[YOUR STREET]

[CITY], [STATE] [ZIP CODE]

[PHONE NUMBER]
[EMAIL ADDRESS]

**INVESTOR QUALIFICATION FORM**

*Please email or mail completed form to* ***[COMPANY NANE]*** *at the address above*

|  |  |  |  |
| --- | --- | --- | --- |
| Investor: |  | Spouse: |  |
| Address: |  | Address: |  |
| Phone: |  | Phone: |  |
| Fax: |  | Fax: |  |
| Email: |  | Email: |  |

I am/we would like to learn more about real estate investment opportunities with [COMPANY NAME]. ***I/we understand that, to invest with [COMPANY NAME], I/we must meet at least one of the criteria below. I/we each represent and warrant that I am/we are (an) accredited investor(s) pursuant to one or more of the following categories. (Please initial all categories that apply.)***

| **Initials** | **Basis of Qualification** |
| --- | --- |
|  | 1. A director, executive officer or general partner of Two Bridges.
 |
|  |  2. A natural person whose individual net worth (total tangible assets as currently valued less total liabilities) or joint net worth with spouse at time of purchase exceeds $1,000,000. Note: For these purposes, "total tangible assets" excludes the individual's primary residence and "total liabilities" excludes any related indebtedness secured by the primary residence up to its fair market value, but includes the amount of any such indebtedness in excess of that value.  |
|  | 3. A natural person who had an individual income in excess of $200,000 in each of the two most recent years, or joint income with spouse in excess of $300,000 in each of those years, and has a reasonable expectation of reaching the same level of income in the current year.  |
|  | 4. A corporation, limited liability company, partnership, tax-exempt organization (under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended) or Massachusetts or similar business trust (i) not formed for specific purpose of acquiring Securities and (ii) having total assets in excess of $5,000,000.  |
|  | 5. An entity that falls within one of the following categories of institutional accredited investors, set forth in 501(a) of Regulation D under the Securities Act of 1933, as amended (the "Securities Act") [***if you have marked this category, also mark which of the following items (a)-(i) describes you***:]   |
|  | a. A bank as defined in Section 3(a)(2) of the Securities Act, or any savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Securities Act whether acting in its individual or a fiduciary capacity.  |
|  | b. A broker/dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934.  |
|  | c. An insurance company as defined in Section 2(13) of the Securities Act.  |
|  | d. An investment company registered under the Investment Company Act of 1940 or a business development company as defined in Section 2(a)(48) of that act.  |
|  | e. A Small Business Investment Company licensed by the U.S. Small Business Administration under Section 301(c) or (d) of Small Business Investment Act of 1958.  |
|  | f. Any plan established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions for the benefit of its employees, if such plan has total assets in excess of $5,000,000.  |
|  | g. Any private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940.  |
|  | h. An employee benefit plan within the meaning of the Employee Retirement Income Security Act of 1974, if the investment decision is made by a plan fiduciary, as defined in Section 3(21) of such act, which is either a bank, a savings and loan association, an insurance company or a registered investment adviser, or if the employee benefit plan has total assets in excess of $5,000,000 or, if a self-directed plan, with investment decisions made solely by persons that are accredited investors.  |
|  | i. A trust, with total assets in excess of $5,000,000, not formed for the specific purpose of acquiring the securities offered, whose purchase is directed by a sophisticated person as described in Rule 506(b)(2)(ii) of Regulation D.  |
|  | 6. An entity in which all equity owners are accredited investors. |

I/we are interested in making an initial investment in the following amount. (Please initial as appropriate and insert specific amount presently contemplated for initial investment.)

**[EDIT AS APPROPRIATE FOR YOUR BUSINESS]**

\_\_\_ US $50,000 or more (Amount: US $\_\_\_\_\_\_\_\_\_\_\_\_\_)

\_\_\_ US $100,000 or more (Amount: US $\_\_\_\_\_\_\_\_\_\_\_\_\_)

\_\_\_ US $250,000 or more (Amount: US $\_\_\_\_\_\_\_\_\_\_\_\_\_)

\_\_\_ US $500,000 or more (Amount: US $\_\_\_\_\_\_\_\_\_\_\_\_\_)

\_\_\_ US $1,000,000 or more (Amount: US $\_\_\_\_\_\_\_\_\_\_\_\_\_)

***I/we understand that all real estate investments involve substantial risk of loss of some or all of my/our investment.*** My/our investment/risk preference is for (initial all that apply):

\_\_\_ Stabilized property with greater opportunity to receive immediate cash flow, relatively lower risk of losing my investment, and less opportunity for long-term capital appreciation.

\_\_\_ Value-play property with little or no opportunity to receive immediate cash flow, relatively higher risk of losing my investment, and greater opportunity for long-term capital appreciation.

**I/we understand that this is not an offer to sell or A solicitation of an offer to purchase an investment or security. This information relates to possible real estate investment opportunities for qualified purchasers who have established a substantive relationship with Two bridges Asset management LLC. Natural persons may qualify as investors by virtue of a pre-existing relationship and by proof of income or net worth.**

I/we hereby certify the statements above are true and correct.

|  |  |  |
| --- | --- | --- |
| Printed Name/Title | Signature | Date |
| \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |