

Accredited Investor Questionnaire

If the Undersigned has checked the box below to indicate that it is an “accredited investor,” as such term is defined in Rule 501 promulgated by the Securities and Exchange Commission under the Securities Act of 1933 (the “Securities Act”), the Undersigned represents and warrants to the Acquiror, Merger Sub and the Surviving Corporation that it (i) is an “accredited investor,” as such term is defined in Rule 501 promulgated by the Securities and Exchange Commission under the Securities Act, (ii) is acquiring the Acquiror Common Stock for its own account, for investment purposes only, and not for, with a view to, or in connection with the resale or other distribution thereof, in whole or in part, (iii) has sufficient knowledge and experience in financial and business matters so as to be capable of evaluating the merits and risks of its investment in the Acquiror Common Stock and is capable of bearing the economic risks of such investment and (iv) has had an opportunity to ask questions of and receive answers from the Acquiror regarding the terms and conditions of the sale of the Acquiror Common Stock and the business, properties and financial condition of the Acquiror and its subsidiaries and to obtain any additional information requested. The Undersigned acknowledges and agrees that Acquiror Common Stock may not be sold, transferred or otherwise disposed of without registration under the Securities Act, except pursuant to an exemption from such registration available under the Securities Act.

If the Undersigned has checked the box below to indicate that it is “not an accredited investor,” as such term is defined in Rule 501 promulgated by the Securities and Exchange Commission under the Securities Act, the Undersigned represents and warrants to the Acquiror, Merger Sub and the Surviving Corporation that it is not an “accredited investor,” as such term is defined in Rule 501 promulgated by the Securities and Exchange Commission under the Securities Act.

Accredited Investor Status

- ☐ I am (or the entity I represent is) an “accredited investor,” as such term is defined in Rule 501 promulgated by the Securities and Exchange Commission under the Securities Act.
- ☐ No, I am (or the entity I represent is) NOT an “accredited investor,” as such term is defined in Rule 501 promulgated by the Securities and Exchange Commission under the Securities Act.

Date: _____

Holder Name: _____

Signature: _____

If Holder is an entity, please provide the name and title of the person signing on the entity’s behalf:

Name: _____

Title: _____