



FORM ADV: PART 2A

Updated: March 2021

This brochure provides information about the qualifications and business practices of Aquiline Holdings LLC ("Aquiline Holdings," and, together with its affiliates, "Aquiline" or the "Firm"). If you have any questions about the contents of this brochure, please contact Ezra Berger, Chief Compliance Officer, at 212-624-9500. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission (the "SEC") or by any state securities authority.

Aquiline Holdings is an investment adviser registered with the SEC under the U.S. Investment Advisers Act of 1940, as amended (the "Advisers Act"). Registration with the SEC under the Advisers Act does not imply a certain level of skill or training.

Additional information about Aquiline is also available on the SEC's website at: www.adviserinfo.sec.gov.

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Item 2 - Material Changes

Certain updates have been made to this brochure to reflect the addition of an aviation-focused fund in Aquiline's credit platform. Aquiline does not believe that there have been any other material changes to the content of this brochure as published in its last annual amendment issued in March 2020; however, additional information has been added, including to the following sections:

- Item 4 - Advisory Business;
- Item 5 - Fees and Compensation;
- Item 7 – Types of Clients;
- Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss; and
- Item 10 - Other Financial Industry Activities and Affiliations

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Item 4 - Advisory Business

Aquiline Holdings, a Delaware limited liability company, and its affiliates provide investment advisory services to several collective investment vehicles organized to invest: (i) in the global financial services sector (Aquiline Financial Services Fund L.P. and Aquiline Financial Services Fund (Offshore) L.P. (together, "Fund I"); Aquiline Financial Services Fund II L.P. ("Fund II"); Aquiline Financial Services Fund III L.P. ("Fund III"); and Aquiline Financial Services Fund IV L.P. ("Fund IV" and together with Fund I, Fund II and Fund III, the "Financial Services Funds")); (ii) in the early-stage growth financial technology sector (Aquiline Technology Growth Fund L.P. ("ATG I") and Aquiline Technology Growth Fund II L.P. ("ATG II" and together with ATG I, the "Technology Growth Funds")); (iii) in the credit sector (Aquiline Credit Opportunities Fund L.P. ("ACO") and together with any other credit funds that Aquiline may manage in the future, the "Credit Funds"), and (iv) in the real estate sector (Aquiline Real Estate Fund L.P. (the "Aquiline Real Estate Fund")). Aquiline also manages investment vehicles that facilitate co-investment ("Co-Investment Vehicles") in one or more portfolio companies of the foregoing funds (each such fund or Co-Investment Vehicle are collectively referred to herein as a "Fund" and the "Funds"). In providing services to each Fund, Aquiline formulates such Fund's investment objectives, directs and manages the investment and reinvestment of each Fund's assets, and provides reports to investors. Investment advice is provided directly to each Fund and not individually to the investors of each Fund. Aquiline manages the assets of each Fund in accordance with the terms of the governing documents applicable to each Fund.

Limited partnership interests in the Funds are not registered under the U.S. Securities Act of 1933, as amended, and the Funds are not registered under the U.S. Investment Company Act of 1940, as amended. Accordingly, interests in the Funds are offered and sold exclusively to investors satisfying the applicable eligibility requirements, either in private transactions within the United States or in offshore transactions.

Aquiline Holdings was founded in 2005 and is controlled by Jeffrey W. Greenberg, Chairman, and owned by Jeffrey W. Greenberg, other Aquiline professionals and related entities. As of December 31, 2020, Aquiline Holdings managed approximately \$6.1 billion in assets on a discretionary basis. Aquiline Holdings does not manage any assets on a non-discretionary basis.

Item 5 - Fees and Compensation

General

Aquiline provides investment advisory services to each of the Funds pursuant to a separate investment advisory agreement (each, an “Advisory Agreement”) in each case where Management Fees are payable by a Fund. The Advisory Agreement of a Fund, along with the governing documents of a Fund, set forth in detail the fee structure relevant to each such Fund. The terms of each Advisory Agreement are generally established at the time of the formation of the applicable Fund. In general, each Advisory Agreement is only terminable once the applicable Fund is dissolved, wound up, and terminated.

Management Fees

Aquiline may receive a management fee (the “Management Fee”) for rendering investment advisory services to the Funds. The Management Fee is payable in advance, with timing depending on the Fund. In general, the Management Fee paid by a Fund may be up to 2.5 percent per annum on capital commitments during the investment period and up to 2 percent per annum on invested capital thereafter. Each Fund’s investors have the ability to negotiate the Management Fee payable by such Fund, but the Management Fee is fixed at the time of final close of the Fund (unless modified thereafter in accordance with the applicable Fund’s governing documents). The Management Fee is generally paid by a Fund out of capital contributions called from investors, out of amounts withheld from distributions to investors or with the proceeds of borrowings under the Fund’s subscription-based credit facility or other lines of credit (and such borrowings may remain outstanding for up to three years). The Management Fee assessed for each Fund is described in further detail in each Fund’s offering and governing documents. Generally, investors in Co-Investment Vehicles and employees and affiliates of Aquiline do not pay Management Fees, and Firm Advisors (as defined below), current or former senior management of portfolio companies and other persons whom Aquiline determines have strategic value to Aquiline and its network pay reduced or no Management Fees.

The Management Fee for a Fund is reduced by the amounts paid by a Fund for placement fees and the organizational costs in excess of a certain threshold paid by investors in the Fund, as well as by other fees received by Aquiline as described in “Other Fees and Expenses” below.

The Management Fee for any Management Fee period of a Fund is generally prorated for the number of days in such period, and in the case of the last Management Fee period, Aquiline will refund to each investor the amount of the Management Fee paid by such investor allocable to that portion of such period which is subsequent to the date of the final distribution.

Carried Interest

A portion of a Fund’s net investment returns is generally allocated to the capital account of its general partner (each, a “General Partner” and collectively, the “General Partners”) as “carried interest.” The General Partners of the Funds are related persons of Aquiline. The manner of calculation of such carried interest is described in the offering and governing documents of each Fund (as applicable) and varies Fund by Fund. Generally, however, up to 20 percent of the net investment returns of each Fund is allocated as carried interest to such Fund’s General Partner, subject to the Fund investors’ preferred return (except in the case of the Technology Growth Funds’ investors, who are not entitled to receive a preferred return), the recoupment of allocated losses, Management Fees, and expenses and other criteria set forth in the relevant Fund’s governing documents. Generally, investors in Co-Investment Vehicles and employees and affiliates of Aquiline do not pay a carried interest, and Firm Advisors, current or former senior management of portfolio companies and other persons whom Aquiline determines have strategic value to Aquiline and its network pay reduced or no carried interest.

Expenses

In addition to Management Fees and carried interest, investors bear indirectly the expenses charged to the Funds. Those expenses vary by Fund and typically include, but are not limited to, the following: organizational expenses; fees, costs, and expenses of any administrators, custodians, attorneys, accountants, and other professionals (including loan administration, audit and certification fees and the costs of printing and distributing reports); expenses incurred in connection with complying with regulatory, compliance, and tax filing obligations of the Funds and Aquiline under U.S. federal, state, local, non-U.S. or other laws (including compliance with anti-corruption and anti-money laundering laws) and regulations directly related to the making, holding, or disposing of portfolio investments by a Fund (whether such compliance obligations are imposed on the manager, such Fund's General Partner, their affiliates or a Fund), including, without limitation, the preparation and filing of (i) Form PF under the Advisers Act, (ii) Section 16 filings, Schedule 13D filings, Schedule 13G filings and other filings, in each case under the U.S. Securities Exchange Act of 1934, as amended; (iii) TIC Form SLT filings; (iv) any forms, schedules, filings, information or other documents necessary to avoid the imposition of withholding or other taxes pursuant to FATCA (as defined below) and Report of Foreign Bank and Financial Accounts, and CRS reporting as developed by the Organization for Economic Cooperation and Development; (v) CFTC Form 4.13(a)(3) CPO-PQR, CTA PR, NFA Form PQR filings; (vi) filings under the Hart-Scott-Rodino Antitrust Improvements Act and other antitrust laws and regulations; and (vii) any other forms, schedules, or other filings with governmental and self-regulatory agencies directly related to the making, holding, or disposing of portfolio investments by each Fund; the costs and expenses of any custodian and/or depository appointed by Aquiline in relation to the safeguarding, administering and/or holding (or similar) of portfolio investments and/or the performance of any functions of a custodian and/or depository contemplated by the European Union's Alternative Investment Fund Managers Directive or any national private placement regime in any jurisdiction and incurred in connection with Aquiline's compliance with disclosure, reporting and other similar obligations (including, but not limited to, the European Union's Sustainable Finance Disclosure Regulation); all out-of-pocket fees, costs, and expenses incurred in identifying, developing, bidding on, evaluating, negotiating, structuring, obtaining regulatory approval for, acquiring, trading, settling, monitoring, maintaining custody of, holding, and disposing of actual investments (including due diligence in connection therewith) including, without limitation, travel (which may include commercial or charter travel), accommodation, financing, legal, accounting, auditing, advisory, appraisal and consulting expenses (including compensation and expenses of Firm Advisors) in connection therewith; all out-of-pocket costs and expenses, if any, incurred in developing, negotiating, and structuring prospective or potential portfolio investments which are not ultimately made, including (a) any legal, accounting, advisory, consulting or other third-party expenses (including expenses of Firm Advisors) in connection therewith and any travel and accommodation expenses; (b) any break-up fees; (c) any fees (including commitment fees), costs and expenses of lenders, investment banks and other financing sources in connection with arranging financing for a proposed portfolio investment that is not ultimately made; (d) any fees, costs and expenses incurred in connection with documenting and effecting Co-Investment Vehicles and the formation of a consortium; (e) any deposits or down-payments of cash or other property which are forfeited in connection with a proposed portfolio investment that is not ultimately made; and (f) expenses and costs that would have been allocable to co-investors had such prospective or potential portfolio investment been consummated, if the amount allocable to such co-investors is not paid by such parties ("Broken Deal Expenses"); brokerage commissions; prime brokerage fees; custodial expenses; costs of the annual investor meeting, including the reception associated with the meeting for investors; costs incurred in complying with provisions in side letter agreements, including "most favored nations" provisions; other bank service fees, and other investment costs, fees, and expenses; interest thereon and fees and expenses arising out of all Fund indebtedness; the costs of any litigation, directors' and officers' liability or other insurance, and indemnification or extraordinary expenses or liabilities relating to the affairs of the Fund; expenses of liquidating the Fund; and taxes, penalties, fees, or other governmental charges and all expenses incurred in connection with any tax audit, investigation, settlement, or review of the Fund. "FATCA" shall mean Sections 1471 through 1474 of the United States Internal Revenue Code of 1986, as amended (the "Code"), (including, for the avoidance of doubt, any agreements entered into pursuant to Section 1471(b)(1) of the Code), any current or future United States federal income tax regulations promulgated under the Code or other official administrative guidance promulgated thereunder, and any intergovernmental agreements entered into in connection with the implementation thereof.

Other Fees and Expenses

From time to time, Aquiline has charged portfolio companies, co-investors, or the Funds origination fees, consulting fees, monitoring fees, and other similar fees and Aquiline receives directors' fees from certain portfolio companies. Net of any related expenses, a percentage (for Fund I, 80 percent of the directors' fees from current Fund I portfolio companies and 80 percent to 100 percent of other fees; 100 percent in Fund II, Fund III, Fund IV, ATG I, ATG II and ACO) of all such fees (other than monitoring fees) that are received by Aquiline will be applied to reduce the Management Fee otherwise payable by the applicable Fund except with respect to fees related to certain portfolio companies as specifically provided in the Fund I governing documents. In the case of monitoring fees, a percentage (80 percent to 100 percent in Fund I; 100 percent in Fund II, Fund III, Fund IV, ATG I, ATG II and ACO) of the amount of all such fees received by Aquiline will be applied to reduce the Management Fee otherwise payable by the applicable Fund. Any such fees received by Firm Advisors (as defined below) do not reduce the Management Fee otherwise payable by a Fund. As discussed in more detail in the section on Other Fees and Expenses below, Aquiline may receive other types of payments from the Funds or portfolio companies, which do not reduce the Management Fee otherwise payable by a Fund.

Aquiline allocates Broken Deal Expenses in accordance with the terms of the governing documents of the Funds (excluding Co-Investment Vehicles in certain circumstances). Co-Investment Vehicles may in certain circumstances bear their share of Broken Deal Expenses for unconsummated transactions; however, to the extent Co-Investment Vehicles do not bear such costs and expenses, they will generally be borne by the Fund that was expected to participate in the unconsummated investment. In particular, potential investors in co-investment structures relating to a specific prospective investment where the legally binding agreements relating to such co-investment are not expected to be executed until around the time of the closing of such prospective investment will generally not bear Broken Deal Expenses. The foregoing will under certain circumstances result in a Fund bearing more than its pro rata share of such amounts.

Executive advisors, senior advisors, executives-in-residence and/or other professionals who are not employees or affiliates of Aquiline (who may be former Aquiline employees as well as current and former executive officers and employees of Aquiline portfolio companies) (collectively, "Firm Advisors") are expected, from time to time, to receive payments from, or allocations or performance-based compensation (which would reduce a Fund's returns and not necessarily be subordinate to the return of partners' capital contributions) with respect to, portfolio companies (as well as from Aquiline or a Fund). In such circumstances, payments from, or allocations or performance-based compensation with respect to, portfolio companies and/or a Fund will be treated as Fund expenses and will not, even if they have the effect of reducing any retainers or minimum amounts otherwise payable by Aquiline, be deemed paid to or received by Aquiline or an Aquiline affiliate and such amounts will not be subject to the Management Fee offset provisions. In addition, under certain circumstances, Firm Advisors may receive payment in-kind in respect of the portfolio company that they advise, including in the form of transfers of interests in the portfolio company from a Fund. These Firm Advisors may have the right or may be offered the ability to co-invest alongside a Fund, including in those investments in which they are involved, or otherwise participate in equity plans for management of any such portfolio company or invest directly in a Fund or in a vehicle controlled by a Fund subject to reduced or waived Management Fees and/or carried interest, including after the termination of their engagement by or other status with Aquiline. The nature of the relationship with each Firm Advisor and the amount of time devoted or required to be devoted by them varies considerably and may vary considerably over time. In some cases, they provide Aquiline with industry-specific insights and feedback on investment themes, assist in transaction due diligence, make introductions to and provide reference checks on management teams. In other cases, they take on more extensive roles and serve as executives or directors on the boards of portfolio companies, contribute to the origination of new investment opportunities or serve in deal finder roles (and receive deal origination fees, which will not be subject to the Management Fee offset provisions). If a Firm Advisor joins the management team of a portfolio company, then such Firm Advisor will generally be compensated by such portfolio company and therefore his or her compensation will be indirectly borne by the relevant Fund; however, such a Firm Advisor may continue to provide Aquiline with advisory services in connection with other funds, vehicles or accounts sponsored by Aquiline for no additional compensation. In such circumstances, it is generally, but not always, expected, that the Firm Advisor's allocation of time to Aquiline matters will be reduced. While such continued advisory services to Aquiline are not expected to consume a material portion of such Firm Advisor's time or attention,

the relevant Fund would nevertheless indirectly bear the opportunity cost of such advisory services. In addition, the services provided by any one Firm Advisor or Firm Advisors generally may expand over time, including during the term of a Fund. In certain instances, Aquiline has formal arrangements with these Firm Advisors (which may or may not be terminable upon notice by any party), and in other cases the relationships are more informal. They are either compensated (including pursuant to retainers and expense reimbursement, and, in any event, pursuant to negotiated arrangements which will not be confirmed as being comparable to the market rates for such services) by Aquiline, the Funds and/or portfolio companies or otherwise uncompensated unless and until an engagement with a portfolio company develops. Certain Firm Advisors may be subject to contractual obligations to exclusively provide certain services to Aquiline. In certain cases, they have certain attributes of Aquiline “employees” (e.g., they may have dedicated offices at Aquiline, participate in general meetings and events for Aquiline personnel, work on Aquiline matters as their primary or sole business activity, have Aquiline-related e-mail addresses and/or business cards and participate in certain benefit arrangements typically reserved for Aquiline employees) even though they are not considered Aquiline employees or affiliates for purposes of the governing documents of the Funds and related Management Fee offset provisions. There may be circumstances where the compensation that would be received by a Firm Advisor from a portfolio company if the Firm Advisor were to become an executive of the portfolio company would be greater than such individual’s retainer fee (or similar compensation) received from Aquiline, which may create an incentive for such Firm Advisor to recommend portfolio investments to the Funds. There can be no assurance that any of the Firm Advisors and/or other professionals will continue to serve in such roles and/or continue their arrangements with Aquiline, the Funds and/or any portfolio companies throughout the term of any Fund. Over time, certain existing and future employees of Aquiline (including senior Aquiline personnel) may transition to a Firm Advisor role. Such a transition would have the effect of shifting the burden of the compensation of such employees from Aquiline to either the Funds (in which case such compensation would become a Fund expense) or to the portfolio company depending on the nature of the service to be provided by the Firm Advisor.

In certain circumstances, Aquiline employees may be engaged by one or more portfolio companies in a bona fide, non-director capacity on a permanent or temporary basis, and, if dedicated to a portfolio company, may not be fully engaged in respect of the Funds. In connection therewith, to the extent that an Aquiline employee provides services involving a significant percentage of their time, an allocable portion of such employee’s compensation will be paid by the applicable portfolio company (either directly or indirectly by reimbursing Aquiline) and such compensation will not be considered fees received by Aquiline that are subject to offset against the Management Fee. The Funds or underlying portfolio companies reimburse Aquiline for out-of-pocket expenses incurred by Aquiline (including by its employees and Firm Advisors) that relate to the business of the underlying portfolio company and these amounts do not reduce the Management Fees payable by the Funds.

Moreover, Aquiline, its personnel and Firm Advisors can be expected to receive certain intangible and/or other benefits and/or perquisites arising or resulting from their activities on behalf of the Funds that will not be subject to the Management Fee offset or otherwise shared with the Funds, their investors, and/or portfolio companies. For example, airline travel or hotel stays incurred as Fund expenses typically may result in “miles” or “points” or credit in loyalty/status programs, and such benefits and/or amounts will, whether or not de minimis or difficult to value, inure exclusively to Aquiline and/or such personnel (and not the Funds, their investors, and/or portfolio companies), even though the cost of the underlying service is borne by the Funds and/or portfolio companies.

From time to time, Aquiline will be required to decide whether costs and expenses are to be borne by a Fund, on the one hand, or Aquiline, on the other, whether certain costs and expenses should be allocated between or among a Fund, on the one hand, and other Funds and / or co-investors or other investors in the portfolio company, on the other hand, and / or whether certain costs and expenses should be allocated between a Fund, on the one hand, and a portfolio company, on the other hand. Such costs and expenses borne by a Fund, in certain circumstances, include reimbursement of another Aquiline Fund or other investment vehicle or account for costs and expenses (which, for example, include those associated with research, due diligence, structuring, documentation and other work) related to an investment opportunity considered by such other Aquiline Fund or other investment vehicle or account where a Fund ultimately makes the investment in the applicable portfolio company. In other circumstances, another Aquiline Fund or other investment vehicle or account benefits from costs and expenses incurred by another Fund (which, for

example, include those associated with research, due diligence, structuring, documentation and other work), but will not be required to reimburse such Fund. Certain expenses may be suitable for only a Fund or particular Funds participating in specific investments and may be allocated to and borne only by such Funds, or, as is more often the case, expenses may be allocated pro rata among a Fund and other Funds participating in the relevant portfolio investment(s). Except as otherwise provided in the governing documents of a Fund, Aquiline will make such judgments in its sole discretion in accordance with its expense allocation policies and procedures. Some expenses are initially borne by Aquiline and then allocated to a Fund or portfolio company [in accordance with applicable Fund governing documents]. In addition, in the event a portfolio company declines to reimburse Aquiline for an expense, such expense may be reallocated to the applicable Fund. The process of allocating expenses is inherently subjective. Aquiline can make corrective allocations after the fact should it determine that such corrections are necessary or advisable. Notwithstanding the foregoing, the portion of an expense allocated to a Fund for a particular item or service may not reflect the relative benefit derived by such Fund from that item or service in any particular instance.

Aquiline can be expected to cause a Fund or its portfolio companies to enter into agreements regarding group procurement, benefits management, insurance policies and other operational, administrative or management-related matters among some or all of such entities and/or other Aquiline vehicles or their portfolio companies.

Aquiline may advance amounts to a Fund in respect of Fund expenses and defer repayment of such advanced Fund expenses. In addition, Aquiline may at any time defer payment of all or any part of any payment of the Management Fee. As calculations of reported net internal rates of return and performance data with respect to a Fund are generally based on the payment date of capital contributions received from limited partners, deferral of advanced Fund expenses or Management Fees will affect the calculation and reporting of returns to limited partners, including by potentially enhancing internal rates of return.

Item 6 - Performance-Based Fees and Side-by-Side Management

Aquiline receives a carried interest for investment advisory services provided on a discretionary basis to the Funds (excluding Co-Investment Vehicles in certain circumstances), which is based on the performance of each Fund's investments.

Aquiline does not manage any client accounts that do not pay performance-based compensation, with the exception of Co-Investment Vehicles, whose investors generally do not pay a carried interest. To the extent that a Co-Investment Vehicle does pay performance-based compensation, it is generally paid to the relevant Fund (i.e., a Financial Services Fund, a Technology Growth Fund or a Credit Fund) and not Aquiline.

Item 7 - Types of Clients

Aquiline provides investment advisory services to the Funds. Investment advice is provided directly to each Fund, subject to the direction and control of the General Partner of such Fund and not individually to the investors of the Funds. Investors in the Funds may include, but are not limited to, high net worth individuals, pension plans (corporate, state, and foreign), sovereign wealth funds, endowments, foundations, banks, pooled investment vehicles (e.g., funds of funds), trusts, estates, charitable organizations, asset management firms, and corporate or business entities.

Details concerning applicable investor suitability criteria are set forth in each Fund's offering documents and subscription materials. Although Aquiline has the authority to accept subscriptions for lesser amounts (and does so, particularly in the case of investors who are employees of or advisors to Aquiline), the stated minimum capital commitment for limited partners in the Funds is typically \$10 million but may vary depending on the type of Fund.

Item 8 - Methods of Analysis, Investment Strategies and Risk of Loss

Global Financial Services, Early-Stage Growth Financial Technology and Credit Sectors

Aquiline's investment strategy for the Funds that invest in the global financial services sector is generally based on identifying event-driven market dislocations, long-term secular trends, ongoing business cycles, or, in the case of the Financial Services Funds, shareholder pressures that create a catalyst for change in a business segment or company. Aquiline seeks to invest behind strong management teams that are attracted to and interested in working with an experienced partner with operational expertise. Aquiline seeks to drive portfolio company development in the key areas as described below with respect to the Financial Services Funds, the Technology Growth Funds and the Credit Funds. The implementation of these measures will vary on a company-by-company basis depending, in part, upon the industry, needs, and type of company.

Financial Services Funds

- Operational Support
 - Define or review strategy and help create business plan
 - Develop or review cash flow plan
 - Recruit senior management as appropriate—CEO, CFO, CIO, M&A head
 - Navigate regulatory approval process
 - Assist with rating agencies
 - Provide interim management, as needed
 - Provide in-house research/analysis as needed
 - Identify and evaluate add-on acquisition candidates
 - Assist in M&A execution
 - Drive compliance and risk management
 - Support acquisition integration
- Strategic Guidance
 - Constitute board
 - Serve as members of the board of directors
 - Recruit independent directors from relevant industry as required
 - Challenge management team views and plans
 - Devise acquisition strategy where appropriate
 - Encourage best practices in corporate governance
 - Set up and chair audit, compensation, and risk committees as needed
 - Design compensation schemes
 - Monitor against key metrics
- Financial Innovation
 - Create appropriate capital structure
 - Drive third-party capital-raising initiatives
 - Access capital markets: IPO, secondary offering, credit
 - Seek value-added co-investors
 - Leverage network and make introductions

Technology Growth Funds

- Strategic Guidance
 - Guide strategy and business plan

- Make customer and partner introductions
 - Assist in recruiting independent directors from relevant industries
 - Challenge management team views and plans
 - Guide the establishment of best practices in corporate governance
 - Close monitoring against key metrics
- Financial Innovation
 - Leverage network and make introductions
 - Seek value-added co-investors and manage the relationships
 - Drive third-party capital-raising initiatives (if needed)
 - Assist with navigation of regulatory approval processes
 - Help with financing M&A

Credit Funds

- Strategic Guidance
 - Bring industry and business knowledge and experience to bear
 - Seek absolute return and Alpha
 - Participate in formal or ad hoc creditor committees; engage directly with management and boards of directors
 - Identify acquisition targets where appropriate
- Financial Innovation
 - Leverage network and make introductions
 - Create value through tranching loans or making accretive sales
 - Seek to monetize embedded value and gain downside protection
 - Seek opportunities with embedded optionality

Real Estate and Real Estate Operating Assets

During the investment period, the principals of Aquiline emphasized traditional real estate property fundamentals when considering each investment opportunity for its Fund that invested in real estate and real estate operating assets. These fundamentals typically included an analysis of location, supply and demand for real estate assets, income levels, employment and population trends, public infrastructure, and barriers to entry. The Aquiline Real Estate Fund's investment period has ended, and the Fund is currently in dissolution.

Aquiline Funds

Acquiring interests in the Funds involves a number of risks. An investment in the Funds is deemed a speculative investment and is not intended as a complete investment program. It is designed for sophisticated investors who fully understand and are capable of bearing the risk of an investment in the Funds. No guarantee or representation is made that a Fund will achieve its investment objective or that investors will receive a return on or of their capital. The description below is a brief overview of different material risks related to a Fund's investment strategy:

General Business and Management Risk: Investments in portfolio companies subject the Funds to the general risks associated with the underlying businesses, including market conditions, changes in regulatory requirements, reliance on management at the portfolio company level, interest rate and currency fluctuations, general economic downturns, tax law changes, domestic and foreign political situations, changes in the availability of financing, and other factors. With respect to management at the portfolio company level, many portfolio companies rely on the services of a limited number of key

individuals, the loss of any one of whom could significantly adversely affect the portfolio company's performance. While in all cases Aquiline will monitor portfolio company management, the management of each portfolio company will have day-to-day responsibility of such portfolio company.

Concentration of Investments: Other than as set forth in a Fund's governing documents, investors have no assurance as to the degree of diversification of the Fund's portfolio investments by geographic region, transaction type or sector (among other things). The investment portfolio of a Fund could be heavily concentrated in a particular geographic region, transaction type or sector (including industries that support such sector). For example, a Credit Fund may be focused on the aviation sector and industries that support global aviation. To the extent a Fund concentrates portfolio investments in a particular issuer, security, geographic region, transaction type or sector, its portfolio investments will become more susceptible to fluctuations in value resulting from adverse economic and business conditions with respect thereto. In addition, concentration in a single sector tends to involve risks greater than those generally associated with more diversified funds, including significant fluctuations in returns. There can be no assurance that a Fund will be able to implement a diversified portfolio, or to invest in any particular mix of portfolio investments.

Liquidity Issues: The Funds may invest in instruments where there is to be no actively traded market. Moreover, many of the Funds' investments may be held by relatively few other investors. Under adverse market or economic conditions, in the event of adverse changes in the financial condition of the issuer or the asset, or even under normal market or economic conditions, the Funds may find it more difficult to sell such instruments when Aquiline believes it advisable to do so or may be forced to sell them at prices lower than if the instruments were widely held. Thus, the range of disposal strategies available to the Funds may be further limited. Finally, dispositions of investments may be subject to contractual and other limitations on transfer or other restrictions that would interfere with subsequent sales of such investments or that would adversely affect the terms obtainable upon a disposition. There is no public market for interests in the Funds and one is not expected to develop. Interests in the Funds are generally neither redeemable nor transferable without the prior written consent of Aquiline, which may be given or withheld in Aquiline's sole discretion.

Highly Competitive Market for Investment Opportunities: The activity of identifying and completing attractive investments is highly competitive. The Funds face competition from numerous market participants. The Funds will be competing for investments with a variety of other investment vehicles as well as individuals, financial institutions, and other institutional investors. Additional funds with similar investment objectives may be formed in the future by Aquiline or other unrelated parties. There can be no assurance that the Funds will be able to locate and complete investments that satisfy their investment objectives or that they will be able to fully invest their available capital.

Valuation of Assets: Most of the securities owned by the Funds are not publicly traded. All securities are valued by Aquiline pursuant to FASB ASC 820 (Fair Value Measurements and Disclosures and in accordance with the applicable Fund's governing documents and Aquiline's valuation policies). When estimating fair value, Aquiline will apply a methodology based on its best judgment that is appropriate in light of the nature, facts, and circumstances of the investments. Valuations are subject to multiple levels of review for approval. Ensuring that portfolio investments are fairly valued is an important focus of Aquiline.

Service Providers: Certain advisors and other service providers, or their affiliates, (including, but not limited to, accountants, administrators, lenders, bankers, brokers, attorneys, consultants, investment or commercial banking firms and certain other advisors and agents) to a Fund, Aquiline or the portfolio companies may also provide goods or services to or have business, personal, political, financial or other relationships with Aquiline. Such advisors and service providers may be investors in a Fund, members of the advisory committee of a Fund ("Advisory Committee"), affiliates of the general partner of a Fund, sources of investment opportunities or co-investors or counterparties therewith. In addition, certain advisors and service providers (including law firms) will, in certain circumstances, temporarily provide their personnel to Aquiline or its affiliates, or portfolio companies pursuant to various arrangements, including at cost or at no cost. While often the Funds and other Aquiline clients and their portfolio companies are the beneficiaries of these types of arrangements, Aquiline is from time to time the beneficiary of these arrangements as well, including in

circumstances where the advisor or service provider also provides services to the Funds or other Aquiline clients in the ordinary course. Such personnel may provide services in respect of multiple matters, including in respect of matters related to Aquiline, their affiliates and/or portfolio companies and any costs of such personnel may be allocated accordingly. These relationships may influence Aquiline in deciding whether to select or recommend any such advisor or service provider to perform services for a Fund or a portfolio company (the cost of which will generally be borne directly or indirectly by such Fund or such portfolio company, as applicable). Notwithstanding the foregoing, investment transactions for a Fund that require the use of a service provider will generally be allocated to service providers on the basis of Aquiline's judgment as to best execution, the evaluation of which includes, among other considerations, such service provider's provision of certain investment-related services and research that Aquiline believes to be of benefit to the Fund, measured over time. In certain circumstances, advisors and service providers, or their affiliates, may charge different rates or have different arrangements for services provided to Aquiline or its affiliates as compared to services provided to a Fund and its portfolio companies, which may result in more favorable rates or arrangements than those payable by such Fund or such portfolio companies (including services being provided without charge).

Financial Services Sector Risk Factors: Financial services companies, including those in the insurance, investment management, fintech, payment and banking and credit industries among others, have asset and liability structures that are essentially monetary in nature and are directly affected by many factors including domestic and international economic and political conditions, broad trends in business and finance, legislation and regulation affecting the national and international business and financial communities, monetary and fiscal policies, interest rates, inflation, currency values, market conditions, the availability and cost of short-term or long-term funding and capital, the credit capacity or perceived creditworthiness of customers and counterparties, and the level and volatility of trading markets. Such factors can impact customers and counterparties of financial services companies and may impact the value of financial instruments held by financial services companies. Fluctuations in interest rates, which affect the value of assets and the cost of funding liabilities, are not predictable or controllable, may vary from country to country, and may impact economic activity in various regions.

The profitability of the financial services sector may be adversely affected by a worsening of general economic conditions in domestic and international markets and by monetary, fiscal or other policies that are adopted by various governmental authorities and international bodies. Monetary policies have had, and will continue to have, significant effects on the operations and results of financial services companies. There can be no assurance that a particular financial services company will not experience a material adverse effect on its net interest income or its asset values in a changing interest rate environment. Factors such as the liquidity of the global financial markets, the level and volatility of prices of financial instruments, investor sentiment, and the availability and cost of credit may significantly affect the activity levels of customers with respect to size, number, and timing of transactions. An adverse change in all or any of these factors would likely lead to a decline in the volume of transactions that financial services companies execute for their customers and, thus, lead to a decline in revenues from fees, commissions, and spreads.

The financial services sector is competitive, and it is expected that competitive conditions in the sector may continue or accelerate. Merger activity in the financial services sector has resulted in, and is expected to continue to result in, larger institutions with greater financial and other resources that are capable of offering a wider array of financial products and services. The financial services sector has become considerably more concentrated as numerous financial institutions have been acquired by or merged into other institutions. Technological advances and the growth of e-commerce have made it possible for non-financial institutions to offer products and services that have been traditionally offered by financial services institutions. It is expected that cross-sector competition may continue and accelerate.

The financial services sector is highly dependent on communications and information systems and is exposed to many types of operational risks, including the risk of fraud by employees or other parties, record keeping error, errors resulting from faulty or "hacked" computer or telecommunication systems, computer failures, and accidental or intentional damage to computer and telecommunication systems caused by internal or external events. New technologies and improved products and services are continually being developed, rendering older technologies, products and services obsolete. Further,

the failure of these systems could cause significant interruptions in the operations of a Fund's portfolio companies and could harm the reputation of Aquiline, the Fund and/or such portfolio company, subject any such entity and their respective affiliates to legal claims and adverse publicity and otherwise affect their business and financial performance.

Financial services companies operate in a highly regulated environment and are subject to extensive legal and regulatory restrictions and limitations and to supervision, examination, and enforcement by regulatory authorities. Failure to comply with any of these laws, rules, or regulations, some of which are subject to interpretation and may be subject to change, could result in a variety of adverse consequences including civil penalties, fines, suspension, forced closures or expulsion and potential termination of deposit insurance, which may have material adverse effects. The regulations may require a financial services institution to meet specific capital adequacy guidelines or rules that involve quantitative measures of their assets, liabilities and certain off-balance sheet items as calculated under regulatory accounting practices. Compliance with capital or other similar requirements could limit the operations of financial services institutions. A change in such requirements, or the imposition of new rules affecting the scope, coverage, calculation or amount of such capital or other similar requirements, or a significant operating loss or any unusually large charge against capital may adversely affect the ability of a financial services institution to expand or maintain levels of business or to pay dividends. Financial services companies may also be subject to qualitative judgments by the regulators about interest rate risk, concentration of credit risk, lack of adequate risk management and other internal controls and other factors. Changes in laws, rules, regulations or regulatory interpretations governing financial services companies and in levels of enforcement activity against, and governmental scrutiny of, financial services companies, including any such changes that could result from the recent changes in U.S. executive administration and Congressional leadership and other U.S. political and regulatory developments and events, could adversely affect the Funds and/or their portfolio companies, and thereby returns to investors. The subsequent adoption of a law or regulation or a change of a law or regulation or of the interpretation thereof by a court or governmental authority could require the Fund to divest some or all of its investments under unfavorable market conditions.

Early-Stage Growth Company Risks: Investments in early-stage growth companies are subject to a variety of risks, including that such companies may (i) have a relatively short operating history, (ii) have a volatile financial history, (iii) offer services or products that are not yet ready to be marketed or for which a market may not develop as expected, (iv) be operating at a loss or have significant fluctuations in operating results, (v) be engaged in rapidly changing business environments, or (vi) need substantial additional capital to set up internal infrastructure, hire management and personnel, support expansion, or achieve or maintain a competitive position. Such companies may have a greater variability of returns and a higher risk of failure than more established companies. Such companies also may face intense competition, including competition from companies with greater financial resources; more extensive development, manufacturing, marketing and service capabilities; and a larger number of qualified managerial and technical personnel. Securities of such companies may not be traded on public or secondary markets and, to the extent there is any public market for securities of such companies, such securities may be subject to more abrupt and erratic market price movements than the securities of larger, more established companies. Less established companies tend to have lower capitalizations and fewer resources and, therefore, are often more vulnerable to financial failure. Such companies may also have shorter operating histories by which to judge future performance and in many cases, if operating, will have negative cash flow. Investments in such companies should be considered highly speculative and may result in a loss of the entire investment therein. In addition, less mature companies could be deemed to be more susceptible to irregular accounting or other fraudulent practices, risking a partial or total loss of capital invested in such a company in the event of fraud. The foregoing factors may also increase the difficulty of valuing investments in early-stage growth companies.

Real Estate and Real Estate Operating Assets Risks: Investments in real estate are subject to various risks including adverse changes in regional, national, or international economic conditions; adverse local market conditions (such as an oversupply of space or a reduction in demand for space); negative developments in the economy that depress travel activity; competition based on rental rates; the financial condition of tenants, buyers, and sellers of properties; changes in availability of debt financing; changes in

interest, real estate tax rates, and other operating expenses; environmental laws and regulations; zoning laws and other governmental rules and fiscal policies; environmental claims arising in respect of real estate acquired with undisclosed or unknown environmental problems or as to which inadequate reserves had been established; energy prices; changes in the relative popularity of property types and locations; contingent liabilities on disposition of assets; risks due to dependence on cash flow and risks and operating problems arising out of the presence of certain construction materials as well as acts of God; and uninsurable losses and other factors that are beyond the control of Aquiline.

Credit Risk Factors:

While some of the loans in which the Credit Funds will invest may be secured, the Credit Funds may also invest in debt or equity securities that are either unsecured or subordinated to substantial amounts of senior indebtedness, or a significant portion of which may be secured. In such instances, the ability of a Credit Fund to influence an issuer's affairs, especially during periods of financial distress or following an insolvency, is likely to be substantially less than that of senior creditors. For example, under terms of subordination agreements, senior creditors are typically able to block the acceleration of the debt or other exercises by a Credit Fund of its rights as a creditor. Accordingly, the Credit Fund may not be able to take the steps necessary to protect their investments in a timely manner or at all. In addition, the debt securities in which the Credit Funds will invest may not be protected by financial covenants or limitations upon additional indebtedness, may have limited liquidity and may not be rated by a credit rating agency.

The borrowers of loans constituting the Credit Funds' assets may seek the protections afforded by bankruptcy, insolvency and other debtor relief laws. Bankruptcy proceedings are unpredictable. Additionally, the numerous risks inherent in the insolvency process create a potential risk of loss by the Credit Funds of their entire investment in any particular investment. Insolvency laws may, in certain jurisdictions, result in a restructuring of the debt without the Credit Fund's consent under the "cramdown" provisions of applicable insolvency laws and may also result in a discharge of all or part of the debt without payment to the Credit Fund.

Debt securities are also subject to other risks, including (i) the possible invalidation of an investment transaction as a "fraudulent conveyance," (ii) the recovery of liens perfected or payments made on account of a debt in the period before an insolvency filing as a "preference," (iii) equitable subordination claims by other creditors, (iv) possible lender liability litigation by borrowers over a perceived violation of a duty (whether implied or contractual) of good faith and fair dealing (or other fiduciary duty) and (v) environmental liabilities that may arise with respect to collateral securing the obligations. Additionally, adverse credit events with respect to any portfolio company, such as missed or delayed payment of interest and/or principal, bankruptcy, receivership, or distressed exchange, can significantly diminish the value of a Credit Fund's investment in any such company. The Credit Funds' investments may be subject to early redemption features, refinancing options, pre-payment options or similar provisions which, in each case, could result in the portfolio company repaying the principal on an obligation held by a Credit Fund earlier than expected. Accordingly, there can be no assurance that the Credit Funds' performance objectives will be realized.

One of the fundamental risks associated with the Credit Funds' investments is credit risk, which is the risk that a portfolio company will be unable to make principal and interest payments on its outstanding debt obligations when due. A Credit Fund's return to investors would be adversely impacted if an issuer of debt in which the Credit Fund invests becomes unable to make such payments when due.

Although a Credit Fund may make investments that the general partner of the Credit Fund believes are secured by specific collateral, the value of which may initially exceed the principal amount of such investments or the Credit Fund's fair value of such investments, there can be no assurance that the liquidation of any such collateral would satisfy the borrower's obligation in the event of non-payment of scheduled interest or principal payments with respect to such investment, or that such collateral could be readily liquidated. The Credit Funds may also invest in leveraged loans, high yield securities, marketable and non-marketable common and preferred equity securities and other unsecured investments, each of which involves a higher degree of risk than senior secured loans. Furthermore, a Credit Fund's right to payment and its security interest, if any, may be subordinated to the payment rights and security interests of a senior lender, to the extent applicable. Certain of these investments may have an interest-only payment schedule, with the principal amount remaining outstanding and at risk until the maturity of the investment. In

addition, loans may provide for payments-in-kind, which have a similar effect of deferring current cash payments. In such cases, a portfolio company's ability to repay the principal of an investment may depend on a liquidity event or the long-term success of the company, the occurrence of which is uncertain.

With respect to a Credit Fund's investments in any number of credit products, if the borrower or issuer breaches any of the covenants or restrictions under the credit agreement that governs loans of such issuer or borrower, it could result in a default under the applicable indebtedness as well as the indebtedness held by the Credit Fund. Such default may allow the creditors to accelerate the related debt and may result in the acceleration of any other debt to which a cross-acceleration or cross-default provision applies. This could result in an impairment or loss of the Credit Fund's investment or a pre-payment (in whole or in part) of the Credit Fund's investment.

Similarly, while the Credit Funds will generally target investing in companies they believe are of high quality, these companies could still present a high degree of business and credit risk. Companies in which the Credit Funds invest could deteriorate as a result of, among other factors, an adverse development in their business, a change in the competitive environment or the continuation or worsening of the current (or any future) economic and financial market downturns and dislocations. As a result, companies that the Credit Funds expected to be stable or improve may operate, or expect to operate, at a loss or have significant variations in operating results, may require substantial additional capital to support their operations or maintain their competitive position, or may otherwise have a weak financial condition or experience financial distress. In addition, exogenous factors such as fluctuations of the equity markets also could result in warrants and other equity securities or instruments owned by the Credit Funds becoming worthless.

General fluctuations and volatility in financial markets, credit prices/spreads, valuations and/or interest rates may adversely affect the value of the investments held by the Credit Funds and may reduce the availability of attractive investment opportunities for the Credit Funds. The ability of portfolio companies to repay debt obligations (including making payments to the Credit Funds as a creditor with respect thereto) and/or refinance debt securities may depend on their ability to sell new securities in the public high-yield debt market or otherwise, or to raise capital in the leveraged finance debt markets, which historically have been cyclical with regard to the availability of financing. In general, rising interest rates will negatively impact the price of a fixed-rate debt instrument and falling interest rates will have a positive effect on price.

Air Travel Industry Risk:

Investments are highly dependent on the performance of the airline industry, which has been significantly affected by the outbreak of COVID-19. COVID-19 has resulted and may continue to result in a general reduction in airline travel which can lead to a reduction in airline flights offered and the number of passengers flying. Further, unfavorable economic conditions, including conditions associated with COVID-19, could also limit airlines' ability to counteract increased fuel, labor or other costs through raised prices. The airlines operate in a highly competitive business market and, as a result, continue to face pressure on offerings and pricing. These unfavorable conditions and the competitiveness of the air travel industry could cause one or more of airlines to file for bankruptcy. If one or more airlines were to file for bankruptcy, bankruptcy laws could give them rights to terminate their contracts, they could reduce their total fleet size and capacity and/or their total number of flights, and/or they could attempt to renegotiate the terms of their contracts.

Investments in Which the Funds Have a Different Principal Investment:

The Credit Funds may invest in debt securities and other obligations relating to portfolio companies or other entities in which other Funds have or are concurrently making a different principal investment (e.g., a different equity or debt investment) at the time of a Credit Fund's investment (and *vice versa*). In addition, after the Credit Funds have made an investment in a portfolio company, other Funds may make a different principal investment in such portfolio company. In such situations, the Credit Funds and such other Funds may have conflicting interests. If the portfolio company in which the Credit Funds have a portfolio investment that is senior to the investment by such other Funds becomes distressed or defaults, Aquiline may have conflicting loyalties between its duties to the Credit Funds and to other Funds. In that regard, actions may be taken for the other Aquiline funds, vehicles or accounts that are adverse to the Credit Funds (and *vice versa*). Except to the extent of fees paid to Aquiline specifically related to the Credit Funds' commitment or investment of capital, the limited partners of the Credit Funds will in no way receive any benefit from fees paid to the Aquiline or its affiliates from a portfolio company in which another Fund has an interest.

Venture Capital Investments:

The Technology Growth Funds will make venture capital investments. Venture capital investments are expected to have a very high degree of risk, greater than the risk generally associated with investments in established companies. Typically, venture capital-backed portfolio companies may be in a conceptual or early stage of development, have limited or no operating histories, unproven technologies and products, untested management and unknown future capital requirements. Such portfolio companies often face intense competition, especially from established companies with greater financial and technical resources, more marketing and service capabilities and greater numbers of qualified personnel. Because early stage or start-up companies tend to have lower capitalizations and fewer resources, they are often more vulnerable to financial failure, the risk of which is currently heightened given recent market conditions. Investments in early stage companies should be considered highly speculative and may result in the loss of a Technology Growth Fund's entire investment. There can be no assurance that any such losses will be offset by gains (if any) realized on the Technology Growth Fund's other investments.

Venture capital-backed portfolio companies often require several rounds of venture capital infusions before such portfolio companies reach maturity. Any shortfall in additional financing may have a significant negative impact on both the portfolio company involved and the face value of a Technology Growth Fund's original investment. The need for additional financing is more likely in venture capital investments as such investments are more likely to be operating at a loss or have significant fluctuations in operating results than investments in more mature companies. There is no assurance that such financing will be available on terms beneficial to a Technology Growth Fund, or at all.

In many cases, it is expected that venture capital investments will be long term in nature and may require many years from the date of the Technology Growth Fund's initial venture capital investment before disposition. Further, the Technology Growth Funds may be prohibited, either by contract or for legal or regulatory reasons, from selling certain venture capital investments for a period of time (e.g., due to limitations on sale arising from contractual lockups or obligations to receive consent to transfer interests or rights of first offer), and as a result may not be permitted to sell investments at a time it might otherwise desire to do so. The above limitations on liquidity of the Technology Growth Funds' venture capital investments could prevent a successful sale thereof, result in delay of any sale or reduce the amount of proceeds that might otherwise be realized.

Investments in PIPEs:

The Technology Growth Funds may be involved in a private investment in public equity ("**PIPE**") or private financing of public companies. PIPE transactions may involve the sale of equity-like securities of an already public company. In a PIPE transaction, a Technology Growth Fund may bear the price risk from the time of pricing until the time of closing. In addition, a Technology Growth Fund may have to commit to purchase a specified number of shares at a fixed price, with the closing conditioned upon, among other things, the SEC's preparedness to declare effective a resale registration statement covering the resale, from time to time, of the shares sold in the private financing. In addition, since a Technology Growth Fund may take large ownership positions as part of PIPE transactions, even after the securities are saleable, it may take a significant period of time for them to be sold or distributed in an orderly manner during which time profit could have otherwise been realized or loss avoided and, in some cases, a Technology Growth Fund may be prohibited by securities laws or by contract from selling such public company securities for a period of time.

U.K. Withdrawal from the EU ("Brexit"):

As part of the process of the United Kingdom ("U.K.") leaving the European Union ("EU"), the EU and the U.K. agreed on an EU-U.K. Trade and Cooperation Agreement ("FTA") that governs the trading relationship between the U.K. and the member states of the EU from and after January 1, 2021. Broadly, the FTA provides for zero tariffs and zero quotas on all goods that comply with the appropriate rules of origin, but is subject to the both parties maintaining a level playing field in areas such as environmental protection, social and labor rights, investment, competition, state aid, and tax transparency.

U.K. regulated firms in the financial sector are adversely affected by these arrangements because the

FTA does not provide for continued access by U.K. firms to the EU single market – although there is the possibility that in time, the U.K. may obtain a recognition of equivalence from the EU in certain financial sectors which would enable varying degrees of access to the EU market. Similarly, notwithstanding zero tariffs and zero quotas on goods, market access for those firms that conduct cross-border trade in goods will fall below what the single market previously allowed. Non-tariff barriers, customs declarations, customs checks, restrictions on movements of employees, withdrawal of recognition of previously recognized professional qualifications, changes in the status of the U.K. vis-à-vis the EU for tax and VAT purposes, and other sources of friction have the potential to impair the profitability of a business, require it to adapt, or even relocate to operate through an establishment in the EU.

It will take some time to observe the many and varied effects on U.K. businesses of the consequences of leaving the single market and customs union (taking into account the flow of goods and services in both directions). Given the size and global significance of the U.K.'s economy, uncertainty, at least in the near term, about the effect of the FTA on the day-to-day operations of those businesses that engage in the cross-border trade of goods or services between member states of the EU and the U.K. may be a continued source of currency fluctuations or have other adverse effects on international markets, international trade and other cross-border cooperation arrangements. The present uncertainty could therefore adversely affect the Funds, the performance of their investments and their ability to fulfil their investment objectives (especially if their investments include, or expose them to, businesses that have historically relied on access to the single market for their custom or that have historically relied on sourcing goods, materials or labor from the single market).

European Commission Action Plan on Financing Sustainable Growth

The European regulatory environment for alternative fund managers and financial services firms continues to evolve and increase in complexity, making compliance more costly and time-consuming. In March 2018, the European Commission published an Action Plan on Financing Sustainable Growth (the EU Action Plan") to set out an EU strategy for sustainable finance. The EU Action Plan identified several legislative initiatives, including the Sustainable Finance Disclosure Regulation (the "SFDR") which is in effect as of March 10, 2021. The SFDR requires transparency with regard to the integration of sustainability risks and the consideration of adverse sustainability impacts in an alternative investment fund manager's processes and the provision of sustainability-related information with respect to alternative investment funds ("AIFs"), which may have an impact on Aquiline and the Funds.

Aquiline may be subject to the requirements of the SFDR, which include: (i) publishing information on its website about its policies on the integration of sustainability risks in its investment decision-making process, (ii) publishing on its website: (A) a detailed statement on its due diligence policies with respect to principal adverse impacts of investment decisions on sustainability factors, taking into account its size, the nature and scale of their activities, or (B) clear reasons for why it does not do so, including, where relevant, information as to whether and when it intends to consider such adverse impacts, (iii) publishing on its website and including in its remuneration policies maintained in accordance with sectoral legislation, information on how remuneration policies are consistent with the integration of sustainability risks, and (iv) ensuring that marketing communications do not contradict the information disclosed pursuant to the SFDR. The SFDR also requires alternative investment fund managers to include sustainability related information in an AIF's pre-contractual disclosures and periodic reports, and, depending on the strategy of its AIF(s), on websites.

Aquiline may be subject to remuneration requirements under the SFDR. Any required changes to compensation structures and practices could make it harder for Aquiline to recruit and retain key personnel, thereby potentially affecting the Funds. The SFDR could expose Aquiline to conflicting regulatory requirements in the United States.

A Fund will bear (pro rata with other Funds based on capital commitments, invested capital or available capital, as applicable, or in a different manner if Aquiline determines in good faith that doing so is more equitable or appropriate under the circumstances) the costs and expenses of compliance with the SFDR and any other applicable legislation or regulations related to the EU Action Plan,

including costs and expenses of collecting and calculating data and the preparation of policies, disclosures and reports, in addition to other matters that relate solely to marketing and regulatory matters. It is difficult to predict the full extent of the impact of the SFDR and the EU Action Plan on the Funds and Aquiline. Aquiline reserves the right to adopt such arrangements as it deems necessary or desirable to comply with any applicable requirements of the SFDR and any other applicable legislation or regulations related to the EU Action Plan.

Cybersecurity Risk

Aquiline, the Funds' service providers and other market participants increasingly depend on complex information technology and communications systems to conduct business functions. These systems are subject to a number of different threats or risks that could adversely affect a Fund and its investors, despite the efforts of Aquiline and service providers to adopt technologies, processes and practices intended to mitigate these risks and protect the security of their computer systems, software, networks and other technology assets, as well as the confidentiality, integrity and availability of information belonging to a Fund and its investors. Cybersecurity incidents and cyber-attacks have been occurring globally at a more frequent and severe level and will likely continue to increase in frequency in the future (including as a consequence of the COVID-19 pandemic and the increased frequency of virtual working arrangements). For example, unauthorized third parties may attempt to improperly access, modify, disrupt the operations of or prevent access to these systems of Aquiline, a Fund's service providers, counterparties or data within these systems. Third parties may also attempt to fraudulently induce employees, customers, third-party service providers or other users of Aquiline's systems to disclose sensitive information in order to gain access to Aquiline's data or that of a Fund's investors. A successful penetration or circumvention of the security of Aquiline's systems could result in the loss or theft of an investor's data or funds, the inability to access electronic systems, loss or theft of proprietary information or corporate data, physical damage to a computer or network system or costs associated with system repairs. Such incidents could cause the Fund, Aquiline or their service providers to incur regulatory penalties, reputational damage, additional compliance costs or financial loss. Similar types of operational and technology risks are also present for portfolio companies, which could have material adverse consequences for such portfolio companies, and may cause a Fund's investments to lose value.

CFIUS; Non-U.S. National Security Regimes

The actions of the Committee on Foreign Investment in the United States ("CFIUS"), an inter-agency committee authorized to review transactions that could result in control of a U.S. business by a foreign person, may adversely impact the prospects of a portfolio company in the context of mergers with, or acquisitions by, a foreign person. CFIUS may recommend that the President block transactions, or CFIUS may impose conditions on transactions, certain of which may materially and adversely affect a Fund's ability to execute its investment strategy. In addition, the CFIUS process will continue to evolve. In particular, a set of reform measures known as the Foreign Investment Risk Review Modernization Act ("FIRRMA") was enacted into law, which broadens the jurisdiction of CFIUS with respect to certain investments. Such legislation could impact the ability of non-U.S. limited partners to participate in a Fund's portfolio investments, which may impair the Fund's ability to execute its investment strategy. FIRRMA could expand the ability of CFIUS to review a Fund's acquisition or disposition of certain investments. The reforms enacted by FIRRMA will include (i) a requirement of mandatory disclosures to CFIUS of all transactions in which a foreign government owned or controlled entity proposes to acquire a substantial interest in a U.S. business active in critical infrastructure, critical technologies, or that has access to sensitive personal data of U.S. citizens, and (ii) jurisdiction for CFIUS to review any investment (other than truly passive investment) by a foreign person in the same types of companies regardless of the percentage ownership interest of the foreign person. While the precise contours of CFIUS's expanded jurisdiction will be defined by the formal regulatory rule-making process, FIRRMA will increase the number of transactions involving a Fund that would be subject to CFIUS review and investigation and the timing and substantive risks described above. The outcome of CFIUS's process may be difficult to predict, and there is no guarantee that, if applicable to a portfolio company, the decisions of CFIUS would not adversely impact a Fund's investment in such entity.

A Fund's investments outside of the United States may also face delays, limitations, or restrictions as a result of notifications made under and/or compliance with similar legal regimes outside of the United States and related rapidly-changing agency practices. Other countries continue to establish and/or strengthen their own national security investment clearance regimes, including in response to U.S. encouragement of other countries to impose CFIUS-like regulations on foreign investment in certain sectors and assets on national security grounds, which could have a corresponding effect of limiting a Fund's ability to make investments in such countries. In particular, as of April 2019, the European Union has adopted and implemented an EU-wide mechanism to screen foreign investment on national security grounds, which could impede, restrict, and/or delay a Fund's investments with a nexus to the European Union. As a result of such regimes, a Fund may incur significant delays and costs or be altogether prohibited from making a particular investment, all of which could adversely affect the Fund's ability to meet its investment objectives. Heightened scrutiny of foreign direct investment worldwide may also make it more difficult for a Fund to identify suitable buyers for investments upon exit and may constrain the universe of exit opportunities for an investment in a portfolio company. As a result, the above laws may prevent, delay, impede or restrict syndication or sale of Fund assets to certain buyers.

Data

Aquiline receives or obtains various kinds of data and information from the Funds, their affiliates and their portfolio companies, including data and information relating to business operations, trends, budgets, customers and other metrics, some of which is sometimes referred to as "big data". Aquiline may be better able to anticipate macroeconomic and other trends, and otherwise develop investment themes, as a result of its access to this data and information from the Funds, their affiliates and their portfolio companies. Aquiline may enter into information sharing and use arrangements, which may give Aquiline access to data that it would not otherwise obtain in the ordinary course, with the Funds, their affiliates, and their portfolio companies, related parties and service providers. Although Aquiline believes that these activities improve Aquiline's investment management activities on behalf of the Funds and their affiliates, information obtained from the Funds and their portfolio companies also provides material benefits to Aquiline or its affiliates without compensation or other benefit accruing to the Funds or their investors. For example, information from a portfolio company owned by a Fund may enable Aquiline to better understand a particular industry and execute trading and investment strategies in reliance on that understanding for Aquiline and its affiliates that do not own an interest in the portfolio company, without compensation or benefit to the applicable Fund or its portfolio companies.

Furthermore, except for contractual obligations to third parties to maintain confidentiality of certain information, and regulatory limitations on the use of material nonpublic information, Aquiline is generally free to use data and information from a Fund's and its portfolio companies' activities to assist in the pursuit of Aquiline's various other activities, including to trade for the benefit of Aquiline or another Aquiline vehicle. Any confidentiality obligations in the governing documents of a Fund do not limit Aquiline's ability to do so. For example, Aquiline's ability to trade in securities of an issuer relating to a specific industry may, subject to applicable law, be enhanced by information of a portfolio company in the same or related industry. Such trading may provide a material benefit to Aquiline without compensation or other benefit to the Funds or their investors.

The sharing and use of "big data" and other information presents potential conflicts of interest and investors in a Fund acknowledge and agree that any benefits received by Aquiline will not be subject to the Management Fee offset provisions or otherwise shared with a Fund or its investors. As a result, Aquiline has an incentive to pursue portfolio investments that have data and information that can be utilized in a manner that benefits Aquiline or its affiliates.

Leverage

Certain of the Funds' portfolio investments include portfolio companies whose capital structures have substantial leverage. In addition, portfolio investments may be consummated through the use of significant leverage. Leveraged capital structures and the use of leverage in financing investments increase the exposure of a portfolio company to adverse economic factors such as rising interest rates, downturns in the economy or deteriorations in the condition of the portfolio company or its industry and make the portfolio company more sensitive to declines in revenues and to increases in

expenses. In certain circumstances, all or a portion of a Fund's investment in a portfolio company may be structured in the form of debt or a convertible preferred instrument, which generally will increase the amount of leverage at the portfolio company.

Hedging Transactions

In connection with certain portfolio investments, a Fund may employ hedging techniques designed to reduce the risk of adverse movements in interest rates, securities prices and currency exchange rates. While such transactions may reduce certain risks, such transactions themselves may entail certain other risks. Thus, while a Fund may benefit from the use of these hedging mechanisms, unanticipated changes in interest rates, securities prices, currency exchange rates and other factors may result in a poorer overall performance for the Fund than if it had not entered into such hedging transactions. The Fund's General Partner may not hedge against a particular risk because it does not regard the probability of the risk occurring to be sufficiently high as to justify the cost of the hedge, or because it does not foresee the occurrence of the risk. A Fund may enter into transactions intended to hedge certain risks that, in whole or in part, do not successfully hedge those risks. The successful utilization of hedging and risk management transactions requires skills that are separate from the skills used in selecting and monitoring investments.

Currency and Exchange Rate Risks

A portion of a Fund's portfolio investments, and the income received by the Fund with respect to such portfolio investments, may be denominated in currencies other than U.S. dollars. However, the books of the Fund are maintained, and capital contributions to and distributions from the Fund are made, in U.S. dollars. Accordingly, changes in currency exchange rates may adversely affect the dollar value of portfolio investments, interest and dividends received by the Fund, gains and losses realized on the sale of investments and the amount of distributions, if any, to be made by the Fund.

No Assurance of Investment Returns

Aquiline cannot provide assurance that any Fund will be successful in choosing, making and realizing investments in any particular company or portfolio of companies. There is no assurance that a Fund will be able to generate returns for investors or that returns will be commensurate with the risks of investing in the types of companies and transactions in which the Fund may invest. The possibility of partial or total loss of capital will exist and Fund investors must be prepared to bear capital losses that could result from investments.

Disclosure of Information

Aquiline and/or certain investors in a Fund may be required by law, regulation or otherwise to disclose certain confidential information relating to a portfolio investment of the Fund. Such disclosure may adversely affect the ability of a Fund to realize its investment in such portfolio investment, may adversely affect the price that the Fund is able to obtain upon any subsequent realization or may otherwise adversely affect the Fund.

Portfolio Company Management

Each portfolio company's day-to-day operations will be the responsibility of such company's management team. Although Aquiline will be responsible for monitoring the performance of each portfolio investment, there can be no assurance that the existing management team, or any successor, will be able to successfully operate the portfolio company in accordance with a Fund's plans. The success of each portfolio company depends in substantial part upon the skill and expertise of each portfolio company's management team. Additionally, portfolio companies will need to attract, retain and develop executives and members of their management teams. The market for executive talent is, notwithstanding general unemployment levels or developments within a particular industry, extremely competitive. There can be no assurance that portfolio companies will be able to attract, develop, integrate and retain suitable members of its management team and, as a result, a Fund may be adversely affected thereby.

Members of portfolio company management in some cases have relationships with Aquiline apart from their roles at the portfolio companies. For example, members of portfolio company management may be investors in other Aquiline Funds. These relationships may create conflicts of interest with respect to Aquiline's ongoing evaluation of portfolio company management.

Reliance on the General Partner and Aquiline

Decisions made with respect to the management of a Fund will be made by the General Partner and Aquiline. The General Partner and Aquiline will have exclusive responsibility for the activities of a Fund, and other than as expressly set forth in a fund's organizational agreements, investors will not be able to make investment or other decisions with respect to the management of a Fund. The investors will also not have the opportunity to evaluate the relevant economic, financial and other information that will be utilized by the General Partner in its selection of investments, nor to receive the detailed financial information issued by portfolio companies that is available to the General Partner. The success of a Fund will depend on the ability of the General Partner and Aquiline to identify and consummate suitable investments, to improve the operating performance of portfolio companies and to dispose of the investments of a Fund at a profit. There can be no assurance that Mr. Greenberg or any other professional will continue to be associated with the General Partner and Aquiline throughout the term of a Fund. The loss of such professionals' services would adversely affect the ability of a Fund to pursue its investment program successfully.

Material, Non-Public Information; Access to Information

By reason of their responsibilities in connection with their other activities, Aquiline professionals may acquire confidential or material non-public information or be restricted from initiating transactions in certain securities. A Fund will not be able to act upon any such information. Due to these restrictions, Aquiline may not be able to initiate a transaction on behalf of a Fund that it otherwise might have initiated and may not be able to sell an investment that it otherwise might have sold.

Information is expected to be shared between the Funds and other Aquiline affiliates to enhance the synergies and enable the Funds to capitalize on attractive investment opportunities (including opportunities relating to investments in portfolio companies in which other Aquiline Funds have or may acquire an interest), subject to compliance with applicable law and regulation regarding the sharing of information and Aquiline's policies and procedures related thereto. Further, policies and procedures implemented by Aquiline from time to time (including as may be implemented in the future) to mitigate potential conflicts of interest and address certain regulatory requirements and contractual restrictions may reduce the synergies across Aquiline's areas of operation or expertise that the Funds expect to draw on for purposes of pursuing attractive investment opportunities. However, there can be no assurance that a violation of such policies and procedures will not occur and, in the event any unlawful trading was to occur, the Funds and their affiliates could be exposed to liability.

Public Health Risk

As of the date of this brochure, there is an outbreak of a novel and highly contagious form of coronavirus ("COVID-19"), which the World Health Organization has declared to constitute a "Public Health Emergency of International Concern." The outbreak of COVID-19 has resulted in numerous deaths, adversely impacted global commercial activity and contributed to significant volatility in certain equity, debt and asset-backed securities markets. The global impact of the outbreak is rapidly evolving, and many countries have reacted by instituting quarantines, prohibitions on travel and the closure of offices, businesses, schools, retail stores and other public venues. Businesses are also implementing similar precautionary measures. Such measures, as well as the general uncertainty surrounding the dangers and impact of COVID-19, are creating significant disruption in supply chains and economic activity and are having a particularly adverse impact on transportation, hospitality, tourism, entertainment and other industries and an especially adverse impact on the aviation industry. As COVID-19 continues to spread, the potential impacts, including a global, regional or other economic recession, are increasingly uncertain and difficult to assess.

The extent of the impact of any public health emergency on the Funds' and their respective portfolio companies' operational and financial performance will depend on many factors, including the duration and scope of such public health emergency, the extent of any related travel advisories and restrictions implemented, the impact of such public health emergency on overall supply and demand, goods and services, investor liquidity, consumer confidence and levels of economic activity and the extent of its disruption to important global, regional and local supply chains and economic markets, all of which are highly uncertain and cannot be predicted. The effects of a public health emergency may materially and adversely impact the value and performance of the Funds' portfolio companies, the Funds' ability to source, conduct diligence on, manage and divest investments and the Funds' ability to achieve its investment objectives, all of which could result in significant losses to the Funds. In addition, the operations of the Funds, their portfolio companies, the General Partners and Aquiline may be significantly impacted, or even temporarily or permanently halted,

as a result of government quarantine measures, voluntary and precautionary restrictions on travel or meetings and other factors related to a public health emergency, including its potential adverse impact on the health of any such entity's personnel. Furthermore, while there recently have been coordinated efforts in many countries to distribute vaccines among populations, it remains uncertain how effective these efforts will be in combating the spread of the virus and what impact these efforts will have on consumer confidence and economic activity levels.

As a result of a public health emergency like the COVID-19 pandemic, the General Partners may determine, in their discretion, that it is most effective to use charter travel due to travel restrictions and/or health and safety considerations. The cost of such charter travel shall be considered as a Fund expense. The General Partners also may determine to use alternative methods, including the use of technology, when sourcing and conducting diligence on potential portfolio investments and monitoring existing portfolio investments.

Allocation of Investment Opportunities

If Aquiline is presented with an investment opportunity that falls within the investment objectives and criteria of more than one of its Funds, Aquiline will allocate such opportunity (including any related co-investment opportunity) among the Funds on a basis that Aquiline determines in good faith to be fair and reasonable over time taking into account the size and state of the investment, the relative amounts of capital available for investment, the investment objectives, focus and strategy of each Fund and other considerations deemed relevant by Aquiline in good faith in accordance with the underlying Funds' agreements. If required by the relevant Fund's governing documents, Aquiline will notify each relevant Fund's Advisory Committee of such allocation and the basis therefor. Furthermore, decisions made by Aquiline with respect to the structuring and negotiation of a potential investment (including, for example, the type of security invested in or leverage levels) are made in its sole discretion and those decisions may influence whether an investment opportunity is within the investment objective and strategy of, and therefore whether it will be allocated to, a Fund.

Co-Investment Opportunities

All decisions regarding whether, to whom, and in what amounts to offer co-investment opportunities are made in the applicable General Partner's sole discretion. No investor should have any expectation of receiving co-investment opportunities. Where possible and appropriate, a General Partner may, but will be under no obligation to, provide co-investment opportunities to certain limited partners before making such opportunities available to non-limited partners. In respect of non-limited partners, a General Partner may offer co-investment opportunities to investors that the General Partner believes will add value to Aquiline's, the applicable Fund's or the applicable portfolio company's activities, including, without limitation, investors that commonly serve as lenders, placement agents, underwriters and purchasers of debt, equity and equity related securities of portfolio companies and investors that have particular expertise in the industry in which the prospective portfolio company operates. Decisions regarding whether and to whom to offer co-investment opportunities are made at the sole discretion of the applicable General Partner and may be offered to some, but not other, limited partners. Allocations of co-investment opportunities to limited partners may differ from such limited partners' proportionate investments in the applicable Fund and may be based on a number of factors, including, without limitation, a limited partner's expressed interest in co-investments, the size of such limited partner's capital commitment, other business relationships with Aquiline or its portfolio companies, investment in other or future Aquiline Funds, vehicles or accounts, and the General Partner's assessment of such limited partner's ability to both fund and timely execute a co-investment. In addition, a General Partner may put its own interests ahead of those of investors in a Fund in determining the allocation of co-investment opportunities. In particular, a General Partner and/or its affiliates will be incentivized to offer potential co-investors the opportunity to co-invest since the amount of carried interest and/or Management Fee to which the General Partner and/or its affiliates are entitled under the arrangements with such co-investors with respect to such co-investors' participation in the Fund and/or other Funds may depend on, among other things, the extent to which such co-investors participate in or are allocated co-investments.

Investing in a Fund does not entitle any limited partner to allocations of co-investment opportunities and such opportunities may be offered to some and not other limited partners or to third parties who are not investors in the Fund. Transaction-specific returns, and a limited partner's overall returns from its exposure to a Fund's portfolio companies, may be affected significantly by the extent to which limited partners are offered and choose to participate in co-investment opportunities. Prospective investors should also note that limited

partners are not required to participate in co-investments offered by the applicable General Partner. There can be no assurances with respect to the amount of any investment opportunity that will be allocated to a Fund.

Aquiline has entered into side letters or other similar agreements that include special rights with respect to co-investment, including guaranteeing an investor an opportunity to participate in all co-investment opportunities and establishing a discretionary Co-Investment Vehicle for an investor. Aquiline has also entered into side letters or other similar agreements acknowledging a strategic business relationship with investors.

Generally, Aquiline does not effect cross transactions between the Funds; however, such cross transactions may be effected in rare instances. In the event that Aquiline does effect cross transactions between the Funds, Aquiline will seek to ensure that such transactions and any related disclosures are made consistent with applicable laws and agreements and Aquiline's policies and procedures. In particular, Aquiline will seek to ensure that the transaction is: (i) in Aquiline's judgment, in the best interest of each Fund involved; (ii) in compliance with the relevant Fund's governing documents, including any investment guidelines or restrictions for those Funds; (iii) entered into only after obtaining any required Advisory Committee or limited partner approvals of the transaction's terms and conditions; and (iv) effected at a price that is comparable to the price that could be obtained through an arm's length transaction with a third party and that is otherwise fair to both parties.

The foregoing is not intended to serve as an exhaustive list or a comprehensive description of all risks that may arise in connection with the management and operation of a Fund. Investors should carefully review the applicable Fund's confidential information memorandum and governing documents, which provide a more comprehensive description of the risks and potential conflicts of interest associated with an investment in the applicable Fund (including, where applicable, risks and potential conflicts of interest that are particular to a specific sector or investment type that the applicable Fund focuses on).

Non-United States Investments:

A Fund may invest in companies organized and/or headquartered outside the United States. Non-U.S. securities have exposure to certain risks not typically associated with investing in U.S. securities, including risks relating to: (i) currency exchange matters, including fluctuations in the rate of exchange between the U.S. dollar and the various foreign currencies in which the Fund's foreign portfolio investments are denominated, and costs associated with conversion of investment principal and income from one currency into another; (ii) differences between the U.S. and foreign securities markets, including potential price volatility in, and relative illiquidity of, some foreign securities markets, the absence of uniform accounting, auditing and financial reporting standards, practices and disclosure requirements and less government supervision and regulation in some countries; (iii) certain economic, social and political risks, including potential exchange control regulations and restrictions on foreign investment and repatriation of capital, the risks of political, economic, or social instability; and the possibility of expropriation or confiscatory taxation, nationalization of business enterprises, and adverse economic and political development; (iv) the possible imposition of foreign taxes on income recognized with respect to such securities; (v) less developed laws regarding corporate governance, creditors' rights, fiduciary duties and the protection of investors; (vi) differences in the legal and regulatory environment or enhanced legal and regulatory compliance; (vii) political hostility to investments by foreign or private equity investors; and (viii) less publicly-available information. Such instability could result from, among other things, popular unrest associated with demands for improved political, economic and social conditions and popular unrest in opposition to government policies that facilitate direct foreign investment. Governments of certain of these countries have exercised and continue to exercise substantial influence over many aspects of the private sector. The Funds generally do not intend to obtain political risk insurance. Accordingly, government actions in the future could have a significant effect on economic conditions in such countries, which could affect private sector companies and the return from investments. Exchange control regulations, expropriation, confiscatory taxation, nationalization, restrictions on repatriation of capital, renunciation of foreign debt, political, economic or social instability or other economic or political developments could adversely affect portfolio companies of the Fund holding assets or engaged in business in a

particular country.

In addition, portfolio companies located in non-U.S. jurisdictions may be involved in restructurings, bankruptcy proceedings and/or reorganizations that are not subject to laws and regulations that are similar to the U.S. Bankruptcy Code and the rights of creditors afforded in U.S. jurisdictions. To the extent such non-U.S. laws and regulations do not provide a Fund with equivalent rights and privileges necessary to promote and protect its interest in any such proceeding, a Fund's investments in any such portfolio company may be adversely affected. While Aquiline intends, where appropriate, to manage the Funds in a manner that will minimize exposure to the foregoing risks, to the extent practicable, there can be no assurance that adverse developments with respect to such risks will not adversely affect the assets of the Funds that are held in certain countries.

Cayman Islands Monetary Authority:

Registration of the applicable Funds by the Cayman Islands Monetary Authority (the "Monetary Authority") does not constitute an obligation of the Monetary Authority to any investor as to the performance or creditworthiness of the applicable Fund. Furthermore, in registering a Fund, the Monetary Authority shall not be liable for any losses or default of such Fund or for the correctness of any opinions or statements expressed in any prospectus or offering document.

Force Majeure Risk:

A Fund and its portfolio companies may be affected by force majeure events (i.e., events beyond the control of the party claiming that the event has occurred, including, without limitation, acts of God, fire, flood, earthquakes or other natural disasters, outbreaks of an infectious disease, pandemic or any other serious public health concern, war, terrorism, nationalization of industry and labor strikes). Force majeure events could adversely affect the ability of a Fund, a portfolio company or a counterparty to perform its obligations. The liability and cost arising out of a failure to perform obligations as a result of a force majeure event could be considerable and could be borne by a Fund or a portfolio company. Certain force majeure events, such as war or an outbreak of an infectious disease, could have a broader negative impact on the global or local economy, thereby affecting a Fund and Aquiline. Additionally, a major governmental intervention into an industry, including the nationalization of an industry or the assertion of control, could result in a loss to a Fund if an investment or portfolio company is affected, and any compensation provided by the relevant government may not be adequate. Any of the foregoing may therefore adversely affect the performance of a Fund and its investments.

Natural Disasters:

Certain regions in which a Fund invests, may invest or conduct activities related to investments are susceptible to natural disasters and disease outbreaks that could have a severe impact on the value of, and even destroy, assets in those regions. Health or other government regulations adopted in response to natural calamities may require temporary closure of corporate and governmental offices upon a disaster, which would severely disrupt a Fund's operations in the affected area. Catastrophic losses may either be uninsurable or insurable at such high rates as to make coverage impracticable. If a major uninsured loss were to occur with respect to any of a Fund's investments, the Fund could lose both invested capital and anticipated profits.

Terrorist Activities:

Terrorist attacks in major global cities and any significant military or other response by the U.S. or other countries could materially and adversely affect international financial markets and local economies alike. Any terrorist attacks that occur at or near significant strategic assets of a Fund's investments having a national or regional profile would likely cause significant harm to employees, property and, potentially, the surrounding community, and may result in losses far in excess of available insurance coverage. As a result of a terrorist attack or terrorist activities in general, a Fund may not be able to obtain insurance coverage and other endorsements at commercially reasonable prices or at all.

OFAC and FCPA Considerations:

Economic sanction laws in the United States and other jurisdictions may prohibit Aquiline, Aquiline's professionals and the Funds from transacting with or in certain countries and with certain individuals and companies. In the United States, the U.S. Department of the Treasury's Office of Foreign Assets Control ("OFAC") administers and enforces laws, Executive Orders and regulations establishing U.S. economic and trade sanctions. Such sanctions prohibit, among other things, transactions with, and the provision of services to, certain foreign countries, territories, entities and individuals. These entities and individuals include specially designated nationals, specially designated narcotics traffickers and other parties subject to OFAC sanctions and embargo programs. In addition, certain programs administered by OFAC prohibit dealing with individuals or entities in certain countries regardless of whether such individuals or entities appear on the lists maintained by OFAC. These types of sanctions may significantly restrict a Fund's investment activities in certain emerging market countries.

In some countries, there is a greater acceptance than in the United States of government involvement in commercial activities, and of corruption. Aquiline, the Aquiline professionals and the Funds intend to comply with the U.S. Foreign Corrupt Practices Act ("FCPA") and other anti-corruption laws and regulations, as well as anti-boycott regulations, to which they are subject. As a result, a Fund may be adversely affected because of its unwillingness to participate in transactions that violate such laws or regulations. Such laws and regulations may make it difficult in certain circumstances for a Fund to act successfully on investment opportunities and for portfolio companies to obtain or retain business.

In recent years, the U.S. Department of Justice and the SEC have devoted greater resources to enforcement of the FCPA. In addition, the United Kingdom has significantly expanded the reach of its anti-bribery laws. Practices designed to ensure strict compliance by Aquiline and its personnel with the FCPA may not be effective in all instances to prevent violations. In addition, in spite of adequate policies and procedures, affiliates of portfolio companies, particularly in cases where a Fund does not control such portfolio company, may engage in activities that could result in FCPA violations. Any determination that Aquiline has violated the FCPA or other applicable anti-corruption laws could subject a Fund to, among other things, civil and criminal penalties, material fines, profit disgorgement, injunctions on future conduct, securities litigation and a general loss of investor confidence, any one of which could adversely affect Aquiline's business prospects and/or financial position, as well as the Fund's ability to achieve its investment objective and/or conduct its operations. The Funds may incur costs and expenses associated with engaging external counsel or other third party consultants or professionals in connection with inquiries or investigations relating to FCPA or other applicable anti-corruption laws or anti-bribery laws.

Transactions with Potential and Actual Limited Partners and Co-Investors:

The General Partners and their affiliates from time to time have business, family or other relationships with or engage in transactions with prospective and actual limited partners (or controlling or influential persons of such limited partners) and co-investors that entail business benefits to such investors or Aquiline, Aquiline or its Funds or their portfolio companies. Such transactions may be entered into prior to, or coincident with, an investor's admission to a Fund (or commitment to co-invest) or during the term of their investment. The nature of such relationships and transactions can be diverse and may include benefits relating to Aquiline, the Funds and their respective portfolio companies. Examples include strategic advice or other services to or in respect of the Funds or portfolio companies, the ability to co-invest alongside the Funds, the ability to make investments in other Funds, the ability to act as a lender or otherwise provide financing to portfolio companies of the Funds, sales of portfolio companies of the Funds to limited partners and recommendations to underwriters for allocations in initial public offerings or loans to co-investors (or joint venture partners) by Aquiline or the Funds.

Benchmark Rates for Floating Rate Loans:

The London inter-bank offered rates (“LIBOR”) and other inter-bank lending rates and indices (such rates and indices which are deemed to be benchmark rates together with LIBOR, the “Benchmark Rates”) are the subject of ongoing national and international regulatory guidance and proposals for reform. Following the implementation of any such reforms, such Benchmark Rates could be discontinued or eliminated entirely, or there could be other consequences which cannot be predicted. For example, on July 27, 2017, the U.K. Financial Conduct Authority (the “FCA”), which regulates LIBOR, announced that it will no longer persuade or compel banks to submit rates for the calculation of LIBOR after 2021. In addition, on March 25, 2020, the FCA reaffirmed the central assumption that firms cannot rely on LIBOR being published after the end of 2021. The E.U. Benchmarks Regulation imposed conditions under which only compliant benchmarks may be used in new contracts after 2021. Other jurisdictions have also indicated they will implement reforms or phase-outs, which are currently scheduled to take effect at the end of calendar year 2021. A transition away from the widespread use of the various Benchmark Rates to alternative rates is expected to occur over the course of the next few years.

Central banks and regulators in a number of major jurisdictions (for example, the United States, United Kingdom, European Union, Switzerland and Japan) have convened working groups to find, and implement the transition to, suitable replacements for the applicable Benchmark Rates. For example, to identify a successor rate for U.S. dollar LIBOR, the Alternative Reference Rates Committee (“ARRC”), a U.S.-based group convened by the Federal Reserve Board and the Federal Reserve Bank of New York, was formed. The ARRC has identified the Secured Overnight Financing Rate (“SOFR”) as its preferred alternative rate for LIBOR. SOFR is a measure of the cost of borrowing cash overnight, collateralized by the U.S. Treasury securities, and is based on directly observable U.S. Treasury-backed repurchase transactions. Although SOFR appears to be the preferred replacement rate for U.S. dollar LIBOR, at this time, there is a lack of clarity as to whether SOFR or any other alternative reference rates will attain market acceptance as replacements for LIBOR, what methods of calculating a replacement benchmark will be established or adopted generally, or whether different industry bodies, such as the loan market and the derivatives market, will adopt the same methodologies. In addition, as part of the transition to a replacement benchmark, parties may seek to adjust the spreads relative to such benchmarks in underlying contractual arrangements. It is not possible to predict the effect of any such changes, any establishment of alternative reference rates, whether the COVID-19 outbreak will have further effect on LIBOR transition timelines or plans, or other reforms to the Benchmark Rates that may be enacted in the United States, United Kingdom or elsewhere.

Investors should be aware that: (a) any of these changes or any other changes to Benchmark Rates could affect the level of the relevant published rate, including to cause it to be lower and/or more volatile than it would otherwise be; (b) if the applicable rate of interest on any loan is calculated with reference to a tenor or currency which is discontinued, such rate of interest could then be determined by the provisions of the affected loan, which could include determination by the relevant calculation agent based on market convention that may or may not be developed at that time, or the loan could otherwise be subject to a certain degree of contractual uncertainty; (c) the administrators of Benchmark Rates will not have any involvement in the investments of the Funds and could take any actions in respect of Benchmark Rates without regard to the effect of such actions on such investments; (d) any uncertainty in the value of a Benchmark Rate or, or any uncertainty in the prominence of a Benchmark Rate as a benchmark interest rate due to the recent regulatory reform could adversely affect liquidity of the Funds’ debt investments in the secondary market and their market value; and (e) an increase in alternative types of financing in place of Benchmark Rate-based loans (resulting from a decrease in the confidence of borrowers in such rates) could make it more difficult to source loans or reinvest proceeds in loans.

If a Benchmark Rate is discontinued, it is uncertain whether broad and consistent replacement conventions and methodologies will be developed in the lending market and, if conventions develop, what those conventions will be and whether they will create adverse consequences for an issuer of debt obligations, or the holders of any such debt obligations. If no such conventions develop, it is uncertain what effect broadly divergent interest rate calculation methodologies in the markets will

have on the price and liquidity of the lending market and the ability of the General Partner to effectively mitigate interest rate risks. Though most newly-originated debt obligations in which the Funds could seek to make investments are likely to provide mechanisms to amend the reference rate for their applicable interest rates, there can be no assurance that any such amendment (i) will be entered into, (ii) that is entered into will effectively mitigate interest rate risks or result in an equivalent methodology for determining such interest rates, (iii) will be entered into prior to any date on which the relevant debtholders such as the Funds in their capacity as a debtholder, suffer adverse consequences from the elimination or modification or potential elimination or modification of LIBOR or (iv) will not have a material adverse effect on the Funds in their capacity as a debtholder and the liquidity of such floating rate investments.

Any of the above or any other significant change to the setting of a Benchmark Rate could have a material adverse effect on the value of, and the amount payable under any loan or other debt instrument held by the Funds which pays interest linked to a Benchmark Rate.

Item 9 - Disciplinary Information

Aquiline and its employees have not been involved in any legal or disciplinary matter that would be material to a client's evaluation of the Firm's advisory business or the integrity of its management.

Item 10 - Other Financial Industry Activities and Affiliations

Aquiline provides investment advisory services through the following affiliates (each, a “Related Adviser”): Aquiline Capital Partners LLC, Aquiline Real Estate Partners LLC, Aquiline Capital Partners GP LLC, Aquiline Real Estate Partners GP LLC, Aquiline Capital Partners GP (Offshore) Ltd., Aquiline Capital Partners II GP (Offshore) Ltd., Aquiline Capital Partners III GP (Offshore) Ltd., Aquiline Capital Partners IV GP (Offshore) Ltd., Aquiline Co-Invest GP Ltd., Aquiline Capital Partners II GP (AIV) L.L.C., Aquiline Co-Invest III GP Ltd., Aquiline Co-Invest IV GP Ltd., Aquiline Q Co-Invest IV GP Ltd., AFSF IV Co-Invest GP Ltd., Aquiline Capital Partners III GP (AIV) L.L.C., Aquiline Technology Growth GP Ltd., Aquiline Technology Growth II GP Ltd., ATG GP (AIV) L.L.C., Aquiline Credit Opportunities GP Ltd., Aquiline BitPay Holdings GP LLC and Aquiline Capital Partners Ltd. All of the Related Advisers’ investment advisory activities are subject to the Advisers Act and the rules thereunder. In addition, employees and persons acting on behalf of a Related Adviser are subject to the supervision and control of Aquiline.

Because the Funds invest in portfolio companies in the financial services sector, it is possible that an Aquiline Fund (or one of its portfolio companies) may engage in transactions with a portfolio company of another Aquiline Fund, which could be considered to give rise to potential conflicts of interest.

For example, several portfolio companies of the Funds that are related persons of Aquiline (or their affiliates) are registered broker/dealers (“Portfolio Company B/Ds”), and additional portfolio companies (or their affiliates) may apply for registration as a broker/dealer. Aquiline has in the past directed and may again in the future direct the Funds’ brokerage transactions through the Portfolio Company B/Ds; however, in doing so, Aquiline is subject to its obligation to seek to obtain best execution on the Funds’ transactions under prevailing market conditions. Additionally, various Aquiline personnel will generally review the appropriateness of such transactions and document the rationale for Aquiline’s use of the Portfolio Company B/Ds. Aquiline does not foresee that its use of the Portfolio Company B/Ds gives rise to any material conflicts of interests since the Portfolio Company B/Ds are Fund portfolio companies. Therefore, any benefits that would accrue from the use of the Portfolio Company B/Ds would accrue to the Funds. As described in the “Client Referrals and Other Compensation” section below, Aquiline has in certain instances and may again in the future elected to utilize Portfolio Company B/Ds as placement agents for certain of its Funds. Also, one former Portfolio Company B/D is owned by an investor in another Aquiline Fund and a member of Aquiline serves on its board of directors.

Portfolio companies of one Aquiline Fund do not currently provide fund administration services to any Aquiline Funds, but may do so in the future; provided that after due diligence, Aquiline determines it is appropriate for any such portfolio company to provide such services and that such services would be provided to the Fund at market rates and appropriate levels of service.

From time to time, a portfolio company will seek to raise debt on the best possible terms available at that time. Given Aquiline’s financial services network, Aquiline may assist a portfolio company in identifying potential debt providers, which have included and may in the future include limited partners of Funds managed by Aquiline. Regardless of whether a potential lender is an investor or otherwise connected to the Aquiline network, Aquiline will only recommend that a portfolio company obtain financing from a lender based on the portfolio company’s assessment of the financial terms offered and not based on any other factors, including the lender’s affiliation with Aquiline or the Funds.

There may be other situations from time to time where a portfolio company in which Aquiline invests may enter into a business relationship (or other arrangement) with another portfolio company, including in the ordinary course of business (or in some cases may already have in place a business arrangement at the time of Aquiline’s investment). In connection with such relationships, Aquiline may also make referrals and/or introductions to portfolio companies (which may result in financial incentives and/or milestones benefitting Aquiline or such Aquiline Fund that are tied or related to participation by portfolio companies). Such situations could potentially give rise to conflicts of interest, particularly in circumstances where the two portfolio companies entering into the business relationship (or other arrangement) are owned by different Funds. A Fund and its investors will not share in any fees or economics accruing to Aquiline or another Aquiline Fund as a result of these relationships and/or participation by portfolio companies and any such fees or economics will not offset the Management Fee of any Fund. Regardless of how an introduction occurs between two (or more) Aquiline portfolio companies, Aquiline generally will not participate in the

proposal, negotiation or setting of any contractual terms governing a business arrangement between portfolio companies, other than in the case of extraordinary events, such as mergers or acquisitions involving two or more portfolio companies, where Aquiline's participation is appropriate or required. However, with respect to transactions or agreements with portfolio companies, Aquiline may be involved in the negotiation and execution of agreements between such portfolio company on the one hand, and the portfolio company of another Fund, on the other hand, which could entail a conflict of interest in relation to efforts to enter into terms that are arm's length. The measures Aquiline may use to mitigate such conflicts include review of the market for commercially reasonable terms.

One or more Aquiline Fund portfolio companies are, or may be, investors directly or indirectly in other Aquiline Funds. Such investors' votes are taken into account in determining the vote of the majority (or other specified percentage) in interest of the combined investors in the Fund. However, it should be noted that any Firm Advisor and/or employee of the General Partner and/or Aquiline who were serving on the board of directors of any such portfolio companies at the time such investment decision was made by any such portfolio company, have and will continue to recuse himself from any discussions and/or votes pertaining to such investment in Fund II, Fund III, Fund IV, ATG I, ATG II, ACO or any subsequent Fund.

Employees of Aquiline serve, and in some instances are expected to continue to serve, on the board of directors of one or more former portfolio companies of the Funds, in each case to the extent permitted under the governing documents of the applicable Funds. There may be conflicts of interests between the employee's duties with respect to Aquiline and the Funds, on the one hand, and the employee's duties as a director of the former portfolio company, on the other hand.

Item 11 – Code of Ethics, Participation or Interest in Client Transactions and Personal Trading

Participation or Interest in Client Transactions

Aquiline and/or a related person serve as the General Partner, investment manager, and/or investment adviser to the Funds. The General Partner of each Fund together with its employees have a material investment in the Funds, and as discussed in “Fees and Compensation” above, Aquiline receives a carried interest with respect to the Funds. Therefore, Aquiline may be considered to participate indirectly in transactions effected for those clients. The existence of Aquiline’s carried interest may create an incentive for Aquiline to make riskier or more speculative investments on behalf of a Fund than it would otherwise make in the absence of such performance-based arrangements, although the Aquiline team’s commitment of capital to the Funds should mitigate this potential conflict of interest by alignment of interest.

Section 206(3) of the Advisers Act places restrictions on Aquiline’s ability, acting for its own account (or the account of an affiliate), to buy a security from or sell a security to a client’s account. Such transaction is known as a “principal transaction.” Section 206(3) of the Advisers Act requires an investment adviser to provide written disclosure to a client and obtain the client’s consent prior to settlement of any “principal transactions.” Aquiline will comply with the Advisers Act (and any more restrictive limitations included in a Fund’s governing documents) when engaging in principal transactions with a Fund, to the extent that any occur.

In the event that a vehicle formed to facilitate the participation of co-investors in a portfolio investment being made by another Aquiline Fund has not held a closing at the time of the consummation of the portfolio investment, the Aquiline Fund that initially made the investment may transfer a portion of its interest in the portfolio company to a Co-Investment Vehicle following the consummation of the investment. Because this transaction would be between two clients of Aquiline, it could potentially be viewed as a conflict of interest. However, the possibility of this type of transaction would be disclosed in the applicable Fund’s offering documents, and a mechanic to address the potential conflict of interest would be included in the applicable Fund’s governing documents. For example, a Fund’s governing documents may provide that a portion of the Fund’s interest in a portfolio company may be transferred to a Co-Investment Vehicle within a specified period of time.

From time to time, certain Aquiline Fund portfolio companies that are asset management companies themselves offer investment opportunities to accredited investors, and in such instances certain employees of Aquiline or any of its affiliates may invest in such opportunities on the same market terms as available to other similarly situated accredited investors. An Aquiline Fund may also participate in such investment opportunities on the same or different terms.

Code of Ethics and Personal Trading

Aquiline has adopted a written Code of Ethics (the “Code”) designed to address and avoid potential conflicts of interest as required under Rule 204A-1 under the Advisers Act (the “Rule”).

The Rule requires Aquiline to adopt a code of ethics that sets forth a standard of business conduct and compliance with federal securities laws by all of Aquiline’s employees as well as certain Firm Advisors. Aquiline’s Code contains policies and procedures that ensure that all personal securities trading by Aquiline’s such persons is conducted in such a manner as to avoid actual or potential conflicts of interest or any abuse of an individual’s position of trust and responsibility. Aquiline prohibits personal trading in certain securities or instruments; requires pre-clearance before purchasing investments in financial services firms, IPOs, private placements, and private investment funds (including those managed by firms in which the Funds may be invested); requires periodic reporting of employees’ personal securities transactions and holdings; and requires prompt internal reporting of Code violations.

A copy of Aquiline’s Code is provided to any client, investor or prospective client or investor upon request.

Item 12 - Brokerage Practices

In the event that Aquiline chooses to use a broker/dealer, Aquiline seeks to obtain the best execution, taking into account the following factors: (i) the ability to effect prompt and reliable executions at favorable prices (including the applicable dealer spread or commission, if any); (ii) the operational efficiency with which transactions are effected (such as prompt and accurate confirmation and delivery), taking into account the size of order and difficulty of execution; (iii) the financial strength, integrity, and stability of the broker/dealer; and (iv) the competitiveness of commission rates in comparison with other broker/dealers satisfying Aquiline's other selection criteria. These criteria apply when Aquiline elects to transact through both Portfolio Company B/Ds (as described in greater detail above) as well as unaffiliated broker/dealers that also happen to be affiliates of investors (or investors) in one or more of the Funds.

Item 13 - Review of Accounts

The Funds' portfolio companies are reviewed on a regular basis by Aquiline's investment professionals. Particular attention is given to changes in company fundamentals, company management, industry outlook, market outlook, and price levels.

The Funds to which Aquiline provides discretionary investment advice generally furnish each investor with written annual reports that include audited annual financial statements prepared in accordance with generally accepted accounting principles and written quarterly reports that include unaudited financial statements.

Item 14 - Client Referrals and Other Compensation

Aquiline has caused and may in the future cause a Fund to pay placement fees to third parties for referring prospective investors to it. Any placement fees paid to third parties are then offset against the Management Fee with respect to such Fund. Aquiline has utilized and may utilize in the future Portfolio Company B/Ds and former Portfolio Company B/Ds to serve among its placement agents. One former Portfolio Company B/D is owned by an investor in another Aquiline Fund, and a member of Aquiline serves on its board of directors.

Item 15 - Custody

Aquiline is deemed to have “custody” of the Funds’ assets (within the meaning of Rule 206(4)-2 under the Advisers Act (the “Custody Rule”)) because Aquiline or an affiliate serves as the General Partner of each Fund. Fund assets are held in custody by unaffiliated broker/dealers or banks as required by and in accordance with the Custody Rule and associated guidance issued by the Staff of the SEC. Investors will not receive statements from the custodians. Instead, the Funds are subject to an annual audit, and the audited financial statements are distributed to each investor. The audited financial statements will be prepared in accordance with generally accepted accounting principles and distributed within 120 days of the applicable Fund’s fiscal year end.

Item 16 - Investment Discretion

Pursuant to the Advisory Agreement of each Fund and subject to the control of the General Partner of each such Fund, Aquiline generally has full discretionary authority over each of the Funds and performs the day-to-day investment operations of each Fund in accordance with the terms and conditions of the Advisory Agreement and governing documents of each such Fund.

Item 17 - Voting Client Securities

Aquiline has authority for voting proxies on behalf of the Funds relating to the portfolio companies in which they invest. Aquiline's policy on proxy voting with respect to client accounts is to vote proxies consistent with its fiduciary duty to clients. Where Aquiline exercises voting authority over the proxy voting activities of a Fund, Aquiline shall vote client proxies in a way that it believes will maximize shareholder value, which may include a decision not to vote. Consideration will be given to both the short- and long-term implications of the proposal to be voted on when considering the optimal vote. If a material conflict of interest between Aquiline and its clients with respect to voting proxies is deemed to exist, Aquiline may form and subsequently convene a proxy voting committee to determine how to vote the proxy in the best interests of the applicable clients. Depending on the nature of the material conflict of interest, such proxy voting committee may consult with, or refer the vote to, the relevant Fund's Advisory Committee.

Investors may request a copy of the policy and the voting records relating to proxies by contacting Aquiline.

Item 18 - Financial Information

Aquiline has never filed for bankruptcy and is not aware of any financial condition that is reasonably likely to impair its ability to meet its contractual commitments to clients.