

FORM OF ADDITIONAL SUBSCRIPTION

(Complete and sign)

Halcyon Partners LP
c/o HSBC Bank USA, National Association
330 Madison Avenue, 5th Floor
New York, New York 10017

Ladies and Gentlemen:

The undersigned holds limited partnership interests in Halcyon Partners LP, a Delaware limited partnership (the “**Partnership**”), and hereby subscribes for an increase in its subscription in the amount of \$_____. Capitalized terms not otherwise defined herein are used as defined in the subscription documents relating to the initial subscription of the undersigned (the “**Subscription Documents**”).

Unless otherwise agreed by Halcyon Asset LLC, the general partner of the Partnership (the “**General Partner**”), all subscription amounts are payable by wire transfer to an account designated by the General Partner, which shall initially be:

BANK:	HSBC Bank USA, N.A. New York, N.Y. U.S.A.
FED ABA CODE :	021001088
BNF ACCOUNT NUMBER:	000142557
BNF NAME:	HSBC BANK USA
REFERENCE:	Halcyon Partners LP Sub – 000 157082
REFERENCE:	Investor’s Name

Unless otherwise agreed by the General Partner, the entire subscription amount is payable by wire transfer at least one business day prior to the proposed date of subscription.

As a condition to acceptance hereof by the General Partner, the undersigned hereby confirms that (i) the representations, warranties and covenants made by the undersigned to the General Partner and Limited Partner in the Subscription Agreement contained in the Subscription Documents are true and correct as of the date hereof and are hereby repeated, (ii) the information set forth in the Subscriber Information Form contained in the Subscription Documents is accurate and complete as of the date hereof, (iii) any background information provided to the General Partner is true and correct in all material respects as of the date hereof, (iv) the funds being remitted in connection with this additional subscription will originate from the Wiring Institution from which the undersigned’s funds were wired in connection with its initial subscription, the details of which are accurately and completely disclosed in the Subscription Documents and (v) the undersigned continues to be a customer of such Wiring Institution. The undersigned agrees (1) to be bound by all the provisions of the Subscription Documents with respect to the additional subscription made hereunder and (2) that the Subscription Documents as supplemented hereby shall continue in full force and effect.

The acceptance of additional subscriptions is within the absolute discretion of the General Partner, which may require additional information prior to making a determination. The Investment Manager and/or the Administrator will seek to notify the Subscriber of its acceptance or rejection of the subscription prior to the date of subscription. The Partnership, General Partner and Administrator will not be responsible for any lost profits, revenues or damages of any kind due to a delayed acceptance or a rejected subscription. If the additional subscription is rejected, the Partnership will promptly refund (without interest) to the Subscriber any additional subscription payments received by the Partnership.

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Dated: _____, 20__

**AMOUNT OF ADDITIONAL
SUBSCRIPTION**

\$ _____

Name of Subscriber

Signature

Name and title or representative
capacity, if applicable

The Subscriber's additional subscription is accepted, subject to the provisions of the Subscription Agreement and the Partnership Agreement.

Halcyon Asset LLC,
General Partner

By: _____
Name:
Title:

Dated: _____, 20__