

*Proprietary and Confidential*

than “A-1” by Standard & Poor’s Ratings Services or “P-1” by Moody’s Investors Service, Inc., or a comparable rating by a comparable rating agency, (iii) obligations of the United States or (iv) certificates of deposit issued by, or other deposit obligations of, commercial banks chartered by the United States, any state thereof, the District of Columbia, or any member nation of the European Union, each having, at the date of acquisition by the Partnership, combined capital and surplus of at least \$500,000,000 or the equivalent thereof, in each case maturing in one year or less at the time of investment by the Partnership.

<b>Third-Party Indemnifiers</b>	Any Person (other than the Partnership and the General Partner) that is legally or contractually obligated to make indemnification payments (or equivalent payments pursuant to an insurance policy or similar arrangement) to an Indemnatee.
<b>Transfer</b>	As set forth in 11.1.1.
<b>Transfer Expenses</b>	As set forth in 11.1.8.
<b>Treasury Regulations</b>	The regulations promulgated by the United States Department of the Treasury under the Code, as amended.
<b>Underlying Fund</b>	Glendower Capital Secondary Opportunities IV, LP, an English private fund limited partnership, together with any parallel funds and alternative investment vehicles formed in accordance with the limited partnership agreement of the Underlying Fund.
<b>Underlying Fund Defaulting Partner</b>	As set forth in 6.3.3.
<b>United States; U.S.</b>	The United States of America.