Jefferies LLC Disclosure Statement

The U.S. Securities and Exchange Commission requires anyone who refers any person to a registered investment adviser or for an investment in a private fund managed by the investment adviser to provide a written disclosure statement to prospective clients. The investment adviser (the "Adviser") and Jefferies LLC ("Placement Agent") have entered into a written agreement (the "Agreement") through which Placement Agent may provide an endorsement of Adviser or Adviser's private funds. The Placement Agent is not itself a current investment advisory client or an investor in any investment products advised by the Adviser; however, one or more affiliates of the Placement Agent may be an investor in a private fund managed by the Adviser or have other business relationships with the Adviser as described below. Any such indirect benefit is not for purposes of providing an endorsement of Adviser or Adviser's private funds.

Compensation to Placement Agent

Under the Agreement, Placement Agent does not directly receive any cash or non-cash compensation if you invest in a private fund managed by the Adviser. However, Placement Agent and its affiliates have agreements for other services related to the private fund for which the Placement Agent's affiliates are compensated. The compensation paid to affiliates of Placement Agent may be paid by the Adviser or the private fund and may be based on your investment in the private fund or the activities of the adviser or the private fund. Any indirect compensation paid by the private fund or the Adviser will not increase the fees you pay the Adviser.

Conflict of Interest

Due to the nature and amount of the compensation to be received Placement Agent or its affiliates in connection with your selection of the Adviser's private funds for an investment, Placement Agent will be incentivized to recommend the Adviser's private funds and services to you over the investment management services of other investment advisers. Depending on the types of services and terms of the compensation arrangement, Placement Agent's affiliates could receive a higher compensation if you chose to invest in a

private fund recommended by Placement Agent than what may be payable to Placement Agent's affiliate if you selected a fund managed by other investment advisers. This presents a conflict of interest for Placement Agent, in referring you to private funds managed by the Adviser.