

EXHIBIT B-1

**FORM OF TRANSFER CERTIFICATE FOR TRANSFER
TO REGULATION S GLOBAL NOTE**

The Bank of New York Mellon Trust Company, National Association, as Trustee
500 Ross Street, Suite 625
Pittsburgh, PA 15262
Attention: Transfers/ Redemptions

Re: BCC Middle Market CLO 2026-2, LLC – Transfer to Regulation S Global
Note

Reference is hereby made to the Indenture, dated as of June 26, 2026 (as amended, restated or supplemented from time to time, the “Indenture”), between BCC Middle Market CLO 2026-2, LLC, a Delaware limited liability company, as Issuer (the “Issuer”) and The Bank of New York Mellon Trust Company, National Association, as trustee (the “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 Class [A-1][A-2][B][C][D-1][D-2] Notes (the “Specified Notes”) which are held in the form of a [beneficial interest in a Rule 144A Global Note] [Certificated Note] [with DTC] in the name of [INSERT NAME OF TRANSFEROR] (the “Transferor”). The Transferor hereby requests a transfer of its interest in the Specified Notes for an equivalent beneficial interest in a Regulation S Global Note.

In connection with such request, and in respect of the Specified Notes, the Transferor hereby certifies that the Specified Notes are being transferred in accordance with the applicable transfer restrictions set forth in the Indenture and in the Offering Circular relating to the Notes, and that:

- a. the offer of the Specified 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(b) or 904(b) 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;

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e. the transferee (and any account on behalf of which the transferee is purchasing the Specified Notes) is a Qualified Purchaser that is not a “U.S. person” (as defined in Regulation S); and

f. the Transferor believes that the transferee’s acquisition, holding and disposition of the Specified Notes will not constitute or result in a prohibited transaction under Section 406 of ERISA or Section 4975 of the Code (or a violation of any Similar Law or other applicable law), unless an exemption is available and all conditions have been satisfied.

The Transferor (A) confirms that it has made the transferee aware of the transfer restrictions and representations set forth in Sections 2.6 and 2.14 of the Indenture and the exhibits to the Indenture referred to in such Section; (B) confirms that it has informed the transferee that as a condition to the payment on any Note without U.S. federal back-up withholding, the Issuer shall require the delivery of properly completed and signed applicable U.S. federal income tax certifications (generally, in the case of U.S. federal income tax, a U.S. Internal Revenue Service (“IRS”) Form W-9, or applicable successor form, in the case of a person that is a “United States person” (within the meaning of the Code) or an IRS Form W-8, or applicable successor form, in the case of a person that is not a “United States person” (within the meaning of the Code)); and (C) acknowledges that the transfer of the Specified Notes will not be effective, and the Trustee, the Registrar and the Issuer will not recognize any such transfer, if to their knowledge, the transferee’s acquisition, holding or disposition of such Specified Notes or interest therein would constitute or result in a prohibited transaction under Section 406 of ERISA or Section 4975 of the Code (or in a violation of any Similar Law or other applicable law), unless an exemption is available and all conditions have been satisfied.

The Transferor understands that the Issuer, the Trustee and their respective counsel are entitled to rely upon this letter and are irrevocably authorized to produce this letter or a copy hereof to any interested party in any administrative or legal proceedings or official inquiry with respect to the matters covered hereby.

IN WITNESS WHEREOF, the undersigned has executed this Transfer Certificate on the date set forth below.

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[INSERT NAME OF TRANSFEROR]

By: _____
Name:
Title:

Dated: _____, _____

cc: BCC Middle Market CLO 2026-2, LLC

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EXHIBIT B-2

**FORM OF TRANSFER CERTIFICATE FOR TRANSFER TO RULE 144A GLOBAL
NOTE**

The Bank of New York Mellon Trust Company, National Association, as Trustee
500 Ross Street, Suite 625
Pittsburgh, PA 15262
Attention: Transfers/ Redemptions

Re: BCC Middle Market CLO 2026-2, LLC – Transfer to Rule 144A Global
Note

Reference is hereby made to the Indenture, dated as of June 26, 2026 (as amended, restated or supplemented from time to time, the “Indenture”), between BCC Middle Market CLO 2026-2, LLC, a Delaware limited liability company, as Issuer (the “Issuer”) and The Bank of New York Mellon Trust Company, National Association, as trustee (the “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 [INSERT CLASS OF NOTES] (the “Specified Notes”) which are held in the form of a [beneficial interest in a Regulation S Global Note] [Certificated Note] [with DTC] in the name of [INSERT NAME OF TRANSFEROR] (the “Transferor”) to effect the transfer of the Notes in exchange for an equivalent beneficial interest in a Rule 144A Global Note.

In connection with such request, and in respect of the Specified Notes, the Transferor hereby certifies that the Specified Notes are being transferred in accordance with the applicable transfer restrictions set forth in the Indenture and in the Offering Circular related to the Notes, and Rule 144A under the Securities Act, to a transferee that the Transferor reasonably believes is purchasing the Specified 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” within the meaning of Rule 144A under the Securities Act, in a transaction that meets the requirements of Rule 144A and in accordance with any applicable securities laws of any state of the United States or any other jurisdiction, and the transferee and any such account is a “qualified purchaser” for purposes of the Investment Company Act. In the case of a transfer of a beneficial interest in a Temporary Global Note, such interest is not transferable to a person that takes delivery in the form of an interest in a Rule 144A Global Note until on or after the expiration of the Restricted Period.

The Transferor believes that the transferee’s acquisition, holding and disposition of the Specified Notes (i) will not constitute or result in a prohibited transaction under Section 406 of

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ERISA or Section 4975 of the Code (or a violation of any Similar Law or other applicable law), unless an exemption is available and all conditions have been satisfied and (ii) in the case of ERISA Restricted Notes, (x) is not to a Benefit Plan Investor or a Controlling Person and (y) will not cause the Issuer to be subject to any Similar Law.

The Transferor (A) confirms that it has made the transferee aware of the transfer restrictions and representations set forth in Sections 2.6 and 2.14 of the Indenture and the exhibits to the Indenture referred to in such Section; (B) confirms that it has informed the transferee that as a condition to the payment on any Note without U.S. federal back-up withholding, the Issuer shall require the delivery of properly completed and signed applicable U.S. federal income tax certifications (generally, in the case of U.S. federal income tax, a U.S. Internal Revenue Service (“IRS”) Form W-9, or applicable successor form, in the case of a person that is a “United States person” (within the meaning of the Code) or an IRS Form W-8, or applicable successor form, in the case of a person that is not a “United States person” (within the meaning of the Code)); and (C) acknowledges that the transfer of the Specified Notes will not be effective, and the Trustee, the Registrar and the Issuer will not recognize any such transfer, if to their knowledge, the transferee’s acquisition, holding or disposition of such Specified Notes or interest therein would constitute or result in a prohibited transaction under Section 406 of ERISA or Section 4975 of the Code (or in a violation of any Similar Law or other applicable law), unless an exemption is available and all conditions have been satisfied or, in the case of ERISA Restricted Notes, if (i) the transferee is a Benefit Plan Investor or a Controlling Person or (ii) the transferee’s acquisition, holding and disposition of such Notes (or any interest therein) causes the assets of the Issuer to be subject to any Similar Law.

The Transferor understands that the Issuer, the Trustee and their respective counsel are entitled to rely upon this letter and are irrevocably authorized to produce this letter or a copy hereof to any interested party in any administrative or legal proceedings or official inquiry with respect to the matters covered hereby.

IN WITNESS WHEREOF, the undersigned has executed this Transfer Certificate on the date set forth below.

[INSERT NAME OF TRANSFEROR]

By: _____
Name:
Title:

Dated: _____, _____

cc: BCC Middle Market CLO 2026-2, LLC