

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING
File No. 3-20855

In the Matter of	:	
	:	
	:	
Allianz Global Investors U.S. LLC,	:	AMENDED PROPOSED PLAN OF
	:	DISTRIBUTION
Respondent.	:	
	:	

I. OVERVIEW

1. The Division of Enforcement submits this Amended Proposed Plan of Distribution (the “Plan”) to the United States Securities and Exchange Commission (the “Commission”) pursuant to Rule 1101 of the Commission’s Rules on Fair Fund and Disgorgement Plans (the “Commission’s Rules”), 17 C.F.R. § 201.1101. This Plan provides for the distribution of a Fair Fund (the “Fair Fund”), comprised of civil money penalties paid by Allianz Global Investors U.S. LLC (“AGI US” or the “Respondent”) in the above-captioned matter.¹

2. As described more specifically below, the Plan seeks to compensate investors in certain private funds, mutual funds, Collective Investment Trusts (“CITs”), and Undertaking for Collective Investment in Transferable Securities (“UCITS”) funds who were harmed by the Respondent’s conduct described in the Order in connection with the options trading strategy known as Structured Alpha that Respondent marketed and sold to investors in various funds (the “Structured Alpha Funds”). As calculated using the methodology detailed in the Plan of Allocation (attached as Exhibit A), investors will be compensated for principal losses incurred between February 24, 2020 and March 30, 2020, inclusive, in the Structured Alpha Funds, after accounting for compensation received from another source in a “rising tide” methodology. In the view of the Commission staff and the Fund Administrator, this methodology constitutes a fair and reasonable allocation of the Fair Fund.

3. The Commission has custody of the Fair Fund and shall retain control of the assets of the Fair Fund. The Plan is subject to approval by the Commission, and the Commission retains jurisdiction over its implementation.

¹ See Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Sections 15(b) and 21C of the Securities Exchange Act of 1934 and Sections 203(e) and 203(k) of the Investment Advisers Act of 1940, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order, Exchange Act Rel. No. 94927 (May 17, 2022) (the “Order”).

II. BACKGROUND

4. On May 17, 2022, the Commission issued the Order instituting and simultaneously settling administrative and cease-and-desist proceedings against the Respondent. The Structured Alpha Funds were intended to generate profits by using a portfolio of debt or equity securities as collateral to purchase and sell options principally on the S&P 500 Index. The Structured Alpha Funds performed well until the COVID-related market volatility in March 2020 when they suffered catastrophic losses, including losses in excess of 90% in certain funds. Beginning on or before January 2016, and continuing through March 2020, AGI US, through the Structured Alpha portfolio management team, misled investors as to the significant downside risk of the Structured Alpha Funds, which included misrepresentations and omissions made in connection with the purchase and sale of these securities. First, AGI US's marketing materials misrepresented to investors the levels at which hedging positions were put in place. Second, the portfolio management team did not consistently implement a bespoke risk mitigation program agreed to with the largest client in the Structured Alpha Funds. Third, the portfolio management team manipulated reports and other information provided to or created for certain investors on an ad hoc basis to conceal the magnitude of the strategy's downside risk. In addition, the portfolio management team misrepresented to investors that Structured Alpha had a capacity limit of \$9 billion for certain funds when, in reality, it exceeded that amount by over \$3 billion. After COVID-related market volatility in March 2020, the portfolio management team engaged in numerous, ultimately unsuccessful, efforts to conceal their misconduct from the Commission staff. In March 2020, AGI US began the process of liquidating the largest Structured Alpha Funds, paying to shareholders a liquidation price per share specific to each fund.

5. The Commission ordered the Respondent to pay \$349.2 million in disgorgement and prejudgment interest, which was deemed satisfied by forfeiture and restitution ordered in settlement of a parallel criminal proceeding. The Commission further ordered the Respondent to pay a \$675 million civil money penalty to the Commission. The Commission also created the Fair Fund, pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, so the penalty paid can be distributed to harmed investors.

6. In accordance with the Order, the Respondent paid \$131,314,739.08 directly to certain investors and the remaining \$543,685,260.92 to the Commission. The Fair Fund has been deposited in a Commission-designated account at the United States Department of the Treasury, and any accrued interest will be added to the Fair Fund.

III. DEFINITIONS

As used in this Plan, the following definitions will apply:

7. “**Administrative Costs**” shall mean any administrative costs and expenses, including without limitation the fees and expenses of the Tax Administrator and the Fund Administrator, tax obligations, bond premium expenses, and investment and banking costs.

8. “**Claim Form**” means the form designed by the Fund Administrator, in consultation with the Commission staff, for the filing of claims in accordance with this Plan.

The claim form will require, at a minimum, sufficient documentation reflecting any Preliminary Claimant's purchases and dispositions of Securities during the Relevant Period such that eligibility under the Plan can be determined, tax identification and other related information from the Preliminary Claimant as determined necessary by the Fund Administrator in coordination with the Tax Administrator, and a certification that the Preliminary Claimant is not an Excluded Party.

9. **"Claim Status Notice"** means the notice sent by the Fund Administrator within ninety (90) days of the Claims Bar Date to any Preliminary Claimant that submitted a deficient Claim Form. The Claim Status Notice will provide to each Preliminary Claimant whose claim is deficient, in whole or in part, the reason(s) for the deficiency and in the event the claim is denied, the Claim Status Notice will state the reason(s) for such denial. The Claim Status Notice will also notify the Preliminary Claimant of the opportunity to cure any deficiency, request reconsideration, or dispute the determination made by the Fund Administrator and provide instructions regarding what is required to do so.

10. **"Claims Bar Date"** means the date established in accordance with this Plan by which a Preliminary Claimant's Claim Form must be postmarked or submitted electronically in order to receive consideration under the Plan. The Claims Bar Date shall be one hundred twenty (120) days after the initial mailing of the Plan Notice. Claim Forms submitted by Preliminary Claimants postmarked or received after the Claims Bar Date will not be accepted unless the Fund Administrator is directed to do so by the Commission staff.

11. **"Claims Packet"** means the materials relevant to submitting a claim that will be provided to Preliminary Claimants who request such materials through a website or otherwise prior to the Claims Bar Date. The Claims Packet will include, at a minimum, a copy of the Plan Notice and a Claim Form (together with instructions for completion of the Claim Form).

12. **"Determination Notice"** shall mean the written notice sent by the Fund Administrator to all Preliminary Claimants who timely submitted a Claim Form notifying the Preliminary Claimant of its eligibility determination. The Determination Notice will further provide each Preliminary Claimant that is determined to be an Eligible Claimant with his, her, or its calculated Recognized Loss. The Determination Notice will constitute the Fund Administrator's final ruling regarding the eligibility status of the claim.

13. **"Distribution Payment"** means a payment from the Fair Fund to a Payee in accordance with the terms of this Plan.

14. **"Eligible Claimant"** means a Preliminary Claimant, who is not an Excluded Party, who submitted a valid Claim Form and has suffered a Recognized Loss, as calculated in accordance with the Plan of Allocation.

15. **"Excluded Party"** means:

- (a) The Respondent;

- (b) Respondent and/or defendants in the following actions: *In the Matter of Stephen G. Bond-Nelson*, Exchange Act Rel. No. 94926 (May 17, 2022); *In the Matter of Trevor Taylor*, Exchange Act Rel. No. 94925 (May 17, 2022); and *SEC v. Tournant et al.*, 1:22-cv-4016 (S.D.N.Y.).
- (c) Present or former officers or directors of Respondent during the period of January 1, 2016 through the end of the Relevant Period;
- (d) Any employee or former employee of the portfolio management team for the Structured Alpha Funds;
- (e) Any employee or former employee of the Respondent or any of its affiliates who has been disciplined, terminated, or has otherwise resigned, in connection with the conduct described in the Order;
- (f) Any Person who, as of the Claims Bar Date, has been the subject of criminal charges related to the conduct described in the Order or any related Commission action;
- (g) Any firm, trust, corporation, officer, or other entity in which Respondent has or had a controlling interest;
- (h) The Fund Administrator, its employees, and those Persons assisting the Fund Administrator in its role as the Fund Administrator;
- (i) Any assigns, creditors, heirs, distributees, spouses, parents, dependent children or controlled entities of any of the foregoing Persons or entities in paragraphs 15(a)-(h) above; or
- (j) Any purchaser or assignee of another Person's right to obtain a recovery from the Fair Fund for value; provided, however, that this provision shall not be construed to exclude those Persons who obtained such a right by gift, inheritance or devise.

The Claim Form will require Preliminary Claimants to certify that they are not an Excluded Party. All Excluded Parties will be deemed ineligible to participate in the distribution of the Fair Fund.

16. **“Fair Fund”** means the fund created by the Commission pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, for the benefit of investors harmed by Respondent's violations described in the Order.

17. **“Net Available Fair Fund”** means the Fair Fund, plus any interest or earnings, less Administrative Costs.

18. **“Payee”** means an Eligible Claimant whose Recognized Loss calculates, in

accordance with the Plan of Allocation, to a distribution amount is equal to or greater than \$20.00 who will receive a Distribution Payment.

19. “**Person**” means natural individuals as well as legal entities such as corporations, partnerships, or limited liability companies.

20. “**Plan Notice**” means a written notice from the Fund Administrator to Preliminary Claimants informing them of the Fair Fund; the Plan and its eligibility requirements; explaining how to submit a claim, including instructions for any online claims process; and how to obtain a copy of the approved Plan and Claim Form by request or from the Fair Fund’s website. The Plan Notice will also be available on the Fair Fund’s website that is maintained by the Fund Administrator.

21. “**Plan of Allocation**” means the methodology used by the Fund Administrator to calculate if a Preliminary Claimant has suffered a Recognized Loss. The Plan of Allocation is attached to this Plan as Exhibit A.

22. “**Preliminary Claimant**” means a Person or entity, or their lawful successors, identified by the Fund Administrator as having a possible claim to recover from the Fair Fund under this Plan, or a Person or entity asserting prior to the Claims Bar Date that he, she, or it has a possible claim to recover from the Fair Fund under this Plan, as a result of transactions in the Securities during the Relevant Period.

23. “**Recognized Loss**” means the amount of loss calculated in accordance with the Plan of Allocation.

24. “**Relevant Period**” means the period between February 24, 2020 and March 30, 2020, inclusive, when the Securities suffered catastrophic losses due to the misconduct of the Respondent.

25. “**Securities**” refers to the private funds, mutual funds, CITs, and UCITS funds that were managed according to the Structured Alpha trading strategy during the Relevant Period. Table A of the Plan of Allocation identifies the list of known Securities. The Fund Administrator, in consultation with the Commission staff, may expand this list based on information received during the claims process in accordance with paragraph 57 below.

26. “**Summary Notice**” means the notice published in internet media that shall include, at a minimum, a statement of the purpose of the Fair Fund and the Plan, the means of obtaining a Claims Packet, and the Claims Bar Date. The Summary Notice will be published electronically within ten (10) days of the initial mailing of the Plan Notice.

27. “**Third-Party Filer**” means a third-party, including without limitation a nominee, custodian, or an intermediary holding in street name, who is authorized to submit and submits a claim(s) on behalf of one or more Preliminary Claimants. Third-Party Filer does not include assignees or purchasers of claims, which are excluded from receiving Distribution Payments.

IV. TAX COMPLIANCE

28. On August 4, 2022, the Commission appointed Heffler, Radetich & Saitta, LLP as the tax administrator (the “Tax Administrator”) for the Fair Fund to handle the tax obligations of the Fair Fund.² The Tax Administrator will be compensated for reasonable fees and expenses from the Fair Fund in accordance with its 2022-2024 Letter Agreement with the Commission.³

29. The Fair Fund constitutes a Qualified Settlement Fund (“QSF”) under Section 468B(g) of the Internal Revenue Code of 1986, as amended, 26 U.S.C. § 468B(g), and related regulations, 26 C.F.R. §§ 1.468B-1 through 1.468B-5. The Tax Administrator is the administrator of such QSF, for purposes of Treas. Reg. § 1.468B-2(k)(3)(I) and shall satisfy the tax-related administrative requirements imposed by Treas. Reg. § 1.468B-2, including, but not limited to:

- (a) Obtaining a taxpayer identification number;
- (b) Requesting funds necessary for the timely payment of all applicable taxes, the payment of taxes for which the Tax Administrator has received funds, and the filing of applicable returns; and
- (c) Fulfilling any information reporting or withholding requirements required for distributions from the Fair Fund.

30. All tax obligations will be paid from the Fair Fund, subject to the review and approval of Commission staff.

V. FUND ADMINISTRATOR

31. On September 16, 2022, the Commission appointed Epiq Class Action & Claims Solutions, Inc., as the fund administrator for the Fair Fund (the “Fund Administrator”), and the Fund Administrator has obtained a bond in the amount of \$543,685,260.92, as ordered.⁴ Pursuant to Rule 1105(a) of the Commission’s Rules, 17 C.F.R. § 201.1105(a), the Fund Administrator may be removed at any time by order of the Commission or hearing officer.

32. The Fund Administrator will be responsible for administering the Fair Fund in accordance with the Plan. This will include, among other things, taking reasonable steps to identify and contact Preliminary Claimants; consulting with the Commission staff to determine whether additional Securities should be included in the Fair Fund distribution; obtaining mailing information for Preliminary Claimants; establishing a website and staffing a call center to address inquiries during the claims process; developing a claims database; preparing accountings; cooperating with the tax administrator appointed by the Commission to satisfy any

² See Order Appointing Tax Administrator, Exchange Act Rel. No. 95429 (Aug. 4, 2022).

³ See Omnibus Order Directing the Engagement of Two Tax Administrators for Appointment on a Case-By-Case Basis in Administrative Proceedings that Establish Distribution Funds, Exchange Act Rel. No. 94845 (May 4, 2022).

⁴ See Order Appointing Fund Administrator and Setting Bond Amount, Exchange Act Rel. No. 95801 (Sept. 16, 2022).

tax liabilities and to ensure compliance with income tax reporting requirements, including but not limited to Foreign Account Tax Compliance Act (FATCA); advising Preliminary Claimants of deficiencies in claims and providing an opportunity to cure any documentary defects; taking antifraud measures, such as identifying false, ineligible and overstated claims; making determinations under the criteria established herein as to Preliminary Claimant eligibility; advising Preliminary Claimants of final claim determinations; disbursing the Fair Fund in accordance with this Plan, as ordered by the Commission; and researching and reconciling errors and reissuing payments, when possible.

33. To carry out the purposes of this Plan, the Fund Administrator is authorized to make and implement immaterial changes to the Plan upon agreement of the Commission staff. If a change is deemed to be material by the Commission staff, Commission approval is required prior to implementation by amending the Plan.

34. The Fund Administrator may extend any procedural deadline contained in the Plan for good cause shown, if agreed upon by the Commission staff.

35. The Fund Administrator is authorized to enter into agreements with third parties as may be appropriate or necessary in the administration of the Fair Fund, provided such third parties are not excluded pursuant to other provisions of this Plan. In connection with such agreements, the third parties shall be deemed to be agents of the Fund Administrator under this Plan.

36. The Fund Administrator will be entitled to payment from the Fair Fund of reasonable fees and expenses, including the bond premium, incurred in the performance of its duties (including any such fees and expenses incurred by agents, consultants or third parties retained by the Fund Administrator in furtherance of its duties).

VI. ADMINISTRATION OF THE FAIR FUND

Identification of and Notification to Preliminary Claimants

37. The Fund Administrator will, insofar as practicable, use its best efforts to identify Preliminary Claimants from a review of trading records, obtaining records from registered broker-dealers and investment advisors, and seeking information from any other source available to it. The Fund Administrator may also engage a third-party firm, after consultation with and approval of the Commission staff, to assist in identifying Preliminary Claimants to maximize the participation rate of investors in the Fair Fund.

38. Within sixty (60) days after Commission approval of the Plan, the Fund Administrator shall:

- (a) design and submit a Claims Packet, including the Plan Notice and the Claim Form, to the Commission staff for review and approval;
- (b) create a mailing and claim database of all Preliminary Claimants based

upon information identified by the Fund Administrator;

- (c) run a National Change of Address search to retrieve updated addresses for all records in the database, thereby ensuring the mailing information for Preliminary Claimants is up to date;
- (d) email and/or mail a Plan Notice to each Preliminary Claimant identified by the Fund Administrator and to the Fund Administrator's list of banks, brokers, and other nominees in accordance with paragraph 43 below;
- (e) establish and maintain a website devoted solely to the Fair Fund. The Fair Fund's website will make available a copy of the approved Plan; provide information regarding the claims process and eligibility requirements for participation in the Fair Fund in the form of frequently asked questions; include in downloadable form, the Claim Form and other related materials; and such other information the Fund Administrator believes will be beneficial to Preliminary Claimants;
- (f) establish and maintain a toll-free telephone number for Preliminary Claimants to call to speak to a live representative of the Fund Administrator during its regular business hours or, outside of such hours, to hear prerecorded information about the Fair Fund. The toll-free number will be listed on all correspondence from the Fund Administrator to Preliminary Claimants as well as on the Fair Fund's website; and
- (g) establish and maintain a traditional mailing address and an email address which will be listed on all correspondence from the Fund Administrator to Preliminary Claimants as well as on the Fair Fund's website.

39. The Fund Administrator will publish the Summary Notice on the internet in a manner acceptable to Commission staff within ten (10) days of the initial mailing of the Plan Notice.

40. The Commission staff retains the right to review and approve any material posted on the Fair Fund's website, any material mailed, and any scripts used in connection with any communication with Preliminary Claimants.

41. In all materials that refer to the Claims Bar Date, the filing deadline will be clearly identified with the calendar date, which is one hundred twenty (120) days from the date of the initial mailing of the Plan Notice.

42. The Fund Administrator will promptly provide a Claims Packet to any Preliminary Claimant upon request made via mail, phone, or email prior to the Claims Bar Date.

43. The Fund Administrator will send by mail, email, or other means, the Plan Notice to the Fund Administrator's list of banks, brokers, and other nominees, as well as any other

institutions identified during the outreach process, that may have records of the Securities during the Relevant Period (collectively, the “Nominees or Custodians”). The Fund Administrator will request that these entities, to the extent that they were record holders for beneficial owners of the Securities:

- (a) Within fourteen (14) days of the Nominees’ or Custodians’ receipt of the Plan Notice, notify and send the Plan Notice to the respective beneficial owners, and as requested, provide to the beneficial owners a Claims Form, so that the beneficial owners may timely file a claim. The burden will be on the Nominees or Custodians to ensure the claims process information, including, if requested, the Claims Packet and other relevant materials, is properly disseminated to the beneficial owners; and/or
- (b) Provide to the Fund Administrator, within fourteen (14) days of receipt of the Plan Notice, a list of last known names and addresses for all beneficial owners for whom/which they held and/or purchased the Securities, as the record holder, during the Relevant Period, so that the Fund Administrator can communicate with the beneficial owners directly.

44. An unlimited number of Plan Notices and Claim Forms may be downloaded by the Nominees or Custodians. In the event paper copies are needed, the Distribution Agent may provide no more than fifty (50) additional copies of the materials relevant to submitting a claim to any Nominee or Custodian requesting it for the purpose of distribution to beneficial owners.

45. Documented reasonable out-of-pocket expenses incurred by the Nominees or the Custodians, which would not have been incurred but for compliance with paragraph 43 above, shall be reimbursed from the Fair Fund. The amount of such expenses allowed will be at the discretion of the Fund Administrator, in consultation with the Commission staff. Unless otherwise determined by the Fund Administrator in consultation with the Commission staff, out-of-pocket expenses based on the following rates will be considered reasonable:

- (a) A maximum of \$0.03 per Plan Notice and/or Claim Form, plus postage at the pre-sort postage rate per Plan Notice and/or Claim Form actually mailed;
- (b) A maximum of \$0.05 per email of Plan Notice with Claim Form link; or
- (c) \$0.20 per investor account for which a name, address, and/or email address is provided to the Fund Administrator, up to a maximum of amount of \$1,500.00.

46. The Fund Administrator will attempt to locate any Preliminary Claimant whose mailing is returned as “undeliverable” and will document all such efforts. The Fund Administrator shall use its best efforts to make use of commercially available resources and other reasonably appropriate means to obtain updated addresses in response to “undeliverable” notices and forward any returned mail for which an updated address is provided or obtained. The Fund

Administrator will make available, upon request by the Commission staff, a list of all Preliminary Claimants whose Plan Notice have been returned as “undeliverable” due to incorrect addresses and for which the Fund Administrator has been unable to locate current addresses.

Filing a Claim

47. To avoid being barred from asserting a claim, on or before the Claims Bar Date, each Preliminary Claimant must submit to the Fund Administrator a properly completed Claim Form reflecting such Preliminary Claimant’s claim, together with all required supporting documentation as the Fund Administrator, in its discretion, deems necessary or appropriate to substantiate the claim. Without limitation, this information may include third-party documentary evidence of purchases and dispositions of the Securities during the Relevant Period, distributions received in connection with the Securities being liquidated, compensation already received for the loss that resulted from the conduct described in the Order, the portion of the Securities managed or advised by AGI US, and holdings and net asset values of the Securities at pertinent dates.

48. Electronic claims submission is encouraged; the Plan Notice will include directions on how Preliminary Claimants can submit their claims electronically via the Fair Fund’s website. If using the web-based claim filing option, a Preliminary Claimant must submit his, her, or its claim to the Fund Administrator by 11:59 p.m. on the Claims Bar Date. The Plan Notice will also include directions for submission of claims if the Preliminary Claimant is unable to submit his, her, or its claim electronically.

49. The burden will be upon the Preliminary Claimant to ensure that his, her or its Claim Form has been properly and timely received by the Fund Administrator. A Claim Form that is postmarked or otherwise received after the Claims Bar Date will not be accepted unless the deadline is extended by the Fund Administrator for good cause shown, after consultation with the Commission staff.

50. All Claim Forms and supporting documentation necessary to determine a Preliminary Claimant’s eligibility to receive a distribution from the Fair Fund under the terms of the Plan must be verified by a declaration executed by the Preliminary Claimant under penalty of perjury under the laws of the United States. The declaration must be executed by the Preliminary Claimant, unless the Fund Administrator accepts such declaration from a Person authorized to act on the Preliminary Claimant’s behalf, whose authority is supported by such documentary evidence as the Fund Administrator deems necessary.

51. When submitting claims to the Fair Fund on behalf of its clients, all Third-Party Filers must use the electronic filing template provided by the Fund Administrator in this matter. Third-Party Filers that do not comply with the template and format provided by the Fund Administrator may be rejected. Third-Party Filers must also submit a signed master proof of claim and release, as well as proof of authority to file on behalf of the claimant(s) at the time the electronic file of transactions is submitted. Failure to do so may result in rejection of the claim.

52. Each Third-Party Filer must establish the validity and amount of each claim in its submission. Third-Party Filers must submit such supporting documentary evidence of purchases, dispositions, and holdings of Securities as the Fund Administrator deems necessary or appropriate to substantiate each individual claim. Without limitation, this includes the complete name of the Preliminary Claimant (beneficial account owner) and its TIN (for individuals) or EIN (for companies), sufficient contact information to confirm the identity of the beneficial owner, and documentation from the original bank, broker or other institution of purchases and dispositions of Securities (account statements, confirmations and other documentation of purchases and dispositions), as well as holdings of the Securities on pertinent dates. Documentation generated by the Third-Party Filer as well as affidavits in lieu of supporting documentation will not be accepted unless, for good cause, the Fund Administrator determines it acceptable. The Fund Administrator will have the right to request, and the Third-Party Filer will have the burden of providing to the Fund Administrator, any additional information and/or documentation deemed necessary by the Fund Administrator to substantiate the claim(s) contained in the submission. Documentation from a Third-Party Filer that is not acceptable to the Fund Administrator will result in rejection of the affected claim(s). The determination of the Fund Administrator to reject a claim for insufficient documentation, as reflected on the Determination Notice, is final and within the discretion of the Fund Administrator.

53. The receipt of Securities by gift, inheritance, devise, or operation of law will not be deemed to be a purchase of Securities, nor will it be deemed an assignment of any claim relating to the purchase of such Securities unless specifically so provided in the instrument of inheritance. The recipient of Securities as a gift, inheritance, devise or by operation of law will be eligible to file a Claim Form and participate in the distribution of the Fair Fund to the extent the original purchaser would have been eligible under the terms of the Plan. Only one claim may be submitted with regard to the same transactions in Securities, and in cases where multiple claims are filed by the donor and donee, the donee claim will be honored, assuming it is supported by proper documentation.

54. Claims on behalf of a retirement plan covered by Section 3(3) of ERISA, 29 U.S.C. § 1002(3), which do not include Individual Retirement Accounts and such plan's participants, are properly made by the administrator, custodian or fiduciary of the plan and not by the plan's participants. The Fund Administrator will distribute any payments on such claims directly to the administrator, custodian or fiduciary of the retirement plan. The custodian or fiduciary of the retirement plan will distribute any payments received in a manner consistent with its fiduciary duties and the governing account or plan provisions.

55. The Preliminary Claimant has the burden of notifying the Fund Administrator of a change in his, her or its current address and other contact information, and of ensuring that such information is properly reflected on the Fund Administrator's records.

Review of Claims and Deficiency Process

56. The Fund Administrator will review all claim submissions and determine the eligibility of each Preliminary Claimant to participate in the Fair Fund by reviewing claim data and supporting documentation (or the lack thereof) and verifying the claim. Each Preliminary

Claimant will have the burden of proof to establish the validity and amount of his, her or its claim. The Fund Administrator will have the right to request, and the Preliminary Claimant will have the burden of providing to the Fund Administrator, any additional information and/or documentation deemed relevant by the Fund Administrator.

57. If a Preliminary Claimant submits a Claim Form involving an investment product that is not identified on the list of known Securities in Table A of the Plan of Allocation, the Preliminary Claimant will have the burden of proof to establish that AGI US employed the Structured Alpha trading strategy on the investment product(s) during the Relevant Period. The Fund Administrator will have the right to request, and the Preliminary Claimant will have the burden of providing to the Fund Administrator, any additional information and/or documentation deemed relevant by the Fund Administrator. The Fund Administrator will consult with the Commission staff to determine whether such investment product(s) are Securities for the purposes of this Plan. The Fund Administrator will send a written notice of its decision to the Preliminary Claimant, which will constitute the Fund Administrator's final ruling regarding the inclusion of such investment product(s) as Securities.

58. The Fund Administrator will provide a Claim Status Notice within ninety (90) days of the Claims Bar Date to each Preliminary Claimant who has filed a deficient Claim Form with the Fund Administrator. The Claim Status Notice will provide to each Preliminary Claimant whose claim is deficient, in whole or in part, the reason(s) for the deficiency (*e.g.*, failure to provide required information or documentation). In the event the claim is denied, in whole or in part, the Claim Status Notice will state the reason(s) for such denial. The Claim Status Notice will also notify the Preliminary Claimant of the opportunity to cure any deficiency, request reconsideration, or dispute the determination made by the Fund Administrator and provide instructions regarding what is required to do so.

59. Any Preliminary Claimant with a deficient claim will have thirty (30) days from the date of the Claim Status Notice to cure any deficiencies identified in the Claim Status Notice.

60. Any Preliminary Claimant seeking reconsideration of a denied claim must advise the Fund Administrator in writing within thirty (30) days of the date of the Claim Status Notice. All requests for reconsideration must include the necessary documentation to substantiate the basis upon which the Preliminary Claimant is requesting reconsideration of his, her, or its claim.

61. The Fund Administrator will have the authority, in its sole discretion, to waive technical claim deficiencies and approve claims on a case-by-case basis, or in groups of claims.

Claims Eligibility Determination

62. Within two hundred seventy (270) days of the Claims Bar Date, the Fund Administrator will complete all claims determinations and send a written notice to all Preliminary Claimants who timely submitted a Claim Form notifying the Preliminary Claimant of its eligibility determination. The Determination Notice will further provide to each Preliminary Claimant that is determined to be an Eligible Claimant with his, her, or its calculated Recognized Loss. The Determination Notice will constitute the Fund Administrator's final

ruling regarding the eligibility status of the claim.

63. The Fund Administrator may consider disputes of an Eligible Claimant's Recognized Loss calculation, if presented in writing to the Fund Administrator within thirty (30) days of the date of the Determination Notice. The Fund Administrator will consult with Commission staff as appropriate. The Fund Administrator will notify the Eligible Claimant in writing with thirty (30) days of receiving a dispute of its determination, which will constitute the Fund Administrator's final ruling regarding the loss calculations for the claim.

Third-Party Review

64. After the Fund Administrator has completed the process of analyzing the claims and determining claim amounts in accordance with the Plan, and prior to the distribution of any funds, the Fund Administrator will engage an independent, third-party firm, not unacceptable to Commission staff, to perform a set of agreed upon procedures, review a statistically significant sample of claims and ensure accurate and comprehensive application of the Plan of Allocation. Unless otherwise agreed to by the Fund Administrator in consultation with the Commission staff, and except for a review of paragraph 63 disputes and the Fund Administrator's responses thereto and the finalization of any written analysis or report, the Third-Party Review process will be completed by the time the Fund Administrator notifies Eligible Claimants of their calculated Recognized Losses as set forth in paragraph 62. Upon completion of the Third-Party Review, the Fund Administrator will communicate the results of the review to Commission staff together with any written analysis or reports related to the review, and, upon request, will make the firm available to the Commission staff to respond to questions concerning the review.

Distribution Methodology

65. Any Preliminary Claimant, who is not an Excluded Party, who submitted a valid Claim Form and has suffered a Recognized Loss, as calculated in accordance with the Plan of Allocation attached hereto as Exhibit A, will be deemed an Eligible Claimant. All Eligible Claimants whose Recognized Loss calculates to a distribution amount equal to or greater than \$20.00 will be deemed a Payee and receive a Distribution Payment.

Establishment of a Reserve

66. Before determining the amount of funds available for distribution and calculating each Payee's Distribution Payment, the Fund Administrator, in conjunction with the Tax Administrator, will establish a reserve to pay Administrative Costs and to accommodate any unexpected expenditures (the "Reserve").

67. After all disbursements and Administrative Costs are paid, any remaining amounts in the Reserve will become part of the Residual described in paragraph 90 below.

Preparation of the Payment File

68. Within sixty (60) days following the completion of the Third-Party Review

described above, paragraph 64, the Fund Administrator will compile and send to the Commission staff the Payee information, including the name, address, calculated Recognized Loss, and the amount of the Distribution Payment for all Payees (the "Payee List"). The Fund Administrator will also provide a Reasonable Assurances Letter to the Commission staff, representing that the Payee List: (a) was compiled in accordance with the approved Plan; (b) is accurate as to Payees' names, addresses, Recognized Losses and amounts of their Distribution Payment; (c) includes the number of Payees compensated; (d) the percentage of the Payee's Recognized Loss being compensated by the disbursement from the Fair Fund, and if applicable, the total percentage to include all prior disbursements; (e) the total amount of funds to be disbursed; and (f) provides all information necessary to make a payment to each Payee.

The Escrow Account

69. Prior to the disbursement of funds from the Net Available Fair Fund, the Fund Administrator will establish an escrow account (the "Escrow Account") with a United States commercial bank that is a well-capitalized financial institution as defined by the Federal Reserve Act, Subpart D, 12 C.F.R. 208.43 and that is not unacceptable to the Commission staff (the "Bank"), pursuant to an escrow agreement (the "Escrow Agreement") to be provided by Commission staff.

70. The Fund Administrator, pursuant to the Escrow Agreement, shall also establish with the Bank a separate deposit account (*e.g.*, controlled distribution account, managed distribution account, linked checking and investment account) (the "Distribution Account"), insured by the Federal Deposit Insurance Corporation ("FDIC") up to the guaranteed FDIC pass through limit. The Distribution Account shall be linked with the Escrow Account and shall be named, and records maintained, in accordance with the Escrow Agreement.

71. During the term of the Escrow Agreement, the portions of the Fair Fund transferred to the Escrow Account (the "Escrow Property"), shall be invested and reinvested in short-term U.S. Treasury securities backed by the full faith and credit of the United States Government or an agency thereof. The investment shall be, of a type and term necessary to meet the cash liquidity requirements for payments to Payees, tax obligations, and/or fees of the Tax Administrator and/or Fund Administrator, including investment or reinvestment in a bank account insured by the FDIC up to the guaranteed FDIC limit, or in money market mutual funds registered under the Investment Company Act of 1940 that invest 100% of their assets in direct obligations of the United States Government.

72. The Fund Administrator shall provide duplicate original bank and/or investment statements on any accounts established by the Fund Administrator to the Tax Administrator on a monthly basis and shall assist the Tax Administrator in obtaining mid-cycle statements, as necessary.

73. The Fund Administrator shall deposit or invest funds in the Escrow and Distribution Accounts so as to result in the maximum reasonable net return, taking into account the safety of such deposits or investments. In consultation with Commission staff, the Fund

Administrator shall work with the Bank on an ongoing basis to determine an allocation of funds between the Escrow and Distribution Account.

74. All interest, dividends, and/or income earned by the Escrow Property will accrue for the benefit of the Escrow Property. All Administrative Costs associated with the Escrow and Distribution Accounts will be the responsibility of the Fund Administrator, who may be reimbursed for said costs as provided in this Plan. No such Administrative Costs may be paid to the Bank, its agents, and/or its affiliates from the Escrow Property.

Distribution of the Fair Fund

75. The Fund Administrator will seek to distribute the Net Available Fair Fund to all Payees only after all Claim Forms have been processed and all Preliminary Claimants whose claims have been rejected or disallowed, in whole or in part, have been notified and provided the opportunity to contest or cure pursuant to the procedures set forth herein.

76. Upon the Commission's staff's receipt, review, and acceptance of the Payee List and Reasonable Assurances Letter from the Fund Administrator, the Commission staff will seek an Order from the Commission pursuant to Rule 1101(b)(6) of the Commission's Rules, 17 C.F.R. § 210.1101(b)(6), to disburse funds from the Net Available Fair Fund to the Bank in accordance with the Payee List for distribution by the Fund Administrator in accordance with the Plan. All disbursements will be made pursuant to a Commission Order.

77. Upon issuance of an Order to disburse, the Commission staff will direct the transfer of funds in accordance with the Payee List to the Bank. The Fund Administrator will then use its best efforts to commence mailing Distribution Payment checks and/or effect wire transfers within ten (10) business days of the release of the funds into the Escrow Account. All efforts will be coordinated to limit the time between the Escrow Account's receipt of the funds and the issuance of Distribution Payments.

78. All Distribution Payments will be issued by the Fund Administrator from the Distribution Account. All checks will bear a stale date of one hundred twenty (120) days from the date of issuance. Checks that are not negotiated by the stale date will be voided, and the Bank will be instructed to stop payment on those checks. A Payee's claim will be extinguished if he, she, or it fails to negotiate his, her or its check by the stale date, and the funds will remain in the Fair Fund, except as provided in paragraph 86.

79. All payments will be preceded or accompanied by a communication that includes, as appropriate: (a) a statement characterizing the distribution; (b) a statement that the tax treatment of the distribution is the responsibility of each Payee and that the Payee should consult his, her or its tax advisor for advice regarding the tax treatment of the distribution; (c) a statement that checks will be void and cannot be reissued after one hundred twenty (120) days from the date the original check was issued; and (d) contact information for the Fund Administrator for questions regarding the Distribution Payment. The letter or other mailings to Payees characterizing a Distribution Payment will be submitted to the Tax Administrator and Commission staff for review and approval.

80. All Distribution Payments, either on their face or in the accompanying mailing, will clearly indicate that the money is being distributed from the Fair Fund established by the Commission to compensate investors for harm as a result of securities law violations.

81. Distribution Payments must be made by check or electronic payment payable to the Payee (the beneficial account owner). A Third-Party Filer shall not be the payee of any Distribution Payment check or electronic Distribution Payment. Compensation to a Third-Party Filer for its services may not be paid or deducted from the Distribution Payment.

82. The submission of a Claim Form and the receipt and acceptance of a Distribution Payment by a Payee is not intended to be a release of a Payee's rights and claims against any party.

83. Electronic or wire transfers may be utilized at the discretion of the Fund Administrator to transfer approved Distribution Payments to filers of claims on behalf of twenty (20) or more Payees. Electronic payments will be initiated by the Fund Administrator after confirming the wire instructions are accurate directly with the filer or foregoing this step if the same wire instructions have been confirmed in different administrations managed by the Fund Administrator for the same filer within the last two (2) years.

84. At the discretion of the Fund Administrator, certain costs that were not factored into the Reserve, such as bank fees for the return of a payment, may reduce the Payee's Distribution Payment. In such situations, the Fund Administrator will immediately notify the Tax Administrator of the reduction in the Distribution Payment.

Post Distribution; Handling of Returned or Uncashed Checks; and Reissues

85. The Fund Administrator shall use its best efforts to make use of commercially available resources and other reasonably appropriate means to locate all Payees whose checks are returned to the Fund Administrator as "undeliverable." If new address information becomes available, the Fund Administrator will repackage the distribution check and send it to the new address. If new address information is not available after a diligent search (and in no event no later than one hundred twenty (120) days after the initial mailing of the original check) or if the distribution check is returned again, the check shall be voided and the Fund Administrator shall instruct the issuing financial institution to stop payment on such check. If the Fund Administrator is unable to find a Payee's correct address, the Fund Administrator, in its discretion, may remove such Payee from the distribution and the allocated Distribution Payment will remain in the Fair Fund for distribution, if feasible, to the remaining Payees.

86. The Fund Administrator will reissue checks to Payees upon the receipt of a valid, written request from the Payee prior to the initial stale date. In cases where a Payee is unable to endorse a Distribution Payment check as written (*e.g.*, name changes, IRA custodian changes, or recipient is deceased) and the Payee or a lawful representative requests the reissuance of a Distribution Payment check in a different name, the Fund Administrator will request, and must receive, documentation to support the requested change. The Fund Administrator will review the

documentation to determine the authenticity and propriety of the change request. If, in the discretion of the Fund Administrator, such change request is properly documented, the Fund Administrator will issue an appropriately redrawn Distribution Payment to the requesting party. Reissued checks will be void at the later of one hundred twenty (120) days from issuance of the original check or thirty (30) days from the reissuance, and in no event will a check be reissued after one hundred twenty (120) days from the date of the original issuance without the approval of Commission staff.

87. The Fund Administrator will make reasonable efforts to contact Payees who have failed to negotiate their Distribution Payment check and take appropriate action to follow up on the status of uncashed checks at the request of Commission staff. The Fund Administrator may reissue such checks subject to the time limits detailed herein.

Administrative Costs

88. All Administrative Costs will be paid from the Fair Fund in accordance with the Commission's Rules.

Disposition of Undistributed Funds

89. If funds remain following the initial distribution and payment of all Administrative Costs, the Fund Administrator, in consultation with the Commission staff, may seek subsequent distribution of any available remaining funds, pursuant to the Commission's Rules.

90. A residual within the Fair Fund will be established for any amounts remaining after the final disbursement to Payees from the Fair Fund (the "Residual"). The Residual may include funds from, among other things, amounts remaining the Reserve, distribution checks that have not been cashed, checks or electronic payments that were not delivered or returned to the Commission, tax refunds for overpayment or for waiver of IRS penalties.

91. All funds remaining in the Residual that are infeasible to distribute to investors will be returned to the Commission and transferred to the U.S. Treasury after the final accounting is approved by the Commission.

Filing of Reports and Accountings

92. In accordance with Rule 1105(f) of the Commission's Rules, the Fund Administrator shall provide to the Commission staff a progress report and a quarterly account statement in a format to be provided by Commission staff, within forty-five (45) days of the Commission's approval of the Plan and shall provide to Commission staff additional reports and quarterly account statements within ten (10) days after the end of every calendar quarter. Such progress reports shall inform the Commission staff of the activities and status of the Fair Fund during the reporting period, and shall specify, at a minimum, the location of the account(s) comprising the Fair Fund, including among other things, an interim accounting of all monies in the Fair Fund.

93. When the final distribution is completed, the Fund Administrator shall provide to Commission staff a final report summarizing all tasks undertaken and the outcome of its administrative efforts. The Fund Administrator shall make arrangement for the final payment of all Administrative Costs, and submit a final accounting of all monies received, earned, spent, and distributed in connection with the administration of the Plan in a format provided by the Commission staff. The Fund Administrator will also submit a report to the Commission staff containing the final distribution statistics regarding distributions to individuals and entities, and such other information requested by the Commission staff.

Termination of the Fair Fund

94. The Fair Fund will be eligible for termination and the Fund Administrator will be eligible for discharge after all of the following have occurred (a) a final accounting, in a standard accounting format provided by the Commission staff, has been submitted by the Fund Administrator and approved by the Commission; (b) all Administrative Costs have been paid; and (c) any amount remaining in the Fair Fund has been returned to the Commission for transfer to U.S. Treasury. Once the Commission has approved the final accounting, the Commission staff will seek an order from the Commission authorizing: (a) the transfer of any amounts remaining in the Fair Fund that is infeasible to return to investors, and any amounts returned to the Fair Fund in the future that are infeasible to return to investors, to the U.S. Treasury, subject to Section 21F(g)(3) of the Exchange Act; (b) discharge of the Fund Administrator; (c) cancellation of the Fund Administrator's bond; and (d) termination of the Fair Fund.

95. Once the Fair Fund has been terminated and funds, if any, are transferred to the U.S. Treasury, no further claims will be allowed, and no additional payments will be made whatsoever.

Miscellaneous

96. When administering this Plan, the Fund Administrator, and/or each of its designees, agents and assigns, may rely on all applicable law; orders issued by the Commission, including orders issued by delegated authority; orders issued by an administrative law judge, if any, appointed in this proceeding; and any records, including records containing investor information, provided by Commission staff.

97. Should any additional funds be received pursuant to Commission or Court order, agreement, or otherwise, prior to the Commission's termination of the Fair Fund, such funds will be added to the Fair Fund and distributed, if feasible, in accordance with the Plan, pursuant to the Commission's Rules.

Wind-down and Document Retention

98. The Fund Administrator will shut down the website, P.O. Box and customer service telephone line(s) established specifically for the administration of the Fair Fund six (6)

months after the transfer of any remaining funds to the Commission, or at such earlier time as the Fund Administrator determines with the concurrence of the Commission staff.

99. The Fund Administrator will retain all materials submitted by Preliminary Claimants in either paper or electronic form for a period of six (6) years from the date of approval of a final fund accounting. Materials maintained in electronic form must be accessible and readable for the duration of retention. Pursuant to the Commission staff's direction, the Fund Administrator will either turn over to the Commission or destroy all materials, including documents in any media, upon expiration of this period.

VII. NOTICE AND COMMENT PERIOD

100. The Notice of Proposed Amended Plan of Distribution and Opportunity to Comment (the "Notice") will be published on the Commission's website at <http://www.sec.gov/litigation/fairfundlist.htm>. Any Person wishing to comment on the Plan must do so in writing by submitting their comments to the Commission within thirty (30) days of the publication of the Notice: (a) to the Office of the Secretary, United States Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549-1090; (b) by using the Commission's Internet comment form (www.sec.gov/litigation/admin.shtml); or (c) by sending an email to rule-comments@sec.gov. Comments submitted by email or via the Commission's website should include "Administrative Proceeding File Number 3-20855" in the subject line. Comments received will be available to the public. Persons should only submit comments that they wish to make publicly available.

Exhibit A

PLAN OF ALLOCATION

This Plan of Allocation is designed to compensate investors based on their principal losses in private funds, mutual funds, CITs, or UCITS funds where AGI US employed the Structured Alpha options trading strategy (the “Securities”) held at any point between February 24, 2020 and March 30, 2020, inclusive, (the “Relevant Period”) when the Securities suffered catastrophic losses due to the misconduct of the Respondent. A list of known Securities is provided in Table A, which may be expanded based on information received during the claims process.¹ Investors who did not hold shares of the Securities at any point during the Relevant Period, or who are an Excluded Party,² are ineligible to recover under this Plan.

For Securities that report a net asset value per share, the Fund Administrator will calculate the amount of loss for each share of the Securities held at any point during the Relevant Period (“Recognized Loss per Share”) as follows:

- A. For each share of the Securities purchased or acquired before February 24, 2020, the Recognized Loss per Share is the net asset value per share on the previous trading day, February 21, 2020, as stated in Table A, *minus* the sum of the sale price (if any) and proceeds received from all liquidating distributions (if any). If the net asset value per share on February 21, 2020, is not listed in Table A, the Preliminary Claimant will be responsible for providing the net asset value per share as of February 21, 2020 (or the nearest preceding valuation date if the Security was not valued as of February 21, 2020).
- B. For each share of the Securities purchased or acquired between February 24, 2020, and March 30, 2020, inclusive, the Recognized Loss per Share is the purchase price *minus* the sum of the sale price (if any) and proceeds received from all liquidating distributions (if any).

For Securities that do not report a net asset value per share, the Fund Administrator will calculate the amount of loss for each share of the Securities held at any point during the Relevant Period (“Recognized Loss per Share”) as follows:

- C. For each share of the Securities purchased or acquired before February 24, 2020, the Recognized Loss per Share is the reported value of the investment on the previous trading day, February 21, 2020 (or the nearest preceding valuation date if the Securities were not valued as of February 21, 2020), *minus* the sum of the sales proceeds (if any) and proceeds received from all liquidating distributions (if any). The Preliminary Claimant will be responsible for providing the investment value as of

¹ Preliminary Claimants who submit a claim for an investment product(s) not included in Table A are responsible for demonstrating that AGI US employed the Structured Alpha trading strategy on those investment products during the Relevant Period. The Fund Administrator, in consultation with the Commission staff, will determine whether such investment products are Securities for purposes of this Plan. The Fund Administrator’s decision will be final. Investment derivatives (e.g., options, swaps, futures) linked to the Securities and short sales of the Securities are not eligible to recover under the Plan.

² All capitalized terms used herein but not defined shall have the same meanings ascribed to them in the Plan.

February 21, 2020 (or the nearest preceding valuation date if the share of the Securities were not valued as of February 21, 2020).

- D. For each share of the Securities purchased or acquired between February 24, 2020, and March 30, 2020, inclusive, the Recognized Loss per Share is the purchase price *minus* the sum of the sale proceeds (if any) and proceeds received from all liquidating distributions (if any).

If only a portion of the shares of the Securities were managed or advised by AGI US, the Recognized Loss per Share will be limited to the Recognized Loss per Share on the portion of the Securities managed or advised by AGI US that employed the Structured Alpha trading strategy. For any such Securities, the Preliminary Claimant will be responsible for demonstrating the portion of the Securities that were managed or advised by AGI US that employed the Structured Alpha trading strategy.

If the Recognized Loss per Share calculates to a negative number, reflecting a gain, the Recognized Loss per Share on such shares will be \$0.00.

Recognized Loss per Share will be calculated in the currency of the relevant share class, as provided in Table A. The Recognized Loss per Share will then be converted to US Dollars using the exchange rate as of 8:00 pm EDT on March 30, 2020.

All prices and liquidating distributions mentioned in the calculations exclude all taxes, fees and commissions. Purchases/acquisitions and sales shall be deemed to have occurred on the “contract” or “trade” date as opposed to the “settlement” or “payment” date.

Additional Provisions

FIFO Methodology: Transactions for a Preliminary Claimant who made multiple purchases/acquisitions and sales of Securities during the Relevant Period, will be matched according to the first-in, first-out (“FIFO”) method. The earliest sales on or after February 24, 2020 will be matched first against any holdings at the opening of trading on February 24, 2020. Once the beginning holdings have all been matched, or in the event there are no beginning holdings, then any further sales will be matched against the earliest purchases/acquisitions on or after February 24, 2020 and chronologically thereafter.

Recognized Loss: Recognized Loss will be the sum of the Recognized Loss per Share, as calculated above, on all shares of the Securities held at any point during the Relevant Period.

Eligible Claimant: Any Preliminary Claimant, who is not an Excluded Party, who submitted a valid Claim Form and has suffered a Recognized Loss, as calculated above, will be deemed an Eligible Claimant.

Allocation of Funds: The Fund Administrator will calculate the amount to be distributed to each Eligible Claimant according to the “rising tide” methodology outlined below.

A. The Fund Administrator will create a list of Eligible Claimants (the “Preliminary List”).

B. For each Eligible Claimant on the Preliminary List, the Fund Administrator will calculate his, her, or its “Individual Recovery Ratio” as his, her, or its “Prior Recovery” divided by his, her, or its Recognized Loss, where “Prior Recovery” is the total amount of all compensation to an Eligible Claimant for the loss that resulted from the conduct described in the Order that was received from another source (e.g., prior payments from Respondent, payments to certain investors identified in Section IV.D of the Order, criminal restitution, class action settlement, or private settlement).³

C. Using the Preliminary List, the Fund Administrator will calculate the “Equal Recovery Ratio” as the sum of the Prior Recoveries for all Eligible Claimants plus the amount of the Net Available Fair Fund, divided by the sum of the Recognized Losses for all Eligible Claimants.

D. An Eligible Claimant on the Preliminary List whose Individual Recovery Ratio exceeds the Equal Recovery Ratio will be removed from the Preliminary List and will not be deemed a Payee under this Plan of Allocation.

E. The Fund Administrator will re-calculate the Equal Recovery Ratio for the Eligible Claimants remaining on the Preliminary List as in step C. and exclude Eligible Claimants whose Individual Recovery Ratios exceed the re-calculated Equal Recovery Ratio as in step D. iteratively, until all remaining Eligible Claimants have Individual Recovery Ratios less than or equal to the re-calculated Equal Recovery Ratio.

F. The Fund Administrator will calculate the distribution amount for each remaining Eligible Claimant by multiplying the final Equal Recovery Ratio by the Eligible Claimant’s Recognized Loss, and subtracting from that amount the Eligible Claimant’s Prior Recovery.

G. An Eligible Claimant whose distribution amount is less than the “Minimum Distribution Amount” of \$20.00 will be removed from the Preliminary List and will not be deemed a Payee. Steps E. and F. will be repeated until each remaining Eligible Claimant’s distribution amount is equal to or greater than the Minimum Distribution Amount.

Payee: An Eligible Claimant whose distribution amount equals or exceeds the Minimum Distribution Amount will be deemed a Payee.

Distribution Payment: All Payees will receive a Distribution Payment equal to his, her, or its distribution amount. However, to avoid payment of a windfall, in no instance will the Distribution Payment be larger than the Payee’s Recognized Loss minus any Prior Recovery.

³ Liquidating distributions are subtracted in the Recognized Loss calculation and, therefore, are not considered Prior Recoveries in this calculation.

Table A. List of Known Securities

Share Class	CUSIP/ISIN	February 21, 2020	
		Net Asset Value per Share (in Share Class Currency)	Share Class Currency
Allianz GI U.S. Equity Hedged Fund			
A	01880B397	19.36	USD
C	01880B389	18.52	USD
Institutional	01880B355	19.68	USD
P	01880B363	18.86	USD
AllianzGI PerformanceFee Structured US Equity Fund			
Institutional	01882F479	11.70	USD
P	01882F461	11.68	USD
R6	01882F453	11.82	USD
AllianzGI PerformanceFee Structured US Fixed Income Fund			
Institutional	01882F511	10.06	USD
P	01882F495	10.03	USD
R6	01882F487	10.11	USD
AllianzGI Structured Alpha fund (renamed AllianzGI Structured Return Fund)			
A	01880B454	16.09	USD
C	01880B447	15.33	USD
Institutional	01880B413	16.03	USD
P	01880B421	15.89	USD
R6	01882G642	15.93	USD
Allianz Structured Alpha Strategy UCITS			
I13 (EUR)	LU0527948110	1,377.96	EUR
P13 (EUR)	LU1282648416	1,153.53	EUR
P24 (EUR)	LU1278852147	1,086.82	EUR
PT13 (EUR)	LU1451583899	1,084.84	EUR
WT14 (EUR)	LU1046808363	1,236.30	EUR
WT2 (EUR)	LU0527948383	1,289.76	EUR
WT25 (EUR)	LU0968477181	1,184.01	EUR

Table A. List of Known Securities

Share Class	CUSIP/ISIN	February 21, 2020	Share Class Currency
		Net Asset Value per Share (in Share Class Currency)	
Allianz Structured Alpha US Equity 250 UCITS			
AT13 (EUR)	LU1861128657	130.00	EUR
AT13 (H2-EUR)	LU1865151614	121.49	EUR
I3 (H2-EUR)	LU1645744662	1,287.24	EUR
IT14 (USD)	LU1685827575	1,389.65	USD
P10 (H2-EUR)	LU1645745982	1,289.34	EUR
P10 (USD)	LU1645745800	1,375.55	USD
P24 (USD)	LU2034161641	1,216.40	USD
PT3 (USD)	LU1685827815	1,378.44	USD
RT14 (USD)	LU1685828037	13.97	USD
W14 (USD)	LU1645744589	1,377.33	USD
WT (H2-EUR)	LU1629891893	1,308.60	EUR
WT14 (USD)	LU1789841951	1,303.99	USD
WT9 (USD)	LU1762658257	135,502.98	USD
Allianz Structured Return UCITS			
AT13 (EUR)	LU1428086174	103.84	EUR
AT13 (H2-CZK)	LU1480529996	3,151.63	CZK
AT13 (H2-SEK)	LU1586358365	1,031.99	SEK
AT13 (H2-USD)	LU2025540910	10.41	USD
I13 (H2-USD)	LU1586358449	1,130.35	USD
I14 (EUR)	LU1412412576	1,051.94	EUR
I3 (EUR)	LU1412423854	1,040.13	EUR
IT14 (EUR)	LU1537371343	1,056.07	EUR
IT15 (EUR)	LU1923143561	1,063.93	EUR
IT3 (EUR)	LU1480530069	990.20	EUR
IT4 (EUR)	LU1459823321	1,050.01	EUR
P10 (EUR)	LU1527140252	1,034.54	EUR
P14 (EUR)	LU1412407907	1,051.71	EUR
P14 (H2-GBP)	LU1479563634	1,109.38	GBP
P14 (H2-USD)	LU1483494107	1,121.50	USD
PT14 (H2-CHF)	LU1597343588	1,049.50	CHF
PT14 (H2-USD)	LU1548496295	1,145.12	USD
RT14 (EUR)	LU1677199025	101.21	EUR
RT14 (H2-USD)	LU1677198720	10.74	USD
RT3 (EUR)	LU1652855575	102.13	EUR

Table A. List of Known Securities

Share Class	CUSIP/ISIN	February 21, 2020 Net Asset Value per Share (in Share Class Currency)	Share Class Currency
Allianz Structured Return UCITS (continued)			
RT4 (EUR)	LU1652854768	104.59	EUR
W13 (H2-JPY)	LU1451583204	216,135.13	JPY
WT13 (H2-JPY)	LU1627326256	210,292.19	JPY
WT14 (H2-SEK)	LU2123283835	[see Notes]	SEK
WT14 (H2-USD)	LU1529949155	1,077.11	USD
Nationwide Multi-Cap Portfolio			
R6	63868D860	12.07	USD

Allianz Private Funds (Preliminary Claimant must provide the net asset value of the investment as of February 21, 2020, or the nearest preceding valuation date if the Securities were not valued as of February 21, 2020.)

AllianzGI Structured Alpha 1000 Plus Ltd.

AllianzGI Structured Alpha 1000 Plus LLC

AllianzGI Structured Alpha 1000 LLC

AllianzGI Structured Alpha 500 LLC

AllianzGI Structured Alpha Global Equity 500 LLC

AllianzGI Structured Alpha Global Equity 350 LLC

AllianzGI Structured Alpha U.S. Equity 500 LLC

AllianzGI Structured Alpha U.S. Equity 250 LLC

AllianzGI Structured Alpha U.S. Fixed Income 250 LLC

AllianzGI Structured Alpha Large Cap Equity 350 L.P.

AllianzGI Structured Alpha Emerging Markets Equity 350 LLC

AllianzGI Structured Alpha Multi-Beta Series LLC I

US Large Cap Series

US Small Cap Series

US Long Credit Series

US Fixed Income Series

International Equity Series

AllianzGI Structured Alpha U.S. Equity 150 CIT

AllianzGI Structured Alpha Tactical Volatility LLC

AllianzGI Structured Alpha U.S. Large Cap 150 CIT

Allianz SAS UCITS

Allianz Structured Alpha 500 UCITS

Table A. List of Known Securities

Allianz Structured Alpha 500 UCITS fund-of-one

Allianz Structured Alpha 250 UCITS

Notes: Allianz Structured Return UCITS class WT14 (H2-SEK) was not issued until after February 21, 2020. ISIN LU1629891893 has two known share class names: "WT (H2-EUR)" and "WT14 (H2-EUR)". ISIN LU1652854768 has two known share class names: "RT4 (EUR)" and "RT15 (EUR)."