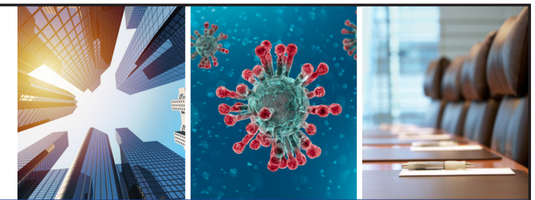


Comparison Chart for Main Street New Loan Facility, the Main Street Expanded Loan Facility and the Main Street Priority Loan Facility - COVID-19 Loan Programs

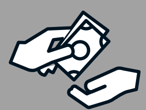
The Board of Governors of the Federal Reserve System (the "Federal Reserve") initially announced the Main Street Lending Program in late March 2020, and the recently enacted Coronavirus Aid, Relief, and Economic Security Act of 2020 (the "CARES Act") provided further funding for the program through the Treasury Department. The Main Street Lending Program is expected to provide up to $600 billion of liquidity for financial institutions to make loans to eligible business borrowers participating in the program.

On April 8, 2020, the United States Department of the Treasury (the "Treasury Department") and the Federal Reserve announced new details of their joint "Main Street Lending Program" that is intended to provide additional financing for small-and medium-sized businesses impacted by the ongoing COVID-19 pandemic. While the Federal Reserve originally published term sheets for two facilities under the Main Street Lending Program on April 8, 2020, on April 30, 2020, the Federal Reserve updated and revised term sheets for three programs, the Main Street New Loan Facility, the Main Street Expanded Loan Facility and the Main Street Priority Loan Facility (the "Facilities"), and also issued a FAQ, which was further updated on May 27, 2020.

The Facilities will be funded through a single common special purpose vehicle (the "SPV") formed by the Federal Reserve to purchase participations in eligible loans from eligible lenders. Unless the Facilities are extended by the Federal Reserve and the Treasury Department, the SPV will purchase participations until September 30, 2020.

Companies wishing to apply for a Main Street Lending Program loan must submit an application through an eligible lender. The Federal Reserve will be providing updates regarding the program including its launch date on its Main Street page.

	MAIN STREET NEW LOAN FACILITY ("MSNLF")	MAIN STREET EXPANDED LOAN FACILITY ("MSELF")	MAIN STREET PRIORITY LOAN FACILITY ("MSPLF")
Eligible Borrower	Businesses that meet each of the following: • were organized in the U.S. (or under the laws of the U.S.) with significant operations in and a majority of employees based in the country;	Businesses that meet each of the following: • were organized in the U.S. (or under the laws of the U.S.) with significant operations in and a majority of employees based in the country;	Businesses that meet each of the following: • were organized in the U.S. (or under the laws of the U.S.) with significant operations in and a majority of employees based in the country;

	MAIN STREET NEW LOAN FACILITY (“MSNLF”)	MAIN STREET EXPANDED LOAN FACILITY (“MSELF”)	MAIN STREET PRIORITY LOAN FACILITY (“MSPLF”)
Eligible Borrower 	• must either (i) have less than 15,000 employees, or (ii) had less than $5 billion in 2019 annual revenues; • established prior to March 13, 2020; • have the ability to meet financial obligations for at least the next 90 days and do not expect to file for bankruptcy during such period; • Business must not be an Ineligible Business listed in 13 CFR 120.110(b)-(j), (m)-(s), as modified and clarified by SBA regulations for purposes of the PPP on or before April 24, 2020 (includes not for profit businesses, financial businesses and passive businesses owned by developers and landlords); Private equity funds are also ineligible (although their portfolio companies are eligible subject to satisfying affiliation and other rules); • have not received specific support under CARES Act (other than PPP loan). Borrowers must certify that they do not violate conflicts of interest prohibition in section 4019(b) of the CARES Act - which prohibits any business that is directly or indirectly owned by the President, administration officials, or members of Congress, and certain members of their immediate families, from receiving any CARES Act relief funds. The Borrower must have been in sound financial condition prior to the onset of the COVID-19 pandemic. If the Borrower	• must either (i) have less than 15,000 employees, or (ii) had less than $5 billion in 2019 annual revenues; • established prior to March 13, 2020; • have the ability to meet financial obligations for at least the next 90 days and do not expect to file for bankruptcy during such period; • Business must not be an Ineligible Business listed in 13 CFR 120.110(b)-(j), (m)-(s), as modified and clarified by SBA regulations for purposes of the PPP on or before April 24, 2020 (includes not for profit businesses, financial businesses and passive businesses owned by developers and landlords); Private equity funds are also ineligible (although their portfolio companies are eligible subject to satisfying affiliation and other rules); • have not received specific support under CARES Act (other than PPP loan). Borrowers must certify that they do not violate conflicts of interest prohibition in section 4019(b) of the CARES Act - which prohibits any business that is directly or indirectly owned by the President, administration officials, or members of Congress, and certain members of their immediate families, from receiving any CARES Act relief funds. The Borrower must have been in sound financial condition prior to the onset of the COVID-19 pandemic. The loan must have	• or fewer, or (ii) had 2019 annual revenues of $5 billion or less; • established prior to March 13, 2020; • have the ability to meet financial obligations for at least the next 90 days and do not expect to file for bankruptcy during such period; • Business must not be an Ineligible Business listed in 13 CFR 120.110(b)-(j), (m)-(s), as modified and clarified by SBA regulations for purposes of the PPP on or before April 24, 2020 (includes not for profit businesses, financial businesses and passive businesses owned by developers and landlords); Private equity funds are also ineligible (although their portfolio companies are eligible subject to satisfying affiliation and other rules); • have not received specific support under CARES Act (other than PPP loan). Borrowers must certify that they do not violate conflicts of interest prohibition in section 4019(b) of the CARES Act - which prohibits any business that is directly or indirectly owned by the President, administration officials, or members of Congress, and certain members of their immediate families, from receiving any CARES Act relief funds. The Borrower must have been in sound financial condition prior to the onset of the COVID-19 pandemic. If the Borrower had other loans outstanding with the

	MAIN STREET NEW LOAN FACILITY ("MSNLF")	MAIN STREET EXPANDED LOAN FACILITY ("MSELF")	MAIN STREET PRIORITY LOAN FACILITY ("MSPLF")
Eligible Borrower	had other loans outstanding with the lender as of December 31, 2019, such loans must have had an internal risk rating equivalent to a "pass" in the Federal Financial Institutions Examination Council's supervisory rating system on that date.	had an internal risk rating equivalent to a "pass" in the Federal Financial Institutions Examination Council's supervisory rating system as of December 31, 2019.	lender as of December 31, 2019, such loans must have had an internal risk rating equivalent to a "pass" in the Federal Financial Institutions Examination Council's supervisory rating system on that date.
Affiliation Rules	To determine eligibility, a Business's employees and 2019 revenues are calculated by aggregating the employees and 2019 revenues of the Business itself with those of the Business's affiliated entities in accordance with the affiliation test set forth in 13 CFR 121.301(f) (1/1/2019 ed.).	To determine eligibility, a Business's employees and 2019 revenues are calculated by aggregating the employees and 2019 revenues of the Business itself with those of the Business's affiliated entities in accordance with the affiliation test set forth in 13 CFR 121.301(f) (1/1/2019 ed.).	To determine eligibility, a Business's employees and 2019 revenues are calculated by aggregating the employees and 2019 revenues of the Business itself with those of the Business's affiliated entities in accordance with the affiliation test set forth in 13 CFR 121.301(f) (1/1/2019 ed.).
Borrower Attestations as to Financial Need as a Result of Covid-19	None	None	None
Foreign Ownership/ Operations	Businesses must be created or organized in the United States or under the laws of the United States with significant operations in and a majority of its employees based in the United States. Business operations should be evaluated on a consolidated basis together with its subsidiaries, but not its parent companies or sister affiliates. An Eligible Borrower has significant operations in the United States if, when consolidated with its subsidiaries, greater than 50% of its assets are located in the United State, or greater than 50% of its annual net income, annual net	Businesses must be created or organized in the United States or under the laws of the United States with significant operations in and a majority of its employees based in the United States. Business operations should be evaluated on a consolidated basis together with its subsidiaries, but not its parent companies or sister affiliates. An Eligible Borrower has significant operations in the United States if, when consolidated with its subsidiaries, greater than 50% of its assets are located in the United State, or greater than 50% of its annual net income, annual net	Businesses must be created or organized in the United States or under the laws of the United States with significant operations in and a majority of its employees based in the United States. Business operations should be evaluated on a consolidated basis together with its subsidiaries, but not its parent companies or sister affiliates. An Eligible Borrower has significant operations in the United States if, when consolidated with its subsidiaries, greater than 50% of its assets are located in the United State, or greater than 50% of its annual net income, annual net

	MAIN STREET NEW LOAN FACILITY ("MSNLF")	MAIN STREET EXPANDED LOAN FACILITY ("MSELF")	MAIN STREET PRIORITY LOAN FACILITY ("MSPLF")
Foreign Ownership/ Operations	operating revenues, or annual consolidated operating expenses are generated in the United States. A subsidiary of a foreign company is eligible as a borrower, provided, that they must use the proceeds of a Main Street loan only for the benefit of the Eligible Borrower, its consolidated U.S. subsidiaries, and other affiliates of the Eligible Borrower that are U.S. businesses. The proceeds of a Main Street loan may not be used for the benefit of an Eligible Borrower's foreign parents, affiliates or subsidiaries. The business must be organized for profit as a partnership; a limited liability company; a corporation; an association; a trust; a cooperative; a joint venture with no more than 49 percent participation by foreign business entities; or a tribal business concern.	operating revenues, or annual consolidated operating expenses are generated in the United States. A subsidiary of a foreign company is eligible as a borrower, provided, that they must use the proceeds of a Main Street loan only for the benefit of the Eligible Borrower, its consolidated U.S. subsidiaries, and other affiliates of the Eligible Borrower that are U.S. businesses. The proceeds of a Main Street loan may not be used for the benefit of an Eligible Borrower's foreign parents, affiliates or subsidiaries. The business must be organized for profit as a partnership; a limited liability company; a corporation; an association; a trust; a cooperative; a joint venture with no more than 49 percent participation by foreign business entities; or a tribal business concern.	operating revenues, or annual consolidated operating expenses are generated in the United States. A subsidiary of a foreign company is eligible as a borrower, provided, that they must use the proceeds of a Main Street loan only for the benefit of the Eligible Borrower, its consolidated U.S. subsidiaries, and other affiliates of the Eligible Borrower that are U.S. businesses. The proceeds of a Main Street loan may not be used for the benefit of an Eligible Borrower's foreign parents, affiliates or subsidiaries. The business must be organized for profit as a partnership; a limited liability company; a corporation; an association; a trust; a cooperative; a joint venture with no more than 49 percent participation by foreign business entities; or a tribal business concern.
Covered Period and Application Deadline	The Federal Reserve is forming an SPV ("SPV") to purchase participations in eligible loans from eligible lenders. The SPV will cease making such purchases on September 30, 2020, unless extended by the Federal Reserve or the Treasury Department.	SPV to purchase participations in eligible loans from eligible lenders. The SPV will cease making such purchases on September 30, 2020, unless extended by the Federal Reserve or the Treasury Department.	SPV to purchase participations in eligible loans from eligible lenders. The SPV will cease making such purchases on September 30, 2020, unless extended by the Federal Reserve or the Treasury Department.

	MAIN STREET NEW LOAN FACILITY ("MSNLF")	MAIN STREET EXPANDED LOAN FACILITY ("MSELF")	MAIN STREET PRIORITY LOAN FACILITY ("MSPLF")
Lender	An Eligible Lender is a U.S. federally insured depository institution (including a bank, savings association, or credit union), a U.S. branch or agency of a foreign bank, a U.S. bank holding company, a U.S. savings and loan holding company, a U.S. intermediate holding company of a foreign banking organization, or a U.S. subsidiary of any of the foregoing U.S. insured depository institutions, U.S. bank holding companies and U.S. savings and loan holding companies.	An Eligible Lender is a U.S. federally insured depository institution (including a bank, savings association, or credit union), a U.S. branch or agency of a foreign bank, a U.S. bank holding company, a U.S. savings and loan holding company, a U.S. intermediate holding company of a foreign banking organization, or a U.S. subsidiary of any of the foregoing.	An Eligible Lender is a U.S. federally insured depository institution (including a bank, savings association, or credit union), a U.S. branch or agency of a foreign bank, a U.S. bank holding company, a U.S. savings and loan holding company, a U.S. intermediate holding company of a foreign banking organization, or a U.S. subsidiary of any of the foregoing.
Maximum Loan Amount	Subject to a minimum loan size of $500,000, the lesser of: • $25 million; or • an amount that, when added to the borrower's existing outstanding and undrawn available debt, does not exceed four (4) times the borrower's adjusted 2019 earnings before interest, taxes, depreciation, and amortization ("EBITDA").	Subject to a minimum loan size of $10 million, the lesser of: • $200 million; • 35% of the Borrower's existing outstanding and undrawn available debt that is pari passu in priority with the Eligible Loan and equivalent in secured status (i.e., secured or unsecured); or • an amount that, when added to the Borrower's existing outstanding and undrawn available debt, does not exceed six times the Borrower's EBITDA.	Subject to a minimum loan size of $500,000 , the lesser of: • $25 million; or • an amount that, when added to the borrower's existing outstanding and undrawn available debt, does not exceed six (6) times the borrower's EBITDA.
Interest Rate %	• Principal and interest payments deferred for one year (unpaid interest will be capitalized); • adjustable rate of LIBOR (1 or 3 month) + 300 basis points[1];	• Principal and interest payments deferred for one year (unpaid interest will be capitalized); • adjustable rate of LIBOR (1 or 3 month) + 300 basis points;	• Principal and interest payments deferred for one year (unpaid interest will be capitalized); • adjustable rate of LIBOR (1 or 3 month) + 300 basis points;

[1] April 8, 2020 term sheet referred to SOFR rate as opposed to LIBOR. April 30, 2020 Q&A for MSNFL noted the change back to LIBOR because "implementing new systems to issue loans based on SOFR would require diverting resources from challenges related to the pandemic".

	MAIN STREET NEW LOAN FACILITY (“MSNLF”)	MAIN STREET EXPANDED LOAN FACILITY (“MSELF”)	MAIN STREET PRIORITY LOAN FACILITY (“MSPLF”)
Interest Rate %	• principal amortization of one-third at the end of the second year, one-third at the end of the third year, and one-third at maturity at the end of the fourth year.	• principal amortization of 15% at the end of the second year, 15% at the end of the third year, and a balloon payment of 70% at maturity at the end of the fourth year.	• principal amortization of 15% at the end of the second year, 15% at the end of the third year, and a balloon payment of 70% at maturity at the end of the fourth year.
Term	The loan term is four (4) years.	Upsized tranche has loan term of four (4) years.	The loan term is four (4) years.
Collateral	The loan may be secured or unsecured. At the time of origination or at any time during its term, the MSNLF Loan may not be contractually subordinated in terms of priority to the Borrower’s other loans or debt instruments. This means that an MSNLF Loan may not be junior in priority in bankruptcy to the Borrower’s other unsecured loans or debt instruments. So if a Borrower has existing secured debt, the MSNLF Loan should also be secured or otherwise pari passu to the secured debt in bankruptcy. Eligible Lenders can require Borrowers to pledge additional collateral to secure an MSNLF as a condition of approval.	An MSELF upsized tranche must be secured if the underlying loan is secured. In such case, any collateral securing the prior underlying loan (at the time of upsizing or on any subsequent date) must secure the MSELF upsized tranche on a pro rata basis. If the Borrower defaults, the SPV and lender(s) would share equally in any collateral available to support the loan relative to their proportional interests in the loan (including the MSELF upsized tranche). At the time of upsizing and while the upsized tranche is outstanding, the upsized tranche must be senior to or pari passu with, in terms of priority and security, the Borrower’s other loans or debt instruments, other than mortgage debt. Eligible Lenders can require Borrowers to pledge additional collateral to secure an MSELF Upsized Tranche as a condition of approval.	At the time of origination and at all times the MSPLF loan is outstanding, the loan must be senior to or pari passu with, in terms of priority and security, the Borrower’s other loans or debt instruments, other than mortgage debt. So if a Borrower has existing secured debt, the MSPLF Loan should also be secured or otherwise pari passu to the secured debt in bankruptcy. Eligible Lenders can require Borrowers to pledge additional collateral to secure an MSPLF loans as a condition of approval.
Personal Guarantee	No - Waived	No - Waived	No - Waived

	MAIN STREET NEW LOAN FACILITY (“MSNLF”)	MAIN STREET EXPANDED LOAN FACILITY (“MSELF”)	MAIN STREET PRIORITY LOAN FACILITY (“MSPLF”)
No Other Credit	Not applicable	Not applicable	Not applicable
Allowable Use of Proceeds	• cannot be used to repay the principal or interest on any debt until the MSNLF Loan is repaid in full, unless the debt or interest payment is mandatory and due; • cannot be used to cancel or reduce any of its outstanding lines of credit with this lender or any other lender; • Borrower will make commercially reasonable efforts to maintain its payroll and retain its employees during the term of the MSNLF loan[2]; • Borrower will follow compensation, stock repurchase, and capital distribution restrictions that apply to direct loan programs under section 4003(c)(3)(A)(ii) of the CARES Act.	• cannot be used to repay the principal or interest on any debt until the MSELF Loan is repaid in full, unless the debt or interest payment is mandatory and due; • cannot be used to cancel or reduce any of its outstanding lines of credit with this lender or any other lender; • Borrower will make commercially reasonable efforts to maintain its payroll and retain its employees during the term of the MSELF loan[3]; • Borrower will follow compensation, stock repurchase, and capital distribution restrictions that apply to direct loan programs under section 4003(c)(3)(A)(ii) of the CARES Act.	• cannot be used to repay the principal or interest on any debt until the MSPLF Loan is repaid in full, unless the debt or interest payment is mandatory and due; however, Borrower may, at the time of origination of the MSPLF Loan, refinance existing debt owed by the Borrower to a lender that is not the Eligible Lender. • cannot be used to cancel or reduce any of its outstanding lines of credit with this lender or any other lender; • Borrower will make commercially reasonable efforts to maintain its payroll and retain its employees during the term of the MSPLF loan[4]; • Borrower will follow compensation, stock repurchase, and capital distribution restrictions that apply to direct loan programs under section 4003(c)(3)(A)(ii) of the CARES Act.
Pre-Payment Penalty	No	No	No
Forgivable / Advance Eligibility	Not Forgivable/ No Advance	Not Forgivable/ No Advance	Not Forgivable/ No Advance

[2] A Borrower should undertake good-faith efforts to maintain payroll and retain employees, in light of its capacities, the economic environment, its available resources, and the business need for labor. Borrowers that have already laid-off or furloughed workers as a result of the disruptions from COVID-19 are eligible to apply for Main Street loans.

[3] A Borrower should undertake good-faith efforts to maintain payroll and retain employees, in light of its capacities, the economic environment, its available resources, and the business need for labor. Borrowers that have already laid-off or furloughed workers as a result of the disruptions from COVID-19 are eligible to apply for Main Street loans.

[4] A Borrower should undertake good-faith efforts to maintain payroll and retain employees, in light of its capacities, the economic environment, its available resources, and the business need for labor. Borrowers that have already laid-off or furloughed workers as a result of the disruptions from COVID-19 are eligible to apply for Main Street loans.

	MAIN STREET NEW LOAN FACILITY (“MSNLF”)	MAIN STREET EXPANDED LOAN FACILITY (“MSELF”)	MAIN STREET PRIORITY LOAN FACILITY (“MSPLF”)
Borrower’s Fees	• Eligible Lenders will pay the SPV a transaction fee of 100 basis points of the principal amount of the MSNLF Loan at the time of origination, and may pass on this fee to Borrowers; • Borrower will pay the Eligible Lender an origination fee of up to 100 basis points of the principal amount of the MSNLF Loan at the time of origination. Eligible Lenders have discretion over whether and when to charge Borrowers this fee; SPV will pay Lender 25 basis points of the principal amount of its participation per annum for loan servicing.	• Eligible Lenders will pay the SPV a transaction fee of 75 basis points of the principal amount of the MSELF Upsized Tranche at the time of upsizing, and may choose to pass on this fee to Eligible Borrowers; • Borrower will pay an Eligible Lender an origination fee of up to 75 basis points of the principal amount of the MSELF upsized tranche at the time of upsizing. Eligible Lenders have discretion over whether and when to charge Borrowers this fee; • SPV will pay Lender 25 basis points of the principal amount of its participation per annum for loan servicing.	• Eligible Lenders will pay the SPV a transaction fee of 100 basis points of the principal amount of the MSPLF Loan at the time of origination, and may choose to pass on this fee to Eligible Borrowers; • Eligible Borrower will pay an Eligible Lender a fee of up to 100 basis points of the principal amount of the MSPLF Loan at the time of origination. Eligible Lenders have discretion over whether and when to charge Eligible Borrowers this fee; • SPV will pay Lender 25 basis points of the principal amount of its participation per annum for loan servicing.
Compatibility with Other Lending Programs	• Borrowers that have been issued loans under the Paycheck Protection Program (“PPP Loans”) may also receive an MSNLF loan; • Borrowers that participate in the MSNLF may not also participate in the MSELF or the Primary Market Corporate Credit Facility (which was established on March 23, 2020, to support credit to eligible employers who issued certain bonds and loan issuances). • Affiliated companies may only participate, in the same Main Street Lending Program facility (e.g., if an Eligible Borrower’s affiliate has participated in the Main Street New Loan Facility (MSNLF), then the Eligible Borrower would only be able to participate in the MSNLF).	• Borrowers that have been issued PPP Loans may also receive an MSELF loan; • Borrowers that participate in the MSELF may not also participate in the MSNLF, MSPLF or the Primary Market Corporate Credit Facility (which was established on March 23, 2020, to support credit to eligible employers who issued certain bonds and loan issuances). • Affiliated companies may only participate, in the same Main Street Lending Program facility (e.g., if an Eligible Borrower’s affiliate has participated in the Main Street New Loan Facility (MSNLF), then the Eligible Borrower would only be able to participate in the MSNLF).	• Borrowers that have been issued PPP Loans may also receive an MSPLF loan; • Borrowers that participate in the MSNLF, the MSELF, or the Primary Market Corporate Credit Facility may not also participate at the MSPLF. • Affiliated companies may only participate, in the same Main Street Lending Program facility (e.g., if an Eligible Borrower’s affiliate has participated in the Main Street New Loan Facility (MSNLF), then the Eligible Borrower would only be able to participate in the MSNLF).

	MAIN STREET NEW LOAN FACILITY ("MSNLF")	MAIN STREET EXPANDED LOAN FACILITY ("MSELF")	MAIN STREET PRIORITY LOAN FACILITY ("MSPLF")
Differences Between The Three Facilities	Eligible Lenders extend new loans to Borrowers ranging in size from $500,000 to $25 million. The maximum size of a loan made in connection with the MSNLF cannot, when added to the Borrower's existing outstanding and undrawn available debt, exceed four times the Borrower's adjusted 2019 EBITDA. The loans must not be, at the time of origination or at any time during the term, contractually subordinated in terms of priority or junior in priority in bankruptcy to any of the Borrower's other loans or debt instruments.	Eligible Lenders increase or upsize Borrower's existing term loan or revolving credit facility. The upsized tranche is a four-year term loan ranging in size from $10 million to $200 million. The maximum size of a loan made in connection with the MSELF cannot exceed (i) 35% of the Borrower's existing outstanding and undrawn available debt that is pari passu in priority with the Eligible Loan and equivalent in secured status (i.e., secured or unsecured); or (ii) when added to the Borrower's existing outstanding and undrawn available debt, six times the Borrower's adjusted 2019 EBITDA. At the time of upsizing and at all times thereafter, the upsized tranche must be senior to or pari passu with, in terms of priority and security, the Borrower's other loans or debt instruments, other than mortgage debt.	Eligible Lenders extend new loans to Borrowers ranging in size from $500,000 to $25 million. The maximum size of a loan made in connection with the MSPLF cannot, when added to the Borrower's existing outstanding and undrawn available debt, exceed six times the Borrower's adjusted 2019 EBITDA. At the time of origination and at all times thereafter, the loan must be senior to or pari passu with, in terms of priority and security, the Borrower's other loans or debt instruments, other than mortgage debt. Borrowers may, at the time of origination of the loan, refinance existing debt owed by the Borrower to a lender that is not the Eligible Lender.

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