

NH AMUNDI / KDB LIFE JFK TERMINAL 6 STRUCTURE PROPOSAL

March 2022



STRUCTURE OVERVIEW

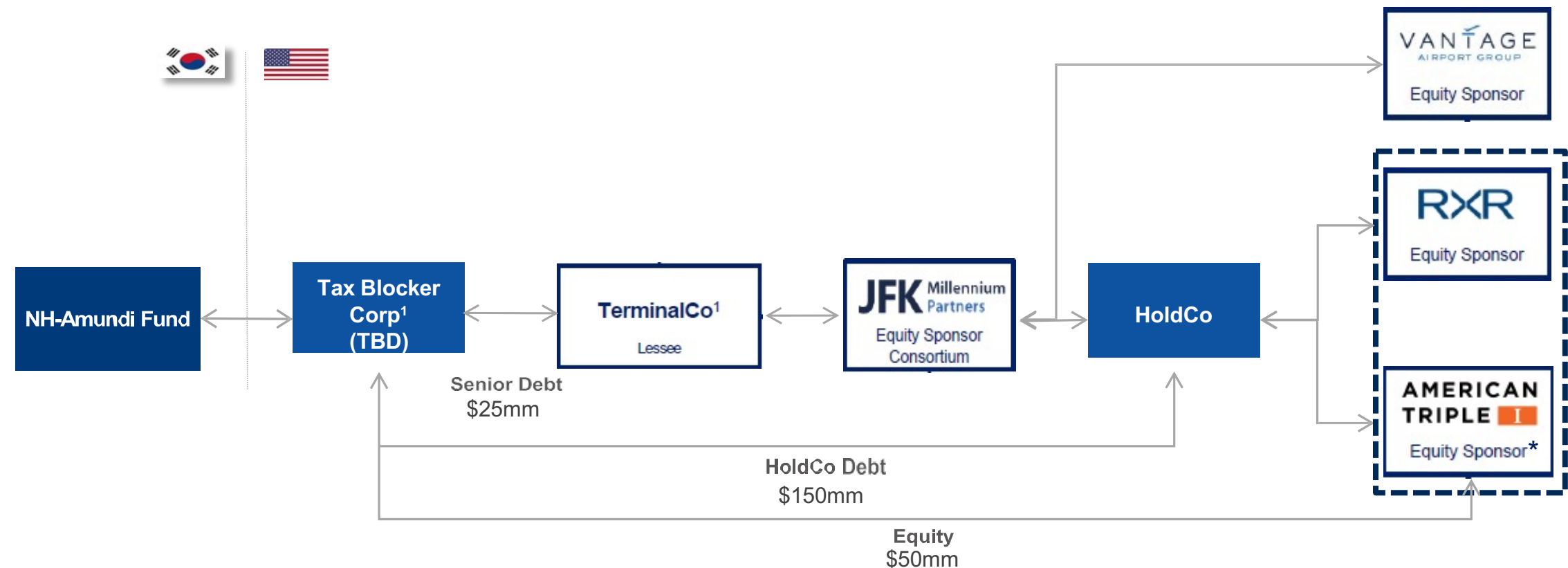
Structure Summary

- NH Amundi / KDB Life requested that RXR propose a structure that includes an allocation of JMP equity, some manner of sub-debt, and municipal bonds in various proportions depending on the interest rate on the senior debt and availability of sub-debt at the TerminalCo level
- The structure RXR has prepared assumes NH / KDB commits \$50mm in equity, \$150mm in sub-debt at the HoldCo level, and acquire \$25mm in municipal bonds or a 1-3-0.5 ratio of equity to HoldCo sub-debt to senior debt
- RXR has underwritten a 1.0% annual management fee on the equity and HoldCo sub-debt allocations pre-2030 and a fixed annual fee on equity allocated to NH/KDB of appx. \$350k post-2030 and a \$1.05mm fixed annual fee on the sub-debt post-2030
- Additionally, RXR has reduced the initial transfer payment paid by the HoldCo to existing investors (previously \$20mm) by 32% on a proportional basis (now a \$24mm payment over a capital base that is appx. 72% larger than previously modeled)

Sub-Debt Details

- The structure assumes the sub-debt sits senior in a HoldCo representing either (i) RXR's total JMP equity interest or (ii) RXR's total interest and some portion of ATI's available JMP equity interest (appx. \$370mm in maximum potential HoldCo capitalization)
- First sub-debt draw takes place at the end of 2025 at the same time project-level equity is called for the first time
- Beginning in December 2025, the structure assumes the sub-debt is drawn proportionally to the equity invested in the project
- Interest-only (7.00% gross rate) through 2030; in periods in which the project doesn't generate positive cash flow, the interest is accrued and compounds on a monthly basis
- In the 2030 exit scenario, RXR assumes the sub-debt is redeemed at par on December 31st, 2030
- In the 2060 hold scenario, beginning in 2031, the sub-debt amortizes through the end of the lease in 2060 via semi-annual payments

STRUCTURE DIAGRAM



* KDB/NH investment will take place through either (i) a HoldCo representing RXR's total interest or (ii) a HoldCo representing RXR's total interest and some portion of ATI's remaining available interest

NH-KDB PERFORMANCE UNDER PROPOSED STRUCTURE

| NH-KDB Net Performance (2030 Exit) | | | | |
|------------------------------------|--------------------|--------------------|-------------|-------------|
| | Investment | Net Profit | Net IRR | Net MOIC |
| Equity | 50,000,000 | 63,161,339 | 19.6% | 2.26x |
| Sub-Debt | 153,625,000 | 39,932,635 | 6.0% | 1.26x |
| Senior Bond | 25,000,000 | 8,750,000 | 4.0% | 1.35x |
| Blended | 222,408,105 | 111,843,975 | 9.1% | 1.5x |

| NH-KDB Net Performance (2060 Exit) | | | | |
|------------------------------------|--------------------|--------------------|-------------|--------------|
| | Investment | Net Profit | Net IRR | Net MOIC |
| Equity | 50,000,000 | 310,469,391 | 11.7% | 7.21x |
| Sub-Debt | 153,625,000 | 215,858,483 | 6.1% | 2.41x |
| Senior Bond | 25,000,000 | 31,597,058 | 4.0% | 2.26x |
| Blended | 217,474,836 | 557,924,932 | 7.6% | 3.57x |