



**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative (Instr. 3)	2. Conversion Date (Instr. 3)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code V (Instr. 8)	(A) Num (D) of Derivative Securities Acquired (Instr. 3, 4 and 5)	Date Exercisable (Month/Day/Year)	Expiration Date (Month/Day/Year)	Title and Amount of Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
<p>1. These purchases were effected pursuant to a Rule 10b5-1 trading plan adopted by Franklin Square Holdings, L.P. on June 12, 2014 (the "FSH Trading Plan") in multiple transactions at prices ranging from \$10.22 to \$10.35, inclusive. The price reported in Column 4 is a weighted average price. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose. The reporting person undertakes to provide, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this Footnote to Form 4.</p> <p>2. These purchases were effected pursuant to a Rule 10b5-1 trading plan adopted by FSIC Holdings, LLC on June 12, 2014 (the "FSIC Trading Plan") in multiple transactions at prices ranging from \$10.21 to \$10.35, inclusive. The price reported in Column 4 is a weighted average price. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose. The reporting person undertakes to provide, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this Footnote to Form 4.</p> <p>3. These purchases were effected pursuant to the FSH Trading Plan in multiple transactions, each at \$10.35. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.</p> <p>4. These purchases were effected pursuant to the FSIC Trading Plan in multiple transactions, each at \$10.35. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.</p> <p>5. Includes shares received through stock distributions and shares purchased through reinvested distributions.</p>												

/s/ Michael C. Forman                      08/19/2014  
 \*\* Signature of Reporting Person                      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**