

IN WITNESS WHEREOF, the undersigned have executed and delivered this Agreement as a deed on this ____ day of _____.

EXECUTED and DELIVERED as a DEED
for and on behalf of the
GENERAL PARTNER acting for and on
behalf of the PARTNERSHIP:

By: _____

Name:
Title:

IN THE PRESENCE OF:

Witness
Name:

EXECUTED and DELIVERED as a DEED
for and on behalf of
LIMITED PARTNERS:

By: _____
*as Attorney in Fact on behalf of each
Limited Partner*

By: _____

Name:
Title:

IN THE PRESENCE OF:

Witness
Name:

*Signature Page to
Amended and Restated Agreement of Limited Partnership for
Secondary Opportunities Fund III Private Client Feeder Fund (U.S.), L.P.*