

## Summary Descriptions and Document Links

Below are summary descriptions of the instructions, required certifications and set of agreements and links to the Program documents. Certain of the Program documents were updated on June 11, 2020 in order to align to the FRB's term sheets that were revised on June 8, 2020.

### **1. Lender Registration Documents**

#### [Instructions for Lender Required Documentation](#)

This consists of an overview of documents that must be submitted by eligible lenders to participate in the Program and instructions for their completion.

#### [Lender Registration Certification and Covenants: Instructions and Guidance & Form](#)

This consists of the certifications and covenants that eligible lenders must execute at the time of registration to the FRB, the SPV and the Secretary of the Treasury.

#### [Lender Wire Instructions](#)

This is a form for an eligible lender to submit its wire instructions to the SPV.

### **2. Transaction Documents upon Sale of Participation to the SPV**

#### Loan Participation Agreement: [Transaction Specific Terms](#) and [Standard Terms and Conditions](#)

The participation agreement effects the SPV's participation in a particular Facility held by an eligible lender. The participation agreement consists of (i) a Transaction Specific Terms document and (ii) a Standard Terms and Conditions document, which together form one integrated agreement. For a summary of the principal terms of the participation agreement, see the term sheet prepared by our finance team [here](#).

#### [Servicing Agreement](#)

The servicing agreement governs the servicing terms between the eligible lender, as servicer, and the SPV, as participant or lender. The scope of services provided includes enhanced reporting services described on Schedule 1 attached thereto.

### **3. Transaction Documents upon Sale of Participation to the SPV for Bilateral Facilities only (and not existing MSELF Multi-Lender Facilities):**

#### Assignment and Assumption: [Instructions and Guidance & Form](#)

The assignment and assumption is executed "in blank" at the time of the sale of the participation to the SPV. Pursuant to the assignment and assumption, the SPV has the right to elevate or elevate and transfer its participation interest under the circumstances specified in the participation agreement. For a more detailed description of the SPV's rights to elevate or elevate and transfer its participation interest, see the term sheet prepared by our finance team [here](#).

This agreement is not applicable to existing multi-lender facilities in relation to the MSELF. For those facilities, the assignment and assumption will be the form from the existing documentation of the underlying credit facility.

Co-Lender Agreement: [Transaction Specific Terms](#) and [Standard Terms and Conditions](#)

The co-lender agreement is executed by both the eligible lender and the eligible borrower at the time of the sale of the participation to the SPV, but does not become effective unless and until executed by the SPV at the time of elevation of the SPV's participation to an assignment of the loan. The co-lender agreement sets forth agency and operational mechanics to accommodate multiple lenders in credit facilities that were previously bilateral, and consists of (i) a Transaction Specific Terms document and (ii) a Standard Terms and Conditions document, which together form one integrated agreement.

**4. Certifications by Eligible Lenders and Eligible Borrowers: There are separate certification and covenant requirements for both eligible lenders and eligible borrowers under each of the MSNLF, the MSPLF and the MSELF as follows:**

**MSNLF Certifications and Covenants:** Linked below are the instructions and form for each of the eligible lender and the eligible borrower required certifications and covenants for MSNLF loans:

- [Lender Transaction Specific Certifications and Covenants \(Instructions & Form\)](#)
- [Borrower Certifications and Covenants \(Instructions & Form\)](#)

**MSPLF Certifications and Covenants:** Linked below are the instructions and form for each of the eligible lender and the eligible borrower required certifications and covenants for MSPLF loans:

- [Lender Transaction Specific Certifications and Covenants \(Instructions & Form\)](#)
- [Borrower Certifications and Covenants \(Instructions & Form\)](#)

**MSELF Certifications and Covenants:** Linked below are the instructions and form for each of the eligible lender and the eligible borrower required certifications and covenants for MSELF loans:

- [Lender Transaction Specific Certifications and Covenants \(Instructions & Form\)](#)
- [Borrower Certifications and Covenants \(Instructions & Form\)](#)