

PIPELINE: 360 HUGUENOT – NEW ROCHELLE, NY

RXR168 Alpha Group Capital

Residential Development

Number of Stories: 28
Units/Square Feet: 280/23,752 square feet retail and ancillary
Occupancy: N/A (under construction)

Investment Vehicle: RXR NY Metro Emerging Sub-Market Venture

Investment Date: March 2017
Anticip. Development Budget: \$142.0 million
Ownership by Affiliates of RXR: 87.2%¹



Investment Overview	<ul style="list-style-type: none">RXR NY Metro Emerging Sub-Market Venture, together with co-investors, formed a joint venture with the existing land owner to develop 360 Huguenot (f/k/a 587 Main Street), a mixed-use development located in downtown New Rochelle, NY in Westchester County<ul style="list-style-type: none">RXR NY Metro Emerging Sub-Market Venture and co-investors contributed all equity required for the development of the project, while the land owner contributed the land at a \$3.2 million valuation (with increases in the land valuation after certain return hurdles are achieved)360 Huguenot is located blocks from the New Rochelle train station in Westchester County, NY, a community in which the fund has also been designated as master developer<ul style="list-style-type: none">The community is benefitting from revitalization and is already the site of new boutiques, restaurants and other amenitiesThe 28-story tower commands excellent views of the Long Island Sound, downtown New Rochelle and the New York City skylineImpact Investment:<ul style="list-style-type: none">Building affordable housing to key members of the workforce, for young professionals and aging empty-nesters, encouraging critical populations to remain in the suburbs, in housing that is a fraction of the New York City equivalentNearly 80% of construction workforce consists of minority racial and ethnic groupsRXR contributed a new arts and cultural facility valued at \$1.7 million to the cityFair share mitigation payments to the city's school district total \$489,000Project replaces a previously abandoned movie theater; however, the historic façade has been restored at the JV's expenseCommunity benefit bonus: contributed a 10,000 square foot black box theater space at no cost to the city to manageFive local firms received contracts in connection with the project at a value of \$38 million
Value Creation Opportunity	<ul style="list-style-type: none">The business plan is to develop the project into a 280-unit residential tower that includes an on-site parking structure with 294 parking spaces and approximately 16,300 square feet of retail spaceConstruction is on schedule with first TCO anticipated in Q2 2019 and final construction completion anticipated in Q3 2019Lease-up is anticipated to commence in Q2 2019 with stabilization anticipated in Q2 2020
Capitalization	<ul style="list-style-type: none">360 Huguenot has a construction loan for up to \$78.5 million, for a term of 42 months with one 1-year extension option, bearing interest at a rate of 1-month LIBOR+4.0%<ul style="list-style-type: none">The property has purchased LIBOR caps with a strike rate of 3.0% for the initial term of the loanIn February 2019, the RXR NY Metro Emerging Sub-Market Venture received approval from its advisory committee to sell the property to the RXR Qualified Opportunity Zone Fund in accordance with the process set forth in Section X – Summary of Principal Terms – "Purchase Transaction with Affiliates" of the Private Placement Memorandum. The foregoing transaction shall require no further approval of the Advisory Committee of the Fund or any Investor Member.

1. Includes equity ownership held by RXR NY Metro Emerging Sub-Market Venture and co-investment from limited partners of such fund. The Fund intends to acquire the property in accordance with the process set forth in Section X – Summary of Principal Terms – "Purchase Transactions with Affiliates" in this Memorandum. There is no guarantee that the Fund will be able to execute such investment, or identify or execute similar or substantially similar investments successfully, even though such investments may be approved by the advisory committee of the selling fund, nor is there a guarantee that such investments will be profitable. *Picture is a rendering.*