

Liberty Global Capital Services LLC  
Business Continuity Plan

Rule 3510 and 3520 requires all firms to establish policies and procedures regarding the business continuity plan, in the event of an emergency or significant business disruption that is 'reasonably designed to enable the member to meet its existing obligations to customers.' These procedures may be reviewed annually, and updated in the event of any material change to the operations, structure, business, or location, The following are elements to the business continuity plan as it pertains to Liberty Global Capital Services (LGCS).

### **I. Emergency Contact Persons**

1. Kevin Johnson, Senior Partner  
Work Phone: 617-451-9595  
Cell Phone: 617-794-4383  
Home Phone: 617-795-2230  
Email: kjohnson@liberty-global.com  
Backup Email: kpjohnson@comcast.net
  
2. Roger Berry, Senior Partner  
Work Phone: 617-451-9595  
Cell Phone: 857 207 5105  
Home Phone: 802-442-7700  
Email: rberry@liberty-global.com

### **II. Firm Policy**

Liberty Global Capital Services' policy is to respond to a Significant Business Disruption (SBD) by safeguarding employees' lives and firm property, making a financial and operational assessment, quickly recovering and resuming operations, protecting all of the firm's books and records.

#### **A. Significant Business Disruption**

LGCS's plan anticipates two kinds of SBDs, internal and external. Internal SBDs affect only our firm's ability to communicate and do business, such as a fire in our building. External SBDs prevent the operation of a number of firms, such as a terrorist attack, a city flood, or a wide-scale, regional disruption. Our response to an external SBD relies more heavily on other organizations and systems, especially on the capabilities of our clearing firm.

#### Approval and Execution Authority

*Kevin Johnson, Senior Partner*, a registered principal, is responsible for approving the plan and for conducting the required annual review. *Roger Berry, Senior Partner*, has the authority to execute this BCP.

#### Plan Location and Access

Our firm will maintain copies of its BCP plan and the annual reviews, and the changes that have been made to it for inspection. An electronic copy of our plan is located on the LGCS computer in the LGCS office at 10 Liberty Square, 6<sup>th</sup> Floor, Boston, MA 02109 and in the BCP Repository Service offered by FINRA.

### **III. Business Description**

LGCS conducts business in private equity private placements. LGCS is a private equity advisory

firm that advises and raises capital for and on behalf of private equity fund managers (issuers) from institutional investors. Our firm is an introducing firm and does not perform any type of clearing function for itself or others. Furthermore, we do not hold customer funds or securities. We do not accept and enter orders. All transactions are sent directly from the investor to the issuer, therefore we do not maintain client cash or securities accounts. We do not engage in any public market transactions. We do not have a clearing firm.

#### **IV. Office Locations**

*Our Firm has one office located in Location #1.*

##### Office Location #1

LGCS' Location #1 Office is located at 10 Liberty Square, 6<sup>th</sup> Floor, Boston, MA 02109. The main telephone number is 617-451-9595. Our employees may travel to that office by means of foot, car, subway, train or bus. We engage in the activities of conducting due diligence of potential issuers, following market trends, and soliciting interest from institutional investors in approved funds at this location.

#### **V. Alternative Physical Location(s) of Employees**

In the event of an SBD, we will move our staff from affected offices to the closest of our alternative office locations, at the home offices of Kevin Johnson, Senior Partner located at: 131 Windsor Road, Waban, MA 02468, where the main telephone number is 617-795-2230 and/or Roger Berry, Senior Partner at 37 Bellis Circle Cambridge, MA 0214080.

#### **VI. Customers' Access to Funds and Securities**

Our firm does not maintain custody of customers' funds or securities, which are maintained directly at the issuers. In the event of an internal or external SBD, if telephone service is available, our registered persons will ensure that our clients are in direct contact with the issuers.

#### **VII. Data Back-Up and Recovery (Hard Copy and Electronic)**

Our firm maintains its primary hard copy books and records and its electronic records at 10 Liberty Square, 6th Floor, Boston, MA 02109. Kevin Johnson, *Senior Partner*, 617-451-9595 is responsible for the maintenance of these books and records. Our firm maintains the following document types and forms: New account forms for each client in hard and soft copy.

Our firm maintains its back-up electronic copy books and records at 131 Windsor Road, Waban, MA 02468 (the home of Kevin Johnson). These records are backed up weekly to an external hard drive. Kevin Johnson, Senior Partner, 617-451-9595 is responsible for the maintenance of these back-up books and records. Our firm backs up its paper records by taking copies to our back-up site at 5 Briar Lane, Newton, MA 02460.

In the event of an internal or external SBD that causes the loss of our paper records, we will physically recover them from our back-up site. If our primary site is inoperable, we will continue operations from our back-up site or an alternate location. For the loss of electronic records, we will either physically recover the storage media or electronically recover data from our back-up site, or, if our primary site is inoperable, continue operations from our back-up site or an alternate location.

#### **VIII. Financial and Operational Assessments**

##### A. Operational Risk

In the event of an SBD, LCGS will immediately identify what means will permit us to communicate with our customers, employees, critical business constituents, critical banks, critical counter-parties, and regulators. Although the effects of an SBD will determine the means of alternative communication, the communications options we will employ will include updates to our website, [www.liberty-global.com](http://www.liberty-global.com), updates on our voicemail at LGCS headquarters and updates via secure email. In addition, LGCS will retrieve our key activity records as described in the section above, Data Back-Up and Recovery (Hard Copy and Electronic).

### Financial and Credit Risk

In the event of an SBD, we will determine the value and liquidity of our investments and other assets to evaluate LGCS' ability to continue to fund our operations and remain in capital compliance. We will contact our critical bank and investors to apprise them of our financial status. If we determine that we may be unable to meet our obligations to those counter-parties or otherwise continue to fund our operations, we will request additional financing from our bank or other credit sources to fulfill our obligations to our customers and clients. If we cannot remedy a capital deficiency, we will file appropriate notices with our regulators and immediately take appropriate steps, including ceasing operations.

### **IX. Mission Critical Systems**

LGCS's "mission critical systems" are those that ensure prompt and accurate communication with clients and issuers, including email, maintenance of customer records, access to customer records. More specifically, these systems include: email and online and hardcopy account files.

We have primary responsibility for establishing and maintaining our business relationships with our customers and have sole responsibility for our mission critical functions of communication with our clients and issuers.

Recovery-time objectives provide concrete goals to plan for and test against. They are not, however, hard and fast deadlines that must be met in every emergency situation, and various external factors surrounding a disruption, such as time of day, scope of disruption, and status of critical infrastructure—particularly telecommunications and email—can affect actual recovery times. Recovery refers to the restoration of clearing and settlement activities after a wide-scale disruption; resumption refers to the capacity to accept and process new transactions and payments after a wide-scale disruption.

#### A. Our Firm's Mission Critical Systems

##### **1. Services Currently Provided to Customers**

LGCS provides analysis and capital raising advisory services to private equity firms (issuers) and institutional investors. In the event of an internal or external SBD, we would continue these services from our alternative office locations listed above where we maintain home offices equipped with laptops, faxes, email and telephones. If both of these locations were unavailable, we would likely temporarily cease operations until such time as one of the locations became operational again.

### **X. Alternate Communications Between the Firm and Customers, Employees, and Regulators**

#### A. Customers

We now communicate with our customers using the telephone, e-mail, our Web site (www.liberty-global.com), and in person visits at our firm or at the client's location. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. For example, if we have communicated with a party by e-mail but the Internet is unavailable, we will call them on the telephone and follow up where a record is needed with paper copy in the U.S. mail.

B. Employees

LGCS now communicates with our employees using the telephone, e-mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party. We will also employ a call tree so that senior management can reach all employees quickly during an SBD. The call tree includes all staff home and office phone numbers. We have identified persons, noted below, who live near each other and may reach each other in person:

The person to invoke use of the call tree is: Kevin Johnson, Senior Partner

Caller	Call Recipients
<i>Kevin Johnson</i>	<i>Roger Berry, Laura Crosby Brown</i>

C. Regulators

We are a member of FINRA. We will communicate with our regulators using the telephone, e-mail, fax, U.S. mail, and in person. In the event of an SBD, we will assess which means of communication are still available to us, and use the means closest in speed and form (written or oral) to the means that we have used in the past to communicate with the other party.

**XI. Critical Business Constituents, Banks, and Counter-Parties**

1. Business constituents

We have contacted our critical business constituents (businesses with which we have an ongoing commercial relationship in support of our operating activities, such as vendors providing us critical services), and determined the extent to which we can continue our business relationship with them in light of the internal or external SBD. We will quickly establish alternative arrangements if a business constituent can no longer provide the needed goods or services when we need them because of a SBD to them or our firm. Our major suppliers are: IT Services:

Tom Harney  
Arkendale Consulting  
781 608 1283

Accountant:

Brian Korby  
CPA  
22A Summer St  
Medford, Ma 02155  
Email: [bk23@comcast.net](mailto:bk23@comcast.net)  
Phone & Fax: (781) 396-2422

## 2. Banks

We have contacted our banks and lenders to determine if they can continue to provide the financing that we will need in light of the internal or external SBD. The bank maintaining our operating account is:

Sovereign Bank  
1 Beacon Street  
Boston, MA 02108  
Phone: 617-557-4890  
Account Contact: Emil Phaneuf

We do not have a Proprietary Account of Introducing Brokers/Dealers (PAIB account).

## 3. Counter-Parties

We have contacted our critical counter-parties, such as issuers and institutional investors, to determine if we will be able to carry out our services with them in light of the internal or external SBD. Where the services cannot be completed, we will work with the them to make alternative arrangements to complete those services as soon as possible.

## **XII. Regulatory Reporting**

Our firm is subject to regulation by: the Commonwealth of Massachusetts State Division of Securities and the U.S. Securities and Exchange Commission Boston District Office. We now file reports with our regulators using paper copies in the U.S. mail, and electronically using fax, e-mail, and the Internet. In the event of an SBD, we will check with the SEC, FINRA, and other regulators to determine which means of filing are still available to us, and use the means closest in speed and form (written or oral) to our previous filing method. In the event that we cannot contact our regulators, we will continue to file required reports using the communication means available to us.

Commonwealth of Massachusetts  
Securities Division  
One Ashburton Place  
Room 1701  
Boston, MA 02108  
Bryan Lantagne  
Director  
(617) 727-3548  
(617) 248-0177 (Fax)

U.S. Securities Commission Boston District Office  
**Boston District Office**  
Walter G. Ricciardi, District Administrator  
73 Tremont Street, Suite 600  
Boston, MA 02108-3912  
(617) 573-8900  
e-mail: [boston@sec.gov](mailto:boston@sec.gov)

## **XII. Disclosure of Business Continuity Plan**

We provide in writing a BCP disclosure statement to customers at account opening. We also mail it to customers upon request.

**XIV. Updates and Annual Review**

Our firm will update this plan whenever we have a material change to our operations, structure, business or location. In addition, our firm will review this BCP annually, on January 15th, to modify it for any changes in our operations, structure, business, or location or those of our clearing firm.

**XV. Senior Manager Approval**

I have approved this Business Continuity Plan as reasonably designed to enable our firm to meet its obligations to customers in the event of an SBD.

**Signed:** \_\_\_\_\_

**Title:** \_\_\_\_\_

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