

June 15, 2020

<b>MAIN STREET LENDING PROGRAM (MSLP) FACILITIES</b>			
	<i>New Loan Facility</i>	<i>Priority Loan Facility</i>	<i>Expanded Loan Facility</i>
Loan Term	<b>5 years</b>		
Interest Rate	Adjustable Rate of LIBOR (1 or 3 month) + 300 basis points		
Deferral	P&I payments deferred for 1 year (unpaid interest will be capitalized)		
Prepayment	Permitted without penalty		
Origination	After April 24, 2020	After April 24, 2020	Underlying loan (term or revolving credit facility) must have been originated on or before April 24, 2020, with remaining maturity of at least 18 months (including any adjustments made to the maturity of the underlying loan after April 24, 2020, including at the time of upsizing). Upsized tranche must be originated after April 24, 2020
Minimum Loan Size	<b>\$250,000</b>	<b>\$250,000</b>	\$10,000,000
Maximum Loan Size	The lesser of: i) <b>\$35,000,000</b> ; or ii) an amount that, when added to Eligible Borrower's outstanding and undrawn available debt, does not exceed 4 x 2019 <i>adjusted</i> EBITDA	The lesser of: i) <b>\$50,000,000</b> ; or ii) an amount that, when added to Eligible Borrower's outstanding and undrawn available debt, does not exceed 6 x 2019 <i>adjusted</i> EBITDA	The lesser of: i) <b>\$300,000,000</b> ; ii) 35% of Eligible Borrower's existing outstanding and undrawn available debt that is pari passu in priority with the upsized tranche (and underlying loan) and equivalent in secured status; or iii) an amount that, when added to Eligible Borrower's outstanding and undrawn available debt, does not exceed 6 x 2019 <i>adjusted</i> EBITDA
Principal Amortization, End of Year 2 – Year 4	<b>Year 2 - deferred Year 3 - 15% Year 4 - 15% Year 5 – 70%</b>	<b>Year 2 - deferred Year 3 - 15% Year 4 - 15% Year 5 – 70%</b>	<b>Year 2 - deferred Year 3 - 15% Year 4 - 15% Year 5 – 70%</b>
Priority	Not contractually subordinated to other debt in or outside of bankruptcy	Senior to or pari passu with, in terms of priority and security, Eligible Borrower's other loans or debt, other than mortgage debt	Upsized tranche is senior to or pari passu with, in terms of priority and security, Eligible Borrower's other loans or debt, other than mortgage debt
Risk Retention	5%	<b>5%</b>	5%
Transaction Fee	100 bps of principal amount of loan at time of origination	100 bps of principal amount of loan at time of origination	75 bps of principal amount of upsized tranche at time of origination
Origination Fee	Up to 100 bps of principal amount of loan at time of origination	Up to 100 bps of principal amount of loan at time of origination	Up to 75 bps of principal amount of upsized tranche

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Servicing Fee	25 bps of principal amount of SPV's participation in Eligible Loan or upsized tranche per annum		
Refinance of existing debt available?	No	Yes	No
Borrower Eligibility	<ol style="list-style-type: none"><li>1. The business satisfies one of the following: (a) the business has 15,000 employees or fewer, or (b) the business has 2019 annual revenue of \$5 billion or less.</li><li>2. The business was established prior to March 13, 2020, formed under the laws of the United States, one of the several states, the District of Columbia, any of the territories and possession of the United States or an Indian Tribal government.</li><li>3. The business is not an Ineligible Business listed in <a href="#">13 CFR 120.110(b)-(j), (m)-(s)</a>, as modified and clarified by SBA regulations for purposes of the PPP on or before April 24, 2020.</li><li>4. The business must be a U.S. business under section 4003(c)(3)(C) of the CARES Act.</li><li>5. The business may only participate in one of the MSLP facilities and must not also participate in the PMCCF.<sup>1</sup></li><li>6. The business must not have received specific support pursuant to the Coronavirus Economic Stabilization Act of 2020 (Subtitle A of Title IV of the CARES Act).</li><li>7. The business must be able to make all of the certifications and covenants required under the applicable Main Street facility.</li></ol>		

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<sup>1</sup> For the avoidance of doubt, a business that receives a PPP loan is not precluded from being an Eligible Borrower under the MSLP if it meets the Eligible Borrower criteria.