

## Dudley Farms Plaza

### Mortgage Loan Information

<b>Mortgage Loan Seller:</b>	Barclays
<b>Original Principal Balance:</b>	\$24,700,000
<b>Cut-off Date Principal Balance:</b>	\$24,700,000
<b>% of IPB:</b>	2.8%
<b>Loan Purpose:</b>	Refinance
<b>Borrower:</b>	THF-D Charleston Development Limited Liability Company
<b>Sponsor:</b>	E. Stanley Kroenke
<b>Interest Rate:</b>	5.02400%
<b>Note Date:</b>	10/5/2018
<b>Maturity Date:</b>	10/6/2028
<b>Interest-only Period:</b>	120 months
<b>Original Term:</b>	120 months
<b>Original Amortization Term:</b>	None
<b>Amortization Type:</b>	Interest Only
<b>Call Protection:</b>	L(23), Grtr1%orYM(93),O(4)
<b>Lockbox / Cash Management:</b>	Springing
<b>Additional Debt:</b>	N/A
<b>Additional Debt Balance:</b>	N/A
<b>Additional Debt Type:</b>	N/A

### Property Information

<b>Single Asset / Portfolio:</b>	Single Asset
<b>Title<sup>(1)</sup>:</b>	Leasehold
<b>Property Type - Subtype:</b>	Retail – Anchored
<b>Net Rentable Area (SF)<sup>(2)</sup>:</b>	230,776
<b>Location:</b>	Charleston, WV
<b>Year Built / Renovated:</b>	1998 / N/A
<b>Occupancy<sup>(3)</sup>:</b>	96.5%
<b>Occupancy Date:</b>	10/9/2018
<b>4<sup>th</sup> Most Recent NOI (As of):</b>	\$2,867,803 (12/31/2015)
<b>3<sup>rd</sup> Most Recent NOI (As of):</b>	\$2,812,008 (12/31/2016)
<b>2<sup>nd</sup> Most Recent NOI (As of):</b>	\$2,909,376 (12/31/2017)
<b>Most Recent NOI (As of):</b>	\$2,818,736 (TTM 8/31/2018)
<b>UW Economic Occupancy:</b>	95.0%
<b>UW Revenues:</b>	\$3,762,144
<b>UW Expenses:</b>	\$900,283
<b>UW NOI:</b>	\$2,861,861
<b>UW NCF:</b>	\$2,651,427
<b>Appraised Value / Per SF:</b>	\$40,960,000 / \$177
<b>Appraisal Date:</b>	9/24/2018

### Escrows and Reserves<sup>(4)</sup>

	Initial	Monthly	Initial Cap
<b>Taxes:</b>	\$0	Springing	N/A
<b>Insurance:</b>	\$0	Springing	N/A
<b>Replacement Reserves:</b>	\$0	Springing	N/A
<b>TI/LC:</b>	\$0	Springing	\$850,000
<b>Other:</b>	\$0	\$0	N/A

### Financial Information

<b>Cut-off Date Loan / SF:</b>	\$107
<b>Maturity Date Loan / SF:</b>	\$107
<b>Cut-off Date LTV:</b>	60.3%
<b>Maturity Date LTV:</b>	60.3%
<b>UW NCF DSCR:</b>	2.11x
<b>UW NOI Debt Yield:</b>	11.6%

### Sources and Uses

Sources	Proceeds	% of Total	Uses	Proceeds	% of Total
Mortgage Loan	\$24,700,000	100.0%	Payoff Existing Debt	\$15,008,638	60.8%
			Return of Equity	9,476,486	38.4
			Closing Costs	214,876	0.9
<b>Total Sources</b>	<b>\$24,700,000</b>	<b>100.0%</b>	<b>Total Uses</b>	<b>\$24,700,000</b>	<b>100.0%</b>

(1) The property is subject to a ground lease with Dudley Family Limited Partnership II that expires on October 31, 2096. The fixed rent payable under the ground lease is \$231,130 per year and was underwritten.

(2) Six of the tenants own the improvements and ground lease their space from the borrower. Additionally, the borrower rents out surface parking at the property to an additional tenant. 1 square foot of space has been attributed to each of these tenants in the underwritten rent roll, and these tenants comprise \$422,107 of the underwritten base rent (12.2% of underwritten base rent).

(3) There are currently letters of intent for three of the vacant spaces at the property totaling 5,900 square feet. These spaces were underwritten as vacant.

(4) As long as (i) no Cash Sweep Period (as defined below) is in effect and (ii) E. Stanley Kroenke remains the sponsor of the loan, the borrower shall not be required to make monthly deposits for taxes, insurance premiums, replacement reserves or TI/LC reserves. A "Cash Sweep Period" will commence upon the earliest of (i) an event of default, (ii) the debt service coverage ratio falling below 1.20x for six consecutive calendar months based on the trailing six months, and/or (iii) the date which is six months prior to the expiration of the Kohl's lease unless Kohl's has renewed or extended its lease under terms and conditions acceptable to the lender prior to such expiration date. So long as E. Stanley Kroenke remains the sponsor of the loan, the borrower may enter into a master lease to cure a Cash Sweep Period in regard to clause (ii) above.

## Dudley Farms Plaza

**The Loan.** The Dudley Farms Plaza loan is secured by a first mortgage lien on the borrower's leasehold interest in a 230,776 square foot anchored retail shopping center located in Charleston, West Virginia. The mortgage loan was originated by Barclays and has an outstanding principal balance as of the Cut-off Date of \$24.7 million (the "Dudley Farms Plaza Mortgage Loan"). The Dudley Farms Plaza Mortgage Loan has a 10-year term and is interest-only for the full term of the loan. The borrowing entity for the loan is THF-D Charleston Development Limited Liability Company, a West Virginia limited liability company and special purpose entity. The nonrecourse carve-out guarantor and loan sponsor is E. Stanley Kroenke. E. Stanley Kroenke owns approximately 30.0 million square feet of real estate and is also an active participant in the sports industry, owning the Los Angeles Rams, Denver Nuggets, Colorado Avalanche, Colorado Rapids, and Arsenal soccer club.

**The Property.** Dudley Farms Plaza is a 230,776 square foot anchored retail shopping center located in Charleston, West Virginia (the "Dudley Farms Plaza Property"). The loan sponsor constructed the retail center in 1998. As of October 9, 2018, the property was 96.5% occupied by 27 retail tenants. The Dudley Farms Plaza Property is anchored by Kohl's with other major tenants including OfficeMax, Michaels, Books-A-Million, and Shoe Carnival. The five largest tenants have been in occupancy at the property since it opened in 1998, and since 2017, four of the five tenants have exercised their lease renewal options (66.5% of the net rentable area and 49.0% of the underwritten base rent). The property contains 1,050 parking spaces with overall parking ratio of approximately 4.5 spaces per 1,000 square feet of net rentable area.

**The Market.** The Dudley Farms Plaza Property is located in the city of Charleston, the capital of West Virginia and its largest city. The Dudley Farms Plaza Property is located approximately five miles southwest of the Charleston central business district. The Dudley Farms Plaza Property is part of a nearly 1.8 million square foot retail corridor that includes prominent tenants such as Walmart, Sam's Club, Cabela's, Home Depot, Lowe's and Target. The Dudley Farms Plaza Property is located along US Highway 119, with access to downtown Charleston to the northeast and Kentucky to the southwest. According to the appraisal, the Dudley Farms Plaza Property's 2017 estimated population within a one-, three-, and five-mile radius was 2,163, 22,880, and 57,694 people, respectively, with average household income of \$64,294, \$67,840, and \$66,682, respectively. The Dudley Farms Plaza Property is located in the Charleston retail market and the South Charleston retail submarket. As of second quarter of 2018, the Charleston retail market contained approximately 24.8 million square feet of retail space with a vacancy rate of 2.1%, 0.5% bps lower than year end 2017. As of second quarter of 2018, the South Charleston retail submarket contained approximately 1.5 million square feet of retail space with an average vacancy rate of 1.8%. The appraisal identified four directly competitive retail properties built between 1960 and 2000 and ranging in size from 45,011 square feet to 496,125 square feet. The comparable retail properties reported occupancies ranging from 98.0% to 100.0% with a weighted average occupancy of approximately 99.1%.

## Dudley Farms Plaza

Top Ten Tenant Summary <sup>(1)</sup>									
Tenant	Ratings <sup>(2)</sup> Moody's/S&P/ Fitch	Net Rentable Area (SF)	% of Total NRA	Base Rent PSF	Base Rent	% of Total Base Rent	Sales PSF <sup>(3)</sup>	Occ. Costs	Lease Exp. Date
Kohl's <sup>(4)</sup>	Baa2 / BBB- / BBB	86,584	37.5%	\$8.50	\$735,964	22.5%	NAV	NAV	1/31/2024
OfficeMax <sup>(5)</sup>	B1 / B / NA	23,500	10.2	\$14.00	329,000	10.0	NAV	NAV	9/30/2023
Michaels <sup>(6)</sup>	NA / BB- / NA	23,285	10.1	\$11.81	274,996	8.4	\$241 <sup>(3)</sup>	4.9%	2/28/2027
Books-A-Million <sup>(7)</sup>	NA / NA / NA	20,000	8.7	\$13.20	264,000	8.1	\$154	8.5%	1/21/2024
Shoe Carnival <sup>(8)</sup>	NA / NA / NA	20,000	8.7	\$11.00	220,000	6.7	\$267	4.1%	1/31/2022
ULTA Salon <sup>(9)</sup>	NA / NA / NA	12,000	5.2	\$21.87	262,440	8.0	NAV	NAV	6/30/2022
Hallmark	NA / NA / NA	6,000	2.6	\$18.00	108,000	3.3	\$236	7.6%	2/29/2020
Carter's <sup>(10)</sup>	NA / BB+ / NA	4,000	1.7	\$19.00	76,000	2.3	\$318	6.0%	1/31/2022
Lane Bryant <sup>(11)</sup>	NA / NA / NA	4,000	1.7	\$20.00	80,000	2.4	\$210	9.5%	1/31/2026
Mattress Warehouse <sup>(12)</sup>	NA / NA / NA	4,000	1.7	\$15.25	61,000	1.9	NAV	NAV	10/31/2023
<b>Top Ten Tenants</b>		<b>203,369</b>	<b>88.1%</b>	<b>\$11.86</b>	<b>\$2,411,400</b>	<b>73.7%</b>			
<b>Non Top Ten Tenants</b>		<b>19,307</b>	<b>8.4%</b>	<b>\$44.66</b>	<b>\$862,257</b>	<b>26.3%</b>			
<b>Occupied Collateral Total</b>		<b>222,676</b>	<b>96.5%</b>	<b>\$14.70</b>	<b>\$3,273,657</b>	<b>100.0%</b>			
<b>Vacant Space<sup>(13)</sup></b>		<b>8,100</b>	<b>3.5%</b>						
<b>Collateral Total</b>		<b>230,776</b>	<b>100.0%</b>						

(1) Based on the underwritten rent roll.

(2) Ratings provided are for the parent company of the entity listed in the "Tenant" field whether or not the parent company guarantees the lease.

(3) Sales are based on TTM August 2018 figures. Certain tenants at the Dudley Farms Plaza Property are not required to report sales and therefore do not have Sales PSF available. As Michaels did not report TTM August 2018 sales, 2017 sales figures were used for Sales PSF.

(4) Kohl's has five, five-year renewal options.

(5) OfficeMax has three, five-year renewal options.

(6) Michaels has two, five-year renewal options.

(7) Books-A-Million has two, five-year renewal options.

(8) Shoe Carnival has two, five-year renewal options.

(9) ULTA Salon has two, five-year renewal options.

(10) Carter's has two, five-year renewal options.

(11) Lane Bryant has two, five-year renewal options. Lane Bryant has the option to terminate its lease with 60 days' notice, sent within 90 days after the fifth lease year, and the payment of a termination fee if it fails to achieve gross sales of at least \$1,000,000 during 2020.

(12) Mattress Warehouse executed a lease extension effective November 1, 2018 expiring on October 31, 2023. Under the new lease, Mattress Warehouse is contractually obligated to pay rent of \$64,000 annually. The loan was underwritten to the rent under the previous lease of \$61,000 annually.

(13) There are currently letters of intent for three of the vacant spaces at the property totaling 5,900 square feet. These spaces were underwritten as vacant.

## Dudley Farms Plaza

Lease Rollover Schedule <sup>(1)</sup>									
Year	Number of Leases Expiring	Net Rentable Area Expiring	% of NRA Expiring	Base Rent Expiring	% of Base Rent Expiring	Cumulative Net Rentable Area Expiring	Cumulative % of NRA Expiring	Cumulative Base Rent Expiring	Cumulative % of Base Rent Expiring
Vacant <sup>(2)</sup>	NAP	8,100	3.5%	NAP	NAP	8,100	3.5%	NAP	NAP
2018 & MTM	0	0	0.0	\$0	0.0%	8,100	3.5%	\$0	0.0%
2019 <sup>(3)</sup>	4	5,102	2.2	183,581	5.6	13,202	5.7%	\$183,581	5.6%
2020 <sup>(3)</sup>	4	7,202	3.1	188,222	5.7	20,404	8.8%	\$371,803	11.4%
2021 <sup>(3)</sup>	4	7,001	3.0	283,830	8.7	27,405	11.9%	\$655,633	20.0%
2022	4	37,300	16.2	590,940	18.1	64,705	28.0%	\$1,246,573	38.1%
2023	5	32,200	14.0	494,400	15.1	96,905	42.0%	\$1,740,973	53.2%
2024 <sup>(3)</sup>	4	106,586	46.2	1,177,688	36.0	203,491	88.2%	\$2,918,661	89.2%
2025	0	0	0.0	0	0.0	203,491	88.2%	\$2,918,661	89.2%
2026	1	4,000	1.7	80,000	2.4	207,491	89.9%	\$2,998,661	91.6%
2027	1	23,285	10.1	274,996	8.4	230,776	100.0%	\$3,273,657	100.0%
2028	0	0	0	0	0	230,776	100.0%	\$3,273,657	100.0%
2029 & Beyond	0	0	0	0	0	230,776	100.0%	\$3,273,657	100.0%
<b>Total</b>	<b>27</b>	<b>230,776</b>	<b>100.0%</b>	<b>\$3,273,657</b>	<b>100.0%</b>				

(1) Based on the underwritten rent roll.

(2) There are currently letters of intent for three of the vacant spaces at the property totaling 5,900 square feet. These spaces were underwritten as vacant.

(3) Six of the tenants own the improvements and ground lease their space from the borrower. Additionally, the borrower rents out surface parking at the property to an additional tenant. 1 square foot of space has been attributed to each of these tenants in the underwritten rent roll, and these tenants comprise \$422,107 of the underwritten base rent (12.2% of underwritten base rent).

Operating History and Underwritten Net Cash Flow							
	2015	2016	2017	TTM <sup>(1)</sup>	Underwritten	Per Square Foot	% <sup>(2)</sup>
Rents in Place <sup>(3)</sup>	\$3,223,374	\$3,198,913	\$3,276,568	\$3,261,910	\$3,273,657	\$14.19	82.7%
Vacant Income	0	0	0	0	200,300	\$0.87	5.1%
<b>Gross Potential Rent</b>	<b>\$3,223,374</b>	<b>\$3,198,913</b>	<b>\$3,276,568</b>	<b>\$3,261,910</b>	<b>\$3,473,957</b>	<b>\$15.05</b>	<b>87.7%</b>
Total Reimbursements	468,149	506,961	450,369	460,847	486,105	2.11	12.3
Percentage Rent	0	3,991	3,511	0	0	0.0	0.0
<b>Net Rental Income</b>	<b>\$3,691,523</b>	<b>\$3,709,865</b>	<b>\$3,730,449</b>	<b>\$3,722,758</b>	<b>\$3,960,062</b>	<b>\$17.16</b>	<b>100.0%</b>
(Vacancy/Credit Loss)	0	0	0	0	(198,077)	(0.86)	(5.0)
Other Income	3,382	353	284	160	160	0.00	0.0
<b>Effective Gross Income</b>	<b>\$3,694,904</b>	<b>\$3,710,218</b>	<b>\$3,730,732</b>	<b>\$3,722,917</b>	<b>\$3,762,144</b>	<b>\$16.30</b>	<b>95.0%</b>
<b>Total Expenses</b>	<b>\$827,101</b>	<b>\$898,210</b>	<b>\$821,356</b>	<b>\$904,182</b>	<b>\$900,283</b>	<b>\$3.90</b>	<b>23.9%</b>
<b>Net Operating Income</b>	<b>\$2,867,803</b>	<b>\$2,812,008</b>	<b>\$2,909,376</b>	<b>\$2,818,736</b>	<b>\$2,861,861</b>	<b>\$12.40</b>	<b>76.1%</b>
Total TI/LC, Capex/RR	0	0	0	0	210,434	0.91	5.6
<b>Net Cash Flow</b>	<b>\$2,867,803</b>	<b>\$2,812,008</b>	<b>\$2,909,376</b>	<b>\$2,818,736</b>	<b>\$2,651,427</b>	<b>\$11.49</b>	<b>70.5%</b>
<b>Occupancy<sup>(4)</sup></b>	<b>99.1%</b>	<b>99.1%</b>	<b>98.5%</b>	<b>96.5%</b>	<b>95.0%</b>		

(1) TTM reflects the trailing 12 month period ending August 2018.

(2) Percentage column represents percent of Net Rental Income for all revenue lines and represents percent of Effective Gross Income for the remainder of fields.

(3) Underwritten Rents in Place are based on the underwritten rent roll dated October 9, 2018 and include contractual rent steps of \$93,353 through October 31, 2019.

(4) Historical occupancies are as of December 31 for each respective year. TTM Occupancy is as of October 9, 2018. Underwritten Occupancy represents economic occupancy.