



Definitions

Operating Partnership means the entity which has a fee or leasehold interest in the Property and in which Freddie Mac proposes to acquire an indirect limited partner or member interest, as applicable.

Control means the power to manage, control or direct the decisions of an entity.

Conviction means any (a) judgment or any other determination of guilt of a criminal offense by any court of competent jurisdiction, whether entered upon a verdict or plea; or (b) any other resolution that is the functional equivalent of a judgment of guilt of a criminal offense, including probation before judgment and deferred prosecution. This includes nolo contendere (no contest) pleas, Alford pleas, and pardons not resulting in an expungement of the conviction. A disposition without the participation of a court is the functional equivalent of a judgment only if it includes an admission of guilt. Previous convictions that have been expunged by the date of this Principal Certificate will not be considered Convictions for purposes of completing this Principal Certificate.

Guarantor means any person or entity signing a guaranty related to Freddie Mac's equity investment regardless of any ownership interest in the Operating Partnership or in any other entity involved in the investment.

Operating Partnership Principal means (i) any person or entity that has Control of the Operating Partnership (i.e. the general partner or managing member of the Operating Partnership, the settlor (grantor) of a living or revocable trust, the trustee of an irrevocable trust), (ii) any Guarantor, and/or (iii) any person or entity that Freddie Mac determines to be an Operating Partnership Principal.

Instructions

Each Operating Partnership Principal must complete and sign a separate Operating Partnership Principal Certificate, Form 1115 - LIHTC Investments ("Principal Certificate").

Each Principal Certificate must be dated not more than 60 days prior to closing of the Operating Partnership.

Any Operating Partnership Principal that is formed after the date of this Principal Certificate must provide a new Principal Certificate as soon as possible after its formation. Please consult the syndicator if you have any questions concerning this Principal Certificate.

The Operating Partnership Principal must complete all Sections of this Principal Certificate and certify the accuracy of each answer and any explanations provided in the Schedule.

Refer to the Operating Partnership Certificate, Form 1115 - LIHTC Investments ("Certificate") for applicable parties.

Property Information

For the Property, please provide:

Name of Property

Street Address

City

County

State

Zip Code

Form Sections - Click to jump to section

Operating Partnership Principal Information and Certification

If you are submitting this Principal Certificate as or on behalf of an Operating Partnership Principal, complete all Sections and the Schedule, if applicable.

Section A: General Operating Partnership Principal Information

Name of Operating Partnership Principal

Street Address

City

County

State

Zip Code

Is Operating Partnership Principal an individual living outside of the U.S.?

☐ Yes ☐ No (If yes, please contact your lender)

Is Operating Partnership Principal a trust or other investment vehicle directly or indirectly controlled by or created on behalf of an Individual Retirement Account (IRA), pension fund, or other retirement investment fund?

☐ Yes ☐ No (If yes, please contact your lender)

If Operating Partnership Principal owns a direct interest in Operating Partnership, describe that ownership (general partner, managing member, joint venture partner, settlor, trustee, beneficiary) and list the percentage of Operating Partnership Principal's ownership _____ %

If Operating Partnership Principal is an entity complete the following:

Tax ID Number:

State of Formation:

Section B: Additional Operating Partnership Principal Information

Answer all parts of each question and complete the Schedule as necessary. If a question is not applicable, select "No" as answer.

1. Questions regarding criminal activity

- a. At any time prior to the date of this Certificate, has Operating Partnership Principal or any entity of which Operating Partnership Principal was/is a Principal been subject to a claim in any litigation or other proceeding (even if such claim has been settled) relating to (i) fraud, breach of fiduciary duty, breach of trust, or other similar claim, or (ii) money laundering, terrorist financing, terrorism or other similar claim, or been investigated by any governmental agency in connection with such a claim?
☐ Yes ☐ No (If Yes, complete Schedule, Item 1a)
- b. Within the 10 years prior to the date of this Certificate, has Operating Partnership Principal ever been Convicted of a felony, or is Operating Partnership Principal presently, to your knowledge, the subject of a complaint or indictment charging a felony?
☐ Yes ☐ No (If Yes, complete Schedule, Item 1b)

2. Questions regarding credit events that occurred within the 10 years prior to the date of this Certificate

- a. Has Operating Partnership Principal or any entity of which Operating Partnership Principal was/is a Principal been in default, involved in a foreclosure or been given relief by any lender, including Freddie Mac (i.e., by modification, workout, forbearance) under the terms of any mortgage loan, mezzanine loan, contract for deed or similar arrangement?
☐ Yes ☐ No (If Yes, complete Schedule, Item 2a)
- b. Has Operating Partnership Principal or any entity of which Operating Partnership Principal was/is a Principal been the subject of bankruptcy or insolvency proceedings?
☐ Yes ☐ No (If Yes, complete Schedule, Item 2b)
- c. Has Operating Partnership Principal or any entity of which Operating Partnership Principal was/is a Principal been a guarantor (including a recourse carve-out guarantor) of a loan where the lender tried to recover, made a demand or otherwise enforced their rights under your guaranty (even if lender was not successful)?
☐ Yes ☐ No (If Yes, complete Schedule, Item 2c)
- d. Has Operating Partnership Principal or any of its subsidiaries ever been subject to a tax credit recapture or is there currently an unresolved IRS Form 8823?
☐ Yes ☐ No (If Yes, complete Schedule, Item 2d)

3. Questions regarding regulatory compliance and litigation

- a. Within the 10 years prior to the date of this Certificate, has Operating Partnership Principal or any entity of which Operating Partnership Principal was/is a Principal been suspended, barred or otherwise restricted by any department or agency of the federal government or any state government from doing business with such department or agency?
☐ Yes ☐ No (If Yes, complete Schedule, Item 3a)
- b. Within the 10 years prior to the date of this Certificate, has Operating Partnership Principal been (i) the subject of an adverse ruling or finding in any criminal or civil proceeding instituted by any regulatory or governmental agency, regardless of appeal status, (ii) a party to a settlement that required an admission of guilt or liability, or the payment of a fine by Operating Partnership in any criminal or civil proceeding instituted by any regulatory or governmental agency, regardless of appeal status, or (iii) otherwise under investigation by any governmental agency for a criminal or civil violation?
☐ Yes ☐ No (If Yes, complete Schedule, Item 3b)
- c. As of the date of this Principal Certificate, to your knowledge, is Operating Partnership Principal or any entity of which Operating Partnership Principal was/is a Principal involved in any pending or current criminal or civil proceeding instituted by any governmental agency, or otherwise under investigation by any governmental agency for a criminal or civil violation?
☐ Yes ☐ No (If Yes, complete Schedule, Item 3c)
- d. Within the 10 years prior to the date of this Principal Certificate, have there been any judgments (including current outstanding judgments) against Operating Partnership Principal or an entity of which Operating Partnership Principal was/is a Principal (even if discharged or settled)?
☐ Yes ☐ No (If Yes, complete Schedule, Item 3d)
- e. Within the 10 years prior to the date of this Principal Certificate, has Operating Partnership Principal or an entity of which Operating Partnership Principal was/is a Principal been named as a defendant or the subject of a counterclaim or otherwise subject to any claims in a lawsuit where the associated settlement or judgment was not fully paid by insurance (not including deductibles), regardless of appeal status?
☐ Yes ☐ No (If Yes, complete Schedule, Item 3e)
- f. As of the date of this Principal Certificate, is the Operating Partnership Principal or an entity of which the Operating Partnership Principal was/is a Principal been named as a defendant or the subject of a counterclaim or otherwise subject to any claims in a lawsuit where the associated settlement or judgment would not be fully paid by insurance (not including deductibles)?
☐ Yes ☐ No (If Yes, complete Schedule, Item 3f)

4. Question regarding Operating Partnership Principal structure

- a. If Operating Partnership Principal is an entity, as of the date of this Principal Certificate are there any outstanding pledges of direct or indirect interests in Operating Partnership Principal?
☐ Yes ☐ No ☐ N/A (If Yes, complete Schedule, Item 4a)

Section C: Certification of Operating Partnership Principal

To induce Freddie Mac to acquire an indirect limited partner or member interest in the Operating Partnership, I hereby [check applicable capacity]

☐ for myself, or

☐ on behalf of the undersigned entity

(1) that if Operating Partnership Principal is an entity, I am a duly authorized representative and (2) that each of the statements made in this Principal Certificate and all information provided on the attached Schedule true, complete and correct to the best of my knowledge and belief, and are made in good faith, and I represent that the Property will not be used for any illegal or restricted purposes.

By electronically signing this Form, I acknowledge that my Electronic Signature on this Form shall be as binding, valid and enforceable as my original written signature on a paper original of this Form, and that the software and processes involved in producing this Electronic Signature are in compliance with the federal Electronic Signatures in Global and National Commerce Act of 2000 and the Uniform Electronic Transactions Act of 1999.

Name of Operating Partnership Principal

Authorized Signature

Date

Typed Name of Signer

Title of Signer (if Operating Partnership Principal is an entity)

Schedule - Additional Operating Partnership Principal Information Supplement

Operating Partnership Principal must supplement the answer to each question answered "Yes" in Section B of the Principal Certificate. Attach separate sheets to provide the following information:

Item 1a (Question 1a): For each claim and/or, proceeding and/or investigation, provide

- Date of filing
- Location of case
- Nature of claim or proceeding
- If under investigation by a governmental agency, provide name of agency
- Status of case
- Attach paper copy of any final decision or settlement agreement

Item 1b (Question 1b): A felony is defined as any offense punishable by imprisonment for a term exceeding one year but does not include any offense classified as a misdemeanor under the laws of a state and punishable by imprisonment of two years or less. For each qualifying felony offense, provide

- Date of Conviction, complaint and/or indictment
- Nature of Conviction, complaint and/or indictment (together with detailed description of circumstances that gave rise to the Conviction, complaint and/or indictment)
- Location of Conviction, complaint and/or indictment
- Status of Conviction, complaint and/or indictment
- If resolved, describe resolution

Item 2a (Question 2a): For each loan, list

- Project name and address
- Loan amount
- If with Freddie Mac, provide Freddie Mac loan number
- Ownership role and interest in the project
- Type and source of financing and any subsidy
- Full description of default, mortgage relief (modification, workout, forbearance) or foreclosures of any loan secured by the project
- Current status (if resolved, describe resolution)

Item 2b (Question 2b): For each bankruptcy or insolvency proceeding, provide

- Date of filing
- Location of case
- Type of case (e.g., Chapter 7, 11, 13)
- Disposition of case and date of disposition (attach a paper copy of discharge to form)
- Evidence that debts not discharged in the proceeding have been paid
- Explanation of circumstances resulting in the filing of the petition

Item 2c (Question 2c): For each recovery, demand or other type of enforcement proceeding under any guaranty, provide

- Name of Lender
- Date that the loan was made, the address of the Property and amount of loan
- Was the demand against guarantor full recourse or loss or damage
- What was recourse event that gave rise to the demand
- Detailed description of claim made against guarantor
- If guarantor and lender have entered into a settlement:
- Conditions of settlement (i.e., describe settlement agreement)
- If there is an outstanding judgment, your plan for payment and satisfaction
- If not settled, provide status

Item 2d (Question 2d): For each tax credit recapture or an unresolved IRS Form 8823, provide

- Name and address of the Property
- Name of Operating Partnership
- Name of syndicator
- Name of tax credit equity investor
- What was the reason that gave rise to the recapture or unresolved IRS Form 8823
- Detailed description of the activities or actions before, during and after either event
- Did any litigation ensue
- Detailed description of litigation including resolution of litigation
- If there is an outstanding judgment, plan for payment and satisfaction
- If not settled, provide status

Item 3a (Question 3a): For each governmental proceeding, provide

- Name of agency or government department
- Date of proceeding
- Description of nature of proceeding
- Resolution of proceeding
- Attach a paper copy of any final decision or findings

Item 3b, 3c (Question 3b, 3c): For each proceeding, violation, investigation, provide

- Date of proceeding, violation or investigation
- Nature of proceeding, violation or investigation
- Agency that issued the proceeding/violation or performed the investigation
- Status of proceeding, violation or investigation
- If resolved, describe resolution and/or remediation

Item 3d (Question 3d): For each judgment, provide

- Date and amount of judgment
- Name of Judgment Debtor
- Action that gave rise to the judgment
- If the judgment has been satisfied/discharged
- Conditions of discharge/settlement (i.e., describe settlement agreement)
- If there is an outstanding judgment, your plan for payment and satisfaction

Item 3e (Question 3e): For each qualifying litigation matter, provide

- Date of filing
- Location of case
- Type of case (e.g., negligence, tort, etc.)
- Status of case
- Any outstanding amounts from settlements or judgments

Item 3f (Question 3f): For each qualifying pending/existing litigation, provide

- Date of filing
- Location of case
- Type of case (e.g., negligence, tort, etc.)
- Status of case
- Amount of damages claimed

Item 4a (Question 4a): Provide a detailed description of the pledge, including the identity of the pledgee and the amount/nature of the debt secured by the pledge