

“Bank”: The Bank of New York Mellon Trust Company, National Association, a limited purpose national banking association with trust powers organized under the laws of the United States (or successor thereto as Trustee under this Indenture), in its individual capacity, and not as Trustee.

“Bankruptcy Code”: The United States bankruptcy code, as set forth in Title 11 of the United States Code §§101 *et seq.*, as amended.

“Benefit Plan Investor”: Any of (a) an employee benefit plan (as defined in Section 3(3) of ERISA) subject to Title I of ERISA, (b) a plan described in Section 4975(e)(1) of the Code to which Section 4975 of the Code applies or (c) any other entity whose underlying assets could be deemed to include plan assets by reason of an employee benefit plan’s or a plan’s investment in the entity within the meaning of the Plan Asset Regulation or otherwise.

“Board of Directors”: With respect to the Issuer, the board of directors of the Issuer duly appointed by the shareholders of the Issuer or otherwise duly appointed from time to time and, with respect to the Co-Issuer, the manager and member of the Co-Issuer; *provided*, that with respect to the Issuer there will at all times be at least one director and with respect to the Co-Issuer at least one manager who is not Affiliated with the Investment Manager.

“Board Resolution”: With respect to either of the Co-Issuers, a resolution of its Board of Directors (or, as applicable, the minutes of the meeting recording such resolution).

“Bridge Loan”: Any Loan or other obligation that (i) is incurred in connection with a merger, acquisition, consolidation, sale of all or substantially all of the assets of a Person, restructuring, recapitalization or similar transaction, (ii) by its terms, is required to be repaid within one year of the incurrence thereof with proceeds from additional borrowings or other refinancings (other than any additional borrowing or refinancing for which one or more financial institutions have provided the underlying obligor of such debt obligation with a binding written commitment to provide the same), and (iii) has a rating by Moody’s and S&P.

“Business Day”: A day on which commercial banks and foreign exchange markets settle payments in New York, New York and any other city in which the Corporate Trust Office of the Trustee is located (which initially will be Houston, Texas); with respect to any payment to be made by a Paying Agent, the city in which such Paying Agent is located; and, with respect to the final payment on any Security, the place of presentation and surrender of such Security.

“Caa Collateral Obligation”: Any Collateral Obligation other than a Defaulted Obligation with a Moody’s Obligation Rating of “Caa1” or lower.

“Caa Excess Amount”: The aggregate principal balance of Caa Collateral Obligations in excess of 7.5% of the Portfolio Principal Balance.

“Caa/CCC Collateral Obligation”: Any Collateral Obligation that is a Caa Collateral Obligation or a CCC Collateral Obligation.

“Caa/CCC Excess”: The greater of the Caa Excess Amount and the CCC Excess Amount.