FORM ADV

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPORTING ADVISERS

Pr	rimary Business Name: MBK MANAGEMENT, INC.	CRD Number: 162929
Ot	ther-Than-Annual Amendment - All Sections	Rev. 10/202
4/	/11/2024 12:59:02 PM	
	VARNING: Complete this form truthfully. False statements or omissions may result in denial of your application, revocation of your reg prosecution. You must keep this form updated by filing periodic amendments. See Form ADV General Instruction 4.	istration, or criminal
Ite	em 1 Identifying Information	
	esponses to this Item tell us who you are, where you are doing business, and how we can contact you. If you are filing an <i>umbrella re</i> Information in Item 1 should be provided for the <i>filing adviser</i> only. General Instruction 5 provides information to assist you with filing an	•
A	Your full legal name (if you are a sole proprietor, your last, first, and middle names): MBK MANAGEMENT, INC.	
В	 (1) Name under which you primarily conduct your advisory business, if different from Item 1.A. MBK MANAGEMENT, INC. 	
	List on Section 1.B. of Schedule D any additional names under which you conduct your advisory business.	
	(2) If you are using this Form ADV to register more than one investment adviser under an <i>umbrella registration</i> , check this box \Box	
	If you check this box, complete a Schedule R for each relying adviser.	
С	If this filing is reporting a change in your legal name (Item 1.A.) or primary business name (Item 1.B.(1)), enter the new name and name change is of your legal name or your primary business name:	specify whether the
D	 (1) If you are registered with the SEC as an investment adviser, your SEC file number: (2) If you report to the SEC as an exempt reporting adviser, your SEC file number: 802-124860 (3) If you have one or more Central Index Key numbers assigned by the SEC ("CIK Numbers"), all of your CIK numbers: No Information Filed 	
E	(1) If you have a number ("CRD Number") assigned by the FINRA's CRD system or by the IARD system, your CRD number: 162929	
	If your firm does not have a CRD number, skip this Item 1.E. Do not provide the CRD number of one of your officers, employees, or affilia	ites.
	(2) If you have additional <i>CRD</i> Numbers, your additional <i>CRD</i> numbers: No Information Filed	
F.	(1) Address (do not use a P.O. Box): Number and Street 1: SUITE 3508-12, TWO INTERNATIONAL FINANCE CENTRE City: State: Country: City: HONG KONG State: Country: List on Section 1.F. of Schedule D any office, other than your principal office and place of business, at which you conduct investment you are applying for registration, or are registered, with one or more state securities authorities, you must list all of your offices in twhich you are applying for registration or with whom you are registered. If you are applying for SEC registration, if you are registered if you are reporting to the SEC as an exempt reporting adviser, list the largest twenty-five offices in terms of numbers of employees most recently completed fiscal year.	t advisory business. If the state or states to d only with the SEC, or
	 (2) Days of week that you normally conduct business at your principal office and place of business: Monday - Friday Other: Normal business hours at this location: 9:00AM - 5:00PM (3) Telephone number at this location: (852) 2296 0000 	

(5) What is the total number of offices, other than your principal office and place of business, at which you conduct investment advisory business as of

(4) Facsimile number at this location, if any:

(852) 2297 0038

	the end of your most re 0	ecently completed fiscal year?				
G.	Mailing address, if different	from your principal office and place of	f business address:			
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	If this address is a private	residence, check this box: \square				
Ⅎ.	If you are a sole proprietor	r, state your full residence address, if	different from your principal	office and place of business address in Item 1.F.:		
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	Do you have one or more v LinkedIn)?	vebsites or accounts on publicly avails	able social media platforms ((including, but not limited to, Twitter, Facebook and		No
	If a website address serves addresses for all of the other available social media platfor	as a portal through which to access ot r information. You may need to list mo	her information you have pub ore than one portal address. Do ent. Do not provide the individ	ly available social media platforms on Section 1.1. of So lished on the web, you may list the portal without listi o not provide the addresses of websites or accounts or lual electronic mail (e-mail) addresses of employees or	ing n publi	
J.	Chief Compliance Officer					
	(1) Provide the name and c	contact information of your Chief Com Compliance Officer, if you have one. If		exempt reporting adviser, you must provide the contact 1.K. below.	tact	
	Name:		Other titles, if any:			
	Telephone number:		Facsimile number, if any:			
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) ad	dress, if Chief Compliance Officer has	one:			
	-	pany Act of 1940 that you advise for nber (if any):		ou, a <i>related person</i> or an investment company regis		i
<.		act Person: If a person other than th may provide that information here.	e Chief Compliance Officer is	s authorized to receive information and respond to o	μesti	ons
	Name:		Titles:			
	Telephone number:		Facsimile number, if any:			
	Number and Street 1:		Number and Street 2:			
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) ad	dress, if contact person has one:				
_•	•	all of the books and records you are r our principal office and place of business	·	on 204 of the Advisers Act, or similar state law,	o o	No ⊙
	If "yes," complete Section 1.	.L. of Schedule D.			Vas	. No
VI.	Are you registered with a f	foreign financial regulatory authority?			0	•
	•	registered with a foreign financial regula ," complete Section 1.M. of Schedule D	3	ave an affiliate that is registered with a foreign financia	1	
					Yes	No
٧.	Are you a public reporting of	company under Sections 12 or 15(d)	of the Securities Exchange A	ct of 1934?	\circ	\odot
					Yes	No
Э.	•	more in assets on the last day of your mate amount of your assets: \$10 billion	r most recent fiscal year?		0	•

510 billion to less than \$50 billion

	C \$50 billion or more
	For purposes of Item 1.0. only, "assets" refers to your total assets, rather than the assets you manage on behalf of clients. Determine your total assets using
	the total assets shown on the balance sheet for your most recent fiscal year end.
P.	Provide your <i>Legal Entity Identifier</i> if you have one:
	A legal entity identifier is a unique number that companies use to identify each other in the financial marketplace. You may not have a legal entity identifier.
SEC	TION 1.B. Other Business Names
	No Information Filed
SEC ⁻	TION 1.F. Other Offices
	No Information Filed
SEC	TION 1.I. Website Addresses
lim	t your website addresses, including addresses for accounts on publicly available social media platforms where you control the content (including, but not ited to, Twitter, Facebook and/or LinkedIn). You must complete a separate Schedule D Section 1.I. for each website or account on a publicly available sial media platform.
Add	dress of Website/Account on Publicly Available Social Media Platform: HTTP://WWW.MBKPARTNERSLP.COM
SEC	TION 1.L. Location of Books and Records
	No Information Filed
SEC	TION 1.M. Registration with Foreign Financial Regulatory Authorities
	No Information Filed
Item	n 2 SEC Registration/Reporting
SEC	C Reporting by Exempt Reporting Advisers
B.	Complete this Item 2.B. only if you are reporting to the SEC as an exempt reporting adviser. Check all that apply. You:
	☐ (1) qualify for the exemption from registration as an adviser solely to one or more venture capital funds, as defined in rule 203(I)-1;
	qualify for the exemption from registration because you act solely as an adviser to <i>private funds</i> and have assets under management, as defined in rule 203(m)-1, in the United States of less than \$150 million;
	act solely as an adviser to <i>private funds</i> but you are no longer eligible to check box 2.B.(2) because you have assets under management, as defined in rule 203(m)-1, in the United States of \$150 million or more.

SECTION 2.B. Private Fund Assets

If you check Item 2.B.(2) or (3), what is the amount of the *private fund* assets that you manage?

If you check box (2) or (3), complete Section 2.B. of Schedule D.

\$ O

NOTE: "Private fund assets" has the same meaning here as it has under rule 203(m)-1. If you are an investment adviser with its principal office and place of business outside the United States only include private fund assets that you manage at a place of business in the United States.

Item 3 Form of Organization

If you are filing an umbrella registration, the information in Item 3 should be provided for the filing adviser only.

Α.		are you organized?	
	⊙	Corporation	
	0	Sole Proprietorship	
	0	Limited Liability Partnership (LLP)	
	0	Partnership	
	~	Limited Liability Company (LLC)	
	-	Limited Partnership (LP)	
	О		
	0	Other (specify):	
	If yo	ou are changing your response to this Item, see Part 1A Instruction 4.	
B.		hat month does your fiscal year end each year? EMBER	
C.		er the laws of what state or country are you organized?	
	Sta	Cayman Islands	
	nam	ou are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor, provide the ne of the state or country where you reside. Out are changing your response to this Item, see Part 1A Instruction 4.	
Iter	n 6 O	ther Business Activities	
In t	his It	em, we request information about your firm's other business activities.	
Α.	You	are actively engaged in business as a (check all that apply):	
		(1) broker-dealer (registered or unregistered)	
		(2) registered representative of a broker-dealer	
		(3) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)	
		(4) futures commission merchant	
	-	(5) real estate broker, dealer, or agent	
		(6) insurance broker or agent(7) bank (including a separately identifiable department or division of a bank)	
	_	(8) trust company	
	-	(9) registered municipal advisor	
		(10) registered security-based swap dealer	
	_	(11) major security-based swap participant	
	_	(12) accountant or accounting firm	
		(13) lawyer or law firm(14) other financial product salesperson (specify):	
	If yo	ou engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Schedule D.	
		Yes	s No
B.	(1)	Are you actively engaged in any other business not listed in Item 6.A. (other than giving investment advice)?	•
	(2)	If yes, is this other business your primary business?	
		If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provide that name.	
			s No
	(3)		
	(3)		
		If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provide that name.	
SEC	TION	I 6.A. Names of Your Other Businesses	
0			

No Information Filed

SECTION 6.B.(2) Description of Primary Business

Describe your primary business (not your investment advisory business):

If you engage in that business under a different name, provide that name:

SEC	TION 6.B.(3) Description of Other Products and Services
De	scribe other products or services you sell to your <i>client</i> . You may omit products and services that you listed in Section 6.B.(2) above.
lf <u>y</u>	ou engage in that business under a different name, provide that name:
l ter	n 7 Financial Industry Affiliations
	this Item, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interest may ur between you and your <i>clients</i> .
Α.	This part of Item 7 requires you to provide information about you and your related persons, including foreign affiliates. Your related persons are all of your advisory affiliates and any person that is under common control with you.
	You have a <i>related person</i> that is a (check all that apply): (1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)
	 (2) other investment adviser (including financial planners) (3) registered municipal advisor (4) registered security-based swap dealer
	 (5) major security-based swap participant (6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (7) futures commission merchant (8) banking or thrift institution
	 (8) banking or thrift institution (9) trust company (10) accountant or accounting firm
	(11) lawyer or law firm (12) insurance company or agency
	 (13) pension consultant (14) real estate broker or dealer
	(15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles
	Note that Item 7.A. should not be used to disclose that some of your employees perform investment advisory functions or are registered representatives of a broker-dealer. The number of your firm's employees who perform investment advisory functions should be disclosed under Item 5.B.(1). The number of your firm's employees who are registered representatives of a broker-dealer should be disclosed under Item 5.B.(2).
	Note that if you are filing an umbrella registration, you should not check Item 7.A.(2) with respect to your relying advisers, and you do not have to complete Section 7.A. in Schedule D for your relying advisers. You should complete a Schedule R for each relying adviser.
	For each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Section 7.A. of Schedule D.
	You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person in connection with advisory services you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the related person, and the related person does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) you have no reason to believe that your relationship with the related person otherwise creates a conflict of interest with your clients.
	You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provide to your clients (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act.
SEC	TION 7.A. Financial Industry Affiliations
Cor	mplete a separate Schedule D Section 7.A. for each <i>related person</i> listed in Item 7.A.
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS GP III, L.P.
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS GP III, L.P.
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)
	or Other
4.	Related Person's (a) CRD Number (if any):
	(b) CIK Number(s) (if any):

5.	Related Person is: (check all that apply) (a)		
	(p) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
6.	Do you control or are you controlled by the related person?	Yes	
0.		0	
7.	Are you and the related person under common control?	\odot	C
8.	(a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i>?(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the	0	
	presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required		
	to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ? (c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: Number 2:	asse	ets
	City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box:	Yes	N
9.	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?(b) If the answer is yes, under what exemption?	0	C
10.	 (a) Is the <i>related person</i> registered with a <i>foreign financial regulatory authority</i>? (b) If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register. No Information Filed 	C red.	Œ
11.	Do you and the related person share any supervised persons?	•	C
12.	Do you and the <i>related person</i> share the same physical location?	0	6
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS MANAGEMENT CONSULTING (SHANGHAI) CO., LTD., BEIJING BRANCH		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS MANAGEMENT CONSULTING (SHANGHAI) CO., LTD., BEIJING BRANCH		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a) broker-dealer, municipal securities dealer, or government securities broker or dealer		

(b) $m{arepsilon}$ other investment adviser (including financial planners)

	(c) ☐ registered municipal advisor(d) ☐ registered security-based swap dealer		
	 (e) major security-based swap participant (f) commodity pool operator or commodity trading advisor (whether registered or exempt from registration) 		
	(f) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)(g) futures commission merchant		
	(h) banking or thrift institution		
	(i) □ trust company(j) □ accountant or accounting firm		
	(j) accountant or accounting firm(k) lawyer or law firm		
	(I) insurance company or agency		
	(m) pension consultant		
	 (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles 		
	(p) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
6.	Do you control or are you controlled by the related person?	Yes ©	
7.	Are you and the related person under common contro?	0	•
8.	(a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i>?(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the	0	
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients</i>	'asse	ets:
	Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box: \square		
9	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes	
,,	(b) If the answer is yes, under what exemption?	0	٠
10.	(a) Is the related person registered with a foreign financial regulatory authority?	0	⊙
	(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registe No Information Filed	red.	
11.	Do you and the related person share any supervised persons?	•	0
12.	Do you and the related person share the same physical location?	0	•
1.	Legal Name of <i>Related Person</i> :		
	MBK PARTNERS K.K.		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS K.K.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	- or		
	Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any):		
	No Information Filed		
5	Related Person is: (check all that apply)		
	(a) Droker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b) other investment adviser (including financial planners)		
	(c) registered municipal advisor (d) registered security-based swap dealer		
	(e) amajor security-based swap dealer		
	(f) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g) futures commission merchant(h) banking or thrift institution		
	-		

	(i)	Trust company		
	(j)	accountant or accounting firm		
	` ,	lawyer or law firm		
		insurance company or agency		
		pension consultant real estate broker or dealer		
	` ,	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
		sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
			Yes	No
6.	Do y	you control or are you controlled by the related person?	\odot	\circ
_				
1.	Are (you and the related person under common control?	0	⊙
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the	0	0
		presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	~	~
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients'	asse	ets:
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box:		
			Yes	No
9.	(a)	If the related person is an investment adviser, is it exempt from registration?	\circ	\odot
	(b)	If the answer is yes, under what exemption?		
10	(-)			
10.		Is the related person registered with a foreign financial regulatory authority? If the answer is vess list the name and country, in English of each foreign financial regulatory authority with which the related person is registed.	_	⊙
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register. No Information Filed	eu.	
11.	Do y	you and the related person share any supervised persons?	•	0
12.	Do y	you and the <i>related person</i> share the same physical location?	\circ	\odot
	MBK	A Name of <i>Related Person</i> : E PARTNERS SPECIAL SITUATIONS LIMITED		
2.		nary Business Name of <i>Related Person</i> : PARTNERS SPECIAL SITUATIONS LIMITED		
3.	Rela	nted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	- or			
	or Othe	er er		
4.		nted Person's		
	(a)	CRD Number (if any):		
	(b)	CIK Number(s) (if any):		
		No Information Filed		
5.	Rela	ated Person is: (check all that apply)		
	(a)	broker-dealer, municipal securities dealer, or government securities broker or dealer		
	` '	other investment adviser (including financial planners)		
	` ,	registered municipal advisor		
	` ,	registered security-based swap dealer major security-based swap participant		
	(e) (f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(I) (g)	futures commission merchant		
		□ banking or thrift institution		
	(i)	□ trust company		
	(j)	accountant or accounting firm		
		lawyer or law firm		
	(l)	insurance company or agency		
	• • •	pension consultant		

	(p) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
		Yes	No
6.	Do you control or are you controlled by the related person?	•	0
7.	Are you and the related person under common control?	0	•
8.	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required		0
	to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person?</i> (c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients</i> Number and Street 1: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:	s'asse Yes	
9.	(a) If the related person is an investment adviser, is it exempt from registration?		⊙
	(b) If the answer is yes, under what exemption?		
10.	(a) Is the <i>related person</i> registered with a <i>foreign financial regulatory authority</i> ? (b) If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register.	⊙ ered.	0
	Name of Country/English Name of Foreign Financial Regulatory Authority		
11.	Other - FINANCIAL SERVICES COMMISSION . Do you and the <i>related person</i> share any <i>supervised persons</i> ?	•	0
12.	2. Do you and the <i>related person</i> share the same physical location?	0	•
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS GP IV, L.P.		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS GP IV, L.P.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
	Related Person is: (check all that apply)		
	(a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer (b) □ other investment adviser (including financial planners) (c) □ registered municipal advisor (d) □ registered security-based swap dealer (e) □ major security-based swap participant (f) □ commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (g) □ futures commission merchant (h) □ banking or thrift institution (i) □ trust company (j) □ accountant or accounting firm (k) □ lawyer or law firm (l) □ insurance company or agency (m) □ pension consultant (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) ▼ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
6.		Yes	
		8	100

7.	Are you and the related person under common control?	•	0
8.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	ed	0
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your client	ıts' ass	ets:
	Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box: \Box		
9.	(a) If the related person is an investment adviser, is it exempt from registration?		s No
9 .	(b) If the answer is yes, under what exemption?	0	0
	(b) If the driswer is yes, under what exemption.		
10.	. (a) Is the related person registered with a foreign financial regulatory authority?	0	•
	(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is regis No Information Filed	stered.	
11.	. Do you and the <i>related person</i> share any <i>supervised persons</i> ?	•	0
12.	. Do you and the <i>related person</i> share the same physical location?	0	•
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS SPECIAL SITUATIONS GP II, L.P.		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS SPECIAL SITUATIONS GP II, L.P.		
	MIDIC PARTNERS SPECIAL SITUATIONS OF 11, E.F.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	- Or		
	Other		
4.	Related Person's		
T.	(a) CRD Number (if any):		
	(b) CIV Number(c) (if any).		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply)		
	(a) D broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b) other investment adviser (including financial planners)		
	(c) □ registered municipal advisor (d) □ registered security-based swap dealer		
	(e) \square major security-based swap participant		
	(f) \square commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g) ull futures commission merchant(h) ull banking or thrift institution		
	(i) \square trust company		
	(j) accountant or accounting firm		
	(k) \square lawyer or law firm (l) \square insurance company or agency		
	(m) pension consultant		
	(n) real estate broker or dealer		
	 (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles 		
		Yes	s No
6.	Do you control or are you controlled by the related person?	0	•
7.	Are you and the related person under common control?	_	
' .	The year and the related person and common common	•	0
8.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not require	ed	0

to obtain a surprise examination for your *clients'* funds or securities that are maintained at the *related person*?

	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients's</i> Number and Street 1: City: State: Number and Street 2: Country: ZIP+4/Postal Code:	asse	ets:
		If this address is a private residence, check this box: \square	Yes	No
9.	(a)	If the related person is an investment adviser, is it exempt from registration?	O	
	(b)	If the answer is yes, under what exemption?	~	~
10	(0)	In the related person registered with a foreign financial regulatory authority?	_	_
10.		Is the related person registered with a foreign financial regulatory authority? If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered.	C ed.	•
11.	Do y	No Information Filed you and the <i>related person</i> share any <i>supervised persons</i> ?	•	0
12	Do v	you and the <i>related person</i> share the same physical location?		
12.		you and the related person share the same physical location.	0	•
1.	_	al Name of <i>Related Person</i> : K PARTNERS GP VI, L.P.		
2.		nary Business Name of <i>Related Person</i> : K PARTNERS GP VI, L.P.		
3.	Rela	ated Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or			
	Oth	er		
4.		ated Person's CRD Number (if any):		
	(a)			
	(b)	CIK Number(s) (if any): No Information Filed		
5.	(a) (b) (c)	ated Person is: (check all that apply) broker-dealer, municipal securities dealer, or government securities broker or dealer other investment adviser (including financial planners) registered municipal advisor		
	(d) (e)	registered security-based swap dealer major security-based swap participant		
	(f) (g)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant		
	(h) (i)	banking or thrift institution trust company		
	(j) (k)	accountant or accounting firm lawyer or law firm		
	(I)	insurance company or agency		
	(m) (n)	pension consultant real estate broker or dealer		
	(o)	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	Yes	No
6.	Do y	you control or are you controlled by the related person?	0	•
7.	Are	you and the related person under common control?	•	0
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ?	Ö	
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients's</i> Number and Street 1: Number 2:	asse	ets:
		City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
			Yes	
9.	(a)	If the related person is an investment adviser, is it exempt from registration?	0	0

	(b)	If the answer is yes, under what exemption?		
		Is the <i>related person</i> registered with a <i>foreign financial regulatory authority</i> ? If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is registered.	O ed.	0
11.	Do y	No Information Filed you and the <i>related person</i> share any <i>supervised persons</i> ?	•	,
			•	
12.	Do y	you and the <i>related person</i> share the same physical location?	0	•
	_	al Name of <i>Related Person</i> : PARTNERS GP V, L.P.		
		pary Business Name of <i>Related Person</i> :		
	MBK	PARTNERS GP V, L.P.		
3.	Rela: -	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Othe	er		
4.		ted Person's CRD Number (if any):		
	(b)	CIK Number(s) (if any): No Information Filed		
	(a) (b) (c) (d) (e) (f) (g) (h) (i) (j) (k) (l) (m) (o) (p)	real estate broker or dealer sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles sponsor, general partner, managing member (or equivalent) of pooled investment vehicles Y	∕es ○	
			o ⊚	
	, ,			
			O O asse	C
		If this address is a private residence, check this box:		_
9.	(a)		res O	N
		If the answer is yes, under what exemption?	~	
10.		Is the <i>related person</i> registered with a <i>foreign financial regulatory authority</i> ? If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is registere. No Information Filed	O ed.	•

12.	Do you and the <i>related person</i> share the same physical location?	0	•
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS SPECIAL SITUATIONS GP I, L.P.		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS SPECIAL SITUATIONS GP I, L.P.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a) Doroker-dealer, municipal securities dealer, or government securities broker or dealer (b) Doroker-dealer (including financial planners) (c) Possible for the properties of the pro		
	 (d) ☐ registered security-based swap dealer (e) ☐ major security-based swap participant (f) ☐ commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (g) ☐ futures commission merchant (h) ☐ banking or thrift institution (i) ☐ trust company 		
	 (j) □ accountant or accounting firm (k) □ lawyer or law firm (l) □ insurance company or agency (m) □ pension consultant (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) ▼ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles 		
6.		Yes	
7.	Are you and the <i>related person</i> under common <i>control</i> ?	•	0
8.	 (a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i>? (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i>' funds or securities that are maintained at the <i>related person</i>? 	0	_
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:	asse	ets:
		Yes	No
9.	(a) If the related person is an investment adviser, is it exempt from registration?(b) If the answer is yes, under what exemption?	0	0
10.	(a) Is the related person registered with a foreign financial regulatory authority?(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is register		•
11.	No Information Filed Do you and the <i>related person</i> share any <i>supervised persons</i> ?	•	0
12.	Do you and the <i>related person</i> share the same physical location?	0	•

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11. Do you and the *related person* share any *supervised persons*?

1.	MBK PARTNERS GP II, L.P.		
	Primary Business Name of <i>Related Person</i> : MBK PARTNERS GP II, L.P.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a)		
	 (h) □ banking or thrift institution (i) □ trust company (j) □ accountant or accounting firm (k) □ lawyer or law firm (l) □ insurance company or agency (m) □ pension consultant (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles 		
6.	Do you control or are you controlled by the related person?	Yes	
7.	Are you and the related person under common control?	•	0
8.	(a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ?	0	•
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c) If you have answered "yes" to question 8. (a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:	'asse	ets:
9.	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes	No
	(b) If the answer is yes, under what exemption?		
10.	(a) Is the related person registered with a foreign financial regulatory authority?	0	•
	(b) If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register. No Information Filed	_	~
11.	Do you and the related person share any supervised persons?	•	0
12.	Do you and the <i>related person</i> share the same physical location?	0	•
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS MANAGEMENT CONSULTING (SHANGHAI) CO., LTD.		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS MANAGEMENT CONSULTING (SHANGHAI) CO., LTD.		

3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
1	Related Person's		
4.	(a) CRD Number (if any):		
	(b) CIK Number(s) (if any):		
	No Information Filed		
5.	Related Person is: (check all that apply) (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer (b) ☑ other investment adviser (including financial planners) (c) □ registered municipal advisor (d) □ registered security-based swap dealer (e) □ major security-based swap participant (f) □ commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (g) □ futures commission merchant (h) □ banking or thrift institution (i) □ trust company		
	 (j) □ accountant or accounting firm (k) □ lawyer or law firm (l) □ insurance company or agency (m) □ pension consultant 		
	 (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) □ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles 	Yes	: Nc
6.	Do you control or are you controlled by the related person?		0
7.	Are you and the related person under common control?	0	•
8.	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not require to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	red	© O
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>client</i> Number and Street 1: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:	Yes	
9.	(a) If the related person is an investment adviser, is it exempt from registration?		• • • • • • • • • • • • • • • • • • •
	(b) If the answer is yes, under what exemption?		
10.	 (a) Is the related person registered with a foreign financial regulatory authority? (b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered. No Information Filed 		•
11.	. Do you and the related person share any supervised persons?	•	0
12.	. Do you and the <i>related person</i> share the same physical location?	0	•
1.	Legal Name of <i>Related Person</i> : MBK PARTNERS HK LIMITED		
2.	Primary Business Name of <i>Related Person</i> : MBK PARTNERS HK LIMITED		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's		

	(a)	CRD Number (if arry).		
	(b)	CIK Number(s) (if any): No Information Filed		
-	5.4			
Ο.	(a) (b) (c) (d) (e)	ated Person is: (check all that apply) □ broker-dealer, municipal securities dealer, or government securities broker or dealer other investment adviser (including financial planners) registered municipal advisor registered security-based swap dealer major security-based swap participant		
	(f) (g) (h) (i) (j)	 commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant banking or thrift institution trust company accountant or accounting firm 		
	(k) (l) (m)	lawyer or law firm insurance company or agency		
	(o) (p)	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
5.	Do y	you control or are you controlled by the related person?	Yes ©	
7.	Are	you and the related person under common control?	0	e
3.	(a) (b)	Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ? If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
9.	(a) (b)	If the <i>related person</i> is an investment adviser, is it exempt from registration? If the answer is yes, under what exemption?	Yes Ö	
10.	(a) (b)	Is the related person registered with a foreign financial regulatory authority? If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is register	⊙ ed.	С
	(-)	Name of Country/English Name of Foreign Financial Regulatory Authority Hong Kong - Securities and Futures Commission		
11.	Do 3	you and the <i>related person</i> share any <i>supervised persons</i> ?	•	С
12.	Do y	you and the <i>related person</i> share the same physical location?	0	œ
tei	n 7 <i>F</i>	Private Fund Reporting		
			Yes	No
3	Are y	ou an adviser to any <i>private fund</i> ?	•	С
	sente report 7.B.(1	es," then for each private fund that you advise, you must complete a Section 7.B.(1) of Schedule D, except in certain circumstances described in the rence and in Instruction 6 of the Instructions to Part 1A. If you are registered or applying for registration with the SEC or reporting as an SEC exempt ting adviser, and another SEC-registered adviser or SEC exempt reporting adviser reports this information with respect to any such private fund in Section 1.B.(1) of Schedule D with respect to that private fund. You read, complete Section 7.B.(2) of Schedule D.	ectioi	
	code,	ther case, if you seek to preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical or alphabet or similar designation, pursuant to rule 204-2(d), you may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same code of the fund's name.		

NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment

multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.

(a) Is this private fund a "fund of funds"?

assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued

Yes No

⊙

	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	O	• NO
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund oprivate equity fund oprivate fund oprivat	ate fur	าd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 1,134,168,946		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 0		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in thorganizational documents of the fund).	ıe	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 18		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 3%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 17%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes O	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 76%		
Υοι	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No ⊙
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		٠
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	answ	er
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	\circ	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
Priv	vate Offering		
		Yes	No
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0

22. If yes, provide the *private fund's* Form D file number (if any):

02	1-412202		
B. SERVI	ICE PROVIDERS		
Auditor	<u>'s</u>	Vo	s No
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	•	:S 140
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	e	_
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audition you must complete questions (b) through (f) separately for each auditing firm.	ng firr	m,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm.	gnitik	
	(b) Name of the auditing firm: PRICEWATERHOUSECOOPERS		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: Country:		
	HONG KONG China		
	(d) Is the auditing firm an independent public accountant?	Yes ©	No
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	0	_
	If yes, Public Company Accounting Oversight Board-Assigned Number:	v	
	1389		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Ye	s No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	©	0
(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified of Yes O No O Report Not Yet Received	opinio	ns?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	is avai	lable.
Prime E	<u>Broker</u>		
24 (2)	Doos the private fundues one or more prime brokers?	_	s No
24. (a)	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	he <i>pri</i> v	
	No Information Filed		
<u>Custodi</u>	<u>ian</u>	Ye	s No
25. (a)	Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	С	•
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	private	e fund
	No Information Filed		

Form D file number

<u>Adm</u>	<u>inis</u>	<u>trator</u>			Yes	No
26	(a)	Does the <i>private fund</i> use an administrator	other than your firm?		_	_
20.		·	respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administ	⊙ trator, yo	ou Ou
		Additional Administrator Information : 1	1 Record(s) Filed.			
		If the answer to question 26.(a) is "yes," administrator, you must complete questi		n (f) below. If the <i>private fund</i> uses more than one each administrator.		
		(b) Name of administrator: STATE STREET FUND SERVICES (HON	IG KONG) LIMITED			
		(c) Location of administrator (city, state	and country):			
		City: HONG KONG	State:	Country: China		
		(d) Is the administrator a related person	of your firm?		Yes No	
		(a) 13 the autilitistrator a related personi	or your firm:		0 0	
		(e) Does the administrator prepare and • Yes (provided to all investors) • S		s to the <i>private fund's</i> investors? Il investors) No (provided to no investors)		
				estor account statements to the (rest of the) private func the) private fund's investors, respond "not applicable."	d's	
	rele allo	vant quotes, and (ii) the valuation used for ations) was the valuation determined by s	r purposes of investor subscription	ure established for that asset, if any, including obtaining is, redemptions or distributions, and fee calculations (incl		
28.	(a)	Does the <i>private fund</i> use the services of s	omeone other than you or your <i>er</i>	nplovees for marketing purposes?	Yes	
20.		You must answer "yes" whether the <i>perso</i> similar <i>person</i> . If the answer to question 28	on acts as a placement agent, cons 8.(a) is "yes," respond to question	ultant, finder, introducer, municipal advisor or other solic s (b) through (g) below for each such marketer the <i>priva</i> sestions (b) through (g) separately for each marketer.		•
			No Information	n Filed		
A. PR	IVAT	E FUND				
<u>I nfor</u>	mat	ion About the <i>Private Fund</i>				
1.		Name of the <i>private fund</i> : MBK PARTNERS FUND III, L.P.				
		Private fund identification number: (include the "805-" prefix also) 805-4797755102				
2.	Und	er the laws of what state or country is the	private fund organized:			
		State:	Country: Cayman Islands			
3.	(a)	Name(s) of General Partner, Manager, Trus	stee, or Directors (or <i>persons</i> servi	ng in a similar capacity):		

n) If filing						
0) 11 111111	an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/	or relying adviser(s) that sponsor(s) or manage(s) this private fund.				
No Information Filed						
The private fund (check all that apply) you must check at least one):						
	e fund (check all that apply; you must check at least one					
_		at company under section 3(c)(1) of the Investment Company Act of				
2) qu	alifies for the exclusion from the definition of investmen	nt company under section 3(c)(7) of the Investment Company Act of	1940			
ist the na	me and country, in English, of each <i>foreign financial reg</i>	gulatory authority with which the private fund is registered.				
		No Information Filed				
			Ye			
a) Is this	a "master fund" in a master-feeder arrangement?		•			
o) If yes,	what is the name and private fund identification number	er (if any) of the feeder funds investing in this private fund?				
Name of	orivate fund	Private fund identification number				
MBK EMPL	OYEES INVESTMENT FUND III, L.P.	805-1687617626				
			Ye			
	a "feeder fund" in a master-feeder arrangement?		C			
	·	er (if any) of the master fund in which this <i>private fund</i> invests?				
Name	of <i>private fund</i> :					
Drivet	fund identification number:					
	le the "805-" prefix also)					
-	funds answer the following questions:	-feeder arrangement according to the instructions to this Section 7.B.				
Additiona	I Feeder Fund Information : 1 Record(s) Filed.					
7 If you						
each	of the feeder funds answer the following questions:	aster-feeder arrangement according to the instructions to this Section	n 7.B.(1),			
-		aster-feeder arrangement according to the instructions to this Section	n 7.B.(1),			
each	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number:	aster-feeder arrangement according to the instructions to this Section	n 7.B.(1),			
each (a)	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P.	aster-feeder arrangement according to the instructions to this Section	n 7.B.(1),			
each (a)	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also)	aster-feeder arrangement according to the instructions to this Section	n 7.B.(1),			
each (a)	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also)		n 7.B.(1),			
each (a) (b)	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the <i>private</i> State: Country:	te fund organized:	n 7.B.(1),			
each (a) (b)	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the <i>private</i>	te fund organized:	n 7.B.(1),			
each (a) (b)	of the feeder funds answer the following questions: Name of the <i>private fund</i> : MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the <i>private</i> State: Country: Cayman Is	te fund organized: slands	n 7.B.(1),			
each (a) (b)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir	te fund organized: slands rectors (or <i>persons</i> serving in a similar capacity):	n 7.B.(1),			
each (a) (b)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir Name of General Partner, Manager, Trustee or Dir	te fund organized: slands rectors (or <i>persons</i> serving in a similar capacity):	n 7.B.(1),			
each (a) (b)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir	te fund organized: slands rectors (or <i>persons</i> serving in a similar capacity):	n 7.B.(1),			
each (a) (b) (c)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir Name of General Partner, Manager, Trustee or Dir MBK GP III, INC.	te fund organized: slands rectors (or <i>persons</i> serving in a similar capacity):				
each (a) (b) (c) (d) (7)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir Name of General Partner, Manager, Trustee or Dir MBK GP III, INC.	te fund organized: slands rectors (or persons serving in a similar capacity): rector rector riser and/or relying adviser(s) that sponsor(s) or manage(s) this privation No Information Filed				
each (a) (b) (c)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir Name of General Partner, Manager, Trustee or Dir MBK GP III, INC. If filling an umbrella registration, identify the filling adv The private fund (check all that apply; you must check	te fund organized: slands rectors (or persons serving in a similar capacity): rector riser and/or relying adviser(s) that sponsor(s) or manage(s) this privation No Information Filed sk at least one):	ate fund:			
each (a) (b) (c) (d) (7)	of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND III, L.P. Private fund identification number: (include the "805-" prefix also) 805-1687617626 Under the laws of what state or country is the private State: Country: Cayman Is Name(s) of General Partner, Manager, Trustee or Dir Name of General Partner, Manager, Trustee or Dir MBK GP III, INC. If filling an umbrella registration, identify the filling adv The private fund (check all that apply; you must check	te fund organized: slands rectors (or persons serving in a similar capacity): rector rector riser and/or relying adviser(s) that sponsor(s) or manage(s) this privation No Information Filed	ate fund:			

		1940		
		(f) List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
	asse	TE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all or ets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is tiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
			es/	No
8.	NOT	Is this <i>private fund</i> a "fund of funds"? FE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment icles, regardless of whether they are also <i>private funds</i> or registered investment companies.	0	•
		If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
0				No
9.		ing your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment npany Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	Wha	at type of fund is the <i>private fund</i> ?		
	O I	hedge fund $^{f C}$ liquidity fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f C}$ venture capital fund $^{f C}$ Other <i>private</i>	fun	d:
	NOT	TE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.		rent gross asset value of the <i>private fund</i> : 356,622,316		
<u>Ow</u>	ners	<u>hip</u>		
12.		imum investment commitment required of an investor in the <i>private fund</i> : 0,000,000		
		FE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the anizational documents of the fund).		
13.	App 74	proximate number of the <i>private fund's</i> beneficial owners:		
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 11%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
			es/	No
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	0
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	ır Ad	dvisory Services		
_	, .		es/	No
17.		Are you a subadviser to this <i>private fund</i> ?	0	⊙
		If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer t question 17.(a) is "no," leave this question blank.	<u> </u>	
		No Information Filed		
10	(0)		_	No
ıδ.	(b)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the a to question 18.(a) is "no," leave this question blank.	C nswe	⊙ er
		No Information Filed		

		Y€	es No
19. Aı	re your clients solicited to invest in the private fund?		•
N	OTE: For purposes of this question, do not consider feeder funds of the private fund.		
20. A _l	pproximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
Privat	ee Offering		
		Υe	es No
21. H	as the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	C	•
22. If	yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
. SER	VICE PROVIDERS		
<u>Audito</u>	<u>ors</u>	Υ¢	es No
23. (a	a) (1) Are the private fund's financial statements subject to an annual audit?	6	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	6	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one aud you must complete questions (b) through (f) separately for each auditing firm.	iting fir	m,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one a firm, you must complete questions (b) through (f) separately for each auditing firm.	uditing	
	(b) Name of the auditing firm: PRICEWATERHOUSECOOPERS		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: HONG KONG China		
		Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	0	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 1389		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Υ¢	es No
(5	Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's investors?	6	9 0
(h	n) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	l opinio	ns?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repor	t is ava	ilable.
Prime	<u>Broker</u>	V	oo Ne
24. (a	a) Does the <i>private fund</i> use one or more prime brokers?	Y	es No う ⊙
(If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		

/	rivate fund use any custodians	(including the prime	brokers listed ab	ove) to hold som	e or all of its asse	ets?	
	er to question 25.(a) is "yes," than one custodian, you must	respond to questions	s (b) through (g)	below for each of	ustodian the <i>priv</i>		e pri
	Custodian Information : 1 Re	<u> </u>	(b) tillough (g) s	eparatery for eac	TI CUSTOUIAII.		
	swer to question 25.(a) is "yes more than one custodian, you				·		ne pi
	name of custodian: PARIBAS HONG KONG BRANCH						
	ary business name of custodian PARIBAS HONG KONG BRANCH	ר:					
(d) The lo	ocation of the custodian's offic	e responsible for <i>cus</i>	tody of the privat	te fund's assets (d	city, state and cou	ıntry):	
City:			State:		untry:		
HONG	G KONG			Chi	na		
(e) Is the	e custodian a <i>related person</i> of	your firm?					Y
(6) 13 1110	e custoulari a related person of	your min.					(
(f) If the	e custodian is a broker-dealer,	provide its SEC regis	tration number (i	if any):			
CRD I	Number (if any):						
101	e custodian is not a broker-dea ifier (if any)	iler, or is a broker-de	ealer but does no	t have an SEC re	gistration number	r, provide its <i>legal e</i>	ntity
identi		ller, or is a broker-de	ealer but does no	t have an SEC re	gistration number	-, provide its <i>legal e</i>	ntity
identi		iler, or is a broker-de	ealer but does no	t have an SEC re	gistration number	-, provide its <i>legal e</i>	ntity
identi				t have an SEC re	gistration number	r, provide its <i>legal e</i>	ntity
identi crator Does the pr	ifier (if any)	r other than your firr respond to questions	m? s (b) through (f)				
identi identi crator Does the practical properties in the complete in the comp	rivate fund use an administrato er to question 26.(a) is "yes,"	r other than your firr respond to questions separately for each a	m? s (b) through (f)				
identiinidenti	rivate fund use an administrato er to question 26.(a) is "yes," lete questions (b) through (f) s	r other than your firr respond to questions separately for each ac 1 Record(s) Filed. ," respond to questio	m? s (b) through (f) dministrator.	below. If the <i>priv</i>	rivate fund uses mor	re than one adminis	
identiinidenti	rivate fund use an administrator of the rivate fund use	r other than your firm respond to questions separately for each ac 1 Record(s) Filed. ," respond to questions (b) through (f)	m? s (b) through (f) dministrator.	below. If the <i>priv</i>	rivate fund uses mor	re than one adminis	
identi id	rivate fund use an administrate er to question 26.(a) is "yes," lete questions (b) through (f) s Administrator Information: swer to question 26.(a) is "yes ator, you must complete question of administrator:	r other than your firm respond to questions separately for each act 1 Record(s) Filed. ," respond to question tions (b) through (f)	m? s (b) through (f) dministrator.	below. If the <i>priv</i>	rivate fund uses mor	re than one adminis	
rator Does the profit the answer must comple additional If the answer administre (b) Name STATI	rivate fund use an administrate er to question 26.(a) is "yes," lete questions (b) through (f): Administrator Information: swer to question 26.(a) is "yes ator, you must complete question, you must complete question 26. (a) is "yes ator, you must complete question, you must complete question 26. (b)	r other than your firm respond to questions separately for each act 1 Record(s) Filed. ," respond to question tions (b) through (f) to NG KONG) LIMITED	m? s (b) through (f) dministrator.	below. If the <i>priv</i>	rate fund uses mor	re than one adminis	
identii identi	rivate fund use an administrate er to question 26.(a) is "yes," lete questions (b) through (f) s Administrator Information: swer to question 26.(a) is "yes ator, you must complete question, you must complete question 26. (a) is "yes ator, you must complete question, you must complete question of administrator: E STREET FUND SERVICES (HO	r other than your firm respond to questions separately for each act 1 Record(s) Filed. ," respond to question tions (b) through (f) to NG KONG) LIMITED	m? s (b) through (f) dministrator. ons (b) through (separately for ea	below. If the <i>priv</i> f) below. If the <i>p</i> ch administrator.	rate fund uses mor	re than one adminis	strat
identii identi	rivate fund use an administrate er to question 26.(a) is "yes," lete questions (b) through (f) s Administrator Information: swer to question 26.(a) is "yes ator, you must complete question, you must complete question 26. (a) is "yes ator, you must complete question, you must complete question of administrator: E STREET FUND SERVICES (HO	r other than your firm respond to questions separately for each as 1 Record(s) Filed. The respond to question tions (b) through (f) in the conditions (f) in the cond	m? s (b) through (f) dministrator. ons (b) through (separately for ea	below. If the <i>priv</i> f) below. If the <i>p</i> ch administrator.	rate fund uses mor	re than one adminis	

27.	you	ring your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is no our <i>related person</i> ?	ot
	rele	lude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including ocations) was the valuation determined by such <i>person</i> .	
Ma	rkete	<u>ers</u>	
20	(0)		s No
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
		No Information Filed	
A. P	RIVA	TE FUND	
Info	<u>rma</u>	tion About the <i>Private Fund</i>	
1.	(a)	Name of the <i>private fund</i> :	
		MBK PARTNERS FUND IV, L.P.	
	(b)	Private fund identification number: (include the "805-" prefix also)	
		805-1493215055	
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:	
		State: Country:	
		Cayman Islands	
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
		me of General Partner, Manager, Trustee, or Director	
	IMB	BK PARTNERS GP IV, L.P.	
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
		No Information Filed	
4.	The	e private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940	
	V	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
5.	List	t the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
		No Information Filed	s No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	_
		If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	
		me of private fund identification number	
	MB	3K EMPLOYEES INVESTMENT FUND IV, L.P. 805-7893358691	
		Ye	s No
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	•
	(d)	If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?	-
		Name of private fund:	
		Private fund identification number:	
		(include the "805-" prefix also)	

NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1) for the master-feeder arrangement or reporting on the funds separately. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions: Additional Feeder Fund Information: 1 Record(s) Filed. 7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions: Name of the private fund: MBK EMPLOYEES INVESTMENT FUND IV, L.P. Private fund identification number: (b) (include the "805-" prefix also) 805-7893358691 Under the laws of what state or country is the private fund organized: (c) State: Country: Cayman Islands (d) (1) Name(s) of General Partner, Manager, Trustee or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee or Director MBK GP IV, INC. (d) (2) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund: No Information Filed (e) The private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (f) List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered. No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yes No (a) Is this private fund a "fund of funds"? \circ NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? Yes No During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment \circ ⊙ Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)? 10. What type of fund is the private fund? O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other *private fund*: NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A. 11. Current gross asset value of the private fund: \$ 7,142,341,879

Ownership

12.		mum investment commitment required of an investor in the <i>private fund</i> :		
		E: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the anizational documents of the fund).		
13.	Аррі 84	roximate number of the <i>private fund's</i> beneficial owners:		
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 4%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
			Yes	No
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	0	0
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	ır Ad	lvisory Services	Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?	0	•
	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	_	·
		No Information Filed		
			Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	\circ	\odot
		If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the atto question 18.(a) is "no," leave this question blank.	nswe	er
		No Information Filed		
			Yes	No
19.		your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
	NOT	E: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Appı	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
Di.				
Priv	vate (<u>Offering</u>	Yes	No
21.	Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	0	•
22.	If y∈	es, provide the <i>private fund's</i> Form D file number (if any):		
		No Information Filed		
B. S	ERVIC	CE PROVIDERS		
Aud	ditors	<u>5</u>		
22	(2)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	_	No
۷٥.		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing	⊙ firm	0
		you must complete questions (b) through (f) separately for each auditing firm.		
		Additional Auditor Information : 1 Record(s) Filed.		
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditifirm, you must complete questions (b) through (f) separately for each auditing firm.	ng	

	(b) Name of the auditing firm:		
	PRICEWATERHOUSECOOPERS		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: Country:		
	HONG KONG Country.		
		Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 1389		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Vo	s No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	• • • • • • • • • • • • • • • • • • •	
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	ed opinior	ns?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repo	ort is avail	lable.
Prime I	Broker		
		Ye	s No
24. (a)	Does the <i>private fund</i> use one or more prime brokers?	0	•
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the <i>priv</i>	/ate
	No Information Filed		
Custodi	ion		
Custodi	<u>idii</u>	Ye	s No
25. (a)	Does the private fund use any custodians (including the prime brokers listed above) to hold some or all of its assets?	0	•
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If t uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	he <i>private</i>	e fund
	No Information Filed		
<u>Admini</u>	<u>strator</u>		
26 (2)	Does the <i>private fund</i> use an administrator other than your firm?	_	s No
20. (a)	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one admin must complete questions (b) through (f) separately for each administrator.	onistrator,	
	Additional Administrator Information : 1 Record(s) Filed.		
	Additional Administrator milormation . I Record(s) Filed.		
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.		
	(b) Name of administrator: STATE STREET FUND SERVICES (HONG KONG) LIMITED		
	(c) Location of administrator (city, state and country):		
	(c) Location of administrator (city, state and country): City: State: Country:		
	HONG KONG China		

	(d) Is the administrator a related person of your firm?	0 0	
	(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? ⊙ Yes (provided to all investors) ⊙ Some (provided to some but not all investors) ⊙ No (provided to no investors)		
	(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable."	"s	
27.	During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that your <i>related person</i> ? 100%	ıt is not	
	Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including obtaining) was the valuation determined by such <i>person</i> .	•	
Ma	rketers		
		Yes	No
28.	(a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solici similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>priva</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	tor, or	•
	No Information Filed		
			_
PI	RIVATE FUND		
nfo	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> : MBK PARTNERS FUND V, L.P		
	(b) Private fund identification number:		
	(include the "805-" prefix also)		
	805-5686665999		
2.	Under the laws of what state or country is the <i>private fund</i> organized: State: Country:		
	Cayman Islands		
3	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
J.	Name of General Partner, Manager, Trustee, or Director		
	MBK PARTNERS GP V, L.P.		
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) or the investment company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		_
	No Information Filed		
5.	(a) Is this a "master fund" in a master-feeder arrangement?	Yes I	No O
	(h) If was what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?	•	~

Private fund identification number

Name of private fund

MBK EMPLO	YEES INVESTMENT FUND V, L.P.	805-3652571509
(c) Is this a	a "feeder fund" in a master-feeder arrangement?	Ye
	· · · · · · · · · · · · · · · · · · ·	if any) of the master fund in which this <i>private fund</i> invests?
	f private fund:	
	fund identification number:	
(include	the "805-" prefix also)	
	must complete question 6 for each master-feeder arrang ter-feeder arrangement or reporting on the funds separ	gement regardless of whether you are filing a single Schedule D, Section 7.Eately.
•	ling a single Schedule D, Section 7.B.(1) for a master-fee unds answer the following questions:	eder arrangement according to the instructions to this Section 7.B.(1), for ea
Additional	Feeder Fund Information : 1 Record(s) Filed.	
	are filing a single Schedule D, Section 7.B.(1) for a mast f the feeder funds answer the following questions:	er-feeder arrangement according to the instructions to this Section 7.B.(1),
(a)	Name of the private fund:	
	MBK EMPLOYEES INVESTMENT FUND V, L.P.	
(b)	Private fund identification number:	
	(include the "805-" prefix also)	
	805-3652571509	
(c)	Under the laws of what state or country is the <i>private</i> is	und organized:
(6)	State: Country:	and organized.
	Cayman Isla	nds
(d) (1)	Name(s) of General Partner, Manager, Trustee or Direc	tors (or <i>persons</i> serving in a similar capacity):
	Name of General Partner, Manager, Trustee or Direct	tor
	MBK GP V, INC.	
(d) (2)	If filing an umbrella registration, identify the filing advise	r and/or relying adviser(s) that sponsor(s) or manage(s) this private fund: No Information Filed
(e)	The private fund (check all that apply; you must check a	ut least one):
	\square (1) qualifies for the exclusion from the definition of 1940	investment company under section 3(c)(1) of the Investment Company Act
	(2) qualifies for the exclusion from the definition of 1940	investment company under section 3(c)(7) of the Investment Company Act
(f)	List the name and country, in English, of each foreign fi	nancial regulatory authority with which the private fund is registered. No Information Filed
assets in a	single fund ("master fund"). A fund would also be a "fee	gement, one or more funds ("feeder funds") invest all or substantially all of der fund" investing in a "master fund" for purposes of this question if it iss regrees) invests substantially all of its assets in a single master fund.
(a) Is this r	private fund a "fund of funds"?	Ye
NOTE: For p		nvests 10 percent or more of its total assets in other pooled investment ered investment companies.
	does the <i>private fund</i> invest in funds managed by you or	·
Durina vour	last fiscal year, did the <i>private fund</i> invest in securities i	Yessued by investment companies registered under the Investment
g your		ssued by investment companies registered under the Investment

	Со	mpany Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		
10.	Wł	nat type of fund is the <i>private fund</i> ?		
	0	hedge fund C liquidity fund private equity fund real estate fund securitized asset fund venture capital fund C Other private	fund	d :
	NC	OTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.		Firrent gross asset value of the <i>private fund</i> : 5,066,174,833		
<u>Ow</u>	ner	<u>ship</u>		
12.		nimum investment commitment required of an investor in the <i>private fund</i> :		
	NC	DTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the ganizational documents of the fund).		
13.	Ар 10	proximate number of the <i>private fund's</i> beneficial owners: 5		
14.	Wł 3%	nat is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 2%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	(b)		es O	
16.	Wł 66	nat is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
You	ır A	dvisory Services		
17	(a)	You a subadviser to this <i>private fund</i> ?	es.	
17.		If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer to question 17.(a) is "no," leave this question blank.	0	⊙
		No Information Filed		
		\	es/	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the answer to the private fund is "yes," provide the name and SEC file number, if any, of the other advisers to the private fund.	O nswe	⊙ er
		to question 18.(a) is "no," leave this question blank. No Information Filed		
			es/	No
19.	Are			•
	NC	DTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Ap	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
<u>Priv</u>	ate	e Offering		
21.	На		∕es ⊙	No O
22.	lf :	yes, provide the <i>private fund's</i> Form D file number (if any):		
		orm D file number		
	02	21-353194		

B. SERVICE PROVIDERS

Auditors	<u>s</u>		
23 (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	_	s No
20. (u)	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	_
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.		
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm.	ting	
	(b) Name of the auditing firm: PRICEWATERHOUSECOOPERS		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	HONG KONG China	.,	
	(d) Is the auditing firm an <i>independent public accountant</i> ?	Yes	No
		٠	
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	0	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 1389		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	Ye ⊙	s No
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified of	pinior	ıs?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	avail	lable.
<u>Prime B</u>	<u>Broker</u>	۷e	s No
24. (a)	Does the <i>private fund</i> use one or more prime brokers?	0	
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If th <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	e <i>pri</i> v	⁄ate
	No Information Filed		
Custodia	an_		
		Ye	s No
25. (a)	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	О	
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>p</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	rivate	• fund
	No Information Filed		
Adminis	<u>strator</u>	Ye	s No

If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one administrator, you

26. (a) Does the *private fund* use an administrator other than your firm?

must complete questions (b) through (f) separately for each administrator.

	If the answer to question 26.(a) is "you administrator, you must complete que		igh (f) below. If the <i>private fund</i> uses mo or each administrator.	ore than one
	(b) Name of administrators			
	(b) Name of administrator: STATE STREET FUND SERVICES (H	HONG KONG) LIMITED		
	(c) Location of administrator (city, sta	rate and country):		
	City: HONG KONG	State:	Country: China	
	HONG KONG		Cillia	Yes No
	(d) Is the administrator a related pers	son of your firm?		0 0
	(e) Does the administrator prepare a • Yes (provided to all investors)		nts to the <i>private fund's</i> investors? all investors) ONO (provided to no inv	estors)
	•		nvestor account statements to the (rest of the) private fund's investors, respond	• •
you 100 Inc rele	ring your last fiscal year, what percentag or <i>related person</i> ? 10% Iude only those assets where (i) such <i>pe</i> evant quotes, and (ii) the valuation used ocations) was the valuation determined b	erson carried out the valuation proced for purposes of investor subscription	edure established for that asset, if any,	including obtaining any
		sy saon person.		
arketo	ers	sy saon person.		
<u>arket</u>	<u>ers</u>	sy saon person.		Yes N
	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question	of someone other than you or your erson acts as a placement agent, co n 28.(a) is "yes," respond to question	<i>employees</i> for marketing purposes? nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O odvisor or other solicitor, or a marketer the <i>private fund</i>
	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question	of someone other than you or your erson acts as a placement agent, co n 28.(a) is "yes," respond to question	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O dvisor or other solicitor, or marketer the <i>private fund</i>
	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O odvisor or other solicitor, or a marketer the <i>private fund</i>
	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O 6 dvisor or other solicitor, or n marketer the <i>private fund</i>
3. (a) PRIVA	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O 6 dvisor or other solicitor, or n marketer the <i>private fund</i>
3. (a) PRIVA	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than TE FUND tion About the <i>Private Fund</i> Name of the <i>private fund</i> :	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O of dvisor or other solicitor, or a marketer the <i>private fund</i>
PRIVA	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than the services of the private fund uses more than the services. TE FUND tion About the Private Fund Name of the private fund: MBK PARTNERS FUND VI, L.P.	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O odvisor or other solicitor, or a marketer the <i>private fund</i>
PRIVA	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than TE FUND tion About the <i>Private Fund</i> Name of the <i>private fund</i> :	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O of dvisor or other solicitor, or a marketer the <i>private fund</i>
PRIVA forma (a) (b)	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than uses. If the <i>private fund</i> uses more than the <i>private fund</i> . TE FUND Mame of the <i>private fund</i> : MBK PARTNERS FUND VI, L.P. Private fund identification number: (include the "805-" prefix also) 805-7998966314	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete. No Informat	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O of dvisor or other solicitor, or a marketer the <i>private fund</i>
PRIVA forma (a) (b)	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than the <i>private fund</i> uses more than the services of the private fund. TE FUND tion About the Private Fund Name of the private fund: MBK PARTNERS FUND VI, L.P. Private fund identification number: (include the "805-" prefix also)	of someone other than you or your erson acts as a placement agent, con 28. (a) is "yes," respond to question one marketer you must complete. No Informat the private fund organized: Country:	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for	O odvisor or other solicitor, or a marketer the <i>private fund</i>
PRIVA forma (a) (b)	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than uses. If the <i>private fund</i> uses more than the services of the private fund. Name of the private fund: MBK PARTNERS FUND VI, L.P. Private fund identification number: (include the "805-" prefix also) 805-7998966314 der the laws of what state or country is the State:	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete. No Informat the private fund organized: Country: Cayman Islands	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for ion Filed	O of dvisor or other solicitor, or a marketer the <i>private fund</i>
PRIVA forma (a) (b)	Does the <i>private fund</i> use the services of You must answer "yes" whether the <i>pe</i> similar <i>person</i> . If the answer to question uses. If the <i>private fund</i> uses more than uses. If the <i>private fund</i> uses more than the services of the private fund. Name of the private fund: MBK PARTNERS FUND VI, L.P. Private fund identification number: (include the "805-" prefix also) 805-7998966314	of someone other than you or your erson acts as a placement agent, con 28.(a) is "yes," respond to question one marketer you must complete. No Informat the private fund organized: Country: Cayman Islands Trustee, or Directors (or persons ser	nsultant, finder, introducer, municipal acons (b) through (g) below for each such questions (b) through (g) separately for ion Filed	O of dvisor or other solicitor, or a marketer the <i>private fund</i>

No Information Filed

4.	The <i>private fund</i> (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
0.	No Information Filed		
		Yes	N/
6.	(a) Is this a "master fund" in a master-feeder arrangement?		· ·
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		٠
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	0
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section	7.B.(1)
	for the master-feeder arrangement or reporting on the funds separately.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for	r each	of
, .	the feeder funds answer the following questions:	Cucii	O1
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all	of th€	eir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it	issued	k
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	Yes	Νı
8.	(a) Is this private fund a "fund of funds"?	0	
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment		٠
	vehicles, regardless of whether they are also private funds or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	\circ	C
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment	0	•
	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	to func	d.
	Theage fund o liquidity fund o private equity fund o real estate fund o securitized asset fund o venture capital fund o other private	te runc	1.
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the private fund:		
	\$ O		
0			
UW	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the private fund:		
	\$ 15,000,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the	;	
	organizational documents of the fund).		

22

13. Approximate number of the *private fund's* beneficial owners:

14.	0%	
15.	5. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%	
		Yes No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Ir Company Act of 1940, are sales of the fund limited to qualified clients?	
16.	 What is the approximate percentage of the <i>private fund</i> beneficially owned by non-<i>United States persons</i>: 	
<u> Υοι</u>	<u>'our Advisory Services</u>	
		Yes No
17.	7. (a) Are you a subadviser to this <i>private fund</i> ?	0 0
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private f</i> question 17.(a) is "no," leave this question blank.	fund. If the answer to
	No Information Filed	
		Yes No
18.	8. (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private full	und? ○ ⊙
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the μ to question 18.(a) is "no," leave this question blank.	orivate fund. If the answer
	No Information Filed	
		Yes No
19.	9. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0 0
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.	
20.	20. Approximately what percentage of your clients has invested in the private fund?	
	0%	
Priv	Private Offering	
		Yes No
21.	11. Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Ac	ct of 1933?
22.	22. If yes, provide the <i>private fund's</i> Form D file number (if any):	
	Form D file number	
	021-496333	
3. S	SERVICE PROVIDERS	
Auc	<u>Auditors</u>	
		Yes No
23.	23. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	⊙ 0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	© C
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more you must complete questions (b) through (f) separately for each auditing firm.	e than one auditing firm,
	Additional Auditor Information : 1 Record(s) Filed.	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more firm, you must complete questions (b) through (f) separately for each auditing firm.	ore than one auditing
	(b) Name of the auditing firm: PRICEWATERHOUSECOOPERS	
	(c) The location of the auditing firm's office responsible for the private fund's audit (city, state and country):	
	City: State: Country:	
	HONG KONG China	
		Yes No

	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 1389		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	0	0
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>		es No ⊙ O
(3)	investors?	•	• 0
(h)	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified of	pinic	ons?
	O Yes O No O Report Not Yet Received		. !! - !- ! -
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	ava	illable.
Prime E	<u>Broker</u>		
24 (2)	Does the private fundues one or more prime brokers?		es No
24. (a)	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the		O ⊙ rivate
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		
	No Information Filed		
Custodi	<u>an</u>	.,	
25. (a)	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?		es No
	If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the puses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	rivat	
	No Information Filed		
Adminis	<u>strator</u>		
26 (2)	Does the <i>private fund</i> use an administrator other than your firm?		es No
20. (a)	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administration of the control of the contro		⊙ ೧ , you
	must complete questions (b) through (f) separately for each administrator.		
	Additional Administrator Information : 1 Record(s) Filed.		
	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.		
	(b) Name of administrator: STATE STREET FUND SERVICES (HONG KONG) LIMITED		
	(c) Location of administrator (city, state and country):		
	City: State: Country:		
	HONG KONG China	es l	No
	(d) Is the administrator a <i>related person</i> of your firm?		•
	(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors?		
	• Yes (provided to all investors) • Some (provided to some but not all investors) • No (provided to no investors)		

	(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable."		
27.	During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that your <i>related person</i> ?	is not	
	Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining a relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includations) was the valuation determined by such <i>person</i> .	•	
<u>Maı</u>	rketers		
28.	(a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	No ⊙
	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	or, or	
	No Information Filed		
A. PI	RIVATE FUND		
Info	rmation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> : MBK PARTNERS SPECIAL SITUATIONS I, L.P.		
	(b) Private fund identification number: (include the "805-" prefix also)		
	805-1291119087		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country: Cayman Islands		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	MBK PARTNERS SPECIAL SITUATIONS GP I, L.P.		
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	⊙	0
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? Name of <i>private fund</i> Private fund identification number		
	MBK PARTNERS SPECIAL SITUATIONS HOLDING I, L.P. 805-7701004943		
	(a) In this a "fooder fund" in a magazine for the automated	Yes	_
	(c) Is this a "feeder fund" in a master-feeder arrangement?(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		

Private fund identification number: (include the "805-" prefix also)

NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1) for the master-feeder arrangement or reporting on the funds separately.

If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions: Additional Feeder Fund Information: 1 Record(s) Filed. 7. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions: Name of the private fund: MBK PARTNERS SPECIAL SITUATIONS HOLDING I, L.P. (b) Private fund identification number: (include the "805-" prefix also) 805-7701004943 Under the laws of what state or country is the *private fund* organized: (c) State: Country: Cayman Islands (d) (1) Name(s) of General Partner, Manager, Trustee or Directors (or persons serving in a similar capacity): Name of General Partner, Manager, Trustee or Director MBK PARTNERS SPECIAL SITUATIONS GP I, L.P. (d) (2) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund: No Information Filed (e) The private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 (f) List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered. No Information Filed NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yes No (a) Is this private fund a "fund of funds"? \circ NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also private funds or registered investment companies. (b) If yes, does the private fund invest in funds managed by you or by a related person? 0

Yes No

 \circ

NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.

10. What type of fund is the private fund?

Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?

9. During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment

O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private fund:

	\$ 1,525,400,114		
<u>Ow</u>	<u>wnership</u>		
12.	. Minimum investment commitment required of an investor in the private fund:		
	\$ 10,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	the	
13.	. Approximate number of the <i>private fund's</i> beneficial owners: 13		
14.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 3%		
15.	. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	0	0
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 100%		
You	our Advisory Services		
		Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer to question 17.(a) is "no," leave this question blank.	ver to	•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If t to question 18.(a) is "no," leave this question blank.	he answ	er/
	No Information Filed		
		Yes	No
19.	. Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund?</i>0%		
<u>Pri</u>	ivate Offering		
21.	. Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes O	No ⊙
22.	. If yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
B. S	SERVICE PROVIDERS		
Aud	<u>uditors</u>		
		Yes	No.
23.	. (a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	•	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audity you must complete questions (b) through (f) separately for each auditing firm.	ting firm	١,

11. Current gross asset value of the *private fund*:

Additional Auditor Information: 1 Record(s) Filed.

	(b) Name of the auditing firm: PRICEWATERHOUSECOOPERS		
	(c) The location of the auditing firm's office responsible for the private fund's audit (city, state and sountry).		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country:		
	HONG KONG China		
		Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 1389		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
(a)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>		es No
(9)	investors?	,	• 0
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opinic	ns?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	t is ava	ilable.
Prime E	<u>Broker</u>		
24. (a)	Does the <i>private fund</i> use one or more prime brokers?		es No
, ,	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	_	
	No Information Filed		
Custodi	ı <u>an</u>		
		Y	es No
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the	(• 0
<u>Custodi</u> 25. (a)	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?	(• 0
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	e privat	• C
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the	e privat	• C
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian:	e privat	• C
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: STATE STREET BANK AND TRUST COMPANY (c) Primary business name of custodian: STATE STREET BANK AND TRUST COMPANY	e privat	• C
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: STATE STREET BANK AND TRUST COMPANY (c) Primary business name of custodian:	e privat	• C
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: STATE STREET BANK AND TRUST COMPANY (c) Primary business name of custodian: STATE STREET BANK AND TRUST COMPANY (d) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country):	e privat	• C te fund
	Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: STATE STREET BANK AND TRUST COMPANY (c) Primary business name of custodian: STATE STREET BANK AND TRUST COMPANY (d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country:	e privat	• C

istrat) Doe	CRD Number (if any): g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal ent identifier (if any) tor	ity
istrat) Doe	identifier (if any)	ity
) Doe If th	<u>tor</u>	
If th		
If th	es the <i>private fund</i> use an administrator other than your firm?	Yes
iiiu	he answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administr st complete questions (b) through (f) separately for each administrator.	⊙ ator, <u>y</u>
Ade	Iditional Administrator Information : 1 Record(s) Filed.	
	f the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator, you must complete questions (b) through (f) separately for each administrator.	
(k	b) Name of administrator: STATE STREET FUND SERVICES (HONG KONG) LIMITED	
(c	c) Location of administrator (city, state and country): City: State: Country: HONG KONG China	
		es N
(c	d) Is the administrator a <i>related person</i> of your firm?	9
(€	e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? • Yes (provided to all investors) • Some (provided to some but not all investors) • No (provided to no investors)	
(f	f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable."	·
our <i>rel</i> 00% clude levan	your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that lated person? Is only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining at quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including) was the valuation determined by such <i>person</i> .	any
<u>ters</u>		Ye
	es the private fund use the services of someone other than you or your employees for marketing purposes?	0
simi	u must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicit nilar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>privat</i> es. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	No Information Filed	

A. PRIVA

Informa

- 1. (a) Name of the private fund:
 - MBK PARTNERS SPECIAL SITUATIONS II, L.P.
 - (b) Private fund identification number: (include the "805-" prefix also)

Under the	laws of what state or country is the pr	ate fund organized:
State:		ntry: man Islands
(a) Name(s) of General Partner, Manager, Truste	or Directors (or <i>persons</i> serving in a similar capacity):
	Seneral Partner, Manager, Trustee, o	
	NERS SPECIAL SITUATIONS GP II, L.P.	
(b) If filing	an <i>umbrella registration</i> , identify the <i>fil</i>	g adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.
	, · · · · · · · · · · · · · · · · · · ·	No Information Filed
The private	e fund (check all that apply; you must cl	ck at least one).
		of investment company under section 3(c)(1) of the Investment Company Act of 1940
		of investment company under section 3(c)(7) of the Investment Company Act of 1940
List the na	me and country, in English, of each <i>for</i> e	an financial regulatory authority with which the private fund is registered.
	a sea y, <u></u> ge, e. eaee.	No Information Filed
(a) le thie	a "master fund" in a master-feeder an	Yes N
	·	Fication number (if any) of the feeder funds investing in this private fund?
-	orivate fund NERS SPECIAL SITUATIONS HOLDING II	P. Private fund identification number 805-6677506077
IVIDK FART	NERS SPECIAL SITUATIONS HOLDING II	
		Yes N
(c) Is this	a "feeder fund" in a master-feeder arr	
	·	fication number (if any) of the master fund in which this <i>private fund</i> invests?
Name	of private fund:	
Drivato	fund identification number:	
	e the "805-" prefix also)	
`	,	
NOTE: You	must complete question 6 for each ma	er-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1)
for the ma	ster-feeder arrangement or reporting o	the funds separately.
-		for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of
the reeder	funds answer the following questions:	
Additiona	Feeder Fund Information: 1 Record) Filed.
		B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for
	of the feeder funds answer the following	questions:
(a)	Name of the <i>private fund</i> :	
	MBK PARTNERS SPECIAL SITUATIONS	OLDING II, L.P.
(b)	Private fund identification number	
(b)	Private fund identification number: (include the "805-" prefix also)	
	805-6677506077	
(a)		
(c)	Under the laws of what state or cour	
	State:	Country: Cayman Islands
		oayman islands
(d) (1) Name(s) of General Partner, Manage	Trustee or Directors (or <i>persons</i> serving in a similar capacity):
	Name of General Partner, Manager	
	MDIV DADTNEDS SDECIAL SITUATIONS	

	No information riled		
	(a) The private fund (sheek all that apply, you must sheek at least and).		
	(e) The private fund (check all that apply; you must check at least one): [In the private fund (check all that apply; you must check at least one): [In the private fund (check all that apply; you must check at least one): [In the private fund (check all that apply; you must check at least one):	y Act of	
	1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Compan 1940	y Act of	
	(f) List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered. No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	it issued	d
0	(a) Is this private fund a "fund of funds"?	Yes	
3.	(a) Is this <i>private fund</i> a "fund of funds"?	O ont	⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	О	•
10.). What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund o private equity fund O real estate fund O securitized asset fund O venture capital fund O Other pri	ivate fun	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	. Current gross asset value of the <i>private fund</i> : \$ 2,344,147,133		
<u>Dw</u>	<u>wnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i>:\$ 10,000,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in organizational documents of the fund).	the	
13.	3. Approximate number of the <i>private fund's</i> beneficial owners:		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 4%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non-<i>United States persons</i>:		
/οι	our Advisory Services		
		Yes	No

(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer to

17. (a) Are you a subadviser to this private fund?

(d) (2) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund:

	No Information Filed		
		Ye	s N
8. (a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	С	(
(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	ne ans	wer
	No Information Filed		
		Ye	s N
9. Are	e your <i>clients</i> solicited to invest in the <i>private fund</i> ?	С	(
NC	DTE: For purposes of this question, do not consider feeder funds of the private fund.		
O. Ap	proximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
rivat∈	e Offering		
		Ye	s N
1. Ha	s the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	(
2. <u>If</u> y	yes, provide the <i>private fund's</i> Form D file number (if any):		
	orm D file number		
02	21-393969		
SERV	ICE PROVIDERS		
uditoı	<u>rs</u>		
		Ye	s N
3. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	•) (
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•) (
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit you must complete questions (b) through (f) separately for each auditing firm.	ing fir	m,
	Additional Auditor Information: 1 Record(s) Filed.		
	Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditim, you must complete questions (b) through (f) separately for each auditing firm.	diting	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditions (b) through (h) below.	diting	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS	diting	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one autifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):	diting	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one autifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):	diting	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one autifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country:	diting	No
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one autifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country:	Ü	No O
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country: HONG KONG China	Yes	_
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country: HONG KONG (d) Is the auditing firm an <i>independent public accountant</i> ?	Yes	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: HONG KONG State: Country: HONG KONG (d) Is the auditing firm an <i>independent public accountant</i> ? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number:	Yes	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: PRICEWATERHOUSECOOPERS (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country: HONG KONG China (d) Is the auditing firm an <i>independent public accountant</i> ? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number: 1389 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in	Yes • •	0

If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is available.

• Yes • No • Report Not Yet Received

·	se one or more prime brokers?			Yes
			below for each prime broker the <i>private fund</i> gh (e) separately for each prime broker.	uses. If the privat
		No Information F	filed	
·				
Doos the private fund up	so any sustadians (including the prim	oo brokers listed ak	nove) to hold some or all of its assets?	Yes
If the answer to question	on 25.(a) is "yes," respond to questio	ons (b) through (g)	below for each custodian the private fund use	⊙ es. If the <i>private i</i>
	stodian, you must complete questions Information: 1 Record(s) Filed.	s (b) through (g) s	eparately for each custodian.	
il .	stion 25.(a) is "yes," respond to ques one custodian, you must complete qu		g) below for each custodian the <i>private fund</i> used here.	ses. If the <i>private</i>
(b) Legal name of cu STATE STREET BA	stodian: NK AND TRUST COMPANY			
(c) Primary business STATE STREET BA	name of custodian: NK AND TRUST COMPANY			
	·	ustody of the priva	te fund's assets (city, state and country):	
City: BOSTON	State: Massachusetts		Country: United States	
(e) Is the custodian	a related person of your firm?			Yes M
(f) If the custodian is	s a broker-dealer, provide its SEC reg	gistration number (if any):	
- CRD Number (if a	ny):			
(g) If the custodian in identifier (if any)	s not a broker-dealer, or is a broker-	dealer but does no	t have an SEC registration number, provide it	s legal entity
<u>strator</u>				Yes
If the answer to question	se an administrator other than your fion 26.(a) is "yes," respond to questions (b) through (f) separately for each	ons (b) through (f)	below. If the <i>private fund</i> uses more than one	⊙ administrator, y
Additional Administra	tor Information : 1 Record(s) Filed.			
· ·	ation 26.(a) is "yes," respond to quest ust complete questions (b) through (f		f) below. If the <i>private fund</i> uses more than o ch administrator.	ne
(b) Name of administ	trator: IND SERVICES (HONG KONG) LIMITED			
(c) Location of admir	nistrator (city, state and country):			
City:		State:	Country:	

0 0

(d) Is the administrator a *related person* of your firm?

	(e) Does the administrator prepare and send investor account statements to the <i>private fund's</i> investors? • Yes (provided to all investors) • Some (provided to some but not all investors) • No (provided to no investors)	
	(f) If the answer to question 26.(e) is "no" or "some," who sends the investor account statements to the (rest of the) private fund's investors? If investor account statements are not sent to the (rest of the) private fund's investors, respond "not applicable."	
your 100% Inclu relev	ng your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is related person? dee only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including that is a set of the valuation determined by such <i>person</i> .	,
<u>Marketer</u>	<u>rs</u>	
Y	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fuuses</i> . If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	No Information Filed	
	Funds per Page: 15 💌 Total Funds: 7	
SECTION 7.	.B.(2) Private Fund Reporting	
	No Information Filed	
	ntrol Persons n, we ask you to identify every <i>person</i> that, directly or indirectly, <i>controls</i> you. If you are filing an <i>umbrella registration</i> , the information in It	em 10
	provided for the <i>filing adviser</i> only.	
and executi	submitting an initial application or report, you must complete Schedule A and Schedule B. Schedule A asks for information about your dire ive officers. Schedule B asks for information about your indirect owners. If this is an amendment and you are updating information you rechedule A or Schedule B (or both) that you filed with your initial application or report, you must complete Schedule C.	
A. Does a	any <i>person</i> not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, <i>control</i> your management or policies?	Yes No
If you	complete Section 10.4, of Schodule D	~ ~
II yes, (complete Section 10.A. of Schedule D.	
• .	person named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of the Senge Act of 1934, please complete Section 10.B. of Schedule D.	curities
SECTION 10	0.A. Control Persons	
	No Information Filed	
SECTION 10	0.B. <i>Control Person</i> Public Reporting Companies	
	No Information Filed	
Item 11 Dis	sclosure Information	

In this Item, we ask for information about your disciplinary history and the disciplinary history of all your advisory affiliates. We use this information to determine whether to grant your application for registration, to decide whether to revoke your registration or to place limitations on your activities as an investment adviser, and to identify potential problem areas to focus on during our on-site examinations. One event may result in "yes" answers to more than one of the questions below. In accordance with General Instruction 5 to Form ADV, "you" and "your" include the filing adviser and all relying advisers under an umbrella registration. Your advisory affiliates are: (1) all of your current employees (other than employees performing only clerical, administrative, support or similar functions); (2) all of your officers, partners, or directors (or any person performing similar functions); and (3) all persons directly or indirectly controlling you or controlled by you. If you are a "separately identifiable department or division" (SID) of a bank, see the Glossary of Terms to determine who your advisory affiliates are. If you are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item 11 to ten years following the date of the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit your disclosure to ten years following the date of an event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For purposes of calculating this ten-year period, the date of an event is the date the final order, judgment, or decree was entered, or the date any rights of appeal from preliminary orders, judgments, or decrees lapsed. You must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11. Yes No Do any of the events below involve you or any of your supervised persons? \circ \odot For "yes" answers to the following questions, complete a Criminal Action DRP: A. In the past ten years, have you or any advisory affiliate: Yes No (1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any felony? (2) been charged with any felony? **©** If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.A.(2) to charges that are currently pending. In the past ten years, have you or any advisory affiliate: (1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a misdemeanor involving: investments or an investment-related business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses? (2) been charged with a misdemeanor listed in Item 11.B.(1)? If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.B.(2) to charges that are currently pending. For "yes" answers to the following questions, complete a Regulatory Action DRP: Has the SEC or the Commodity Futures Trading Commission (CFTC) ever: Yes No (1) found you or any advisory affiliate to have made a false statement or omission? \circ **©** (2) found you or any advisory affiliate to have been involved in a violation of SEC or CFTC regulations or statutes? **③** \circ (3) found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denied, \odot suspended, revoked, or restricted? (4) entered an order against you or any advisory affiliate in connection with investment-related activity? \circ \odot (5) imposed a civil money penalty on you or any advisory affiliate, or ordered you or any advisory affiliate to cease and desist from any activity? \circ **(** Has any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority: (1) ever found you or any advisory affiliate to have made a false statement or omission, or been dishonest, unfair, or unethical? \odot (2) ever found you or any advisory affiliate to have been involved in a violation of investment-related regulations or statutes? \odot 0 (3) ever found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? (4) in the past ten years, entered an order against you or any advisory affiliate in connection with an investment-related activity? \odot (5) ever denied, suspended, or revoked your or any advisory affiliate's registration or license, or otherwise prevented you or any advisory \odot O affiliate, by order, from associating with an investment-related business or restricted your or any advisory affiliate's activity? Has any *self-regulatory organization* or commodities exchange ever: (1) found you or any advisory affiliate to have made a false statement or omission? \odot

- (2) found you or any advisory affiliate to have been involved in a violation of its rules (other than a violation designated as a "minor rule
- violation" under a plan approved by the SEC)?
- (3) found you or any advisory affiliate to have been the cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted?

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- (4) disciplined you or any advisory affiliate by expelling or suspending you or the advisory affiliate from membership, barring or suspending you or the advisory affiliate from association with other members, or otherwise restricting your or the advisory affiliate's activities?
- . Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any *advisory affiliate* ever been revoked or suspended?

	11.D., or 11.E.?		
For	"yes" answers to the following questions, complete a Civil Judicial Action DRP:		
Н.	(1) Has any domestic or foreign court:	Yes	No
	(a) in the past ten years, enjoined you or any advisory affiliate in connection with any investment-related activity?	0	\odot
	(b) ever found that you or any advisory affiliate were involved in a violation of investment-related statutes or regulations?	0	\odot
	(c) ever dismissed, pursuant to a settlement agreement, an investment-related civil action brought against you or any advisory affiliate by a state or foreign financial regulatory authority?	0	•
	(2) Are you or any advisory affiliate now the subject of any civil proceeding that could result in a "yes" answer to any part of Item 11.H.(1)?	0	\odot

Are you or any advisory affiliate now the subject of any regulatory proceeding that could result in a "yes" answer to any part of Item 11.C.,

Schedule A

Direct Owners and Executive Officers

- 1. Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and executive officers. Use Schedule C to amend this information.
- 2. Direct Owners and Executive Officers. List below the names of:
 - (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer (Chief Compliance Officer is required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or functions;
 - (b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you are a public reporting company (a company subject to Section 12 or 15(d) of the Exchange Act); Direct owners include any person that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or more of a class of your voting securities. For purposes of this Schedule, a person beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the
 - (c) if you are organized as a partnership, all general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of your capital;
 - (d) in the case of a trust that directly owns 5% or more of a class of your voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of your capital, the trust and each trustee; and
 - (e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of your capital, and (ii) if managed by elected managers, all elected managers.
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner or executive officer is an individual.
- 5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: NA - less than 5%
- B 10% but less than 25% D 50% but less than 75%

- A 5% but less than 10% C 25% but less than 50% E 75% or more
- 7. (a) In the Control Person column, enter "Yes" if the person has control as defined in the Glossary of Terms to Form ADV, and enter "No" if the person does not have control. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are control persons.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
 - (c) Complete each column.

(-)							
FULL LEGAL NAME (Individuals: Last	DE/FE/I	Title or	Date Title or Status	Ownership	Control	PR	CRD No. If None: S.S. No. and Date of
Name, First Name, Middle Name)		Status	Acquired MM/YYYY	Code	Person		Birth, IRS Tax No. or Employer ID No.
BU, JAY	I	VICE	04/2005	NA	Υ	N	6049428
		PRESIDENT					
CHANG, MAVIS	I	CONTROLLER	03/2009	NA	Υ	N	6049415
Tang, Hyosung	I	CHIEF LEGAL	07/2017	NA	Υ	N	6932540
		OFFICER					
EUSTACE AMERICA LLC	DE	OWNER	12/2018	E	Υ	N	

Schedule B

Indirect Owners

- 1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; you must first complete Schedule A, which asks for information about your direct owners. Use Schedule C to amend this information.
- 2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
 - (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 25% or more of a class of a voting security of that corporation;

For purposes of this Schedule, a person beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.

- (b) in the case of an owner that is a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the partnership's capital;
- (c) in the case of an owner that is a trust, the trust and each trustee; and
- (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the LLC's capital, and (ii) if managed by elected managers, all elected managers.
- 3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 or 15(d) of the Exchange Act) is reached, no further ownership information need be given.
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner is an individual.
- 5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: C 25% but less than 50% E 75% or more
 - D 50% but less than 75% F Other (general partner, trustee, or elected manager)
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
 - (c) Complete each column.

FULL LEGAL NAME (Individuals: Last	DE/FE/I	Entity in Which	Status	Date Status	Ownership	Control	PR	CRD No. If None: S.S. No.
Name, First Name, Middle Name)		Interest is		Acquired	Code	Person		and Date of Birth, IRS Tax
		Owned		MM/YYYY				No. or Employer ID No.
KIM, MICHAEL, BYUNGJU	I	EUSTACE	OWNER/DIRECTOR	12/2018	E	Υ	N	2557303
		AMERICA LLC						
UPPER EI LLC	DE	EUSTACE	OWNER	11/2021	E	Υ	N	
		AMERICA LLC						

Schedule D - Miscellaneous

You may use the space below to explain a response to an Item or to provide any other information.

Item 1.J: A Chief Compliance Officer is listed (in addition to an Additional Regulatory Contact Person in Item 1.K.). Though pursuant to applicable SEC Guidance, an exempt reporting adviser is not required to have a Chief Compliance Officer, MBK Management, Inc. has nonetheless appointed a Chief Compliance Officer. Section 7.A. of Schedule D: MBK Partners HK Limited, MBK Partners K.K., MBK Partners Special Situations Limited, MBK Partners Management Consulting (Shanghai) Co, Ltd., Beijing Branch are directly or indirectly wholly owned subsidiaries of MBK Management, Inc. and are listed as related persons of MBK Management, Inc. The first three entities listed are organized in Hong Kong, Japan and South Korea, respectively. The latter two entities are organized in China. The five entities all provide advisory services directly or indirectly to MBK Management, Inc. for the benefit of MBK Management, Inc.'s private fund clients listed in Section 7.B.(1) of Schedule D. Each of these advisory entities has no business other than as described above. The place of business of each is located outside the United States and each conducts its activities entirely outside the United States. In addition, each is subject to the same compliance policies and procedures as MBK Management, Inc. Section 7.B.(1) of Schedule D: For MBK Partners Fund VI, L.P., no capital had been called as of December 31, 2023, and therefore, no audit has been performed for MBK Partners Fund VI, L.P. for the year 2023.

DRP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

Execution Pages

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated officer, of the state in which you maintain your principal office and place of business and any other state in which you are submitting a notice filing, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, order instituting proceedings, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative proceeding or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, proceeding, or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of the state in which you maintain your principal office and place of business or of any state in which you are submitting a notice filing.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any person having custody or possession of these books and records to make them available to federal and state regulatory representatives.

Date: MM/DD/YYYY Signature:

Title: Printed Name:

Adviser CRD Number:

162929

NON-RESIDENT INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint each of the Secretary of the SEC, and the Secretary of State or other legally designated officer, of any other state in which you are submitting a notice filing, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, order instituting proceedings, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative proceeding or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of any state in which you are submitting a notice filing.

2. Appointment and Consent: Effect on Partnerships

If you are organized as a partnership, this irrevocable power of attorney and consent to service of process will continue in effect if any partner withdraws from or is admitted to the partnership, provided that the admission or withdrawal does not create a new partnership. If the partnership dissolves, this irrevocable power of attorney and consent shall be in effect for any action brought against you or any of your former partners.

3. Non-Resident Investment Adviser Undertaking Regarding Books and Records

By signing this Form ADV, you also agree to provide, at your own expense, to the U.S. Securities and Exchange Commission at its principal office in Washington D.C., at any Regional or District Office of the Commission, or at any one of its offices in the United States, as specified by the Commission, correct, current, and complete copies of any or all records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon you, your heirs, successors and assigns, and any person subject to your written irrevocable consents or powers of attorney or any of your general partners and managing agents.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the non-resident investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any person having custody or possession of these books and records to make them available to federal and state regulatory representatives.

Signature: Date: MM/DD/YYYY IN KYUNG LEE 04/11/2024

Printed Name:

IN KYUNG LEE CHIEF FINANCIAL OFFICER

Adviser CRD Number:

162929

