
Summary of the Goldman Sachs Allocation Policy

As of January 3, 2018

Goldman Sachs is committed to managing securities offerings, investor market soundings and investor roadshows such that our clients are treated fairly and to conducting our business with integrity and according to proper standards. Our policy is that the pricing and allocation of private placement and bookbuilt securities offerings along with investor market soundings and investor roadshows should be transparent to the issuer or seller(s), consistent with our responsibilities to our investing clients. We will endeavour to make available to the issuer or seller(s) relevant information to make its own, independent decision with respect to the price, structure, timing, allocation, investor selection, marketing and other terms of the offering.

The investor selection for market soundings, roadshows and allocations may include the consideration of any one or more of the following:

1. Client preference for specific investors;
2. Notable (or lack of) feedback;
3. Valuation/price – to be considered in conjunction with item 4 below and pricing sensitivities of investors;
4. Client's aftermarket objectives e.g. select a mix of investors to aid secondary market liquidity;
5. Concentration (i.e. preferences as to size and number of large holdings, medium and/or smaller ones);
6. Any minimum or maximum allocation amounts;
7. Desired investor types (indication of any preference as to approximate balance between identified investor "types" – e.g. long-only, hedge funds, providers of liquidity, geography etc. and categories – e.g. retail fund/tracker fund/pension fund etc.) – in each case to the extent known, reasonably assumed or deduced in hindsight from the book of demand;
8. Where relevant, any "free float" or similar requirements of the relevant listing, trading or indexation regime;
9. Desired geographical locations of investors (including consideration of applicable selling restrictions);
10. Level and timing of engagement in transaction process: pilot fishing/market/sounding (on wallcrossed basis or otherwise)/PDIE/roadshow meetings/other (such as reverse enquiry)/one-on-one/group);
11. Timing of the request for allocation, relative to final management meeting for that investor (where applicable) and size of the request for allocation;
12. Existing/prior holdings/size of assets under management/interest in issuer/comparable companies or offerings or within the relevant sector (to the extent known or reasonably assumed);
13. Where relevant, participant in associated liability management exercise;
14. Other considerations as appropriate.

The investors to whom we allocate securities may also be clients of Goldman Sachs or have other relationships with the firm. To the extent that actual or potential conflicts arise between the interests of such investors and those of the issuer or seller(s), we will endeavour in good faith to manage such conflicts fairly.

We will not make allocations as an inducement for the payment of compensation in respect of unrelated services, in consideration of past or future awards of corporate finance business, or expressly or implicitly, conditional upon the receipt of other orders for investments or the purchase of other services. Allocations to Goldman Sachs' owned accounts or funds are assessed on a case-by-case basis, subject to enhanced approvals and the consideration of existing and/or potential conflicts of interest.

As part of the bookbuilding process, Goldman Sachs will engage in an ongoing dialogue with the issuer/seller(s) where appropriate and investors to determine the appropriate final price of the offering. This dialogue typically involves various discussions with, and communications to, Goldman Sachs' clients regarding the status of the bookbuilding, including overall demand and price sensitivity of that demand.

Allocation proposals will be made subject to the objectives agreed with the issuer/seller, unless explicitly stated otherwise and the final allocations will be made in agreement with, and provided to, the issuer client/seller. Where we underwrite an offering or otherwise guarantee a price in connection with an offering, we will take into account our prudential responsibilities to manage our risk properly with regard to allocations and their manner and timing. If you have any questions regarding aspects of the bookbuilding or allocation process, please do not hesitate to contact our Syndicate Desk.

Goldman Sachs' Investment Banking business unit may provide and receive non-monetary benefits to and from clients of the Equities and FICC business unit or other investment firms in order to maintain a constructive relationship within the capital markets.

Clients of the Equities and FICC business unit and other investment firms are routinely offered connected research services on an unpaid basis in relation to the execution of primary capital raises by Goldman Sachs Global Investment Research.

Telephone conversations may be recorded and subject to monitoring or review with or without prior warning.