

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FIRST AMENDED AND RESTATED** APPLICATION FOR AN ORDER TO AMEND A PRIOR ORDER UNDER SECTIONS 17(d) AND 57(i) OF THE INVESTMENT COMPANY ACT OF 1940 AND RULE 17d-1 THEREUNDER PERMITTING CERTAIN JOINT TRANSACTIONS OTHERWISE PROHIBITED BY SECTIONS 17(d) AND 57(a)(4) AND RULE 17d-1

HAMILTON LANE PRIVATE ASSETS FUND AND HAMILTON LANE ADVISORS, L.L.C.  
2020 TACTICAL MARKET FUND LP  
**ASTRO MASTER FUND III LP**  
**DRAGON HL L.P.**  
DPE INVESTMENTS HOLDINGS LP  
EDGEWOOD PARTNERS LP  
**EDGEWOOD PARTNERS II LP**  
**EDGEWOOD PARTNERS III LP**  
FIFTH STOCKHOLM CI SPV L.P.  
FINANCE STREET AIV SPLITTER L.P.  
FLORIDA GROWTH FUND II LLC  
GREEN CORE FUND, L.P.  
**HAMILTON LANE CAPITAL TOWER FUND LP**  
HAMILTON LANE CO-INVESTMENT FUND IV HOLDINGS LP  
HAMILTON LANE CO-INVESTMENT FUND IV HOLDINGS-2 LP  
HAMILTON LANE EQUITY OPPORTUNITIES FUND V HOLDING LP  
HAMILTON LANE EQUITY OPPORTUNITIES FUND V HOLDING-2 LP  
HAMILTON LANE INFRASTRUCTURE FUND HOLDINGS LP  
HAMILTON LANE INFRASTRUCTURE FUND HOLDINGS-2 LP  
HAMILTON LANE NM FUND I LP  
HAMILTON LANE PRIVATE EQUITY FUND X HOLDINGS LP  
HAMILTON LANE PRIVATE MARKETS OPPORTUNITY FUND LP, CREDIT SERIES  
HAMILTON LANE PRIVATE MARKETS OPPORTUNITY FUND LP, FUND-OF-FUNDS SERIES II  
HAMILTON LANE PRIVATE MARKETS OPPORTUNITY FUND LP, FUND-OF-FUNDS SERIES II  
HAMILTON LANE -- RAYTHEON TECHNOLOGIES PENSION EMERGING MANAGERS, L.P.  
HAMILTON LANE SECONDARY FUND V INTERNATIONAL SERIES FUND LP, SERIES 2  
HAMILTON LANE SMID II HOLDINGS LP  
HAMILTON LANE STRATEGIC OPPORTUNITIES FUND V (SERIES 2019) HOLDINGS LP  
HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VI (SERIES 2020) HOLDINGS LP  
HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VII HOLDINGS LP  
**HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VIII HOLDINGS LP**  
**HAMILTON LANE VENTURE ACCESS FUND I HOLDINGS LP**  
HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2020  
HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2021  
HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2022  
HAMILTON LANE-CARPENTERS PARTNERSHIP FUND V L.P.  
HL INTERNATIONAL INVESTORS LP, SERIES H2  
HL-HP GLOBAL INVESTMENTS LP  
HLSF IV HOLDINGS LP  
HLSF V HOLDINGS LP  
HLSF VI HOLDINGS LP  
HLSF VI HOLDINGS 2 LP  
NAKHODA LANE FUND L.P.  
NAKHODA LANE FUND DE SPV LP  
SRCS HL PE 1 (MASTER) LP

**HAMILTON LANE/NYSCRF ISRAEL INVESTMENT FUND L.P.**  
**HAMILTON LANE/NYSCRF ISRAEL INVESTMENT FUND II LP**  
**HL ADVANCED SUSTAINABLE TOTAL RETURN OPPORTUNITIES FUND III**  
**HL ENPAM FUND SPLITTER LP**  
**HL ~~ENPAM FUND SPLITTER~~ENVIRONMENT FUND LP**  
**HL IMPACT HOLDINGS LP**  
**HL IMPACT II HOLDINGS LP**  
**HL INTERNATIONAL INVESTORS L.P. SERIES M**  
**HL INTERNATIONAL INVESTORS L.P. SERIES N**  
**HL INTERNATIONAL INVESTORS L.P. SERIES O**  
**HL INTERNATIONAL INVESTORS L.P. SERIES Q**  
**HL INTERNATIONAL INVESTORS LP SERIES I**  
**HL INTERNATIONAL INVESTORS LP, HL SECONDARY OPPORTUNITIES 2018 SERIES**  
**HL INTERNATIONAL INVESTORS LP, SERIES H1**  
**HL INTERNATIONAL INVESTORS, L.P. SERIES P**  
**HL LARGE BUYOUT CLUB FUND V**  
**HL LARGE BUYOUT CLUB FUND VI**  
**HL MIRAS SECONDARY FUND LP**  
**HL P PLUS ESG CO-INVEST FUND I LP**  
**HL PENNSYLVANIA CO-INVESTMENT FUND, L.P.**  
**HL PRIVATE ASSETS HOLDINGS LP**  
**HL REAL ASSET OPPORTUNITIES – A MASTER FUND LP**  
**HL VENTURE CAPITAL CLUB FUND**  
**HL/AS GLOBAL COINVEST LP**  
**HUDSON RIVER CO-INVESTMENT FUND III L.P.**  
**INNOVATION LANE LP**  
**JATI PRIVATE EQUITY FUND III L.P.**  
**KPI-HAMILTON LANE MULTI-STRATEGY FUND I MASTER LP**  
**KPS-HAMILTON LANE MULTI-STRATEGY FUND I MASTER LP**  
**KTCU HL INFRASTRUCTURE MASTER FUND LP**  
**LIBRA TAURUS PE FUND MASTER LP**  
**MORAN REAL ASSET FUND II, L.P.**  
**MORAN REAL ASSET FUND III, L.P.**  
**NEW YORK CREDIT CO-INVESTMENT FUND II LP**  
**NEW YORK CREDIT SBIC FUND L.P.**  
**PENHA FUND I L.P.**  
**PENHA FUND II L.P.**  
**PHOENIX HL L.P.**  
**RAPM NM SECONDARY OPPORTUNITY FUND, L.P.**  
**RIHL DIRECT CREDIT FUND LP**  
**RUSSELL INVESTMENTS HL PRIVATE MARKETS CO-INVESTMENT MASTER FUND LP**  
**RUSSELL INVESTMENTS HL PRIVATE MARKETS SECONDARY MASTER FUND LP**  
**SIXTH STOCKHOLM CI-SPV LP**  
**SMART CLEAN AIR AND ENERGY FUND LP**  
**SRE HL PE 1 (MASTER) LP**  
**SREH HL PE 1 (MASTER) LP**  
**SRZ HL PE 1 (MASTER) LP**  
**TARRAGON MASTER FUND LP**  
**TOWER BRIDGE SELECT OPPORTUNITIES – A MASTER FUND LP**  
**TTCFHS HL INVESTMENTS SPLITTER AIV FUND LP**  
**UTAH REAL ASSETS PORTFOLIO, LP**  
**WPP HL CREDIT OPPORTUNITIES FUND LP**

110 Washington Street, Suite 1300  
 Conshohocken, Pennsylvania 19428-2053  
 (610) 617-5724

**[Joshua.Deringer@faegredrinker.com](mailto:Joshua.Deringer@faegredrinker.com)**

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*All Communications, Notices and Orders to:*

**Joshua B. Deringer, Esq.**  
**Faegre Drinker Biddle & Reath LLP**  
**One Logan Square, Ste. 2000**  
**Philadelphia, PA 19103**  
**(215) 988-2959**  
**[Joshua.Deringer@faegredrinker.com](mailto:Joshua.Deringer@faegredrinker.com)**

---

*Copies to:*

**Frederick W. Shaw**  
**Hamilton Lane Advisors, L.L.C.**  
**110 Washington Street, Suite 1300**  
**Conshohocken, Pennsylvania 19428-2053**  
**Telephone: (610) 617-5724**

I. SUMMARY OF ~~AMENDMENT TO THE~~ APPLICATION

A. Requested Relief

In this application (~~this “Amendment”~~ the “Application”), the Applicants identified in Section I.B below hereby request an amendment (the “Amended Order”) to the ~~existing prior~~ order<sup>1</sup> (the “Existing Prior Order”) <sup>1</sup> granted by the U.S. Securities and Exchange Commission (the “Commission”) pursuant to Sections 17(d) and 57(i) of the Investment Company Act of 1940, as amended (the “Act”),<sup>2</sup> and Rule 17d-1 thereunder<sup>3</sup>, authorizing certain joint transactions that otherwise would be prohibited by either or both of Sections 17(d) and 57(a)(4) as modified by the exemptive rules adopted by the Commission under the Act. The Amended Order would be subject to the same representations and ~~e~~Conditions contained in the prior application<sup>4</sup> (the “Prior Application”) <sup>4</sup>, upon which the ~~Existing Prior~~ Order was issued by the Commission. The ~~Existing Prior~~ Order permits certain closed-end management investment companies to co-invest in portfolio companies with affiliated investment funds. Capitalized terms used and not otherwise defined in this ~~Amendment~~Application have the meaning ascribed to them in the Prior Application.

The Applicants (defined below) hereby seek the Amended Order from the Commission to ~~extend~~amend the relief granted in the ~~Existing Prior~~ Order to ~~incorporate~~be consistent with the temporary relief granted by the Commission on April 8, 2020.<sup>5</sup> Applicants propose to amend the term “Follow-On Investment” to mean (i) with respect to a Regulated Fund, an additional investment in the same issuer in which the Regulated Fund is currently invested; or (ii) with respect to an Affiliated Fund, (x) an additional investment in the same issuer in which the Affiliated Fund and at least one Regulated Fund are currently invested; or (y) an investment in an issuer in which at least one Regulated Fund is currently invested but in which the Affiliated Fund does not currently have an investment.

B. Applicants Seeking Relief

The Applicants ~~to this Amendment~~ are the Applicants set forth on the Application, except that Schedule A to the Prior Application is amended and restated as set forth in Schedule A to this ~~Amendment~~Application, in order to add the following Existing Affiliated Funds as Applicants:

ASTRO MASTER FUND III  
DPE INVESTMENTS HOLDINGS LP  
DRAGON HL L.P.  
EDGEWOOD PARTNERS II LP  
EDGEWOOD PARTNERS III LP  
HAMILTON LANE CAPITAL TOWER FUND LP  
HAMILTON LANE -- RAYTHEON TECHNOLOGIES PENSION EMERGING MANAGERS, L.P.  
HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VII HOLDINGS LP  
HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VIII HOLDINGS LP  
HAMILTON LANE VENTURE ACCESS FUND I HOLDINGS LP  
HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2021  
HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2022  
HAMILTON LANE/NYSCRF ISRAEL INVESTMENT FUND II LP  
HLSF VI HOLDINGS LP  
HLSF VI HOLDINGS 2 LP  
HL ADVANCED SUSTAINABLE TOTAL RETURN OPPORTUNITIES FUND III

<sup>1</sup> ~~Hamilton Lane Private Assets Fund, et al., (File No. 812-15099) Investment Company Act Rel. Nos. 34182 (January 28, 2021) (Notice) and 34201 (February 23, 2021) (Order).~~

<sup>1</sup> Hamilton Lane Private Assets Fund, et al., (File No. 812-15099) Investment Company Act Rel. Nos. 34182 (January 28, 2021) (Notice) and 34201 (February 23, 2021) (Order).

<sup>2</sup> Unless otherwise indicated, all section references herein are to the Act.

<sup>3</sup> Unless otherwise indicated, all rule references herein are to rules under the Act.

<sup>4</sup> ~~Hamilton Lane Private Assets Fund, et al., (File No. 812-15099) Investment Company Act Rel. Nos. 34182 (January 28, 2021) (Notice) and 34201 (February 23, 2021) (Order).~~

<sup>4</sup> See Hamilton Lane Private Assets Fund, et al., File No. 812-15099, Amendment No. 2, filed October 16, 2020.

<sup>5</sup> BDC Temporary Exemptive Order, Investment Company Act Rel. Nos. 33837 (April 8, 2020) (order) (extension granted January 5, 2021 and further extension granted April 22, 2021) (the “Temporary Relief”).

HL ENVIRONMENT FUND LP  
HL IMPACT II HOLDINGS LP  
HL LARGE BUYOUT CLUB FUND V  
HL LARGE BUYOUT CLUB FUND VI  
HL P PLUS ESG CO-INVEST FUND I LP  
HL REAL ASSET OPPORTUNITIES – A MASTER FUND LP  
HL VENTURE CAPITAL CLUB FUND  
KTCU HL INFRASTRUCTURE MASTER FUND LP  
MORAN REAL ASSET FUND III, L.P.  
PENHA FUND I L.P.  
PENHA FUND II L.P.  
PHOENIX HL L.P.  
RIHL DIRECT CREDIT FUND LP  
RUSSELL INVESTMENTS HL PRIVATE MARKETS CO-INVESTMENT MASTER FUND LP  
RUSSELL INVESTMENTS HL PRIVATE MARKETS SECONDARY MASTER FUND LP  
SIXTH STOCKHOLM CI-SPV LP  
SMART CLEAN AIR AND ENERGY FUND LP  
TOWER BRIDGE SELECT OPPORTUNITIES – A MASTER FUND LP  
TTCPFS HL INVESTMENTS SPLITTER AIV FUND LP  
WPP HL CREDIT OPPORTUNITIES FUND LP

Applicants do not seek relief for transactions that would be permitted under other regulatory or interpretive guidance, including, for example, transactions effected consistent with Commission staff no-action positions.<sup>6</sup>

All existing entities that currently rely on the Prior Order and intend to rely on the Amended Order have been named as Applicants and any existing or future entities that may rely on the Amended Order in the future will comply with the terms and eConditions of the Prior Application as modified by this AmendmentApplication and the Amended Order.

All Applicants are eligible to rely on the ExistingPrior Order. The ~~new~~Existing Affiliated Funds listed above were not in existence at the time the ExistingPrior Order was granted.

## II. GENERAL DESCRIPTION OF APPLICANTS

### A. The Fund

The Fund was organized under the Delaware Statutory Trust Act on February 7, 2020, and is a closed-end management investment company registered under the Act.

### B. The Existing Affiliated Funds

The Existing Affiliated Funds are investment funds each of whose investment adviser is Hamilton Lane Advisors, L.L.C. (“Hamilton Lane”) and each of which would be an investment company but for Section 3(c)(1) or 3(c)(7) of the Act.<sup>7</sup> A list of the Existing Affiliated Funds is included on Schedule A hereto. Each Existing Affiliated Fund qualifies as an Affiliated Fund under the Prior Order.

### C. Hamilton Lane Advisors, L.L.C.

Hamilton Lane serves as the investment adviser of the Fund and the investment adviser to the Existing Affiliated Funds, respectively, ~~and either they or another Adviser will serve as the investment adviser to any Future Regulated Fund.~~ Hamilton Lane is a Pennsylvania limited liability company and is a registered investment adviser with the Commission under the Advisers Act.

The Hamilton Lane Proprietary Accounts will hold various financial assets in a principal capacity. Hamilton Lane and its affiliates may operate through wholly- or majority-owned subsidiaries. Currently, there are no Hamilton Lane

<sup>6</sup> See the JT No-Action Letters.

<sup>7</sup> In the future, each Affiliated Fund may register as a closed-end management investment company under the Act and, if so registered, will be considered a Regulated Fund for purposes of this aApplication.

Proprietary Accounts or subsidiaries that exist and currently intend to participate in the Co-Investment Program.

Under the terms of an investment advisory agreement with the Fund and the Existing Affiliated Funds, respectively, Hamilton Lane, among other things, manages the investment portfolio, directs purchases and sales of portfolio securities and reports thereon to the Fund's or Existing Affiliated Fund's, as applicable, officers and board regularly.

### III. ORDER REQUESTED

#### A. Request for Relief

Applicants respectfully request an Amended Order of the Commission under Sections 17(d) and 57(i) and Rule 17d-1 thereunder to permit a Regulated Fund and one or more other Regulated Fund and/or one or more Affiliated Funds to enter into Co-Investment Transactions with each other, subject to the same terms, representations and eConditions of the same relief under the Prior Application and the ExistingPrior Order, except for the following amendments:

The following replaces the defined term "Follow-On Investment" in the Prior Application:

***"Follow-On Investment"*** means (i) with respect to a Regulated Fund, an additional investment in the same issuer in which the Regulated Fund is currently invested; or (ii) with respect to an Affiliated Fund, (x) an additional investment in the same issuer in which the Affiliated Fund and at least one Regulated Fund are currently invested; or (y) an investment in an issuer in which at least one Regulated Fund is currently invested but in which the Affiliated Fund does not currently have an investment. An investment in an issuer includes, but is not limited to, the exercise of warrants, conversion privileges or other rights to purchase securities of the issuer.

The first paragraph under section III.A.3 of the Prior Application is amended and restated as follows ~~(new language is underlined)~~:

From time to time, the Regulated Funds and Affiliated Funds may have opportunities to make Follow-On Investments in an issuer in which a Regulated Fund and one or more other Regulated Funds and/or Affiliated Funds previously have invested and continue to hold an investment. If the Amended Order is granted, Follow-On Investments will be made in a manner that, over time, is fair and equitable to all of the Regulated Funds and the Affiliated Funds and in accordance with the proposed procedures discussed above and with the Conditions of the Prior Order. The Amended Order, if granted, would expand the relief provided in the Prior Order to permit Affiliated Funds to participate in Follow-On Investments in issuers in which at least one Regulated Fund is invested, but such Affiliated Funds are not invested. This relief would not permit Follow-On Investments by Regulated Funds that are not invested in the issuer.

#### B. Conditions

Except as stated herein, the Conditions of the ExistingPrior Order, as stated in Section IV.D of the Prior Application, will remain in effect. Any language in the Conditions of the ExistingPrior Order stating that an Affiliated Fund is required to have an existing investment in an issuer and/or needs to have previously participated in a Co-Investment Transaction with respect to such issuer in order to participate in a Follow-On Investment shall be deemed removed if the Amended Order is granted.

#### C. Precedents

The amended relief requested in ~~this Amendment to~~ the Application with respect to Follow-On Investments is consistent with the Temporary Relief. The Application is based on the application of BlackRock Capital Investment Corporation and its affiliates et al., for which an order was issued on April 14, 2022,<sup>8</sup> ~~and the Temporary Relief.~~

### IV. STATEMENT IN SUPPORT OF RELIEF REQUESTED

Applicants agree that the relief requested under the Amended Order will be subject to the same terms, representations and eConditions of the same relief under the ExistingPrior Order, except as may be modified by this AmendmentApplication. The Applicants incorporate by reference Section IV, "Statement in Support of Relief Requested," of the Prior Application,

<sup>8</sup> BlackRock Capital Investment Corporation, et al. (File No. 812-15259) Investment Company Act Rel. Nos. 34535 (March 18, 2022) (notice) and Investment Company Act Rel. Nos. 34558 (April 14, 2022) (order).

which is equally applicable to this [AmendmentApplication](#).

V. PROCEDURAL MATTERS

A. Communications

Please address all communications concerning this [AmendmentApplication](#) and the Notice and Order to:

**Joshua B. Deringer, Esq.**  
**Faegre Drinker Biddle & Reath LLP**  
**One Logan Square, Ste. 2000**  
**Philadelphia, PA 19103**  
**(215) 988-2959**

**Lydia A. Gavalis**  
**General Counsel**  
**Hamilton Lane Advisors, L.L.C.**  
**110 Washington Street, Suite 1300**  
**Conshohocken, Pennsylvania 19428-2053**

**AND**

**Adam B. Shane**  
**Head of Fund Formation**  
**Hamilton Lane Advisors, L.L.C.**  
**110 Washington Street, Suite 1300**  
**Conshohocken, Pennsylvania 19428-2053**

Please address any questions, and a copy of any communications, concerning this [AmendmentApplication](#), the Notice and Order to:

**Frederick W. Shaw**  
**Hamilton Lane Advisors, L.L.C.**  
**110 Washington Street, Suite 1300**  
**Conshohocken, Pennsylvania 19428-2053**

B. Authorizations

The filing of this Application for the Order sought hereby and the taking of all acts reasonably necessary to obtain the relief requested herein was authorized by the Board of the Fund pursuant to resolutions duly adopted by the Board on July 20, 2022 (attached hereto as Exhibit A). In accordance with Rule 0-2(c) under the Act, each person executing the Application on behalf of the Applicants being duly sworn deposes and says that he or she has duly executed the attached Application for and on behalf of the applicable entity listed; that he or she is authorized to execute the Application pursuant to the terms of an operating agreement, management agreement or otherwise; and that all actions by members, directors or other bodies necessary to authorize each such deponent to execute and file the Application have been taken. In accordance with Rule 0-5 under the 1940 Act, Applicants request that the Commission issue the requested Amended Order without holding a hearing.

**Frederick W. Shaw**  
**Hamilton Lane Advisors, L.L.C.**  
**110 Washington Street, Suite 1300**  
**Conshohocken, Pennsylvania 19428-2053**

*[Signature Pages Follow]*

Applicants have caused this ~~Amendment to the~~ Application to be duly signed on their behalf on the 26<sup>th</sup> day of ~~July 2022~~January 2023.

**HAMILTON LANE PRIVATE ASSETS FUND**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Secretary

**HAMILTON LANE ADVISORS, L.L.C.**

By: /s/ Lydia A. Gavalis  
Name: Lydia A. Gavalis  
Title: Secretary and General Counsel

**2020 TACTICAL MARKET FUND LP**

By: 2020 Tactical Market GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**DPE INVESTMENTS HOLDINGS LP**

By: DPE Investments GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**EDGEWOOD PARTNERS LP**

By: HL Edgewood GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**FIFTH STOCKHOLM CI SPV L.P.**

By: HL Second Stockholm GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**FINANCE STREET AIV SPLITTER L.P.**

By: Finance Street GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**FLORIDA GROWTH FUND II LLC**

By: HL Florida Growth LLC, its manager  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**GREEN CORE FUND, L.P.**

By: Green Core GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary



**HAMILTON LANE CO-INVESTMENT FUND IV  
HOLDINGS LP**

By: Hamilton Lane Co-Investment GP IV LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE CO-INVESTMENT FUND IV  
HOLDINGS-2 LP**

By: Hamilton Lane Co-Investment GP IV LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE NM FUND I LP**

By: HL NM Fund I GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE PRIVATE EQUITY FUND X  
HOLDINGS LP**

By: Hamilton Lane GP X LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE PRIVATE MARKETS  
OPPORTUNITY FUND LP, CREDIT SERIES**

By: HL PMOF GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE PRIVATE MARKETS  
OPPORTUNITY FUND LP, FUND-OF-FUNDS SERIES**

By: HL PMOF GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE PRIVATE MARKETS  
OPPORTUNITY FUND LP, FUND-OF-FUNDS SERIES II**

By: HL PMOF GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE -- RAYTHEON TECHNOLOGIES  
PENSION EMERGING MANAGERS, L.P.**

By: Hamilton Lane - Raytheon Technologies Pension Emerging Managers GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE SMID II HOLDINGS LP**

By: Hamilton Lane Global SMID II GP, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE STRATEGIC OPPORTUNITIES  
FUND V (SERIES 2019) HOLDINGS LP**

By: Hamilton Lane Strategic Opportunities Fund V (Series 2019) GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE STRATEGIC OPPORTUNITIES  
FUND VI (SERIES 2020) HOLDINGS LP**

By: Hamilton Lane Strategic Opportunities Fund VI (Series 2020) GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE STRATEGIC OPPORTUNITIES  
FUND VII HOLDINGS LP**

By: Hamilton Lane Strategic Opportunities Fund VII GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE VENTURE CAPITAL FUND LP,  
SERIES 2020**

By: Hamilton Lane Venture Capital Fund GP, LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE VENTURE CAPITAL FUND LP,  
SERIES 2021**

By: Hamilton Lane Venture Capital Fund GP, LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE VENTURE CAPITAL FUND LP,  
SERIES 2022**

By: Hamilton Lane Venture Capital Fund GP, LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

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**HAMILTON LANE-CARPENTERS PARTNERSHIP**

**FUND V L.P.**

By: HLA Carpenters V LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS LP, SERIES H2**

By: HL International Investors GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL-HP GLOBAL INVESTMENTS LP**

By: HL-HP GLOBAL INVESTMENTS GP, LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HLSF V HOLDINGS LP**

By: Hamilton Lane Secondary Fund V GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HLSF VI HOLDINGS LP**

By: Hamilton Lane Secondary Fund VI GP LLC, its general partner  
By: /s/ Adam B. Shane  
~~By~~Name: Adam B. Shane  
Title: Assistant Secretary

**HLSF VI HOLDINGS 2 LP**

By: Hamilton Lane Secondary Fund VI GP LLC, its general partner  
By: /s/ Adam B. Shane  
~~By~~Name: Adam B. Shane  
Title: Assistant Secretary

**NAKHODA LANE FUND L.P.**

By: Nakhoda Lane Fund GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**NAKHODA LANE FUND DE SPV LP**

By: Nakhoda Lane Fund GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**SRCS HL PE 1 (MASTER) LP**

By: SR HL PE 1 GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE/NYSCRF ISRAEL INVESTMENT FUND L.P.**

By: HL/NY Israel Investment fund GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL ENPAM FUND SPLITTER LP**

By: HL ENPAM Splitter GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL IMPACT HOLDINGS LP**

By: HL Impact Fund GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL IMPACT II HOLDINGS LP**

By: HL Impact Fund II GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS L.P. SERIES M**

By: HL International Investors GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS L.P. SERIES N**

By: HL International Investors GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS L.P. SERIES O**

By: HL International Investors GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS L.P. SERIES Q**

By: HL International Investors GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS LP SERIES I**

By: HL International Investors GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS LP, HL  
SECONDARY OPPORTUNITIES 2018 SERIES**

By: HL International Investors GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS LP, SERIES H1**

By: HL International Investors GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL INTERNATIONAL INVESTORS, L.P. SERIES P**

By: HL International Investors GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL LARGE BUYOUT CLUB FUND V**

By: HL Large Buyout Club Fund V GP SARL  
By: /s/ Lydia A. Gavalis  
~~By~~Name: Lydia A. Gavalis  
Title: Manager

**HL LARGE BUYOUT CLUB FUND VI**

By: HL Large Buyout Club Fund VI GP SARL  
By: /s/ Lydia A. Gavalis  
~~By~~Name: Lydia A. Gavalis  
Title: Manager

**HL MIRAS SECONDARY FUND LP**

By: HL Evergreen Secondary GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL PENNSYLVANIA CO-INVESTMENT FUND, L.P.**

By: HL PA CO-INVESTMENTS GP, LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL PRIVATE ASSETS HOLDINGS LP**

By: HL GPA GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL/AS GLOBAL COINVEST LP**

By: HL/AS GLOBAL COINVEST GP, LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HLSF IV HOLDINGS LP**

By: Hamilton Lane Secondary Fund IV GP LLC, its  
general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL VENTURE CAPITAL CLUB FUND**

By: HL Venture Capital Club Fund GP SARRL  
By: /s/ Lydia A. Gavalis  
~~By Name:~~ Lydia A. Gavalis  
Title: Manager

**HUDSON RIVER CO-INVESTMENT FUND III L.P.**

By: Hamilton Lane New York Co-Investment III LLC, its  
general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**INNOVATION LANE LP**

By: Innovation Lane GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**JATI PRIVATE EQUITY FUND III L.P.**

By: Jati GP LLC, its General Partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**KPI-HAMILTON LANE MULTI-STRATEGY FUND I  
MASTER LP**

By: KPI – Hamilton Lane Multi-Strategy Fund I GP LLC,  
its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**KPS-HAMILTON LANE MULTI-STRATEGY FUND I  
MASTER LP**

By: KPS – Hamilton Lane Multi-Strategy Fund I GP LLC,  
its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**KTCU HL INFRASTRUCTURE MASTER FUND LP**

By: KTCU Infrastructure Fund GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**LIBRA TAURUS PE FUND MASTER LP**

By: Libra Taurus PE Fund GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**MORAN REAL ASSET FUND II, L.P.**

By: HL Moran GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**MORAN REAL ASSET FUND III, L.P.**

By: HL Moran GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**NEW YORK CREDIT CO-INVESTMENT FUND II LP**

By: New York Credit Co-Investment Fund GP II L.L.C.,  
its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**NEW YORK CREDIT SBIC FUND L.P.**

By: New York Credit SBIC Fund GP LLC, its general  
partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**RAPM NM SECONDARY OPPORTUNITY FUND, L.P.**

By: HL NM Secondary Opportunity GP, LLC, its general  
partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**RUSSELL INVESTMENTS HL PRIVATE MARKETS  
CO-INVESTMENT MASTER FUND LP**

By: Russell Investments Hamilton Lane GP SARL  
By: /s/ Lydia A. Gavalis  
Name: Lydia A. Gavalis  
Title: Manager

**RUSSELL INVESTMENTS HL PRIVATE MARKETS  
SECONDARY MASTER FUND LP**

By: Russell Investments Hamilton Lane GP SARL  
By: /s/ Lydia A. Gavalis  
Name: Lydia A. Gavalis  
Title: Manager

**SIXTH STOCKHOLM CI-SPV LP**

By: HL Second Stockholm GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**SRE HL PE 1 (MASTER) LP**

By: SR HL PE 1 GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane

Title: Assistant Secretary

**SREH HL PE 1 (MASTER) LP**

By: SR HL PE 1 GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**SRZ HL PE 1 (MASTER) LP**

By: SR HL PE 1 GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**TARRAGON MASTER FUND LP**

By: Tarragon GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**TOWER BRIDGE SELECT OPPORTUNITIES – A  
MASTER FUND LP**

By: Tower Bridge Select Opportunities – A Master Fund GP  
LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**TTCPFS HL INVESTMENTS SPLITTER AIV FUND LP**

By: TTCPFS HL INVESTMENTS SPLITTER AIV FUND GP  
LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**UTAH REAL ASSETS PORTFOLIO, LP**

By: HL Utes GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE SECONDARY FUND V  
INTERNATIONAL SERIES FUND LP, SERIES 2**

By: Hamilton Lane Secondary Fund V GP LLC, its general  
partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE INFRASTRUCTURE FUND  
HOLDINGS LP**

By: HL Real Assets GP LLC, its general partner

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**HAMILTON LANE INFRASTRUCTURE FUND**



**HOLDINGS-2 LP**

By: HL Real Assets GP LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE EQUITY OPPORTUNITIES FUND V HOLDING LP**

By: Hamilton Lane Equity Opportunities GP V LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE EQUITY OPPORTUNITIES FUND V HOLDING-2 LP**

By: Hamilton Lane Equity Opportunities GP V LLC, its general partner  
By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**ASTRO MASTER FUND III LP**  
**BY: HL ASTRO FUND III GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**DRAGON HL L.P.**  
**BY: HL PENHA GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**EDGEWOOD PARTNERS II LP**  
**BY: HL EDGEWOOD GP II LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**EDGEWOOD PARTNERS III LP**  
**BY: HL EDGEWOOD GP III LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE CAPITAL TOWER FUND LP**  
**BY: HAMILTON LANE SPV GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE STRATEGIC OPPORTUNITIES**

**FUND VIII HOLDINGS LP**  
**BY: HAMILTON LANE STRATEGIC OPPORTUNITIES**  
**FUND VIII GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE VENTURE ACCESS FUND I**  
**HOLDINGS LP**  
**BY: HAMILTON LANE VENTURE ACCESS FUND I GP**  
**LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HAMILTON LANE/NYSCRF ISRAEL INVESTMENT**  
**FUND II LP**  
**BY: HL/NY ISRAEL INVESTMENT FUND II GP LLC,**  
**ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL ADVANCED SUSTAINABLE TOTAL RETURN**  
**OPPORTUNITIES FUND III**  
**BY: HL ASTRO FUND III GP LLC, ITS GENERAL**  
**PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL ENVIRONMENT FUND LP**  
**BY: HL ENVIRONMENT FUND GP LLC, ITS GENERAL**  
**PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL P PLUS ESG CO-INVEST FUND I LP**  
**BY: HL P PLUS CO-INVEST FUND I GP LLC, ITS**  
**GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**HL REAL ASSET OPPORTUNITIES – A MASTER FUND**  
**LP**  
**BY: HL REAL ASSET OPPORTUNITIES – A MASTER**  
**FUND GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**PENHA FUND I L.P.**  
**BY: HL PENHA GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Assistant Secretary

**PENHA FUND II L.P.**

**BY: HL PENHA GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**PHOENIX HL L.P.**

**BY: HL PENHA GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**RIHL DIRECT CREDIT FUND LP**

**BY: RUSSELL INVESTMENTS HAMILTON LANE DE  
GP LLC, ITS GENERAL PARTNER**

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**SMART CLEAN AIR AND ENERGY FUND LP**

**BY: SMART CLEAN AIR AND ENERGY FUND GP LLC,  
ITS GENERAL PARTNER**

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

**WPP HL CREDIT OPPORTUNITIES FUND LP**

**BY: WPP HL CREDIT OPPORTUNITIES FUND GP LLC,  
ITS GENERAL PARTNER**

By: /s/ Adam B. Shane

Name: Adam B. Shane

Title: Assistant Secretary

SCHEDULE A

EXISTING AFFILIATED FUNDS, EACH ADVISED BY HAMILTON LANE ADVISORS, L.L.C

HAMILTON LANE PRIVATE ASSETS FUND

2020 TACTICAL MARKET FUND LP

ASTRO MASTER FUND III LP

DRAGON HL L.P.

DPE INVESTMENTS HOLDINGS LP

EDGEWOOD PARTNERS LP

EDGEWOOD PARTNERS II LP

EDGEWOOD PARTNERS III LP

FIFTH STOCKHOLM CI SPV L.P.

FINANCE STREET AIV SPLITTER L.P.

FLORIDA GROWTH FUND II LLC

GREEN CORE FUND, L.P.

HAMILTON LANE CAPITAL TOWER FUND LP

HAMILTON LANE CO-INVESTMENT FUND IV HOLDINGS LP

HAMILTON LANE CO-INVESTMENT FUND IV HOLDINGS-2 LP

HAMILTON LANE EQUITY OPPORTUNITIES FUND V HOLDING LP

HAMILTON LANE EQUITY OPPORTUNITIES FUND V HOLDING-2 LP

HAMILTON LANE INFRASTRUCTURE FUND HOLDINGS LP

HAMILTON LANE INFRASTRUCTURE FUND HOLDINGS-2 LP

HAMILTON LANE NM FUND I LP

HAMILTON LANE PRIVATE EQUITY FUND X HOLDINGS LP

HAMILTON LANE PRIVATE MARKETS OPPORTUNITY FUND LP, CREDIT SERIES

HAMILTON LANE PRIVATE MARKETS OPPORTUNITY FUND LP, FUND-OF-FUNDS SERIES

HAMILTON LANE PRIVATE MARKETS OPPORTUNITY FUND LP, FUND-OF-FUNDS SERIES II

HAMILTON LANE -- RAYTHEON TECHNOLOGIES PENSION EMERGING MANAGERS, L.P.

HAMILTON LANE SECONDARY FUND V INTERNATIONAL SERIES FUND LP, SERIES 2

HAMILTON LANE SMID II HOLDINGS LP

HAMILTON LANE STRATEGIC OPPORTUNITIES FUND V (SERIES 2019) HOLDINGS LP

HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VI (SERIES 2020) HOLDINGS LP

HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VII HOLDINGS LP

HAMILTON LANE STRATEGIC OPPORTUNITIES FUND VIII HOLDINGS LP

HAMILTON LANE VENTURE ACCESS FUND I HOLDINGS LP

HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2020

HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2021

HAMILTON LANE VENTURE CAPITAL FUND LP, SERIES 2022

HAMILTON LANE-CARPENTERS PARTNERSHIP FUND V L.P.

HL INTERNATIONAL INVESTORS LP, SERIES H2

HL-HP GLOBAL INVESTMENTS LP

HLSF IV HOLDINGS LP

HLSF V HOLDINGS LP

HLSF VI HOLDINGS LP

HLSF VI HOLDINGS 2 LP

NAKHODA LANE FUND L.P.

NAKHODA LANE FUND DE SPV LP

SRCS HL PE 1 (MASTER) LP

HAMILTON LANE/NYSCRF ISRAEL INVESTMENT FUND L.P.

HAMILTON LANE/NYSCRF ISRAEL INVESTMENT FUND II LP

HL ADVANCED SUSTAINABLE TOTAL RETURN OPPORTUNITIES FUND III

HL ENPAM FUND SPLITTER LP

HL ~~ENPAMENVIRONMENT~~ FUND ~~SPLITTER~~-LP

HL IMPACT HOLDINGS LP

HL IMPACT II HOLDINGS LP

HL INTERNATIONAL INVESTORS L.P. SERIES M

HL INTERNATIONAL INVESTORS L.P. SERIES N

HL INTERNATIONAL INVESTORS L.P. SERIES O  
HL INTERNATIONAL INVESTORS L.P. SERIES Q  
HL INTERNATIONAL INVESTORS LP SERIES I  
HL INTERNATIONAL INVESTORS LP, HL SECONDARY OPPORTUNITIES 2018 SERIES  
HL INTERNATIONAL INVESTORS LP, SERIES H1  
HL INTERNATIONAL INVESTORS, L.P. SERIES P  
HL LARGE BUYOUT CLUB FUND V  
HL LARGE BUYOUT CLUB FUND VI  
HL MIRAS SECONDARY FUND LP  
HL P PLUS ESG CO-INVEST FUND I LP  
HL PENNSYLVANIA CO-INVESTMENT FUND, L.P.  
HL PRIVATE ASSETS HOLDINGS LP  
HL REAL ASSET OPPORTUNITIES – A MASTER FUND LP  
HL VENTURE CAPITAL CLUB FUND  
HL/AS GLOBAL COINVEST LP  
HUDSON RIVER CO-INVESTMENT FUND III L.P.  
INNOVATION LANE LP  
JATI PRIVATE EQUITY FUND III L.P.  
KPI-HAMILTON LANE MULTI-STRATEGY FUND I MASTER LP  
KPS-HAMILTON LANE MULTI-STRATEGY FUND I MASTER LP  
KTCU HL INFRASTRUCTURE MASTER FUND LP  
LIBRA TAURUS PE FUND MASTER LP  
MORAN REAL ASSET FUND II, L.P.  
MORAN REAL ASSET FUND III, L.P.  
NEW YORK CREDIT CO-INVESTMENT FUND II LP  
NEW YORK CREDIT SBIC FUND L.P.  
PENHA FUND I L.P.  
PENHA FUND II L.P.  
PHOENIX HL L.P.  
RAPM NM SECONDARY OPPORTUNITY FUND, L.P.  
RIHL DIRECT CREDIT FUND LP  
RUSSELL INVESTMENTS HL PRIVATE MARKETS CO-INVESTMENT MASTER FUND LP  
RUSSELL INVESTMENTS HL PRIVATE MARKETS SECONDARY MASTER FUND LP  
SIXTH STOCKHOLM CI-SPV LP  
SMART CLEAN AIR AND ENERGY FUND LP  
SRE HL PE 1 (MASTER) LP  
SREH HL PE 1 (MASTER) LP  
SRZ HL PE 1 (MASTER) LP  
TARRAGON MASTER FUND LP  
TOWER BRIDGE SELECT OPPORTUNITIES – A MASTER FUND LP  
TTCPFS HL INVESTMENTS SPLITTER AIV FUND LP  
UTAH REAL ASSETS PORTFOLIO, LP  
WPP HL CREDIT OPPORTUNITIES FUND LP

VERIFICATION

The undersigned states that he has duly executed the foregoing Application for and on behalf of Hamilton Lane Private Assets Fund, that he is the Secretary of such entity and that all action by officers, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been taken. The undersigned further states that he is familiar with such instrument, and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

**HAMILTON LANE PRIVATE ASSETS FUND**

By: /s/ Adam B. Shane  
Name: Adam B. Shane  
Title: Secretary

VERIFICATION

The undersigned states that she has duly executed the foregoing Application for and on behalf of Hamilton Lane Advisors, L.L.C., that she is the Secretary and General Counsel of such entity and that all action by officers, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been taken. The undersigned further states that she is familiar with such instrument, and the contents thereof, and that the facts therein set forth are true to the best of her knowledge, information and belief.

**HAMILTON LANE ADVISORS, L.L.C.**

By: /s/ Lydia A. Gavalis  
Name: Lydia A. Gavalis  
Title: Secretary and General Counsel

VERIFICATION

The undersigned states that she has duly executed the foregoing Application for and on behalf of Hamilton Lane Advisors, L.L.C., that she is the Secretary and General Counsel of the Investment Manager or direct or indirect owner of the Investment Manager of each of the funds listed on Schedule A hereto as Applicants in this Application, and that all action by officers, directors, and other bodies necessary to authorize deponent to execute and file such instrument has been taken. The undersigned further states that she is familiar with such instrument, and the contents thereof, and that the facts therein set forth are true to the best of her knowledge, information and belief.

By: /s/ Lydia A. Gavalis  
Name: Lydia A. Gavalis  
Title: Secretary and General Counsel

EXHIBIT A

Resolutions of Trustees of  
Hamilton Lane Private Assets Fund

**NOW, THEREFORE, BE IT RESOLVED**, that the officers of Hamilton Lane Private Assets Fund (the “Fund”) be, and each of them hereby is, authorized and directed on behalf of the Fund and in its name, to prepare, execute, and cause to be filed with the Securities and Exchange Commission an application to amend the Fund’s current Order of Exemption pursuant to Section 17(d) of the Investment Company Act of 1940, as amended (the “1940 Act”), and Rule 17d-1 promulgated under the 1940 Act, authorizing certain joint transactions that otherwise may be prohibited by Section 17(d) of the 1940 Act, substantially in the form attached hereto as Exhibit A, and any amendments thereto; and it is

**FURTHER RESOLVED**, that the officers of the Fund be, and each of them hereby is, authorized and directed to take such further action and execute such other documents as such officer or officers shall deem necessary or advisable in order to effectuate the intent of the foregoing resolution.