation Structure** | [Please describe] |
| **Firm # 4** | |
| **Firm Name** | [Please Enter Firm Name] |
| **Name of Key Contact at Firm** | [Enter Key Contact at Firm] |
| **Scope of Services** | [Please describe] |
| **Exclusive Relationship** | [Yes or No] |
| **Compensation Structure** | [Please describe] |
| **[Copy and Add Sections Above As Needed for Additional Firms]** | |

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| **Fund Administration, Structure and Policies** | |
| **QPAM Status** | [Is the manager of the fund a Qualified Professional Asset Manager] |
| **Fund Structure** | [Ex. Delaware Limited Partnership, etc.] |
| **ERISA Provisions** | [If the GP is willing to be an ERISA fiduciary, please provide a description of the considerations being made for ERISA investors, e.g. will ERISA investors be limited to less than 25% or will the Fund be managed as a Plan assets vehicle? Does the Fund plan to apply for VCOC or REOC status? Is the Fund going to establish a separate vehicle for ERISA investors?] |
| **Fiduciary** | [Please describe the level of responsibility: ERISA, Negligence, Gross/Simple, etc.] |
| **Federal Tax Matters** | [Please describe fund approach regarding UBTI, taxes that impact tax-exempt investors, foreign tax impact, FIRPTA, etc. IF UBTI is expected to be generated, how does the fund intend to minimize UBTI reporting for limited partners?] |
| **Labor Policy** | [Please describe the labor policy for investments in the fund. Does the fund use exclusively union labor?] |
| **Fund Key Person** | [Please enter names of individuals designated as Fund Key Persons.] |
| **Key Person Clause** | [Please describe any provisions of the clause] |
| **Key Person Insurance** | [Please enter if the fund has key person insurance. Please enter “Yes” or “No”.] |
| **GP Removal Provisions** | [Please describe the conditions under which Limited Partners may engage in either a “For Cause” or a “No Fault” Cancellation.] |
| **Reporting** | [Please describe the frequency and timing of financial reports and the transparency into underlying holdings and of other Limited Partners. If there are multiple vehicles, how will holdings be aggregated across all Fund Vehicles?] |
| **Valuation Policy** | [Please describe the policy regarding valuation for investments in the portfolio. When are investment written up, written down, or held at cost? Will the proposed Fund’s valuation policy be in compliance with FAS 157?] |
| **ASC 820/FAS 157 Accounting** | [Will the fund use ASC 820/FAS 157 accounting standards? Please enter “Yes” or “No”] |
| **Insurance (Errors and Omission, Director’s)** | [Please describe the levels of coverage at the fund level and the insurance requirements at the portfolio investment level] |
| **Environmental Policy and Practices** | [Please describe any environmental policies and practices for the fund] |
| **Social Responsible Policy** | [Does the fund have a socially-responsible policy?] |
| **Firm Ownership Structure** | [Please describe the ownership structure of the firm. For private firms, Please include the names of any individuals or employees who own greater than 10% of the firm. For public firms, Please provide the names of firm employees who own a significant percentage of the firm] |
| **Firm Succession Plan** | [Please describe the succession plan for the firm] |
| **Compensation Philosophy** | [Please describe the compensation philosophy of the firm. Are employees rewarded with carried interest points? Please provide tables detailing how the management company net profits are allocated and how the GP carry is expected to be allocated. How do you structure your overall compensation package?] |

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| **Firm**  **Advisory Board** | **Does the Firm have an Advisory Board** | [Please enter “Yes” or “No”] | | |
| **How is the Advisory Board Compensated** | [Please describe] | | |
| **Function of the Advisory Board** | [Please describe] | | |
| **Names / Position of Advisory Board Members** | **Name** | **Firm** | |
| [Please enter] | [Please enter] | |
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| **Fund**  **Advisory Board** | **Does the Fund have an LP Advisory Board** | [Please enter “Yes” or “No”] | | |
| **How is the Advisory Board Compensated** | [Please describe] | | |
| **Function of the Advisory Board** | [Please describe] | | |
| **Names / Position of Advisory Board Members** | **Name** | | **Firm** |
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| **Litigation, Regulation and Compliance** | | |
| **Current Material Firm Litigation** | [Please describe any current material litigation regarding the firm] | |
| **Past Material Firm Litigation** | [Please describe any past material litigation regarding the firm] | |
| **Compliance** | [Please describe the Firm’s compliance philosophy and staff allocated to this function, e.g. how many and which staff resources are assigned to this function, what are their roles and responsibilities? What are the key compliance procedures?] | |
| **SEC Registered Investment Advisor** | **Year Registered** | [Please enter] |
| **Entity Name** | [Please enter] |
| **ADV Attached** | [Please enter “Yes” or “no”] |
| **SEC Oversight** | [Please describe the Firm’s most recent examination by the SEC. When was the date of the most recent SEC examination? What were the key findings? Were there any deficiencies noted and what was done to remediate them?] | |
| **Other Regulators** | [Please describe other regulatory authorities to which the General Partner is subject. Has the GP ever been subject to reviews or audits by these other regulatory bodies? What were the key findings?] | |
| **Personal Trading** | [Please provide your compliance policy with regard to personal trading restrictions.] | |

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| **Firm Infrastructure** | |
| **Office Locations** | [Please provide office locations, office functions and number of employees at each office.] |
| **Technology Resources and Systems** | [Please provide a list at brief description of the significant technology resources and software systems that are used to support investment, compliance, cash management and fund accounting/reporting.] |
| **Business Continuity Planning** | [Please provide a brief description of the Firm’s business continuity plans.] |
| **Back Office Resources** | [Please provide a description of the Firm’s back office resources and estimation of how many FTE’s will support the Fund.] |

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| **Environmental, Social & Governance (ESG) Disclosures** | | |
| **ESG Analysis** | [Does the Firm integrate analysis of financially material environmental, social and governance issues into its investment process? Please enter “Yes” or “no”] | |
| **ESG Risk Assessment** | [If so, please describe the Firm’s approach to assessing ESG risks and opportunities.] | |
| **Principles for Responsible Investment** | **Signatory** | [Please enter “Yes” or “no”] |
| **Year Signed** | [Please enter] |
| **ESG Policy Attached** | [Please enter “Yes” or “no”] |
| **PRI Reporting Framework** | [Does the Firm generate a RI Transparency Report? A RI Activity Report? Please enter “Yes” or “no”] | |
| **Net Zero Asset Managers Initiative** | **Signatory** | [Please enter “Yes” or “no”] |

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| **Firm / Fund Key Contacts** | | |
| **Primary Fund Contact** | Name | [Please enter] |
| Title | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Fund Attorney Contact** | Name | [Please enter] |
| Title | [Please enter] |
| Firm | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Fund Auditor Contact** | Name | [Please enter] |
| Title | [Please enter] |
| Firm | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Fund Placement Agent / 3rd Party Marketer / Consultant Contact** | Name | [Please enter] |
| Title | [Please enter] |
| Firm | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |

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| **Firm / Fund References**  [Please provide at least 3 references from the following sources: investors in prior funds,  investors committed to current funds, JV partners, or lending sources] | | |
| **Reference 1** | Name | [Please enter] |
| Relationship to Firm | [Please enter] |
| Firm / Title | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Reference 2** | Name | [Please enter] |
| Relationship to Firm | [Please enter] |
| Firm / Title | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Reference 3** | Name | [Please enter] |
| Relationship to Firm | [Please enter] |
| Firm / Title | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Reference 4** | Name | [Please enter] |
| Relationship to Firm | [Please enter] |
| Firm / Title | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |
| **Reference 5** | Name | [Please enter] |
| Relationship to Firm | [Please enter] |
| Firm / Title | [Please enter] |
| Business Address | [Please enter] |
| Business Telephone | [Please enter] |
| Business Email | [Please enter] |

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| **Attachments** | |
| **Attachment 1**  **– Fund & Deal Level Data** | Please provide a schedule of returns for each past private equity fund  Please provide deal-by-deal level analysis for each past private equity fund   * See attached Fund & Deal-Level Data Request excel spreadsheet |
| **Attachment 2**  **– Fund Summary** | Please complete the Fund Summary information for the fund you are proposing   * See attached Fund Summary excel spreadsheet |
| **Additional Attachments (3-7)** | Please provide an electronic version of the following:   1. Investment offering 2. Most recent audited financial statements for previous infrastructure funds 3. Most recent report to investors for previous infrastructure funds 4. Firm organization chart 5. Fund organizational chart |