

SALE ANNOUNCEMENT

\$52,408,997 Bulk Pool and One-Off Relationship CRE & C&I Loan Offering

COLLATERAL: Business Assets, Land, Charter School, CRE, SFR & Other

LOCATION: Nationwide

PERFORMANCE: Performing (82.1%) and Non-Performing (17.9%)

SALE: Investors May Bid Pools Individually or Collectively

Overview

\$52,408,997 Bulk Pool and One-Off Relationship CRE & C&I Loan Offering (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 to the Seller for the sale of a portfolio of performing and non-performing commercial loans secured by various real estate and business assets located throughout the United States (the “Portfolio”, “Loans” or “Assets”). The Loans are being offered on a sealed bid basis.

On behalf of the Seller, Mission is initially soliciting indicative bids from prospective bidders (the “Prospective Bidders”) for the purchase of **(a) any pool or one-off relationship, (b) any combination of one-off relationships and/or the bulk pool, 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. 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 Assets secured by various collateral types located throughout the United States.

- Loan relationships greater than \$4mm are pooled individually allowing investors the opportunity to bid on Assets that meet their acquisition criteria.
- The bulk pool allows investors to acquire small balance loans secured by various collateral types with geographic diversity across 11 states. The pool features a WAC of 4.8% and WAM of 8/19/18.
- **C&I – 1:** Global manufacturer of latex foam for use in pillows and mattresses.
- **C&I – 2:** Marketer and distributor of food and agricultural products (meat, poultry, seafood, dairy, & produce) throughout the United States and Central/South America.
- Detailed Portfolio stratifications may be found in Exhibit A on pages 4-6 of this 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). No obligation to sell shall be binding on seller unless and until a written contract of sale or loan sale agreement is signed and delivered by seller.**

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	Tuesday, January 17, 2017
Initial Data Distribution	Thursday, January 19, 2017
Indicative Bid Date	Tuesday, February 07, 2017
Acceptance of or Comments to LSA Due	Monday, February 27, 2017
Best & Final Bid Date	Tuesday, February 28, 2017
Winning Bidder Selected	Wednesday, March 01, 2017
10% Non-Refundable Deposit Due	Thursday, March 02, 2017
Closing Date	Thursday, March 09, 2017

Mission Capital Contacts

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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.

Exhibit A – Detailed Loan Portfolio and Loan Pool Stratifications

Bulk & Relationship Pools

Pool	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
C&I - 1 (Latex Producer)	1	3.6%	\$11,850,351	22.6%	\$11,850,351	\$13,159,371	12/1/15	4/1/20	5.5%	0
C&I - 2 (Food & Ag)	2	7.1%	\$11,593,474	22.1%	\$5,796,737	\$11,500,000	8/1/11	6/30/17	13.2%	2
Charter School - 1	2	7.1%	\$7,569,794	14.4%	\$3,784,897	\$8,172,000	10/2/12	10/2/19	3.3%	0
CRE - 1	1	3.6%	\$7,449,333	14.2%	\$7,449,333	\$7,818,954	11/25/15	5/31/18	4.0%	0
Bulk Pool	22	78.6%	\$13,946,045	26.6%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Bulk Pool

Status	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
Performing	17	77.3%	\$12,067,929	86.5%	\$709,878	\$18,820,863	12/14/11	10/20/18	5.0%	2
Non-Performing	5	22.7%	\$1,878,116	13.5%	\$375,623	\$2,598,168	9/16/11	7/18/17	3.8%	312
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Balance Bucket	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
\$0,000 - \$250,000	4	18.2%	\$701,846	5.0%	\$175,462	\$1,193,686	12/30/10	6/6/17	6.7%	14
\$250,000 - \$500,000	7	31.8%	\$2,440,372	17.5%	\$348,625	\$8,229,361	7/10/12	11/9/17	5.7%	7
\$500,000 - \$750,000	4	18.2%	\$2,239,057	16.1%	\$559,764	\$2,834,477	4/8/12	5/19/18	5.4%	0
\$750,000 - \$1,000,000	3	13.6%	\$2,702,946	19.4%	\$900,982	\$2,861,166	12/19/14	2/20/19	4.0%	213
\$1,000,000 - \$1,250,000	3	13.6%	\$3,378,798	24.2%	\$1,126,266	\$3,310,341	8/21/11	5/23/20	3.6%	3
> \$1,250,000	1	4.5%	\$2,483,026	17.8%	\$2,483,026	\$2,990,000	5/2/08	1/5/17	5.5%	0
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Rate Bucket	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
< 2.00%	2	9.1%	\$2,022,323	14.5%	\$1,011,162	\$2,175,823	12/19/13	12/19/18	0.0%	285
4.01% - 6.00%	15	68.2%	\$10,259,967	73.6%	\$683,998	\$16,828,553	9/16/11	11/24/18	5.4%	3
6.01% - 8.00%	5	22.7%	\$1,663,755	11.9%	\$332,751	\$2,414,655	9/19/10	8/4/16	7.0%	7
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Rate Type	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
Fixed	21	95.5%	\$13,483,871	96.7%	\$642,089	\$20,919,031	11/23/11	9/10/18	4.8%	45
Variable	1	4.5%	\$462,174	3.3%	\$462,174	\$500,000	8/24/12	11/24/16	5.3%	6
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Payment Type	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
P&I	20	90.9%	\$11,986,086	85.9%	\$599,304	\$19,459,072	8/1/11	7/30/18	5.2%	51
At Maturity	1	4.5%	\$1,135,341	8.1%	\$1,135,341	\$1,135,341	12/19/13	12/19/18	0.0%	0
Installment	1	4.5%	\$824,618	5.9%	\$824,618	\$824,618	12/19/13	12/19/18	6.0%	0
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Exhibit A – Detailed Loan Portfolio and Loan Pool Stratifications – Cont'd

Bulk Pool – Cont'd

Vintage	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
2008	5	22.7%	\$4,379,927	31.4%	\$875,985	\$5,189,000	4/29/08	5/3/17	6.0%	3
2010	2	9.1%	\$1,026,875	7.4%	\$513,437	\$1,300,901	7/18/10	3/1/17	6.4%	0
2012	5	22.7%	\$2,367,424	17.0%	\$473,485	\$8,041,000	7/30/12	4/25/20	4.9%	1
2013	7	31.8%	\$4,535,664	32.5%	\$647,952	\$5,083,436	11/26/13	1/31/19	3.0%	130
2014	1	4.5%	\$257,840	1.8%	\$257,840	\$392,973	3/27/14	7/22/20	4.8%	0
2015	1	4.5%	\$386,969	2.8%	\$386,969	\$415,655	2/27/15	4/1/18	6.3%	29
2016	1	4.5%	\$991,346	7.1%	\$991,346	\$996,066	9/10/16	6/11/19	6.0%	0
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Primary Collateral Type	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
CRE	10	45.5%	\$6,768,001	48.5%	\$676,800	\$8,519,940	12/7/10	5/22/18	5.8%	0
Land	6	27.3%	\$3,710,451	26.6%	\$618,408	\$3,965,515	2/2/14	11/21/18	2.8%	162
C&I	5	22.7%	\$2,877,913	20.6%	\$575,583	\$8,400,000	1/9/11	6/25/18	5.4%	5
1-4 Fam	1	4.5%	\$589,680	4.2%	\$589,680	\$533,576	12/5/13	7/22/20	4.3%	0
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Primary Collateral State	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
AZ	7	31.8%	\$4,831,118	34.6%	\$690,160	\$5,146,828	2/18/14	11/20/18	3.5%	122
WV	4	18.2%	\$3,768,065	27.0%	\$942,016	\$9,990,000	11/20/09	6/18/17	5.3%	0
Other	5	22.7%	\$2,164,316	15.5%	\$432,863	\$2,672,204	5/18/12	4/28/18	5.9%	5
VA	2	9.1%	\$1,242,713	8.9%	\$621,356	\$1,541,000	9/18/12	8/25/22	4.8%	0
GA	1	4.5%	\$1,130,700	8.1%	\$1,130,700	\$900,000	3/28/08	4/20/19	6.0%	10
TX	1	4.5%	\$462,174	3.3%	\$462,174	\$500,000	8/24/12	11/24/16	5.3%	6
MO	2	9.1%	\$346,959	2.5%	\$173,480	\$669,000	6/6/08	6/28/15	7.7%	1
Grand Total	22	100.0%	\$13,946,045	100.0%	\$633,911	\$21,419,031	12/2/11	8/19/18	4.8%	44

Portfolio

Status	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
Performing	23	82.1%	\$50,530,881	96.4%	\$2,196,995	\$59,471,188	7/1/13	12/4/18	6.6%	1
Non-Performing	5	17.9%	\$1,878,116	3.6%	\$375,623	\$2,598,168	9/16/11	7/18/17	3.8%	312
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Balance Bucket	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
\$0,000 - \$1,000,000	18	64.3%	\$8,084,221	15.4%	\$449,123	\$15,118,690	2/19/13	5/24/18	5.2%	75
\$1,000,000 - \$2,000,000	4	14.3%	\$4,997,108	9.5%	\$1,249,277	\$4,810,341	11/19/12	6/15/19	6.0%	6
> \$2,000,000	6	21.4%	\$39,327,667	75.0%	\$6,554,611	\$42,140,325	7/25/13	11/26/18	6.8%	0
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Exhibit A – Detailed Loan Portfolio and Loan Pool Stratifications – Cont'd

Portfolio – Cont'd

Rate Bucket	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
< 2.00%	2	7.1%	\$2,022,323	3.9%	\$1,011,162	\$2,175,823	12/19/13	12/19/18	0.0%	285
2.01% - 4.00%	3	10.7%	\$15,019,126	28.7%	\$5,006,375	\$15,990,954	4/24/14	2/1/19	3.6%	0
4.01% - 6.00%	16	57.1%	\$22,110,319	42.2%	\$1,381,895	\$29,987,925	12/18/13	8/16/19	5.5%	1
6.01% - 8.00%	5	17.9%	\$1,663,755	3.2%	\$332,751	\$2,414,655	9/19/10	8/4/16	7.0%	7
> 8.00%	2	7.1%	\$11,593,474	22.1%	\$5,796,737	\$11,500,000	8/1/11	6/30/17	13.2%	2
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Rate Type	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
Fixed	24	85.7%	\$32,526,678	62.1%	\$1,355,278	\$40,237,985	9/12/12	3/15/18	7.6%	19
Variable	4	14.3%	\$19,882,319	37.9%	\$4,970,580	\$21,831,371	8/20/14	12/25/19	4.7%	0
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Payment Type	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
P&I	25	89.3%	\$40,473,874	77.2%	\$1,618,955	\$50,109,397	1/8/14	3/19/19	4.9%	16
IO	1	3.6%	\$9,975,164	19.0%	\$9,975,164	\$10,000,000	12/13/10	6/30/17	13.5%	0
Other	2	7.1%	\$1,959,959	3.7%	\$979,980	\$1,959,959	12/19/13	12/19/18	2.5%	0
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Vintage	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
2008	5	17.9%	\$4,379,927	8.4%	\$875,985	\$5,189,000	4/29/08	5/3/17	6.0%	3
2010	3	10.7%	\$11,002,039	21.0%	\$3,667,346	\$11,300,901	11/29/10	6/18/17	12.8%	0
2012	7	25.0%	\$9,937,217	19.0%	\$1,419,602	\$16,213,000	9/16/12	11/20/19	3.7%	0
2013	7	25.0%	\$4,535,664	8.7%	\$647,952	\$5,083,436	11/26/13	1/31/19	3.0%	130
2014	1	3.6%	\$257,840	0.5%	\$257,840	\$392,973	3/27/14	7/22/20	4.8%	0
2015	4	14.3%	\$21,304,963	40.7%	\$5,326,241	\$22,893,980	11/12/15	5/12/19	5.4%	1
2016	1	3.6%	\$991,346	1.9%	\$991,346	\$996,066	9/10/16	6/11/19	6.0%	0
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Primary Collateral Type	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
C&I	8	28.6%	\$26,321,738	50.2%	\$3,290,217	\$33,059,371	6/21/13	11/4/18	8.9%	1
CRE	13	46.4%	\$21,787,127	41.6%	\$1,675,933	\$24,510,894	4/6/13	11/14/18	4.3%	0
Land	6	21.4%	\$3,710,451	7.1%	\$618,408	\$3,965,515	2/2/14	11/21/18	2.8%	162
RESI	1	3.6%	\$589,680	1.1%	\$589,680	\$533,576	12/5/13	7/22/20	4.3%	0
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12

Primary Collateral State	Count	% Count	UPB	% UPB	Average Balance	Original Balance	WA Orig Date	WA Maturity	WA Rate	WA Days PD
Other	6	21.4%	\$14,014,667	26.7%	\$2,335,778	\$15,831,575	5/15/15	12/14/19	5.6%	1
TX	3	10.7%	\$12,055,648	23.0%	\$4,018,549	\$12,000,000	8/16/11	6/21/17	12.8%	2
GA	2	7.1%	\$8,580,032	16.4%	\$4,290,016	\$8,718,954	11/21/14	7/12/18	4.3%	1
FL	2	7.1%	\$7,569,794	14.4%	\$3,784,897	\$8,172,000	10/2/12	10/2/19	3.3%	0
AZ	7	25.0%	\$4,831,118	9.2%	\$690,160	\$5,146,828	2/18/14	11/20/18	3.5%	122
WV	4	14.3%	\$3,768,065	7.2%	\$942,016	\$9,990,000	11/20/09	6/18/17	5.3%	0
VA	2	7.1%	\$1,242,713	2.4%	\$621,356	\$1,541,000	9/18/12	8/25/22	4.8%	0
MO	2	7.1%	\$346,959	0.7%	\$173,480	\$669,000	6/6/08	6/28/15	7.7%	1
Grand Total	28	100.0%	\$52,408,997	100.0%	\$1,871,750	\$62,069,356	6/7/13	11/16/18	6.5%	12