



# GOLDSTAR

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## TRUST COMPANY

P.O. Box 719  
 Canyon, TX 79015  
 (800) 486-6888  
 (806) 655-2490 (fax)

### INVESTMENT DIRECTION AND CERTIFICATION FOR PRIVATELY-OFFERED INVESTMENTS

Account Holder: \_\_\_\_\_ IRA Account #: \_\_\_\_\_

Address: \_\_\_\_\_ Social Security #: \_\_\_\_\_

\_\_\_\_\_ Daytime Phone #: \_\_\_\_\_

E-Mail Address: \_\_\_\_\_

**Important! This form contains important disclosures about your duties and responsibilities with regards to holding a private placement investment or nonstandard asset within your self-directed GoldStar Trust Company account. Such investments may involve a high-degree of risk, and GoldStar Trust Company will make no investigation as to the viability or safety of the investment you select. Read this entire form carefully before you complete and sign it. By signing this form, you consent to all terms and provisions shown on all (2) pages of this form.**

You must complete the appropriate sections of this form if you wish to instruct GoldStar Trust Company to process a purchase, in-kind transfer or rollover, or exchange-in of a private placement investment or nonstandard asset in your self-directed GoldStar Trust Company account. Such investments include private stocks, limited liability companies (LLCs), promissory notes, Unit Investment Trusts, or other privately offered investments.

Use this form for investments not traded through your Designated Representative.

**Investment Instructions:** Complete all information in its entirety. Many investments have similar names, so list the full name of the investment as shown on the investment subscription document; do not abbreviate.

**Items Needed to Process the Transaction:**

1. This form, completed in its entirety.
2. Investment subscription document.
3. Prospectus, Offering Circular or other Offering Documents for the investment.

Failure to submit any of the above documents may delay the processing of your investment request.

**COMPLETE THIS SECTION FOR PRIVATE EQUITY ONLY:**

**Investment Name** (Specify Exact Name): \_\_\_\_\_

**Amount:** \$ \_\_\_\_\_ (Must match the exact amount shown on the subscription documents)

**Number of Shares/Units:** \_\_\_\_\_ **Class of Shares/Units:** \_\_\_\_\_  
 (If known) (If Applicable)

**Type of Equity Investment:**  Common Stock  Preferred Stock  Unit Investment Trust  Limited Liability Company (LLC)  
 (check one)

Other: \_\_\_\_\_

**COMPLETE THIS SECTION FOR PRIVATE DEBT ONLY:**

**Borrower's Name** (Name of Entity): \_\_\_\_\_

**Amount:** \$ \_\_\_\_\_ (Must match the exact amount shown on the subscription documents)

**Type of Debt Investment:**  Unsecured Note  Private Placement of Corporate Debt  
 (check one)

Other: \_\_\_\_\_

**Accountholder *must* check one of the following:**

- I represent that I am **not** an officer or director of the offering entity and/or borrower or any affiliate thereof, **nor** am I related to any officer or director of the offering entity and/or borrower of any affiliate thereof.
- I represent and disclose that I am an officer or director of the offering entity and/or borrower or its affiliate, **or** that I am related to an officer or director of the offering entity and/or borrower or its affiliate.

**If the second box is checked, the following questions must be completed in order for the purchase of the asset to be finalized:**

1. Are you an owner, direct or indirect, of 50% or more of:
  - a. the combined voting power of all classes of stock entitled to vote or the total value of share of all classes of stock of the corporation.
  - b. the capital or profits interest of a partnership.

Yes                       No
2. A member of the family (spouse, ancestor, lineal descendent and any spouse of a lineal descendant of any individual described above.

Yes                       No                      If yes, what is the relationship: \_\_\_\_\_
3. An officer, director, a 10% or more shareholder, a highly compensated employee (more than 10% of the yearly wage of the employer), or a 10% or more (in capital or profits) partner of joint venturer of a person described above.

Yes                       No

**If any of the above three questions are answered yes, the investment involved may be a prohibited transaction. If a prohibited transaction occurs within an IRA, the entire IRA will be deemed to be distributed as of the first day of that year, with no regards to the dollar amount of the transaction involved in the prohibited transaction. The entire IRA becomes taxable to the individual and would receive a 10% penalty if the account holder is under age 59 ½.**

**The following disclosure must be signed if any of the questions above are answered yes before the purchase of the asset will be purchased:**

**I hereby certify that I have received legal and/or tax advice regarding this particular transaction and verify that I have not and will not cause my IRA to enter into any transaction with a “Party-In-Interest” or “Disqualified Person”, and that I have not and will not violate the “Prohibited Transaction” rules.**

\_\_\_\_\_  
**Account Holder Signature**

\_\_\_\_\_  
**Date**

**PLEASE READ THE FOLLOWING REPRESENTATIONS:**

That I understand that certain transactions are prohibited for tax-exempt retirement arrangements under Internal Revenue Code Section 4975 and ERISA. I further understand that the determination of whether the transaction directed hereby is a prohibited transaction or “party in interest” transaction depends on the facts and circumstances surrounding the purchase. I warrant and represent the I have consulted with such advisors as I deem necessary and appropriate, and have determined among other things, that this investment does not constitute a prohibited transaction as defined in Internal Revenue Code 4975, and that the offering entity or any affiliate thereof is neither a “disqualified person” (as defined in Section 4975(e)(2) of the Internal Revenue Code) nor a “party of interest” (as defined in Section 3(14) of ERISA). I hereby indemnify and hold GoldStar Trust Company (GoldStar) harmless should the transactions be deemed a prohibited transaction by the Internal Revenue Service.

That I have read and reviewed each representation made within the subscription agreement and/or related documents, which I have signed on behalf of the investment referenced above, and that I specifically hold GoldStar harmless for any such representations regarding my personal financial information and/or my retirement plan(s) financial information which may be considered a part of the subscription agreement which I am requesting that GoldStar now sign as Trustee on behalf of my self-directed retirement plan.

That I understand that under the Internal Revenue Code and ERISA, GoldStar is required to provide reports to account holders that show the “fair market value” of account assets as of December 31<sup>st</sup> of each year. If requested, I agree to furnish GoldStar with a fair market valuation of the above investments as of December 31<sup>st</sup> of each year on or before January 31<sup>st</sup> of the following year. In the event I do not furnish this valuation to GoldStar by that date, GoldStar is entitled to assume that the fair market valuation is the original purchase cost, or if I have provided a valuation to GoldStar since the original acquisition, authorize GoldStar to use that last reported written valuation.

The foregoing representations are true and accurate as of the date hereof and shall be true and accurate as of the date of delivery of the funds to the Investment and shall survive such delivery. If in any respect such representations and warranties shall not be true and accurate prior to delivery of the funds to the Investment, I shall give written notice of such fact to GoldStar specifying which representations are not true and accurate and the reasons therefore.

I acknowledge that I have sole responsibility for directing the investment of my Account. I acknowledge that GoldStar will not exercise any discretion, assume any fiduciary responsibility, perform a due diligence review, or undertake any investigation as to the prudence, viability, merits or suitability of the Investment. I acknowledge my understanding that GoldStar is not a “fiduciary”, or a person entitled to exercise any discretionary authority with respect to the Investment, as those terms and concepts are defined in the Internal Revenue Code, ERISA, or other applicable federal, state or local laws, and I agree to hold GoldStar harmless from any liability for any loss, damage, injury or expense (including reasonable attorney’s fees) which may occur as a result of the execution of this Investment Direction and Certification.

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**Account Holder Signature** **Date**