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TwinRock Investors,

Welcome to the Current Issue of the TwinRock Partners' Quarterly Newsletter. The Second Quarter of 2015 has been both productive and exciting for TwinRock as our SFR, Multifamily and Special Opportunity Funds continue to perform to our expectations.

During the quarter, TRP Fund I and II successfully completed a refinance. Cumulatively, TRP Fund I has distributed 108% of the original investment to the investors with net property value of approximately 122% on the original investor capital remaining in the portfolio. Cumulatively, TRP Fund II has distributed 84% of the original investment to the investors with net property value of approximately 161% on the original investor capital remaining in the portfolio. The TRP Fund III refinance is in progress and expected to be completed in the third quarter providing a significant cash out to investors. Better yet, the loan rates have been reduced from 4.25% fixed to 3.25% over 1-month LIBOR.

We pride ourselves on our research, foresight and ability to locate under-valued opportunities. With recent sales comps as a benchmark, 2014 is shaping up to have been a year of great apartment buys. TwinRock acquired Yaletowne Apartments in Tulsa last year at ~\$30,000 per unit. A sister property across the street recently sold at ~\$39,000 per unit to an investment partner of the seller, likely at a discount. In Q4 2014, we acquired The Chelsea Apartments at ~\$39,000 per unit. A sister property next door sold in the first quarter for ~\$44,000. Both sales comps were in similar condition to our properties before renovations commenced.

Our upcoming investment pipeline continues to reflect our confidence in the growth prospects of select markets in the Western and Midwest Regions. We continue to target B & C class properties in robust secondary markets including Nevada, Oklahoma, Wisconsin, Arkansas and other parts of the country. With a newly constructed Student Housing development by the University of Arkansas under contract, we continue to find solid, opportunistic deals.

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As we continue to acquire assets in these markets, we remain focused on improving market areas with an expanding business base, growing employment and shortage of for sale and rental housing. At the forefront of our investment thesis is the belief that strong rent growth will be fueled by growing demand in markets with improving localized economies, strong wage growth potential, and relatively flat supply.

Our firm is excited to hold our Second Annual Charity Event on 9/11/2015. Every year, we select and honor a different first response service, and this year we have chosen the Orange County Sheriff Department's K9 Unit. We invite you to join us for a fun night in support of a great cause. "A dog is a man/woman's best friend."

Sincerely,

Alexander Philips
Chief Executive Officer





# **Investment Pipeline**

# **Rupple Row Cottages**







TwinRock Partners is under contract to acquire Rupple Row Cottages, a newly constructed student housing development comprised of 80 4-bedroom, 3.5-bath townhomes for 320 total bedrooms located in Northwest Arkansas, headquarters to Walmart, the largest public company in the world. The property was built between 2012 - 2015 and is located near the University of Arkansas, a public university with over 26,000 enrolled students. The property is currently 100% pre-leased on 12 month terms with parental guarantees for the 2015-2016 academic year. The Company has the opportunity to increase revenue by bringing rents to market and fully furnishing select units in 2016.

The University of Arkansas is the best and largest college in Arkansas, drawing many in-state applications. With in -state tuition rates applying to neighboring states such as Texas, the university is able to maintain and build upon competitive admission rates. As a result, the University of Arkansas has experienced enrollment growth of 32% since 2009. With no major-league sports teams, the UA Razorbacks are the major attraction in the state. The football team consistently ranks among the top 10 college teams in the country, valued alone at over \$90 million by Forbes. Over the next 5 years, including planned construction, the Razorbacks are expected to impact the state's economy by over \$1 billion.

Northwest Arkansas, properly known as the Fayetteville-Springdale-Rogers-Bentonville MSA, has a population of over 500,000. Between 2013-2014, Fayetteville, the third largest city in the state, increased its population by 1,602. With 80,621 residents, Fayetteville added more people than any other city in Arkansas.

The immediate area around Rupple Row is currently undergoing infrastructure improvement along with the addition of Fayetteville's largest regional park. Rupple Road, adjacent to the property, is being expanded to 4 lanes, and is currently being extended to Martin Luther King Jr. Boulevard, a major artery. Rupple Row will benefit from growth, development and infrastructure improvements in the surrounding area and vicinity.

As an alternative to being sold as college housing, Rupple Row also offers a flexible exit strategy, as each unit is a separate parcel, allowing each unit to be sold separately.

Play Aerial Video of Rupple Row Cottages

View Investment Memorandum





## TRP HOUSING FUND MARKET OVERVIEW

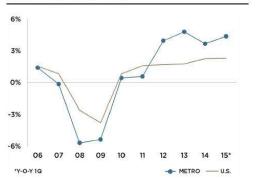
## **Inland Empire**

The median sales price of single-family homes in Riverside and San Bernardino Counties increased 5.0% in the quarter to \$315,000, up from \$300,000 as of March 2015; representing an increase of 6.8% year-over-year, up from \$295,000 as of June 2015. The overall year-over-year price increases in the Fund's general housing market indicate healthy price appreciation for the Fund's underlying assets.

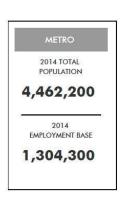
Home sales in Riverside and San Bernardino Counties during the Second Quarter totaled 13,555, up 37.8% from last quarter; however, up 3.7% quarter-over-quarter from 2014.

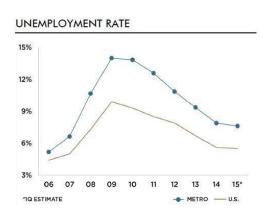
Homes available for sale in Riverside and San Bernardino Counties at Second Quarter end decreased by 9.5% from the end of last quarter. Year-over-year, number of houses available decreased by 11.3% as the sales outpaced supply of new listings over the past year. The "months supply" of inventory decreased to 4.0 for the month of June 2015 compared to 5.0 at the end of last quarter and decreased 20.0% year-over-year from 5.0 months in June 2015. Lower supply bodes well for future price increases.

#### **EMPLOYMENT GROWTH**









The trade, transportation and utilities industry, the largest employment sector in the Inland Empire, expanded 4.8% since March of last year with the addition of 14,700 workers to payrolls through the first quarter of 2015. The sector was the largest contributor to 55,700 jobs created in the metro, an outsized 4.4% year-over-year gain. Significant hiring also occurred in the professional and business services segment with 13,000 new jobs, a surge of 9.6%. The addition of 2,400 jobs in the financial activities sector rounded out white-collar hiring. Goodman Birtcher will add more than 1.5 million square feet of warehouse and distribution space in Rancho Cucamonga this year. The new space is expected to fill quickly amid high demand for logistics facilities in the Inland Empire, supporting at least 2,000 jobs when fully occupied. In the retail segment, The Fresh Market will open a new grocery store in late-2015 in Palm Desert, hiring approximately 90 workers.

Source: OCAR and Berkadia



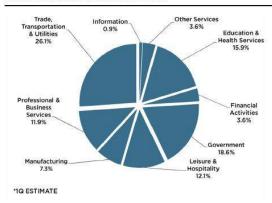
QUARTERLY NEWSLETTER

A REAL ESTATE INVESTMENT & ADVISORY FIRM

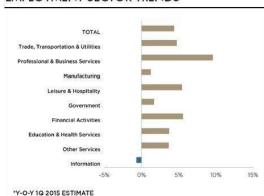
# TRP HOUSING FUND MARKET OVERVIEW

## **Inland Empire**

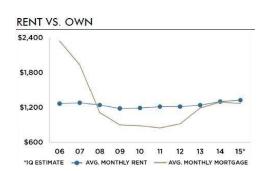
## **EMPLOYMENT DISTRIBUTION\***



#### **EMPLOYMENT SECTOR TRENDS\***

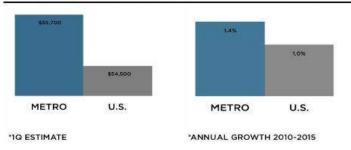






The average monthly mortgage exceeded average rents by \$654 per month in 2007. As home prices plummeted during the recession, the differential reversed. By 2011, average rents were \$347 higher per month than home ownership. As home values appreciated in the last few years, the premium to rent diminished to \$57 per month in March of this year.

# MEDIAN HH INCOME\* POPULATION GROWTH\*



The median household income in the first quarter of 2015 was \$55,700 per year, a 3.9% annual increase. In the prior 12-month period, earnings rose 0.8%. The two-county population increased 1.1% in the last 12 months. In five years, the projected population will be 4.7 million people, an average annual increase of 1.2%.

Source: OCAR and Berkadia

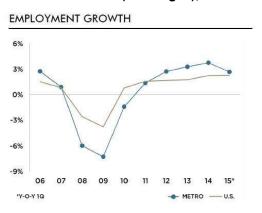
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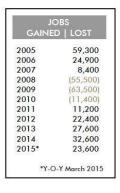


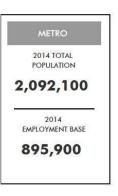


## TRP HOUSING FUND MARKET OVERVIEW

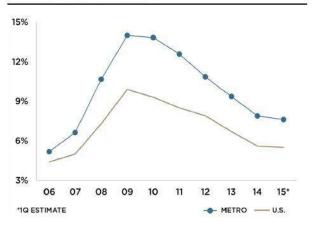
## Southern Nevada (Las Vegas), Nevada





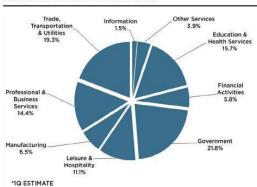


## UNEMPLOYMENT RATE

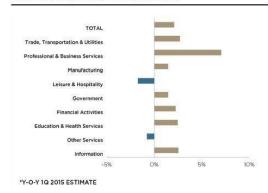


Las Vegas businesses created 23,600 positions for a 2.7% expansion in payrolls during the last year. Employment growth slowed from the 3.9% increase in the preceding year. Even with moderating gains, hiring since March of 2014 exceeded the 2% average annual rise in the last five years. Recent economic expansion contributed to the 150-basis-point drop in unemployment to 6.9% during the last four quarters. The leisure and hospitality industry continued to be a major economic driving force in the Las Vegas area. Businesses in the sector added a metro-leading 8,400 jobs, to increase 3% year over year. MGM Resorts International created 500 positions in the first quarter for a dozen of its resorts on the Strip. Construction companies contributed an additional 6,500 jobs, to expand 14.6%. Losses were limited to the financial activities and the manufacturing sectors, which shed a combined 700 jobs in the last year.

#### **EMPLOYMENT DISTRIBUTION\***



#### **EMPLOYMENT SECTOR TRENDS\***



Source: GLVAR

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# TRP HOUSING FUND MARKET OVERVIEW

## Southern Nevada (Las Vegas), Nevada

Local home sales and prices posted double-digit increases in June compared to one year ago, according to a report released by the Greater Las Vegas Association of REALTORS® (GLVAR).

GLVAR reported the median price of homes sold through its Multiple Listing Service during June was \$220,000, up 10.1 percent from \$199,900 one year ago. Meanwhile, the median price of local condominiums and townhomes, including high-rise condos, sold in June was \$115,000. That was up 5.5 percent from \$109,000 one year ago.

"It's good for our local homeowners when prices are appreciating at a healthy pace like this and more homes are selling," said 2015 GLVAR President Keith Lynam. "Of course, we still have some challenges. We've been dealing with less than a three-month supply of homes available for sale. That's less than half of what we'd like to have for a balanced market. We also realize there are too many abandoned homes throughout Southern Nevada, though we see signs that banks may finally be doing more to address this issue."

According to GLVAR, the total number of existing local homes, condominiums and townhomes sold in June was 3,693, up from 3,274 one year ago. Compared to June 2014, 14.2 percent more homes and 6.3 percent more condos and townhomes sold this June.

Since 2013, GLVAR has been reporting fewer distressed sales and more traditional home sales, where lenders are not controlling the transaction. In June, 6.7 percent of all local sales were short sales – which occur when lenders allow borrowers to sell a home for less than what they owe on the mortgage. That's down from 10.8 percent one year ago. Another 7.6 percent of June sales were bank -owned, down from 10.1 percent one year ago.

The total number of single-family homes listed for sale on GLVAR's Multiple Listing Service in June was 13,740, down 0.7 percent from one year ago. GLVAR tracked a total of 3,474 condos, high-rise condos and townhomes listed for sale on its MLS in June, down 6.5 percent from one year ago.

GLVAR said 28.4 percent of all local properties sold in June were purchased with cash. That's down from 29.1 in May and from 34.7 percent one year ago. It's well short of the February 2013 peak of 59.5 percent, indicating that cash buyers and investors are still a factor in the local housing market but that their influence is waning with each passing month.



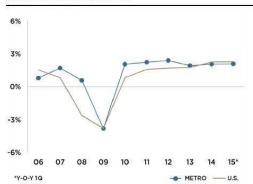
Source: GLVAR



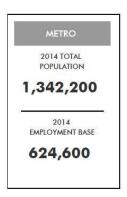


# Q2 2015 OKLAHOMA CITY, OKLAHOMA MARKET OVERVIEW

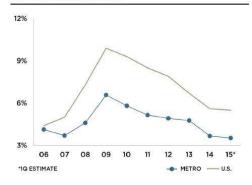
### **EMPLOYMENT GROWTH**



13,900
13,700
4,500
9,800
3,400
(22,100)
11,600
12,900
14,100
11,600
12,700
12,900



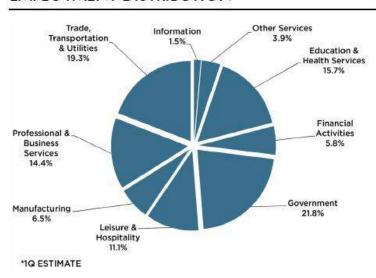
## UNEMPLOYMENT RATE



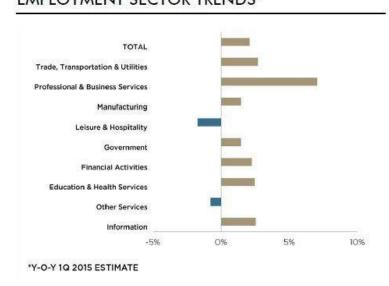
#### **Economic News**

Employment surged in the professional and business services sector in the last 12 months as 5,500 jobs were created through March, a 7.1% annual increase. The sector was the largest contributor to overall expansion of 2.1% as 12,900 workers were hired. There were also significant gains in the trade, transportation and utilities segment with 3,000 new personnel, an increase of 2.7%. Additionally, 2,200 jobs were added in the education and health services sector, expansion of 2.5%. Over the next two years, apartment demand will be supported by hundreds of jobs created in the retail, leisure and hospitality and manufacturing segments. More than 800 workers will be hired following completion of the Chisholm Creek mixed-use development in early 2016. Additionally, the transfer of many of Boeing's Defense, Space & Security operations from Washington will bring approximately 900 high-paying jobs to the Oklahoma City metro area through 2016.

## **EMPLOYMENT DISTRIBUTION\***



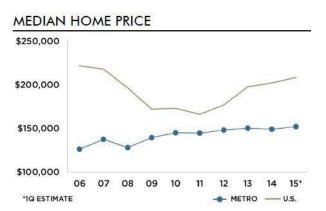
## **EMPLOYMENT SECTOR TRENDS\***



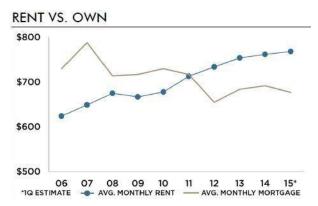




# Q2 2015 OKLAHOMA CITY, OKLAHOMA MARKET OVERVIEW

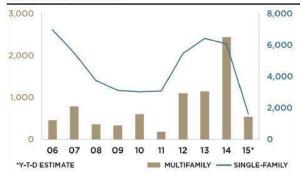


By March of this year, the median existing single-family home price was \$152,100. Home prices increased 2% since the end of 2014, though the gain was not great enough to offset a 0.5% decrease in values since the first quarter of 2014. Sales velocity of single-family homes rose 4.7% in the last 12 months, reaching 38,700 annualized transactions. Sales activity during this time was a reversal of a 4.6% reduction in velocity in the prior 12 months.



In 2007, the average rent was \$139 less per month than the average mortgage payment. Since then, asking rents increased 16.4% while monthly mortgage payments fell 15.5%. By the first quarter of this year, the cost difference was \$91 per month, favoring homeownership. Metrowide vacancy was 6.7% at the end of the first quarter, the same as the first quarter of 2014, the result of leasing activity that was comparable to the number of completions during that time. Asking rents appreciated 2.2% to \$768 per month.





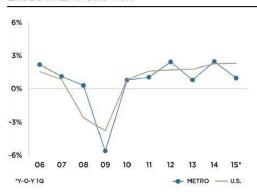
Multifamily developers requested an average of 1,100 permits from 2010 to 2014. Annualized issuance totaled 2,160 permits in March of this year, an 85.9% increase over the same period last year. Permits for 1,630 single-family homes were filed in the first quarter of this year, 9.1% greater than issuance in the first quarter of 2014. Year-to-date permitting activity is on pace to exceed the five-year average issuance by more than 35%.



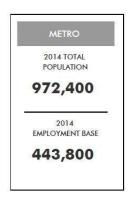


# **Q2 2015 TULSA, OKLAHOMA MARKET OVERVIEW**

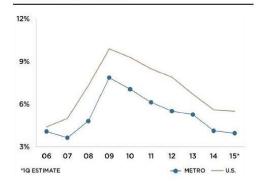
#### **EMPLOYMENT GROWTH**







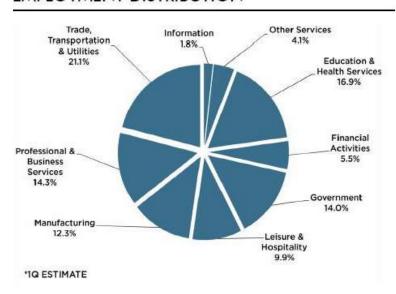
## UNEMPLOYMENT RATE



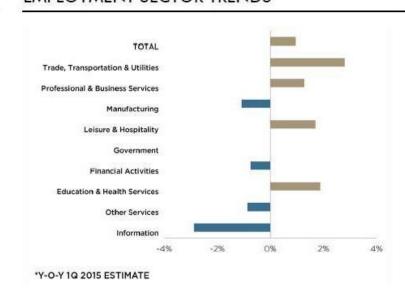
## **Economic News**

Metrowide employment expanded 1% in the last 12 months as businesses added 4,200 workers through March. The increase occurred despite a 0.4% reduction in staffing since year-end 2014. Expansion was greatest in the trade, transportation and utilities sector with the addition of 2,400 workers, a 2.8% annual gain. Hiring was uneven in the blue-collar trades, with 900 workers added in the construction industry, while a combined1,300 jobs were eliminated among the manufacturing and the natural resources and mining sectors. Significant expansion is expected in the trade, transportation and utilities sector through 2016. Approximately 1,500 jobs will be created this year at the new Macy's distribution center in Owasso. Additionally, 1,000 jobs will be created after development is finished in late 2016 at the Cherokee Outlets in Catoosa. In the manufacturing industry, 300 engineers, logistics specialists and quality control inspectors will be hired through 2020 at aircraft component manufacturing and repair company NORDAM.

## EMPLOYMENT DISTRIBUTION\*



# **EMPLOYMENT SECTOR TRENDS\***

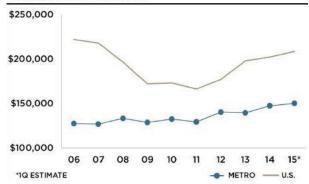






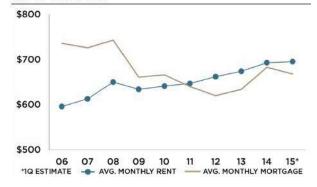
# **Q2 2015 TULSA, OKLAHOMA MARKET OVERVIEW**

## MEDIAN HOME PRICE



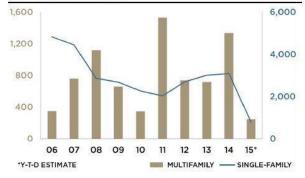
From March of 2013 to March of 2014, single-family home values decreased 5.1%. In the most recent 12-month period, the median home price advanced 9.1% to \$150,100 at the end of the first quarter. Annualized single-family home sales velocity totaled 27,600 homes in March of this year. Sales activity dipped 0.2% from the same period last year. Transactions averaged 24,000 homes annually from 2010 to 2014.

#### RENT VS. OWN



In 2006, average rent was \$140 less per month than the average mortgage payment. Since then, asking rents increased 16.7%, fueling a reversal in the monthly price differential. As of the first quarter of this year, average rent was \$28 greater per month than the average mortgage payment. Since the first quarter of last year, operators responded to healthy leasing activity by trimming concessions from 1.2% to 0.8% of asking rents in March. Consequently, effective rents advanced 3.1% to \$690 per month. Asking rents were \$696 per month, a 2.9% annual increase.

## HOUSING PERMITS



In the last five years, multifamily developers requested an average of 930 permits. During the past 12 months, builders ramped up planning activity in response to elevated apartment demand. In March of this year, permits were filed for 990 annualized apartments, a 71.3% increase over the same period in 2014. Single-family permitting activity totaled 780 homes in March, the same as in March of 2014. Year-to-date issuance is on pace to exceed the five-year average of 2,620 permits.





# **2015 Multifamily Outlook**

## **REIS**

REIS reported an unchanged nationwide apartment vacancy rate from Q1 2015 - Q2 2015 at 4.2%. The vacancy rate peaked at 8.0% at the end of 2009, and saw its lowest value through 20 years in Q3 2006 at 3.1%.

Vacancy is cyclical and moves in long phases. For most of the past five years, the market has been in a vacancy compression phase. The market bottomed out at 4.2% during the first quarter of last year, falling from 8.0% at the start of 2010. Since that time vacancy has oscillated around 4.2% for six consecutive quarters. Any variation therein would be an anomaly, not a trend. It appears that the run of vacancy compression during this cycle is over. Looking forward, with supply projected to exceed demand, we anticipate that vacancy will rise slowly at first, then more gradually as we move forward.

Asking and effective rents rebounded 1.0% in Q2 compared to slow growth of 0.6% in Q1. Although the apartment market typically exhibits some seasonality, the longer vacancy remains at low levels, the greater the probability that rent growth will remain strong. Year-over-year growth for asking and effective rents have inched up around 3.5%, and annualized rent growth during the quarter is approximately 4.0%. Both are well in excess of core inflation and ahead of any other property type.

## **CBRE**

Preliminary data shows that apartment demand continued to be strong in Q2 2015, with the multifamily housing vacancy rate declining. This drop provides further evidence that the rental market continues to tighten along with the expanding U.S. economy. Apartment demand remains strong as the vacancy rate pushes closer to its 20-year vacancy low of 3.1% in Q3 2006.

With occupancy remaining high by historical standards, effective rent growth is expected to stay strong well into 2015. Although construction places downward pressure on rents, the market is tight enough to absorb this activity.

Source: REIS Q2 Update—REIS Senior Economist and Director of Research, Ryan Severino; CBRE Q2 Update



ANNUAL

# TRP CHARITY EVENT

YOU'RE INVITED
SEPTEMBER 11, 2015



## EVENT DETAILS

Date: 9/11/2015

Time: 6:30 - 9:30PM

Location: Newport Beach Vineyards & Winery

TwinRock Partners invites you to attend our second annual philanthropic event, taking place on September 11th, 2015. Every year we select and honor a different first response service, and this year we have chosen the Orange County Sheriff Department's K-9 Unit. Initiated in 1985, this program has reduced the manpower needed to search large buildings and open rural areas by over 50%. The use of canines has decreased the number of injuries to deputies, and multiplied the number of arrests. These valuable canines are purchased entirely through public donations, so please mark your calendars for Friday, September 11th, at the Newport Beach Vineyards and Winery. We will enjoy exceptional locally-grown wines as we assist in help the K-9 Unit continue to grow and thrive.







## EVENT AGENDA

6:30 - 7:30 | Wine Tasting & Food

7:30 - 8:00 | Presentation from OC K9 Unit

8:00 - 8:30 | Charity Auction of the Following Items

· Ride along with K9 Unit

· Tour of CSI

8:30 - 9:30 | Mix & Mingle

# EVENT RSVP

To RSVP, please email Felecia@trp-llc.com, or click the button below.

RSVP

## TICKETING

Ticketing is \$75.00 per person, paid upon entry to the event, and will be donated to the OC K9 Unit.



OC K9 Unit Marilyn MacDougall – Executive Administrator mmacdougall@ocsd.org (714) 647-4135

## EVENT SPONSORS







# Second-Tier Multifamily Markets Hold Promise

Recovering economies create demand for housing in markets where local supply remains flat By ALEXANDER PHILIPS

We focus on cities that we

believe are benefiting from

the economic recovery with

an expanding business

base, growing employment

and a lack of for-sale and

rental housing.



t's like a gold rush of sorts. Investors are scrambling to find that rich vein of real estate deals in high profile areas where just about everyone else seems to be looking—such as Coastal California. But some developers and investors have decided to leave the beaten path to find opportunities in less traveled markets.

We focus on cities that we believe are benefiting from the economic recovery with an expanding business base, growing employment,

and due to the largely inactive real estate industry over the past several years, a lack of for-sale and rental housing. In the coming year, our firm expects to invest upwards of \$100 million to acquire assets in such cities as Cleveland, Milwaukee, Reno and Colorado Springs, which are only

a few of the second-tier targets on our radar scope. Why these markets?

Believe it or not, Cleveland, is a happening place. Marcus & Millichap report that, "Cranes are filling the sky in downtown Cleveland, creating new jobs and boosting demand for rentals." While Cleveland might not look all that inviting for real estate developers or investors from the 10,000-foot level, on the ground it looks much more attractive, especially with the 2016 Republican National Convention coming to the city and with it new development, jobs and demand for rental housing.

"Investors seeking higher returns in secondary markets will expand their portfolios in Cleveland," write Marcus & Millichap. "Steadily improving property performance and a vibrant downtown are gaining the attention of more out-of-state investors and boosting demand for local assets." Additionally, Marcus & Millichap report that Cleveland employment is projected to

increase by 1.6 percent in 2015 with the addition of 16,500 new jobs.

Two other cities we are watching closely are Milwaukee and Reno. Like Cleveland, these cities have attributes that are rising to the surface as the national economy improves and jobs are being created.

Milwaukee is Wisconsin's largest city but the recession hit that area hard, resulting in little new housing construction including multifamily.

Now, according to economic reports, approximately 20,000 jobs are expected to be created in the greater Milwaukee area and the surrounding region during 2015, the highest annual level in more than 15 years.

Two thousand miles from Milwaukee is Reno, where Tesla

Motor Company announced that it will locate its highly publicized, six million square foot "Gigafactory," to manufacture specialized batteries for its electric-power autos. That has sparked an economic revitalization that could result in excess of 100,000 direct and indirect jobs, including a minimum of 6,500 at the Tesla factory in the next five years.

Nevada state officials believe the super modern factory will generate an additional \$100 billion in economic impact over the next 20 years and a local consulting firm projects that the demand for for-sale housing and apartments could reach more than 97,000 units during the next five to seven years. Along with Tesla, other major corporations located in the local industrial park include Apple Computers, Getty Oil Company and Switch SuperNap.

We also has have our eye on Colorado Springs, Colorado's second largest city and home to the fabled Air Force Academy and other military related facilities. While local economists project that the Colorado Springs economy will grow in 2015, they don't believe it will keep pace with the rest of the state. Nevertheless, according to local economists, the unemployment rate dipped from 8 percent in 2013 to 5.3 percent as of November 2014, indicating sustained business growth.

Taking a closer look at the housing sector, the multifamily vacancy rate in Colorado Springs is 4.3 percent, which in many markets is considered full occupancy due to constant turnover. Construction of both for-sale and rental housing is almost non-existent. Here you have a steadily growing economy and workforce coupled with very low apartment vacancy and almost no new housing construction. From our perspective, this is a target of opportunity and we most definitely will be taking a closer look at Colorado Springs this year.

Whether it's Colorado Springs, Milwaukee, Reno, Cleveland, or some other secondary market, we are confident that we are realizing the value of long-term job and population growth based on our research and analysis. We expect these and other target markets we have identified to recover at a faster rate than the nation as a whole.

Alexander Philips is the CEO for TwinRock Partners. He may be reached at alex@trp-llc.com.

# **Fast Facts**

- Some developers and investors have chosen second-tier markets over prime real estate
- Recovering economies and steady job growth create housing demand in second-tier cities