

or in activities that are financial in nature, as defined in Section 4(k) of the Bank Holding Company Act and:

- (i) is either: (A) organized as a bank, as defined in section 3(a) of the Federal Deposit Insurance Act, the deposits of which are insured by the Federal Deposit Insurance Corporation; (B) a savings association, as defined in section 3(b) of the Federal Deposit Insurance Act, the deposits of which are insured by the Federal Deposit Insurance Corporation; (C) a farm credit system institution chartered under the Farm Credit Act of 1971; or (D) an insured Federal credit union or State-chartered credit union under the Federal Credit Union Act; and
- (ii) has total assets of \$10,000,000,000 or less on the last day of its most recent fiscal year.

**“Exempted Pre-Trade Mark Transaction”** means any swap for which the CFTC provides no-action or other relief from the pre-trade mid-market mark disclosure requirements of the CFTC Regulations that is based, in whole or in part, upon the agreement of Client that DB need not disclose pre-trade mid-market marks, including but not limited to the relief from such requirements provided in CFTC Letters No. 12-42 and 12-58.

**“Financial Entity”** has the meaning ascribed to it in Section 2(h)(7)(C)(1) of the CEA and includes a Swap Dealer, Major Swap Participant, Security-Based Swap Dealer, Major Security-Based Swap Participant, a Commodity Pool, a Private Fund, an Active Fund and any person that is predominantly engaged in activities that are in the business of banking, or in activities that are financial in nature, as defined in Section 4(k) of the Bank Holding Company Act.

**“Financial Institution”** means a financial institution as defined in Section 1a(21) of the CEA and includes:

- (i) an “agreement corporation” operating under the fifth undesignated paragraph of section 25 of the Federal Reserve Act;
- (ii) an “Edge Act corporation” organized under section 25A of the Federal Reserve Act;
- (iii) an institution that is regulated by the Farm Credit Administration;
- (iv) a Federal credit union or State credit union as defined in section 101 of the Federal Credit Union Act;
- (v) a depository institution as defined in section 3 of the Federal Deposit Insurance Act;
- (vi) a foreign bank or a branch or agency of a foreign bank each as defined in section 1(b) of the International Banking Act of 1978;
- (vii) any financial holding company as defined in section 2 of the Bank Holding Company Act;
- (viii) a trust company; or
- (ix) a similarly regulated subsidiary or affiliate of an entity described in (i) through (viii).

**“Governmental Entity”** means a governmental entity (including the United States, a State, or a foreign government) or political subdivision of a governmental entity, a multinational or supranational government entity, or an instrumentality, agency, or department of any of the foregoing, provided that one of the following conditions is met:

- (i) the entity, instrumentality, agency, or department in connection with its business: