



**B:Side Capital and B:Side Fund
Confidentiality/Conflict of Interest Agreement**

Loan Review Committee Policy:

As a member of a Loan Review Committee, I will receive confidential information about B:Side Capital's and/or B:Side Fund's "Applicants" (borrowers, operating companies, guarantors or related persons) including, but not limited to, financial information.

I agree NOT to divulge any information received as a member of the Loan Review Committee, except among committee members or with the directors, officers or staff of B:Side Capital or B:Side Fund, NOR will I use the confidential information for my benefit.

A conflict of interest may arise when I have business dealings with, am personally acquainted with, or am affiliated with an Applicant. In these instances, I agree to notify B:Side Capital/B:Side Fund in writing of the potential conflict and agree to abstain from voting.

A conflict of interest may also arise when a loan is presented for consideration by the Lender for which I am employed on a full or part-time basis, or any affiliated organization of the Lender for which I am employed on a full or part-time basis. In these instances, I agree to abstain from voting.

I agree to abide by this confidentiality/conflict of interest agreement.

Signature: _____

Print Name: _____

Date: _____