

SALE ANNOUNCEMENT

UPPER MANHATTAN MULTI-FAMILY PORTFOLIO

Sale Structure	Non-Performing Loan Sale or Property Sale & Loan Assumption
Collateral:	Twenty-Three Rent Stabilized Properties Containing 333 Multifamily Units & 10 Retail Units
Location:	New York, New York
Loan Detail:	Twenty-One Loans totaling \$65.6 million in Unpaid Principal Balance

OVERVIEW

On behalf of an undisclosed seller (the “**Seller**”), Mission Capital Advisors, LLC (“**Mission Capital**” or “**Asset Sale Advisor**”), in conjunction with Marcus & Millichap, is pleased to announce the following Upper Manhattan multifamily portfolio sale (the “**Portfolio**” or “**Assets**”). The Portfolio is available in two structures: (i) a loan Portfolio sale of 21 non-performing loans (the “**Loan Sale**”) totaling ~\$65.6 million in unpaid principal balance, or (ii) a fee simple interest sale of 23 multifamily properties (the “**Properties**”). In conjunction with the sale of the Properties, an assumption of the existing debt is available to qualified investors (the “**Sale & Assumption**”), subject to the approval of the Seller and/or existing Lender (the “**Lender**”), at Lender’s sole and absolute discretion.

SALE STRUCTURE

Mission Capital has been retained as the exclusive Asset Sale Advisor to the Seller for the sale of the Loans or underlying Properties. On behalf of the Seller, Mission Capital is initially soliciting indicative bids from prospective bidders (the “**Prospective Bidders**”) for the purchase of the Portfolio pursuant to the Sale Timeline attached hereto.

The Portfolio is being offered in its entirety, either on a Loan Sale or Sale & Assumption basis, and Prospective Bidders are invited to submit bids in either acquisition format.

Mission Capital, 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 the Final Bid round to complete due diligence and submit non-contingent final bids.

Event	Date
Sale Announcement Distributed	Tuesday, June 18, 2024
Due Diligence Materials Available	Thursday, June 20, 2024
Indicative Bid Date	Tuesday, July 16, 2024
Final Bid Date Bid Date	Tuesday, August 13, 2024
Winning Bidder Selected	Wednesday, August 14, 2024
Executed Contract/10% Deposit Due	Thursday, August 15, 2024

HIGHLIGHTS & SALE SUMMARY

The Portfolio sale offers Prospective Bidders the opportunity to acquire a critical mass of Multifamily Assets in New York. Sale highlights include the following:

- The Portfolio exhibits a **strong residential occupancy rate of 94.6% and retail occupancy rate of 90%**, which is reflective of the leasing strength in the submarket.
- Multiple Properties are located within close proximity of each other north of Central Park in Upper Manhattan, **creating operational efficiencies for Prospective Bidders**
- Most of the residential units are rent-stabilized. While rent growth is capped by the NYC Rent Guidelines Board, approximately 8% of the legal rent is not being captured due to preferential rent or abatements.
- The Properties are encumbered by 21 Loans totaling \$65.6 million in unpaid principal balance, or \$191,191 per unit. The Loans may be assumed by a fee simple purchaser subject to acceptable terms and conditions of the Lender, in its sole and absolute discretion. A Sale & Assumption term sheet outlining general terms and conditions of a Loan Assumption is available in the Due Diligence Materials.

Property Summary	
Number of Properties	23
Residential Units	333
Retail Units	10
Residential Occupancy Rate	94.6%
Retail Occupancy Rate	90.0%
Aggregate Square Feet	346,759

Debt Summary	
Number of Loans	21
Total Unpaid Principal Balance	\$65,578,483
Total UPB Per Unit	\$191,191
Total UPB Per GBA SF	\$189.12
Maturity Date	Jan 2039
Contractual Interest Rate	SOFR + 3.25%

SALE PROCESS

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

The Seller, in conjunction with Mission Capital, has prepared an array of 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 sale announcement email or by visiting market.missioncap.com. Included in the Due Diligence Materials will be an Information Memorandum for the Portfolio, historical financials, loan assumption detail, and comprehensive bidding instructions.

Additional Due Diligence Materials will be provided to Prospective Bidders via Mission Capital’s online due diligence site. Such additional Due Diligence Materials will include detailed loan documents, and the Seller’s required form of sale agreement (the “**Sale Agreement**”).

Mission Capital is initially soliciting indicative bids for the Loans or fee simple interest in the Properties with proposed Sale & Assumption terms. Bidders that pursue a Sale & Assumption will be required to submit necessary documentation typical of an agency loan assumption package, allowing for a full underwriting of a potential new borrower counterparty. The Loan Assumption will be subject to approval by the Lender in their sole and absolute discretion.

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

Please e-sign or return an executed Confidentiality Agreement to assetsales@missioncap.com. INVESTORS SHOULD NOTE THAT E-SIGNATURES OF UNMODIFIED CONFIDENTIALITY AGREEMENTS WILL BE PROCESSED IN TOP PRIORITY, WHILE REVISED CONFIDENTIALITY AGREEMENTS ARE PROCESSED AT THE END OF EACH BUSINESS DAY. THE SELLER RESERVES THE RIGHT, IN ITS SOLE AND ABSOLUTE DISCRETION, TO ACCEPT OR REJECT COMMENTS TO THE CONFIDENTIALITY AGREEMENT.

No obligation to sell shall be binding on Seller unless and until a Purchase Agreement is signed and delivered by Seller and Seller has received the Hard Earnest Money Deposit in accordance with the Sale Agreement.

SALE AGREEMENT

The Seller will make its required form of Sale Agreement available to Prospective Bidders. Comments to the Sale Agreement are discouraged and, in any event, must be submitted and approved, in Seller’s sole and absolute discretion, prior to the Final Bid Date. **The Seller will be selling the Loans or Properties subject only to those representations and warranties explicitly stated in the Sale Agreement. No other representations or warranties, either expressed or implied, shall apply.**

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

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DISCLAIMER

NO OBLIGATION TO SELL SHALL BE BINDING ON SELLER UNLESS AND UNTIL A WRITTEN CONTRACT OF SALE OR PURCHASE AGREEMENT IS SIGNED AND DELIVERED BY SELLER. THE SELLER RESERVES THE RIGHT, IN ITS SOLE AND ABSOLUTE DISCRETION, TO WITHDRAW THE ASSETS, 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 CAPITAL AND THEIR RESPECTIVE SUBSIDIARIES, AFFILIATES, AGENTS, ATTORNEYS, 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 PROPERTY. ONLY THOSE REPRESENTATIONS AND WARRANTIES THAT ARE MADE BY THE SELLER TO A PROSPECTIVE BIDDER IN A DEFINITIVE, EXECUTED PURCHASE AGREEMENT SHALL HAVE ANY LEGAL EFFECT.