



The GRID

217 Unit Student Housing Development in Buffalo NY



Neal
Bawa



Anna
Myers



Dave
Freeman



Justin
Earl



We will start in
5:00

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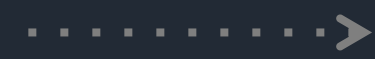
TODAY'S AGENDA



1

Who
are we?

An introduction to the Grid
Management Team



2

Why student
housing?

What's different and special
about this market segment



3

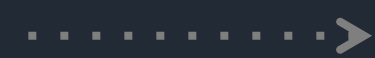
Why this market,
submarket & property?

Let's understand the
opportunity

4

What are the
numbers?

Assumptions, loans,
splits, returns and more



5

How long and
how much?

Minimum investment
amount and timeframe



6

What did
we forget?

Q&A session

HOUSEKEEPING & LEGAL



Feel free to type your questions in the text box. We will answer them at the end.

This presentation is being recorded. You will automatically be sent a copy.

All numbers shown are estimates and subject to change as we negotiate with contractors to reduce costs, the architect to add units, and make improvements where possible.

HOUSEKEEPING & LEGAL



This material does not constitute an offer or a solicitation to purchase securities. An offer can only be made by the Private Placement Memorandum (PPM).

This document is an informational summary of the prospective investment opportunity only.

The PPM and its exhibits contain complete information about the Property and the investment opportunity.

HOUSEKEEPING & LEGAL



This presentation has been prepared to summarize such information for prospective investors in the Company.

The information contained herein is not a substitute for an investor's complete review of all of the information attached to the PPM as part of their own due diligence regarding this investment opportunity and its suitability for their investment portfolio.

WHO ARE WE?

An Introduction to the Grid Management Team



Neal
Bawa



Anna
Myers



Dave
Freeman



Justin
Earl



Meet Neal

President and CEO, Grocapitus



Neal Bawa

CEO & Founder
Grocapitus

About Neal

- ✓ Neal's companies have owned / managed a portfolio of over \$120 Million
- ✓ Over 1,600 units of Multifamily and Student housing, in 7 states
- ✓ Nationally known Multifamily mentor and speaker
- ✓ About 4,000 investors attend his Multifamily webinar series and hundreds attend Multifamily Boot camps
- ✓ Co-founder of the largest Multifamily Investing Meetup in the U.S. with 3000+ members.

Key Focus

Investor Management

Leasing and Tenant Marketing

Submarket and Property Selection

Operations and metrics

Meet Dave

Principal, Blackfish



Dave Freeman

Principal
Blackfish

About Dave

- ✓ A Founding Partner and Principal for Blackfish Investments.
- ✓ He has participated in the acquisition of over \$1Billion of student housing properties.
- ✓ Was the Executive Vice President of Acquisitions and President of a new brand for Campus Crest Communities (NYSE – CCG) from 2011 to 2013.
- ✓ Dave secures a \$200M equity commitment from Rothschild while he served as the President / CEO of Glenwood Student Communities.
- ✓ Over the past 25+ years, Mr. Freeman as an owner and operator has overseen the acquisition, development, renovation, and management of over \$80 million of student housing assets for the GSC partnership.

Key Focus

Student Housing Acquisition

Commercial Mortgage Lending

Property Management

Asset Management and Metrics

Meet Justin

Principal, Blackfish



Justin Earl

Principal
Blackfish

About Justin

- ✓ A Founding Partner and Principal for Blackfish Investments who works with acquisitions, development, design, and financing of new projects.
- ✓ He served as Director of Acquisitions and Development with the largest multifamily developer in Utah, ICO (Ivory Commercial).
- ✓ He was responsible for the growth and development objectives of ICO Development in the commercial real estate product types (retail, office, industrial) and in Student Housing.
- ✓ He underwrote more than \$1.3 billion in potential new acquisitions in 24 states.

Key Focus

Acquisitions and Development

Property Management

Leasing and Underwriting

Land Acquisition

Meet the management team

The strength of the project is in the team



Anna Myers

Vice President &
Operating Partner



Julianne Feliza

Transaction Coordinator &
Investor Relations



Jennifer Pineda

Tenant Leasing &
Marketing



Nadine Fortich

Property Administrator

Core Competencies

What we are really good at



FIND & VERIFY

We identify high quality opportunities with significant upside and a very favorable risk to reward ratio.

We employ a proprietary research-focused process to uncover the best metros, sub-markets, neighborhoods and target properties.



ACQUIRE & CONSTRUCT

After uncovering an project that meets our stringent criteria, our Asset Managers and Principals spring into action and work hand in hand with our developer team to acquire the land and build the asset.

We select our developers very carefully



LEASE UP & STABILIZE

We are leasing experts with plenty of experience to get the newly constructed building leased up at a good pace.

With continued effective management we are able to maintain high occupancy rates and increase rent rates, resulting in increased property values and higher cash flow for happy investors.



5 to 7 YR EXIT

Our goal is to sell the property and return capital and profits to investors in a 5 - 7 year time period.

We take pride in communicating regularly with our investors on progress toward reaching the projected exit price.

How we select markets

Location, Location, Location



EMPLOYMENT

We look for metros and submarkets that are adding a significant number of high-paying jobs, resulting in a stable local economy



RENT GROWTH

The 5-year rent growth forecast is one of our key indicators. We use a powerful proprietary method to calculate this value.



SUPPLY & DEMAND

We monitor the supply of local units carefully to ensure it will not spike the vacancy rates and negatively impact rents.



SALES TRENDS

We continuously monitor local sales to compute cap rates and determine whether our cap rates are on target to reach our projections.

GROCAPITUS PORTFOLIO & TRACK RECORD



Art City

Art City Center is a beautiful new construction mixed use project in Springville, UT. The iconic mid-rise secure access residential facility has 102 units. The project was completed in April 2018 and is halfway through lease-up.



Equinox on Prince

Purchased March 2019, our first property in Tucson, AZ is an older 114 unit property in a growth area with new medical centers and malls nearby. Under market rents and tired units provide true value add opportunity. We've boosted occupancy by 10% in our 1st month of ownership as we re-brand and renovate to create a modern apt community.



The Point on Flamingo

192-unit C class property in Las Vegas purchased in May 2017. Borders UNLV campus on two sides, and is now transformed into purpose built student housing. It is run as full-service, furnished housing, rented by the bed to individual students. First 100 students now in.

Woods of Ridgmar

235-unit stabilized property acquired in Ft. Worth, TX in Dec 2016. We have rehabbed 150+ units to a higher spec. And have successfully raised rents and improved tenant base. Now issuing regular distributions.



Chelsea Place

174 unit Class C property in East Atlanta, 95% occupied. Value Add project with under market rents, will undergo light rehab and rents pushed to market. Two miles from our other Atlanta property, so lots of efficiencies here.

Property purchased December 2018



Rails on Main

322 unit new construction purpose-built student housing project next to the university in Buffalo, NY. First raise of \$6.2MM used to buy land, demo, land remediation & rezoning. Project well timed as Buffalo economy surged in 2017. Starting construction 2018, for 2020 completion.



Lakewood Oaks

Our first project in Jacksonville FL is a 138 unit Class C (vintage 1974) in an emerging Class B area, acquired in Feb 2019. With under market rents, and no renovated units, this is a true value add. We will re-brand it, re-position it, then explore the possibilities to build 32 additional units.



Park Canyon

151 unit Class B Property in Dalton GA, Chattanooga Metro. Under market rents and 20 down units from a fire gives us opportunity to add significant value in this project.

Property purchased November 2018



Windward Forest

216 unit Class C Property in East Atlanta. 94% occupied property, will undergo light rehab on all units.

Property purchased Sept 13, 2018



Lodge at Glenwood Apartments
Student housing.

73.51% average annual return if sold today based on current valuation. 26 year hold to date.

1849 North Apartments
Student housing.

31.41% average annual return if sold today based on current valuation. 2.75 year hold to date.

1425 North Apartments
Student housing.

31.78% average annual return if sold today based on current valuation. 2.75 year hold to date.

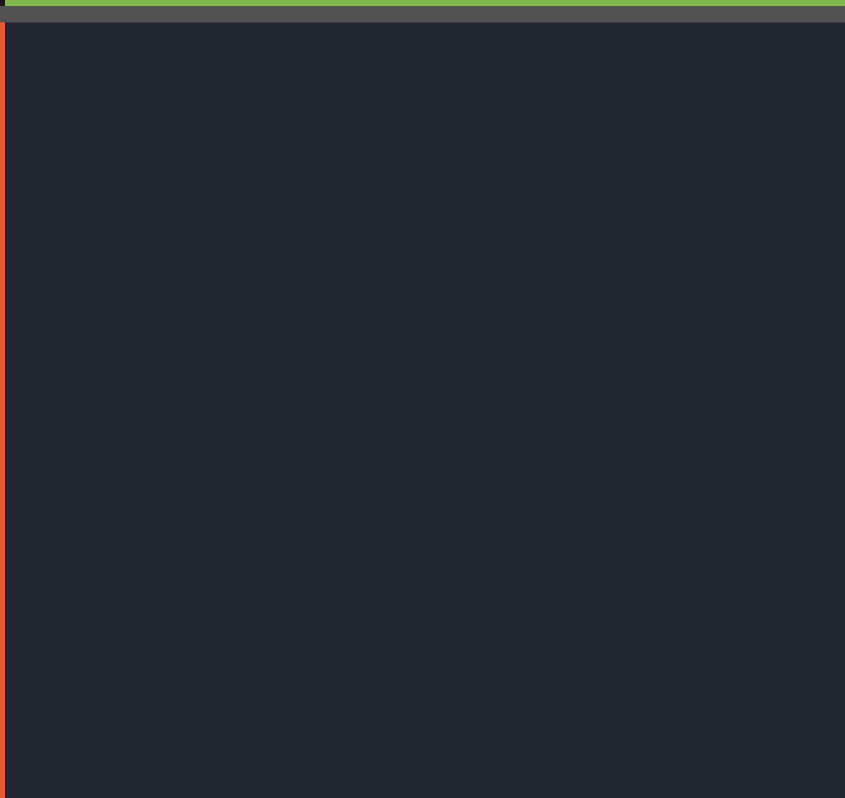


The Point on Flamingo

192-unit C class property in Las Vegas purchased in May 2017. Borders UNLV campus on two sides, and is now transformed into purpose built student housing. It is run as full-service, furnished housing, rented by the bed to individual students. First 100 students now in.

Riviera Apartments
134 Units | 544 Beds
Provo, Utah

Purpose built student housing. Value add. 41.96% avg annual return. 18 year hold.



Raintree Apartments
145 Units | 924 Beds
Provo, Utah

Development/construction student housing. 24.86% avg annual return. 17 year hold.



University Villa Apartments
124 Units | 514 Beds
Provo, Utah

Value add with substantial renovation. 16.54% avg annual return. 4 year hold.



Rails on Main

322 unit new construction purpose-built student housing project next to the university in Buffalo, NY. First raise of \$6.2MM used to buy land, demo, land remediation & rezoning. Project well timed as Buffalo economy surged in 2017. Starting construction 2018, for 2020 completion.



Cambridge Court Apartments
162 Units
Provo, Utah

Purpose built student housing. 21.07% avg annual return. 15 year hold.



University Villa Apartments
124 Units | 514 Beds
Provo, Utah

Value add with substantial renovation. 16.54% avg annual return. 4 year hold.

OUR PROPERTY MANAGER



PROPERTY MANAGEMENT EXPERTISE

SGFusion Living has focused on student housing for 30 years. They have managed as many as 3,700 beds at a time across Utah, Arizona, Nevada, California, Colorado and Florida

STRONG EXPERTISE IN BUDGETING

SGF partnered closely with us in the due diligence, proforma and budgeting process. They regularly shop the competition and their rent comps are very reliable.

HIGH CALIBER STAFF

SGF's staff of 35 employees is experienced with a strong attention to detail.

AWARDED PERFORMANCE

SGF has won "Best of Provo Apartments" the past 4 years for its service above and beyond the call of duty.



Shelly Freeman
President/Owner
SGFusion Living



WHY STUDENT HOUSING?

Why is this an amazing multifamily segment?



THE STUDENT HOUSING ADVANTAGE



Outperforms other sectors

Even through the Great Recession, student housing outperformed Office, Retail, Industrial, and even Multifamily real estate

One lease per person, not per unit

Annual lease with 12 equal payments and a parental guarantee. A lease per bed drives a premium.

Common area to socialize

Rooms share kitchens and living rooms. Graduate student housing is mostly studios and 1 bedroom units so common areas are distributed throughout the property for easy socializing and studying

One bath per bedroom

Gives added privacy and desirability compared with shared bathrooms.



“From a total portfolio perspective, student housing provides both defensive and diversification benefits from other traditional property sectors as it is less volatile and less dependent on the economic cycle...”

- Bloomberg April 19, 2017

THE MAJOR DIFFERENCES



Undergraduate Housing

VS

Graduate Housing

2-4 bedroom units with 2-6 roommates

Fully-furnished units

400-800 bed communities

Over-the-top amenities (fitness center, lazy river hot-tubs, concierge, outdoor cinema, etc.)

Party!

Private studio or 1-bedroom units

Fully-furnished units

150-400 bed communities

Focused amenities (fitness, study rooms, conference space, collaboration areas, coffee lounge)

Go to the party...not live at the party

OPPORTUNITY IN GRADUATE STUDENT HOUSING



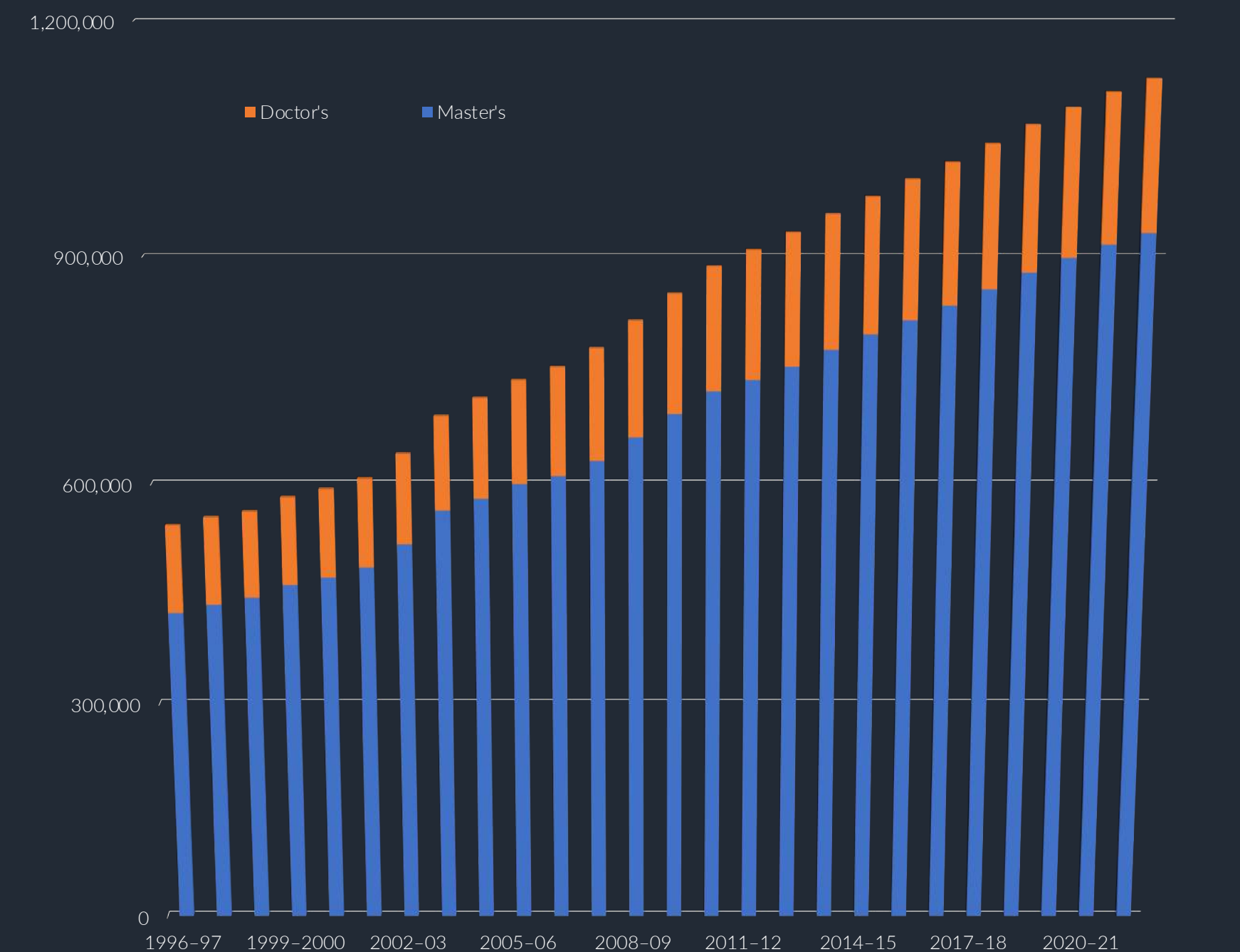
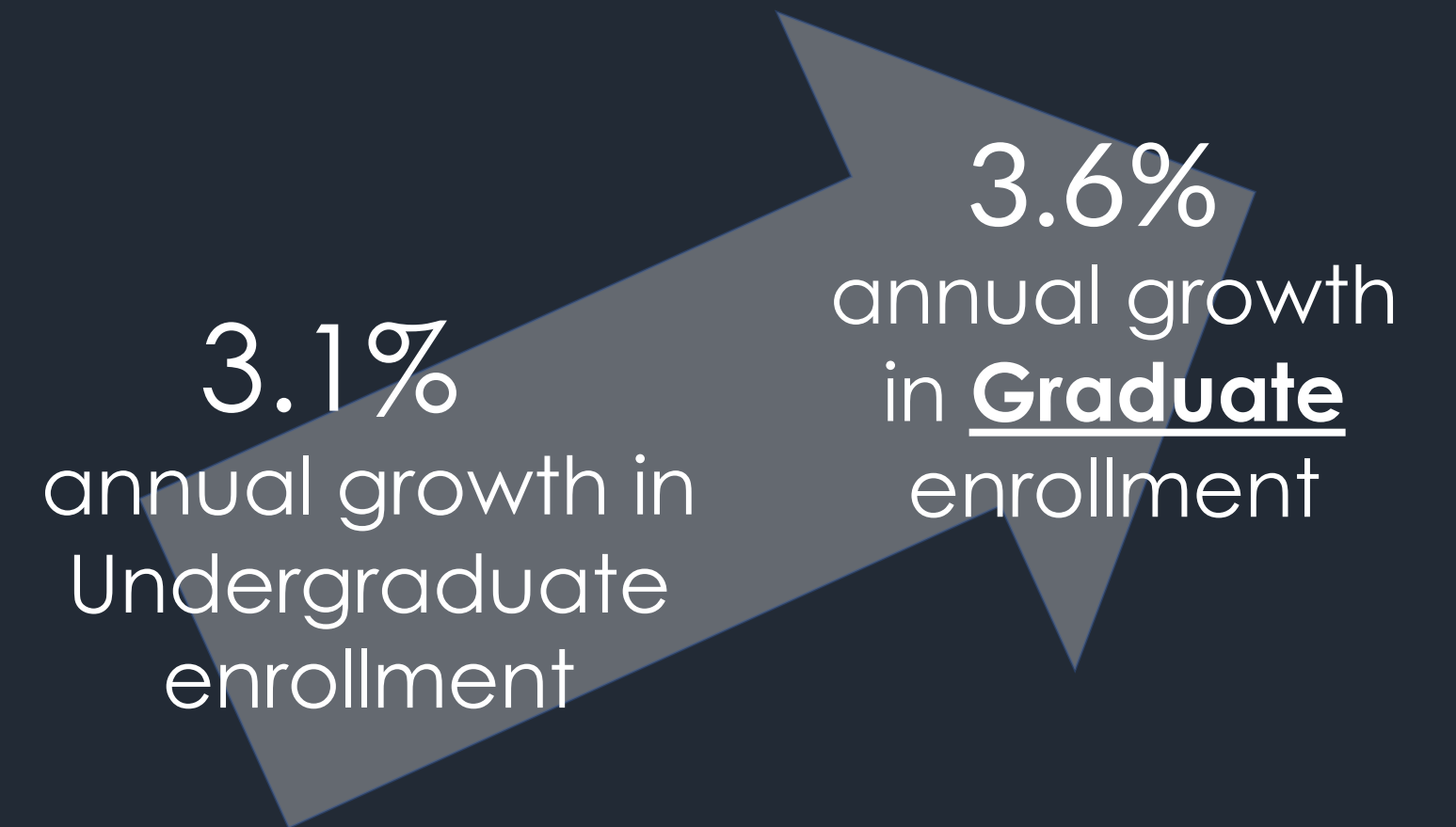
Why Graduate Student Housing?

Careers that required Bachelors degrees 20 years ago now require Graduate degrees, leading to graduate enrollment outpacing undergraduate enrollment.

Today's graduate students are not the grad students of 20-years ago...they are not married and do not have kids. They have a higher expectation for living conditions. They don't want married/family housing, nor do they want to live in the "Party" properties populated by undergraduate students.

Universities that provide on-campus housing focus on undergraduate housing, leaving grad students to fend for themselves.

National and Regional student housing developers focus on undergraduate housing where there are more bodies to fill beds.



Actual and Projected numbers of degrees conferred

An architectural rendering of a modern, multi-story building at dusk. The building features a mix of light-colored panels and dark accents, with a large rooftop terrace area. The terrace is furnished with lounge chairs, tables, and umbrellas, and is surrounded by greenery. The building's facade is illuminated from within, and the sky is a warm, golden-orange color. The surrounding area includes a street with cars, trees, and other buildings in the background.

WHY BUFFALO AND THIS NEIGHBORHOOD

Let's explore the metro and the Main & Dodge submarket

A decorative horizontal bar at the bottom of the page, consisting of several colored segments: green, yellow, red, and blue.

THE BUFFALO BY THE NUMBERS



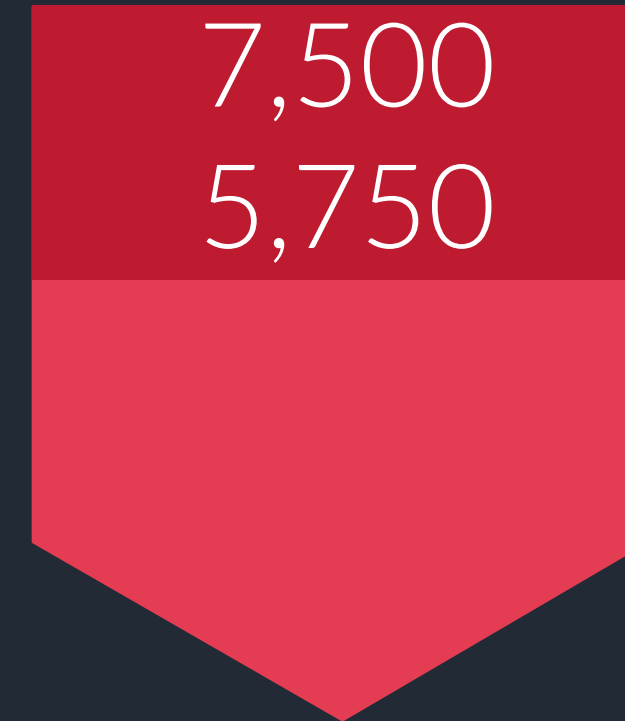
Entrepreneur Magazine ranks Buffalo as #2 for cities where Entrepreneurship is booming



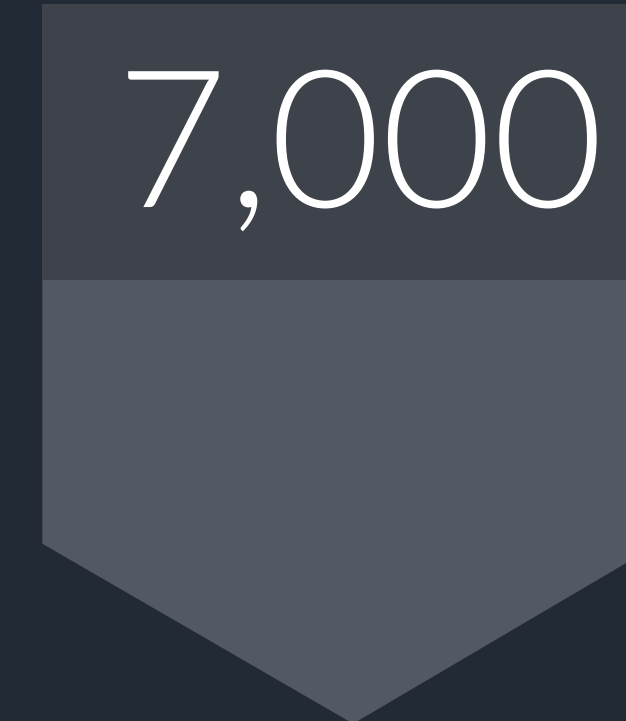
Has been invested into Buffalo Area development projects.



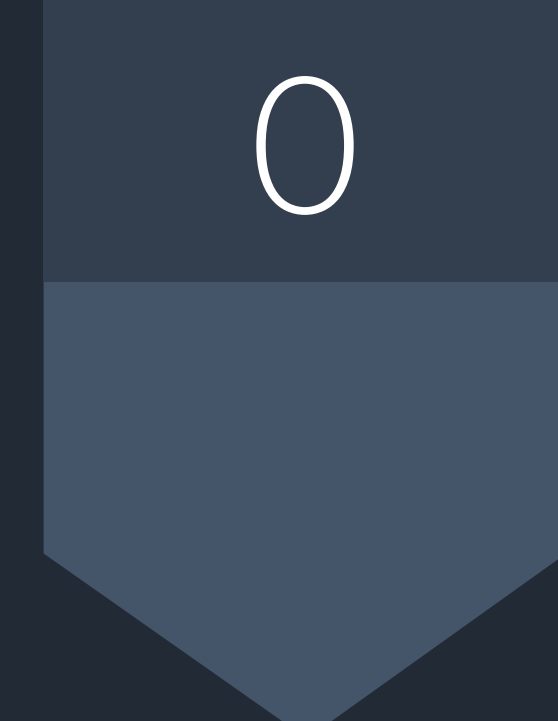
Students enrolled in Buffalo area universities.



Students living around South Campus commute to North Campus.
5,750 Grad Students at the South Campus.



The Downtown Medical Campus is one subway stop away or an easy walk from the site.
Projected to be at 7000 students by 2020



There are ZERO purpose-built Graduate Student Housing communities in Buffalo

SCHOOL CAMPUSES OF SPECIAL INTEREST

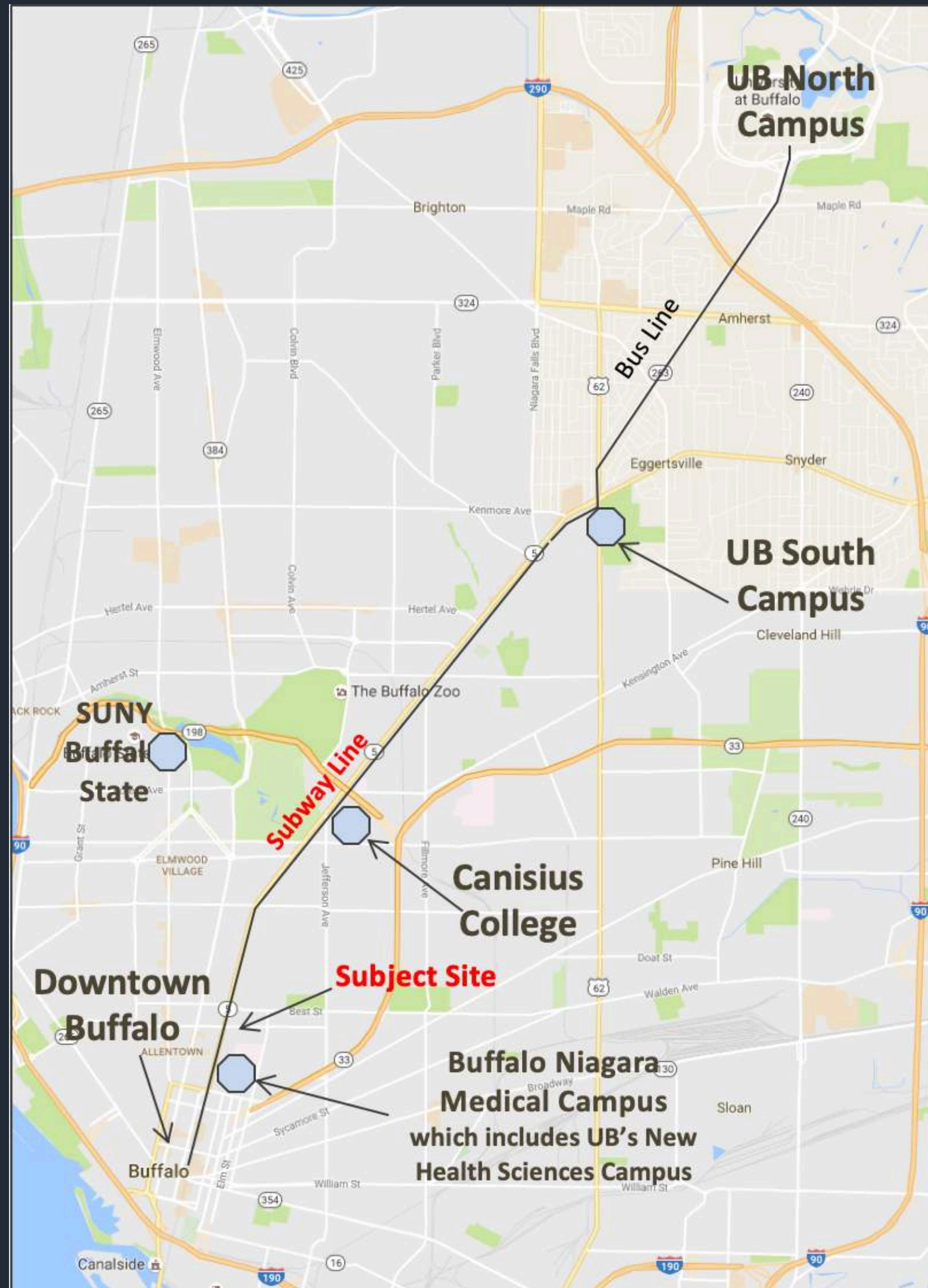


The University at Buffalo has three campuses.

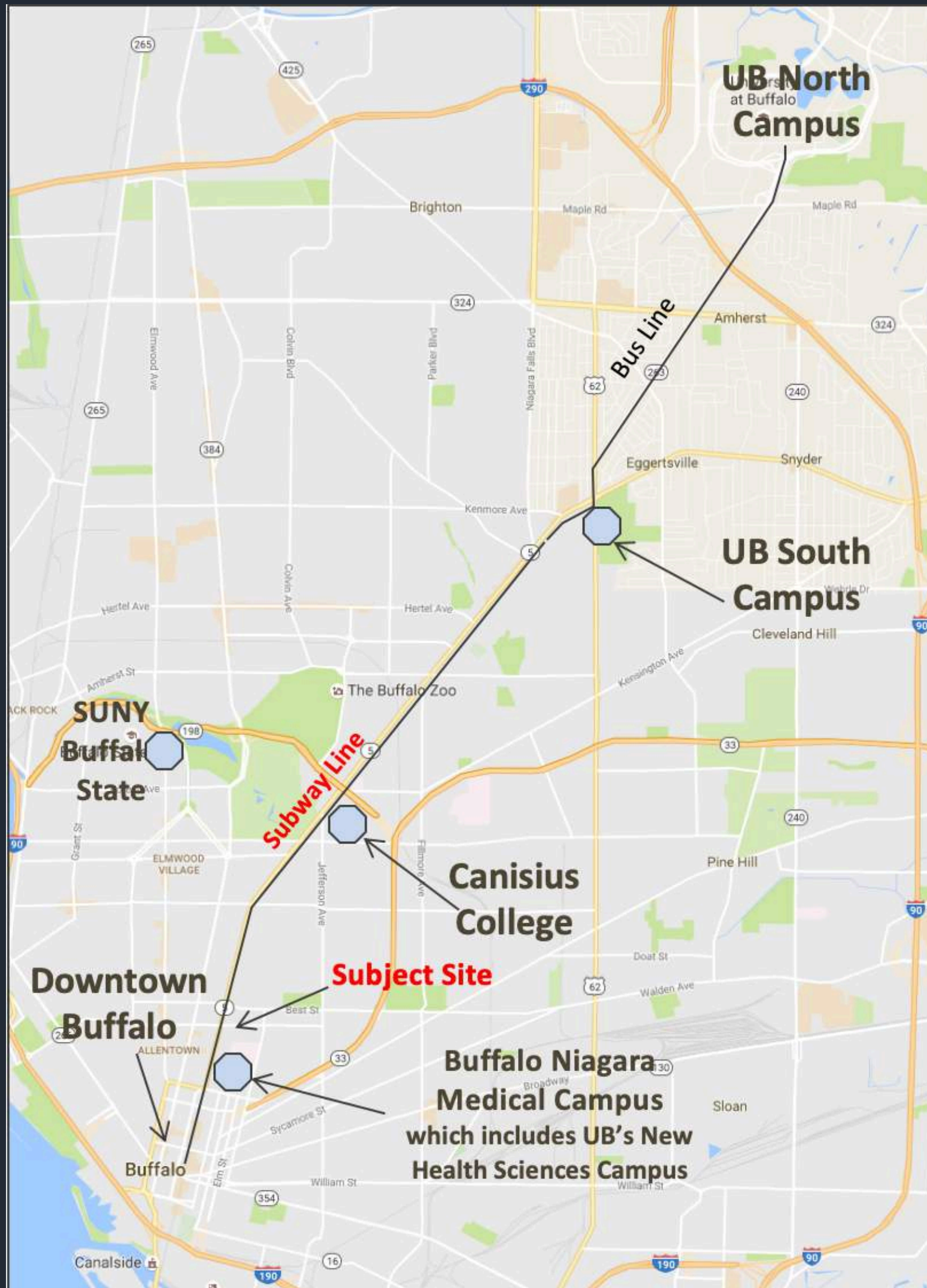
The Downtown Campus : BNMC - 1,500+/- Students enrolled

The Buffalo Niagara Medical Campus is more than just a campus – it is a driving force behind the region’s economy. With 120 acres. Nearly 9 million sq. ft. of clinical, research, office and development space. 16,000 people within our 8 member institutions and 150+ private companies. By 2020 campus is forecasted to have 7000 students.

The pillar of the growing Downtown Campus is the Jacobs School of Medicine and Biomedical Sciences, which moved there in 2017 following construction of a state-of-the-art building at Main and High streets (which is a 6 minute walk or a 3 minute subway trip – one stop - in bad weather). Other Downtown Campus entities are also located on or near Buffalo’s medical corridor, a lively hub of clinical care, research and educational institutions in the heart of the city. They include the New York State Center of Excellence in Bioinformatics and Life Sciences, the Clinical and Research Institute on Addictions, and the Clinical and Translational Research Center.



SCHOOL CAMPUSES OF SPECIAL INTEREST



The North Campus - 22,545 Students enrolled

North Campus is considered the main campus. The majority of undergraduate classes and housing as well as the athletic facilities are on the North Campus.

The South Campus - 5,758 Students enrolled

South Campus has primarily graduate programs. The area around the South Campus is called University District. This is where the typical University night life and social venues can be found. Housing is substandard single family homes.

An additional 7,500 Students who have class on the North Campus shuttle from the South Campus up to the North Campus on the Stampede line. They do this because of the University District atmosphere and easy access to the social scene.

SCHOOL CAMPUSES OF SPECIAL INTEREST



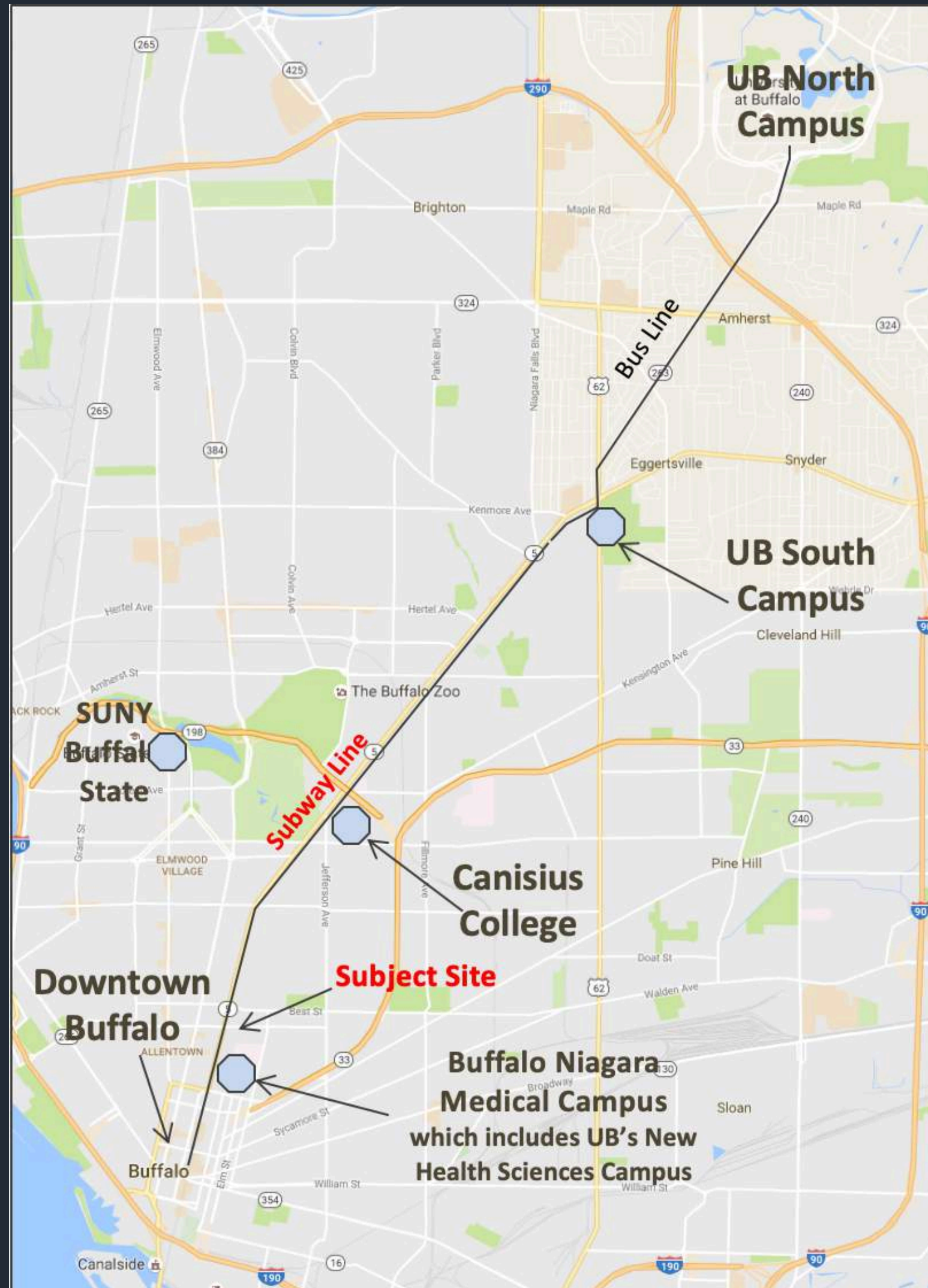
Nearby Noteworthy Campuses

Canisius College - 5,148 Students enrolled

Canisius College is a private Catholic university. Though our project is not targeted toward Canisius students, we expect that it will be a popular alternative to their on-campus housing as we are 3 easy subway stops away from their Campus.

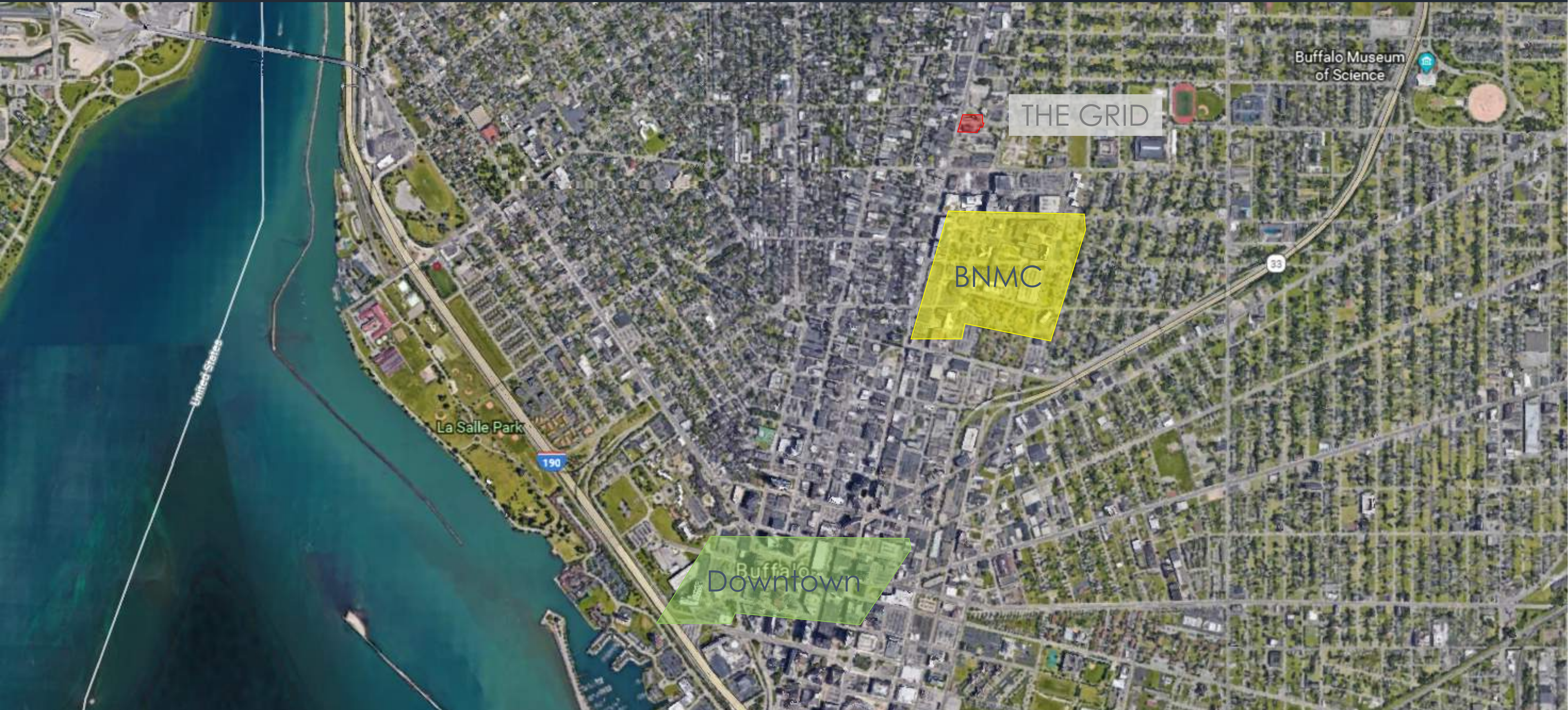
Buffalo State University - 10,256 Students enrolled

Buffalo State is located 2.5-miles from the Property. Again, we are not targeting these students, but there is almost no housing proximate to Buffalo State, and the Grid is an easily accessible option.



Location

The Grid is located at 1155 N. Main St, Buffalo, NY and is within 100-ft of the Main & Best Subway Station, 1,000-ft from the Buffalo Niagara Medical Campus, and on the periphery of Downtown Buffalo.

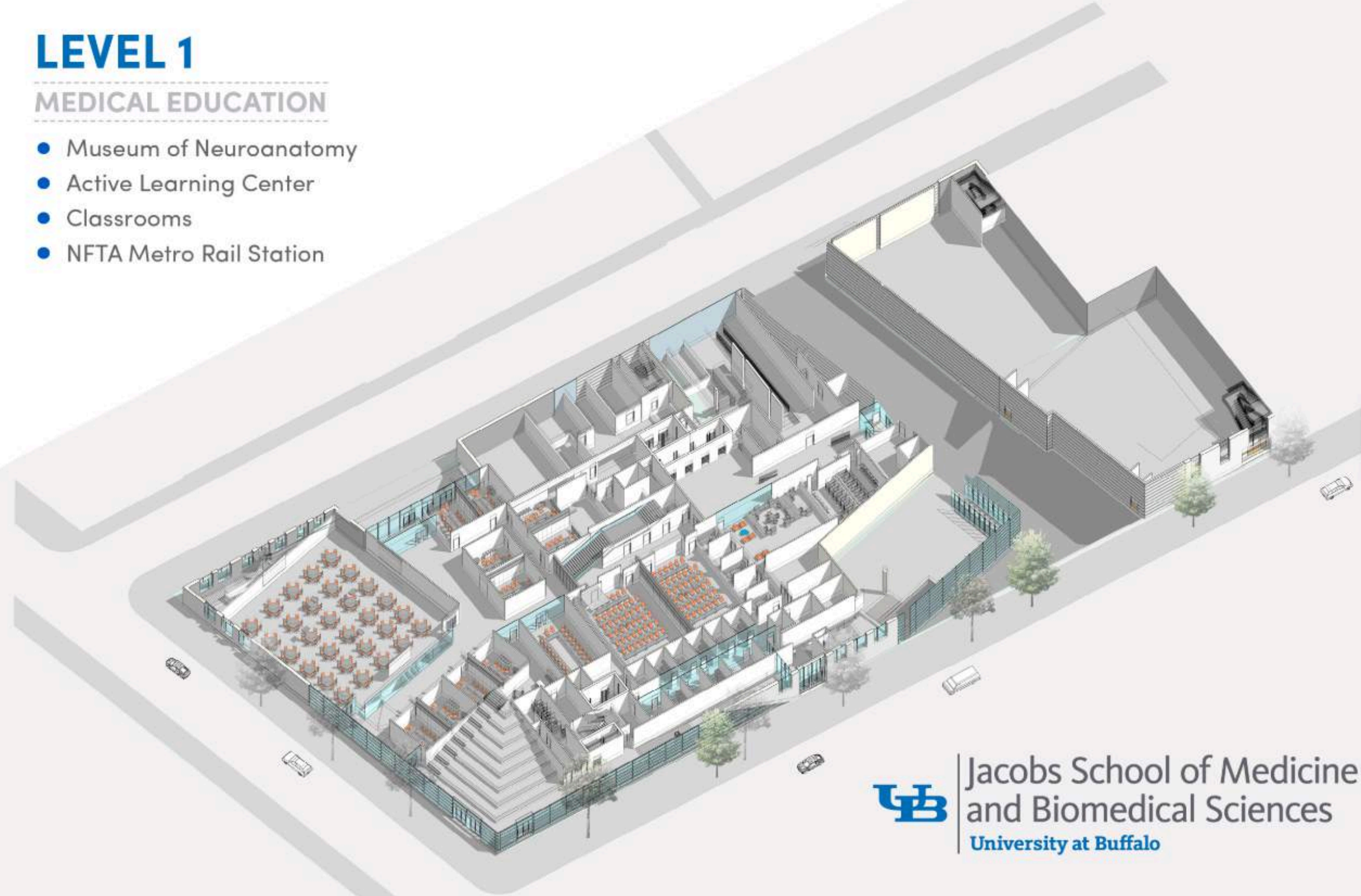


BNMC Integrated into Subway

LEVEL 1

MEDICAL EDUCATION

- Museum of Neuroanatomy
- Active Learning Center
- Classrooms
- NFTA Metro Rail Station



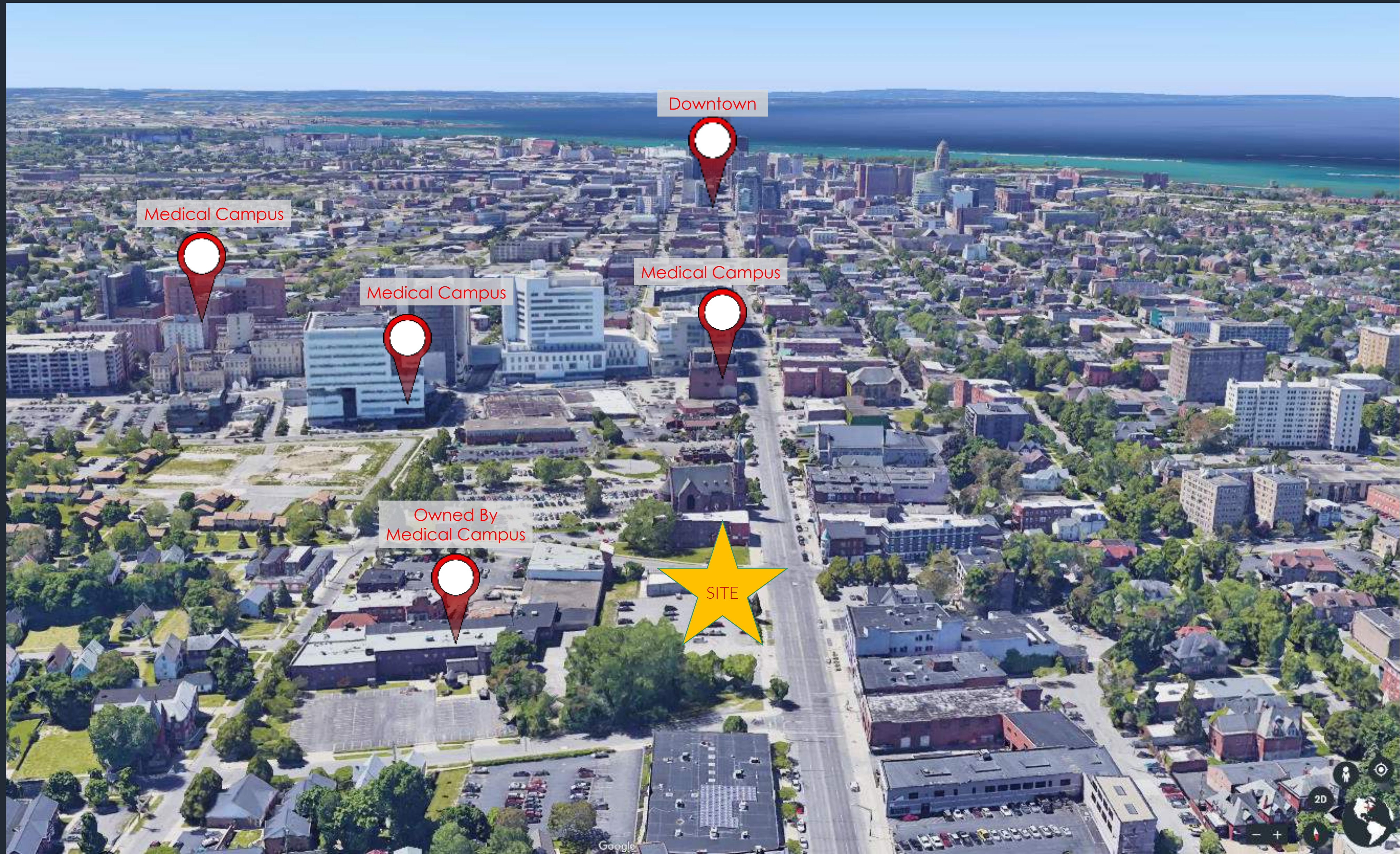
 Jacobs School of Medicine
and Biomedical Sciences
University at Buffalo

The building is the first in Buffalo to have an NFTA metro rail station inside. Among the medical education spaces on the first floor, the street-level active learning center (capacity 200) accommodates teams of students to facilitate group-based learning and problem-solving.



Site & Surrounding Uses

- The site is an in-fill, urban location, in the heart of the fastest growing medical corridor in the state of New York.
- Most of the surrounding buildings are occupied by doctor's offices, dentists, specialists, clinics, research labs, and other bio-medical uses.
- This makes The Grid perfect not only for BNMC students, but also for Medical Professionals seeking to live close to work in this vibrant part of the city.



Meet Fadi

Principal, D&S, LLC (equity and general partner)

How this deal came together

- ✓ The site was acquired by Cedarland in 2015 with the intent to develop as part of the Medical Campus.
- ✓ Neal, Dave and Justin are developing a similar project several miles north targeting graduate students attending University at Buffalo South Campus.
- ✓ Through common acquaintances in Buffalo, Blackfish and Cedarland were introduced.
- ✓ After many discussions, Blackfish and Cedarland decided to JV on the project and have been partners for about one year.
- ✓ D&S, LLC is Cedarland's entity for this project and is investing **over 80% of the equity.**



Dr. Fadi Dagher

Principal
Cedarland Development

Dr. Fadi Dagher moved to Buffalo more than a decade ago as a Kaleida Health transplant surgeon. A native of Lebanon, Dr. Dagher changed his career after over 25 years in medicine due to a back injury.

Dr. Dagher has carved out a reputation for himself in the Buffalo real estate market.



Cedarland Development Group is a multi-faceted real estate company founded in Buffalo, New York by Fadi Dagher.

Through strategic acquisitions on the Waterfront, Medical Campus, East Side, and various other locations in Buffalo, Cedarland has become a recognized entity in Buffalo.



THE GRID SITE

The future home of Main & Dodge Graduate Student & Medical Professional Housing



5 Story Ground up Construction

- 217 Units / 232 Private bedrooms
- 3 Commercial Retail Spaces on ground floor ~3234 SqFt
- Rooftop Terrace with unimpeded views of downtown Buffalo
- Immediately adjacent to Main & Best Subway Station
- 100 Parking spaces on site
- Large Indoor Bike Storage Room



Upon entering the building, residents will walk into a clean, modern lobby where they can easily access the co-work space, hotel quality fitness center, leasing offices, or elevators.





Co-working Spaces for Residents

The demographic profile of The Grid's residents will be young, entrepreneurial, and collaborative. To facilitate this creative spirit and drive to collaborate, we are providing co-working space with study areas, conference rooms, and seating areas adjacent to the coffee bar.



Full Size Kitchens in Studio “Micro-Units”

During the design process, Grid’s team mocked-up studio and 1 bedroom units to ensure that they feel spacious.

Did not want the residents to have a compromised experience, so every kitchen has full size appliances, a bar or island, segregated sleeping areas, and large windows to bring in natural light.

For the units, Beds individually leased

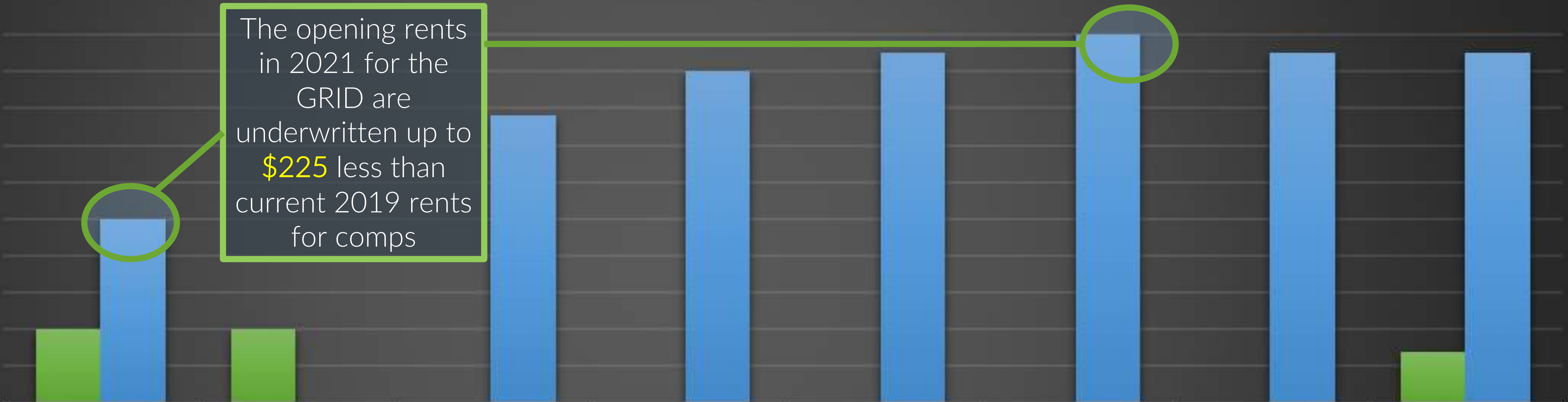
- Fully furnished
- Queen size bed
- Large HDTV
- High-speed Internet
- Washer & Dryer included



Rent Comps

\$1,500
\$1,450
\$1,400
\$1,350
\$1,300
\$1,250
\$1,200
\$1,150
\$1,100
\$1,050
\$1,000

The opening rents in 2021 for the GRID are underwritten up to **\$225** less than current 2019 rents for comps



| | | | | | | | | |
|-----------|--------------------|------------|-------------|--------------|------------------|---------------------|--------------|-----------------|
| | The GRID (SUBJECT) | The Sidway | 770 Elmwood | Bosche Lofts | 1285 Main Street | Nineteen North Apts | 481 Franklin | Creekview Court |
| Studio | \$1,100 | \$1,100 | | | | | | \$1,070 |
| 1-Bedroom | \$1,250 | | \$1,390 | \$1,450 | \$1,475 | \$1,520 | \$1,475 | \$1,475 |
| Occupancy | | 97% | 98% | 0% | 97% | 97% | 100% | 0% |

Distance 0.2 miles 0.1 miles 1.0 miles 0.9 miles 0.1 miles 0.1 miles 0.4 miles 0.7 miles

| | Studio | 1-Bedroom |
|---------------------------|---------|-----------|
| Median Competitor Pricing | \$1,100 | \$1,475 |
| The GRID (SUBJECT) | \$1,100 | \$1,250 |
| Variance | \$- | \$225 |

PROJECT SITE PLAN



Retail Space

100 Parking to be in rear behind the buildings

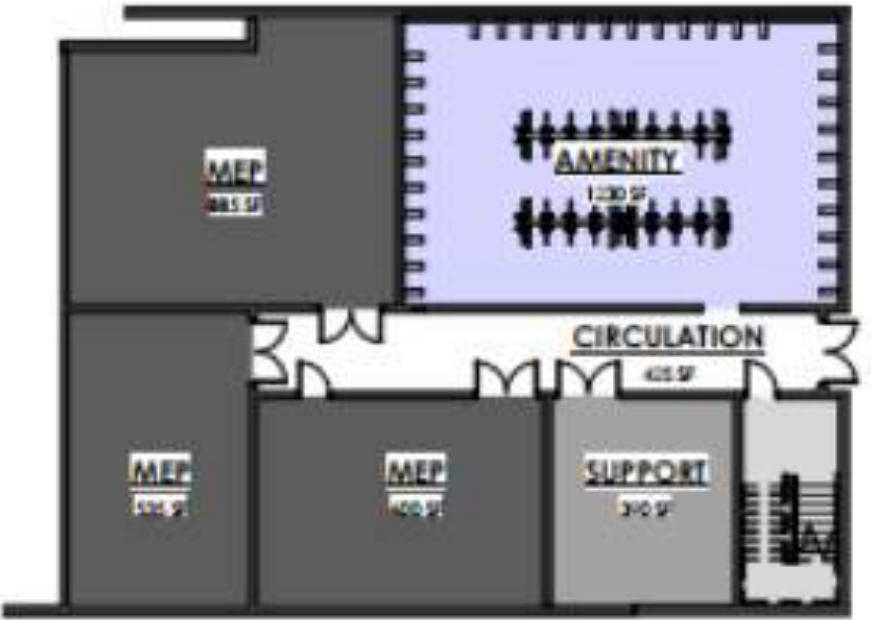
BENCHMARK
NORTH BONNET BOLT
ON HYDRANT
ELEV. 80.73

R.O.V.
RIM 77.08
SUMP 73.78

BUILDING NO. 996



- Program Type**
- STUDIO A
 - STUDIO B
 - 1 BEDROOM 1A
 - 1 BEDROOM 1B
 - 1 BEDROOM 1C
 - 2 BEDROOM 1A
 - 2 BEDROOM 1B
 - COMMERCIAL
 - AMENITY
 - OFFICE
 - MEP
 - SUPPORT
 - CHASE
 - CIRCULATION
 - VERTICAL CIRCULATION



The Grid has mix of Studio, 1 Bedroom, and 2 Bedroom apartments as well as Commercial space on the first floor.

DUE DILIGENCE – COMPLETED WORK



Due Diligence

- Environmental Phase I & Phase II
- Soil sampling.
- Geotechnical Studies for soil, bedrock & ground water
- Storm water storage
- Traffic studies
- Parking studies

Project Costing

- Multiple estimates provided and final guaranteed maximum price finalized.
- Procurement companies researching better pricing for budgeted finishes and furniture

Public Meetings

- Neighboring property owners attended
- City Councilors attended
- Very positive feedback

City Approvals

- Planning Board – approved environmental impacts
- Zoning Board of Appeals – approved our application for several variances from the zoning code
- Planning Board site plan approval

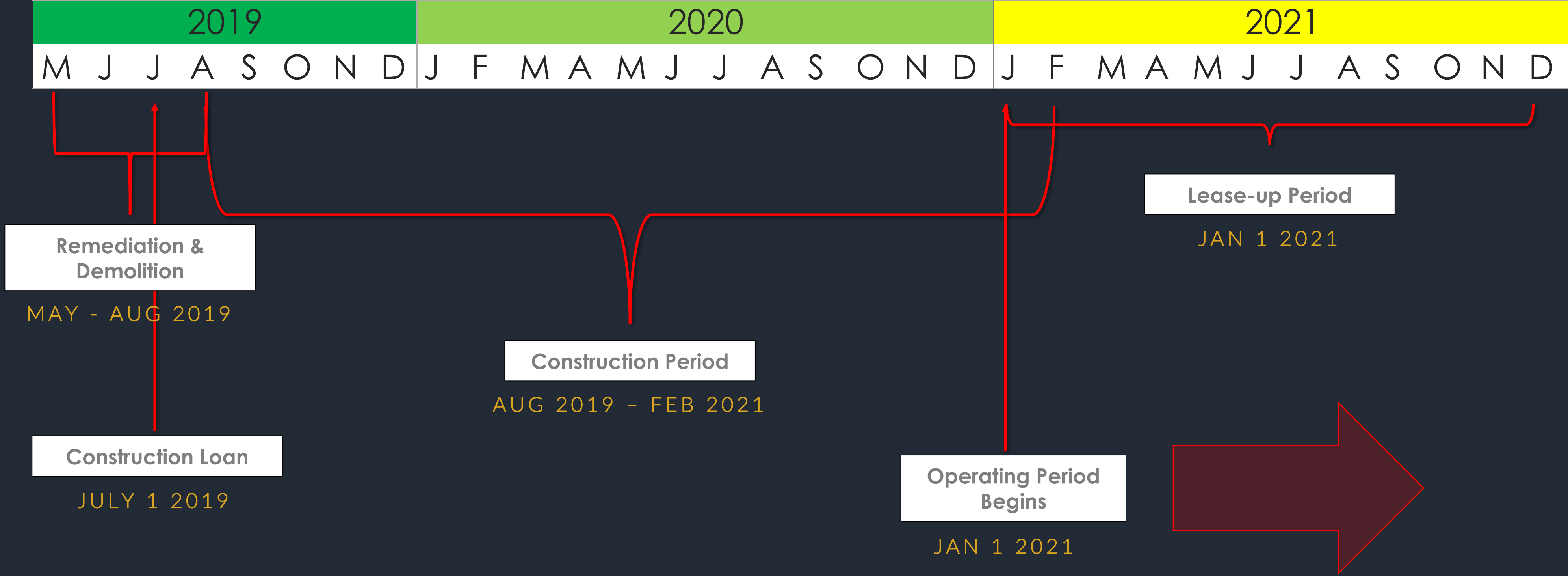
Design Work

- Progressed over 10 months to the final design
- Design is efficient, attractive, and conducive to great resident life and minimal impacts to neighbors.

Govt Incentives

- Project accepted into NY Brownfields Cleanup Program
- 485-a Property Tax Abatement – City Tax Assessor has confirmed our design and plans qualify for the 13-year property tax abatement program

Timeline





WHAT ARE THE NUMBERS?

Project status, assumptions, loans, splits, returns, and more!



FINANCIAL HIGHLIGHTS



PROJECTED RETURNS

10.53 CoC

22% AAR

TAX ABATEMENTS

Brownfield
Credits of
\$4MM

LOAN RATES

Construction:

Floating : Prime minus 0.25%
75% LTV, 36 months I/O

Converts to Permanent :

Fixed : LIBOR + 250 bp
10 year

PROJECT SIZE

\$33MM

Build to cap rate
7.11%

LOANS & DCR

\$21.5MM loan

1.38x Yr 1 DCR

TOTAL EQUITY

\$8.7 MM

TOTAL TO BE RAISED

~\$800K to
\$2.8 MM

These numbers are projections and subject to change. For additional information, see the PPM and Subscription Documents

UNUSUAL INVESTMENT OPPORTUNITY

Over 90% of the equity is coming from two of the GPs...

- How did Grocapitus Get involved?
- GRO investors are getting in at very end of process when the project is close to shovel ready

92.5%*

Equity coming in from
"D&S" who are two GPs

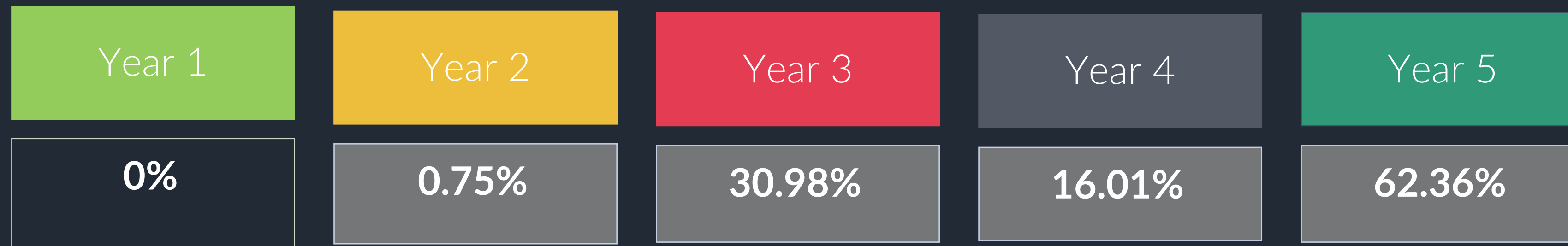
7.5%*

Equity is coming from
"BF GRO Investors" and
invested by Blackfish
Main & Dodge LLC.

* **7.5% of the Equity is based on an \$800,000 total investment.** BF GRO Investor receives 100% of their distribution based on a 7.5% ownership. If the total investment of \$800,000 is increased, then the percentages will be adjusted proportionately, and projected returns would remain the same to the individual investor.

Projected Returns in percentages

Our return projections over 5 years



Total 5 Yr. Projected Returns

110.1% (22.02% AAR)

17.29 IRR

Projected Returns on \$100,000 invested

Our return projections over 5 years

| Year 1 | Year 2 | Year 3 | Year 4 | Year 5 |
|--------|--------|----------|----------|----------|
| \$0 | \$746 | \$30,977 | \$16,006 | \$62,355 |

Total 5 Yr. Projected Returns

\$110,084

INVESTMENT, FEES & TIMELINE



Minimum investment

Investor minimum investment is **\$100K** for Accredited Investors Only.

We will be giving priority to people investing over \$100K.



Share of rent profits and upside

Investors will receive 100% of their distributions based on a 7.5% ownership – which includes both cashflow as well as upside on sale.



Developer, Acquisition and Loan Fees

Promoters are charging a 5% (of project costs) developer fee for this project, which is a typical developer fee. There are no additional acquisition or refinance or loan fees. Asset Management Fees are 1.5%, and are represented within the 5% Property Management Fees.



Investment timeline

This is a short close - Money should be wired by two weeks from day docs sent to you. We will take IRA money but because of timeline non-IRA money is preferred. Solo 401k is fine if it is already an established account with the money in the account.

NEXT STEPS

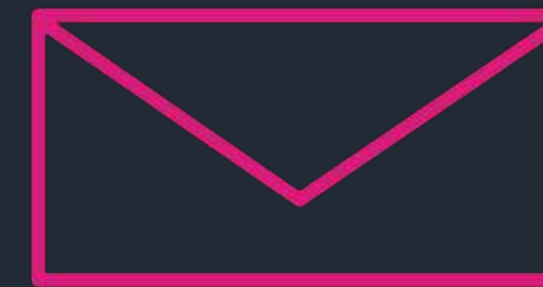


ANSWER
THE POLL



RESERVE YOUR SPOT!

QUESTIONS?



EMAIL QUESTIONS



SET UP A CALL

info@grocapitus.com

510-367-1510