

EXHIBIT B1

FORM OF TRANSFEROR CERTIFICATE FOR TRANSFER OF RULE 144A GLOBAL NOTE, CERTIFICATED NOTE OR UNCERTIFICATED SUBORDINATED NOTE TO REGULATION S GLOBAL NOTE

Citibank, N.A., as Collateral Trustee
480 Washington Boulevard, 16th Floor
Jersey City, NJ 07310
Attention: Securities Window – Vibrant CLO IV-R, Ltd.

Re: Vibrant CLO IV-R, Ltd. (the “Issuer”) Vibrant CLO IV-R, LLC (the “Co-Issuer” and together with the Issuer, the “Co-Issuers”) [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Notes Due 2037 (the “Notes”)

Reference is hereby made to the Indenture and Security Agreement, dated as of October 31, 2024 (the “Indenture”) among the Co-Issuers and Citibank, N.A., as Collateral Trustee. Capitalized terms used but not defined herein shall have the meanings given them in the Indenture.

This letter relates to U.S. \$_____ aggregate [principal][notional] amount of Notes which are held in the form of a [Rule 144A Global [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Note] [Uncertificated Subordinated Note] [with DTC] in the name of [_____] (the “Transferor”) to effect the transfer of the Notes in exchange for an equivalent beneficial interest in a Regulation S Global [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Note].

In connection with such transfer, and in respect of such Notes, the Transferor does hereby certify that such Notes are being transferred to [_____] (the “Transferee”) in accordance with Regulation S under the United States Securities Act of 1933, as amended (the “Securities Act”) and the transfer restrictions set forth in the Indenture and the Offering Circular defined in the Indenture relating to such Notes and that:

- (a) the offer of the Notes was not made to a person in the United States;
- (b) at the time the buy order was originated, the Transferee was outside the United States or the Transferor and any person acting on its behalf reasonably believed that the Transferee was outside the United States;
- (c) no directed selling efforts have been made in contravention of the requirements of Rule 903 or 904 of Regulation S, as applicable;
- (d) the transaction is not part of a plan or scheme to evade the registration requirements of the Securities Act; and

(e) the Transferee is not a U.S. person.

The Transferor understands that the Co-Issuers, the Collateral Trustee and their counsel will rely upon the accuracy and truth of the foregoing representations, and the Transferor hereby consents to such reliance.

(Name of Transferor)

By: _____
Name:
Title:

Dated: _____

cc: Vibrant CLO IV-R, Ltd.,
c/o Walkers Fiduciary Limited
190 Elgin Avenue, George Town
Grand Cayman, KY1-9008, Cayman Islands
Email: Fiduciary@walkersglobal.com
Attention: The Directors

Vibrant CLO IV-R, LLC
c/o Puglisi & Associates
850 Library Avenue, Suite 204
Newark, Delaware 19711

EXHIBIT B3

**FORM OF TRANSFEROR CERTIFICATE FOR TRANSFER OF REGULATION S
GLOBAL NOTE, CERTIFICATED NOTE OR UNCERTIFICATED SUBORDINATED
NOTE TO RULE 144A GLOBAL NOTE**

Citibank, N.A., as Collateral Trustee
480 Washington Boulevard, 16th Floor
Jersey City, NJ 07310
Attention: Securities Window – Vibrant CLO IV-R, Ltd.

Re: Vibrant CLO IV-R, Ltd. (the “Issuer”), Vibrant CLO IV-R, LLC (the “Co-Issuer” and together with the Issuer, the “Co-Issuers”) [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Notes Due 2037 (the “Notes”)

Reference is hereby made to the Indenture and Security Agreement, dated as of October 31, 2024 (the “Indenture”) among the Co-Issuers and Citibank, N.A., as Collateral Trustee. Capitalized terms used but not defined herein shall have the meanings given them in the Indenture.

This letter relates to U.S. \$ _____ aggregate [principal][notional] amount of Notes which are held in the form of a [Regulation S Global [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Note][Certificated [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Note][Uncertificated Subordinated Note] in the name of [_____] (the “Transferor”) to effect the transfer of the Notes in exchange for an equivalent beneficial interest in a Rule 144A Global [Class [X][A-1a][A-1b][A-2][B-1][B-2][C-a][C-b][D-1][D-2][E][F][Subordinated A][Subordinated B-1][Subordinated B-2] Note.

In connection with such transfer, and in respect of such Notes, the Transferor does hereby certify that such Notes are being transferred to _____ (the “Transferee”) in accordance with (i) the transfer restrictions set forth in the Indenture and the Offering Circular relating to such Notes and (ii) Rule 144A under the United States Securities Act of 1933, as amended, and it reasonably believes that the Transferee is purchasing the Notes for its own account or an account with respect to which the Transferee exercises sole investment discretion, the Transferee and any such account is a Qualified Institutional Buyer, in a transaction meeting the requirements of Rule 144A and in accordance with any applicable securities laws of any state of the United States or any other jurisdiction.

The Transferor understands that the Co-Issuers, the Collateral Trustee and their counsel will rely upon the accuracy and truth of the foregoing representations, and the Transferor hereby consents to such reliance.

(Name of Transferor)

By: _____

Name:

Title:

Dated: _____, _____

cc: Vibrant CLO IV-R, Ltd.,
c/o Walkers Fiduciary Limited
190 Elgin Avenue, George Town
Grand Cayman, KY1-9008, Cayman Islands
Email: Fiduciary@walkersglobal.com
Attention: The Directors

Vibrant CLO IV-R, LLC
c/o Puglisi & Associates
850 Library Avenue, Suite 204
Newark, Delaware 19711

**FORM OF TRANSFEROR CERTIFICATE FOR TRANSFER OF UNCERTIFICATED
SUBORDINATED NOTE TO CERTIFICATED SUBORDINATED NOTE**

Citibank, N.A., as Collateral Trustee
480 Washington Boulevard, 16th Floor
Jersey City, NJ 07310
Attention: Securities Window – Vibrant CLO IV-R, Ltd.

Re: Vibrant CLO IV-R, Ltd. (the “Issuer”) [Subordinated A
Notes][Subordinated B-1 Notes][Subordinated B-2 Notes] Due 2037 (the
“Notes”)

Reference is hereby made to the Indenture and Security Agreement, dated as of October 31, 2024 (the “Indenture”) among the Issuer, Vibrant CLO IV-R, LLC, as Co-Issuer, and Citibank, N.A., as Collateral Trustee. Capitalized terms used but not defined herein shall have the meanings given them in the Indenture.

This letter relates to U.S. \$ _____ aggregate principal amount of Notes which are held in the form of an uncertificated [Subordinated A Note][Subordinated B-1 Note][Subordinated B-2 Note] in the name of [_____] (the “Transferor”) to effect the transfer of the Notes in the form of one or more certificated Subordinated Note.

In connection with such transfer, and in respect of such Notes, the Transferor does hereby certify that (i) such Notes are being transferred to _____ (the “Transferee”) in accordance with the transfer restrictions set forth in the Indenture and the Offering Circular relating to such Notes and (ii) it reasonably believes that the Transferee is purchasing the Notes for its own account or an account with respect to which the Transferee exercises sole investment discretion, and that the Transferee (I) is either (a) a “qualified purchaser” (as defined in the Investment Company Act of 1940, as amended (the “Investment Company Act”)), or (b) a corporation, partnership, limited liability company or other entity (other than a trust) each shareholder, partner, member or other equity owner of which is a Qualified Purchaser and in the case of (a) and (b) above that is either (i) a “qualified institutional buyer” as defined in Rule 144A under the Securities Act who purchases such Subordinated Notes in reliance on the exemption from Securities Act registration provided by Rule 144A thereunder or (ii) an institutional “accredited investor” as defined in Rule 501(a)(1), (2), (3) or (7) of Regulation D under the Securities Act, (II) a Knowledgeable Employee (as defined in Rule 3c-5 (a)(4) under the Investment Company Act) (or an entity owned exclusively by Knowledgeable Employees) that is an Accredited Investor (as defined in Rule 501(a) of Regulation D under the Securities Act) or (III) is a person that is not a “U.S. person” as defined in Regulation S under the Securities Act, and is acquiring the Notes in an offshore transaction (as defined in Regulation S thereunder) in reliance on the exemption from registration provided by Regulation S thereunder.

The Transferor understands that the Issuer, the Collateral Trustee and their counsel will rely upon the accuracy and truth of the foregoing representations, and the Transferor hereby consents to such reliance.

(Name of Transferor)

By: _____

Name:

Title:

Dated: _____, _____

cc: Vibrant CLO IV-R, Ltd.,
c/o Walkers Fiduciary Limited
190 Elgin Avenue, George Town
Grand Cayman, KY1-9008, Cayman Islands
Email: Fiduciary@walkersglobal.com
Attention: The Directors