250 Lehigh Valley Mall Whitehall, PA 18052

## Collateral Asset Summary - Loan No. 13

# Lehigh Valley Mall

**Cut-off Date Balance:** \$29,744,472 Cut-off Date LTV: 44.6% U/W NCF DSCR: 2 07x U/W NOI Debt Yield: 12.6%

### Mortgage Loan Information

Loan Seller(1): GACC Loan Purpose: Refinance

Borrower Sponsors(2): Simon Property Group,

L.P.; Pennsylvania Real Estate

Investment Trust

Borrower: Lehigh Valley Mall, LLC

Original Balance(3): \$30,000,000 Cut-off Date Balance(3): \$29.744.472 % by Initial UPB: 3.0% Interest Rate: 4.0560% **Payment Date:** 1st of each month

First Payment Date: December 1, 2017 **Maturity Date:** November 1, 2027 Amortization: 360 months

Additional Debt(3): \$168,552,005 Pari Passu Debt

Call Protection(4)(5): L(30), D(83), O(7) Lockbox / Cash Management(6): Hard / Springing

Reserves <sup>(7)</sup>		
	Initial	Monthly
Taxes:	\$0	Springing
Insurance:	\$0	Springing
Replacement:	\$0	Springing
TI/LC:	\$0	\$81,785
Outstanding TI/LC:	\$443,000	\$0
Tenant Rent Holdback:	\$208,533	\$0
Release Parcel:	\$0	Springing

Financial Information <sup>(8)</sup>	
Cut-off Date Balance / Sq. Ft.:	\$364
Balloon Balance / Sq. Ft.:	\$292
Cut-off Date LTV:	44.6%
Balloon LTV:	35.8%
Underwritten NOI DSCR:	2.16x
Underwritten NCF DSCR:	2.07x
Underwritten NOI Debt Yield:	12.6%
Underwritten NCF Debt Yield:	12.1%

- The Lehigh Valley Mall Whole Loan was co-originated by JP Morgan Chase Bank, National Association, Column Financial, Inc. ("Column") and Cantor Commercial Real Estate Lending, L.P. ("CCRE"). Deutsche Bank AG, acting through its New York Branch (an affiliate of GACC) acquired two pair passu notes, with an aggregate original principal balance of \$45 million from CCRE and has re-underwritten such mortgage loan in accordance with the procedures described under "Transaction Parties The Sponsors and Mortgage Loan Sellers German American Capital Corporation" in the Prospectus. (1)
- Simon Property Group, L.P. is the non-recourse carveout guarantor. The aggregate liability of the nonrecourse carveout guarantor under the guaranty is limited to an aggregate amount of \$40,000,000 plus all reasonable out-op-coket costs weepenses incurred by the lender in the enforcement or preservation of its rights under the guaranty. There is no separate environmental indemnity for the Mortgage Loan, and accordingly such cap includes liabilities for violation of environmental coverants under such guaranty.
- covenants under such guaranty.

  The Lehigh Valley Mall whole loan is evidenced by seven pari passu notes with an aggregate original principal balance of \$20.0 million (the "Lehigh Valley Mall Whole Loan"). The Original Balance of \$30.0 million and Cut-off Date Balance of \$29.7 million represents the non-controlling Note A-1-C and Note A-2-C-2, which will be contributed to the COMM 2016 CNB mortgage trust. The controlling Note A-1-B, with an original principal balance of \$40.0 million, was contributed to the Benchmark 2018-B1 mortgage trust. The controlling Note A-2-B, with an original principal balance of \$55.5 million, was contributed to Benchmark 2018-B2. The non-controlling Note A-2-B, with an original principal balance of \$35.5 million, was contributed to Benchmark 2018-B2. The non-controlling Note A-2-B, with an original principal balance of \$27.5 million southibuted to CSAIL 2017-CXII. The remaining Note A-2-C, with an original principal balance of \$15.0 million, is held by DBNY and is expected to be contributed to one or more future securitization trusts. For additional information on the pari passu companion loans, see "Description of the Mortgage Pool - The Whole Loans" in the Prospectus

### **Property Information**

Single Asset / Portfolio: Single Asset Super Regional Mall **Property Type:** Fee Simple Collateral(9)

Whitehall, PA Location: Year Built / Renovated: 1976 / 2006 545.233 Total Sq. Ft.:

Simon Management Associates, LLC **Property Management:** 

Underwritten NOI(10)(11): \$24.932.185 \$23,926,829 **Underwritten NCF:** \$445,000,000 **Appraised Value: Appraisal Date:** September 4, 2017

#### **Historical NOI**

Most Recent NOI(10): \$26,376,248 (T-12 August 31, 2017) 2016 NOI: \$27,494,559 (December 31, 2016) 2015 NOI: \$26,642,237 (December 31, 2015) 2014 NOI: \$26,485,779 (December 31, 2014)

#### **Historical Occupancy** Most Recent Occupancy(11): 83.9% (October 12, 2017) 2016 Occupancy: 96.1% (December 31, 2016) 2015 Occupancy: 95.3% (December 31, 2015) 2014 Occupancy: 97.4% (December 31, 2014)

- The lockout period will be at least 30 payment dates beginning with, and including, the first payment date of December 1, 2017. The actual lockout period way be longer. Defeasance of the full \$200.0 million Lehigh Valley Mall Whole Loan is permitted after the date that is the earlier to occur of (i) two years after the closing date of the securitization that including the last note to be secunitized (the "REMIC Prohibition Period") and (ii) December 1, 2020 (such earlier date, the "Permitted Release Date"). The borrower is also permitted to prepay the Lehigh Valley Mall Whole Loan and Release Date"). The borrower is also permitted to prepay the Lehigh Valley Mall Whole Loan and concurred prior to December 1, 2020.

  The borrower may obtain the release of the Macy's release parcel from the lien of the Lehigh Valley Mall Whole Loan and concurrently transfer the Macy's release parcel in connection with the exercise by Macy's of a purchase option in its lease, subject to satisfaction of certain conditions set forth in the loan documents including the partial prepayment, with yell maintenance, or (after the Permitted Release Date) defeasance of the Lehigh Valley Mall Whole Loan in a mount equal to 100% of the gross cash proceeds (ret of any reasonable and customary closing costs actually incurred by the borrower in connection with such sate to Macy's of the sate (the "Releasese" in the Prospectus for additional information. In place cash management will be triggered upon the occurrence and during the continuance of a Lockbox Event (as defined below). A "Lockbox Event" means the occurrence of (i) an event of default, (ii) the bankruptcy or insolvency of the property manager (if the manager is an affiliate and is not replaced within 60 days in accordance with the loan documents), (iv) the debt service coverage ratio (as calculated in the loan documents) (iv) the debt service coverage ratio (as calculated in the loan documents) (by one or more and the prospective leases or reciprocal easement agreement, as applicable or
- The Lehigh Valley Mall Whole Loan is secured by the ground leasehold interest of the borrower and the fee simple interest of an affiliate of the borrower. For purposes of the Prospectus, the Lehigh Valley Mall property is generally treated as a fee simple interest.
- Balance / Sq. Ft., LTV, DSCR and Debt Yield calculations are based on the aggregate Lehigh Valley Mall Whole Loan.
- Entertion / Sq. Ft., LTV, USUK and Debt Yield calculations are based on the aggregate Lehigh Valley Mall Whole Loan. The decrease in Inderwritten NOI form Most Recent NOI is driven by the closure of Babies R US, Teavana and Freeman Jewelers. Babies R US; parent company, Toys R US, filed for Chapter 11 bankruptcy in September 2017 and the related space has been underwritten as vacant. Babies R US is conducting a liquidation sale and is expected to vacate its space and reject its lease. Teavana's parent company, Starbucks, amounced the closure of all Teavana stores nationwide and the related space has been underwritten as vacant. Additionally, Freeman Jewelers is vacating the Lehigh Valley Mall property and has been underwritten as vacant.
- As of October 12, 2017, the Lehigh Valley Mall property was 92.1% physically occupied. Most Recent Occupancy of 83.9% reflects the underwritten occupancy, which excludes Bables R Us, Teavana, Bath & Body Works, Paylest ShoeSoure, Freeman Jeweliers and Gymbore, each of which has been underwritten as vacant as each tenant has either vacated its space, is expected to vacate its space or has a parent company that has filed for Chapter 11 bankruptcy protection. As of February 22, 2018, the property was 92.5% physically occupied.

#### TRANSACTION HIGHLIGHTS

- Property. The Lehigh Valley Mall property is a super regional mall located in Whitehall, Pennsylvania consisting of a traditional two-story enclosed mall and outparcel strip center as well as a more recently constructed, one-story lifestyle center component. The original improvements were constructed in 1976, while the lifestyle center addition was developed in 2006 by the borrower sponsors at a cost of approximately \$41.0 million. Lehigh Valley Mall thotal sapproximately 1.2 million sq. ft., of which 545,233 serves as collateral for the Lehigh Valley Mall Mall Whole Loan, and is situated on an approximately 123.8 acre site. As of October 12, 2017, the Lehigh Valley Mall property was 92.1% physically occupied (with 83.9% underwritten occupancy) by a broad mix of 127 national and international brand-name retailers, anchored by Macy's (ground lease), JCPenney (non-collateral) and Bob's Discount Furniture. As of February 22, 2018, the property was 92.5% physically occupied. Lehigh Valley Mall had August 2017 TTM in-line sales of approximately \$564 per sq. ft. and corresponding occupancy cost of 13.0%.
- Market. The Lehigh Valley Mall property is located in Whitehall, Lehigh County, Pennsylvania, located approximately one hour north of Philadelphia and an hour and a half from New York City. The Lehigh Valley Mall property is also located approximately two miles south of Allentown, the fourth largest city in Pennsylvania and the third largest urbanized area in the state, after Philadelphia and Pittsburgh. Additionally, the Allentown central business district is located approximately two miles south of the Lehigh Valley Mall property. Whitehall is home to approximately two miles south of the Lehigh Valley Mall property. Whitehall is home to approximately 5,000 residents and the largest employers in the area include Walmart, Amazon.com, Amazon.com, Amazon.com, St. Luke's Hospital and Lehigh Valley Physician Group. Additionally, the Allentown area is expected to benefit from a \$335 million warehouse and logistics hub that FedEx Ground is constructing. The facility is expected to open in 2018 and to employ approximately 700 people.
- Borrower Sponsors. Simon Property Group, L.P. is an affiliate of Simon Property Group Inc. ("SPG"). SPG was founded in 1960 and is headquartered in Indianapolis, Indiana. SPG (NYSE: SPG, rated A3/A by Moody's and S&P) is an S&P 100 company which currently owns or has an interest in 227 retail properties in North America, Europe and Asia comprising approximately 189.7 million sq. ft. Pennsylvania Real Estate Investment Trust ("PREIT") is a publicly traded REIT (NYSE: PEI) that is focused on the ownership and management of shopping malls. PREIT is currently headquartered in Philadelphia, Pennsylvania and owns and operates over 22.5 million sq. ft. of retail space in the United States,