



Certification of Beneficial Owners

Regular Mail:
The Needham Funds, Inc.
c/o U.S. Bank Global Fund Services
PO Box 219252
Kansas City, MO 64121-9252

Overnight Delivery:
The Needham Funds, Inc.
c/o U.S. Bank Global Fund Services
801 Pennsylvania Ave Suite 219252
Kansas City, MO 64105-1307

Types of Legal Entities

- C Corporations, including incorporated entities and LLCs that elect to be treated as a corporation
- Partnerships, including LLCs that elect to be treated as partnerships
- S Corporations, including incorporated entities and LLCs that elect to be treated as a corporation
- Investment Clubs
- Unions
- Unincorporated associations, miscellaneous organizations
- Nonprofit organizations (exempt from Beneficial Owner Information section)
- REITs

1 Account Information

Complete the spaces below with the information for the Legal Entity associated with the account(s):

NAME OF LEGAL ENTITY

TAX IDENTIFICATION NUMBER

Please indicate account(s) that require change:

FUND NAME

FUND NUMBER

ACCOUNT NUMBER

FUND NAME

FUND NUMBER

ACCOUNT NUMBER

FUND NAME

FUND NUMBER

ACCOUNT NUMBER

2 Beneficial Owner Information

A. Please complete the fields below for each individual, if any, who directly or indirectly, through any contract, arrangement, understanding, relationship, or otherwise, owns **25% or more of the equity interests of the Legal Entity listed above**. If no individuals meet this criteria, please leave this section blank to certify this requirement does not apply for the Legal Entity.

Please note that if the Legal Entity is owned by another Entity, only natural persons should be listed within this section (ex. if ABC Corp. is 50% owned by 123 Corp. and 123 Corp. is 50% owned by John Doe, John Doe should be listed as he is a 25% Beneficial Owner of ABC Corp.).

For Foreign Persons: An alien identification card number, or number and country of issuance of any other government-issued document evidencing nationality or residence and bearing a photograph or similar safeguard can be provided in lieu of a passport number. **A copy of the individual's passport, alien identification card, or other government-issued document must be included with the form.**

Beneficial Owner 1:

NAME	DATE OF BIRTH (MM/DD/YYYY)	SOCIAL SECURITY NUMBER (FOR U.S. PERSONS)
ADDRESS (RESIDENTIAL OR BUSINESS STREET ADDRESS)		

PASSPORT NUMBER AND COUNTRY OF ISSUANCE (FOR FOREIGN PERSONS)

Beneficial Owner 2:

NAME	DATE OF BIRTH (MM/DD/YYYY)	SOCIAL SECURITY NUMBER (FOR U.S. PERSONS)
ADDRESS (RESIDENTIAL OR BUSINESS STREET ADDRESS)		

PASSPORT NUMBER AND COUNTRY OF ISSUANCE (FOR FOREIGN PERSONS)

Beneficial Owner 3:

NAME	DATE OF BIRTH (MM/DD/YYYY)	SOCIAL SECURITY NUMBER (FOR U.S. PERSONS)
ADDRESS (RESIDENTIAL OR BUSINESS STREET ADDRESS)		

PASSPORT NUMBER AND COUNTRY OF ISSUANCE (FOR FOREIGN PERSONS)

Beneficial Owner 4:

NAME	DATE OF BIRTH (MM/DD/YYYY)	SOCIAL SECURITY NUMBER (FOR U.S. PERSONS)
ADDRESS (RESIDENTIAL OR BUSINESS STREET ADDRESS)		

PASSPORT NUMBER AND COUNTRY OF ISSUANCE (FOR FOREIGN PERSONS)

2 Beneficial Owner Information | continued

B. If any of the Beneficial Owners currently on file should be removed, please indicate the name(s) of the individual(s) to be removed below:

NAME

NAME

3 Controller Information

Please complete the fields below with the requested information for **one** individual with significant responsibility for managing the Legal Entity listed in the Account Information section, such as an executive officer or senior manager (ex. Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Managing Member, General Partner, President, Vice President, Treasurer), or any other individual who regularly performs similar functions (a beneficial owner named in Beneficial Owner Information section can be listed here if appropriate).

For a Foreign Person: An alien identification card number, or number and country of issuance of any other government-issued document evidencing nationality or residence and bearing a photograph or similar safeguard can be provided in lieu of a passport number. **A copy of the individual's passport, alien identification card, or other government-issued document must be included with the form.**

Controller:

NAME

DATE OF BIRTH (MM/DD/YYYY)

SOCIAL SECURITY NUMBER (FOR U.S. PERSONS)

ADDRESS (RESIDENTIAL OR BUSINESS STREET ADDRESS)

PASSPORT NUMBER AND COUNTRY OF ISSUANCE (FOR FOREIGN PERSONS)

4 Signature & Certification

I hereby certify that to the best of my knowledge, the information provided about me, and the information provided about the beneficial owner(s) and/or the individual with control over the legal entity is complete and correct.

PRINTED NAME OF AUTHORIZED SIGNER

SIGNATURE OF AUTHORIZED SIGNER

DATE (MM/DD/YYYY)

For additional information please call toll-free (800) 625-7071 or visit us on the web at www.needhamfunds.com.

Beneficial Ownership Exclusions and Exemptions

Exclusions from the Definition of Legal Entity Customer:

The Rule excludes from the definition of legal entity customer certain entities that are subject to Federal or State regulations and for which information about their beneficial ownership and management is available from the Federal or State agencies, such as:

- Financial institutions regulated by a Federal functional regulator or a bank regulated by a State bank regulator;
- A department or agency of the United States, of any State, or of any political subdivision of a State;
- Any entity established under the laws of the United States, or any State, or of any political subdivision of any State, or under an inter-state compact;
- Any entity (other than a bank) whose common stock or analogous equity interests are listed on the New York, American, or NASDAQ stock exchange;
- Any entity organized under the laws of the United States or of any State at least 51% of whose common stock or analogous equity interests are held by a listed entity;
- Issuers of securities registered under section 12 of the Securities Exchange Act of 1934 (SEA) or that is required to file reports under 15(d) of that Act;
- An investment company, as defined in section 3 of the Investment Company Act of 1940, registered with the U.S. Securities and Exchange Commission (SEC);
- An SEC-registered investment adviser, as defined in section 202(a)(11) of the Investment Advisers Act of 1940;
- An exchange or clearing agency, as defined in section 3 of the SEA, registered under section 6 or 17A of that Act;
- Any other entity registered with the SEC under the SEA;
- A registered entity, commodity pool operator, commodity trading advisor, retail foreign exchange dealer, swap dealer, or major swap participant, defined in section 1a of the Commodity Exchange Act, registered with the Commodity Futures Trading Commission;
- A public accounting firm registered under section 102 of the Sarbanes-Oxley Act.
- A bank holding company, as defined in section 2 of the Bank Holding Company Act of 1956 (12 USC 1841) or savings and loan holding company, as defined in section 10(n) of the Home Owners' Loan Act (12 USC 1467a(n));
- A pooled investment vehicle operated or advised by a financial institution excluded from the definition of legal entity customer under the final CDD rule;
- An insurance company regulated by a State;
- A financial market utility designated by the Financial Stability Oversight Council under Title VIII of the Dodd-Frank Wall Street Reform and Customer Protection Act of 2010;
- A foreign financial institution established in a jurisdiction where the regulator of such institution maintains beneficial ownership information regarding such institution;
- A non-U.S. governmental department, agency or political subdivision that engages only in governmental rather than commercial activities; and
- Any legal entity only to the extent that it opens a private banking account subject to 31 CFR 1010.620.

Exemptions from the Ownership Prong:

Certain legal entity customers are subject only to the control prong of the beneficial ownership requirement, including:

- A pooled investment vehicle operated or advised by a financial institution not excluded under paragraph 31 CFR 1010.230(e)(2); and
- Any legal entity that is established as a nonprofit corporation or similar entity and has filed its organizational documents with the appropriate state authority as necessary.