

commencing with fiscal year 2011, the Company shall determine the Profit Share, Desk Pool, General Pool and the Desk Bonus Pools for such fiscal year, and the Profit Share shall generally be allocated among the Members' Capital Accounts by April 1 of the following year as follows:

(1) Desk Pools and Desk Bonus Pools Allocations. The Desk Allocation Amount with respect to each Investment for each year shall be allocated among the Desks in accordance with the Desk Percentages for such Investment for that year; provided that the General Pool and Feinberg shall be allocated the percentage of such Desk Allocation Amount to the extent a portion of the Desk Percentage for such Investment was allocated to Feinberg or the General Pool pursuant to Section 6d(3). Subject to Section 10b(5), the Desk Allocation Amounts allocated to a Desk at the end of each year (less the aggregate amount allocated as the Desk Bonus Pool for such Desk for such year) shall be allocated among the Members of such Desk pro rata in accordance with their Desk Points for such Desk for such fiscal year. The Desk Bonus Pool for each Desk for such year shall be allocated as of the end of such year among the Members of such Desk in the manner determined by the Managing Member after receiving the recommendations of the Compensation Committee and may be allocated on an aggregate basis or on an Investment-by-Investment basis.

(2) General Pool Allocations. Subject to Section 10b(5), the General Pool shall be allocated among the Members' Capital Accounts pro rata in accordance with their General Points for that fiscal year.

(3) Allocations of Losses. Allocations of losses (including negative amounts of the General Pool or the Desk Pools) to a Member with a positive balance in such Member's sub-accounts established for Profit Share and Richter Points shall first reduce the Member's sub-account established for Profit Share to zero, then shall reduce such Member's sub-