



## **Marijuana Enforcement Division**

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# **Marijuana Controlling Beneficial Owner Renewal Application – Owner Entity**

**Colorado Marijuana Enforcement Division**  
Owner Entity - Renewal Application Instructions

**Application Checklist**

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**1. Application Type**

**Owner Entity:** Any Entity that holds 10% interest or more of the Owner's interest of an RMB; Executive or Qualified Institutional Investors holding 30% or more of the RMB, or any other Entity or affiliate that is otherwise in a position to execute control of the RMB, must renew.

**2. Application Fully Completed**

One authorized representative of the entity will be responsible for completing this application. Type or clearly print, in English, an answer to every question. If a question does not apply, indicate with an N/A. If the available space is insufficient, continue on a separate sheet and precede each answer with the appropriate title. Sign and date the application. All renewals must be submitted prior to expiration.

**3. Application Contents**

Required Disclosures

Main Application

Authorization Forms

Publicly Traded Company (PTC) Addendum A

Qualified Private Fund (QPF) Addendum B

Qualified Institutional Investor (QII) Addendum C

If this is a renewal including a PTC, QPF OR QII, the appropriate addendum must also be attached.

**4. All Forms Signed and Attached**

The following accompanying forms must be completed, signed by an authorized representative of the Owner Entity and returned with the application.

Affirmation and Consent

Tax Check Authorization

Investigation Authorization / Authorization to Release Information

Applicant's Request to Release Information

Affirmation of Reasonable Care

**5. Required Disclosures - See Renewal Application Disclosures (page 1 of application)**

Upon request by the Division, an Applicant must provide additional information or documents required to process and investigate the application, within seven (7) days of the request. **Please note:** This deadline may be extended for a period of time commensurate with the scope of the request.

## 6. Application and License Fees

**Application and documentation submitted must be single-sided and on 8.5x11 inch paper.**

See fee table on website: [MED.Colorado.gov/](http://MED.Colorado.gov/)

Application fees remitted to the State Licensing Authority and/or the Department of Revenue, are non-refundable.

Submit complete hard copy application packet.

Checks (in the name of the applicant or applicants attorney's trust account), money orders and major credit cards (subject to service charge).

Mail-in applications can only be paid by check or money order. (Payable to: Colorado Department of Revenue (CDOR))

## 7. Application Submittal

Applications can be submitted in person or by mail with all attachments and requisite fees to:

**Mailing Address:**

Attn: MED / Marijuana Enforcement  
Colorado Department of Revenue  
P.O. BOX 17087  
Denver CO 80217-0087

**Physical Address:**

1707 Cole Blvd., Suite 300  
Lakewood CO 80401

**Note:** If using a delivery service such as FedEx or UPS, you will need to use the physical address. Incomplete applications will not be processed. Applicants or their representative must collect the incomplete application and fees (including those mailed in or delivered via courier), from the Lakewood office prior to the end of the next business day.

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### Owner Entity Renewal Application Required Disclosures

Provide a list of any sanctions, penalties, assessments or cease and desist orders imposed by any securities regulatory agency, including but not limited to, the United States Securities and Exchange Commission or the Canadian Securities Administrators.

#### **The following documents must be provided with the first renewal of each calendar year.**

Consolidated Financial Statements - (which may be prepared on either a calendar or fiscal year basis) that were prepared in the preceding 365 days, and which must include a balance sheet, a cash flow statement, and a profit & loss statement. (See separate PTC requirements on PTC Addendum)

Audited (required for PTC only)

Not Audited

If available online, cite location

A copy of any contracts, agreements, royalty agreements, equipment leases, financing agreement, security contract or any other IFIH required to be disclosed by Rule 2-230(A)(3).

A copy of any management agreement(s).

**Tax Documents** - Documentation establishing compliant return filing and payment of taxes related to any RMB, in which the Person is, or was, required to file and pay taxes. (Please do not send entire tax return).

**Provide each of the following (only if changed since the last submission):**

Organizational Documents (Indicate which document is being provided)

Articles of Incorporation	By-Laws	No Change
Shareholder Agreement	Operating Agreement for LLC	
Partnership Agreement for Partnership		

Corporate Governance Documents (Indicate which document is being provided)

Required for Publicly Traded Companies	No Change
Permitted, but not required for Privately held companies	

Certificate of Good Standing from jurisdiction where Entity was formed. (Must be U.S. or country that authorizes the sale of marijuana).

No Change

Organizational Chart, including the identity and ownership percentage of all CBO's.

No Change

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**Glossary of Terms**

RMB	Regulated Marijuana Business	CBO	Controlling Beneficial Owner
PBO	Passive Beneficial Owner	IFIH	Indirect Financial Interest Holder
QII	Qualified Institutional Investor	QPF	Qualified Private Fund
PTC	Publicly Traded Company	SE	Social Equity

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**Affirmation of Complete Application**

Printed Name

Signature

Date (MM/DD/YY)

## Owner Entity Renewal Application Form

Entity Name (Please Print)

Marijuana License Number

Trade Name (DBA)

### Physical Address

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Address (include unit or apartment number)

City

State/Prov ZIP Code

Country

FEIN

Contact Name

Contact Phone Number

Contact Email Address

### Mailing Address (if different from Physical Address)

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Address (include unit or apartment number)

Work Phone Number

City

State/Prov ZIP Code

Name of licensed Marijuana business associated with

Name of Registered Agent with the Colorado Secretary of State

- Provide a list of any privileged or professional licenses, with license numbers, the entity has added since the last renewal. List those that were issued by the Colorado Department of Revenue or the Department of Regulatory Agencies, including all marijuana licenses..... None
- Has this entity ever owned or applied for a Marijuana license in this or any other jurisdiction, foreign or domestic? If so, have you ever been subject to any of the following actions (since the last renewal): (1) denial; (2) surrender; (3) order to show cause; (4) suspension; (5) revocation; (6) stipulation or settlement.  
If Yes, provide details on a separate sheet, including jurisdiction, type of action, and date of action..... Yes No
- Does this entity own, or has it ever owned, or otherwise derive(d) a benefit from assets held outside the United States (other than Canada)?  
If YES, then identify the country and the type of asset(s)..... Yes No

4. Has a complaint, judgment, consent decree, settlement or other disposition related to a violation of federal, state or similar foreign security law or regulation ever been filed or entered against this business entity? If YES, explain on a separate sheet of paper..... Yes No

5. Is this entity currently or has this entity been involved in a civil lawsuit in regards to a marijuana business. If YES, provide details on a separate sheet of paper..... Yes No

6. List any sanctions, penalties, assessments, or cease and desist orders imposed by any securities regulatory agency other than the United States Securities and Exchange Commission. (Provide on a separate sheet.)

#### Additional Questions

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1. Does the licensee have any owners (including any of the partners, if a partnership; members or manager if a limited liability company; or officers, stockholders or directors if a corporation) under the age of twenty-one years?..... Yes No

2. Since the last renewal, has there been a change in ownership or ownership allocation, a transfer of stock, a change in the incorporation or in the corporate by-laws, or any other change affecting ownership or organizational structure of the licensee? If yes, explain in detail on a separate sheet and attach copies of documentation concerning the changes. (i.e. New operating agreement)..... Yes No

3. Are there any outstanding options and/or warrants or other contracts, that may be exercised into an Owner's Interest in the Owner Entity within the next 60 days that would constitute a CBO?

\*If YES, attach list of persons..... Yes No

4. Are there any other Persons, other than those listed in the Ownership Structure, that can Control the Owner Entity? If YES, attach list of persons..... Yes No

5. Are any owners renewing their Owners Licenses with this application? If YES, then each must submit the Owner Renewal Application (DR 8516 - see website)..... Yes No

6. Has the applicant exercised reasonable care to confirm that its CBO's, PBO's (that are Non- Objecting PBO's), Qualified Institutional Investors and Indirect Financial Interest Holders are NOT Person(s) prohibited under Section C.R.S. 44-10-307? (Publicly Traded Companies excluded) If NO, explain on a separate sheet?..... Yes No

7. Have any CBO's been removed or moved to PBO ownership status since the prior application? If YES, list and explain on a separate sheet of paper..... Yes No

Applicant's Signature

Date (MM/DD/YY)

Legal Entity Name (Please Print)

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## Ownership Structure

Controlling Beneficial Owners with 10% or greater ownership and/or Executive Officers, Managers, PBOs electing to hold an owner license, and any other individual that Controls the RMB.

Name	Title		
Business Associated with (Parent Business or Sub-Entity)			
License Number	Direct Ownership % Entity	Indirect RMB Ownership %	
Name	Title		
Business Associated with (Parent Business or Sub-Entity)			
License Number	Direct Ownership % Entity	Indirect RMB Ownership %	
Name	Title		
Business Associated with (Parent Business or Sub-Entity)			
License Number	Direct Ownership % Entity	Indirect RMB Ownership %	
Name	Title		
Business Associated with (Parent Business or Sub-Entity)			
License Number	Direct Ownership % Entity	Indirect RMB Ownership %	



## Affirmation & Consent

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I, as a representative for,

state under Penalty for offering a false instrument for recording pursuant to 18-5-114 C.R.S. that the entire Owner Entity Renewal Form, statements, attachments, and supporting schedules are true and correct to the best of my knowledge and belief, and that this statement is executed with the knowledge that misrepresentation or failure to reveal information requested may be deemed sufficient cause for the refusal to issue a Marijuana license by the State Licensing Authority. Further, I am aware that later discovery of an omission or misrepresentation made in the above statements may be grounds for the denial of the Marijuana application. I am voluntarily submitting this application to the Colorado Marijuana Licensing Authority under oath with full knowledge that I may be charged with perjury or other crimes for intentional omissions and misrepresentations pursuant to Colorado law or for offering a false instrument for recording pursuant to 18-5-114 C.R.S. I further consent to any background investigation necessary to determine my present and continuing suitability and that this consent continues as long as I hold a Colorado Marijuana license.

**Note:** If your check is rejected due to insufficient or uncollected funds, the Department of Revenue may collect the payment amount directly from your banking account electronically.

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### Print Full Legal Name of Applicant clearly below:

Applicant's Last Name

Applicant's First Name

Applicant's Middle Name

Signature

Date (MM/DD/YY)

**Confidential Document:** This document is the property of the Colorado Marijuana State Licensing Authority and the Colorado Marijuana Enforcement Division, and is provided for Official Use Only. This document may not be further reproduced nor its contents disclosed without the written permission of the Division or State Licensing Authority.

## Tax Check Authorization and Request To Release Information

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I,

am signing this waiver on behalf of

(the “Applicant/Licensee”) to permit the Colorado Department of Revenue and any other state or local taxing authority to release information and documents that would otherwise be confidential. If I am signing this waiver for someone other than myself, I certify that I have the authority to execute this waiver on behalf of the Applicant/Licensee.

The information and documentation obtained pursuant to this waiver will be used in connection with the Applicant/Licensee’s application or licensure with the Colorado Marijuana Enforcement Division, which requires proof of compliance with certain tax obligations pursuant to several statutory provisions, including sections 44-10-202(1), 44-10-307(1)(e), C.R.S. This waiver is made pursuant to section 39-21-113(4), C.R.S.; and any other similar law or ordinance concerning the confidentiality of tax returns and return information. This waiver shall be valid while the application is pending and, if the application is approved under the marijuana code, for two years from the date of licensure. If the license is administratively continued pursuant to section 44-10-314, C.R.S., this waiver shall be valid until the state licensing authority takes final action to approve or deny the renewal of the license. Applicant/Licensee agrees to execute a new waiver for each subsequent licensing period in connection with the renewal of any license.

Applicant/Licensee requests that the Colorado Department of Revenue and any other state or local taxing authority release the following information and supporting documentation to the Colorado Marijuana Enforcement Division, which is acting as Applicant’s/Licensee’s duly authorized representative under section 39-21-113(4), C.R.S., solely to obtain the information specified below.

1. Whether the Applicant/Licensee has failed to file any state tax return with the Colorado Department of Revenue or any other state or local taxing authority by the required due date (determined with regard to any extension(s) of time for filing) for any tax year for which filing of a return might have been required.
2. Whether the Applicant/Licensee has failed to pay any tax, penalty, or interest liability within 30 days of the date on which the Colorado Department of Revenue or any other state or local taxing authority gave notice of the amount due and requested payment.
3. Whether the Applicant/Licensee has entered into a payment plan with the Colorado Department of Revenue or any other state or local taxing authority and whether Applicant/Licensee is current on any payments required by said payment plan.

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## **Tax Check Authorization and Request To Release Information (continued)**

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Applicant/Licensee authorizes the Colorado Department of Revenue and any other state or local taxing authority to release any additional information or documentation necessary to answer the questions above. Applicant/Licensee authorizes the Colorado Marijuana Enforcement Division and its legal representatives to use the information and documentation obtained from the Colorado Department of Revenue and any other state or local taxing authority in any administrative action regarding the application or license. To assist the Colorado Department of Revenue and any other state or local taxing authority locate the tax records, Applicant/Licensee is voluntarily providing the following information (please type or print).

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Applicant's Name (Individual/Business)

Social Security Number/Tax Identification Number

Street Address

City

State ZIP Code

Home Telephone Number

Business/Work Telephone Number

Legal Last Name (Please Print)

Legal First Name

Full Middle Name

Applicant's Signature

Date (MM/DD/YY)

## Investigation Authorization/Authorization to Release Information

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I,

hereby authorize the Colorado Marijuana Licensing Authority, the Marijuana Enforcement Division, (hereafter, the Investigatory Agencies) to conduct a complete investigation into my personal background, using whatever legal means they deem appropriate. I hereby authorize any person or entity contacted by the Investigatory Agencies to provide any and all such information deemed necessary by the Investigatory Agencies. I hereby waive any rights of confidentiality in this regard. I understand that by signing this authorization, a financial record check may be performed. I authorize any financial institution to surrender to the Investigatory Agencies a complete and accurate record of such transactions that may have occurred with that institution, including, but not limited to, internal banking memoranda, past and present loan applications, financial statements and any other documents relating to my personal or business financial records in whatever form and wherever located. I authorize the release of this type of information, even though such information may be designated as "confidential" or "nonpublic" under the provisions of state or federal laws. I understand that by signing this authorization, a criminal history check will be performed. I authorize the Investigatory Agencies to obtain and use from any source, any information concerning me contained in any type of criminal history record files, wherever located. I understand that the criminal history record files contain records of arrests which may have resulted in a disposition other than a finding of guilt (i.e., dismissed charges, or charges that resulted in a not guilty finding). I understand that the information may contain listings of charges that resulted in suspended imposition of sentence, even though I successfully completed the conditions of said sentence and was discharged pursuant to law. I authorize the release of this type of information, even though this record may be designated as "confidential" or "nonpublic" under the provisions of state or federal laws.

The Investigatory Agencies reserve the right to investigate all relevant information and facts to their satisfaction. I understand that the Investigatory Agencies may conduct a complete and comprehensive investigation to determine the accuracy of all information gathered. However, the State of Colorado, Investigatory Agencies, and other agents or employees of the State of Colorado shall not be held liable for the receipt, use, or dissemination of inaccurate information. I, on behalf of the applicant, its legal representatives, and assigns, hereby release, waive, discharge, and agree to hold harmless, and otherwise waive liability as to the State of Colorado, Investigatory Agencies, and other agents or employees of the State of Colorado for any damages resulting from any use, disclosure, or publication in any manner, other than a willfully unlawful disclosure or publication, of any material or information acquired during inquiries, investigations, or hearings, and hereby authorize the lawful use, disclosure, or publication of this material or information. Any information contained within my application, contained within any financial or personnel record, or otherwise found, obtained, or maintained by the Investigatory Agencies, shall be accessible to law enforcement agents of this or any other state, the government of the United States, or any foreign country.

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**Print Full Legal Name of Owner clearly below:**

Applicant's Legal Business Name

Trade Name (DBA)

Applicant's Last Name (Please Print)

Applicant's First Name

Applicant's Middle Name

Signature

Date (MM/DD/YY)

**Confidential Document:** This document is the property of the Colorado Marijuana State Licensing Authority and the Colorado Marijuana Enforcement Division, and is provided for Official Use Only. This document may not be further reproduced nor its contents disclosed without the written permission of the Division or State Licensing Authority.

## Applicant's Request to Release Information

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TO: (Leave this Blank)

FROM: (Applicant's Printed Name)

1. I/We hereby authorize and request all persons to whom this request is presented having information relating to or concerning the above named applicant to furnish such information to a duly appointed agent of the Marijuana Enforcement Division whether or not such information would otherwise be protected from the disclosure by any constitutional, statutory or common law privilege.
2. I/We hereby authorize and request all persons to whom this request is presented having documents relating to or concerning the above named applicant to permit a duly appointed agent of the Marijuana Enforcement Division to review and copy any such documents, whether or not such documents would otherwise be protected from disclosure by any constitutional, statutory, or common law privilege.
3. If the person to whom this request is presented is a brokerage firm, bank, savings and loan, or other financial institution or an officer of the same, I/we hereby authorize and request that a duly appointed agent of the Marijuana Enforcement Division be permitted to review and obtain copies of any and all documents, records or correspondence pertaining to me/us, including but not limited to past loan information, notes co-signed by me/us, checking account records, savings deposit records, safe deposit box records, passbook records, and general ledger folio sheets.
4. I/We do hereby make, constitute, and appoint any duly appointed agent of the Colorado Marijuana Enforcement Division, my/our true and lawful attorney in fact for me/us in my/our name, place, stead, and on my/our behalf and for my/our use and benefit:
  - (a) To request, review, copy sign for, or otherwise act for investigative purposes with respect to documents and information in the possession of the person to whom this request is presented as I/we might;
  - (b) To name the person or entity to whom this request is presented and insert that person's name in the appropriate location in this request;
  - (c) To place the name of the agent presenting this request in the appropriate location on this request.
5. I grant to said attorney in fact full power and authority to do, take, and perform all and every act and thing whatsoever requisite, proper, or necessary to be done, in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I/we might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that said attorney in fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.
6. This power of attorney ends twenty-four (24) months from the date of execution.
7. The above named applicant has filed with the Colorado Marijuana Licensing Authority an application for a marijuana license. Said applicant understands that it is seeking the granting of a privilege and acknowledges that the burden of proving its qualifications for a favorable determination is at all times on the applicant.

## Applicant's Request to Release Information (continued)

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8. I/We do, for myself/ourselves, my/our heirs, executors, administrators, successors, and assigns, hereby release, remise, and forever discharge the person to whom this request is presented, and his agents and employees from all and all manner or actions, causes of action, suits, debts, judgments, executions, claims, and demands whatsoever, known or unknown, in law or equity, which the applicant ever had, now has, may have, or claims to have against the person to whom this request is being presented or his agents or employees arising out of or by reason of complying with the request.
9. A reproduction of this request by photocopying or similar process shall be for all intents and purposes as valid as the original.

Applicant's Legal Business Name

Trade Name (DBA)

Applicant's Last Name (Please Print)

First Name

Full Middle Name

Signature

Date (MM/DD/YY)

### Affirmation Of Reasonable Care – Private Company

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Pursuant to subsections 44-10-309(4) C.R.S. and Rule 2-230(D), Applicant or Licensee affirms that, prior to submission of this application, it exercised reasonable care to confirm its Passive Beneficial Owners, (including any Qualified Institutional Investors) and Indirect Financial Interest Holders, are not Persons prohibited from being issued or holding a license by section 44-10-307 C.R.S., or otherwise restricted from holding an interest under the Colorado Regulated Marijuana Business Code. An Applicant's or Licensee's failure to exercise reasonable care is a basis for denial, fine, suspension, revocation or other sanction by the State Licensing Authority.

I,

as Controlling Beneficial Owner or Manager for

state under penalty of perjury, pursuant to §18-8-503, that the foregoing is true and correct to the best of my knowledge, information and belief.

Signature

Date (MM/DD/YY)

## Affirmation Of Reasonable Care – Publicly Traded Corporation

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Pursuant to subsections 44-10-309(5) C.R.S. and Rule 2-230(D), Applicant or Licensee affirms that, prior to submission of this application, it exercised reasonable care to confirm its Non-objecting Passive Beneficial Owner, (including any Qualified Institutional Investors) and Indirect Financial Interest Holders, are not Persons prohibited from being issued or holding a license by section 44-10-307 C.R.S., or otherwise restricted from holding an interest under the Colorado Regulated Marijuana Business Code. An Applicant's or Licensee's failure to exercise reasonable care is a basis for denial, fine, suspension, revocation or other sanction by the State Licensing Authority.

I,

as Controlling Beneficial Owner or Manager for

state under penalty of perjury, pursuant to §18-8-503, that the foregoing is true and correct to the best of my knowledge, information and belief.

Signature

Date (MM/DD/YY)

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### Addendum A - PTC

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#### **Publicly Traded Company (PTC) - Please provide:**

Stock Trading Symbol	Name of Exchange(s) Traded On	NAICS/SIC Code
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Identify all regulatory agencies with oversight over the PTC's securities

List any sanctions, penalties, assessments, or cease and desist orders imposed by any securities regulatory agency other than the United States Securities and Exchange Commission. (Provide on a separate sheet.)

Provide a description of the Publicly Traded Company's business and documents establishing the Publicly Traded Company (PTC) qualifies to hold a RMB license as referenced in 44-10-103 (50).

Description

Attach a divestiture plan of any CBO that is prohibited by Section 44-10-307 that has had his or her Owner's License revoked or has been found unsuitable.

Attach the most recent list of Non-Objecting Beneficial owners possessed by the PTC.

Identify the type of permitted transaction, i.e. Merger, Investment, or Public Offering and attach all supporting documentation

## Questions

Confirm that the PTC is current with all required filings pursuant to any applicable requirements by any securities regulatory authority including, but not limited to, the United States Securities and Exchange Commission or the Canadian Securities Administrators, and has provided notice to the Division of all non-confidential filings within 2–days of filing.....

All Current

Not Current (If not, explain on a separate sheet)

Confirm that all mandatory filings for CBO's as required by any securities regulatory authority, including, but not limited to the United States Securities and Exchange Commission or the Canadian Securities Administrators, have been filed and the MED has been provided concurrent notice with the filing. If No, explain on a separate sheet:  Yes  No

## Addendum B - QPF

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### Qualified Private Fund (QPF) - Please provide:

Identify all regulatory agencies with oversight over the QPF's securities

Reporting agencies required reports submitted on:

Date of Registration with the Department of Regulatory Agencies (DORA)  Number

List any sanctions, penalties, assessments, or cease and desist orders imposed by any securities regulatory agency other than the United States Securities and Exchange Commission. (Provide on a separate sheet.)

Provide a description of the QPF's business and documents establishing the QPF qualifies to hold a RMB license.

Description

## Questions

Confirm that the QPF is current with all required filings pursuant to any applicable requirements by any securities regulatory.....

All Current

Not Current (If not, explain on a separate sheet)

Confirm that ALL required findings of suitability, including all QPF managers, investment advisers, investment adviser representatives, any trustee or equivalent, and any other person that controls the investment in, or management or operations of, the RMB have been obtained PRIOR TO the QPF becoming effective. If No, explain on a separate sheet:  Yes  No

## Addendum C - QII

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### Qualified Institutional Investor (QII) - Please provide:

Identity(ies) of all Regulators with oversight over the QII's securities

Reporting agencies required reports submitted on:

Date of Registration with the Department of Regulatory Agencies (DORA)	Number
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List any sanctions, penalties, assessments, or cease and desist orders imposed by any securities regulatory agency other than the United States Securities and Exchange Commission. (Provide on a separate sheet.)

Provide a description of the QII's business and documents establishing the QII qualifies to hold a RMB license

### Questions

Confirm that the QII is current with all required filings pursuant to any applicable requirements by any securities regulatory.....

All Current

Not Current

If Not Current, explain:

Confirm that ALL required findings of suitability, including all QII managers, investment advisers, investment adviser representatives, any trustee or equivalent, and any other person that controls the investment in, or management or operations of, the RMB have been obtained PRIOR TO the QII becoming effective. ....

Yes

No