### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting this BDS. Include d/b/a/ if applicable:

Jota-Vermögensverwaltungsgesellschaft mbH

Check ONE of the following three boxes:	
Indicate whether Disclosing Party submittin  1. [] the Applicant  OR	
2. [x] a legal entity holding a direct or in Applicant in which Disclosing Party holding OR	direct interest in the Applicant. State the legal name of the olds an interest: See Annex 1
	of control (see Section II.B.1.b.) State the legal name of lds a right of control:
B. Business address of Disclosing Party:	Koeniginstrasse 28, 80802 Munich Germany
C. Telephone: +49.89.3800 18551 Fax: +	49.89.3800 818551 Email: oliver.draf@allianz.com
D. Name of contact person: Dr. Oliver Draf	
B. Federal Employer Identification No. (if yo	ou have one):
F. Brief description of contract, transaction of which this EDS pertains. (Include project nu	or other undertaking (referred to below as the "Matter") to mber and location of property, if applicable):
Chicago Metered Parking System Co	oncession Agreement
G. Which City agency or department is requ	esting this EDS? Finance Dept.
If the Matter is a contract being handled be complete the following:	y the City's Department of Procurement Services, please
Specification #	and Charles M

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Ver. 11-01-05

#### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

1 Yadioses di	
<ol> <li>Indicate the nature of the Disclosing Partial</li> <li>Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> <li>Sole proprietorship</li> <li>General partnership*</li> <li>Limited partnership*</li> <li>Trust</li> </ol>	[X] Limited liability company* [German GmbH]  [] Limited liability partnership*  [] Joint venture*  [] Not-for-profit corporation  (Is the not-for-profit corporation also a 501(c)(3))?  [] Yes  [] No  [] Other (please specify)
* Note B.1.b below:	
2. For legal entities, the state (or foreign of	ountry) of incorporation or organization, if applicable:
Germany	
3. For legal entities not organized in the S business in the State of Illinois as a foreign ent	tate of Illinois: Has the organization registered to do tity?
[] Yes [x] No	[] N/A
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
For not-for-profit corporations, also list below no such members, write "no members." For trutitleholder(s).	es of all executive officers and all directors of the entity all members, if any, which are legal entities. If there are usts, estates or other similar entities, list below the legal
Name	Title
see Annex 2	
company," "Limited liability partnership" or "Jo	nip," "Limited partnership," "Limited liability pint venture" in response to Item A.I. above (Nature of of each general partner, managing member, manager or

Name		Title
· · · · · · · · · · · · · · · · · · ·		
indirect benefici of such an intere interest of a men estate or other si Municipal Code	al interest (including ownership) in a st include shares in a corporation, panber or manager in a limited liability milar entity. If none, state "None."	cerning each person or entity having a direct or excess of 7.5% of the Disclosing Party. Examples artnership interest in a partnership or joint venture, company, or interest of a beneficiary of a trust, NOTE: Pursuant to Section 2-154-030 of the City may require any such additional information schieve full disclosure.
Name	Business Address	Percentage Interest in the
		Disclosing Party
see Annex	3	
<u></u>		
		VITH CITY ELECTED OFFICIALS
	osing Party had a "business relations city elected official in the 12 months	hip," as defined in Chapter 2-156 of the Municipal before the date this EDS is signed?
[] Yes	[k] No	
lf yes, please ider relationship(s):	ntify below the name(s) of such City	elected official(s) and describe such

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
NONE	, )		
(Add sheets if necessary)	)		
[] Check here if the Disc entities.	olosing party ha	as not retained, nor expects to retain, a	ny such persons or
SECTION V CERTII	FICATIONS	•	
A. COURT-ORDERED	CHILD SUPP	ORT COMPLIANCE	
Under Municipal Code the City must remain in contract.	e Section 2-92- ompliance with	415, substantial owners of business en their child support obligations throug	tities that contract with hout the term of the
Has any person who direc arrearage on any child su	ctly or indirectle	y owns 10% or more of the Disclosing ns by any Illinois court of competent ju	Party been declared in urisdiction?
[] Yes [x] N	lo []N	o person owns 10% or more of the Dis	closing Party.
If "Yes," has the person e s the person in compliance	ntered into a co	ourt-approved agreement for payment reement?	of all support owed and
[] Yes [] No	0		

#### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 2. The certifications in subparts 2, 3 and 4 concern:
  - the Disclosing Party:
  - any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Furthe Certifications), the Disclosing Party must explain below:				
	<del></del>			
	; :			

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [x] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

If the letters "NA, conclusively pres	," the word "None," or no response urned that the Disclosing Party certi	appears on the lines above, it will be fied to the above statements.
D. CERTIFICAT	ion regarding interest in	CITY BUSINESS
Any words or term meanings when us	ns that are defined in Chapter 2-156 sed in this Part D.	of the Municipal Code have the same
I. In accordance of the City have a entity in the Matte	financial interest in his or her own	funicipal Code: Does any official or employ name or in the name of any other person or
[] Yes	[x] No	
2. Unless sold elected official or only other person of taxes or assessing City Property Sale loes not constitute	pursuant to a process of competitive employee shall have a financial interentity in the purchase of any proper ments, or (iii) is sold by virtue of lege"). Compensation for property take a financial interest within the mean	we bidding, or otherwise permitted, no City crest in his or her own name or in the name of certy that (i) belongs to the City, or (ii) is sold gal process at the suit of the City (collectively en pursuant to the City's eminent domain powning of this Part D.
oes the Matter in	volve a City Property Sale?	
[]Yes	[]No	
3. If you check fficials or employe	ed "Yes" to Item D.1., provide the rees having such interest and identify	names and business addresses of the City y the nature of such interest:
lame	Business Address	Nature of Interest
······································		
<del></del>		

# E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2.

X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry.

or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records:						
		•		•		·
.*						

## SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

#### A. CERTIFICATION REGARDING LOBBYING

List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):					

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing	Party the Applicant?
[]Yes	' []No '
If "Yes," answer	the three questions below:
	developed and do you have on file affirmative action programs pursuant to I regulations? (See 41 CFR Part 60-2.) [] No
Contract Complianunder the application	filed with the Joint Reporting Committee, the Director of the Office of Federal ance Programs, or the Equal Employment Opportunity Commission all reports due ble filing requirements?
[]Yes	[ ] No
3. Have you pequal opportunity	participated in any previous contracts or subcontracts subject to the clause?
[]Yes	[] No
If you checked "N	lo" to question 1. or 2. above, please provide an explanation:
	<del></del>

# SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Jota-Vermögensverwaltungsgesellschaft mbH	Dote: 12Th	FEBRUARY	റോട്ട
(Print or type name of Disclosing Party)	Date. 10	i cishorny	<b></b>
By:			
(sign here)			

JAROSLANA KORPANCOVÁ (Print or type name of person signing)

ATTORNEY - 12 - FACT
(Print or type title of person signing)

Signed and sworn to before me on (date) vz	THEBRUARY 200	os, by Jaroszava	represalenta,
at LOUDON County, ENGLAND	(state).	1	•
Notary Public London, England (Richard J. Saville)	Notary Public.	M. fails.	

Commission expires: My Commission expires at Death

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Applicant will be: Chicago Parking Meters, LLC.

# Members of the Board of Management of Jota-Vermögensverwaltungsgesellschaft mbH

- 1. Dr. Helga Jung
- 2. Dr. Sylvia Höchendorfer-Ziegler

Allianz SE

100% (indirect)

Allianz Deutschland AG

100% (direct)

#### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## **SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

Allianz Deutschland AG

Check ONE of the following three boxes:			
Indicate whether Disclosing Party submittin	ng this EDS is:		
I. [] the Applicant			
OR		•	
<ol> <li>[x] a legal entity holding a direct or in Applicant in which Disclosing Party holds</li> </ol>	olds an interest: see An	nex 1	
<ol> <li>[] a specified legal entity with a right the entity in which Disclosing Party ho</li> </ol>			
B. Business address of Disclosing Party:	Koeniginstrasse	28, 80802 Munich	
	Germany		
C. Telephone: +49.89.3800 18551 Fax: +  D. Name of contact person: Dr. Oliver Draf  E. Federal Employer Identification No. (if yo	f		
F. Brief description of contract, transaction of which this EDS pertains. (Include project nu			to
Chicago Metered Parking System Co	oncession Agreemen	<b>t</b>	
G. Which City agency or department is reque	esting this EDS? Finan	ice Dept.	
If the Matter is a contract being handled by complete the following:	y the City's Department	of Procurement Services, please	3

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Ver. 11-01-05

# SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

1. Indicate the nature of the Disclosing P	· · · · · · · · · · · · · · · · · · ·
[] Person	[] Limited liability company*
[x] Publicly registered business corporation [] Privately held business corporation	[] Limited liability partnership*
[] Sole proprietorship	[] Joint venture*
[] General partnership*	[] Not-for-profit corporation
[] Limited partnership*	(Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No
[] Trust	[] Yes [] No [] Other (please specify)
[]	( ) Other (prease specify)
* Note B.I.b below.	
2. For legal entities, the state (or foreign	country) of incorporation or organization, if applicable:
Germany	
	Section 1985
3. For legal entities not organized in the S business in the State of Illinois as a foreign en	State of Illinois: Has the organization registered to do ntity?
[] Yes [x] No	[]N/A
B. IF THE DISCLOSING PARTY IS A LEG	FAL ENTITY:
For not-for-profit corporations, also list below	tles of all executive officers and all directors of the entival all members, if any, which are legal entities. If there a rusts, estates or other similar entities, list below the legal
Name	Title
see Annex 2	
•	

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name	Title	
indirect benefici of such an intere interest of a mer estate or other si Municipal Code	ovide the following information concerning al interest (including ownership) in excess of est include shares in a corporation, partnership or manager in a limited liability comparmilar entity. If none, state "None." NOTE: of Chicago ("Municipal Code"), the City mant which is reasonably intended to achieve for	f 7.5% of the Disclosing Party. Examples of interest in a partnership or joint venture by, or interest of a beneficiary of a trust, Pursuant to Section 2-154-030 of the bay require any such additional information
Name	Business Address	Percentage Interest in the Disclosing Party
Allianz SE	Koenigintrasse 28, 80802 Munich Germany	100%
	•	
SECTION III -	BUSINESS RELATIONSHIPS WITH C	ITY ELECTED OFFICIALS
	osing Party had a "business relationship," as City elected official in the 12 months before t	
[] Yes	[x] No	
f yes, please ide elationship(s):	ntify below the name(s) of such City elected	official(s) and describe such

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

Relationship to Disclosing Party

Fees

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Business

Name

(indicate whether retained or anticipated to be retained)	Address i	(subcontractor, attorney, lobbyist, etc.)	(indicate whether paid or estimated)
NONE			
			. ;
(Add sheets if necessa	ary)		
[] Check here if the I entities.	Disclosing part	y has not retained, nor expects to r	etain, any such persons or
SECTION V CER	TIFICATION	NS.	
A. COURT-ORDERI	ED CHILD SU	PPORT COMPLIANCE	
		-92-415, substantial owners of bus with their child support obligation	
Has any person who darrearage on any child	irectly or indir	ectly owns 10% or more of the Di ations by any Illinois court of com	sclosing Party been declared in petent jurisdiction?
[] Yes [	x] No [	] No person owns 10% or more of	f the Disclosing Party.
If "Yes," has the person is the person in compl		a court-approved agreement for p t agreement?	ayment of all support owed and
[]Yes [	] No		

#### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 2. The certifications in subparts 2, 3 and 4 concern:
  - the Disclosing Party;
  - any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such
  agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or
  prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or
  otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:			

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[X] is [] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

2-32 of the Munic	ipal Code, explain here (attach ad	ditional pages if necessary):
	-	
	the word "None," or no response med that the Disclosing Party cert	appears on the lines above, it will be ified to the above statements.
D. CERTIFICATI	on regarding interest in	CITY BUSINESS
Any words or term meanings when us		of the Municipal Code have the same
of the City have a sentity in the Matter	financial interest in his or her own?	Municipal Code: Does any official or employee name or in the name of any other person or
[] Yes	[x] No	
NOTE: If you che Item D.1., proceed	cked "Yes" to Item D.1., proceed to Part E.	to Items D.2. and D.3. If you checked "No" to
elected official or e any other person or for taxes or assessn "City Property Sale	mployee shall have a financial int entity in the purchase of any prop tents, or (iii) is sold by virtue of le	we bidding, or otherwise permitted, no City erest in his or her own name or in the name of erty that (i) belongs to the City, or (ii) is sold gal process at the suit of the City (collectively, en pursuant to the City's eminent domain powerning of this Part D.
Does the Matter inv	volve a City Property Sale?	
[]Yes	[]No	
	ed "Yes" to Item D.1., provide the es having such interest and identif	names and business addresses of the City y the nature of such interest:
Name	Business Address	Nature of Interest
	······································	:

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

#### 3. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

				arty checks 2., the Disclosing is its information as set for	
the Discl slavery, t no record	osing Pa the slave Is of inve	rty and any an industry, or sl estments or pr	nd all predecessor entiti laveholder insurance p	losing Party has searched as es for records of investmen blicies, and (b) the Disclosin slave industry, or slavehold cholders.	ts or profits from
Disclosir or slaveh	ng Party l older ins	nas found recourance policie	ords relating to investmes and/or the names of	of conducting the search in ents or profits from slavery any slaves or slaveholders. sure of all such records:	, the slave industry,
		· · · · · · · · · · · · · · · · · · ·			
	•	•			
SECTIO	N VI	CERTIFICA	TIONS FOR FEDER	ALLY-FUNDED MATTE	ers
		tter is federall Section VII.	= :	Section VI. If the Matter	is not federally
A. CERT	TIFICAT	ION REGAR	DING LOBBYING		

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):	
	_
	-

If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

ts the Disclosing	raity the Applicant:
[]Yes	[]No
If "Yes," answer	the three questions below:
	developed and do you have on file affirmative action programs pursuant to l regulations? (See 41 CFR Part 60-2.) [] No
Contract Complia	filed with the Joint Reporting Committee, the Director of the Office of Federal ance Programs, or the Equal Employment Opportunity Commission all reports due ble filing requirements?  [] No
3. Have you equal opportunity	participated in any previous contracts or subcontracts subject to the clause?
[]Yes	[]No
If you checked "I	No" to question 1. or 2. above, please provide an explanation:

# SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

Page 11 of 13

- D. If the City determines that any information provided in this EDS is false, incomplete or naccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.I., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Allianz	Deutschland AG
(Print or	type name of Disclosing Party

Date: 12 TH FEBRUARY 2009

By:

(sign here)

JAROSLAVA KORPANCOVA (Print or type name of person signing)

ATTORNEY-12-FACT
(Print or type title of person signing)

Signed and sworn to before me on (date) 12Th FEBRUARY 2003, by JAROSLAVA KORPANCOVÁ at 600000 County, ENGLAND (state).

dotary Public London, England (Richard J. Saville)

Notary Public.

Commission expires:

My Commission expires at Death

SAVILLE & CO.

Notaries —

One Carey Lane, London ECZV RAE
Telephone: +44 (0)20 7820 0000
Fax: +44 (0)20 7820 0088

www.savillenotaries.com

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Applicant will be: Chicago Parking Meters, LLC.

### Members of the Board of Management of Allianz Deutschland AG

- 1. Dr. Gerhard Rupprecht
- (Chairman)
- 2. Rainer Schwarz
- 3. Thomas Pleines
- 4. Dr. Maximilian Zimmerer
- 5. Dr. Ulrich Rumm
- 6. Dr. Markus Rieß
- 7. Dr. Christof Mascher
- 8. Dr. Wolfgang Brezina
- 9. Andree Moschner

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I - GENERAL INFORMATION

ALLIANZ SE	
Check ONE of the following three boxes	:
Indicate whether Disclosing Party submittin  1. [] the Applicant  OR	ng this EDS is:
<ol> <li>M a legal entity holding a direct or in Applicant in which Disclosing Party h OR</li> </ol>	edirect interest in the Applicant. State the legal name of the lolds an interest: see Annex 1
3. [] a specified legal entity with a right the entity in which Disclosing Party ho	t of control (see Section II.B.1.b.) State the legal name of olds a right of control:
B. Business address of Disclosing Party:	Königinstrasse 28, 80802 Munich
	Germany
C. Telephone: <u>+49.89.380018828</u> Fax: <u>+4</u>	19.89.3800818828 Email: reinhard.preusche@allianz
D. Name of contact person: Dr. Reinhard Pr	eusche
D. Name of contact person: <u>Dr. Reinhard Problems</u> . Federal Employer Identification No. (if yow. Brief description of contract, transaction of which this EDS pertains. (Include project numbers)	eusche u have one): rother undertaking (referred to below as the "Matter") to mber and location of property, if applicable):
D. Name of contact person: <u>Dr. Reinhard Programs</u> . Federal Employer Identification No. (if your description of contract, transaction of the contract of the contra	eusche u have one): rother undertaking (referred to below as the "Matter") to mber and location of property, if applicable):
D. Name of contact person: <u>Dr. Reinhard Problems</u> . Federal Employer Identification No. (if your Enterty of Contract, transaction of which this EDS pertains. (Include project numbers). Chicago Metered Parking System Concession.	eusche u have one): r other undertaking (referred to below as the "Matter") to mber and location of property, if applicable): on Agreement
D. Name of contact person: Dr. Reinhard Pr.  B. Federal Employer Identification No. (if your possible of contract, transaction of contract, transaction of which this EDS pertains. (Include project numbers of the project of the proj	u have one):  r other undertaking (referred to below as the "Matter") to mber and location of property, if applicable): on Agreement

Ver. 11-01-05

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# SECTION II – DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY	
I. Indicate the nature of the Disclosing Page 1   Person   [X] Publicly registered business corporation   [X] Privately held business corporation   [X] Sole proprietorship   [X] General partnership*   [X] Limited partnership*   [X] Trust	arty:  [] Limited liability company*  [] Limited liability partnership*  [] Joint venture*  [] Not-for-profit corporation  (Is the not-for-profit corporation also a 501(c)(3))?  [] Yes  [] No  [] Other (please specify)
* Note B.i.b below.	
2. For legal entities, the state (or foreign co	ountry) of incorporation or organization, if applicable:
Germany	
3. For legal entities not organized in the St business in the State of Illinois as a foreign enti	ate of Illinois: Has the organization registered to do ity?
B. IF THE DISCLOSING PARTY IS A LEGA	L ENTITY:
a de not-tot-profit corporations, also list below a	s of all executive officers and all directors of the entity Il members, if any, which are legal entities. If there are its, estates or other similar entities, list below the legal
Name	Title
see Annex 2	
1.b. If you checked "General narraership	39 44Y 5 to 1
company," "Limited liability partnership" or "Join Disclosing Party). List below the name and side of	p," "Limited partnership," "Limited liability nt venture" in response to Item A.1. above (Nature of

Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name	Title
indirect benefici- of such an intere- interest of a men- estate or other sin Municipal Code	ovide the following information concerning each person or entity having a direct or all interest (including ownership) in excess of 7.5% of the Disclosing Party. Example is include shares in a corporation, partnership interest in a partnership or joint venture aber or manager in a limited liability company, or interest of a beneficiary of a trust, milar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of the of Chicago ("Municipal Code"), the City may require any such additional information in which is reasonably intended to achieve full disclosure.
lame	Business Address Percentage Interest in the Disclosing Party
No person o	r entity having a direct interest in excess of 7.5%.
<del></del>	
ection III	BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS
Has the Disclos ode, with any Ci	ing Party had a "business relationship," as defined in Chapter 2-156 of the Municipa ty elected official in the 12 months before the date this EDS is signed?
[]Yes	№,
	ify below the name(s) of such City elected official(s) and describe such

# SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name

Name (indicate whether retained or anticipate to be retained)	Business Address ed	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
None			
(Add sheets if necessar	ary)		
[] Check here if the E entities.	Disclosing party ha	s not retained, nor expects to retain, an	ny such persons or
SECTION V CER	TIFICATIONS		
A. COURT-ORDERE	D CHILD SUPPO	ORT COMPLIANCE	
Under Municipal Cothe City must remain in contract.	ode Section 2-92-4 n compliance with	415, substantial owners of business en their child support obligations throug	tities that contract with hout the term of the
Has any person who di arrearage on any child	rectly or indirectly support obligation	y owns 10% or more of the Disclosing is by any Illinois court of competent ju	Party been declared in trisdiction?
[] Yes [¾	No []No	person owns 10% or more of the Disc	losing Party.
If "Yes," has the person is the person in complia	n entered into a co	urt-approved agreement for payment coment?	of all support owed and
[1Van : [1	NI.		·

#### **B. FURTHER CERTIFICATIONS**

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- the Disclosing Party;
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such
  agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or
  prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or
  otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Furthe Certifications), the Disclosing Party must explain below:					is Part B (Further	
	•				<del></del>	
					· · · · · · · · · · · · · · · · · · ·	
	•			•		

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[x] is [] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

<b></b>		
If the letters "Na conclusively pre	A," the word "None," or no resp sumed that the Disclosing Party	onse appears on the lines above, it will be certified to the above statements.
D. CERTIFICA	TION REGARDING INTERES	T IN CITY BUSINESS
Any words or ter meanings when t	ms that are defined in Chapter I used in this Part D.	2-156 of the Municipal Code have the same
1. In accordance of the City have a entity in the Matt	a financial interest in his or her	the Municipal Code: Does any official or employee own name or in the name of any other person or
[] Yes	[X] No	
NOTE: If you cl Item D.1., procee	necked "Yes" to Item D.1., proc d to Part E.	eed to Items D.2. and D.3. If you checked "No" to
any other person of for taxes or assess "City Property Sal	employee shall have a financial or entity in the purchase of any p ments, or (iii) is sold by virtue (	etitive bidding, or otherwise permitted, no City interest in his or her own name or in the name of property that (i) belongs to the City, or (ii) is sold of legal process at the suit of the City (collectively, taken pursuant to the City's eminent domain powe meaning of this Part D.
Does the Matter in	volve a City Property Sale?	
[]Yes	[] No	:
3. If you check officials or employ	ked "Yes" to Item D.1., provide sees having such interest and ide	the names and business addresses of the City entify the nature of such interest:
Vame	Business Address	Nature of Interest
<del></del>		
· · · · · · · · · · · · · · · · · · ·	<del></del>	

## E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has comply with these disclosure requirements may make the Matter to which this EDS pertains voidable

disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to by the City. Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2. X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders. 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records: SECTION VI - CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sfillin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.I. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing	Party the Applicant?	
[]Yes	[ ] No	
If "Yes," answer	the three questions below	<i>r</i> :
1. Have you o	leveloped and do you hat regulations? (See 41 Cl	ve on file affirmative action programs pursuant to FR Part 60-2.)
[]Yes	[] No	
Contract Complian	nce Programs, or the Equile filing requirements? [] No	ting Committee, the Director of the Office of Federal all Employment Opportunity Commission all reports due
3. Have you pe		us contracts or subcontracts subject to the
[] Yes	[] No	·
If you checked "No	" to question 1. or 2. abo	ove, please provide an explanation:

# SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

	Dato.	ے ۱	FEBRUAR)	, 2002	
(Print or type name of Disclosing Party)					
Ву:					
(sign here)	<u>-</u> ` .				
JAROGLAVA KORPANGVA	 -				
(Print or type name of person signing)					
ATTORNEY-IN-FACT	<del></del>				
(Print or type title of person signing)			•		
Signed and sworn to before me on (date) 12 at 20000 County, ENGLAD	Th Federaly 20 (state).	<u>-9</u> , b	y JAROSLAN	a korpaju	<u>&gt;VA`</u> ,
		1	11		
Notary Public Loudon, England (Richard J. Saville)	_ Notary Public.	, L	Stank.	* •	
Notary Public London, England (Richard J. Saville)  Commission expires: My Commission expi	_	μ,	Stank.		
Mr. Commission and	_	ļ	D. Jank.		
Mr. Commission and	_	ļ.	Stank.		

## Annex 1

Applicant will be: Chicago Parking Meters, LLC.

## Annex 2

## Members of the Board of Management of Allianz SE

- 1. Michael Diekmann (Chairman)
- 2. Dr. Paul Achleitner
- 3. Oliver Bäte
- 4. Clement B. Booth
- 5. Enrico Cucchiani
- 6. Dr. Joachim Faber
- 7. Dr. Helmut Perlet
- 8. Dr. Gerhard Rupprecht
- 9. Jean-Philippe Thierry
- 10. Dr. Werner Zedelius

#### Annex 2

## Members of the Board of Management of Allianz SE

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- 8. Dr. Gerhard Rupprecht
- 9. Jean-Philippe Thierry
- 10. Dr. Werner Zedelius

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## **SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
Deeside Investments, Inc.
Check ONE of the following three boxes:
Indicate whether Disclosing Party submitting this EDS is:  1. [] the Applicant OR  2. [X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the Applicant in which Disclosing Party holds an interest: Chicago Parking Meters, LLC OR  3. [] a specified legal entity with a right of control (see Section II.B.1.b.) State the legal name of the entity in which Disclosing Party holds a right of control:
B. Business address of Disclosing Party: 2550 M Street, NW
Washington, DC 20037
C. Telephone: 202-457-6324 Fax: 202-457-6315 Email: rstolbach@pattonboggs.com  D. Name of contact person: Richard M. Stolbach
E. Federal Employer Identification No. (if you have one): 26-4133078
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") t which this EDS pertains. (Include project number and location of property, if applicable):
Chicago Metered Parking System Concession Agreement
G. Which City agency or department is requesting this EDS? Finance Dept.
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # and Contract #

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

## A. NATURE OF DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [] Limited liability company\* [] Publicly registered business corporation [] Limited liability partnership\* [x] Privately held business corporation [] Joint venture\* [] Sole proprietorship [] Not-for-profit corporation [] General partnership\* (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership\* [] Yes []No [] Trust [] Other (please specify) \* Note B.1.b below. 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Delaware 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? []Yes x No [] N/A B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: ·1.a. List below the full names and titles of all executive officers and all directors of the entity. For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s). Name Title See Attachment A

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name		Title
· · · · · · · · · · · · · · · · · · ·		
· · · · · · · · · · · · · · · · · · ·		
ndirect beneficial of such an interest of a memberstate or other siminguments of the control of	interest (including ownership) in ex include shares in a corporation, par er or manager in a limited liability of lar entity. If none, state "None." N	erning each person or entity having a direct or access of 7.5% of the Disclosing Party. Examples thership interest in a partnership or joint venture company, or interest of a beneficiary of a trust, OTE: Pursuant to Section 2-154-030 of the City may require any such additional information hieve full disclosure.
Name	Business Address	Percentage Interest in the
See Attachment	В	Disclosing Party
See Attachment	В	Disclosing Party
See Attachment	В	Disclosing Party
See Attachment	В	Disclosing Party
See Attachment	В	Disclosing Party
		Disclosing Party  ITH CITY ELECTED OFFICIALS
SECTION III B	SUSINESS RELATIONSHIPS W	ITH CITY ELECTED OFFICIALS ip," as defined in Chapter 2-156 of the Municipa
SECTION III B	SUSINESS RELATIONSHIPS Wing Party had a "business relationsh	ITH CITY ELECTED OFFICIALS ip," as defined in Chapter 2-156 of the Municipa

#### SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

**Business** 

Name

Name	Bus	iness	Relationship to Disclosing Party	Fees
(indicate whether		iress	(subcontractor, attorney,	(indicate whether
retained or anticipa	ited		lobbyist, etc.)	paid or estimated)
to be retained)				
See Exhibit I		·····		
(Add sheets if nece	ssary)			
[] Check here if the entities.	e Disclosing	g party h	as not retained, nor expects to retain, a	ny such persons or
SECTION V CE	ERTIFICA	TIONS		
A. COURT-ORDE	RED CHIL	D SUPP	ORT COMPLIANCE	
Under Municipal the City must remai contract.	Code Sect	ion 2-92- ance wit	-415, substantial owners of business en h their child support obligations throug	ntities that contract with ghout the term of the
Has any person who arrearage on any ch	directly or	indirecti obligatio	ly owns 10% or more of the Disclosing ins by any Illinois court of competent j	g Party been declared in urisdiction?
[] Yes	[X] No	[]N	o person owns 10% or more of the Dis	closing Party.
If "Yes," has the per is the person in com	rson entered pliance wit	l into a c	ourt-approved agreement for payment reement?	of all support owed and
[]Yes	[]No			

#### **B. FURTHER CERTIFICATIONS**

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 2. The certifications in subparts 2, 3 and 4 concern:
  - the Disclosing Party;
  - any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity:

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such
  agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or
  prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or
  otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

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			,		*
	•	•	Party is unable to certify to any of the above st	· · ·	Party is unable to certify to any of the above statements in this Part B (closing Party must explain below:

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [X] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

D. CERTIFICATION R.  Any words or terms that meanings when used in the latter of the City have a financientity in the Matter?  [] Yes  NOTE: If you checked '	EGARDING INTEREST IN  The defined in Chapter 2-156 are defined in Chapter 2-156 are Part D.  The Section 2-156-110 of the It al interest in his or her own [x] No	appears on the lines above, it wified to the above statements.  NOTE BUSINESS  of the Municipal Code have to the Municipal Code: Does any officename or in the name of any other.	he same cial or employee
D. CERTIFICATION RIAN words or terms that meanings when used in the language of the City have a financientity in the Matter?  [] Yes  NOTE: If you checked '	EGARDING INTEREST IN  The defined in Chapter 2-156 are defined in Chapter 2-156 are Part D.  The Section 2-156-110 of the It al interest in his or her own [x] No	ified to the above statements.  NOTE BUSINESS  of the Municipal Code have to the Municipal Code any office the Municipal Code any office.	he same cial or employee
D. CERTIFICATION RIAN words or terms that meanings when used in the language of the City have a financientity in the Matter?  [] Yes  NOTE: If you checked '	EGARDING INTEREST IN  The defined in Chapter 2-156 are defined in Chapter 2-156 are Part D.  The Section 2-156-110 of the It al interest in his or her own [x] No	ified to the above statements.  NOTE BUSINESS  of the Municipal Code have to the Municipal Code any office the Municipal Code any office.	he same cial or employee
Any words or terms that meanings when used in the language of the City have a financial entity in the Matter?  [] Yes  NOTE: If you checked '	are defined in Chapter 2-150 his Part D.  Section 2-156-110 of the I al interest in his or her own [x] No	6 of the Municipal Code have to Municipal Code: Does any offic	cial or employee
1. In accordance with of the City have a financientity in the Matter? [] Yes  NOTE: If you checked '	nis Part D.  Section 2-156-110 of the I al interest in his or her own  [x] No	Municipal Code: Does any offic	cial or employee
of the City have a financi entity in the Matter? [] Yes NOTE: If you checked '	al interest in his or her own		
	· ·		
Item D.1., proceed to Par		to Items D.2. and D.3. If you o	checked "No" to
elected official or employ any other person or entity for taxes or assessments, "City Property Sale"). Co	ee shall have a financial int in the purchase of any prop or (iii) is sold by virtue of lo	ve bidding, or otherwise permiterest in his or her own name or perty that (i) belongs to the City egal process at the suit of the City emine of this Part D.	r in the name of y, or (ii) is sold ity (collectively,
Does the Matter involve a	City Property Sale?		
[] Yes	[ ] No		
		names and business addresses fy the nature of such interest:	of the City
Name	Business Address	Nature of Interest	

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2. X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders. 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records: SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sfillin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

## B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the I	Disclosing Party the	e Applicant?
[]Y	es	[ ] No
If "Yes	," answer the three	e questions below:
		ed and do you have on file affirmative action programs pursuant to ions? (See 41 CFR Part 60-2.)
[]Y	es	[ ] No
Contrac	ct Compliance Prop he applicable filing	h the Joint Reporting Committee, the Director of the Office of Federal grams, or the Equal Employment Opportunity Commission all reports due g requirements?  [] No
	Have you participa pportunity clause?	ted in any previous contracts or subcontracts subject to the
[]Y		[] No
If you c	hecked "No" to qu	nestion 1. or 2. above, please provide an explanation:

## SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Deeside Investments, Inc.	Date: 13, 2009
(Print or type name of Disclosing Party)	
Ву:	
Rattryn Hundrick  (sign here)	
Kathryn Hambrick. (Print or type name of person signing)	
Authorized Representa	hie
(Print or type title of person signing)	
Signed and sworn to before me on (date) HOW	1014 13 2009, by Kathyn Hambrick
The state of the s	tate).
	otary Public.
Commission expires als 31 2012	

KITTRELL D. DANIELS NOTARY PUBLIC DISTRICT OF COLUMBIA My Commission Expires July 31, 2012

### ATTACHMENT A

### **Directors**

Matthias Pohl Jaroslava Korpanec Dr. Christian Fingerle Chris Koski Khaleefa Al Qamzi

#### **Executive Officers**

Jaroslava Korpanec, Chairperson Craig Ireland, Secretary

#### ATTACHMENT B

	NAME	<u>ADDRESS</u>	PERCENTAGE INTEREST
1.	Redoma S.a.r.l.	L-2450 Luxemburg, 14, boulevard F.D. Roosevelt Luxemburg	50.1% (direct)
2.	Tannadice Investments, LLC <sup>1</sup>	2550 M Street, NW Washington, DC 20037	49.9% (direct)
3.	Allianz Lebensversicherungs – Aktiengesellschaft	Reinsburgstrasse 19 70178 Stuttgart, Germany	42.585% (indirect)
4.	Jota Vermögensverwaltungs – GmbH	Koeniginstrasse 28, 80802 Munich, Germany	38.284% (indirect)
5.	Allianz Deutschland AG	Koeniginstrasse 28, 80802 Munich, Germany	49.9892364% (indirect)
6.	Allianz SE	Koeniginstrasse 28, 80802 Munich, Germany	49.9892364% (indirect)
7.	Allianz Versicherungs – Aktiengesellschaft	Koeniginstrasse 28, 80802 Munich, Germany	7.515% (indirect)

Under item 2(b) of the Rules Regarding Economic Disclosure Statement and Affidavit ("EDS") promulgated pursuant to Section 2-154-050 of the City of Chicago Municipal Code, Tannadice Investments, LLC is not required to separately file an EDS in its capacity as a wholly-owned subsidiary of the Abu Dhabi Investment Authority, a public institution wholly-owned by the Government of the Emirate of Abu Dhabi.

## Exhibit I

Shearman & Sterling LLP
Broadgate West, 9 Appold Street
London EC2A 2AP
United Kingdom
Relationship: Attorney
Estimated Fees: \$90,000

PricewaterhouseCoopers LLP 1800 Tysons Boulevard McLean, Virginia 22102 Relationship: Advisor Estimated Fees: \$50,000

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting	g this EDS. Include d/b/a/ if applicable:
Deeside Investments, Inc.	<u> </u>
Check ONE of the following three boxes:	
Indicate whether Disclosing Party submitting  1. [] the Applicant  OR	this EDS is:
	rect interest in the Applicant. State the legal name of the desired state in the legal name of the desired state in the legal name of the desired state in the legal name of t
	f control (see Section II.B.1.b.) State the legal name of is a right of control:
B. Business address of Disclosing Party:	2550 M Street, NW
	Washington, DC 20037
C. Telephone: 202-457-6324 Fax: 2  D. Name of contact person: Richard M. Sto	02-457-6315 Email: rstolbach@pattonboggs.com
E. Federal Employer Identification No. (if you	have one):
F. Brief description of contract, transaction or which this EDS pertains. (Include project num	other undertaking (referred to below as the "Matter") to the sand location of property, if applicable):
Chicago Metered Parking System Conces	ssion Agreement
G. Which City agency or department is reques	sting this EDS? Finance Dept.
If the Matter is a contract being handled by complete the following:	the City's Department of Procurement Services, please
Specification #	and Contract #

## SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

[] Trust [] Other (please specify)  * Note B.1.b below.  2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable Delaware  3. For legal entities not organized in the State of Illinois: Has the organization registered to business in the State of Illinois as a foreign entity?  [] Yes [] No [] N/A  B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:  1.a. List below the full names and titles of all executive officers and all directors of the For not-for-profit corporations, also list below all members, if any, which are legal entities. If the such members, write "no members." For trusts, estates or other similar entities, list below the itleholder(s).	A. NATURE OF DISCLOSING PARTY	• • • • • • • • • • • • • • • • • • •
2. For legal entities, the state (or foreign country) of incorporation or organization, if application Delaware  3. For legal entities not organized in the State of Illinois: Has the organization registered to business in the State of Illinois as a foreign entity?  [] Yes [x] No [] N/A  B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:  1.a. List below the full names and titles of all executive officers and all directors of the For not-for-profit corporations, also list below all members, if any, which are legal entities. If the osuch members, write "no members." For trusts, estates or other similar entities, list below the itleholder(s).	<ul> <li>[] Person</li> <li>[] Publicly registered business corporation</li> <li>[x] Privately held business corporation</li> <li>[] Sole proprietorship</li> <li>[] General partnership*</li> <li>[] Limited partnership*</li> <li>[] Trust</li> </ul>	[] Limited liability company* [] Limited liability partnership* [] Joint venture* [] Not-for-profit corporation (Is the not-for-profit corporation also a 501(c)(3))? [] Yes [] No
3. For legal entities not organized in the State of Illinois: Has the organization registered to business in the State of Illinois as a foreign entity?  [] Yes [x] No [] N/A  B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:  1.a. List below the full names and titles of all executive officers and all directors of the For not-for-profit corporations, also list below all members, if any, which are legal entities. If the such members, write "no members." For trusts, estates or other similar entities, list below the itleholder(s).		
3. For legal entities not organized in the State of Illinois: Has the organization registered to business in the State of Illinois as a foreign entity?  [] Yes	2. For legal entities, the state (or foreign of	country) of incorporation or organization, if applicable:
[] Yes [] No [] N/A  B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:  1.a. List below the full names and titles of all executive officers and all directors of the For not-for-profit corporations, also list below all members, if any, which are legal entities. If the such members, write "no members." For trusts, estates or other similar entities, list below the itleholder(s).	Delaware	
1.a. List below the full names and titles of all executive officers and all directors of the For not-for-profit corporations, also list below all members, if any, which are legal entities. If the such members, write "no members." For trusts, estates or other similar entities, list below the itleholder(s).	oddiness in the State of Hitnois as a foreign en	tity?
no such members, write "no members." For trusts, estates or other similar entities, list below the itleholder(s).  Name  Title	B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
See Attachment A	no such members, write "no members." For truitleholder(s).	all members, if any, which are legal entities. If there are usts, estates or other similar entities, list below the legal
	See Attachment A	1110

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name		Title
indirect beneficial of such an interest interest of a memb estate or other sim Municipal Code o	interest (including ownership) in e include shares in a corporation, pa per or manager in a limited liability ilar entity. If none, state "None." I	cerning each person or entity having a direct or excess of 7.5% of the Disclosing Party. Example rtnership interest in a partnership or joint venture company, or interest of a beneficiary of a trust, NOTE: Pursuant to Section 2-154-030 of the City may require any such additional information thieve full disclosure.
Name See Attachment	Business Address	Percentage Interest in the Disclosing Party
	SUSINESS RELATIONSHIPS W	ITH CITY ELECTED OFFICIALS
Has the Disclosi Code, with any Cit	ng Party had a "business relationsh y elected official in the 12 months t	ip," as defined in Chapter 2-156 of the Municipa before the date this EDS is signed?
[] Yes	[x] No	
f yes, please identi elationship(s):	fy below the name(s) of such City	elected official(s) and describe such
<del></del>	·	

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipate to be retained)	Business Address ed	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
See Exhibit I			
			· · · · · · · · · · · · · · · · · · ·
(Add sheets if necess	ary)		
[] Check here if the lentities.	Disclosing party l	nas not retained, nor expects to retain, a	ny such persons or
SECTION V CER	TIFICATIONS		
A. COURT-ORDER	ED CHILD SUPI	PORT COMPLIANCE	
Under Municipal C he City must remain i contract.	ode Section 2-92 in compliance wi	-415, substantial owners of business en th their child support obligations throug	atities that contract with shout the term of the
Has any person who d irrearage on any child	irectly or indirect support obligation	tly owns 10% or more of the Disclosing ons by any Illinois court of competent jo	Party been declared in urisdiction?
[] Yes [X	]No []N	o person owns 10% or more of the Disc	closing Party.
f "Yes," has the persos the person in compli	n entered into a cance with that ag	court-approved agreement for payment reement?	of all support owed and
[] Yes []	] No	÷	••

## **B. FURTHER CERTIFICATIONS**

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- the Disclosing Party;
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:			
	·		
	<del></del>	<del></del>	·
		****	<del></del>
·		<del></del>	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

## C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [X] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

2-32 of the Mur	nicipal Code, explain here (attach a	dditional pages if necessary):	
If the letters "NA conclusively pres	," the word "None," or no respons sumed that the Disclosing Party cer	e appears on the lines above, it will be rtified to the above statements.	
D. CERTIFICAT	TION REGARDING INTEREST I	N CITY BUSINESS	
Any words or term meanings when u	ms that are defined in Chapter 2-1; sed in this Part D.	56 of the Municipal Code have the same	·
1. In accordance of the City have a entity in the Matte	mancial interest in his or her own	Municipal Code: Does any official or emportant or a mane or in the name of any other person	ployee or
[] Yes	[x] No		• .
NOTE: If you ch Item D.1., proceed	ecked "Yes" to Item D.I., proceed I to Part E.	to Items D.2. and D.3. If you checked "I	No" to
any other person of for taxes or assess: "City Property Sale	employee shall have a financial in r entity in the purchase of any proj ments, or (iii) is sold by virtue of l	ive bidding, or otherwise permitted, no Citerest in his or her own name or in the narperty that (i) belongs to the City, or (ii) is egal process at the suit of the City (collect ken pursuant to the City's eminent domain aning of this Part D.	me of sold
	volve a City Property Sale?		
[] Yes	[] No		•,
3. If you check officials or employ	ed "Yes" to Item D.1., provide the	names and business addresses of the Cit fy the nature of such interest:	ty
Name	Business Address	Nature of Interest	
			-

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

## E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City. Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2. X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders. 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records: SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

# B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

is the Disclosing i	arty the Appricant?		
[]Yes	[ ] No		
If "Yes," answer to	e three questions below:	•	
	veloped and do you have on file affire egulations? (Sec 41 CFR Part 60-2.)	mative action programs pursuant to	
[] Yes	[] No		
Contract Complian		e, the Director of the Office of Federal at Opportunity Commission all reports due	
equal opportunity		subcontracts subject to the	
[]Yes	[ ] No		
If you checked "No	" to question 1. or 2. above, please pro	ovide an explanation:	

# SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal a government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Deeside Investments, Inc.	Date: <u>FCD 13, 2009</u>
(Print or type name of Disclosing Party)	
Ву:	
(sign here) Hamelsuck	
Kathryn Hambrick (Print or type name of person signing)	
Authorized Representation (Print or type title of person signing)	ive
	,
Signed and sworn to before me on (date) How	ay 13 2009, 6 Hallun Hambrick
atCounty,(ste	te).
Kithell D. Daniels Not	ary Public.
Commission expires als 31 2012.	
(1)0	•

KITTRELL D. DANIELS NOTARY PUBLIC DISTRICT OF COLUMBIA My Commission Expires July 31, 2012

# ATTACHMENT A

# Directors

Matthias Pohl Jaroslava Korpanec Dr. Christian Fingerle Chris Koski Khaleefa Al Qamzi

# **Executive Officers**

Jaroslava Korpanec, Chairperson Craig Ireland, Secretary

#### ATTACHMENT B

	NAME	ADDRESS	PERCENTAGE INTEREST
1.	Redoma S.a.r.l.	L-2450 Luxemburg, 14, boulevard F.D. Roosevelt Luxemburg	50.1% (direct)
2.	Tannadice Investments, LLC <sup>1</sup>	2550 M Street, NW Washington, DC 20037	49.9% (direct)
3.	Allianz Lebensversicherungs – Aktiengesellschaft	Reinsburgstrasse 19 70178 Stuttgart, Germany	42.585% (indirect)
4.	Jota Vermögensverwaltungs – GmbH	Koeniginstrasse 28, 80802 Munich, Germany	38.284% (indirect)
5.	Allianz Deutschland AG	Koeniginstrasse 28, 80802 Munich, Germany	49.9892364% (indirect)
6.	Allianz SE	Koeniginstrasse 28, 80802 Munich, Germany	49.9892364% (indirect)
7.	Allianz Versicherungs – Aktiengesellschaft	Koeniginstrasse 28, 80802 Munich, Germany	7.515% (indirect)

Under item 2(b) of the Rules Regarding Economic Disclosure Statement and Affidavit ("EDS") promulgated pursuant to Section 2-154-050 of the City of Chicago Municipal Code, Tannadice Investments, LLC is not required to separately file an EDS in its capacity as a wholly-owned subsidiary of the Abu Dhabi Investment Authority, a public institution wholly-owned by the Government of the Emirate of Abu Dhabi.

### Exhibit I

Shearman & Sterling LLP
Broadgate West, 9 Appold Street
London EC2A 2AP
United Kingdom
Relationship: Attorney
Estimated Fees: \$90,000

PricewaterhouseCoopers LLP 1800 Tysons Boulevard McLean, Virginia 22102 Relationship: Advisor Estimated Fees: \$50,000

### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting	ng this EDS. Include d/b/a/ if applicable:
Redoma S.a.r.1.	-
Check ONE of the following three boxes:	
	lirect interest in the Applicant. State the legal name of the
OR 3. [] a specified legal entity with a right	of control (see Section II.B.1.b.) State the legal name of lds a right of control:
B. Business address of Disclosing Party:	L-2450 Luxemburg, 14, boulevard F.D. Roosevelt Luxemburg
C. Telephone: +31.20.5569710 Fax: +3	Email: hero.wenczel@allianzeurope.allianz.n
D. Name of contact person: Hero Wentzel	
E. Federal Employer Identification No. (if yo	u have one):
F. Brief description of contract, transaction of which this EDS pertains. (Include project numbers)	r other undertaking (referred to below as the "Matter") to mber and location of property, if applicable):
Chicago Metered Parking System Concession	on Agreement
G. Which City agency or department is reque	esting this EDS? Finance Dept.
If the Matter is a contract being handled by complete the following:	the City's Department of Procurement Services, please
Specification #	and Contract #

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Ver. 11-01-05

# SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

# A. NATURE OF DISCLOSING PARTY

<ol> <li>Indicate the nature of the Disclosing Partial</li> <li>Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> <li>Sole proprietorship</li> <li>General partnership*</li> <li>Limited partnership*</li> <li>Trust</li> </ol>	arty:  [X] Limited liability company* [Luxemburg S.a.r.1]  [] Limited liability partnership*  [] Joint venture*  [] Not-for-profit corporation  (Is the not-for-profit corporation also a 501(c)(3))?  [] Yes  [] No  [] Other (please specify)
* Note B.1.b below.	
2. For legal entities, the state (or foreign of	country) of incorporation or organization, if applicable:
Luxemburg	
3. For legal entities not organized in the S business in the State of Illinois as a foreign en	tate of Illinois: Has the organization registered to do tity?
[] Yes [X] No	[]N/A
B. IF THE DISCLOSING PARTY IS A LEG	AL ENTITY:
For not-for-profit corporations, also list below	les of all executive officers and all directors of the entity. all members, if any, which are legal entities. If there are usts, estates or other similar entities, list below the legal
Name	Title
Hero Wentzel	Director
Alain Schaedgen	Director
Dr. Christian Fingerle	Director
Jaroslava Korpanec	Director

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

	•		•
		·	
			··
Example it ventur a trust, f the	provide the following information concerning each person or entity having a directal interest (including ownership) in excess of 7.5% of the Disclosing Party. Except include shares in a corporation, partnership interest in a partnership or joint ember or manager in a limited liability company, or interest of a beneficiary of a similar entity. If none, state "None." NOTE: Pursuant to Section 2-154-030 of e of Chicago ("Municipal Code"), the City may require any such additional information which is reasonably intended to achieve full disclosure.	ot beneficial interest (incluent an interest include shares at of a member or manager or other similar entity. If no ipal Code of Chicago ("Mu	indirect ber of such an i interest of a estate or oth Municipal (
	Business Address Percentage Interest in the Disclosing Party	Busin	Name
· · · · · · · · · · · · · · · · · · ·	IIIGA L	see Amex 2	
·			<del></del>
anni de la companya d	Business relationships with city elected officials	ION III BUSINESS RE	SECTION
Municip	losing Party had a "business relationship," as defined in Chapter 2-156 of the M City elected official in the 12 months before the date this EDS is signed?		
	on [k]	Yes [X] No	[]Yes
	entify below the name(s) of such City elected official(s) and describe such	ship(s):	f yes, please elationship(
м	losing Party had a "business relationship," as defined in Chapter 2-156 of the M City elected official in the 12 months before the date this EDS is signed? [X] No	the Disclosing Party had a with any City elected officing see [X] No please identify below the n	Has the Code, with a

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

(indicate whether retained or anticipated	Address	(subcontractor, attorney, lobbyist, etc.)	rees (indicate whether paid or estimated)
to be retained)			
None			
e e e e e e e e e e e e e e e e e e e			•
(Add sheets if necessar	ry)		
[] Check here if the D entities.	isclosing party h	as not retained, nor expects to retain, a	iny such persons or
SECTION V CERT	rifications		
A. COURT-ORDERE	D CHILD SUPE	PORT COMPLIANCE	
· · · · · · · · · · · · · · · · · · ·		-415, substantial owners of business en th their child support obligations throu	
· ·	•	tly owns 10% or more of the Disclosin ons by any Illinois court of competent	
[] Yes [X	No []N	o person owns 10% or more of the Dis	sclosing Party.
If "Yes," has the person is the person in compli	•	court-approved agreement for payment greement?	of all support owed and
[]Yes []	No		

#### **B. FURTHER CERTIFICATIONS**

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 2. The certifications in subparts 2, 3 and 4 concern:
  - the Disclosing Party;
  - any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:					B (Further		
			-	<del></del>		<del></del>	
					, .	· · · · · · · · · · · · · · · · · · ·	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [x] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

2-32 of the Munic	pal Code, explain here (attacl	additional pages if necessary):
	i	
* -	<b>!</b>	
	<del>-</del>	nse appears on the lines above, it will be certified to the above statements.
D. CERTIFICATION	ON REGARDING INTERES	r in city business
Any words or terms meanings when use		-156 of the Municipal Code have the same
	inancial interest in his or her o	he Municipal Code: Does any official or employee own name or in the name of any other person or
[] Yes	[x] No	
NOTE: If you che Item D.1., proceed	<del>_</del>	eed to Items D.2. and D.3. If you checked "No" to
elected official or e any other person or for taxes or assessm "City Property Sale"	mployee shall have a financial entity in the purchase of any p ents, or (iii) is sold by virtue o	etitive bidding, or otherwise permitted, no City interest in his or her own name or in the name of property that (i) belongs to the City, or (ii) is sold of legal process at the suit of the City (collectively, taken pursuant to the City's eminent domain power meaning of this Part D.
Does the Matter inv	olve a City Property Sale?	
[] Yes	[] No	·
<del>-</del>		the names and business addresses of the City entify the nature of such interest:
Name	Business Address	Nature of Interest
<u></u>	·	

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

by the City. Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2. X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders. 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records: SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

	g Party the Applicant?	
[] Yes	[]No	
If "Yes," answ	r the three questions below:	
1. Have yo	developed and do you have on file affirmative action programs pural regulations? (See 41 CFR Part 60-2.)	suant to
[] Yes	[ ] No	
2. Have yo	filed with the Joint Reporting Committee, the Director of the Office	e of Federal
Contract Comp ander the appli	ance Programs, or the Equal Employment Opportunity Commissionable filing requirements?	all reports due
[] Yes	[] No	
	participated in any previous contracts or subcontracts subject to the	: •

# SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

### **CERTIFICATION**

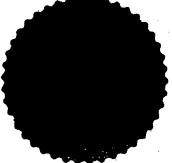
Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Redoma S.a.r.l.	Date: 12Th REBRUARY 2009
(Print or type name of Disclosing Party)	
By:	
	•
(sign here)	
JAROSLAVA KORRANCOVA	<u></u>
(Print or type name of person signing)	
Director - ATTORNEY-12-FACT	
(Print or type title of person signing)	_
Signed and sworn to before me on (date) 13 at LONDON County, ENGLAND	TH FEBRUARY LOOS, by JAPOSLAVA KORPANCOUA", (state).
Notary Public London, England (Richard J. Saville)	_ Notary Public.
Commission expires: My Commission expire	
•	
SAVELE & CO	

SAVALLE & CO.

Notaries —
Notaries —
One Carey Lane, London EC2V RAE
Telephone: +44 (0)20 79:20 0000
Fax: +44 (0)20 79:20 0088
Www.savillenotaries.com

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Annex 2

Allianz SE

99,779% (indirect)

Allianz Deutschland AG

99,779% (indirect)

Jota Vermögensverwaltungsgesellschaft mbH

76.415% (indirect)

Allianz Lebensversicherungs-Aktiengesellschaft 85% (direct)

Allianz Versicherungs-Aktiengesellschaft

15% (direct)

# **ECONOMIC DISCLOSURE STATEMENT** AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

Allianz Lebensversicherungs-Aktiengesellschaft

Check ONE of the following three boxes:
Indicate whether Disclosing Party submitting this EDS is:  1. [] the Applicant OR
<ol> <li>[x] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of Applicant in which Disclosing Party holds an interest: see Annex 1 OR</li> </ol>
3. [] a specified legal entity with a right of control (see Section II.B.1.b.) State the legal name of the entity in which Disclosing Party holds a right of control:
B. Business address of Disclosing Party: Reinsburgstrasse 19, 70178 Stuttgart Germany
C. Telephone: +49.89.3800 18551 Fax: +49.89.3800 818551 Email: oliver.draf@allianz.co
D. Name of contact person: Dr. Oliver Draf
E. Federal Employer Identification No. (if you have one):
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") which this EDS pertains. (Include project number and location of property, if applicable):
Chicago Metered Parking System Concession Agreement
G. Which City agency or department is requesting this EDS? Finance Dept.
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # and Contract #
No. 41 04 05

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# SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

<ol> <li>Indicate the nature of the Disclosing Parties</li> <li>Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> <li>Sole proprietorship</li> <li>General partnership*</li> <li>Limited partnership*</li> </ol>	triy:  [] Limited liability company*  [] Limited liability partnership*  [] Joint venture*  [] Not-for-profit corporation  (Is the not-for-profit corporation also a 501(c)(3))?  [] Yes  [] No
[] Trust	[] Other (please specify)
* Note B.1.6 below.	
2. For legal entities, the state (or foreign c	ountry) of incorporation or organization, if applicable:
Germany	
3. For legal entities not organized in the State of Illinois as a foreign entitle of Illinois and Illinois	tate of Illinois: Has the organization registered to do tity?
[] Yes [x] No	[] N/A
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
For not-for-profit corporations, also list below	les of all executive officers and all directors of the entity all members, if any, which are legal entities. If there are usts, estates or other similar entities, list below the legal
Name	Title
see Annex 2	
	and the second s
company," "Limited liability partnership" or "J	hip," "Limited partnership," "Limited liability oint venture" in response to Item A.1. shove (Nature of of each general partner, managing member, manager or

Name		Title
indirect beneficial of such an interest interest of a membe estate or other sim Municipal Code or	interest (including ownership) in e include shares in a corporation, pa er or manager in a limited liability ilar entity. If none, state "None." I	cerning each person or entity having a direct or excess of 7.5% of the Disclosing Party. Examples attnership interest in a partnership or joint venture company, or interest of a beneficiary of a trust, NOTE: Pursuant to Section 2-154-030 of the City may require any such additional information chieve full disclosure.
Name	Business Address	Percentage Interest in the Disclosing Party
see Annex		
	•	
· .		
ECTION III B	USINESS RELATIONSHIPS W	ITH CITY ELECTED OFFICIALS
Has the Disclosi Code, with any City	ng Party had a "business relationsh y elected official in the 12 months l	ip," as defined in Chapter 2-156 of the Municipa before the date this EDS is signed?
[] Yes	k] No	
f yes, please identi elationship(s):	fy below the name(s) of such City	elected official(s) and describe such
<del></del>		

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
to be retained)	•		
NONE			
(Add sheets if necessar	ry)		
[] Check here if the Dientities.	isclosing party h	as not retained, nor expects to retain, a	ny such persons or
SECTION V CERT	TIFICATIONS		
A. COURT-ORDERE	D CHILD SUPP	ORT COMPLIANCE	
-		-415, substantial owners of business en h their child support obligations throu	
· · · · · · · · · · · · · · · · · · ·	-	ly owns 10% or more of the Disclosing ons by any Illinois court of competent j	
[] Yes [x	]No []N	o person owns 10% or more of the Di	sclosing Party.
If "Yes," has the person is the person in complia		ourt-approved agreement for payment reement?	of all support owed and
[] Yes []	No		

#### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
  - d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
  - e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
  - 2. The certifications in subparts 2, 3 and 4 concern:
  - the Disclosing Party;
  - any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
  - any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Perty, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this BDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such
  agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or
  prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or
  otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

Certifications), the D	isclosing Party m	iust explain be	elow:				
	•	·					
· · · · · · · · · · · · · · · · · · ·		<del></del>	·	· · · · · · · · · · · · · · · · · · ·			·
				· · · · · · · · · · · · · · · · · · ·		<del> </del>	
					- <b></b>		

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [x] is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

2-32 of the Mun	icipal Code, explain here (attach ad	ditional pages if necessary):	
		•	
	," the word "None," or no response umed that the Disclosing Party cert		l be
D. CERTIFICAT	TION REGARDING INTEREST IN	CITY BUSINESS	
	ns that are defined in Chapter 2-150 sed in this Part D.	of the Municipal Code have the	same
of the City have a entity in the Matte			
[] Yes	[x] No		•
NOTE: If you ch Item D.1., proceed	necked "Yes" to Item D.1., proceed d to Part E.	to Items D.2. and D.3. If you che	ecked "No" to
elected official or any other person of for taxes or assess "City Property Sa	I pursuant to a process of competitic employee shall have a financial into entity in the purchase of any properments, or (iii) is sold by virtue of leter.). Compensation for property take a financial interest within the mea	erest in his or her own name or in erty that (i) belongs to the City, or gal process at the suit of the City en pursuant to the City's eminent	the name of or (ii) is sold (collectively,
Does the Matter is	wolve a City Property Sale?		
[]Yes	[]No		
	ked "Yes" to Item D.1., provide the yees having such interest and identi		f the City
Name	Business Address	Nature of Interest	
		•	
			<del></del>
4 The Disale	ning Pauty fruthau apptifica that up a	untities de Communication de la chie	Mattan mill

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2.

X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

Disclosi or slave	The Disclosing I ing Party has fou holder insurance rifies that the fol	nd records r policies and	elating to inve	stments or p of any slave	rofits from s s or slavehol	lavery, the slav	e industry,
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,					
			,		<del></del>		
<del></del>		<del> </del>					<del> </del>

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

#### A. CERTIFICATION REGARDING LOBBYING

1.	List below the names of all persons of	or entities registered	under the federal Lobby	/ing `
Disclo	sure Act of 1995 who have made lob	bying contacts on bel		
respec	et to the Matter: (Begin list here, add s	sheets as necessary):		
		· · · · · · · · · · · · · · · · · · ·		
				· · · · · · · · · · · · · · · · · · ·
				•

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.I. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

# B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

is the Disclosing	arty the Applicant?	
[]Yes	[]No	
If "Yes," answer	e three questions below:	
applicable federal	eveloped and do you have on file affirmative action programs pure regulations? (See 41 CFR Part 60-2.)	suant to
[]Yes	[] No	
Contract Complia	ed with the Joint Reporting Committee, the Director of the Office ce Programs, or the Equal Employment Opportunity Commission e filing requirements?  [] No	of Federal all reports due
[].00	[]140	•
3. Have you p	rticipated in any previous contracts or subcontracts subject to the lause?	• •
[]Yes	[ ] No	
If you checked "N	"to question 1. or 2. above, please provide an explanation:	•
		***************************************

# SECTION VII - ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Allianz Lebensversicherungs-Aktiengesellschaft Date: 12th FEBRUARY 2009
(Print or type name of Disclosing Party)

By:
(sign here)

' ΤΑΡΟΘΙΑΊΑ ΚΟΚΡΑΝΙΟΝΑ΄ (Print or type name of person signing)

ATTORNEY - 12 - FACT
(Print or type title of person signing)

Signed and sworn to before me on (date) 12th FEBRUARY 2008, by JAROSLAVA KORPANCOJA at LONDON County, ENGLAND (state).

Notary Public London, England (Richard J. Saville)

Notary Public.

Commission expires: My Commission expires at Death

SAVILLE & CO.
— Notaries —
One Carey Lane, London EC2V PAE
Telephone: +44 (0)20 7920 0000
Fax: +44 (0)20 7920 0088
www.savillenotaries.com

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### Annex 1

Applicant will be: Chicago Parking Meters, LLC

#### Annex 2

# Members of the Board of Management of Allianz Lebensversicherungs-Aktiengesellschaft

- 1. Dr. Maximilian Zimmerer
- (Chairman)
- 2. Dr. Michael Hessling
- 3. Dr. Markus Faulhaber
- 4. Dr. Wolfgang Brezina

Annex 3

Allianz SE

99,74% (indirect)

Allianz Deutschland AG

5,00% (direct) 94,74% (indirect) 99,74% (total)

Jota Vermögensverwaltungsgesellschaft mbH

89.90% (direct)

# CITY-OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I - GENERAL INFORMATION

Check ONE of the following three boxes:		· .		
Indicate whether Disclosing Party submitting 1. [] the Applicant OR	this EDS is:			•
2. [x] a legal entity holding a direct or ind Applicant in which Disclosing Party hol OR				
3. [] a specified legal entity with a right of the entity in which Disclosing Party hold			tate the legal n	iame o
3. Business address of Disclosing Party:	1585 Broadwa	ay	· .	
	New York, N	r 10036		
C. Telephone: 212-761-5126 Fax:212-	-404~9735	Frede Email: morga	erick.Pollo	ck@
. Name of contact person: Fred Pollock			. ,	
Federal Employer Identification No. (if you	have one):20=	-5630940		· ·
Brief description of contract, transaction or hich this EDS pertains. (Include project num	_			tter") t
hicago Metered Parking System Concess	ion Agreement			
Which City agency or department is request	ting this EDS?_F1	nance Departm	ent	<del></del>
If the Matter is a contract being handled by t complete the following:	he City's Departn	ient of Procuren	ıent Services,	please
Specification #	and Contract	#	·	•

Page 1 of 13

Ver. 11-01-05

## SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

[] Person	the nature of the Disclosing	•				
-	niataus I kresimana namanatian		ited liability c			
	gistered business corporation eld business corporation		nited liability p nt venture*	armersnip		
[] Sole proprie	•		-for-profit cor	norstion		
[] General par	•		ot-for-profit		also a 5016	(c)(3))?
[X] Limited par	•		Yes	[]No		
[] Trust		=	er (please spec	ify)		
* Note B.1.b be	low.	<del> </del>			· · · · · · · · · · · · · · · · · · ·	
2. For legal	entities, the state (or foreign	novetení ně	incornoration	.ae.organizai	Han ifan	dicable:
2, 10, 1080	ommos, mo state (or rototen	country) or	moorboranon	or organiza	non, n app	ittouoto.
Delaware	)					
	entities not organized in the S tate of Illinois as a foreign en		iom, trap ato o	20000000		
[]Yes	F] No	. []	N/A			
<del>,</del> – ,	[4] No CLOSING PARTY IS A LEG				· .	
B. IF THE DISC  1.a. Lis  For not-for-profit to such members		AL ENTIT les of all ex all member	Y: ecutive office s, if any, whic	h are legal	entities. I	f there are
B. IF THE DISC I.a. Lis For not-for-profit to such members itleholder(s).	CLOSING PARTY IS A LEG t below the full names and tit t corporations, also list below	AL ENTIT les of all ex all member	Y: ecutive office s, if any, whic or other simil	h are legal	entities. I	f there are
B. IF THE DISC I.a. Lis For not-for-profit to such members itleholder(s).	CLOSING PARTY IS A LEG t below the full names and tit t corporations, also list below	AL ENTIT les of all ex all member usts, estates	Y: ecutive office s, if any, whic or other simil	h are legal	entities. I	f there are
B. IF THE DISC 1.a. Lis For not-for-profi	CLOSING PARTY IS A LEG t below the full names and tit t corporations, also list below	AL ENTIT les of all ex all member usts, estates	Y: ecutive office s, if any, whic or other simil	h are legal	entities. I	f there are

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name		Title	
Morgan Stanle	ey Infrastructure GP LP	. General Partner	
			<del>, , , , , , , , , , , , , , , , , , , </del>
indirect beneficie of such an interes interest of a mem estate or other sir Municipal Code (	al interest (including owners st include shares in a corpor aber or manager in a limited milar entity. If none, state " of Chicago ("Municipal Co	tion concerning each person or entity having a direction in excess of 7.5% of the Disclosing Party. Exation, partnership interest in a partnership or joint liability company, or interest of a beneficiary of a None." NOTE: Pursuant to Section 2-154-030 of (le"), the City may require any such additional informed to achieve full disclosure.	camples venture trust, the
• ••	•		
Vame	Business Address		
. •	Business Address	Percentage Interest in the	
Vame	Business Address	Percentage Interest in the	
Name Ses Attachmen	Business Address	Percentage Interest in the	
Sea Attachmen  ECTION III I	Business Address t A  BUSINESS RELATIONS) ing Party had a "business re	Percentage Interest in the Disclosing Party	micipa
Sea Attachmen  ECTION III I	Business Address t A  BUSINESS RELATIONS) ing Party had a "business re	Percentage Interest in the Disclosing Party  HPS WITH CITY ELECTED OFFICIALS  lationship," as defined in Chapter 2-156 of the Mu	micipa

# SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
<del></del>		· · · · · · · · · · · · · · · · · · ·	
See Exhibit I			·
	· · · · · · · · · · · · · · · · · · ·		
	<del></del>		
(Add sheets if necessary)			
[] Check here if the Disclentities.	osing party has	not retained, nor expects to retain, a	ny such persons or
SECTION V CERTIF	ICATIONS		

#### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

[] Yes [] No [2] No person owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

[]Yes []No

#### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V:
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- the Disclosing Party:
- any "Applicable Party" (meaning any party participating in the performance of the Matter; including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties"):
- \* any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such
  agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or
  prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or
  otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33B-3; (2) bid-rotating in violation of 720 ILCS 5/33B-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

Certifications), the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:						
			<u></u>	•		<u></u>
•			_			

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is M is not

a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

****					
	· · ·	<del>,</del>	•	···	······································
	A," the word "None," or no esumed that the Disclosing F				
D. CERTIFICA	Ation regarding inte	rest in cit	Y BUSINESS	•	
	orms that are defined in Chap used in this Part D.	ter 2-156 of t	ne Municipal Co	de have the san	16
	ance with Section 2-156-110 a financial interest in his or ter?				
[]Yes	[4] No				
NOTE: If you of the state of th	hecked "Yes" to Item D.1., ped to Part E.	proceed to Ite	ns D.2. and D.3	. If you checke	d "No" t
elected official of any other person for taxes or asses City Property Sa	Id pursuant to a process of cor remployee shall have a finant or entity in the purchase of a sments, or (iii) is sold by vir- le"). Compensation for prop- e a financial interest within	icial interest in my property the tue of legal property taken perty taken pu	n his or her own nat (i) belongs to occss at the suit rsuant to the Cit	name or in the the City, or (ii) of the City (col	name of ) is sold lectively
oes the Matter in	nvolve a City Property Sale?	*	· .		
.[ ] Yes	[]No		•	. •	
	ked "Yes" to Item D.1., prov yees having such interest and				City
	Business Address		Nature of Inte	erest	
ame		•			
ame			•		•
ame					

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this BDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this BDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2.

X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of

the Disclosing Party and any and all predecessor entities for records of investments or profits from

slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records:

#### SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

#### A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lol	
Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing	g Party with
respect to the Matter: (Begin list here, add sheets as necessary):	•

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is	the	Disc.	losing	Party	the.	Appli	cant?

[]Yes []No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

[ ] Yes

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

[]Yes

[]No

[]No

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

[] Yes

[]No

If you checked "No" to question 1. or 2. above, please provide an explanation:

# SECTION VII – ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this BDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this BDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

Page 11 of 13

- D. If the City determines that any information provided in this BDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this BDS and any attachments to this BDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this BDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this BDS and also authorizes the City to verify the accuracy of any information submitted in this BDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Infrastructure Partners LP Date: 2 11 09
(Print or type name of Disclosing Party)
By: Morgan Stanley Infrastructure GP, its general partner By: Morgan Stanley Infrastructure Inc., its general partner
July Phy
(sign here)
Enh Polluh
(Print or type name of person signing)
VICE PRESIDENT
(Print or type title of person signing)
Signed and sworn to before me on (date) 2/11/09, by Frederick Pollock
at New York County, New York (state).
The second of th
Notary Public.  DOMINIQUE BAPTISTA  Notary Public, State of New York
No. 01BA5076837  Commission expires: 4128111 . Qualified in Nessau County  Certificate Filed in New York County
Commission Expires April 28, 201 (

# Morgan Stanley Infrastructure Partners LP

# Attachment A

Name	Address	Percentage Interest
Morgan Stanley Infrastructure Holdings Inc.	1585 Broadway New York, NY 10036	29.9759% (direct)
Predica Infrastructure 2006-2007	c/o Credit Agricole Asset Management & Capital Investors 90 Boulevard Pasteur Paris 75730 France	10.8356% (direct)
Teacher Retirement System of Texas	1000 Red River Street Austin, TX 78701-2627	33.1812% (direct)
MS Holdings Incorporated	1585 Broadway New York, NY 10036	30.1790% (indirect)
Morgan Stanley	1585 Broadway New York, NY 10036	30.3526% (indirect)

#### Exhibit I

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4th Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28 Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company
171 N. Clark Street, 04Cl
Chicago, Illinois 60601
Relationship: Title Company
Estimated to be paid: \$19,349.50
(Retained by: Chicago Parking Meters, LLC)

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting	this EDS. Include d/b/a/ if applicable:
Morgan Stanley Infrastructure Partners A	A Sub LP
Check ONE of the following three boxes:	
Indicate whether Disclosing Party submitting the 1. [] the Applicant OR	ais EDS is:
Applicant in which Disclosing Party holds OR	control (see Section II.B.1.b.) State the legal name of the control:
B. Business address of Disclosing Party:	1585 Broadway
	New York, NY 10036
C. Telephone: 212-761-5126 Fax: 212-	-404-9735 Frederick Pollock@ Email: morganstanley.com
D. Name of contact person: Fred Pollock	
E. Federal Employer Identification No. (if you h	ave one):20-8026344
F. Brief description of contract, transaction or o which this EDS pertains. (Include project numb	ther undertaking (referred to below as the "Matter") to ber and location of property, if applicable):
Chicago Metered Parking System Conc	ession Agreement
G. Which City agency or department is requesti	ng this EDS? Finance Department
If the Matter is a contract being handled by th complete the following:	e City's Department of Procurement Services, please
Specification #	and Contract #
·	

#### SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF I	DISCLOSING PARTY		
1 Indicate the	nature of the Disclosing	Doetro	
Person	nature of me Disclosing	rarty: [] Limited liability company*	• •
	red business corporation	[] Limited liability partnership*	
	usiness corporation	[] Joint venture*	
[] Sole proprietors		Not-for-profit corporation	
[] General partners	-	(Is the not-for-profit corporation al	go a 501(e)(3))?
[4] Limited partners	•	[]Yes []No	30 ti 502 (9)(5)).
[] Trust	h	[] Other (please specify)	
£1		[1] Other (brease specify)	
* Note B.1.b below.			
2. For legal enti	ties, the state (or foreign	country) of incorporation or organizati	on, if applicable:
Delaware			
		<del></del>	
3. For legal entit	ies not organized in the S	State of Illinois: Has the organization re	egistered to do
business in the State	of Illinois as a foreign en	itity?	
[]Yes	[k] No	[] N/A	
3. IF THE DISCLO	sing party is a leg	AL ENTITY:	
		tles of all executive officers and all dire	
		all members, if any, which are legal en	
	ne "no members," For tr	usts, estates or other similar entities, lis	it delow the legal
tleholder(s).		·	·
ame		Title	•
eminô		Tine	
	·		
	•		•
,			**
····		***************************************	
	•	en e	•

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

•		Title	
Morgan Stanley	Infrastructure GP LP	General Fartner	
- Air			
	·		<del></del>
indirect beneficial of such an interest interest of a membe estate or other simi Municipal Code of	interest (including ownersh include shares in a corpora er or manager in a limited l lar entity. If none, state "N Chicago ("Municipal Code	on concerning each person or entity having a daip) in excess of 7.5% of the Disclosing Party. tion, partnership interest in a partnership or join iability company, or interest of a beneficiary of lone." NOTE: Pursuant to Section 2-154-030 of "), the City may require any such additional in ed to achieve full disclosure.	Example nt venture f a trust, of the
Name	Business Address	Percentage Interest in the Disclosing Party	
See Attachment	A		
	***************************************		<del></del>
Has the Disclosin	g Party had a "business rela	IPS WITH CITY ELECTED OFFICIALS ationship," as defined in Chapter 2-156 of the landship the date this EDS is signed?	
[]Yes	[4] No		
yes, please identify lationship(s):	below the name(s) of sucl	h City elected official(s) and describe such	
	·		·
	······································		

or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (indicate whether paid or estimated)
See Exhibit I	:		
	·	*	
(Add sheets if necessary)			
[] Check here if the Disclentities.	osing party ha	s not retained, nor expects to retain, ar	ay such persons or
SECTION V - CERTIF	ICATIONS		

#### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

[]Yes	[] No	[X] No person owns 10% or m	ore of the Disclosing Party.
		ı .	
If "Yes." has th	e nerson entere	ed into a court-approved agreemen	t for navment of all support owed

is the person in compliance with that agreement?

የ 1 <b>የ</b> ፖለር	
[]Yes	O

## B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- · the Disclosing Party;
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter;

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33B-3; (2) bid-rotating in violation of 720 ILCS 5/33B-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the fellowing lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Furth Certifications), the Disclosing Party must explain below:			Part B (Further	
	······································			

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [X] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

If the letters "N conclusively pro	A," the word "None," or no response appears on the lines above, it will esumed that the Disclosing Party certified to the above statements.	ll be
D. CERTIFICA	TION REGARDING INTEREST IN CITY BUSINESS	
	rms that are defined in Chapter 2-156 of the Municipal Code have the used in this Part D.	same
	ance with Section 2-156-110 of the Municipal Code: Does any officia a financial interest in his or her own name or in the name of any other ter?	
[]Yes	[8] No	
tem D.1., procee	d to Part E.	. "
2. Unless solected official or ny other person or taxes or assess City Property Sa	d to Part E.  d pursuant to a process of competitive bidding, or otherwise permitted employee shall have a financial interest in his or her own name or in or entity in the purchase of any property that (i) belongs to the City, of sments, or (iii) is sold by virtue of legal process at the suit of the City le"). Compensation for property taken pursuant to the City's eminents a financial interest within the meaning of this Part D.	the name of r (ii) is sold (collectively
2. Unless sollected official or ny other person or taxes or assessibly Property Sames not constitute	d pursuant to a process of competitive bidding, or otherwise permitted employee shall have a financial interest in his or her own name or in or entity in the purchase of any property that (i) belongs to the City, of ements, or (iii) is sold by virtue of legal process at the suit of the City le"). Compensation for property taken pursuant to the City's eminent	the name of r (ii) is sold (collectively
2. Unless sollected official or ny other person or taxes or assessibly Property Sames not constitute	d pursuant to a process of competitive bidding, or otherwise permitted employee shall have a financial interest in his or her own name or in or entity in the purchase of any property that (i) belongs to the City, of sments, or (iii) is sold by virtue of legal process at the suit of the City le"). Compensation for property taken pursuant to the City's eminent a financial interest within the meaning of this Part D.	the name of r (ii) is sold (collectively
2. Unless soldected official or ny other person or taxes or assessity Property Sapes not constitute oes the Matter in [] Yes  3. If you check	d pursuant to a process of competitive bidding, or otherwise permitted employee shall have a financial interest in his or her own name or in or entity in the purchase of any property that (i) belongs to the City, of sments, or (iii) is sold by virtue of legal process at the suit of the City le"). Compensation for property taken pursuant to the City's eminent a financial interest within the meaning of this Part D.  Evolve a City Property Sale?	the name of r (ii) is sold (collectively domain pow
2. Unless soldected official or ny other person or taxes or assessity Property Sapes not constitute oes the Matter in [] Yes  3. If you check	d pursuant to a process of competitive bidding, or otherwise permitted employee shall have a financial interest in his or her own name or in or entity in the purchase of any property that (i) belongs to the City, or sments, or (iii) is sold by virtue of legal process at the suit of the City le"). Compensation for property taken pursuant to the City's eminent a financial interest within the meaning of this Part D.  I No  Livolve a City Property Sale?  [ ] No  ked "Yes" to Item D.1., provide the names and business addresses of	the name of r (ii) is sold (collectively domain pow
2. Unless soldected official or ny other person or taxes or assessed that the constitution of the Matter in [] Yes  3. If you check ficials or employ	d pursuant to a process of competitive bidding, or otherwise permitted employee shall have a financial interest in his or her own name or in or entity in the purchase of any property that (i) belongs to the City, or sments, or (iii) is sold by virtue of legal process at the suit of the City let). Compensation for property taken pursuant to the City's eminent a financial interest within the meaning of this Part D.  Evolve a City Property Sale?  [] No  ked "Yes" to Item D.1., provide the names and business addresses of rees having such interest and identify the nature of such interest:	the name of r (ii) is sold (collectively domain pow

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

## E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this BDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2.

- 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.
- 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records:

## SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

### A. CERTIFICATION REGARDING LOBBYING

1. List below the name Disclosure Act of 1995 who respect to the Matter: (Begi	o have made lob	bying contacts of	on behalf of the Dis	ral Lobbying closing Party with
		<u> </u>	•	
	·			

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sflllin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is	the	Disclos	ing Party	the	Applicant?	
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[] Yes

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

[] Yes

[]No

[]No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

[]Yes

[]No

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

[]Yes

[]No

If you checked "No" to question 1. or 2. above, please provide an explanation:

# SECTION VII – ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

Page 11 of 13

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- B. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Infrastructure Partners A Date:  (Print or type name of Disclosing Party)  By; Morgan Stanley Infrastructure GP LP, its general	2 11 09 partner
By: Morgan Stanley Infrastructure Inc., its general	partner
(sign here)	
(Print or type name of person signing)  VICE PRESIDENT	
(Print or type title of person signing)	
Signed and sworn to before me on (date) 2 11 09  at New York (state).	., by Frederick Pollock
Daning Rotat Notary Public.  Commission expires: 4/28/11.	DOMINIQUE BAPTISTA Notary Public, State of New York No. 01BA5076837 Qualified in Nassau County Certificate Filed in New York County Commission Expires April 28, 201

# Morgan Stanley Infrastructure Partners A Sub LP

## Attachment A

<u>Name</u>	Address	Percentage Interest
Victoria Fund Management Corporation ATF VFMC Infrastructure Fund II <sup>1</sup>	60 Collins Street Level 10 Melbourne Victoria 3000 Australia	13.1498% (direct)
Morgan Stanley Infrastructure Partners A Chicago Meters Blocker LLC	1585 Broadway New York, NY 10036	82.5709% (direct)
Morgan Stanley Infrastructure Partners A LP	1585 Broadway New York, NY 10036	82.5709% (indirect)
Morgan Stanley Offshore Infrastructure Partners A LP	1585 Broadway New York, NY 10036	63.2658% (indirect)
JP Morgan Nominees Australia Limited ACF Morgan Stanley Infrastructure Fund No. 2	15 William Street Level 14 Melbourne Victoria 3000 Australia	8.2556% (indirect)
PFA Pension, Forsikringsaktieselskab	4 Sundkrogsgade Copenhagen 2100 Denmark	8.1773% (indirect)
Cavendish Limited	Silver Tower, Corniche Road P.O. Box 61999 Abu Dhabi United Arab Emirates	8.2632% (indirect)

<sup>1</sup>Under item 2(b) of the Rules (the "Rules") Regarding Economic Disclosure Statement and Affidavit ("EDS") promulgated pursuant to Section 2-154-050 of the City of Chicago Municipal Code, Victoria Fund Management Corporation ATF VFMC Infrastructure Fund II ("Victoria Fund") is not required to separately file an EDS in its capacity as a pension fund maintained by a government body - the State of Victoria, Australia.

#### Exhibit I

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602 Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4<sup>th</sup> Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28 Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company 171 N. Clark Street, 04Cl Chicago, Illinois 60601 Relationship: Title Company Estimated to be paid: \$19,349.50 (Retained by: Chicago Parking Meters, LLC)

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## **SECTION I -- GENERAL INFORMATION**

$\cdot$
A. Legal name of Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
Morgan Stanley Offshore Infrastructure GP Ltda
Check ONE of the following three boxes:
Indicate whether Disclosing Party submitting this EDS is: 1. [] the Applicant OR
2. [X] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of the Applicant in which Disclosing Party holds an interest: Chicago Parking Meters, LLC OR
3. [] a specified legal entity with a right of control (see Section II.B.1.b.) State the legal name of the entity in which Disclosing Party holds a right of control:
B. Business address of Disclosing Party: 1585 Broadway
New York, NY 10036
C. Telephone: 212-761-5126 Fax: 212-404-9735 Email: morganstanley.com
D. Name of contact person:Fred Pollock
E. Federal Employer Identification No. (if you have one): 98-0537618
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):
Chicago Metered Parking System Concession Agreement
G. Which City agency or department is requesting this EDS? Finance Department
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # and Contract #

#### SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

## A. NATURE OF DISCLOSING PARTY 1. Indicate the nature of the Disclosing Party: [] Person [X] Limited liability company\* [ ] Publicly registered business corporation [ ] Limited liability partnership\* [] Privately held business corporation [] Joint venture\* [ ] Sole proprietorship [] Not-for-profit corporation [] General partnership\* (Is the not-for-profit corporation also a 501(c)(3))? [] Limited partnership\* []Yes []No [] Trust [] Other (please specify) \* Note B.1.b below. 2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable: Cayman Islands 3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity? []Yes []N/A X No B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY: 1.a. List below the full names and titles of all executive officers and all directors of the entity. For not-for-profit corporations, also list below all members, if any, which are legal entities. If there are no such members, write "no members." For trusts, estates or other similar entities, list below the legal titleholder(s). Title Name See Attachment II.B.1.a.

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name		Tille
indirect benefici of such an interc interest of a mer estate or offer si Minisipal Code	ld interest fincluding owns ist include shares in a corpo ober or manager in a limite intler entity. If nons, state of Chicago ('Manbipal Cc	ation concerning each person or entity having a direct of the Disclosing Party. Exemination, partnership interest in a partnership or joint vent disclosing Party of a grant line of the Disclosing Party. Exemination, partnership on interest in a partnership or joint vent disclosing of a grant line of the beneficiary of a grant line of the City may require any such additional informs and to achieve full disclosure.
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ECTION III  Has the Disclos ode, with any di  I I Yes  yes, please ident adionaldule);	PUSINESS RELATIONS the Party had a "business r ty elected official in the 13" [1780]	elationship, "as defined in Chapter 2-156 of the Munici months before the date this BILS in signed?

Papes of 13

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular pastoll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on bolish of any person or entity after than; (1) a not-tor-profit entity, on an unpaid basis, or (2) himself. "Lobbyist also means any person openlify any part of whose dulles as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name
Business Relationship to Dissolving Party
(indicate whether Address (subcontractor, attorney, findicate whether
relatived or antidipated to be retained)

Fee Exhibit T

(Add cheets if necessary)

I I Check here if the Disclosing party has not retained, not expects to could, any such persons or suffice.

arction v - cirtifications

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Maniopal Code Section 2-92-415, substantial owners of business entities that contract with the City most temain in compliance with their child support of ligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arreacage on any child support obligations by any illinois court of competent jurisdiction?

ITY's

[1190

[4] No person owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and Is the person in compliance with that agreements

- LI Yes

1) No

### B. RURTHER CHRYINGATIONS

- 1. The Disclosing Party and, if the Disclosing Party ha legal entity, all of those persons or collifer identified in Section II.S. Lording Party.
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any francacions by any federal, state or local and of government.
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a priminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction of contract under a public transaction; a violation of federal or state autitudy transaction of index final; conference, them; forgory; bribery; felsification or desquedien of records making laise, statements; or receiving stolen property;
  - o, are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal state or local) with commission of any of the offeness commented in charge B.I.b. of this Section V;
- d. have not, Within this year period preseding the describing the describing that one or more public transportations (federal state or logal) temployed for consecretability and
- e. have not, within a five-year period preceding the date of this BLIS, been convicted, adjudged guilty, or found liable this about proceeding, or in enjoyalished or civil ection discluding aptions occurrently environmental violations, instituted by the City or by the federal government, any state, or any other author local government.
- 2. The designations in subparts 2, I study a confession

· the Disclosing Party:

rany "Applicable karty" (magning any party participating to the performance of the Matter, including but not thated to any persons or legal entities disclosed under Section IV, "Disclosure of

Subcontractors and Other Retained Parties");

I any "Affiliated Entity" (meaning a person or entity that, directly or indirectly controls the Disclosing Party, or is, with the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicts of control include, without limitation. Interlocking incompensation or ownership: identity of interests among family members, shared facilities and equipments common use of complexes; or organization of a business entity following the intelligibility of a business entity to do business with federal or state or local covernment, including the City, using substantially the amornium general, ownership, or principals as the ineligible entity); with respect to Applicable Party, the ferm Affiliated Entity means a person or entity that directly indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person occulity.

nny responsible official of the Disclosing Party, any Applicable Party or any Affiliated Builty or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Builty, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Builty (collectively "Agents").

Neither the Disclosing Barry, nor any Applicable Barry, nor any Affiliated Builty of either the Disclosing Parly or any Applicable Parly nor any Agents have, during the five-years before the data this EDS is signed, or, with respect to an Applicable Party, or Affiliated Entity or an Affiliated Entity of an Applicable Party during the five-years before the date of such Applicable Party is or Affiliated Entity's contract or engagement in connection with the Matter.

- is, bribed if ittempted to bribe, or been convioled or adjudged guilty of bribery or altemptaged bribe, apublic officer or employee of the City, the State of Illinois, or any agency of the federal government in the Vulted States of America, in that officer's or employee's official capacity;
- b. agreed of religied with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or natiodesed guilty of appearant or religious bidders or prospective bidders, in restraint of treedom of competition by agreement to bid a fixed piece or otherwise, or
- e. made an admission of such conduct described in a, or b, above that is a matter of record, but have noticen prosecuted for such conducts or
- d. violated the provisions of Municipal Code Scotlon 2 12-610 Middles Wage Ordinance).
- 3. Neither the Disolosing Party, Affiliated Entity or Applicable Party, or any of their confloyers, officials, agents or partners, is barred from contracting with any units of state to local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33B-1; (2) bid-restring in violation of 720 ILCS 5/33B-1; (2) bid-restring in violation of 720 ILCS 5/33B-1; (3) any similar offense of any state of of the United States of America the contains the came elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Purpy nor any Africand Builty is listed on any of the following lists middle find by the Office of Borelgy Assely Control of the U.S. Department of the Treasury or the Bureau of Indisalty and Brounty of the U.S. Department of Continues of their successions the Specialty Designated Rathboats List, the Donied Persons List, the Thyonfield List, the Builty List and the Debarred List.
- si. The Disclosing Percy understands and sirall comply with (1) the applicable requirements of the Governmental Philes Ordinance of the City, Titles? Chapter 2-13n of the Municipal Code; and Whall the applicable provisions of Chapter 2-36 of the Municipal Code (Office of the Imperior General).

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Hibe letters ( conclusively p	IA, "the word "None," or no respondential the Disclosing Party of	sé appears on the lines abovo, it will be utilised to the above sintements.
d. Certific	ATION REGARDING INTEREST	IN CITY INCIDERS
Any words or to meanings when	orms that are defined in Chapter 2-1 used in this Part D.	36 of the Municipal Code have the same
1. In according to the City have entiry in the Ma	a finencial interest in his order ow	Municipal Code: Does may official or employee in name of in the name of any other person or
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## E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and my and all predecessor entities for records of investments or prelits from alarory, the slave industry, or slaveholder insurance policies from the slavery eth (including insurance policies issued to shaveholdens that provided coverage for damage to or injury or death-of their slaves) and has disclosed in this IDS any and all stayes or slaveholders described in these records. Failure to comply with these disclosure requirements may make the Matter to which this EDS perfetus voidable by the City.

C. C	
Please check disclose below	eliber I. or 2. below. If the Disclosing Party checks 2., the Disclosing Party unust or in an anachment to this EDS all regulates information as set forth in that paragraph
the Disclosing slavery, the sit me toocids of i	is losing Burly verifier that (p) the Displacing Party has searched any and all records of Party and appeared of predecessor entities for records of thresholder or profits from the industry, or slaveholder insurance policies, and (b) the Displacing Party has found averagency or profits from clavery, the clave industry, or slaveholder insurance records of manes, of any claves or slaveholders.
Disclosing Par or slaveholder	isclosing facts, verificables, as a result of conducting the search in step T(a) above, the types found records relating to inventments or profes from clavery, the slave industry, identance policies and/or the manes of any slaves of dividualders. The Disclosing let the following constitutes full disclosure of all such records:
<del></del>	
with the same of t	
SECTION VI	CERTIFICATIONS FOR FEITH ACLASSICATION DED MANTERS
NOTE: If the M binded, proceed	after is federally funded, complete this Sedifon VI. If the Manor is not federally to Seudon VII.
k, certuiica	DOWERVEDING TORRAING
liscipsure Acto	the names of all persons or epilites registered under the federal Lindbylns I 1995 who have made feldbying contacts on behalf of the Disclosing Partly Williams (Begni list here, and sheets as assessary):
	The state of the s
	Consecutive St.

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will subjuit an updated conflication at the end-of-each calcular quarter in which there occurs any event that materially affects the accuracy of the statements and information and forth in paragraphs A.L. and A.Z. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been of will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, as officer of comployee of Congress, or an employee of a member of Congress in connection with the Matter, the Divoluting Party must complete and submit Standard Form-LLL. "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budger (OMB) web site as hup/lower whitchouse gov/omb/grants/stallingdt, linked on the page http://www.whitchouse.gov/omb/grants/grants\_torms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(f) of the internal Revenue Code of 1986s or (ii) it is an organization described in section 501(c)(d) of the internal Revenue Code of 1986 burlas not engaged and will not engage in Lobbying Activities.
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain scriffications equal in form and substance to paragraphs A.1. through A.4, above from all subcontractors before it nowards any subcontract and the Disclosing Party must maintain all such subcontractors certifications for the discontract and must make such tertifications promptly available to the City upon teautest.
- B. CHRITICATION REGARDING BOUAL EMPLOYMENT OFFORTUNITY

If the Matter is redecally funded, federal regulations require the Applicant and all proposed subconfractors to subrail the following information with facilities of in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

[] Yes

I No

If "Yes," answer the three questions below:

- 1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)
- 2. Have you filed with the Joint Reporting Committee, the Director of the Office of Reduction Committee Compliance Programs, or the Report Employment Opportunity Commission all reports discurded the applicable filing requirements?

[] Yes

IINo

3. Have you participated in any provious common or subcombacts subject to be equal opportunity clause?

1) Yes

Dine

Ayou obsoled "No" to question 1. or 2. above, please provide an explanations

SECTION VII— ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISOLOSDIE

The Disclosing Party and entands and agrees that

- A. By completing and thing this HDS, the Disclosing Party acknowledges and agrees, on behalf of USEU and the persons or infilles named in this HDS, that the Chy may investigate the creditive things of some or all of the persons or validies gamed in this HDS.
- E. The pertitioning, directories, and arknowledgments contained in this HDB will become part of any contained to their agreement between the Applicant and the City in connection with the Matter, whether proceedings, (My assistance, or either City action, and are material indicessions to the City's execution of any contain or taking other action with respect to the Nation. The Disclosing Party understands that it must comply with all electrics, ordinances, and regulations or which this EDS is based.
- G. The City's Governmental Whites and Compatine Emencing Ordinances, Chapters 2-156 and 2-154 of the Municipal Code, impose certain duties and obligations on persons or endies seeking City contracts, work business or iransactions. The full text of these ordinances and a training program is available on line at new self-vicible of endies, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 600, Chicago, M. 50610, (312) 744-9650. The Disclosing Party must comply fully with the applicable ordinances.

Page 11 of 13

D. If the City determines that any information provided in this IDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voldable), at law, or in equity, including terminating the Disclosing Party is participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incorreration and an award to the City of trable damages.

H. It is the Citylapplicy to make this document available to the public on its Internal site and/or upon request. Some of all of the information provided on this EDS and any altachments to this EDS thay be made available to the public on the Internal, in response to a Procident of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information compined in this EDS and also authorizes the City to varify the accuracy of any information submitted in this EDS.

P. The information provided in this BIS must be kept oursoit. In the event of changes, the Disclosing Party must supplementable DIS up to the three City inker action on the Matter. When Matteris a contract being handled by the City's Department of Procurement Services; he Disclosing Party must update this BIS as the contract requires.

The Disclosing Party represents and watrants that:

(i). The Disploying Party has not withheld or reserved any disployung as to evonemic inferests in the Disploying Party, or up to the Matter, or any laformation, data or plan as to the invended use or purpose for which the Applicant needs (sley Council or other City appropriation.

For purposes of the confitoations in H.I. and H.I. below, the term "phillate" means any person or entity that, directly or indirectly, controls the Disslosing Party, is controlled by the Disslosing Party, or is, with the Disslosing Party, ander common control of another person, or entity. Indicin of control include, with the Disslosus interiocking management or ownership, identity of interests among include, without limitation; interiocking management or ownership, identity of interests among family members, shared includes and equipment, common use of employees; or organization of a business entity idlicating the including the business with the federal government or a state or local government, including the Edgy, using substantially the same management, ownership, or principals as the including the entity.

- H.1. The Disclosing Party is not delinquent in the payment of any lax administered by the Illinois Department of Revenue, not are the Disclosing Party or its affiliates delinquent in paying any fine, fee, taxor other charge over the City. This includes, but is applicated to, all water charges, sever charges, license fees, parking tickets, property taxes or sales taxes.
- 11-2 If the Disclosing Larly is the Applicant, the Disclosing Larly and its affiliates will not use, not permit their subsputnicious to use, any facility on the U.S. BPA's List of Violating Ladlities in connection with the Manter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Offshore Infrastruct	ure GP Ltd.	•
	Date:	2/11/09
(Print or type name of Disclosing Party)	<del></del>	
By:		
Fruh PM		
(sign here)		
Froth Allery	<u> </u>	
(Print or type name of person signing)		
DIRECTOR		,
(Print or type title of person signing)		
Signed and sworn to before me on (date)	2/11/09	, by Frederick Pollack
at New York County, New York		
Dainy Byth	Notary Public.	DOMINIQUE BAPTISTA
Commission expires: 4/28/11	•	Notary Public, State of New York No. 01BA5076837 Qualified in Nassau County Certificate Filed in New York County
		Certificate Filed in New York County

#### Attachment II.B.1.a. - Morgan Stanley Infrastructure GP Ltd.

#### Officers

President

Chief Executive Officer

Chief Financial Officer Vice President

Vice President Vice President

Vice President Vice President

Secretary
Assistant Secretary

Assistant Secretary
Assistant Secretary

Treasurer

Wahba, Sadek, M.

Wahba, Sadek, M.

Hahn, Jeffrey, D. Cattier, Jennifer, M.

Hahn, Jeffrey, D.

Indelicato, Mario, Arthur

Marmoll, Eric, J. Pollock, Fred

Newmark, Debbie, J. Cattier, Jennifer, M.

Davis, Wanda, F. Indelicato, Mario, Arthur

Seebode, Sally

#### **Directors**

Director Director Indelicato, Mario Lepin, Ron Pollock, Fred

# $Attachment \ A-Morgan \ Stanley \ Offshore \ Infrastructure \ GP \ Ltd.$

Name	Address	Percentage Interest
Morgan Stanley Infrastructure Inc.	1585 Broadway New York, NY 10036	100% (direct)
MS Holdings Incorporated	1585 Broadway New York, NY 10036	100% (indirect)
Morgan Stanley	1585 Broadway New York, NY 10036	100% (indirect)

#### Exhibit I

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35

Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4<sup>th</sup> Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28

Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company 171 N. Clark Street, 04Cl Chicago, Illinois 60601 Relationship: Title Company Estimated to be paid: \$19,349.50 (Retained by: Chicago Parking Meters, LLC)

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

### **SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submitting	this EDS. Include d/b/a/ if applicable:
Morgan Stanley Infrastructure Partners	A LP
Check ONE of the following three boxes:	<i>4</i>
Indicate whether Disclosing Party submitting the 1. [] the Applicant OR	his EDS is:
Applicant in which Disclosing Party hold OR	s an interest: Chicago Parking Meters, LLC
the entity in which Disclosing Party holds	control (see Section II.B.1.b.) State the legal name of a right of control:
B. Business address of Disclosing Party:	1585 Broadway
	New York, NY 10036
C. Telephone: 212-761-5126 Fax: 212-4	Frederick.Pollock@ 404-9735 Email: morganstanley.com
D. Name of contact person: Fred Pollock	
E. Federal Employer Identification No. (if you l	nave one): 20-8026311
F. Brief description of contract, transaction or of which this EDS pertains. (Include project numbers)	other undertaking (referred to below as the "Matter") to oer and location of property, if applicable):
Chicago Metered Parking System Concession	on Agreement
G. Which City agency or department is requesti	ing this EDS? Finance Department
If the Matter is a contract being handled by the complete the following:	ne City's Department of Procurement Services, please
Specification #	and Contract #

## SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY	
1. Indicate the nature of the Disclosing Pa	arter
[] Person	[] Limited liability company*
[] Publicly registered business corporation	[] Limited liability partnership*
[] Privately held business corporation	[] Joint venture*
[] Sole proprietorship	[] Not-for-profit corporation
[] General partnership*	(Is the not-for-profit corporation also a 501(c)(3))?
[4] Limited partnership*	· · · · · · · · · · · · · · · · · · ·
[] Trust	[] Yes [] No [] Other (please specify)
F1 trust	[] Other (prease specify)
* Note B.1.b below.	
2. For legal entities, the state (or foreign c	ountry) of incorporation or organization, if applicable:
Delaware	Military was an analysis of the state of the
business in the State of Illinois as a foreign ent	ate of Illinois: Has the organization registered to do ity?
B. IF THE DISCLOSING PARTY IS A LEGA	L ENTITY:
For not-for-profit corporations, also list below a	es of all executive officers and all directors of the entity all members, if any, which are legal entities. If there are sts, estates or other similar entities, list below the legal
Vame	Title
, - <del>-</del> , -, <del></del>	

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

Name		Title	
Morgan Stanle	ey Infrastructure GP LP	General Pertner	
	· · · · · · · · · · · · · · · · · · ·		
indirect beneficia of such an interest interest of a mem estate or other sin Municipal Code (	al interest (including ownersh it include shares in a corpora- ber or manager in a limited I nilar entity. If none, state "N of Chicago ("Municipal Code	on concerning each person or entity having a dir- sip) in excess of 7.5% of the Disclosing Party. Eton, partnership interest in a partnership or joint iability company, or interest of a beneficiary of a lone." NOTE: Pursuant to Section 2-154-030 of some."), the City may require any such additional info ed to achieve full disclosure.	xample venture trust, the
Name	Business Address	Percentage Interest in the	
See Attachme	nt A	Disclosing Party	
•			
Has the Disclos	ing Party had a "business rel	IPS WITH CITY ELECTED OFFICIALS ationship," as defined in Chapter 2-156 of the Months before the date this EDS is signed?	lunioipa
[]Yes	[4] No		
yes, please ident lationship(s):	ify below the name(s) of suc	h City elected official(s) and describe such	
	•		

any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE:

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name Business Relationship to Disclosing Party (indicate whether (indicate whether Address (subcontractor, attorney, retained or anticipated paid or estimated) lobbyist, etc.) to be retained) See Exhibit I

(Add sheets if necessary)

[] Check here if the Disclosing party has not retained, nor expects to retain, any such persons or entities.

#### SECTION V - CERTIFICATIONS

#### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

[]Yes [] No Parson owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

[ ] Yes []No

#### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- the Disclosing Party;
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

	6. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:				
:		· · · · · · · · · · · · · · · · · · ·		<del></del>	
		· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	· · · · · · · · · · · · · · · · · · ·	

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [X] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

	<del></del>		·				
·				······································		<del></del>	·
If the letters "N conclusively pr	A," the word "None, esumed that the Disc	" or no respo losing Party	onse appea certified t	urs on the li o the above	nes above, i statements	t will be	
D. CERTIFICA	TION REGARDING	3 interes	T IN CIT	y busine:	38		
	rms that are defined used in this Part D.		l-156 of th	e Municipa	l Code have	e the same	
	ance with Section 2- a financial interest in tter?						
[] Yes	[4] No						•
any other person for taxes or asses 'City Property S	r employee shall hav or entity in the purch ssments, or (iii) is sol ale"). Compensation te a financial interest	ase of any p d by virtue for property	property the of legal provided taken pur	at (i) belon ocess at the rsuant to the	gs to the Ci suit of the City's emi	ty, or (ii) is City (collec	solo tive
Does the Matter	involve a City Proper	ty Sale?	٠				
[]Yes	[]No					·	
	cked "Yes" to Item D eyees having such int						ty
	Business A	ddress		Nature o	f Interest	:	
lame							
lame	<del></del>			1			<del></del>
lame		-: -					

#### **B. CERTIFICATION REGARDING SLAVERY ERA BUSINESS**

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this BDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

by the City. Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this BDS all requisite information as set forth in that paragraph 2. X 1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders. 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records: SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sfillin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the	Disclosing	Party the	Applicant?
--------	------------	-----------	------------

ſ	] Yes		[] No
L	l res	•	[]1

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

[]Yes []No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

[] Yes

IINo

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

[]Yes

[] No

If you checked "No" to question 1. or 2. above, please provide an explanation:

# SECTION VII – ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- B. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this BDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Infrastructure Partners	SALP Date: 2/11/09
(Print or type name of Disclosing Party)	
By: Morgan Stanley Infrastructure GP By: Morgan Stanley Infrastructure Inc	
Fulch Pathy	
(sign here)	
Frak & Polluh	
(Print or type name of person signing)	
VICE PRESIDENT	
(Print or type title of person signing)	
Signed and sworn to before me on (date) at New York	al11/09, by Frederick Pollack. (state).
Daning Both	Notary Public.  DOMINIQUE BAPTISTA
Commission expires: 4/28/11	Notary Public, State of New York No. 018A5076837 Qualified in Nassau County Certificate Filed in New York County Commission Expires April 28, 201

# Morgan Stanley Infrastructure Partners A LP

## Attachment A

<u>Name</u>	Address	Percentage Interest
Morgan Stanley Offshore Infrastructure Partners A LP	1585 Broadway New York, NY 10036	76.6200% (direct)
Morgan Stanley Infrastructure Partners Luxembourg Feeder, SICAV-F/S	25 Cabot Square Canary Wharf London E14 4QA GBR	8.2945% (direct)
JP Morgan Nominees Australia Limited ACF Morgan Stanley Infrastructure Fund No. 2	15 William Street Level 14 Melbourne Victoria 3000 Australia	9.9982% (direct)
PFA Pension, Forsikringsaktieselskab	4 Sundkrogsgade Copenhagen 2100 Denmark	9.9034% (indirect)
Cavendish Limited	Silver Tower, Corniche Road P.O. Box 61999 Abu Dhabi United Arab Emirates	10.0073% (indirect)

#### **Exhibit I**

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4<sup>th</sup> Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28 Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15th Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company 171 N. Clark Street, 04Cl Chicago, Illinois 60601 Relationship: Title Company Estimated to be paid: \$19,349.50 (Retained by: Chicago Parking Meters, LLC)

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting this EDS. Include d/b/a/ if a	pplicable:
Morgan Stanley Infrastructure GP LP	
Check ONE of the following three boxes:	
Indicate whether Disclosing Party submitting this EDS is: 1. [] the Applicant OR	
2. [x] a legal entity holding a direct or indirect interest in the Applicant.  Applicant in which Disclosing Party holds an interest: Chicago Parki  OR	
3. [] a specified legal entity with a right of control (see Section II.B.1.b the entity in which Disclosing Party holds a right of control:	.) State the legal name of
B. Business address of Disclosing Party: 1585 Broadway	<u> </u>
New York, NY 10036	
	rederick.Pollock@ morganstabley.com
D. Name of contact person: Fred Pollock	
E. Federal Employer Identification No. (if you have one):20-5630897	
F. Brief description of contract, transaction or other undertaking (referred to which this EDS pertains. (Include project number and location of property,	<u>.</u>
Chicago Metered Parking System Concession Agreement	
G. Which City agency or department is requesting this EDS? Finance De	epartment
If the Matter is a contract being handled by the City's Department of Procomplete the following:	curement Services, please
Specification # and Contract #	

## SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

[] Person [] Publicly registe	ship*	[] Limited liabili [] Limited liabili [] Isint ventury [] Noteforprofil	ty partnership* corporation fit-corporation also []-Tio	n 501(c)(3)
*Note B.1.5 below.  2. For logal out	illes, the state for foreign o	nintry) of locoppare	ioù or orkenjangan	, il applicat
Dellavara		**************************************	. ·	
3. For legal end susiness in the Some	tios not organized in the St of Illinois as a foreign and	ite of Minoise Hap (i 1977	e erganization reg	stered to do
CI Vos	Qno	ETNVA		
i. IF THE DISCLO I.a. Listbe ornorforgashi co	SING PARTY IS A LEGA low the full names and little possitions, also list below a	L ENCITY: s of all exegutive of il members, if any, ;	vhich are legal cont	tien. If the
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i. IF THE DISCLO I.a. Listbe ornorforgashi co	SING PARTY IS A LEGA low the full names and little possitions, also list below a	LENTITY: s of all exegutive of il members, Pany, is, estates or other s	vhich are legal cont	tien. If the

any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE: Buch legal entity listed below must submit an BDS on its own behalf. Name Morgan Stanley Infrastructure Inc. 1ts general parener 2. Please provide the following information concerning each person of entity having a direct or indirect beneficial interest (including evenerating) in excess of LAN of the Disclosing Pury. Examples of each an interest include chares in a corporation, partnership interest in a partnership or joint venture, interest of a member occupance in a limited liability company, or interest of a beneficiary of a wast, estate or other similar entity. If none, state "None," NOTE: Pursuant to Section 2.134-030 of the Municipal Code of Chicago ("Municipal Code"), the City may regulie any mon additional information from any applicant which is regronably intended to appleye full disclosure. Name Business Address Percentage Interest in the Disclosing Party See Attachment A SECTION III - BUSINESS RELATIONSHIPS WITH CITY ELECTED DEFICIACS Has the Disclosing Party had a "business relationship," as defined in Chapter 2 156 of the Marietput Code, with any City elected official in the 12-months before the date this BOS is signed? [] Yes MNo If yes, please identify below the name(s) of such City elected difficiel(s) and describe such celationship(s); SECTION IV - DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES The Disclosing Party must disclose the name and business address of each subscribed attorney. lobbyist, accounting, consultant and may office person or entity whom the Dischooling Party has releined

Paged of 19

or expects to cetain in connection with the Menter, as well as the influe of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payrell.

"Lobbyist" picture any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-predict entity, on an impaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another tholides undertaking to influence my legislative or administrative action.

If the Disclosing Party is uncompin whether a disclosing is equivalently this Section, the Disclosing Party must either ask the City whether disclosing large for make the disclosure.

Name Business Kelationship to Disclosing Party Face (indicate whether disclosing party face (indicate whether is business of authorists). Indicate whether is business of authorists. Indicate administration in her retained.

Bus example 1

(Add sheets if necessary)

[ ] Check here if the Dischading party has not retained, nor expects to retain, any such persons or suffice.

SECTION V - CHATTRECATIONS

A COURT ORDING CHAID SUPPORT COMPLANCE

Under Municipal Code Section 2-92-413, enterential owners of business entities that compliance with the lies of the support child support child support child support child support child support child support shall be compliance with the lies of the continue.

Mustray person who directly or indirectly sware in a course of the Disclosing Lagly been designed in appearage on any child suppost addigatous by may Allands courted competent implicitations.

TITES LINE AND PRISON OF THE DISCOSING PLAY

II "Yes," has the person entered information that approved a preciminal for payment of all support towed and to the person in stoughture with their appropriate

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3

### B. FURTHER GERTSEICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II B. 1. of this HDS:
  - a. are not presently deberred, suspended, proposed for debancent, declared incligible or voluntarily excluded from any transactions by any foderal, state or local unit of government:
  - b. have not, within a five-year period preceding the date of this HDS, been convicted of a criminal offense, adjudged guilty, or had a givil judgment contested against their in connection with a philability, attempting to obtain, or periorming a public (federal, state or local) transaction or entired under a public bransaction; a violation of tederal or state multipate statutes; fraud; unbezzlement; theft; forgery, believy; fallification or destruction of records; making false statements; or receiving statem property;
- e. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Redenal state or local) with commission of any of the offensos chamacated in clause B.J.b. of this Section V:
- d. have not within a five-year period preceding the date of this HDS, had one or more public transactions (Raderal, state of local) terminated for cause or default; and
- 6. have not, within a live-year period preceding the date of this BIS, been convicted, adjudged griffly, of found liable in a cryff proceeding, or in any original or civil action, including notions concerning environmental violations, insulated by the Chy or by the federal government, any state, or any other and of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:

· the Disclosing Party:

• any "Applicable Party" (meaning any party participating in the participance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subnominators and Other Retained Parties");

Including Tany, is controlled by the Hisotosing Party, or is, with the Disclosing Party, and to common control of another person or entity. Indicate the Disclosing Party, and to common control of another person or entity. Indicated control include, without limitations included in another person or entity. Indicated control include, without limitations included including including including including including seasons use of employees; or organization of a business entity following the including including including including including the City, using substantially the same management expected principals as the incligible cautty; with respect to Applicable Party, is under with respect to Applicable Party, is under common control of another person or entity:

"any responsible official of the Disclosing Party, my Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Finity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party on Affiliated Entity's contract or engagement in connection with the Matter.

- ii. bribed or aftempted to bribe, or been convicted or adjudged guilty of bribery or aftempting to bribe, a public officer or employee of the City, the State of Allinois, or dry agency of the federal government or of any state of local government in the United States of America, in the officer's or employee's official capacity;
- b. agreed or colleded with other bidders or prospective bidders or been a party to any men agreement, or been convicted or adjudged guilty of agreement or collected among bidders or prospective bidders, in restmint of freedom of competition by agreement to bid a fixed price or otherwise, or
- e: midden admission of such conduct described in a, or b, above that is a matter of record, but have not been prosequied for such conducts or
- d. violated the provisions of Municipal Code Section 2-92-610 (Laying Wags Ordinance).
- 3. Neithershie Disclosing Party, Alfillated Entity or Applicable Party, or any of their employees, officials, agents or partners, it barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (I) bid-rigging in violation of 720 IEEE 52315 \$122 bid-rotating in violation of 720 IEEE 52315 \$1301-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Banky is listed on any of the following lists maintained by the Office of Foreign Assets Council of the U.S. Department of the Treasnty of the Bureau of Industry and Security of the U.S. Department of Commerce or their successors; the Specially Designated Nationals List, the Donfed Persons List, the Universited List, the Builty List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Billies Ordinance of the City. Title 2, Chapter 2-156 of the Municipal Goder and (2) all the applicable provisions of Chapter 2-56 of the Municipal Gode (Office of the Inspector General).

If the letters "NA," the word "None," or no response appears on the lines above, it will be or presumed that the Disclosing Party certified to the above statements.  C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION  For purposes of this Part C, under Municipal Code Section 2-92-455(b), the term "financial means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage funct company, savings bank, investment bank, ascurifies broket, municipal securities underwrites underwrites, municipal securities underwrites, insulated securities underwrites, municipal securities underwrites, insulated securities from the first finance Agency and, or the first forties of the Consumer Insulation for the financial securities and not include any whose prodominant business is the providing or not statemed, certain contribution, pendion, public ampleyees in accordance with Sections 403(5) and 457 of the Internal Revenue Code (Additional definitions may be found in Municipal Code Section 2-12-455(b))  1. CERTIFICATION  The Disclosing Party certifies that the Disclosing Party (check one)  11 is [Missuot]  1. "Internal institution" as defined in Section 2-32-453(b) of the Municipal Code.	
presumed that the Disclosing Party certified to the above statements.  C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION  For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial means a bank, savings and loan association, third, credit union, mortgage banker, mortgage brust company, springs bank, investment bank, securities broker, municipal securities broke dealer, municipal securities broker dealer, representation from the first broker broker dealers of the first broker dealers dealers and the Consumer institution is company. The first broker dealers are the first dealers of the first broker dealers of the first dealers of the f	
presumed that the Disclosing Party certified to the above statements.  C. CHRITFICATION OF STATUS AS FINANCIAL INSTITUTION  For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial means a bank, savings and loan association, thirth, credit union, mortgage banker, mortgage securities broker dealer, mortgage securities contains broker, mortgaged securities broker dealer, remained as the company, bank helding company. The sales fluored Agency for, or the like the states of the Consumer institution is loan for, the false fluored Agency for, or the like Mortgage Licenting Ast. However, "imancial institution" specifically shall not include any whose predominant business is the providing of read defented, section contribution, pendion, public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code (Additional definitions may be found in Municipal Code Section 2-32-453(b).)  1. CERTHICATION  The Disclosing Party certifies that the Disclosing Party (check one)  [1] is [His not]  [1] is [His not]	
presumed that the Disclosing Party certified to the above statements.  C. CHRITFICATION OF STATUS AS FINANCIAL INSTITUTION  For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial means a bank, savings and loan association, thirth, credit union, mortgage banker, mortgage securities broker dealer, mortgage securities contains broker, mortgaged securities broker dealer, remained as the company, bank helding company. The sales fluored Agency for, or the like the states of the Consumer institution is loan for, the false fluored Agency for, or the like Mortgage Licenting Ast. However, "imancial institution" specifically shall not include any whose predominant business is the providing of read defented, section contribution, pendion, public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code (Additional definitions may be found in Municipal Code Section 2-32-453(b).)  1. CERTHICATION  The Disclosing Party certifies that the Disclosing Party (check one)  [1] is [His not]  [1] is [His not]	
For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial means a bank, savings and losn association, thrift, credit union, mortgage banker, mortgage securities broke dealer, neoutles underwriter, mortgage securities underwriter, resolution securities underwriter, resolution securities under the consumer installment losal Aut, the finess Financial services holding company, therefore under the Consumer Installment losal Aut, the finess Financial general potential mortgage Licensing Ast. However, "financial institution" specifically shall not include any whose predominant business is the providing of the district, defined contribution, pendion public comployees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)  1. CERTIFICATION  The Disclosing Party certifies that the Disclosing Party (check one)  [] is [His not]  [] is [His not]	molurively
means a bank, savings and loan association, thrill, credit union, mortgage banker, mortgage frust company, savings bank, investment bank, securities broker, municipal securities broke dealer, municipal securities broke dealer, municipal securities underwriter, municipal securities underwriter, municipal securities underwriter, produce capital company, bank holding company, frustrial services holding company, illustriates under life Consumer Installment Loan Apr. the fales Fluoree Agency Art. or the Medical produce and a fall and include any whose predominant business is the providing of the deferred, defined completelon, persion public employees in accordance with Sections 403(a) and 437 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-12-455(b).)  1. CERTIFICATION  The Disolosing Party certifies that the Disclasing Party (check one)  [] is [] is [] is not	
means a bank, savings and loan association, thrin, credit union, mortgage banker, mortgage bank company, savings bank, investment bank, securities broker, maniopal securities broke dealer, municipal securities broke dealer, municipal securities underwriter, municipal securities underwriter, produce capital company, bank bolding company, financial services holding company, licenses under the Consumer Installment Loan Apr. the finest Fluoree Agency Art. or the Me Mortgage Licensing Ast. However, "financial institution" specifically shall not include any whose predominant business is the providing of the deferred, defined completion, persion public employees in accordance with Sections 403(a) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-12-455(b).)  1. CERTIFICATION  The Disolosing Party certifies that the Disclasing Party (check one)  [] is [] is [] is not	institution"
dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, trust, renture capital company, hank-holding company, husancial services holding company, decises under the Consumer Installment Loan Act, the diales Hunare Agency Act, or the diales Monte any whose predominant business is the providing of the dialetted, defined contribution, pendom public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code (Additional definitions may be found in Municipal Code Section 2-32-455(b).)  1. CERTIFICATION  The Disclosing Party certifies that the Disclosing Party (check one)  L 1 is Miss not  "Thrancial institution" as defined in Section 2-32-459(b) of the Municipal Code.	broker.
inust, renture capital company, bank holding company, financial services holding company, licenses under the Consumer Installment Loan Ret, the Asies finance Agency Act, or the Ret Montage Licensing Act. However, "financial institution" specifically shall not include any whose predominant business is the Providing of nex deferred, defined contribution, persion public comployees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)  1. CERTIFICATION  The Disclosing Party certifies that the Disclosing Party (check one)  [1] is [4] is not  [4] is [5] is the internal action of Section 2-32-459(b) of the Municipal Code.	lj Stourille: namiforent
Accesses under the Consumer Installment Loan Apt, the distentionness Agency Act, or the De Mortgage Licensing Act. However, "finencial institution" specifically shall not include any whose predominant business is the providing of the deferred, destined contribution, pendion public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-12-455(b).)  1. CERTIFICATION  The Disclosing Party certifies that the Disclosing Party (check one)  [1] is [2] is not  [2] is [3] in the Disclosing Latty the Disclosing Party (check one)	ntanam. Umy
whose predominant business is the providing of the defence, design contribution, pendion public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b))  1. CERTIFICATION  The Disclosing Party certifies that the Disclasing Party (check one)  [1] is [4] is not  "Thurnelal institution" as defined in Section 2-32-459(b) of the Municipal Code.	sidential
public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code.  (Additional definitions may be found in Municipal Code Section 2-32-455(b).)  1. CERTHICATION  The Disclosing Party certifies that the Disclosing Party (check one)  [1] is [A] is not  "Themelal institution" as defined in Section 2-32-459(b) of the Municipal Code.	માંભુ Imero
L CERTIFICATION The Disclosing Party certifies that the Disclosing Party (check one)  [] is [His not  "Tinencial institution" as defined in Section 2-32-455(ii) of the Municipal Code.	and and the
The Disclosing Party certifies that the Disclasing Party (check one)  [] is [Alis not  "Themolal Institution" as defined in Section 2-32, 459(6) of the Municipal Code.	
LI is Mis not "Thenois lostination" as defined in Section 2-32-459(1) of the Monicipal Code.	
"Tinanolal institution" as defined in Section 2-32-455(t) of the Municipal Code.	•
	•
2. If the Disclosing Barry is a finincial institution, then the Disclosing Party pickers:	
We are not and will not become a producing tenderess defined in Conquer 2-12 of the Musici	•

"We are not and villimet become a predatory lender as defined in Chapter 3-32 of the Municipal Gode. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

Hithe Displosing Party lexicable to make this pledge beends it or my of its affiliates (as defined in Section 2-32-465(b) of the Municipal Code) is a predatory lender within the meaning of Chapler

Z+32-01 INC	Municipal Code, explain here (attach s	iditional pages if necessary):	<del>, (, ), ), , , , , , , , , , , , , , , ,</del>
Section 1 to 1			
If the letters conclusively	"NA," the word "None," or no response presumed that the Disclosing Party cort	appears on the lines above, it will be filed to the above statements.	
D. CBRTIVI	CATION REGARDING INTERBET IN	COTTY BUSINESS	
Any words or meanings who	terms that are defined in Chapter 2-15: en used in this Part D.	of the Municipal Code have the sam	<b>Ø</b>
1. In according to the City has consisty in the V	rdungs with Socion 2-136-110 of the discount in his or her own. Inforest	ionicipal Codo: Doesany official dre name of in Missams of my other pres	iniployee On Ot
[] Yes	MINO		
NOTE: Myo Rem D. L., pro	refected "Yes" to item D.L., proceed t gest to Part I.	odens D.2. and D.3. Type checked	M. olk
elected official any other perso for lexes or ass "City Property	iold pursuant to a process of competitive compleyee shall have a financial into o control of any property of any property is sold by vitue of let sale. L. Compensation for property take the financial interest within the meno	restin his or her own name or in the r rty that (1) belongs to the City, or (ii) at process at the soil of the City (vell- n obstant to the City's connent done	innis of In sold ectively,
Does (fir Matte	iardysa City kropany suist		<i>:</i> :,
LI Yes	<b>1330</b>	*	i .
3. If you ch fficials or emp	ceked "Yes" to Item D.L., provide the n overs having such interest and identity	ances and business eddresses of the c	My
leme.	Hudacss Addiess	Name of Intern	
TO THE TOTAL PROPERTY OF THE PARTY OF THE PA			<del>(:::</del>
4. The Disc	losing Party further condition that no pro by City official or employee,	hilbited Hoenviel interest in the Malte	rwill

## E. CERTIFICATION REGARDING SLAVERY BRA BUSINESS

The Disclosing Party has searched any and all resords of the Disclosing Party and any and all prodecessor entities for records of investments or profits from slavery, the slave industry, of slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS penality voidable by the City.

Please check either 1, or 2, below. If the Disclosing Party checks 2, the Disclosing Party must disclose below or in an attachment to this BDS all requisite information as set forth in that paragraph 2

disclose below	or in an attachment to this BDS all requisite information as set forth in that paragraph
the Disclosing I slavery, the slav no records of in	selosing Purpy verifies that (a) the Disclosing Party has scarched any and all records of Party and any and all predecessor entitles for fecords of investments or profits from we industry, or slaveholder insurance policies, and (b) the Disclosing Party has found vestments or profits from slavery, the clave industry, or claveholder insurance tecords of names of any slaves or claveholders.
Disolosing Perty or eleveloder i	olosing Party verifies that, as a result of conducting the search in step I(a) above, the has found records relating to invessments of profits from elevery, the slave industry, surrance policies and/or the names of any slaves or plaveholders. The Disclesing is the following constitutes full disclesions of all such records:
	proping to the control of the contro
The design are a sea to be a sea to be a sea to be	
Si con Cini di Constituti di C	
section yi -	CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS
NOTE: If the M unded, proceed	etter is federally funded, complete this Section VI. If the Matter is not federally to Section VII.
, Chriften	TON KROAKING LOBBYING
Disclosure Actor	the names of all persons or endifies registered under the Disclosing Party with 1998 who have made labbying contacts on belief of the Disclosing Party with then (Begin lies berg, add chears no necessary):
manufacture of the second of t	

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or endues registered under the Lobbying Disclosing Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A. I. above for his or her lobbying activities or he pay any person or entity to influence or alternate in influence an officer or employee of engages, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, tonew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated confidention at the end of each calendar quarter in which there obcurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or amployee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Maties, the Discipling Thirty must complete and submit Standard Pown CLL, This closure Form to Report Lobbying," in accordance with its instructions. The form may be obtained within from the federal Office of Management and Dudget (OMB) web site at http://www.whitehouse.gov/emb/grants/stillin.pdf, linked on the page lith //www.whitehouse.gov/emb/grants/spints/forms/land.

- 4. The Disclosing Party-certifies that either: (i) it is not an organization described in section 501(c)(4) of the internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the internal Revenue Code of 1986 but had not engaged and will not engage in "Lobbying Authorities".
- 5. If the Disblosing Latty is the Applicant the Disclosing Party must obtain certifications equal in form and substance to paragraphs & I. through A.A. above from all substance to paragraphs & I. through A.A. above from all such subcontractors define it awards any subspictuations and the Disclosing Party must maintain all such subcontractors occilibrations for the disclosing makes such betallications promptly available to the City upon request.
- B. CERTURICACION REGARDING BOUAL EMPLOYMENT OFFORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

[] Yes

[]No

H"Yog," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (Sec 41 CFR Eart 60-2.)

[] Yes

[]No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Pederal Committee Compilance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

[]Yes

I 1 No

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

I I Yes

[]No

If you checked "\16" to question L. or Z. above, please provide messplaneitons

SECTION VII - AGENOWLED CHENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this BIM, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this BDS, that the City may investigate the briefline of all of the persons or entities agreed in this BDS.
- H. The continuations, disclosures, and solving delegments contained in this EIDS will become part of any contract or other agreement between the Applicant and the City in connection with the Motion, whether produced and city assumed, or other City action, and me maked a industribute to the City of execution of any contract or letting other action with respect to the Matter. The Disclosing Party uniferstands that it must compily with all statutes, or discuss, and regulations on which this EIM is based.
- K. The City's Governmental Binies and Computed Financing Ordinances. Chapters 2-156 and 2-164 of the Municipal Code, impose certain anties and obligations on personant conduct secting City contracts, work, business, or transactions. The dult text of these ordinances and a training program is available on line at any city of binies, and may also be obtained from the City's Board of Philics, 740 M. Sedgerick St., Suite Sud. Chicago, IL 60610, (\$12) 744-9660. The Disclosing Party must comply builty with the applicable ordinances.

function 13

- D. If the City determines that any information provided in this BDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be wold or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of impledial factors in incarceration and an award to the City of trelie damages.
- B. It is the City's policy to make this document available to the public on its internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS interpret made available to the public on the internet, in response to a Freedom of information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party valves and releases any possible rights of claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information subjuitted in this EDS.
- F. The information provided in this BDS must be kept current. In the event of changes, the Disclosing Party must supplement this HDS up to the flue the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Perty represents and warrants that:

G. The Disclosing Party has not williheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended discorpurpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.L. and H.Z. below, the term "affiliate" means any nerson of entity dial, directly or indirectly, compole the Discloring Party, by compoled by the Discloring Party, or is, with the Discloring Party, under common control of another person or entity. Indicin of control include, without limitation interlooking appropriate property expecting; identity of interests among family members, singled facilities and equipment, common use of employees, or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the lift, using substantially the same management, ownership, or principals as the distingibile entity.

- H.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, select charges, license fees, parking tickets, properly taxes or sales faxes.
- 11.2 If the Disclosing Party is the Applicant, the Disclosing Party and he affiliates will not use, nor permit their subcontractors to use, any holding on the U.S. BRA's List of Violating Estilities in some connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Infrastructure GP LP Date: 2 11 09
(Print or type name of Disclosing Party)
By: Morgan Stanley Infrastructure Inc., its General Partner
Full PM
(sign here)
Frank Pillah
(Print or type name of person signing)
VICE PRESIDENT
(Print or type title of person signing)
Signed and sworn to before me on (date) 2/11/09, by Fredenck Pollade at New York (state).
Notary Public.  DOMINIQUE BAPTISTA  Notary Public, State of New York
No. 01BA5076837  Commission expires: 4/28/1/ . Qualified in Nassau County  Certificate Filed in New York County  Commission Expires April 28, 201 .

## Attachment A – Morgan Stanley Infrastructure GP LP

Name	Address	Percentage Interest
Morgan Stanley Infrastructure Inc.	1585 Broadway New York, NY 10036	99.99% (direct)
MS Holdings Incorporated	1585 Broadway New York, NY 10036	100% (indirect)
Morgan Stanley	1585 Broadway New York, NY 10036	100% (indirect)

#### **Exhibit I**

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4<sup>th</sup> Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28

Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company 171 N. Clark Street, 04Cl Chicago, Illinois 60601 Relationship: Title Company Estimated to be paid: \$19,349.50 (Retained by: Chicago Parking Meters, LLC)

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## **SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party subn	nitting this EDS. Include d/b/a/ if applicable:
Morgan Stanley Offshore Infrastru	cture Partners A LP
Check ONE of the following three box	xes:
Indicate whether Disclosing Party submital. [] the Applicant OR	itting this EDS is:
	r indirect interest in the Applicant. State the legal name of the ty holds an interest: Chicago Parking Meters, LLC
3. [] a specified legal entity with a rethe entity in which Disclosing Part	ight of control (see Section II.B.1.b.) State the legal name of y holds a right of control:
B. Business address of Disclosing Party	: 1585 Broadway
	New York, NY 10036
C. Telephone: <u>212-761-5126</u> Fax	: 212-404-9735 Email: Frederick.Pollock@ morganstanley.com
D. Name of contact person: Fred Poll	ock
E. Federal Employer Identification No. (	if you have one): 98-0519187
	on or other undertaking (referred to below as the "Matter") to et number and location of property, if applicable):
Chicago Metered Parking System Co	ncession Agreement
G. Which City agency or department is r	equesting this EDS? Finance Department
If the Matter is a contract being handle complete the following:	ed by the City's Department of Procurement Services, please
Specification #	and Contract #

### SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF DISCLOSING PARTY

<ol> <li>Indicate the nature of the Disclosing P.</li> <li>Person</li> <li>Publicly registered business corporation</li> <li>Privately held business corporation</li> </ol>	[] Limited liability company* [] Limited liability partnership* [] Joint venture*
[] Sole proprietorship	[] Not-for-profit corporation
[] General partnership*	(Is the not-for-profit corporation also a 501(c)(3))?
[4] Limited partnership*	[] Yes [] No
[] Trust	[] Other (please specify)
* Note B.1.b below.	
2. For legal entities, the state (or foreign c	country) of incorporation or organization, if applicable:
Cayman Islands	
Too Januar Look allege	**************************************
<ol> <li>For legal entities not organized in the St business in the State of Illinois as a foreign ent</li> </ol>	tate of Illinois: Has the organization registered to do tity?
[]Yes K]No	[]N/A
<u> </u>	
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:
1.a. List below the full names and title	les of all executive officers and all directors of the entity
or not-for-profit corporations, also list below	all members, if any, which are legal entities. If there are usts, estates or other similar entities, list below the legal
Name	Title

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

rect or Example t venture a trust,
Example t venture
Example t ventur
Example t venture
f the formation
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The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name **Business** Relationship to Disclosing Party (indicate whether Address (subcontractor, attorney, (indicate whether retained or anticipated lobbyist, etc.) paid or estimated) to be retained) See Exhibit I (Add sheets if necessary)

SECTION V - CERTIFICATIONS

entities.

## A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

[] Check here if the Disclosing party has not retained, nor expects to retain, any such persons or

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

[] Yes [8] No person owns 10% or more of the Disclosing Party. []No

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

[] Yes [] No -

### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
  - c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
- d. have not, within a five-year period preceding the date of this BDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- the Disclosing Party:
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Section 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Denied Persons List, the Unverified List, the Entity List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

	f the Disclosing Partions), the Disclo			ify to any of the above	statements in	this Part B (Furth
·crance	mons), me Discio.	ama carta n	tası exbi	am oelow:		
•						
						·

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

#### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is [X] is not

- a "financial institution" as defined in Section 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory lender within the meaning of Chapter

	A," the word "None," or no respons esumed that the Disclosing Party ce	e appears on the lines above, it will be ruified to the above statements.
D. CERTIFICA	LTION REGARDING INTEREST I	n city business
	rms that are defined in Chapter 2-1: used in this Part D.	56 of the Municipal Code have the same
	a financial interest in his or her own	Municipal Code: Does any official or employed name or in the name of any other person or
[] Yes	[X] No	
tem D.1., procedured 2. Unless so dected official of any other person or taxes or assestity Property Sa	ed to Part E.  Id pursuant to a process of competit r employee shall have a financial in or entity in the purchase of any pro sments, or (iii) is sold by virtue of l	ive bidding, or otherwise permitted, no City terest in his or her own name or in the name of perty that (i) belongs to the City, or (ii) is sold egal process at the suit of the City (collectively ken pursuant to the City's eminent domain powaning of this Part D.
oes the Matter i	avolve a City Property Sale?	
[]Yes	[]No	•
	cked "Yes" to Item D.1., provide the yees having such interest and identified	e names and business addresses of the City ify the nature of such interest:
ame	Business Address	Nature of Interest
		<u> </u>

### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this BDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this BDS portains voidable by the City.

by the City. Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this BDS all requisite information as set forth in that paragraph 2. x\_1. The Disclosing Party verifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders. 2. The Disclosing Party verifies that, as a result of conducting the search in step 1(a) above, the Disclosing Party has found records relating to investments or profits from slavery, the slave industry, or slaveholder insurance policies and/or the names of any slaves or slaveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records: SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. A. CERTIFICATION REGARDING LOBBYING 1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Begin list here, add sheets as necessary):

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sfillin.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.1. through A.4. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

#### B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

[]Yes	[]No	•	
If "Yes," answer t	he three questions be	low:	•
	eveloped and do you regulations? (See 41	have on file affirmative action programs CFR Part 60-2.)	pursuant to
P 7 44	* ****	•	
[]Yes	[] No		
2. Have you fi Contract Complian under the applicable	led with the Joint Re see Programs, or the l le filing requirements	porting Committee, the Director of the O Equal Employment Opportunity Commis ?	
2. Have you fi	led with the Joint Re	Equal Employment Opportunity Commis	
2. Have you fi Contract Complian under the applicabl	led with the Joint Re ace Programs, or the l le filing requirements [] No articipated in any pre-	Equal Employment Opportunity Commis	sion all reports du

# SECTION VII – ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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- D. If the City determines that any information provided in this BDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Offshore Infrastructure Partners A L.P.	Date: 2/11/09
(Print or type name of Disclosing Party)	Date. & ITTO
By: Morgan Stanley Infrastructure GP LP, its By: Morgan Stanley Infrastructure Inc., its:	<del>-</del>
(sign here)	
Fr. Mh. Pollank	
(Print or type name of person signing)  VICE PRESIDENT	
(Print or type title of person signing)	
Signed and sworn to before me on (date) 2/11/C at New York County, New York (state).	9, by Frederick Pollock
Daing South Notary P  Commission expires: 4/28/11	ublic.  DOMINIQUE BAPTISTA  Notary Public, State of New York  No. 01BA5076837  Qualified in Nassau County  Certificate Filed in New York County  Commission Expires April 28, 201

## II.B.1.b.

Morgan Stanley Offshore Infrastructure GP. Ltd., its Administrative General Partner

Morgan Stanley Infrastructure GP LP, its Managing General Partner

## Morgan Stanley Offshore Infrastructure Partners A LP

## Attachment A

Name	<u>Address</u>	Percentage Interest
PFA Pension, Forsikringsaktieselskab	4 Sundkrogsgade Copenhagen 2100 Denmark	12.9253% (direct)
Cavendish Limited	Silver Tower, Corniche Road P.O. Box 61999 Abu Dhabi United Arab Emirates	13.0610% (direct)
Skandia Life Insurance Company Ltd.	Sveavagen 44 Stockholm SE-103 50 Sweden	7.8165% (direct)
РКА	Pensionskassernes Administration (PKA) A/S Tuborg Boulevard 3 Denmark 2900	9.2976% (direct)

#### **Exhibit I**

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35

Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4th Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28

Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company
171 N. Clark Street, 04Cl
Chicago, Illinois 60601
Relationship: Title Company
Estimated to be paid: \$19,349.50
(Retained by: Chicago Parking Meters, LLC)

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

## **SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submi	itting this EDS. Include d/b/a/ if applicab	le:
Chicago Parking Meters, LLC		•.
Check ONE of the following three boxe	es:	
Indicate whether Disclosing Party submitt  1. [X] the Applicant  OR	ting this EDS is:	
2. [] a legal entity holding a direct or Applicant in which Disclosing Party OR	indirect interest in the Applicant. State the holds an interest:	ne legal name of th
3. [] a specified legal entity with a rig the entity in which Disclosing Party l	ght of control (see Section II.B.1.b.) State holds a right of control:	the legal name of
B. Business address of Disclosing Party:	1585 Broadway	
	New York, NY 10036	
C. Telephone: <u>212-761-5126</u> Fax:	Frederik 212-404-9735 Email: morganst	k.Pollock@ tanley.com
D. Name of contact person: Fred Poll	lock .	
E. Federal Employer Identification No. (if	you have one): <u>26-3746920</u>	
F. Brief description of contract, transaction which this EDS pertains. (Include project		
Chicago Metered Parking System Conce	ession Ageement	
G. Which City agency or department is req	questing this EDS? <u>Finance Departmen</u>	nt
If the Matter is a contract being handled complete the following:	l by the City's Department of Procuremen	t Services, please
Specification #	and Contract #	
	•	· -= · · · · · -

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

## A. NATURE OF DISCLOSING PARTY

1. Indicate the nature of the Disclosing Pa	arty:	-
[] Person	[X] Limited liability company*	
[] Publicly registered business corporation	[] Limited liability partnership*	
[] Privately held business corporation	[] Joint venture*	
[] Sole proprietorship	[] Not-for-profit corporation	
[] General partnership*	(Is the not-for-profit corporation also a 501(c)(3))?	
[] Limited partnership*	[] Yes [] No	
[] Trust	[] Other (please specify)	
* Note B.1.b below.		
2. For legal entities, the state (or foreign c	country) of incorporation or organization, if applicable	»:
<u>Delaware</u>		
3. For legal entities not organized in the S business in the State of Illinois as a foreign ent  [x] Yes  [] No		
(X) 103 [] 100	[] N/A	٠.
B. IF THE DISCLOSING PARTY IS A LEGA	AL ENTITY:	•
For not-for-profit corporations, also list below	les of all executive officers and all directors of the ent all members, if any, which are legal entities. If there usts, estates or other similar entities, list below the leg	are
<b></b>		
Name	Title	
See Attachment II.B.1.a.		
· ·		٠
		· -
,		

1.b. If you checked "General partnership," "Limited partnership," "Limited liability company," "Limited liability partnership" or "Joint venture" in response to Item A.1. above (Nature of Disclosing Party), list below the name and title of each general partner, managing member, manager or

2. Please provide the following information concernindirect beneficial interest (including ownership) in exce of such an interest include shares in a corporation, partner interest of a member or manager in a limited liability conestate or other similar entity. If none, state "None." NO Municipal Code of Chicago ("Municipal Code"), the Cit from any applicant which is reasonably intended to achie Name  Business Address	ess of 7.5% of the Disclosing Party. Example ership interest in a partnership or joint venture mpany, or interest of a beneficiary of a trust, TE: Pursuant to Section 2-154-030 of the may require any such additional information
indirect beneficial interest (including ownership) in excessof such an interest include shares in a corporation, partner interest of a member or manager in a limited liability contestate or other similar entity. If none, state "None." NO Municipal Code of Chicago ("Municipal Code"), the Cit from any applicant which is reasonably intended to achie	ess of 7.5% of the Disclosing Party. Example ership interest in a partnership or joint venture mpany, or interest of a beneficiary of a trust, TE: Pursuant to Section 2-154-030 of the may require any such additional information
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indirect beneficial interest (including ownership) in excessof such an interest include shares in a corporation, partner interest of a member or manager in a limited liability contestate or other similar entity. If none, state "None." NO Municipal Code of Chicago ("Municipal Code"), the Cit from any applicant which is reasonably intended to achie	ess of 7.5% of the Disclosing Party. Example ership interest in a partnership or joint venture mpany, or interest of a beneficiary of a trust, TE: Pursuant to Section 2-154-030 of the may require any such additional information
Name Business Address	Developed Tutament in the
	Percentage Interest in the Disclosing Party
See Attachment A	
	<b>.</b>
SECTION III BUSINESS RELATIONSHIPS WIT	H CITY ELECTED OFFICIALS
Has the Disclosing Party had a "business relationship," Code, with any City elected official in the 12 months befo	as defined in Chapter 2-156 of the Municipa ore the date this EDS is signed?
[] Yes [¾] No	
f yes, please identify below the name(s) of such City elected elationship(s):	eted official(s) and describe such
	ra marana ay
•	
ECTION IV DISCLOSURE OF SUBCONTRACT	ORS AND OTHER RETAINED PARTIE
The Disclosing Party must disclose the name and busin	

any other person or entity that controls the day-to-day management of the Disclosing Party. NOTE:

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or cutity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name
(indicate whether

Business Address Relationship to Disclosing Party (subcontractor, attorney,

ty Fe

retained or anticipated to be retained)

lobbyist, etc.)

(indicate whether paid or estimated)

See Exhibit I

(Add sheets if necessary)

[] Check here if the Disclosing party has not retained, nor expects to rotain, any such persons or entities.

SECTION V -- CERTIFICATIONS.

## A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

Il Yes

FINa

M No person owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

[]·Yes

[].No

### B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B. 1. of this BDS:
  - are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitues statutes; fraud; embezglement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V:
- d. have not, within a five-year period preceding the date of this BDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- bave not, within a five-year period preceding the date of this BDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions converning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.
- 2. The certifications in subparts 2, 3 and 4 concern:
- . the Disclosing Party:
- any "Applicable Party" (meaning any party participating in the performance of the Matter, including but not limited to any persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicis of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the incligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the incligible entity); with respect to Applicable Parties, the term Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

• any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Builty or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Butity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Butity, or an Affiliated Butity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Butity's contract or engagement in connection with the Matter;

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- o. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Municipal Code Scotion 2-92-610 (Living Wage Ordinance).
- 3. Neither the Disclosing Party, Affiliated Hatity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Butlty is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the Specially Designated Nationals List, the Devid Persons List, the Unverified List, the Butlty List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Hithics Ordinance of the City, Title 2, Chapter 2-156 of the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

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If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

## C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the Consumer Installment Loan Act, the Sales Finance Agency Act, or the Residential Mortgage Licensing Act. However, "financial institution" specifically shall not include any entity whose predominant business is the providing of tax deferred, defined contribution, pension plans to public employees in accordance with Sections 403(b) and 457 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-455(b).)

## 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Party (check one)

[] is Mis not

- a "financial institution" as defined in Scotion 2-32-455(b) of the Municipal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a produtory lender as defined in Chapter 2-32 of the Municipal Code. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-32-455(b) of the Municipal Code) is a predatory leader within the meaning of Chapter

		use appears on the lines above, it will be certified to the above statements.
D. CERTIFICAT	ion regarding interes	r in city business
Any words or tem meanings when us		156 of the Municipal Code have the same
1. In accordant of the City have a factor on tity in the Matter	inancial interest in his or her o	te Municipal Code: Does any official or emp witname or in the name of any other person
[]Yes	[4] No	
2. Unless sold p	to Part B.  Tursuant to a process of competentions shall have a financial in	of to Items D.2, and D.3. If you checked "N litive bidding, or otherwise permitted, no Cit nterest in his or her own name or in the nam
2. Unless sold p cleeted official or er any other person-or- for taxes or assessme "City Property Sale"	to Part B.  The state of the st	idve bidding, or otherwise permitted, no Cit nterest in his or her own name or in the nam pperty that (1) belongs to the City, or (ii) is a logal process at the suit of the City (collect aken pursuant to the City's eminent domain
2. Unless sold p cleoted official or or any other person-or-for taxes or assessme "City Property Sale" does not constitute a	to Part B.  The state of the state of the state of the state of any property of any property of any property of the state of any property of the state of the sta	idve bidding, or otherwise permitted, no Cit nterest in his or her own name or in the nam pperty that (1) belongs to the City, or (ii) is a logal process at the suit of the City (collect aken pursuant to the City's eminent domain
2. Unless sold p cleoted official or or any other person-or-for taxes or assessme "City Property Sale" does not constitute a	to Part B.  The street of any property of the street of th	idve bidding, or otherwise permitted, no Cit nterest in his or her own name or in the nam pperty that (1) belongs to the City, or (ii) is a logal process at the suit of the City (collect aken pursuant to the City's eminent domain
Item D.1., proceed to  2. Unless sold pelected official or en any other person-or- for taxes or assessment of taxes or assessment of the property Sale", does not constitute a  Does the Matter involves  [ ] Yes  3. If you checked	to Part B.  The street of the	idive bidding, or otherwise permitted, no Cif nterest in his or her own name or in the nam operty that (I) belongs to the City, or (ii) is a legal process at the suit of the City (collect aken pursuant to the City's eminent domain caning of this Part D.
2. Unless sold peleoted official or or any other person-or-for taxes or assessme "City Property Sale" does not constitute a Does the Matter invo	to Part B.  The street of the process of compete the process of compete the process of compete the process of any process, or (iii) is sold by virtue of the property of the compensation for property of the a City Property Sale?  [] No  "Yes" to Item D.1., proyide the process of the process	idive bidding, or otherwise permitted, no Cif nterest in his or her own name or in the nam operty that (I) belongs to the City, or (ii) is a legal process at the suit of the City (collect aken pursuant to the City's eminent domain caning of this Part D.
Item D.1., proceed to  2. Unless sold pelected official or en any other person-or- for taxes or assessme "City Property Sale" does not constitute a Does the Matter invo- [] Yes  3. If you checked officials or employees	to Part B.  The process of competential to a process of competential to a process of competential that the purchase of any property, or (iii) is sold by virtue of all the property of the property of the property of the city Property Sale?  [] No  "Yes" to Item D.1., proyide the having such interest and identifications.	idive bidding, or otherwise permitted, no Cifenterest in his or her own name or in the name operty that (I) belongs to the City, or (ii) is a logal process at the suit of the City (collect aken pursuant to the City's eminent domain ranking of this Part D.

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j

# E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Pailure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1, or 2, below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this BDS all requisite information as set forth in that paragraph 2.

no rec	usolosi ry, the coids o	ng P slave finv	arty a o indu ostmo	ng sui etià' c ng sui	brot	all pr vehol its fro	ede der l m s	(a) the locesor ensurance lavery, (avery, (avery, constant)	ntities o polic he siav	for too les, an e indu	ords c	finy the D	estine isolos	nts or ing P	pro:	fits from	III.
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## SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

## A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobi	bying
Disclosure Act of 1995 who have made lobbying contacts on behalf of the Disclosing	Party with
respect to the Matter (Begin list here, add sheets as necessary):	

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress; or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amond, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quatter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.1. and A.2, above.

If the Matter is federally funded and any funds other than federally appropriated funds have been or will be paid to any person or entity for influencing or attempting to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, an officer or employee of Congress, of an employee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.whitehouse.gov/omb/grants/sfilliu.pdf, linked on the page http://www.whitehouse.gov/omb/grants/grants\_forms.html.

- 4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Gode of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Gode of 1986 but has not engaged and will not engage in "Lobbying Activities".
- 5. If the Displosing Party is the Applicant, the Displosing Party must obtain certifications equal in form and substance to paragraphs A.I. through A.A. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.
- B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Ľş	the Disclosing	Partythe	Applicant?
	ATTRACTOR OF CO. A. D. C.	* or ri. mo	ADDIDUM

[] Yes

[]No

If "Yos," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (Sec 41 CFR Part 60-2.)

[]Yes

[] No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Rederal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

[]Yes

IINo

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

[ ] Yes

[] No

If you checked "No" to question 1, or 2, above, please provide an explanation:

SECTION VII – ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this BDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this BDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this BDS.
- B. The certifications, disclosures, and acknowledgments contained in this BDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether propurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this BDS is based.
- C. The City's Governmental Bithos and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Municipal Code, impose certain duties and obligations on persons or cutities seeking Gity contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofohioago.org/Bithics">www.cityofohioago.org/Bithics</a>, and may also be obtained from the City's Board of Bithics, 740 N. Sedgwick St., Suite 500, Chicago, II, 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

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D. If the City determines that any information provided in this BDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble demages.

B. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this BDS and any attachments to this BDS may be made available to the public on the Internet, in response to a Freedom of Information Aut request, or otherwise. By completing and signing this BDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this BDS and also authorizes the City to verify the accuracy of any information submitted in this BDS.

F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this HDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

For purposes of the certifications in H.1. and H.2. below, the term "affiliate" means any person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicas of control include, without limitation: interlocking management or ownership; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the incligibility of a business entity to do business with the federal government or a state or local government, including the City, using substantially the same management, ownership, or principals as the incligibile entity.

- H.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinoir Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, livense fees, parking tickets, property taxes or sales taxes.
- H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subcontractors to use, any facility on the U.S. HPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Chicago Parking Meters, LLC	Date:	2/11/09	
(Print or type name of Disclosing Party)	-		
By: The Pall		·	
(sign here)			•
Frank Pollowy			
(Print or type name of person signing)			
Authorized Representative	•		
(Print or type title of person signing)	•		•
State of New York  County of New York  Signed and sworn to before me on (date) 2/11/09  at New York County, New York (state).	· · · · · · · · · · · · · · · · · · ·	by Frederick	Pollock
Dainy B. A. Notary P. Commission expires: 4/28/11.	ublic.	DOMINIQUE BAPTIS  Notary Public, State of Nev No. 01BA5076837  Qualified in Nassau Cou Certificate Filed in New York	v York inty County

# Attachment II.B.1.a.

# Directors

Melchior Stahl
Jaroslava Korpanec
Chris Koski
Ron Lepin
John Watt
John Veech
Christian Asmar
Fred Pollock

# **Officers**

Dennis Pedrelli - Chief Executive Officer

## ATTACHMENT A1

	NAME	<u>ADDRESS</u>	PERCENTAGE INTEREST
1.	Morgan Stanley Infrastructure Partners LP	1585 Broadway New York, NY 10036	11.415% (direct)
2.	Morgan Stanley Infrastructure Partners A Sub LP	1585 Broadway New York, NY 10036	38.032% (direct)
3.	Morgan Stanley Infrastructure Investors LP	1585 Broadway New York, NY 10036	0.653% (direct)
4.	Morgan Stanley Infrastructure Partners A Chicago Meters Blocker, LLC	1585 Broadway New York, NY 10036	31.403% (indirect)
5.	Morgan Stanley Infrastructure Partners A LP	1585 Broadway New York, NY 10036	31.403% (indirect)
6.	Morgan Stanley Offshore Infrastructure Partners A LP	1585 Broadway New York, NY 10036	24.061% (indirect)
7.	Deeside Investments, Inc. <sup>2</sup>	2550 M Street, NW	49.9% (direct)
		Washington, DC 20037	
8.	Redoma S.a.r.l.	L-2450 Luxemburg 14 boulevard F.D. Roosevelt Luxemburg	24.9999% (indirect)

As of the date of execution of this EDS, the interest of Deeside Investments, Inc. ("Deeside") in the Applicant has not yet become effective. As such, as of the date of execution of this EDS, (i) those entities having an indirect interest in the Applicant through Deeside do not yet possess an interest in the Applicant, and (ii) the direct and indirect interests of the Morgan Stanley entities are different than stated above. By delivery of this EDS to the City of Chicago on the date of closing of the transaction contemplated by the Chicago Metered Parking System Concession Agreement, the Applicant represents that, as of such closing date, all of the interests set forth in this Attachment A have become effective.

Deeside Investments, Inc. is a Delaware corporation that is owned 50.1% by Redoma S.a.r.l. and 49.9% by Tannadice Investments, LLC.

9.	Tannadice Investments, LLC <sup>3</sup>	2550 M Street, NW Washington, DC 20037	24.9001% (indirect)
10.	Allianz Lebensversicherungs – Aktiengesellschaft	Reinsburgstrasse 19 70178 Stuttgart Germany	21.249915% (indirect)
11.	Jota Vermögensverwaltungs – GmbH	Koeniginstrasse 28 80802 Munich Germany	19.1036736% (indirect)
12.	Allianz Deutschland AG	Koeniginstrasse 28 80802 Munich Germany	24.944629% (indirect)
13.	Allianz SE	Koeniginstrasse 28 80802 Munich Germany	24.944629% (indirect)

Under item 2(b) of the Rules (the "Rules") Regarding Economic Disclosure Statement and Affidavit ("EDS") promulgated pursuant to Section 2-154-050 of the City of Chicago Municipal Code, Tannadice Investments, LLC is not required to separately file an EDS in its capacity as a wholly-owned subsidiary of the Abu Dhabi Investment Authority, a public institution wholly-owned by the Government of the Emirate of Abu Dhabi.

#### Exhibit I

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4th Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28

Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services

130 East Randolph Street

One Prudential Plaza

**Suite 2900** 

Chicago, Illinois 60601

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley)

Chicago Title and Trust Company

171 N. Clark Street, 04Cl

Chicago, Illinois 60601

Relationship: Title Company

Estimated to be paid: \$19,349.50

(Retained by: Chicago Parking Meters, LLC)

Sadek Wahba

1585 Broadway

New York, New York 10036

Relationship: Lobbyist

Estimated Fees: None

(To be retained by: Chicago Parking Meters, LLC)

Dennis Pedrelli

1585 Broadway

New York, New York 10036

Relationship: Lobbyist

Estimated Fees: None

(To be retained by: Chicago Parking Meters, LLC)

John Watt

1585 Broadway

New York, New York 10036

Relationship: Lobbyist

Estimated Fees: None

(To be retained by: Chicago Parking Meters, LLC)

Fred Pollock

1585 Broadway

New York, New York 10036

Relationship: Lobbyist

Estimated Fees: None

(To be retained by: Chicago Parking Meters, LLC)

Christian Asmar
1585 Broadway
New York, New York 10036
Relationship: Lobbyist
Estimated Fees: None
(To be retained by: Chicago Parking Meters, LLC)

# CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

# SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

[] Person [X] Publicly registered business corporation [] Privately held business corporation [] Sole proprietership [] General partnership* [] Limited partnership* [] Trust	uty:  [] Limited liabilit  [] Limited liabilit  [] Ioint venture*  [] Not-for-profit c  (Is the not-for-profit  [] Yes  [] Other (please sp	y partnership* orporation t corporation [] No	also a 501(c	)(3))?
* Note B.1.b below.	-			<del></del>
2. For legal entities, the state (or foreign co	ountry) of incorporation	on or organiza	tion, if appli	cable:
Delaware				
				•
business in the State of Illinois as a foreign enti	[]N/A		•	
	•			
B. IF THE DISCLOSING PARTY IS A LEGA	L ENTITY;	7.1.1	· .	
B. IF THE DISCLOSING PARTY IS A LEGAL  1.a. List below the full names and title for not-for-profit corporations, also list below a no such members, write "no members," For trus titleholder(s).	s of all executive offi Il members, if any, wi	nich are legal	entities. If the	here a
1.a. List below the full names and title for not-for-profit corporations, also list below a such members, write "no members," For trustitleholder(s).	s of all executive offi Il members, if any, wi	nich are legal	entities. If the	here a
1.a. List below the full names and title for not-for-profit corporations, also list below a to such members, write "no members," For trus itleholder(s).	s of all executive offi Il members, if any, wi ts, estates or other sin	nich are legal	entities. If the	here a
1.a. List below the full names and title for not-for-profit corporations, also list below a such members, write "no members," For trustitleholder(s).	s of all executive offi Il members, if any, wi ts, estates or other sin	nich are legal	entities. If the	here a
1.a. List below the full names and title for not-for-profit corporations, also list below a such members, write "no members," For trustitleholder(s).	s of all executive offi Il members, if any, wi ts, estates or other sin	nich are legal	entities. If the	here a
1.a. List below the full names and title for not-for-profit corporations, also list below a such members, write "no members," For trustitleholder(s).	s of all executive offi Il members, if any, wi ts, estates or other sin	nich are legal	entities. If the	here a
1.a. List below the full names and title for not-for-profit corporations, also list below a such members, write "no members," For trustitleholder(s).	s of all executive offi Il members, if any, wi ts, estates or other sin	nich are legal	entities. If the	here a

Name		Tide
indirect beneficiel i of such an interest i interest of a membe estate or other stidil Manicipal Code of	ologosi (including ownership) in e nolode shares in a corporation, pa r er manager in a limited liability ar endity. Thione, state "Nope:" I	coming each person or entity having a direct or excess of 7,5% of the Disclosing Party. Example ringschip interest in a partnership or joint ventor company, or interest of a beneficiary of a trust, 10,7%; Pursuam to Section 2-154030-cf.tha City may require my such additional information this residence.
Same	Business Address	Percentage Interest in the Disclosing Party
See Attache	34 II.2	
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		<del>again, a language and a samulage that a palgarith a language trans</del>
rction III – bu	einess kolationshids w	ith city elected officials
Has the Displosing	. Pacty had a "husiness relationsh	
Has the Displosing	. Pacty had a "husiness relationsh	ip," as defined in Chapter 2-156 of the Municipa
Has the Disclosing ode, with any City i	Fracty had a "husiness relationshi decred official in the 12 months b &] No	ip," as defined in Chapter 2-156 of the Municipa
Has the Displosing ode, with any City t [] Yes yes, please identify	Fracty had a "husiness relationshi decred official in the 12 months b &] No	h;" as defined in Chapter 2-156 of the Municipa efore the date this EDS is signed?
Has the Displosing ode, with any City of I Yes  [ ] Yes, please identify lationship(s):	Party had a "husiness relationshipleored official in the 12 months being the No.  El No.  Below the name(s) of such City to	h;" as defined in Chapter 2-156 of the Municipa efore the date this EDS is signed?

amount of the free paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name findicate whether retained or anticipated	Business Address	Relationship to Disclesi (subcontractor, attorney, lobbyist, etc.)	Pees (indicate whether paid or estimated)		
to be retained)		•	•		
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				78.00	
(Add sheets if necessary	Ď				
(a) Check here if the Dis	closing pasty has	not retained, ner expects to	ne chision	veuch seisons är	

SECTION V — CENTIFICATIONS

entities

### A. COURT-ORDERED CHILD SUPPORT GOMELIANCE

Under Municipal Code Section 2-92-415, substantial owners of business entities that contract with the City must tend in it considers with their child support obligations throughout the four of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

[] Yes [] No person owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support swed and is the person in compliance with that agreement?

[] Yes [] No

## B. FURTHER CERTIFICATIONS

- 1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this BDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
  - b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) imposetion or contract under a public transaction; a violation of federal or state antiquest statutes; fraud; embesselement; theft; forgery; bribery; falsification or despection of records; making false statements; or receiving stolen property;
  - is are not presently indicted for or otherwise oringingly or civily charged by a governmental entity (federal, plate or local) with commussion of any of the offences enumerated in clause B.1.b. of this Section V;
- d. have not within a five-pear period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- to have not, within a live-year period proceeding the date of this EDS, been convicted, alfindged guilty, or found liable in a civil proceeding, or in any pulphul or civil action, including actions educating environmental violations, included by the City or by the federal government, any state, or any other unit of logal government.
- 2. The certifications in subparts 2, 3 and 4 opincerii:

· the Disclosing Party.

\* any "Applicable Party" (incoming any party participaling in the performance of the Maller, including but not limited to any persons or legal entities disclosed under Seption IV, "Disclosure of Subcontractors and Other Residual Parties");

This closing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicis of control include, without limitation; interlocking management or expecting; identity of interests among family members; shared facilities and equipment; common use of employees; or organization of a business entity following the incligibility of a business putity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the incligible entity); with respect to Applicable Parties, the term Affiliated Britity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity;

any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party of any Applicable Party nor any Agents have, during the five years before the date this EDS is signed, or, with respect to an Applicable Party, an Affiliated Entity, or an Affiliated Entity of an Applicable Party during the five years before the date of such Applicable Party or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed of attempted to bribe, or been convicted or adjudged guilty of tiribety of attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed of collected with other bidders of prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collection among bidders or prospective bidders, in assimilated freedom of competition by agreement to bid a fixed price or otherwise; or
- c. made an admission of such conduct described in a or b. above that is a matter of record, but have not been proceeded for such conduct or
- d. violated the provisions of Municipal Code Section 2-92-510 (Living Wage Ordinance).
- 3. Notifier the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of cupaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/236-2; (2) bid-rotating in violation of 720 ILCS 5/236-2; or (3) any similar offence of any sing or of the United States of America that contains he same elements as the offence of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Builty is listed on any of the following lists maintained by the Ciffice of Foreign Assets Council of the U.S. Department of the Freasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors the Specially Designated Nationals List, the Denied Persons List, the University the Builty List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Biblis Cridinance of the City, Title 2, Chapter 2-156 of the Municipal Code, and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector General).

<u>.</u>	<u> </u>	 	*			<i>.</i> ·
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						-

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party centified to the above statements.

## E. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under Municipal Code Section 2-32-455(b), the term "financial institution" means a bank, soyings and loan association, thrift, creditapting, mortgage banker, mortgage banker, inortgage banker, inortgage banker, inortgage banker, inortgage banker, inortgage banker, inortgage banker, investment bank, numbered to a property of the provider independent as a property of the sales and the providing company, financial services helding company, or my because under the Consumer Installment Loan Auf, the Sales Binance Agency Act, or the Residential Mongage Licensing Act. However, "Immedial institution" specifically shall not include any entity whose preclonious business is the providing of tax defended, defined contribution, pension plans to public employees in accordance with Sections 403(b) and \$57 of the Internal Revenue Code. (Additional definitions may be found in Municipal Code Section 2-32-453(b).)

### 1. CERTIFICATION

The Disclosing Party certifies that the Disclosing Barly (check one)

M is

[] is not

- a "Timenoral duration" as defined in Section 2-32-455(b) of the Mundelpal Code.
  - 2. If the Disclosing Party IS a financial institution, then the Disclosing Party piedges:

"We are not and will not become a predatory lender us defined in Chapter 2-32 of the Municipal Code. We firstless pleader that none of them will become a predatory lender as defined in Chapter 2-32 of the Municipal Code. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in Section 2-12-455(b) of the Municipal Gode) is a predatory lender within the meaning of Chapter

,	
	A," the word "None," or no response appears on the lines above, it will be sumed that the Disclosing Party certified to the above statements.
D. CERTIFICA	Tion regarding interest in city business
	tion that are defined in Chapter 2-156 of the Municipal Code have the same used in this Part D.
of the City have entity in the Mai	ance with Section 2-156-110 of the Municipal Code: Does any official or emplo a financial interest in his or her own name or in the name of any other person or per?
[] Yes	k) No
NOTE: Ifyou o Hem D.I., presse	hedeed "Yes" to Mem D.I., proceed to Hems D.2. and D.3. Hyperchecked "No" date Plays.
elected difficitly of htty other petebol for taxes or obsess "Gity Propecty Se	d presuent to a process of competitive hidding, of otherwise permitted, no City supplayer shall have a fluoreist interest in his or her oven national in the chains or taility in the purchase of any property that (1) belongs to the City, str(ii) is solutional, or (iii) is sold by virtue of legal process at the soit of the City (collective of). Confiduation for property taken pursuant to the City's eminent demain process in the City's eminent demain process in the city's eminent demain process.
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does the Medierh Il Yes L. If you chies	[1]No.
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locs the Madieric [] Yes I liyou cluse Meints or emplic	[1]Fo: ced "Vest to From D.1., provide the names and business addresses of the City ces having siich interest and identify the nature of such interests

# IL CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave influstry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EMS any and all such records to the City. In addition, the Disclosing Partymust disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an affactment to this BDS all requisite information as set forth in that paragraph 2.

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الم المعالية.	. The Dis	closing Pi	ntly venill	es that (a) f	he Diselesi	ig Party has s	earched an	ly and all i	protes of
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no rece	res or his	estinents	or profits	from slave	ty, the slaw	industry, or	slaveholde	Tidburance	
policie	s and no c	ecords of	names of	any slaves	or slavehol	leis.			
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5	The Bran	a consider at a train				. 19 . 1945	برد ده که د د	a a san	
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# SECTION VI - CERTIFICATIONS FOR FEDERALLY-PUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII.

# A. CHRITICATION REGARDING LOBBYING

<ol> <li>List below Disclosure Ast of respect to the Ma</li> </ol>	the names of all p 1995 who have u uar (Aeglo list he	ade lobbying co	ntacts on behalf	or the federal I of the Disslos	obbying ing Party with

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995 have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any deoperative agreement, or to extend, contribute, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there opens any event that materially affects the accuracy of the statements and information set forth in paragraphs A.L. and A.Z. above.

If the Matter is indecally funded and any funds other than federally appropriated funds have been or will be paid to dist person or entity for influencing or attempting to influence an officer or employee of any preserve (as defined by applicable federal law), a member of Congress, an efficer or employee of a member of Congress in connection with the Matter, the Displaying Party must complete and submit Standard Posin-LLL, "Disclosure Form to Report Lobbyings" in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMH) web site at http://www.whitaliouse.gov/omb/grants/stillin.pdf, linked on the page http://www.whiteliouse.gov/omb/grants/stillin.pdf,

- 4. The Disclosing Party certifies that either. (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but him not engaged and will not engage in "Lobbying Activities".
- 5. If the Disclosing Rarly is the Applicant, the Disclosing Party must obtain continuations equal in found and substance to paragraphs A.I. through A.A. above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' conflictations for the duration of the Matter and must make such certifications promptly evallable to the City upon request.

# B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negatiations.

Is the Disclosing Party the Applicant?

[] Yes

[] No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

11 Yes

[]No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

[] Yes

[]No

3. Have you participated in any previous contracts or subcontracts subject to the equal oppositually clause?

[] Yes

[]No

If you chenked "No" to question 1. or 2. above, please provide an explanation:

SECTION VII— ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that

- A. By completing and filing this UDS, the Picclosing Party acknowledges and agrees, on behalf of Isself and the persons or cultures named in this UDS, that the City may investigate the credity or things of some or all of the persons or entities named in this UDS.
- B. The certifications, disclosures, and acknowledgments contained in this BDS will become part of any contract or other agreement between the Applicant and the City in connection with the Marter, whether procurement, City assistance, or other City action, and are material independents to the City's execution of any contract or taking other action with respect to the Marter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Biblies and Campaign Financing Ordinances, Chapters 2-156 and 2-164 of the Manuscipal Cade, impose certain duties and obligations on persons or childes seeking City contracts, work, business, or transactions. The full text of these ordinances and a training program is available on line at <a href="https://www.cityofchicago.org/Ethics">www.cityofchicago.org/Ethics</a>, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

Page 11 of 13

D. If the City determines that any information provided in this EDS is false, incomplete or insocurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.

E. A is the City's policy to make this decument available to the public on its internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the internet, in response to a Freedom of information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party wrives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

F. The information provided in this EDS must be kept surrent. In the event of changes, the Disclosing Party must supplement this DDS up to the fine the City takes action on the Matter. If the Matter is a compact being bundled by the City's Department of Procurement Services, the Disclosing handled by the City's Department of Procurement Services, the Disclosing handled by the City's Department of Procurement Services, the Disclosing handled in this EDS as the contract requires.

The Disolveing Larry represents and watching that

· C. The Dischasing Party has not willifield or reserved any disclosures as to economic interests in the Dischosing Party, or as to the Matter, or any information, data or plan as to the intended use or jumpose for which the Applicant sceke City Council or other City agency action.

For purposes of the certifications in H.I. and H.Z. below, the term "affiliate" means my person or solity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, of is, with the Disclosing Party, under common control of another person or entity. Indicate of control include, without limitation: interlocking improgenent or awarship, themity of interests among family members; shored facilities and equipment common use of engloyees; at organization of a business entity following the incligibility of a business entity to do business with the federal government or a state or local povernment, inclighing the City, using substantially the same management, ownership, or principals as the incligible entity.

- H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge cived to the City. This includes, but is not limited to, all water charges, sewer charges, liceuse fees, parking tickets, property taxes or sales taxes.
- H2 If the Disclosing Party is the Applicant, the Disclosing Party and its affiliates will not use, nor permit their subscentizeness to use, any facility on the U.S. EPA's List of Violating Facilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley	Date:	tebruary	11,2009	
(Print or type name of Disclosing Party)			-	
By:				
(sign here)				
W. Gary Beeson				
(Print or type name of person signing)		•		
Assistant Secretary				٠.
(Print or type title of person signing)	•			-
Signed and sworn to before me on (date) <u>Film</u> at <u>New York</u> (s  Aus in Manne No.	usry II, 200 tate) otary Public.	<u>09</u> , by <u>W</u>	Lany Bee	in
Commission expires: Susan M. Kra		•	*	
Notary Public, State of 01KR483949			•	
Qualified in New Yor				

Commission Expires June 30, 2011

## Exhibit A Morgan Stanley

### **DIRECTORS**

Roy J. Bostock

Erskine B. Bowles

Howard J. Davies

C. Robert Kidder (Lead Director)

John J. Mack

Donald T. Nicolaisen

Charles H. Noski

Hutham S. Olayan

Charles E. Phillips, Jr.

O. Griffith Sexton

Laura D'Andrea Tyson

### **OFFICERS**

John J. Mack Chairman of the Board and Chief Executive Officer

James P. Gorman Co-President Walid A. Chammah Co-President

Colm Kelleher Executive Vice President and Chief Financial Officer

Thomas R. Nides Executive Vice President, Chief Administrative Officer and Secretary

Gary G. Lynch Executive Vice President and Chief Legal Officer

Kenneth M. deRegt Chief Risk Officer

Mark R. Patten Vice President and Company Audit Director

Martin M. Cohen Vice President and Counsel and Assistant Secretary

Jeanmarie McFadden Vice President and Global Head of Corporate Communications

Karen C. Jamesley Vice President and Global Head of Human Resources

Jessica Gorman Taylor Vice President and Global Head of Corporate Services and Security

Linda H. Riefler Global Head of Research

Tim O'Neal Lorah Global Money Laundering Prevention Officer

David K. Wong Treasurer

Paul C. Wirth Controller and Principal Accounting Officer

W. Gary Beeson **Assistant Secretary** Martin M. Cohen **Assistant Secretary** Jeanne E. Greeley **Assistant Secretary** Charlene R. Herzer Assistant Secretary Susan M. Krause **Assistant Secretary** Jacob E. Tyler **Assistant Secretary Assistant Secretary** Anna Xanthos Vincent Y.C. Liu Assistant Treasurer

Vincent Y.C. Liu

Daniel B. Park

Stuart W. Pearson

William F. Pike

John A. Roberts

Assistant Treasurer

Assistant Treasurer

Assistant Treasurer

Assistant Treasurer

Assistant Treasurer

David Russo Assistant Treasurer

Name

Address

Percentage Interest in Disclosing Party

State Street Bank & Trust Company

225 Franklin St., Boston, MA 02110

12.97%

Under item 2(e) of the rules (the "Rules") regarding the Beanomic and Disclosure Statement and Affidavit ("EDS") promulgated pursuant to Section 2-154-050 of the Municipal Code, State Street Bank & Trust Company ("State Street") is not required to separately file an EDS in its capacity as "a beneficial owner for a class of other third party investors." Under the Rules, State Street is considered "regulated and required to make periodic fillings with the federal Securities and Exchange Commission under the Securities and Exchange Act". A copy of a SEC Schedule 13G filed on February 12, 2008 by State Street, acting in various fiduciary capacities, is attached. No individual underlying third party investor holds an interest in Morgan Stanley greater than 7.5%

<DOCUMENT>
<TYPE>SC 13G
<SEQUENCE>1
<FILENAME>morgan07.txt
<TEXT>

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

#### SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934 ANNUAL FILING

MORGAN STANLEY
(NAME OF ISSUER)
(COMMON STOCK
(TITUE CLASS OF SECURITIES)
617446446
[CUSIP NUMBER]
12/31/2607
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WAICH THIS SCHOOLS IS FIRED:

(x) RULE 13D-1(c) () RULE 13D-1(c) () RULE 13D-1(D)

\*THE REMAINDER OF THIS COVER PAGE SHALL BE FILTED OUT FOR A DEPORTING PERSON'S INITIAL FILTING ON THIS BORN WITH RESPECT TO THE SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSECUENT AMENDMENT CONTAINING INFORMATION WHICH WOULD ALTER THE DISCLOSURES PROVIDED IN A PRIOR COVER PAGE.

THE INFORMATION REQUIRED IN THE REMAINDER OF THIS COVER PAGE SHALL NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE SECURITIES EXCERNOR ACT OF 1934 ("ACT") OR COMBENIES SUBJECT TO THE LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL COMER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

CUSIP NO. 617446448

SCHEDULE 139

PAGE 2 OF 5 PAGES

- 1. NAME OF REPORTING PERSON
  SS OR TRS IDENTIFICATION NO. OF PERSON
  STATE STREET BANK AND TRUST COMPANY, ACTING IN VARIOUS FIDUCIARY
  CAPACITIES. 04-1867445
- 2. CHECK THE APPROPRIATE BOX IF A NEMBER OF A GROUP. \*

NOT APPLICABLE

A \_\_\_

- 3. SEC USE ONLY
- 4. CITIZENSHIP OR PLACE OF ORGANIZATION

BOSTON, MASSACHUSETTS

- 5. SOLE VOTING POWER 35,227,145 SHARES
- 6. SHARED VOTING POWER

107;235,330 SHARES

- 7. SOLE DISPOSITIVE POWER
  - 0 SHARES

1.

- 8. SHARED DISPOSITIVE POWER 142,462,475 SHARES
- 9. AGGREGATED AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 142,462,475 SHARES
- 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

NOT APPLICABLE

- 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
  12.97%
- 12. TYPE OF REPORTING PERSON\*

BK

SCHEDULE 136

PAGE 3 OF 5 PAGES

ITEM 1.

- (A) NAME OF LESUER
  MORGAN STANLEY
- (B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

1565 BROADWAY NEW YORK, NY 10036

ITEM 2.

- (A) NAME OF PERSON ETLING STATE STREET BANK AND TRUET COMPANY. TRUSTEE
- (B) ABDRESS OF PRINCIPAL BUSINESS OFFICE GR. IF NONE. RESIDENCE

State Street Financial Center One Lincoln Street Boston. Mr 02111

(C) CITICENSHIP

BOSTON, MASSACHUSETTS

(D) TITLE OF CLASS OF SECURITIES

COMMON STOCK

(E) CUSIP NUMBER

617446448

- TTEN 3. IF THIS STATEMENT IS FILED BURSUANT TO RULE 13D-1(B). OR 13D-2(B), CHECK WHETHER THE PERSON EILING IS A:
  - (B) X BANK AS DEFINED IN SECTION 3 (A) (6) OF THE ACT

#### ITEM 4. OWNERSHIP

(A) AMOUNT BENEFICIALLY OWNED

142,462,475 SHARES

(B) PERCENT OF CLASS

12,97%

- (C) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:
  - (I) SOLE FOWER TO VOITE OR TO DIRECT THE VOITE 35, 227, 145 SHARES
- (II) SHARED POWER TO VOTE OR TO DIRECT THE VOTE 107, 235, 330 SHARES
- (III) SOLE POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF O SHARES
- (IV) SHARED POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF 142,462,475 SHARES
- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

NOT APPLICABLE

- ITEM 6: CONTRACTE OF MORE THAN FIVE PERCENT ON BRHALF OF ANOTHER PERSON.
  - 11 MORGAN STANLEY UNIVERSAL TRUST AND
  - 2) SUPPLEMENTAL RETIREMENT PLAN II = 9.76\*
- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

NOT APPLICABLE

TOPM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

NOT APPLICABLE

TTEM 9. NOTICE OF DISSOLUTION OF GROUP

NOT APPLICABLE

SCHEDULE 13G

PAGE 5 OF 5 PAGES

## ITEM 10 CERTIFICATION

THE FOLLOWING CHRITISTICATION SHALL BE INCLUDED IF THE STATEMENT IS FILED RURSWANT TO RULE INC. I (B) I

BY SIGNING BELOW I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE SECURTIES REFERRED TO ABOVE WERE ACQUIRED IN THE GROINARY COURSE OF BUSINESS AND WERE NOT ACQUIRED FOR THE PURPOSE OF AND DO NOT HAVE THE EPBECT OF CHANGING OR THE PURPOSES OF THE LESDER OF SUCH SECURITIES AND WERE NOT ACQUIRED IN CONNECTION WITH OR AS A PARTICIPANT IN ANY TRANSACTION HAVING SUCH PURPOSES OR EFFECT.

THIS REPORT IS NOT AN ADMISSION THAT STATE STREET BANK AND TRUST COMPANY IS THE BENEFICIAL OWNER OF ANY SECURITIES COVERED BY THIS REPORT, AND STATE STREET BANK AND TRUST COMPANY EXPRESSLY DISCLAIMS BENEFICIAL OWNERSHIP OF ALL SHARES REPORTED HEREIN PURSUANT TO RULE 13D-4.

#### SIGNATURE

AFTER REASONABLE INQUIRY AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, I CERTIFY THAT THE INFORMATION SET FORTH IN THIS STATEMENT IS TRUE, COMPLETE AND CORRECT,

#### 12 FEBRUARY 2008

STATE STREET CORPORATION STATE STREET BANK AND TRUST COMPANY, TRUSTEE

> /s/ SYDNEY NARZEOTTI VICE PRESIDENT

</text>
</documents

#### **EXHIBIT B**

An excerpt from Morgan Stanley's Annual Report on Form 10-K for the fiscal year ended November 30, 2007 and Quarterly Report on Form 10-Q for the first quarter of 2008, which provides information concerning litigation that qualifies the certification contained in Section V, part B.1.b., is attached hereto as Exhibit B-1. For a description of other significant legal matters involving Morgan Stanley and its affiliates, none of which qualify the certifications contained in Section V, please refer to Morgan Stanley's Annual Report on Form 10-K for the fiscal year ended November 30, 2008.

### EXHIBIT B-1

Except from Morgan Stanley FY 2007 Form 10-K and Form 10-Q for the quarterly period ended February 29, 2008

### Coleman Lingation.

In May 2003, Coleman (Parent) Holdings Inc. ("CPH") filed a complaint against Morgan Stanley in the Circuit Court of the Fifteenth Judicial Circuit for Palm Beach County, Florida relating to the 1998 merger between The Coleman Company, Inc. and Sunbeam, Inc. ("Sunbeam"). The complaint, as amended, alleged that CPH was induced to agree to the transaction with Sunbeam based on ceitain financial misrepresentations, and it asserted claims against Morgan Stanley for aiding and abetting fraud, conspiracy and punitive damages. Shortly before trial, which commenced in April 2005, the trial court granted, in part, a motion for entry of a default judgment against Morgan Stanley and ordered that portions of CPH's complaint, including those setting forth CPH's primary allegations against Morgan Stanley, be read to the jury and deemed established for all purposes in the action. In May 2005, the jury returned a verdict in favor of CPH and awarded CPH \$604 million in compensatory damages and \$850 million in punitive damages. In June 2005, the trial court issued a final judgment in favor of CPH in the amount of \$1,578 million, which included prejudgment interest and excluded certain payments received by CPH in settlement of related claims against others.

In March 2007, the District Court of Appeal for the Fourth District of Florida (the "Court of Appeal") issued an opinion reversing the trial court's award for compensatory and punitive damages and remanding the matter to the trial court for entry of judgment for Morgan Stanley. In June 2007, the Court of Appeal's opinion became final when the Court of Appeal issued an order denying CPH's motions for rehearing, rehearing en bane and for certification of certain questions for review by the Florida Supreme Court ("the Supreme Court"). On December 12, 2007, the Supreme Court denied CPH's request for review of the Court of Appeal's decision, directing judgment in favor of Morgan Stanley.

## CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

MS Holdings Incorporated	
Check ONE of the following the	ree boxes:
Indicate whether Disclosing Party 1. [] the Applicant OR	
2. [X] a legal entity holding a d Applicant in which Disclosin OR	lirect or indirect interest in the Applicant. State the legal name of the large of the large of the legal name of the Party holds an interest: <u>Chicago Parking Meters</u> , LLC
3. [] a specified legal entity w the entity in which Disclosin	with a right of control (see Section H.B.1.b.) State the legal name of g Party holds a right of control:
B. Business address of Disclosing	Party:1585 Broadway
	New York, NY 10036
C. Telephone: 212-761-5126	Frederick.Pollock@ Email: morganstanley.com
D. Name of contact person: Fred	
E. Federal Employer Identification	No. (if you have one):13-3862832
F. Brief description of contract, transwhich this EDS pertains. (Include p	nsaction or other undertaking (referred to below as the "Matter") to project number and location of property, if applicable):
Chicago Metered Parking System	n Concession Agreement
G. Which City agency or departmen	nt is requesting this EDS? <u>Finance Department</u>
	andled by the City's Department of Procurement Services, please

## SECTION I - DISCLOSURE OF OWNERS HE INTERESTS

a. Natur	h or discrosing bykla		
[] Person [] Fublisty El Pelystely [] Sode proj [] General [] Limited [ [] Trust	artueranio.	[] Limited Hability company* [] Limited Hability patthership* [] Loud vonture* [] Not-for-profit comparation als [] Yes [] Not-for-profit comparation als [] Yes [] Not-for-profit comparation als [] Other (please specify)	o≆ ક <b>ર્વા(ક</b> (એ)?
*Note Balb	<b>Stew</b>		
3. For les		ounley) of incorporation or organization the of Ulicols: Has the organization rep	
i]Ye	An	tima	• • • •
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olomy Parth	list below the name and title of t	police general partieur, plansyfing membe	er, mininger of

Page2-07-13

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indireat beneficia of such an interes interest of a ment estate or other sin Mantapat Code o	vide the following information concerning each person or entity having a direct or i interest (including ownership) in excess of 7.5% of the Disclosing Party. Examples the disclosing party. Examples the disclosing the conjugation of the conj
Jame	Business Address Percentage Interestables  Disclosing Larty
See Atta	inert A
**************************************	
ečniov iu - u	dsinest kalaulonshusvyhin čury disacuód officialis
Has the Disclosio de, with any Giv	ng Party had a "business relationship," as defined in Chapier 2-156 at ite Municipal relation official in the 12-months before the date this BDSIs altured?
(170)	
yes, pleake identif etionship(s):	y below the name(s) of each Clay elected official(s) and describe such
ः   १ <b>८४७ :</b> १५ <b>२४ र १</b> रख्नु र के प्राप्त	The section of the se
chon in † die	ectorage or enecommy close the oldest factored symme
	SCLOSURE OF SUDCONDRACTORS AND OTHER RETAINED PARTIES  IT MOTHER DESCRIPTION AND DESIGN ROLLING TO SELECTION APPROVE.

amount of the feer paid or estimated to be paid. The Disclosing Party is not required to disclose amployees who are paid solely through the Disclosing Party regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any logislative or administrative action on bolish of any person or entity other thans. (1) a not-for profit and by, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duffer as an employee of another includes undertaking to influence any logislative or administrative against

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name findicate whether retained orangopased to be retained. Butiness Address

Relationship to Disclosing Party (subsocitation afteracy, lobbyist, sic.)

Pous (Indicate whether pudor submitted)

766-tolerate &

(Add sheets if necessary)

[1] Check here if the Disclosing party has not retained, nor expects to retain, any such persons or entities.

SECTION Y - CERTIFICATIONS

A. COURT OF DEFEND CEILD SUPPORT COMPLIANCE

Under Municipal Code Section 2-92-415, substantial graness of business catifies that contract with the City must remain in compliance with their oblid support collections throughout the term of the contract.

The any person who directly or indirectly owns 10% or more of the Directing Party been declared in brearings on any child adopted obligations by any Illinois court of compatent jurisdiction?

[] Yes

Mo

The person owns 10% or more of the Disclosing Purp

If "Yes," bostlip person entered into a court-approved agreement for payment of all support over and is the person in pampilance with that appreciately

[] Yes

LINO

Pige 4 of 13

### B. FURTIUR CERTIFICATIONS

- 1. The Hisplosing Party and, if the Disclosing Party log legal entity, all of those persons of entitles identified in Section N.B.1, of this EDS:
  - are not presently debursed, suspended, proposed for debarmont, declared incligible or voluntarily excluded from the transactions by any lederal, state or local unit of government;
- have not, within a five year period preceding the date of this HDS, been concluded of a criminal offense, adjudged guilty, or had a clyft judgment readered against them in convention with: obtaining, attempting to obtain, or performing a public frederal, mate or local transaction or contract under a public transaction e violation of federal or state antibust standing, fraud, embezziement; theit; forgerzi bildery; falcification or destinction of records; mixing false statements; or receiving stolen property;
- nee not presently indicted for or otherwise estimately or olvilly charged by a government many (federal, state of local) with commission of any of the offeness commercial in those H.I.b. of this Section Ve
- d. have not, within a five your period preceding the date of this HDS, lied one or more public transactions (federal, state or local) remainsted for easie or default, and
- 6. have not, within a trye-year protot preceding the date of this INIS, been convioled, adjudged culty, or found liable in a civil proceeding, or in any admination nivil action, including actions represented environmentally violations, healthfields, the City or by the federal government, any choic or any after and at local government.
- 2. The conflictions to industry 3.7 and 4 chapters

\* the Disclosing Party (meaning any party participating in the performance of the Melics, including but not limited to any prepons or legal cuttles disclosed under Section IV. Disclosure of Subconfinctors and Other Retained Parties?)

· nay A millioned Endry (meaning a person or entity that, directly or indirectly, compose the Disclosing Party, it composited by the Disclosing Party, or is, with the Disclosing Party; ander common control of apother person or entity. Indicia of control include, without finitelion Attentionaling fearings ment or ownerships identity of interests enough faulty members, should reallines wall equipments common very of employees, or organization of a bosiness configuration who are inclinated as a configuration of the bosiness endity to do bosiness with redecial as many or local protection in displacing the City, using substantially the summer management, owners the publication of the fortistic sufficient. with respect to Applicable Patties, the durin Affillated Liably recens a person or confly half directly or indirectly controls the Applicable Dury, is controlled by it we, with the Applicable Party, is neder common control of another person or entity;

\* any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Hadip of any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Builty, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Builty (sollectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Entity of either the Disclosing Party or any Applicable Party nor any Agents have, during the five years before the flate this HIVE it signed, it with respect to an Applicable Party, an Affiliated Entity of an Applicable Party during the five years before the descot such Applicable Party's or Affiliated Entity's contract of physicism in connection with the Manair

- a. bribed or attempted to brive, or been convicted or adjudged guilty of bribery or attempting to bribes, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any attite or local government in the United States of America, in that officer's or employee's official capacity;
- b. agreed of colluded with other bidders or prospective bidders, or become party to any such agreement, or becommissed or adjudged guilty of agreement or collusion among hidden or prospective bidders, in revivalnt of thredom of competition by agreement to bid a fixed piles or otherwise; or
- v. made an admission of such conduct described in a. or b. above that is a matter of record, but have not been proteculed for such conduct of
- d. violated the provisious of Manhoipal Code Section 2-92-519 (Living Wage Ordinance).
- 3. Nother the Disclosing Party, Affiliated Latity or Applicable Party, or any of their compleyees, officials, agents or partners, is barred from confracting with any unit of time or local government as a result of angaling in or being convicted of (1) bid-rigging in yiolation of 720 HAS 3733H-35 (2) bid-rigging in violation of 720 HAS 3733H-35 (2) bid-rigging in violation of 720 HAS 3733H-35 (2) bid-rigging of bid-rigging or bid-rigging or bid-rigging or bid-rigging or bid-rigging.
- A. Neither the Directoring Party nor any Affiliated Unity is listed on any of the following lists maintained by the Office of Portrigin Assets Control of the U.S. Department of the Treasury of the Director of Ordinary and Security of the U.S. Department of Commence or their successions the Specially Designated Nationals I.S., the Denied Personal fiel, the Townshiel Elegate Builty List and the Debarred I.S..
- 3. The Disclosing Party mids remains and shall comply with (1) the applicable requirements of the Covernmental Public Overnments of the City, Title 2, Chapter 2-150 of the Number of Color and (3) all the applicable provisions of Chapter 2-56 of the Mindsipal Code (Cities of the Inspersor General).

2. 44	
6. II Gentina	the Disclosing Party is unable to certify to any of the above statements to this Part B (Purth, fions), the Disclosing Party must explain below:
**************************************	
The San San San	
breshmen Ame ich	is TVA. Die Word *Noos? drie response appears on the linee above, it will be conclusively ther the Disclosing Party contined to the above statements.
C. CERTI	PEATION OF STATUS AS PRODUCTAL INSTITUTION
Por purpos	os of this Part C, and or Municipal Code Società 2-32-459(d), the term "financiat parameter
tulst compa	ari devines vide investment land. Secretics beater models banker, mentenge broker.
MANAGE AND VITTEE	19 PALECULAR TO THE TOTAL OF THE PARTY OF TH
licensee pin	er the Turanum Instituter it was over the Care of Sanctal and the Company of the
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	pinent trainers in the providing of the deficted defined continuous, pended plans to person recordings, with Sections and produced of the internal necessic closes.
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(I)	A lie not
a linencial is	unidon as defined to Section 2-52-455 (in of the Municipal Code.
	leologing Party 18 # financial Inclidation, then the Oloclosing Darty plotyers:
We are not an	d vill det become a predatory lender er delined in Chapter La Zorine Municipal
American American	WED TO THE ONE OF THE STATE OF
SAMOON AS INCIDES	ka in Chique 2.412 of the Maniopel Code. We upderstood that becoming a predatory ding manifolds a producer leader may result in the loss of the privilege of doing
business with	A CONTRACTOR OF A STATE OF THE PROPERTY OF THE

If the Directoring Parts is much to make this please because trop cay of its affiliation as defined in Section 2-32-453(b) of the Monte (put Code) is a presenting tender within the inventor of Chippier

Page For 13

232 of 1	he Municipal Code, explain here (affa	ch edditional pages if necessary);	
<del>*************************************</del>		ter en	
If the lette conclusive	is NA," the word "Name," as no resp ly presumed that the Disclosing Party	inse appears on the Unos shore, it will conflided to the above statements:	li þe
d, certi	FICATION REGARDING INTERES	t in city business	.*
Any words members	or lettur ther are defined in Chapter 2 how used in this Part 13.	-156 of the Municipal Code fuve the	sanc
I. In adoption of the City I carried to the City In the	cordence with Section 2-136-110-of i 1979 u Linanoini interest in his or hero Matter	te Muclohel CoderDoce my afficie na neue or la lid gene af eny other	person or
[] Yes	<b>NOTE</b>	*	•:
NOTE: If y item D.J., pr	out disclosif "Yes" to Heste Dala proces occused to Part H.	of to Acces Dia; and Dia. Afginished	aked "No" to
eiscled offici any office per for daxes or a City Propert	isold purenent to a process of compet of or employee shall have a financial but or entity to the purchase of any pro- cessorents, on firly is sold by virue of (Sale"). Compensation for property title a financial interest within the in	latovst în luis or hor own pame orda operty that (i) belongs lot die Clipy or Togal process at the sulf of the Clipy oksu pusuantiodhe Clipy's sudbodic	lho name of (ii) is sold collectively.
loes the Man	eriovolve a City Ecopetry Salvi		
IJ Yes	(3 <b>1%</b> )	*	÷
8. If you c ficials or em	booked "Yes" to Nom D.L., proudde H Noyees having such laterest and idea	omenies und businees addresses of 't do the nature of snoh inferést:	ho Gity
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4: The The acignizating	Noting Party Andberropfillies that not no Christial or amployee.	robitolical fluministal intercenturations.	ale will
åitim ellip			•

Page 8 of 18

# B. CERTIFICATION REGARDING SLAVERY BRA DUSINESS

The Disologing Party has searched any and all records of the Disclosing Party and any and all prodecosing conflicts for records of investments or profits from slavery, the slave including, or slavely older insurance politics from the slavery on (including insurance politics issued to slaveholders that provided onverage for damage to or lading or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Pallors to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party must disclose below or in an attachment to this IDS all auquished aformation as not light in that paragraph 2.

The Disclosing Party verifies that (e) the Disclosing Barty has acauched any and all records of the Disclosing Party and any and all predocessor entities for records of investment or profits from slavery, the Clays didustry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the clays industry, or slaveholder insurance policies and no records of camps of any slaves or aleveholders.

	A STATE OF THE PROPERTY AND ASSESSMENT OF THE PROPERTY OF THE
or slavehold	Lisolosing Party verifies that, as a result of conducting the everth is step. List above, the htty has found recentle relating to investments of profilection clavery, the clave indicates a hustrance policies undfor the cames of any claves of altroholders. The Medicant that the following constitutes bull disclosure of all anch records:
·	interpretation of the China Contraction of the
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Contract Contract	
701-14-14-TO	
SECTION V	- Certifications for federally-fonded matters
NOTE; If the funded, process	Matter is federally funded, complete this Section VI. If the Metter is not federally

A. CERTIFICATION REGARDING LOBBYING

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(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "Neges" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or milities registered under the Loobying Disclosine Aut of 1995 have made lobbying contacts on belief of the Disclosing Party with respect to the Manor.)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.L. above for his or her lobbying notivities onto pay any person or entity to influence or attempt to influence on afficer or applique of any agenty, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, undring any federally funded grant or loss, entering into any cooperative agreement, or to extend, continue, concert, entend, or modify any federally finded confined, grant, loss, or cooperative agreement.
- 3. The Divelosing Party will submit an updated conflication at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A.I. and A.2. above.

If the Matter is federally funded and any funds other than federally appropriated funds have been convilled paid to any parish or entity for influencing or alternating to influence an officer or employed of the agency (as defined by applicable federal law), a member of Congress, an officer or employed of the agency desired by applicable of a member of Congress income pilon with the Radius, the Disclosing Party thus complete and arbunit Standard Formattic, 'Oliviouse Form to Report Lobbying,' in accordance with its fusing fibra. The formulay be obtained outline from the tedoral Office of Management and Budget (OMB) web also at his form with finding and family and affilling the linked on the page http://www.wblishouse.gov/amb/grants/fillingtit.

- A. The Disclosing Party pertition that elibour (1) is in not an organization described in section 501(c)(4) of the Internal Researce Code of 1986; or (1) it is an organization described in section 501(c)(4) of the Internal Researce Code of 1986 but has not engaged and will not engage in Tabbyling Activities.
- S. If the Dirolosing Burty is the Applicant, the Dirolosing Burty most obtain certifications equal in Licin and substaince to paragraphs A. L. through A. C. chave from all substaining before it awards any substained and the Dirolosing Barty must making all such substaining confilles thing for the fluid on the Dirolosis make such well lications promptly evaluate to the filly upon request.
- B. CHRIDICATION REGERDING EQUAL TARRESTATION QUEDICIONITY

If the Matter is lederally founded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with ducir bids on in writing at the joinet of negotiations.

Is the Disclosing Party the Applicant?

[] Yes

INO

Haves," mower the three questions to low:

- 1. Have you developed and do you have on file affirmative sedon programs pursuent to applicable federal regulations? (See 41-CFR Part 60-2.) TYCS
- 2. Pays you Med with the Igint Reporting Committee, the Director of the Office of Lederal Contract Compileror Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements? LIYDS LINO
- 3. Have you participated in any previous continues or subcontracts enbicates the equal opportunity clause? []Yes No

If you clocked "No" to question I or L above, please provide an explanation.

section vii— Acknowledgments, contract theorpokation, complaince, eenaltiee, disclosure

The Disclosing fairy undergrands and agreen that

- A. By completing and aling this 1908, the Illschooling Party acknowledges and agrees, on belial of Itself and the persons of entities named in this EDS, that the City may investigate the preditworthiness of some or all of the persons or entities named in this BDS.
- B. The certifications, diselerance, and reknowledgments contained in this Edd will become part of any contract of other agreement between the Applicant and the City in someofion with the Mution whether prosperment. City malmance, or other City nedlede, and not constructed industries in the City is execution of any conduct or taking other notion with request to the Matter. The Disclosing Party tradestandesthat nonner comply with all actuals, softmaces, and regulation on which this receipt based.
- C. The City's Coveramental Athles and Campulen Channeley Civiliances, Chapters 2-156 and 2-164 of the Municipal Code, impose restriptionities and addigations on privageon entires seeking with contracts, work, business, at transactions. The fall text of flow ordinances and a tuling program is available on line at were cityorcide anomy studies, and may also be obtained from the City's Board of Indian 140 of Adjustic St., Solie 500, Chingo, IL 20010, OLD 744-2460, The Divising Lang must comply fally with the similaritie profinences.

Page 11 of 13

D. If the City determines that any information provided in this HDF is false, incomplete or inaccurate, any confusion of the appearant inconnection with which it is submitted may be rescinded or be veld or voldable, and the City may puted any minutes under the companion or agreement (if not received at vold or voldable), at two, or in equity, including terminating the Disclosing Parties participation in the Matter and/or deciling to allow the Disclosing Party to participate the other nearly with the City. Remedies at the for a false enterpoint of material act, may include incorrection and an award to the City of the false demages.

B. It is the City's policy to make this document symbolic to the public out is intometable and/or mone request. Some or all of the information provided on this HDS and any anadometers to this HDS may be made available to the public on the libernet, we response to a kneedlang of his mention Act request, or otherwise. By completing and signing this HDS, the Disclosing Party worker underelogating possible rights or claims which it may have against the Uty in connection which the public release of information contained in this HDS and also suitendess the City to verify the acompany of any information submitted in this HDS.

F. The information provided in this Libb must be kept suncut. In the event of changes, the Disclosing Butty must supplement this IDS up to the threather City takes action on the Matter. If the Matter is a contract being handled by the Chy's Department of Production of Services, the Physicsing Butty must update this BUS is the contract regulator.

The Disclosing Party represents and warrants that;

O. The Discipsing Larly has not widiliseld or reserved any disclosures as to respond interests have Disclosing Larly, or as to the Marter, or any information, data or plan as to the Infonded use or purpose for which the Applicant sucks City Council or other City agency action.

for purposes of the cutifications in F.I. and H.Z. below, the term "attilists" means any person of cutify that, directly or indirectly, compose the Disclosing Party, is vanualled by the Disclosing Party, or is, with the Disclosing Party, under common control of undivergence or early. Indicise of control include, without limitations interlocking means general or imperately alcounts of indirects are only family members, charted facilities and equipment, common use of compleyers or organization of a business entity following the includibility of a pusiness entity to decide as the facility of a pusiness entity to decide a some family of a pusiness entity to a positional of the facility of a pusiness entity to a positional of the facility of a pusiness entity to be since so local government, including the Chy, using substantially for some management, a vanerable, or principals as the heatinglish early.

H.1. The Disclosing Party is dot delinquent in the payment of any tax administered by the Minote Department of Rayennia, not use the Phiclosing Party or its affiliates delinquent in psychony fing. I.e., tax or office charge over its the City. This includes, but is not fluided to affi which charges, sewer charges, license does, purify an error of a live of the payment.

II.2 If the Disclosing Party is the Applicant, the Disclosing Party and the altibates will not use, not parally their soft contractors to use, any facility on the U.S. BEAN List of Violating Partifics in connection with the Manterloy the direction of that that such facility recording on the Use.

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H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

#### **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

MS Holdings Incorporated	Date:	2/11/2009
(Print or type name of Disclosing Party)		
By: Suit Piel		
(sign here)		
Eric J. Marmoll	•	
(Print or type name of person signing)		
Vice President		
(Print or type title of person signing)		
Signed and sworn to before me on (date)_	2/11/09	by ERIC MARMOII
at Dupag County, Illivois	(state). Notary Public.	
Commission expires: 5/7/12		OFFICIAL SEAL LAURA POLICH NOTARY PUBLIC - STATE OF ILLINOIS MY COMMISSION EXPIRES:05/07/12

### Attachment II.B.1.a. - MS Holdings Incorporated

### **DIRECTORS**

Dan Park Harvey B. Mogenson

### **OFFICERS**

Harvey B. Mogenson **Stuart Bohart** Geraldine Boyle Robin Coroniti John Hagarty Michael Kelly Noel Langlois Arthur Lev Eric J. Marmoll Lorraine Maruffi T.A. McKinney Eric Mendelsohn Louis A. Palladino, Jr. Walter E. Rein Bruce R. Sandberg Owen Thomas James G. Webb Martin M. Cohen Charlene R. Herzer Susan M. Krause

President Vice President and Secretary **Assistant Secretary** 

**Assistant Secretary** 

# Attachment A – MS Holdings Incorporated

Name

Morgan Stanley

**Address** 

1585 Broadway New York, NY 10036 **Percentage Interest** 

100% (direct)

#### Exhibit I

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

Suite 3100

Chicago, Illinois 60602 Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4<sup>th</sup> Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28 Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company 171 N. Clark Street, 04Cl Chicago, Illinois 60601 Relationship: Title Company Estimated to be paid: \$19,349.50 (Retained by: Chicago Parking Meters, LLC)

### CITY OF CHICAGO ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT

# SECTION I -- GENERAL INFORMATION

A. Legal name of Disclosing Party submitting this EDS. Include d/b/a/ if applicable:
Morgan Stanley Infrastructure Inc.
Check ONE of the following three boxes:
Indicate whether Disclosing Party submitting this EDS is:  1. [] the Applicant OR
2. [x] a legal entity holding a direct or indirect interest in the Applicant. State the legal name of th Applicant in which Disclosing Party holds an interest: Chicago Parking Meters, LLC OR
3. [] a specified legal entity with a right of control (see Section II.B.1.b.) State the legal name of the entity in which Disclosing Party holds a right of control:
B. Business address of Disclosing Party: 1585 Broadway
New York, NY 10036
C. Telephone: 212-761-5126 Fax: 212-404-9735 Email: Frederick.Pollock@ morganstanley.com
D. Name of contact person: Fred Pollock
E. Federal Employer Identification No. (if you have one): 13-3862832
F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains. (Include project number and location of property, if applicable):
Chicago Metered Parking System Concession Agreement
G. Which City agency or department is requesting this EDS? Finance Department
If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:
Specification # and Contract #

# SECTION II - DISCLOSURE OF OWNERSHIP INTERESTS

	S
A. NATURE OF DISCLOSING PARTY	
I. Indicate the nature of the Disclosing P [] Person [] Publicly registered business corporation [x] Privately held business corporation [] Sole proprietorship [] General partnership* [] Limited partnership* [] Trust	arty:  [] Limited liability company*  [] Limited liability partnership*  [] Joint venture*  [] Not for profit corporation  (is the not for profit corporation also a 501(c)(3))?  [] Yes  [] Not  [] Other (please specify)
* Note B.1.b below.	and the second s
2. For logal entities, the state for foreign or	country) of incorporation or organization, if applicable:
Delavace	AND THE PARTY OF T
3. For legal entities not organized in the State of Minole as a foreign enti-	nte of Allinois: May the organization registered to do
Ll Aes El Mo	[] MA
. If the disclosing party is a lega	L'entify:
or not-torprofit-corporations, also his below at 0-auch members, write "no members, " Por frus leholder(v):	s of all exceptive officers and all directors of the entity I members if any, which are legal conides. If there are is, estates or other similar entities, list helps the legal
See Artachment Tr. B. 1. 6.	Title
	<del>alaman kan dan dan dan dan dan dan dan dan dan d</del>
dentitus variotas de la companya de	
	4
Lb. If you checked "Several partnership	""Limited partnership ""Limited liability
spany." "Limited liability parmenting" or "Join	Liverdire. In response to them A. I. Thore (Nation of
closure Party). Tist below the name and title of	erop Keneraj harmet insuskink memper maniska or

Page 2 of 15

Name		<u>.</u>
indirect beneficial of such an interest of a members of a members of a members of the such that are the such as a su	ovide the following information concerning each person or entity had interest (including ownership) in excess of 7.3% of the Disclosh at include shares in a corporation, partnership interest in a partnership interest in a partnership interest in a partnership or interest of a bear or apanagor in a limited liability company, or interest of a bear nilar entity. If none, state Mong. NOTEs Europan to Senton 2-of Chicago ("Monicipal Code"), the Olty may require any such additions to be reasonably intended to achieve full disclosure.	ig Pany. Exemples My or joint venture Michigaria dinal, 154-030 of the
Name	Business Address Percentage Inferest in Disclosing Party	i Tié
	<del>-</del> • • • • • • • • • • • • • • • • • • •	· · · · · · · · · · · · · · · · · · ·
	Case of the second seco	
	And the state of t	
	**************************************	erittis in entrateristation traditional entra
ection III b	CUSINES FREE AND ISHIPS WELF CITY HE COTED OF	TOTALS
Has the Disclosi Jode, with any City	ing Party had a "business relationship," as defined in Chapter 2: 1: y elected official in the 12-months buting the date this HDS is sign	io of the Municipal will
[] Yes	16.110	t
* * :	ty below the name(s) of such City elected utilistal(s) and describe	- BISVÅ
	it komu ing miniska or saan initusian arterial nasawasa	, entra
yeş, plense identi	Action and property of such that a such th	· sana

amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party is regular payoul.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not forsprofit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name
(Indicate whether Address (subcontractor, afterney)
(Indicate whether tetained)
(Indicate whether to be retained)

See telifier a

(Add sheets if necessary)

[] Check here if the Disclosing party has not retained, not expects to remain, any such persons or chities.

## SECTION V-CERTIFICATIONS

# A. COURT-ORDERED CHILD SUPPORT GOMPLIANCE

Under Municipal Code Section 2-92-415, substantial owners of business emilies that contrads with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns tolk armore of the Disclosing Party been declared in accounge on any child support obligations by any Illicole coun of competent, jurisdictions

I I Yes

Disp

the person processibly of more preciously party.

If "Yes," has the person entered into a count-approved agreement for payment of all support owed and is the person in compliance with that agreement?

I ] Yes

[]No

## B. FURTHER CHRISTICATIONS

- 1. The Displosing Party and, if the Disclosing Party is a legal entity, all of those persons or entitles identified in Section IB.1. of this EDS:
  - a. are not presently debarred, suspended, proposed for debarment, declared inaligible or voluntarity excluded from my transactions by any federal, state or local unit of government.
- b. have not within a five year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil independent endered against them in connection with obtaining, attempting to obtain, on performing a public fiedered, state or local) transaction of connect under a public fransaction of violation of federal or state unitarist annual; ranks from a violation of leading for or desired on traceords; making false statements; or receiving stolen property.
- o. are not presently indicied for or otherwise criminally or civilly charged by a povernmental entity (federal, state or local) with commission of any of the offenses communicated in clause B.1.5. of this Section V:
- d. have not within a live-year period preceding the date of this EDS, had one or more public translations (foderal, state or local) terminated for variety default, and
- e. have not, within a five-year period preveding the dute of this EDS, been conviously adjudged guilty, or found lieble in a divil proceeding, or it may ofinitial or sivil notion, including notions converting envisormental violations, included by the City or by the federal government any state, or any other unit of local government.
- 2. The periodications in subparis 2. Jane 4 concerns

\* the Disclosing Party:

· any "Applicable Party" (meaning my party participating in the performance of the Matter, including but not limited to any persons or logal andries disclosed under Section IV, 'Disclosure of Subsportmetors and Other Retained Parties');

r any "Additional Country (meaning a person based by that, directly or indirectly; controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, ander common control of another person or entity. Indials of control include, without limitation; interholding management or ownership; identity of interests among family members, stated facilities and equipment, common use of employees, or organization of a business entity following the incligibility of a business entity to do business with federal or state of local government, including the Chy, using substantially the same management, ownership, or principals as the incligible control with respect to Applicable Party, is from Affiliated Entity means a person or entity that directly or indirectly controls the Applicable Party, is controlled by it, or, with the Applicable Party, is under common control of another person or entity:

any responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity of any other official, agent or employee of the Disclosing Party, any Applicable Party or any Affiliated Entity, acting pursuant to the discount of authorization of a responsible official of the Disclosing Party, any Applicable Party or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Applicable Party, nor any Affiliated Butity of either the Disclosing Rarty or any Applicable Party nor any Agents have, during the five years before the dute this EDS is signed, or, with respect to an Applicable Party, an Affiliated Butity, or an Affiliated Butity of an Applicable Party during the five years before the date of such Applicable Party's or Affiliated Entity's contract or engagement in connection with the Matter.

- a. bribed of attempted to bribe, or been convicted or adjudged guilty of bribery or affempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the tederal government of of any state or local government in the United States of America, in that officer's or employee's official expanity.
- b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement or been convicted or adjudged guilty of agreement or colluston among bidders or prospective bidders, in resiraint of fraction of competition by agreement to bid a fixed price of otherwise; or
- tinade an admission of such conduct described in a or b, above that is a matter of record, but have not been prosecuted for such conduct; or
- d. violated the provisions of Mandelpal Code Section 2-92-610 (Living Wage Ordinance).
- 2. Neither the Disclosing Party, Affiliated Entity or Applicable Party, or any of their employees, officials, agents of partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 H.CS 5/33B-3; (2) bid-retating in violation of 720 H.CS 5/33B-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
- 4. Neither the Disclosing Party nor any Affiliated Entity is listed on any of the following lists its intaintained by the Office of Robeign Assets Control of the U.S. Department of the Ticocory or the Bureau of Industry and Security of the U.S. Department of Commerces or their successors the Specially Designated Nationals List, the Depict Reasons List, the Unvertical List, the Robeign List and the Debarred List.
- 5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Uffice Ordinance of the City. Title 2: Chapter 2-156 at the Municipal Code; and (2) all the applicable provisions of Chapter 2-56 of the Municipal Code (Office of the Inspector Teneral).

er enderste en	The state of the s
6. If the Certification	Disclosing Party is unable to certify to any of the above statements in this Part II (Eurths a)) the Disclosing Party must explain below:
*	
If the letters'	NA," the word "None," or no response appears on the lines above, it will be conclusively the Disclosing Party certified to the above statements.
C. CERTIFIC	Pation of Status ve buvuciyt inetitation
means a bank; drust company dealer, munici trust, venture; licensee under Mortgage Lice whose predom public employs	if this Part C. under Mysicipal Code Section 2-32-155(b), the form "financial institution savings and loan association, thrift, credit union, mortgage banker, mortgage broker, bevings bank, investment bank, according broker, municipal according broker, scouring bit securities dealed, according and according investment apidal company, bank holding company, financial services inciding company, or any the Consumer Installment Luan Aci, the Sales Planucia Agency Aci, of the Residential using Aci. However, "imancial institution" specifically shall not include any entity man business is the providing of ax defended, defined contribution, pendion plans to be in accordance with Sections 405(b) and 487 of the Inversal Sevence Code.
i. Certi	CATION
The Disclosing	Party certifies that the Disclosing Party (check one)
[]&	<b>B</b> is act
"financial inst	hollon" as defined in Section 2/32/455(b) of the Municipal Code.

- - 2. If the Disclosing Party IS a Commetal institution, their the Disclosing Party pledges:

"We sto not and will not become a produce;" leader as delipted in Chapter 2-32 of the Municipal Code. We further pledge that none of our utilities by and none of them will become a producty lender as defined in Chapter 2-32 of the Municipal Code, We understand that becoming a predatory lender or becoming an attilistic of a predatory lender may result in the loss of the privilege of doing business with the City.

If the Disclosing Party is quable to make this pledge because it or any of its affiliates las defined in Section 2-32-435(b) of the Municipal Codes is a predatory lender within the meaning of Chapter

If the letters "NA." the word "None," of no response appears on the lines above, it will be conclusively presumed that the Placiosing Parly contributes to the above statements.  D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS:  Any words or forms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.  1. In accordance with Section 2-156-110 of the Municipal Code Does any official of employ of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?  If Yes [INc.  MOTH. Hyou checked "Yes" to list D.L., protect to thems D.L. and D.S. If you checked "No" Rem D.L., protect to the order over name or in the protect or entity in the Latter of the purpose of competitive billions, or otherwise parallel, no City other person or entity in the Latter of the protect of the city of the unit of the order over name or in the case of the protect of the city of the same of the control of the city of the control of the city continues domain per close of the city of the property there is the unit of the City continues domain per close not consultate a financial interest within the meaning of this Part D.  2. If you disclosing the property Sale?  If Yes [INc.  3. If you disclosed "Yes" to Rem D.L., provide the names and business addresses of the City officials or employees having such interest and identity the nature of such interest.  3. The Disclosing thery further contribes that no probleticed financial interest in the Matter will negative any City official or employee.	-	
D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS  Any words or forms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.  1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employer for City have a financial interest in his or her gwn.name or in the name of any other person or entity in the Mattier?  If Yes FINO  NOTH Ryan checked "Yes" to Rem.D.L. proceed to Home D.S. and D.S. Ryan checked "Yes" from D.L. proceed to Fart B.  2. Outers sold pursuant to approcess of sumprediffications D.S. and D.S. Ryan checked "Yes" for large small interest in his order even name on in the name of any other person or entity in the partition of any properly that (I) belongs to the fifty or (II) is sold by winter of legal process at the said of the City for collective "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain postores and constitute a financial interest within the meaning of this Eart D.  Dogs the Matter involves a City Property Sale?  I I Yes I Property Sale "D. Rem.D.L. provide the names and business additions of the City finances. Additions in Business Additions. Nature of interest.  Hustoness Additions. Nature of interest.	<u> </u>	
D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS  Any words or forms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.  1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employer for City have a financial interest in his or her gwn.name or in the name of any other person or entity in the Mattier?  If Yes FINO  NOTH Ryan checked "Yes" to Rem.D.L. proceed to Home D.S. and D.S. Ryan checked "Yes" from D.L. proceed to Fart B.  2. Outers sold pursuant to approcess of sumprediffications D.S. and D.S. Ryan checked "Yes" for large small interest in his order even name on in the name of any other person or entity in the partition of any properly that (I) belongs to the fifty or (II) is sold by winter of legal process at the said of the City for collective "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain postores and constitute a financial interest within the meaning of this Eart D.  Dogs the Matter involves a City Property Sale?  I I Yes I Property Sale "D. Rem.D.L. provide the names and business additions of the City finances. Additions in Business Additions. Nature of interest.  Hustoness Additions. Nature of interest.	If the Justine	
Any words or forms that are defined in Chapter 2-156 of the Municipal Code have the same meanings when used in this Part D.  1. In accordance with Section 2-156-110 of the Municipal Code: Does any official or employer of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?  [I Yes	conclusively	presumed that the Disclosing Party confided to the above statements.
1. In accordance with Section 2-156-110 of the Mondeipal Code: Does any official of emploof the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?  [I Yes	D. CERTIE	CATION REGARDING INTEREST IN CITY BUSINESS
Chily in the Matter?  [] Yes  [] No.  WCTH: Hyou checked "Yes" to him. D.1., proceed to hims D.2. and D.3. Hyou checked "No" Rem. D.1., proceed to heart E  2. Unless cold pursuant to a process of sumperfixes hidding, or otherwise peculized, no Chy clecked efficielly or employee shall have a financial interest in his order even using on the name of any other periods or endity in the purchase of any property that (i) belongs to the Chy or (ii) is sold for taxen or assessments, or (iii) is sold by virtue of legal processes the suit of the Chy for legal cosmol constitute a financial interest within the meaning of this Pari D.  Dogs the Matter involve a City Property Sale?  [] No.  3. If you sheeked "Yes" to item D.1., provide the names and business addicases of the City fifcials or employees having such interest and identity the nature of such interest.  [] The Disclosing Page firther exercise many than a taxe of interest.	Any words o meanings wh	terms that are defined in Chapter 2-156 of the Municipal Code have the same on used in this Part D.
NOTH: If you checked "Yes" to liem D. I., proposed to items D. S. and D.S. If you checked "No" Rem. D.1., proceed to Part H.  2. Unless sold pursuant to a process of sompeditive blading, or otherwise permitted, no City elected official or employee shall have a financial interest in bis-or-her over name only the name only other person or entity in the purchase of any property that (i) belongs to the City m (ii) is sold by thrue of legal processes the soit of the City (collective City Property Sale"). Compensation for property taken pursuant to the City's eminent domain por does not constitute a financial interest within the meaning of this Part D.  Does the Mainer involve a City Property Sale?  I I Yes:  A The Disclosing Party finites assesses and identify the nature of such interest.	entity in the N	3-7-7 T-1-3-4-800-80-6-4-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1
2. Unless sold pursuant to a process of sompedieve bilding, or otherwise peculiced, no City elected official or employee shall have a financial interest in his order over name or in the name of any officer person or ensity in the pursuase of any property that (i) belongs to the City or (ii) is sold by plants of legal process at the soil of his City feellective. "City Property Sale"). Compensation for property taken pursuant to the City's eminemy domain por does not constitute a financial interest within the meaning of this Peri D.  Does the Mainer involve a City Property Sale?  I I Yes:  I I Yes:  I I You ellecked "Yes" to item D. I., provide the names and business addictives of the City ficials or employees having such interest and identify the nature of such interest.  And the Disclosing Party firther contribe many and active of laterest.	[] Yes	<b>Exte</b>
any other person or enally in the purchase of any property that (i) belongs to the City to (ii) is sold by virtin of legal processent the raid of the City to (ii) is sold by virtin of legal processent the raid of the City (collective "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain prodoes not consider a financial interest within the meaning of this Part II.  Doors the Matter involves City Property Sale?  I I Yes:  I I you elecked "Yes" to Remid I, provide the names and business addicases of the City fricials or employees having such interest and identify the nature of such interest.  Andrew Their as Address:  Rente of Interest.	NGTH; If you licin D.1., proc	checked "Yes" to Lieu II. I., proceed to Henry D.S. and D.S If you elected "No" ded to Part II.
I I Yes [INc.  I. If you sheeked "Yes" to Item it I, provide the names and business addicesses of the City fricials or employees having such interest and identify the nature of such interest.    And the Disclosing Party for the reserves the state of the contract of interest.	any office perso for taxes or ass 'City Property'	or consist in the purchase of any property ther (i) belongs to the Tilly; or (ii) is sold somens, or (iii) is sold by virtue of legal process at the suit of the City (collective ale). Commonwhim to second the suit of the content of the suit of the City (collective)
3. If you ellecked "Yes" to Item D.1. provide the names and business addicases of the City the interest and identify the nature of such interest.  [and Disclosing Party for the reserves and identify the nature of and interest.	Dogs the Mane	involve a City Property Sale?
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The Disclosing Page for the contract the same of the s	3. Ikyon die Micials or empl	oked "Ver" to Kem D.I., provide the dainer and business addresses of the City year having such interest and identify the nature of such interests
4. The Disclosing Party further consider that no probiblied linancial interest in the Majier will acquired by any City official or employee.	lame	Aller Ed.
4. The Disclosing Pany further conflict that no probiblied linancial inferest in the Matter will acquired by any City official or employee.		
4. The Disclosing Party further certifies that no probibited linancial interest in the Matter will assisted by any City official or employee.		
	4. The Disch required by any	ting Party further certifies that no probibited Toancial interest in the Matter will City official or employee.
		and the state of t

2-32 of the Municipal Code, explain here (attach additional pages if necessary):

## B. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor edities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this BDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to splick this BDS pertains veidable by the City.

Please check either 1. or 2. below. If the Disclosing Party checks 2., the Disclosing Party most disclose below or in an attachment to this EDS all requisite information as set forth in that paragraph 2.

- 1. The Disclosing Party terifies that (a) the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and (b) the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder humanise policies and no records of mines of any slaves or slaveholders.
- I. The Disclosing Party verifies that, as a result of conducing the search in step [40] above the Disclosing Party has found records relating to investments of profits from discery, the clave industry, or claveludder learning policies and/or the names of any claves or claveholders. The Disclosing Party verifies that the following constitutes full disclosure of all such records:

## SECTION VI + CERTIFICATIONS FOR PEDERALLY-RUNDED MATTERS

NOTE: II the Matter's federally funded, complete this Section VI. If the Matter is not believely funded, proceed to Section VII.

### A. CERTIFICATION REGARDING LOBBYING

1. List belo	the names of all	icisons of entitles	registered under	the federal L	Shhvino-
Triacioante acto	I 1990 Who have n	inde labhiana aon	tacks on hebril of	the Medach	va Partonolik
respect to the M	der Degin list be	di dili shratana	energanis.		the next town
	Activities of the second secon	and an experience of the second of the secon	canadam Miss.	•	

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entitles registered under the Lobbying Disclosine Act of 1995 have made lobbying comacts on behalf of the Disclosing Party with respect to the Matter)

- 2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in Paragraph A.1. above for his or her tophying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement; or to extend, continue, renew, amond, or modify any federally funded contract, grant, loan, or cooperative agreement.
- 3. The Disclosing Party will submit an updated conflication at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set furth in purpose has A.1. and A.2. shove.

Tithe Matter is federally funded and any funds other than federally approprieted funds have been or will be paid to any petson or anally for influencing constampling to influence an officer or employee of any agency (as defined by applicable federal law), a member of Congress, as officer or employee of Congress, or an imployee of a member of Congress in connection with the Matter, the Disclosing Party must complete and submit Standard Form-LLL. Disclosure Form to Report Lubbying in accordance with its instructions. The form may be obtained online from the federal Office of Management and Budget (OMB) web site at http://www.wbitchouse.gov/amb/grants/stillinpdf, linked on the page http://www.wbitchouse.gov/amb/grants/stillinpdf, linked on the page http://www.wbitchouse.gov/amb/grants/stillinpdf,

- 4. The Disclosing Party sertifies that either: (1) it is not an organization described in section 501(e)(4) of the Internal Revenue Code of 1986; or (1) it is an organization described in section: 501(e)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Labbying Activities".
- 5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A.I. through A.A. above from all such subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.
- B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OFFORTIMITY

If the Matter is federally traided, federal regulations require the Applicant and all proposed subcontractors to submit the following jufformation with their bids on he writing at the outset of tragentations.

Is the Disclosing Party the Applicant?

[] Yes

[]No

If "Yes," answer the three questions below:

- 1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

  [] Yes

  []No.
- 2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Committee Programs, or the Equal Employment Opportunity Commission all reports due ander the applicable Hing requirements?

[] Yes

No

3. Have you participated in any previous contracts or subsentracts subject to the equal opportunity rigates?

[] Yes

LING

If you obecked "No" to question L on Labore, please provide an explanation:

SECTION VII— ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE

The Disclosing Party understands and agrees that:

- A. By completing and filing this FDS, the Disclosing Party acknowledges and agrees, on behalf of liself and the persons or entities usuad in this BDS, that the Chy may investigate the credit withiness of some or all of the persons or entities named in this BDS.
- H. The centifications, disclosures, and acknowledgments contained in this EDG will become part of any contract or other agreement between the Applicant and the City is connection with the Matter, whether promise and, City estimates, or other City action, and are malerial inducements to the City's execution of any contact or taking other action with respect to the Matter. The Disclosing Pany understands that It must comply with all stander, ordinances, and regulations on which this Hos is based.
- C. The City's Governmental Ethics and Campaign Libraring Ordinances. Chapters 2-126 and 2-164 of the Municipal Code, impose retain divide and obligations of persons or entline seeking City contracts, work, business, or transpolious. The full text of these ordinances and a training program is available on line at www.cityofchicaeo.org/Histor. and may also be obtained from the City's floard of Ethics. 740 N. Sedgwick St., Suite 560, Chicago, H. 60610, (212) 744-2660. The Disclosing Partymust comply fully with the applicable ordinances.

Page LI of LI

D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be reacinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material factions include incarceration and an award to the City of treble damages.

E. It is the City's policy to make this document available to the public on its Internet site and/or upon toquest. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract term limited by the City's Department of Frocurement Services, the Disclosing Party must update this HDS as the contract requires.

The Disclosing Party represents and wantons that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency retion.

For purposes of the certifications in H. L. and H. 2. below, the term "affiliate" means my person or entity that, directly or indirectly; controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity. Indicia of control include, without limitation; interfecking management or ownership; identity of interests among family members; shared facilities and equipment, common use of amployees; or organization of a business entity to do business with the federal government, including the City, using substantially the same management, ownership, or principals as the incligibile colling.

- H.I. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, not are the Disclosing Party or its affiliates delinquent in paying any line, fee, tax or other charge owed to the City. This includes, but is not limited to all water charges, sewer charges, license fees, parking fickets, property taxes or sales faxes.
- 11.2 If the Disclosing Raity is the Applicant, the Disclosing Party and its affiliates will notuse, nor permit their subcontractors to use, may facility on the U.S. DPA is List of Violating Vacilities in connection with the Matter for the duration of time that such facility remains on the list.

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

NOTE: If the Disclosing Party cannot certify as to any of the items in H.1., H.2. or H.3. above, an explanatory statement must be attached to this EDS.

### CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS are true, accurate and complete as of the date furnished to the City.

Morgan Stanley Infrastructure Inc. Date:	2/11/09
(Print or type name of Disclosing Party)	
By:	
Full Pully	
(sign here)	
Fredom k Pollak	
(Print or type name of person signing)	
VICE PRESIDENT	
(Print or type title of person signing)	
Signed and sworn to before me on (date) 2 11 09  at New York County, New York (state).	, by Frederick Pollock
Notary Public.  Commission expires: 4/28/11.	DOMINIQUE BAPTISTA Notary Public, State of New York No. 018A5076837 Qualified in Nassau County Certificate Filed in New York County Commission Expires April 28, 20

#### Attachment II.B.1.a. - Morgan Stanley Infrastructure Inc.

#### Officers

President

Chief Executive Officer

**Chief Operating Officer** 

**Chief Compliance Officer** 

Chief Financial Officer

Chief Legal Officer

Vice President

Secretary

**Assistant Secretary** 

**Assistant Secretary** 

**Assistant Secretary** 

**Assistant Secretary** 

Treasurer

**Assistant Treasurer** 

**Assistant Treasurer** 

**Assistant Treasurer** 

**Assistant Treasurer** 

Wahba, Sadek, M.

Wahba, Sadek, M.

Lepin, Ron

Ruddy, Agatha, T.

Hahn, Jeffrey, D.

Cattier, Jennifer, M.

Cattier, Jennifer, M.

Coroniti, Robin

Hahn, Jeffrey, D.

Indelicato, Mario, Arthur

Langlois, Noel, C.

Lepin, Ron

Marmoll, Eric, J.

Miller, Lyle, D.

Pollock, Fred

Rahmathulla, Adil

Rein, Walter, E.

Valentine Andrews, Anne

Cattier, Jennifer, M.

Davis, Wanda, F.

Freeman, Gail

Indelicato, Mario, Arthur

Newmark, Debbie, J.

Hahn, Jeffrey, D.

Harcourt, Tim

Mooney, Kevin, P.

Rios, Anita

Seebode, Sally

### **Directors**

Director

Director Director Lepin, Ron

Valentine Andrews, Anne

Watt, John

## $\label{eq:Attachment} A-Morgan\ Stanley\ Infrastructure\ Inc.$

<u>Name</u>	Address	Percentage Interest
MS Holdings Incorporated	1585 Broadway New York, NY 10036	100% (direct)
Morgan Stanley	1585 Broadway New York, NY 10036	100% (indirect)

#### Exhibit I

KPMG LLP

750 B Street, Suite 1500

San Diego, California 92101

Relationship: Advisor

Estimated to be paid: \$650,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Bell Boyd & Lloyd LLP

70 West Madison Street

**Suite 3100** 

Chicago, Illinois 60602

Relationship: Attorney

Estimated to be paid: \$190,000

(Retained by: Morgan Stanley Infrastructure Partners LP)

Freshfields Bruckaus Deringer LLP

520 Madison Avenue

New York, New York 10022

Relationship: Attorney

Amount previously paid: \$274,316.35 Estimated to be paid: \$730,256.72

(Retained by: Morgan Stanley Infrastructure Partners LP)

Moore-McNeil, LLC

4619 Mountainview Drive

Suite 1

Nashville, Tennessee 37215

Relationship: Advisor

Estimated to be paid: \$15,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Desman Associates Inc.

20 North Clark Street

4th Floor

Chicago, Illinois 60602

Relationship: Advisor

Amount previously paid: \$89,640.28 Estimated to be paid: \$47,002.60

(Retained by: Morgan Stanley Infrastructure GP LP)

LAZ Parking Inc.

Services 15 Lewis Street

Hartford, Connecticut 06103

Relationship: Operator

Estimated to be paid: \$250,000

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

Allen & Overy LLP

1221 Avenue of the Americas

New York, New York 10020

Relationship: Attorney

Estimated to be paid: \$244,497.46

(Retained by: Morgan Stanley Infrastructure Investors LP; Morgan Stanley Infrastructure Partners

LP; and Morgan Stanley Infrastructure Partners A Sub LP)

The Parking Network, Inc.

9597 Jones Road

**Suite 1068** 

Houston, Texas 77065

Relationship: Advisor

Amount paid: \$4,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Andrew Kelly, PhD

AP EnvEcon Ltd.

NovaUCD, Belfield, Dublin 4

Ireland

Relationship: Advisor

Amount paid: \$10,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Ipsos-Insight, Inc.

1700 Broadway

15<sup>th</sup> Floor

New York, New York 10019-5905

Relationship: Advisor

Amount paid: \$99,500

(To be retained by: Morgan Stanley Infrastructure Inc.)

Moody's Investors Service

7 WTC at 250 Greenwich Street

New York, New York 10007

Relationship: Ratings Agency

Amount paid: \$125,000

(Retained by: Morgan Stanley Infrastructure Inc.)

Standard & Poor's Ratings Services 130 East Randolph Street One Prudential Plaza Suite 2900 Chicago, Illinois 60601 Relationship: Ratings Agency Amount paid: \$125,000 (Retained by: Morgan Stanley)

Chicago Title and Trust Company 171 N. Clark Street, 04Cl Chicago, Illinois 60601 Relationship: Title Company Estimated to be paid: \$19,349.50 (Retained by: Chicago Parking Meters, LLC)