

SALE ANNOUNCEMENT

\$43,319,218 C&I Loan Sale – Three Relationships

INDUSTRIES:	Tech, Manufacturing, and Consumer Products
PERFORMANCE:	Sub-Performing
COLLATERAL:	Accounts Receivable, Inventory, Equipment, Intellectual Property

Overview

\$43,319,218 C&I Loan Relationship Sale (the “Loan Sale”) conducted by Mission Capital Advisors, LLC (“Mission” or “Loan Sale Advisor”) on behalf of an unidentified Seller (“Seller”).

Sale Structure

Mission has been retained as the exclusive Loan Sale Advisor for the sale of sub-performing C&I loan relationships secured by various business assets (the “Portfolio”, “Loan Relationships” or “Assets”). The Loan Relationships are being offered on a sealed bid basis.

Mission is initially soliciting indicative bids from prospective bidders (the “Prospective Bidders”) for the purchase of **(a) any of the Loan Relationships individually, (b) any combination of Loan Relationships, or (c) the entire Portfolio** pursuant to the Loan Sale timeline attached hereto.

Mission, in conjunction with the Seller, and at the sole and absolute discretion of the Seller, will then invite multiple final bidders (the “Final Bidders”) to complete due diligence and submit non-contingent bids for the Loan Relationships.

The sale must be completed according to the timeline attached hereto; investors will be required to finalize the loan sale agreement prior to the final bid date.

Highlights & Loan Summary

The Loan Sale offers Prospective Bidders the opportunity to acquire Loan Relationships related to various operating businesses in the Tech, Manufacturing, and Consumer Product industries.

- The subject Loan Relationships consist of term loans and credit facilities to established businesses, each in business more than five years.
- The sub-performing Loan Relationships are paid current and have an attractive 6.65% WAC.
- Current and historical financials are available for all relationships.
- **C&I – Manufacturing:** late-stage developer of high-efficiency, low-cost, light-weight, easy-to-install solar modules for photovoltaic electricity generation.
- **C&I – Tech:** online media publisher operating websites devoted to women's health issues.
- **C&I – Consumer Products:** specializes in the production of supplements with distribution in more than 30 countries worldwide.
- Additional relationship details can be found on page 4 of the Sale Announcement.

Sale Structure

Prospective Bidders are subject to qualification by Mission and/or Seller (qualification process will be initiated by Mission as deemed necessary). Access to the Due Diligence Materials will be provided to Prospective Bidders solely at the discretion of Mission and/or the Seller and may be withheld for any reason.

The Seller, in conjunction with Mission, have prepared a comprehensive array of due diligence data (the “Due Diligence Materials”), which will be made available to Prospective Bidders that have executed, and are subject to the terms of, the Confidentiality Agreement (the “Confidentiality Agreement”), which can be accessed on the transaction offering email or by visiting www.missioncap.com/transactions. Included in the Due Diligence Materials will be an Offering Memorandum for the Assets (the “Offering Memorandum”) prepared by Mission, comprehensive bidding instructions, the terms of sale and the Seller’s required form of Loan Sale Agreement for Sale and Purchase of Loan (the “Loan Sale Agreement”).

Mission is initially soliciting indicative bids for the Assets. Prospective Bidders are encouraged review the Due Diligence Materials and submit indicative bids in accordance with the proposed timeline

After receipt of indicative bids, Mission, in conjunction with the Seller, will select Final Bidders to complete final due diligence before submitting **non-contingent offers on the Final Bid Date (the acceptance of which by Seller will require immediate execution of pre-negotiated Loan Sale Agreement by Prospective Bidder accompanied by a 10% non-refundable wire funds deposit).**

Additional information will be provided to Bidders via Mission’s online due diligence site. Such information may include detailed loan documents, pay histories, environmental reports, litigation documents (if applicable), and financial statements, in both computer file and imaged formats.

Please e-sign or return an executed Confidentiality Agreement to Katie Juarez at kjuarez@missioncap.com. **PLEASE NOTE THAT E-SIGNATURES WILL BE PROCESSED IN TOP PRIORITY WHILE EMAIL SIGNATURES ARE PROCESSED AT THE END OF EACH BUSINESS DAY.**

All inquiries should be directed through Mission Capital. Neither the Seller, Borrower, Borrower affiliates or Guarantors are to be contacted. Investors are required to strictly adhere to the terms of the Confidentiality Agreement.

Loan Sale Agreement

The Seller will make its required form of Loan Sale Agreement available to Final Bidders. Pursuant to the Loan Sale Agreement, the Seller is selling its Loan subject only to those representations and warranties explicitly stated in the Loan Sale Agreement. No other representations or warranties, either expressed or implied, shall apply.

Timeline

The transaction contemplated herein has been scheduled as follows:

Loan Sale Timeline	
Event	Date
Sale Announcement Distributed	Wednesday, November 16, 2016
Initial Data Distribution	Friday, November 18, 2016
Indicative Bid Date	Wednesday, December 07, 2016
Best & Final Bid Date	Wednesday, December 21, 2016
Winning Bidder Selected	Thursday, December 22, 2016
10% Non-Refundable Deposit Due	Friday, December 23, 2016
Closing Date	TBD

Disclaimer

THE SELLER RESERVES THE RIGHT, AT ITS SOLE AND ABSOLUTE DISCRETION, TO WITHDRAW THE ASSETS FROM THE LOAN SALE, AT ANY TIME. THIS SALE ANNOUNCEMENT HAS BEEN PREPARED TO ASSIST THE RECIPIENT IN DECIDING WHETHER TO PROCEED WITH FURTHER INVESTIGATION OF THE ASSETS. WHILE THE INFORMATION INCLUDED HEREIN IS BELIEVED TO BE ACCURATE AND RELIABLE, SELLER, MISSION AND THEIR RESPECTIVE SUBSIDIARIES, AFFILIATES, AGENTS, ASSIGNEES, OFFICERS, TRUSTEES, DIRECTORS, SERVICERS AND EMPLOYEES MAKE NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, AS TO THE ACCURACY OR COMPLETENESS OF SUCH INFORMATION, INCLUDING BUT NOT LIMITED TO THE VALIDITY OR PRIORITY OF ANY LIENS AND THE VALUE OF ANY COLLATERAL. ONLY THOSE REPRESENTATIONS AND WARRANTIES THAT ARE MADE BY THE APPLICABLE SELLER TO A PROSPECTIVE BIDDER IN A DEFINITIVE, EXECUTED LOAN SALE AGREEMENT SHALL HAVE ANY LEGAL EFFECT.

Mission Capital Contacts

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Relationship ID	C&I - Tech
Industry	Online Publishing
Business Location	California
Total Exposure	\$16,000,000
Payment Status	Performing
Collateral	Accounts Receivable, Fixed Assets, Intellectual Property
Term Loan	
UPB	\$5,000,000
Original Balance	\$5,000,000
Origination Date	9/23/2015
Rate	7.25%
Maturity Date	9/23/2019
LOC	
UPB	\$11,000,000
Commitment	\$12,000,000
Origination Date	9/23/2015
Rate	7.25%
Maturity Date	9/23/2018

Relationship ID	C&I - Consumer Products
Industry	Dietary Supplements
Business Location	Florida
Total Exposure	\$3,152,552
Payment Status	Performing
Collateral	Accounts Receivable, Inventory, Fixed Assets
Term Loan	
UPB	\$948,333
Original Balance	\$1,500,000
Origination Date	3/31/2015
Rate	5.00%
Maturity Date	12/1/2016
LOC	
UPB	\$2,204,218
Commitment	\$2,500,000
Origination Date	12/9/2013
Rate	5.00%
Maturity Date	12/1/2016

Relationship ID	C&I - Manufacturing
Industry	Solar Energy
Business Location	California
Total Exposure	\$24,166,667
Payment Status	Performing
Collateral	Accounts Receivable, Inventory, Equipment Intellectual Property (Patents)
Term Loan	
UPB	\$14,500,000
Original Balance	\$15,000,000
Origination Date	12/19/2014
Rate	6.75%
Maturity Date	12/19/2018
LOC	
UPB	\$9,666,667
Commitment	\$9,666,667
Origination Date	12/19/2014
Rate	6.75%
Maturity Date	12/19/2018