

# Oaktree Strategic Credit Fund (SICAV)

Brookfield Oaktree Wealth Solutions Alternative Funds S.A. SICAV-UCI Part II ("BOWSAF") – Oaktree Strategic Credit Funds (SICAV) ("OSC" or the "Fund").

## Income-Focused Global Credit Solution

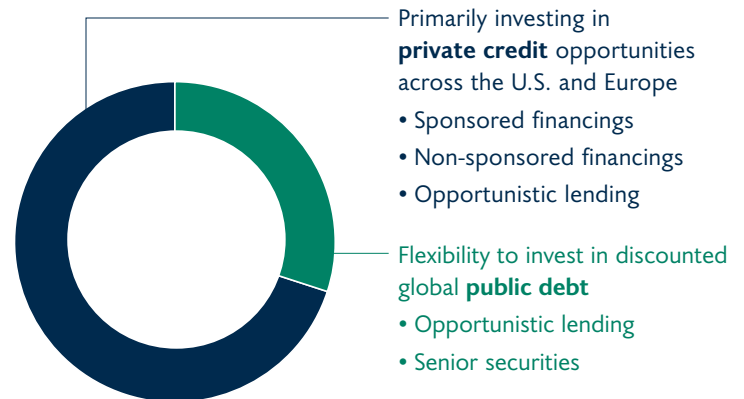
Oaktree Strategic Credit Fund (SICAV) seeks to offer access to a diversified portfolio of income-generating global private credit, along with selective investments in public debt. The strategy leverages Oaktree's deep expertise in allocating across a broad yet specialized array of credit strategies.

### 'All-Weather' Strategy

Leveraging Oaktree's extensive credit expertise developed over three decades and through multiple market cycles, the team dynamically shifts the portfolio to opportunities they believe offer a yield advantage.

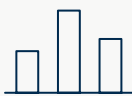
In relatively calm or "benign" markets, the strategy generally has a higher allocation to private credit, which is designed to generate income and mitigate risk. In periods of stress, or "dislocated" markets that can cause mispricing of assets, the strategy will increase its allocation to public investments, seeking to capture total-return opportunities.

### Seeking to Invest in a Diversified Portfolio of Income-generating Global Private Credit and Public Debt Investments



For illustrative purposes only. Subject to change without notice.

### Desired Outcomes



#### Stable Current Income and Long-Term Capital Appreciation Potential

Targets regular distributions and investment growth<sup>1</sup>



#### 'All Weather' Flexibility

Dynamically allocates to private and public credit opportunities based on relative value across market cycles



#### Diversified Portfolio

Provides access to income-generating credit opportunities across sponsored and non-sponsored private debt and public debt across the globe<sup>2</sup>



#### Reduced Interest Rate Sensitivity

Seeks to offer defense against rising rates and inflation through the protective features of privately negotiated loans



ARMEN PANOSSIAN  
CO-CHIEF EXECUTIVE OFFICER  
AND HEAD OF PERFORMING CREDIT

"We believe our firm-wide expertise and focus on bottom-up fundamental analysis provides a competitive edge in identifying difficult-to-source, alpha-generating income opportunities in the private credit markets."

# Leveraging Oaktree's Long-Standing Credit Capabilities

## Leading Global Alternative Asset Manager<sup>3</sup>

**\$203B**  
AUM<sup>4</sup>

**\$144B**  
Credit AUM

**1,200+**  
Employees

**48**  
Portfolio Managers

As of March 31, 2025.

## Competitive Global Private Credit Platform



Oaktree's robust firm-wide sourcing and origination power and specialized investment team have created deep relationships with sponsors and potential borrowers around the globe.

Strong relationships and preeminent credit expertise built over three decades make Oaktree a first point of contact, providing preferential access to deal flow.

## Disciplined Process

Oaktree takes a highly selective approach to identifying investment opportunities.



New Deal Opportunities



Potential Investments



Closed Investments

## Unwavering Focus on Risk Management

Oaktree is unified by a single investment philosophy, placing primary emphasis on risk control and consistency, which has helped deliver attractive outcomes for investors throughout market cycles.



Primacy of risk control



Benefits of specialization



Emphasis on consistency



Macro-forecasting not critical to investing



Importance of market inefficiency



Disavowal of market timing



HOWARD MARKS  
CO-CHAIRMAN, FOUNDER

“The ultimately most profitable investment actions are by definition contrarian: you're buying when everyone else is selling (and the price is thus low) or you're selling when everyone else is buying (and price is high).”

When investors in general are too risk-tolerant, security prices can embody more risk than they do return. When investors are too risk-adverse, prices can offer more return than risk.”

# Oaktree Strategic Credit Fund (SICAV)



## Oaktree Advantage

- A leading global alternative manager with extensive credit expertise formed over three decades
- Teams unified by a single investment philosophy with risk control and consistency at the forefront, resulting in 0.1% loss ratio, 95.1% recovery rate<sup>5</sup>
- Extensive global sourcing and origination power
- “All-weather” approach, strategically allocating to income-producing private credit across the U.S. and Europe and selectively investing in discounted global public debt



## Stable Current Income Potential

- Targets monthly distributions<sup>1</sup>
- Defensive stance with focus on first lien, senior secured positions
- Predominantly floating rate portfolio provides potential protection from inflation, interest rate changes



## Attractive Features

- Monthly pricing
- Monthly subscriptions
- Quarterly liquidity<sup>6</sup>
- Regulated Lux Part II

## Summary of Key Terms<sup>7</sup>

<b>Structure</b>	Perpetually offered Luxembourg UCI Part II				
<b>Manager</b>	LFE European Asset Management S.à r.l.				
<b>Investment Portfolio</b>	Targeting up to 80% of assets invested in U.S. originated private loans and high-quality public investments to enhance total return in times of significant market dislocation, and approximately 20% in similar global private credit and public debt assets.				
<b>Suitability/Investor Qualification</b>	Direct investment is available to professional investors and eligible individual investors in select countries based on jurisdiction-specific eligibility criteria.				
<b>Minimum Investment</b>	€25,000 (or local currency equivalent) which may be increased in certain jurisdictions based on country-specific regulation.				
<b>Share Classes</b>	<b>Share Class</b>	<b>Minimum<sup>8</sup></b>	<b>Type of Shareholder</b>	<b>Type of Share Class</b>	<b>Servicing Fee</b>
	A (USD)	€25,000	Institutional	Accumulating	–
	B (USD)	€25,000	Advisory	Accumulating	0.85%
	C (USD)	€25,000	Institutional	Distributing	–
	D (USD)	€25,000	Advisory	Distributing	0.85%
<b>Base Currency</b>	USD				
<b>Additional Currencies</b>	Similar share classes to be offered in EUR; additional currencies under consideration.				
<b>NAV and Subscription Frequency</b>	Monthly				
<b>Distributions<sup>1</sup></b>	Monthly (distributing share classes only)				
<b>Management Fee</b>	1.25% per annum, calculated on net assets as of the first calendar day of the applicable month, payable monthly				
<b>Incentive Fee</b>	<ul style="list-style-type: none"> <li>• 12.5% of net investment income, subject to 5% hurdle and full catch-up, payable quarterly</li> <li>• 12.5% of realized capital gains, net of realized and unrealized losses, payable annually</li> </ul>				
<b>Liquidity/Periodic Repurchase Offers<sup>6</sup></b>	Quarterly with 30 days' notice, limited to 5% of common shares outstanding. 2% early repurchase penalty for shares held less than one year.				
<b>Leverage</b>	Target leverage of 0.85x to 1.0x debt-to-equity				

<sup>1</sup> Distributions are discretionary. There is no assurance monthly distributions will be made or paid at all.

<sup>2</sup> Diversification does not ensure a profit or protect against loss in a declining market. Income is not guaranteed.

<sup>3</sup> Oaktree Capital Management, L.P., is a leading global investment management firm headquartered in Los Angeles, California focused on less efficient markets and alternative investments and is an affiliate of the Oaktree Strategic Credit strategy's investment adviser, Oaktree Fund Advisors, LLC (the “Adviser” and collectively with its affiliates, “Oaktree”). All information presented on this page refers to Oaktree.

<sup>4</sup> Assets under management include Oaktree's proportionate amount of DoubleLine Capital AUM resulting from its 20% minority interest therein. Includes offices of affiliates of Oaktree-managed funds.

<sup>5</sup> Reflects total dollar losses of Oaktree's Global and U.S. Private Debt strategies since inception. Loss Ratio (%) calculation is the sum of total dollar losses divided by total invested capital, since inception (annualized with an assumed 10 year fund life). Total Recovery Rate reflects total dollar recovery of principal, interest, fees and current market value, divided by initial debt principal invested. Excludes 17Capital. As of September 30, 2024, due to data availability. No representation is being made that the Fund will achieve similar performance results. There can be no assurance that historical trends will continue during the life of any Oaktree investment vehicle.

<sup>6</sup> Quarterly liquidity is expected to be provided through a share repurchase plan, which is subject to board discretion, has quarterly limits, and may be suspended.

<sup>7</sup> Terms summarized herein are for informational purposes and qualified in their entirety by the more detailed information set forth in the Fund's prospectus. You should read the prospectus carefully prior to making an investment.

<sup>8</sup> Terms summarized herein are for informational purposes and qualified in their entirety by detailed information which will be set forth in relevant product offering material which should be read carefully prior to making an investment.

## DISCLOSURES

**Before investing, consider Oaktree Strategic Credit Fund's investment objectives, risks, charges and expenses. To obtain a prospectus, which contains this information, please download the prospectus from [osc.brookfieldoaktree.com](http://osc.brookfieldoaktree.com). Please read the prospectus, supplement and KID carefully before investing.**

Oaktree Fund Advisors, LLC (the "Adviser" and, collectively with its affiliates, referred as "Oaktree"). The words "we," "us," "our" and the "Fund" refer to Oaktree Strategic Credit Fund, together with its consolidated subsidiaries.

## DISCLAIMERS

This document constitutes a marketing communication, advertising and financial promotion exclusively addressed to selected Financial Intermediaries. Please refer to the Prospectus of the AIF before making any investment decision.

The Fund is registered for distribution to professional investors only in EU/EEA countries. For non-EU jurisdictions, selling restrictions apply. Please refer the Disclosures section at the end of the document to find out in which country and investor eligibility criteria.

This communication is not intended to and does not constitute an offer or solicitation to sell or a solicitation of an offer to buy any security, product, investment advice or service (nor shall any security, product, investment advice or service be offered or sold) in any jurisdiction in which Brookfield Oaktree Wealth Solutions LLC or any other applicable affiliate of Brookfield Asset Management Inc. is not licensed to conduct business, and/or an offer, solicitation, purchase or sale would be unavailable or unlawful. No offer or sale of any security, product or fund may be made except in accordance with the prospectus, offering memorandum and/or other disclosure document applicable to such security product and/or fund.

## DIVERSIFICATION

Diversification does not ensure a profit or protect against loss in a declining market.

## SOURCE OF INFORMATION: OAKTREE AND THIRD PARTIES

Certain of the information provided herein has been prepared based on Oaktree's internal research and certain information is based on various assumptions made by Oaktree, any of which may prove to be incorrect. Oaktree may have not verified (and disclaims any obligation to verify) the accuracy or completeness of any information included herein based on such assumptions, including information that has been provided by third parties, and you cannot rely on Brookfield as having verified such information. Certain information provided herein reflects Oaktree's perspectives and beliefs, is for illustrative and discussion purposes only, and may vary from actual terms of other products and market practice. As such, you should not place undue reliance on it. Investors should consult with their advisers prior to making an investment in any fund, including a Oaktree-sponsored fund.

Certain of the information contained herein is based on or derived from information provided by independent third-party sources. While Oaktree believes that such information is accurate as of the date it was produced and that the sources from which such information has been obtained are reliable, Oaktree does not guarantee the accuracy or completeness of such information, and has not independently verified such information or the assumptions on which such information is based. This document is subject to the assumptions (if any) and notes contained herein.

## RISK FACTORS

An investment in shares of the Fund involves a high degree of risk. These shares should only be purchased if you can afford to lose your complete investment. Please read the offering document for a description of the material risks associated with an investment in the Fund. These risks include but are not limited to the following:

- The Fund has a limited operating history, and its operating history should not be relied upon due to the changes to its business. There is no assurance that the Fund will be able to successfully achieve its investment objectives.
- The Fund has only made limited investments to date and you will not have the opportunity to evaluate its future investments before the Fund makes them.
- Since there is no public trading market for shares of the Fund, redemption of shares will likely be the only way to dispose of your shares. The Fund's share redemption plan will provide investors with the opportunity to

request redemption on a quarterly basis, but the Fund is not obligated to redeem any shares and may choose to redeem only some, or even none, of the shares that have been requested to be redeemed in any particular quarter in its discretion. In addition, redemptions will be subject to available liquidity and other significant restrictions. Further, the Fund's board of directors may modify, suspend or terminate the share redemption plan if it deems such action to be in our best interest and the best interest of shareholders.

- As a result, the shares should be considered as having only limited liquidity and at times may be illiquid.
- The Fund cannot guarantee that it will make distributions, and if it does, distributions will nevertheless only be available to shareholders holding shares in certain share classes. There is no assurance that the Fund will pay distributions in any particular amount, if at all. Any declaration of distributions to shareholders will be made in accordance with applicable law.
- Subscription and redemption price for shares of the Fund will generally be based on the NAV at close of business on the last business day of the immediately preceding month (subject to material changes as described in the offering document) and will not be based on any public trading market. While there will be annual appraisals of the Fund's investments, the appraisal of such investments is inherently subjective, and its NAV may not accurately reflect the actual price at which its assets could be liquidated on any given day.
- The Fund has no employees and is dependent on the Adviser to conduct its operations. The Adviser will face conflicts of interest as a result of, among other things, the allocation of investment opportunities among the Fund and other Oaktree funds and accounts, the allocation of time of its investment professionals, and the substantial fees that the Fund will pay to the Adviser.
- This is a "best efforts" offering. If the Fund is not able to raise a substantial amount of capital in the near term, its ability to achieve its investment objectives could be adversely affected.
- There are limits on the ownership and transferability of the Fund's shares.
- The Fund's operating results will be affected by global and national economic and market conditions generally and by the local economic conditions where its investments are located.
- The Fund is not managed in reference to any benchmark index. You should carefully review the "Risk Factors and Other Considerations" section of the offering document for a discussion of the risks and uncertainties that the Fund believes are material to its business, operating results, prospects and financial condition. Except as otherwise required by applicable securities laws, the Fund does not undertake to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

## KEY RISKS OF THE FUND

Inherent risk of the Fund:

- Distressed investments risk,
- Underlying default risks,
- Liquidity risk,
- Credit risk,
- Investments in lower-rated Loans and debt Instruments,
- Investments in Secured or Unsecured Loans,
- Interest rate volatility risk,
- Leveraged credit risk,
- Investments in highly leveraged companies,
- The Fund may only incur indebtedness of up to a maximum of: 300 of its Net Asset Value (calculated using the Gross Method of calculation) or 250 of its Net Asset Value (calculated using the commitment method of calculation). The use of leverage may increase the potential risk of loss.

This is not a guaranteed product. Investors may risk losing part or all of their initial investment (risk of capital loss). This is not an exhaustive list of the risks. Other risks apply, differ per share class and are subject to change. All the risks are detailed in the Prospectus available at: [www.brookfieldoaktree.com/fund/oaktree-strategic-credit-fund](http://www.brookfieldoaktree.com/fund/oaktree-strategic-credit-fund)

## NOTICE TO RESIDENTS OF THE UNITED KINGDOM

The fund is an unregulated collective investment scheme as defined in the Financial Services and Markets Act 2000 of the United Kingdom ("FSMA 2000"). The fund is notified for distribution in the United Kingdom as per regulation 59 of the alternative investment fund managers regulations 2013. The fund has not been authorised, or otherwise recognised or approved by the UK financial conduct authority ("FCA") and, as an unregulated scheme, it accordingly cannot be promoted in the United Kingdom ("UK") to the general public.

In the UK, this document is a financial promotion and its contents have not been approved by an authorised person within the meaning of section 21 of FSMA 2000. Approval is required unless an exemption applies under section 21 of FSMA 2000. Reliance on this document for the purpose of engaging in any investment activity may expose an individual to a significant risk of losing all the property or other assets invested.

This document will only be communication to persons to whom a financial promotion can be made lawfully by an unauthorised person (without prior approval of an authorised person) pursuant to the Financial Services and Markets Act 2000 (financial promotion) order 2005 (as amended) (the "FPO") and then, if made by an authorised person, only where it can also be made under the Financial Services and Markets Act 2000 (promotion of collective investment schemes) (exemptions) order 2001 (as amended) (the "PCISO"). It will therefore only be communicated to:

- I. Persons believed on reasonable grounds to fall within one of the categories of "investment professionals" as defined in article 19(5) of the FPO and article 14 PCISO;
- II. Persons believed on reasonable grounds to be "high net worth companies, unincorporated associations etc." Within the meaning of article 49 of the FPO and article 22 PCISO;
- III. Persons who are "certified sophisticated investors" as described in article 50 of the FPO and article 23 PCISO, namely persons who hold a current certificate and who have signed a statement in the form prescribed by the FPO not more than twelve (12) months prior to the date of the fund's prospectus;
- IV. A person who is a "self-certified sophisticated investor" as described in article 50a of the FPO and article 23a PCISO, namely a person who has completed and signed a statement in the form prescribed by the FPO and PCISO not more than twelve (12) months prior to the date of the fund's prospectus and whose completion of that statement indicates that they satisfy the conditions set out in the statement to be classified as a self-certified sophisticated investor;
- V. A person who is a "high net worth individual" as defined in article 48 FPO and article 21 PCISO, namely a person who has completed and signed not more than twelve (12) months prior to the date of this prospectus, a statement complying with the requirements of part 1 of schedule 5 to FPO and part 1 of the schedule to PCISO and whose completion of the statement indicates that they satisfy the conditions set out in the statement to be classified as a high net worth individual;
- VI. Persons to whom this document may otherwise lawfully be provided in accordance with FSMA 2000, and the FPO (as amended); and
- VII. If communicated by a firm authorised by the FCA, to persons who fall within the exemptions set out in rule 4.12b.7r(5) of the FCA conduct of business sourcebook ("FCA COB").

Any person who is in any doubt about the investment to which this document relates should consult an authorised person specialised in advising on investments of the kind in question. Transmission of this document to any other person in the UK is unauthorised and may contravene FSMA 2000.

The AIFM (trading as: Brookfield Oaktree Wealth Solutions; registered name: LFE European Asset Management S.À r.l.; Incorporated in Luxembourg; RCS number B198087; registered office 26A, Boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg) will manage the global distribution of this offering in accordance with the terms of the AIFM agreement between the AIFM and the fund (registered name: Brookfield Oaktree Wealth Solutions alternative funds S.A. SICAV-UCI part ii; incorporated in Luxembourg; RCS number: B273287; registered office: 26a, Boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg).

## NOTICE TO RESIDENTS OF EEA MEMBER STATES

In relation to each member state of the EEA (each a "member state") which has implemented the Alternative Investment Fund Managers Directive (directive 2011/61/EU) (the "AIFM" directive) (and for which transitional arrangements are not available), this document may only be distributed and shares in the Fund may only be offered or placed in a member state to the extent that: (1) the Fund is permitted to be marketed to professional investors in the relevant member state in accordance with AIFM directive (as implemented into the local law/regulation of the relevant member state); or (2) this document may otherwise be lawfully distributed and the shares may otherwise be lawfully offered or placed in that member state (including at the exclusive initiative of the investor).

## NOTICE TO RESIDENTS OF SWITZERLAND SWITZERLAND – GENERAL INFORMATION

In Switzerland, this document is advertising. This document does not constitute a prospectus pursuant to the Collective Investment Schemes Act dated 23 June 2006 as amended (the "CISA") or the Financial Services Act dated 15 June 2018 as amended (the "FNSA") and may not comply with the information standards required thereunder. The shares in the fund will not be listed on the SIX Swiss exchange or another Swiss exchange and consequently the information presented in this document does not necessarily comply with the standards set out in the relevant listing rules.

The documentation of the fund has not been approved by the Swiss Financial Market Supervisory Authority ("finma") for distribution to non-qualified investors. The fund is not registered with the finma and can only be offered to institutional and professional investors within the meaning of art. 4 (3)-(5) Finsa, as well as hnwi, private investment structures created for them with opting-out as defined in Article 5 Paragraph 1 finsa and qualified investors within the meaning of art. 103<sup>ter</sup> CISA. Investors do not benefit from supervision by finma. An investment in the fund is therefore only available to, and any advertising is only directed at, institutional and professional clients according to finsa and retail investors within the meaning of art. 103<sup>ter</sup> CISA. Therefore, an investment in the fund may carry higher levels of risks. This document may only be used by those persons to whom it has been delivered in connection with the shares of the fund and may neither be copied, directly/indirectly distributed, nor made available to other persons. This document does not constitute investment advice.

The representative in Switzerland is:  
Mont-fort Funds AG  
63 Chemin Plan – PRA  
1936 Verbier  
Switzerland

The paying agent in Switzerland is:  
Helvetische Bank AG  
Seefeldstrasse 215  
CH-8008 Zurich  
Switzerland

## NOTICE TO RESIDENTS OF HONG KONG

Warning: the contents of this document have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to any offer related to the fund. If you are in any doubt about any of the contents of this document you should obtain independent professional advice. Shares may only be offered to "professional investors" in Hong Kong, as defined by the securities and futures ordinance and any rules made under that ordinance.

## NOTICE TO RESIDENTS OF UNITED ARAB EMIRATES

The offering of the shares has not been approved or licensed by the UAE central bank, the UAE Securities and Commodities Authority (SCA), the Dubai Financial Services Authority (DFSA), the Financial Services Regulatory Authority (FSRA) or any other relevant licensing authorities in the UAE, and accordingly does not constitute a public offer of securities in the UAE in accordance with the commercial companies law, federal law no. 32 of 2021, the SCA's financial activities rulebook and mechanisms of adjustment or otherwise. Accordingly, the shares may not be offered to the public in the UAE (including the Dubai International Financial Centre (DIFC) and the Abu Dhabi Global Market (ADGM)).



This document is strictly private and confidential and is being issued to a limited number of investors:

1. Who fall within with the exceptions to the SCA's financial activities rulebook and mechanisms of adjustment;
2. Upon their request and confirmation that they understand that Brookfield Infrastructure Income Fund has not been approved or licensed by or registered with the UAE central bank, the SCA, DFSA, FSRA or any other relevant licensing authorities or governmental agencies in the UAE; and
3. To the named addressee only, who has specifically requested it, and it should not be given or shown to any other person (other than employees, agents or consultants in connection with the addressee's consideration thereof), and must not be provided to any person other than the original recipient, and may not be reproduced or used for any other purpose.

#### **NOTICE TO RESIDENTS OF DIFC**

This document relates to a fund which is not subject to any form of regulation or approval by the Dubai Financial Services Authority (DFSA).

The DFSA has no responsibility for reviewing or verifying any prospectus or other documents in connection with this fund. Accordingly, the DFSA has not approved this document or any other associated documents nor taken any steps to verify the information set out in this document, and has no responsibility for it.

The shares to which this document relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers should conduct their own due diligence on the shares.

If you do not understand the contents of this document, you should consult an authorised financial adviser.

#### **NOTICE TO RESIDENTS OF JAPAN**

Shares in the Fund have not been and will not be registered pursuant to article 4, paragraph 1 of the Financial Instruments and Exchange Law of Japan (the "FIEL") with respect to the solicitation of the application for the acquisition of the Shares on the grounds that the solicitation constitutes a "solicitation for a small number of investors" as set forth in article 23-13, paragraph 4 of the FIEL or that the solicitation for certain Qualified Institutional Investors ("QIIs") as defined in article 2, paragraph 3, item 1 of the FIEL and article 10 of the Cabinet Order Regarding Definitions Under Article 2 of the Financial Instruments and Exchange Law constitutes a "solicitation for QIIs" as defined in article 23-13, paragraph 1 of the FIEL and, accordingly, the Shares may not be offered or sold, directly or indirectly, in Japan or to, or for the benefit, of any Japanese person or to others for reoffering or resale, directly or indirectly, in Japan or to any Japanese person except under circumstances which will result in compliance with all applicable laws, regulations and guidelines promulgated by the relevant Japanese governmental and regulatory authorities and in effect at the relevant time. For this purpose, a "Japanese person" means any person resident in Japan, including any corporation or other entity organised under the laws of Japan. Any solicitation of the Shares shall not be made, if, as a result of such solicitation, the number of persons (including beneficial owners or legal entities, but excluding "non-residents" of Japan as defined in article 6, paragraph 1, item 6 of the Foreign Exchange and Foreign Trade Law of Japan who are solicited outside Japan) who are solicited for purchase of the Shares (including newly issued shares which are of the same kind as shares as defined under article 1-6 of the Enforcement Order of the Financial Instruments and Exchange Law and which were issued within three months before the date of issue of the Shares) will exceed 49. Notwithstanding anything to the contrary, for purposes of determining compliance with the 49 offeree limitation set forth above, the following shall apply: the Shares may be placed simultaneously with QIIs if the offer is made on the condition that the offerees enter into an agreement in which the offerees (i) agree not to transfer the Shares to any person other than QIIs and (ii) agree to notify any such transferee in writing of the transfer restriction described at (i) above upon or prior to such transfer. If the requirements set forth at (i) and (ii) above are met, the number of offerees that are QIIs will not be counted toward the 49 offeree limitation set forth above. If the offering of the Shares is made to QIIs on the condition above, such QIIs shall be required to enter into an agreement, upon QIIs' subscription of the Shares, in which the offerees (a) agree not to transfer the Shares to any person other than QIIs and (b) agree to notify any such transferee in writing of the transfer restriction described at (a) above upon or prior to such transfer.

#### **NOTICE TO RESIDENTS OF SOUTH KOREA**

Neither the Fund nor any of its affiliates is making any representation with respect to the eligibility of any recipients of this document to acquire the Shares under the laws of Korea, including, but without limitation, the Foreign Exchange Transaction Law and regulations thereunder. The Shares are being offered and sold in Korea only to persons prescribed by article 301, paragraph 2 of the Enforcement Decree of the Financial Investment Services and Capital Markets Act, and none of the Shares may be offered, sold or delivered, or offered or sold to any person for reoffering or resale, directly or indirectly, in Korea or to any resident of Korea except pursuant to applicable laws and regulations of Korea. Furthermore, Shares may not be resold to Korean residents unless the purchaser of the Shares complies with all applicable regulatory requirements (including, but not limited to, governmental approval requirements under the Foreign Exchange Transaction Law and its subordinate decrees and regulations) in connection with purchase of the Shares.

#### **NOTICE TO RESIDENTS OF TAIWAN**

Shares have not been and will not be registered or filed with, or approved by, the Financial Supervisory Commission of Taiwan and/or other regulatory authority or agency of Republic of China (Taiwan) ("FSC") pursuant to relevant securities laws and regulations of Taiwan and may not be issued, offered or sold within Taiwan through a public offering or in circumstances which constitute an offer within the meaning of the Securities and Exchange Act of Taiwan that requires a registration, filing or approval of the FSC and/or other regulatory authority or agency of Taiwan. Prospective investors should review the financial information and relevant documents, consult with an independent consultant, and be prepared to bear the risks of any investment. Investors within the territory of Taiwan are required to meet certain requirements and conditions promulgated by the FSC.

#### **NOTICE TO RESIDENTS OF THAILAND**

This Document has not been approved by the Securities and Exchange Commission of Thailand which takes no responsibility for its contents. Nothing in this document nor any action of the Fund or its manager or any other manufacturer of this Document constitutes or shall be construed as an offer for sale of any securities, or a solicitation, by the Fund, its manager or any other manufacturer of this Document, to make an offer for sale of any securities to the public in Thailand. This Document is intended for institutional investors or UHNW investors and is intended to be read by the addressee only and must not be passed to, issued to, or shown to the general public generally. Remarks: Investment in the fund contains risks. An investor should study all information prior to making a decision to invest.

#### **NOTICE TO RESIDENTS OF SINGAPORE**

This document is part of the information memorandum and is not an advertisement as defined in section 305 of the Securities and Futures Act, chapter 289 of Singapore (the "SFA"). This document has not been reviewed by the Monetary Authority of Singapore (the "MAS"). This document and any other material in connection with the offer or sale is not a prospectus as defined in the Securities and Futures Act, chapter 289 of Singapore (the "SFA"). Accordingly, statutory liability under the SFA in relation to the content of prospectuses would not apply. You should consider carefully whether the investment is suitable for you.

This document has not been and will not be registered as a prospectus with the Monetary Authority of Singapore (the "MAS") and this offering is not regulated by any financial supervisory authority pursuant to any legislation in Singapore. The Fund is not authorized or recognized by the MAS and interests are not allowed to be offered to the retail public. Accordingly, this document and any other document or material in connection with the offer or sale, or invitation for subscription or purchase of the interests, may not be circulated or distributed, nor may the interests be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor under section 304a of the SFA, (ii) to a relevant person under section 305(1) of the SFA, (iii) to any person pursuant to an offer referred to in section 305(2) of the SFA, or (iv) otherwise pursuant to and in accordance with the conditions of any other applicable provision of the SFA.



 [brookfielddoaktree.com](https://brookfielddoaktree.com)

 [info@brookfielddoaktree.com](mailto:info@brookfielddoaktree.com)

 +1 855-777-8001

 225 Liberty Street, 35<sup>th</sup> Floor  
New York, NY 10281

