

“The Market Development Platform is a three stage fund promotion program that provides asset managers ongoing exposure to Japanese institutional investors, pensions, gatekeepers, intermediaries and distributors in a cost efficient and regulatory compliant manner. It is designed not only for those managers targeting Japan for the first time but also for those already familiar with Japan who seek to expand their marketing and sales reach.”



Teneo Partners Japan Limited
Seventeen years of promoting offshore funds to Japanese institutional investors



❑ WHO SHOULD PARTICIPATE?

Teneo offers a Market Development Platform that is designed to support asset managers who wish to promote their funds in Japan, build brand awareness and develop initial or early stage market entry strategies. This cost effective, multi-stage program is an excellent way to initially gauge the level of institutional investor interest and subsequently gain further access to the market. It equally benefits those managers who are already actively marketing their funds in Japan.

We have created this program for those managers who are either targeting the Japanese investor market for the first



time, re-establishing investor relationships after an absence from the market, or looking to expand their current marketing and sales reach.

❑ HOW DOES IT WORK?

Stage 1 of our program consists of a twelve-month plan that leverages the contact base that Teneo has developed over seventeen years of business in Japan. Teneo and the asset manager enter into a service agreement for an initial one-year period, which later may be extended by mutual agreement on an annual basis. Teneo will on-board the asset manager's fund to the platform and send monthly or periodic updates and other information to the various institutions that make up our investor and intermediary universe in Japan. Complete documentation of the asset managers fund will be accessible by the institutional investors through password protected links and log-ins to the Global Fund Bank's data room provided by Teneo.

Should sufficient interest in a manager's investment strategy or fund arise, the manager may wish to consider the option of moving to Stage 2 of the Market Development Platform wherein Teneo coordinates a roadshow in Japan. Teneo and the manager then execute a supplemental agreement to cover these roadshows which may include a combination of one-on-one meetings and seminars.

Following a successful roadshow or series of such events, Teneo will discuss with the manager the potential for a full marketing and placement program for Japan. Stage 3 of our Market Development Platform will entail a separate negotiation and distribution agreement. In certain circumstances, we are open to moving directly from Stage 1 to Stage 3.

❑ WHAT IS THE MARKET DEVELOPMENT PLATFORM?

Teneo's Market Development Platform consists of a three stage program for penetrating the institutional investor base and developing the market in Japan.

The initial stage is our fund information portal and data room offering, called the Global Fund Bank. It involves the creation of a one page Japanese language summary of the fund which Teneo will produce and distribute to a specified list of institutional investors. Detailed information and documentation concerning the asset management firm and the fund will be provided separately via our password protected online portal that investors can access at their convenience.

The second stage consists of the planning and organization of roadshows in Tokyo. When a sufficient number of institutions indicate an interest in a particular strategy or fund, we will assist the manager by setting up one-on-one meetings as well as small scale seminars for targeted audiences.

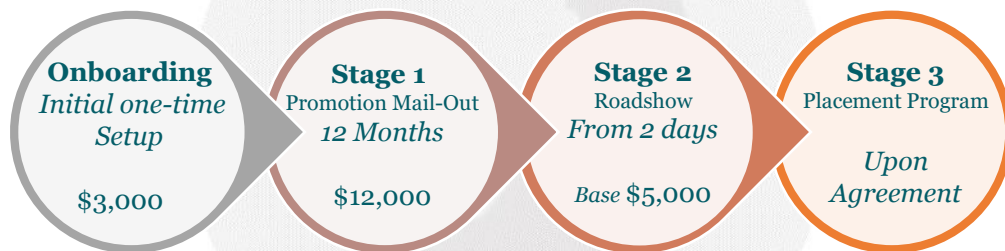
Stage 3 involves the active marketing of an asset manager and their fund in Japan. Once we identify a path for managers to raise assets from Japanese financial institutions, pensions or intermediaries, we will create a marketing plan to move from interest to investment.

❑ WHAT ARE THE PLATFORM REQUIREMENTS?

Teneo Partners Japan Limited is a fully licensed securities brokerage firm regulated by the Japan Financial Services Agency (FSA). We are a compliance driven organization and we vigorously guard our good standing with our regulator. Consequently, there are certain regulatory requirements that funds or asset managers must meet before we can agree to work together.

For any fund that issues Shares or Units, that fund must submit a private placement notification to the Kanto Finance Bureau of the Japan FSA prior to our conducting any introduction and solicitation activities on behalf of the fund. The notification is a fairly simple process designed to inform the regulator that a certain fund will be shown to investors in Japan on a private placement basis. For the avoidance of any doubt, material containing the fund name or performance information which is distributed to investors is considered to be a form of solicitation.

For any fund organized as a Limited Partnership, Teneo Partners may distribute fund information to potential limited partners without prior registration. General Partners should keep in mind however that depending on the category of the eventual Japanese LP's, the number of those LP's and the composition of the fund AUM, they may be required to register under the terms of Article 63 of the Financial Instruments and Exchange Act.



❑ WHAT IS THE VALUE PROPOSITION?

Our program enables asset managers to leverage the institutional relationships that Teneo has developed over the seventeen years it has been involved in the funds distribution business in Japan. For what is essentially the cost of a round-trip business ticket and a hotel stay in Tokyo, an asset manager can avail themselves of our Stage One promotional program.

We are able to extend and upgrade the program for further penetration of the Japanese investor market segments in a cost effective manner. For more information please contact Teneo Partners.



❑ WHAT ARE THE FEES?

Teneo Partners will initially charge a one-time annual fee to asset managers who wish to establish their Stage 1 program. The total fee will consist of an on-boarding fee of \$3,000 for preparing the Japanese language collateral material and an annual distribution fee of \$12,000.

Stage 2 fees will be comprised of a \$5,000 base fee per two day visit that will cover general planning and appointment arrangements surrounding the visit to Tokyo. Additional days, seminar room costs if applicable and any other expenses resulting from the specific program tailored for each asset manager will be charged separately.

Fees for a Stage 3 placement program are subject to individual negotiation between Teneo Partners and the asset manager.

Teneo Partners Japan Limited is licensed by the Japan Financial Services Agency as a Financial Instruments Business Operator authorized to deal in both Type 1 and Type 2 securities. Kanto Finance Bureau license number 2315.