

Report VI

Redevelopment Agency of the City and County of San Francisco

Continuing Disclosure Annual Report

Pursuant to Rule 15c2-12(b)(5) of the Securities and Exchange Commission, we hereby submit the Continuing Disclosure Annual Report for fiscal year ended June 30, 2017, in connection with the Successor to the Redevelopment Agency to the City and County of San Francisco, listed below, such bonds being outstanding and the obligation of the Successor Agency. All bonds listed below were issued in the state of California.

Description

1. 2014 Series A Tax Allocation Revenue Bonds (Mission Bay South Redevelopment Project) \$56,245,000 , CUSIP: 79771PAW6
2. 2016 Series B Tax Allocation Revenue Bonds (Mission Bay South Redevelopment Project) \$45,000,000, CUSIP: 79770GCY0
3. 2016 Series C Tax Allocation Refunding Revenue Bonds (Mission Bay South Redevelopment Project) \$73,230,000, CUSIP: 79770GDV5
4. 2016 Series D **Subordinate** Tax Allocation Revenue Bonds (Mission Bay South Redevelopment Project) \$73,651,825. CUSIP 79770GFD3

Items associated with Section 4(b).

- 1.) Update to “Property Taxable Values and Allocable Tax Revenues” Table **See *Continuing Disclosure Tables for the Mission Bay South Project Area* (“Rpt 6 Tables 2016-17,” attached).**
- 2.) Description of Parity Debt *issued in the fiscal year to which the Annual Report pertains* and the amount of all debt outstanding payable with tax increment revenue as of the end of the fiscal year to which the Annual Report pertains. **No Parity Debt was issued in the fiscal year ended 6/30/2017. The 6/30/17 aggregate face amount outstanding for the parity bonds (2014A, 2016B and 2016) listed in “Description” above is \$173,060,000.**

The \$74,651,825 Series 2017D Subordinate Bonds were issued on September 20, 2016. The 6/30/17 aggregate face amount outstanding for the 2016D subordinate bonds is \$73,651,825. This includes the amount paid to the Trustees prior to 6/30/17 and held for the 8/1/2017 debt service payment. See Table 4a, *Long Term Obligations*, in the Notes to the Basic Financial Statements for Fiscal Year 2017, Annual Financial Report for the Year Ended June 30, 2017, included with this Report.

- 3.) An update of annual debt service coverage. **FY Ending 2017: A Debt Service coverage table including both parity and subordinate bonds is included in the *Continuing Disclosure Tables for the Mission Bay South Project Area* (“Rpt 6 Tables 2016-17,” attached).** .

- 4.) Assessment appeals. **See *Continuing Disclosure Tables for the Mission Bay South Project Area* (“Rpt 6 Tables 2016-17,” attached).**
- 5.) A list of the top ten tax assessees, their taxable value, and percentage of total taxable value in each Project Area. **See *Continuing Disclosure Tables for the Mission Bay South Project Area* (“Rpt 6 Tables 2016-17,” attached).**
- 6.) The two most recently submitted Recognized Obligation Payment Schedules. **See *Rpt 6 Attachment A***
- 7.) Item b(4) of the Continuing Disclosure Certificate for the Series 2016 D Subordinate bonds additionally requires for the Annual Report for fiscal years 2015-16, 2016-17 and 2017-18, the most recent assessed valuations of the construction projects identified as "New Enrolled Valuation Expected FY2016-17" in the "New Construction and Sales in the Project Area, Completed and Substantially Completed" table as shown in Table 3 of the Private Placement Memorandum, replacing the valuations in the column labelled "Valuation on FY 2015-16 Rolls" with the valuations for the year reported and replacing the valuations in the column labelled "Additional Valuation Not Yet Enrolled" with the difference between the original valuation reported in the "Estimated Full Valuation" column and that reported in the column of valuations for the year reported. **See *Continuing Disclosure Tables for the Mission Bay South Project Area* (“Rpt 6 Tables 2016-17,” attached).**

Item #	Project Name / Debt Obligation	Obligation Type	Contract/Agreement Execution Date	Contract Agreement / Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Retired	ROPS 17-18 Total	17-18A (July-December)					17-18A Total	17-18B (January-June)					17-18B Total		
										\$ 461,345,625	Fund Sources						Fund Sources							
										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
1	Agency Admin Operations	Admin Costs	1/1/2016	6/30/2018	Agency and contracted staff resources	Agency and contracted staff resources	ADM	\$ 4,093,429	N	\$ 3,591,338					\$ 2,046,714	\$ 2,046,714						\$ 1,544,624	\$ 1,544,624	
7	Agency Admin Operations	Miscellaneous	1/1/2016	6/30/2018	CALPERS	Accrued Pension Liability . Current payment amount based on amount above normal cost employer required to pay.	ADM	\$ 19,083,565	N	\$ 961,426				\$ 961,426		\$ 961,426							\$ -	\$ -
9	Agency Admin Operations	Miscellaneous	1/1/2016	6/30/2018	CalPERS	Retiree Medical payments	ADM	\$ 10,998,147	N	\$ 2,261,451				\$ 2,261,451		\$ 2,261,451							\$ -	\$ -
11	Property management of Shoreview Park	Property Maintenance	4/1/2010	6/30/2018	Twin III Maintenance / CCSF SFPUC	Property management personal services contract	Various		N						\$ -								\$ -	\$ -
12	LMIHF Loan Repayment per former SFRA Resolution No. 25-2010	SERAF/ERAF	3/16/2010	6/30/2022	Successor Agency	Repayment of \$16.483 borrowed by the former SF Redevelopment Agency from Low-Mod Income Housing Fund (LMIHF) for SERAF payment in 2010	Agency-wide Housing	\$ 14,602,203	N	\$ 1,772,608				\$ 886,304		\$ 886,304				\$ 886,304			\$ 886,304	\$ 886,304
17	College Track	Miscellaneous	6/21/2011	6/20/2018	US Bancorp CDC	Indemnification Agreement with US Bancorp CDC on 6/21/11 for 7 years for \$2.47 MM - \$4.7 MM if a recapture event occurs on College Track project	BVHP	\$ 4,700,000	N	\$ -						\$ -							\$ -	\$ -
20	Ground Lease Agreement - Cala Foods - 345 Williams Street	Property Maintenance	10/29/1991	10/31/2031	See Notes	Ground lease agreement with grocery store chain to build and operate a grocery store. Requires ongoing project management.	BVHP		N	\$ -						\$ -							\$ -	\$ -
21	HPS Phase 1 DDA	OPA/DDA/Construction	12/2/2003	12/31/2023	Various payees listed below	Disposition and Development Agreement	HPS-CP	\$ 34,246,000	N	\$ -						\$ -							\$ -	\$ -
22	Letter Agreement	Project Management Costs	4/5/2005	12/31/2023	CCSF/ DPW (Phase 1)	City staff (Taskforce) reimbursement for work performed on HPS	HPS-CP	\$ 12,000,000	N	\$ 1,800,000			\$ 900,000			\$ 900,000			\$ 900,000				\$ 900,000	\$ 900,000
23	Interagency Cooperative Agreement-HPS	Project Management Costs	2/11/2005	12/31/2023	CCSF/ City Attorney or outside counsel (Phase 1)	City attorney or outside counsel reimbursement for work performed on HPS	HPS-CP	\$ 375,000	N	\$ 90,000			\$ 60,000			\$ 60,000			\$ 30,000				\$ 30,000	\$ 30,000
24	Interagency Cooperative Agreement-HPS	Project Management Costs	2/11/2005	12/31/2023	CCSF/ DPH (Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 225,000	N	\$ 40,000			\$ 20,000			\$ 20,000			\$ 20,000				\$ 20,000	\$ 20,000
25	Consulting Contract	Professional Services	7/1/2016	6/30/2019	MJF	Administrative support for the HPS CAC	HPS-CP	\$ 550,000	N	\$ 270,000			\$ 135,000			\$ 135,000			\$ 135,000				\$ 135,000	\$ 135,000
26	HPS Phase 1 DDA-Community Benefits Agreement	OPA/DDA/Construction	12/2/2003	12/31/2023	Various payees	Phase 1 DDA required transfer of Community benefits funds	HPS-CP	\$ 1,000,000	N	\$ 500,000			\$ 350,000			\$ 350,000			\$ 150,000				\$ 150,000	\$ 150,000
30	HPS Phase 2 DDA	OPA/DDA/Construction	6/3/2010	10/31/2057	Various payees listed below	Disposition and Development Agreement	HPS-CP	\$ 158,000,000	N	\$ -						\$ -							\$ -	\$ -
31	Consulting Services	Professional Services	3/15/2011	12/31/2017	Overland, Pacific & Cutler	Relocation services	HPS-CP	\$ 250,000	N	\$ 250,000			\$ 250,000			\$ 250,000							\$ -	\$ -
32	Legal Services Contract	Professional Services	2/3/2009	12/31/2033	Kutak Rock (Phase 2)	Legal services contract related to property transfer	HPS-CP	\$ 50,000	N	\$ 20,000			\$ 10,000			\$ 10,000			\$ 10,000				\$ 10,000	\$ 10,000
33	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ Planning(Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 6,000,000	N	\$ 500,000			\$ 250,000			\$ 250,000			\$ 250,000				\$ 250,000	\$ 250,000
34	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ City Attorney or outside counsel (Phase 2)	City attorney or outside counsel reimbursement for work performed on HPS	HPS-CP	\$ 18,750,000	N	\$ 1,000,000			\$ 500,000			\$ 500,000			\$ 500,000				\$ 500,000	\$ 500,000
35	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ DPW (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 17,500,000	N	\$ 2,500,000			\$ 1,250,000			\$ 1,250,000			\$ 1,250,000				\$ 1,250,000	\$ 1,250,000
36	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ OEWD (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 2,582,000	N	\$ 300,000			\$ 150,000			\$ 150,000			\$ 150,000				\$ 150,000	\$ 150,000
37	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	12/31/2039	CCSF/ DPH (Phase 2)	City staff reimbursement for work performed on HPS	HPS-CP	\$ 4,000,000	N	\$ 400,000			\$ 200,000			\$ 200,000			\$ 200,000				\$ 200,000	\$ 200,000
38	Insurance consulting and placement	Project Management Costs	6/3/2010	12/31/2039	CCSF or other insurance provider	Insurance premium payments for Liability	HPS-CP	\$ 30,000	Y	\$ 30,000			\$ 30,000			\$ 30,000							\$ -	\$ -
39	Transportation Plan Coordination	Project Management Costs	6/3/2010	12/31/2039	CCSF/ MTA	City staff reimbursement for work performed on HPS	HPS-CP	\$ 3,581,000	N	\$ 700,000			\$ 450,000			\$ 450,000			\$ 250,000				\$ 250,000	\$ 250,000
40	TIFIA Loan Agreement	Improvement/Infrastructure	6/1/2010	12/31/2039	TBD	Phase 2 transportation improvements	HPS-CP	\$ 1,200,000	Y	\$ -						\$ -							\$ -	\$ -
41	Legal Service Contact	Professional Services	2/19/2010	12/31/2026	Jones Hall	Bond counsel and legal financial consultants	HPS-CP	\$ 200,000	N	\$ 200,000			\$ 100,000			\$ 100,000			\$ 100,000				\$ 100,000	\$ 100,000
42	Legal Services Contract	Professional Services	5/6/2008	6/30/2036	Shute Mihaly (Phase 2)	Legal services contract related to State Lands	HPS-CP	\$ 500,000	N	\$ 500,000			\$ 250,000			\$ 250,000			\$ 250,000				\$ 250,000	\$ 250,000
43	State Lands Staff Reimbursement	Project Management Costs	4/6/2011	6/30/2036	State Lands Commission (Phase 2)	State Lands staff reimbursement for work performed on HPS	HPS-CP	\$ 1,144,000	N	\$ 100,000			\$ 50,000			\$ 50,000			\$ 50,000				\$ 50,000	\$ 50,000
44	State Parks Staff Reimbursement	Project Management Costs	4/6/2011	6/30/2036	CA State Parks and assoc. payees (Phase 2)	State Parks staff reimbursement for work performed on HPS and other consultants effectuating transfer	HPS-CP	\$ 1,500,000	N	\$ 750,000			\$ 375,000			\$ 375,000			\$ 375,000				\$ 375,000	\$ 375,000
46	TIFIA loan application consultant costs and fee	Fees	7/1/2015	6/30/2017	US Department of Transportation and Others	TIFIA loan application fee	HPS-CP		Y							\$ -							\$ -	\$ -
48	Financial Services	Professional Services	12/7/2012	6/30/2018	Various	Real Estate economic advisory services	HPS-CP	\$ 200,000	N	\$ 200,000			\$ 150,000			\$ 150,000			\$ 50,000				\$ 50,000	\$ 50,000
49	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	6/3/2010	10/31/2057	Successor Agency and CP DEVELOPMENT CO, LP	Phase 2 DDA & Tax Increment Allocation Pledge Agreement	HPS-CP	\$ 3,950,194,000	N	\$ -						\$ -							\$ -	\$ -
50	EDA Grant Agreement	Miscellaneous	9/21/2006	3/30/2018	Various payees listed below	Grant from the U.S. Economic Development Administration for the study and creation of an "Arts and Technology District" on HPS	HPS-CP	\$ 5,200,000	N	\$ 5,200,000			\$ 4,680,000	\$ 520,000		\$ 5,200,000							\$ -	\$ -
61	Public Art Installation	Professional Services	1/1/2014	9/30/2015	Azul, Inc.	Public Art Installation	HPS-CP		Y	\$ -						\$ -							\$ -	\$ -
62	HPS Building 101 Stabilization/Improvements	Improvement/Infrastructure	12/1/2013	3/30/2018	TBD	Stabilization/ Improvements for HPS Building #101	HPS-CP	\$ 5,200,000	N	\$ -						\$ -							\$ -	\$ -
67	Building 101,CHRP, IAM and Other	Professional Services	4/12/2010	3/30/2018	Various	Advertisement for RFPs and Construction Bids	HPS-CP		Y	\$ -						\$ -							\$ -	\$ -
69	Construction Administration	Fees	4/12/2010	6/30/2016	CCSF/ DPW	Permit Fee for Artwork *Special Inspection Fee	HPS-CP		Y	\$ -						\$ -							\$ -	\$ -
72	CAL ReUSE	Remediation	10/18/2010	12/31/2019	TBD	State grant funds for lead/asbestos (brownfield) abatement	HPS-CP	\$ 4,100,000	N	\$ 4,100,000			\$ 4,100,000			\$ 4,100,000							\$ -	\$ -
75	Conveyance Agreement between the US Government and the Agency	Miscellaneous	3/31/2004	12/1/2036	Department of the Navy and others	Orderly clean up and transfer of balance of HPS property	HPS-CP	\$ 50,000	N	\$ 50,000			\$ 50,000			\$ 50,000							\$ -	\$ -
76	Property Management	Property Maintenance	1/1/2014	12/1/2036	Various vendors	Repairs and maintenance as needed to maintain property	HPS-CP	\$ 10,000	N	\$ 10,000			\$ 10,000			\$ 10,000							\$ -	\$ -
77	Lease for Building 606 to SFPD	Miscellaneous	5/1/1997	12/1/2036	Department of the Navy	Lease for SFPD facility	HPS-CP	\$ 584,100	N	\$ 100,000			\$ 50,000			\$ 50,000			\$ 50,000				\$ 50,000	\$ 50,000
78	Lease Between the US Government and the Agency	Miscellaneous	10/1/2008	12/1/2036	Department of the Navy	Lease for Buildings 103, 104, 115, 116, 117 & 125	HPS-CP	\$ 1,104,430	N	\$ 350,000			\$ 175,000			\$ 175,000			\$ 175,000				\$ 175,000	\$ 175,000
79	Consulting Contract	Professional Services	12/20/2009	6/30/2018	Langan	Environmental and engineering services	HPS-CP	\$ 650,000	N	\$ 650,000			\$ 350,000			\$ 350,000			\$ 300,000				\$ 300,000	\$ 300,000
84	Mission Bay North Owner Participation Agreement	OPA/DDA/Construction	10/26/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBN Infrastructure and Repayment of CFD Bonds	Mission Bay North	\$ 56,170,000	N	\$ -						\$ -							\$ -	\$ -
85	Mission Bay North CFD #4	Miscellaneous	10/26/1998	11/16/2043	Mission Bay North of Channel Trustee	Repayment of CFD #4 Bond pursuant to the Owner Participation Agreement with FOCIL for construction of MBN Infrastructure	Mission Bay North	\$ 6,018,730	N	\$ -						\$ -							\$ -	\$ -
86	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay North	\$ 56,170,000	N	\$ 4,409,874				\$ 2,204,937		\$ 2,204,937				\$ 2,204,937			\$ 2,204,937	\$ 2,204,937

										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
87	Mission Bay South Owner Participation Agreement	OPA/DDA/Construction	11/2/1998	11/16/2043	FOCIL-MB, LLC	Owner Participation Agreement with FOCIL for construction of MBS Infrastructure	Mission Bay South	\$	276,350,000	N	\$	97,500,000	\$	48,750,000		\$	48,750,000					\$	48,750,000	
88	Tax Increment Allocation Pledge Agreement	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency, FOCIL-MB, LLC (3rd party beneficiary)	Tax Increment Allocation Pledge Agreement	Mission Bay South	\$	276,350,000	N	\$	5,806,662			\$	2,903,331						\$	2,903,331	
89	Mission Bay Agency Costs Reimbursements	Project Management Costs	10/26/1998	11/16/2043	Successor Agency and other parties included in Agency Costs	Reimbursement of Agency Costs to implement the OPAs	Mission Bay North and South	\$	6,600,000	N	\$	500,000			\$	250,000			\$	250,000		\$	250,000	
90	Harris-DPW Contract	Project Management Costs	8/15/2006	8/11/2016	Harris & Associates	Contract with DPW to reimburse Harris for review of FOCIL reimbursements	Mission Bay North and South	\$	11,490,000	N	\$	396,000			\$	198,000			\$	198,000		\$	198,000	
91	Mission Bay Art Program	Professional Services	11/2/1998	11/2/2028	TBD	Use of Art Fees as required by the Redevelopment Plans	Mission Bay North and South	\$	1,281,314	N	\$	1,281,314			\$	640,657			\$	640,657		\$	640,657	
92	Owner Participation Agreement - 72 Townsend Street	OPA/DDA/Construction	7/18/2006	6/30/2018	See Notes	Development agreement with developer for 74 condominiums above a rehabilitated historic warehouse. Requires ongoing project management.	RPSB			N	\$	-			\$	-						\$	-	
101	Contract for design services for Folsom Street, Essex Street, and underramp areas	Professional Services	6/30/2011	6/30/2018	CMG Landscape Architecture	Payment for conceptual designs through contract administration for select open space and streetscape improvements in the Transbay Project Area	Transbay	\$	3,180,000	N	\$	3,180,000	\$	1,450,000		\$	1,450,000		\$	140,000		\$	1,590,000	
102	Tax Increment Sales Proceeds Pledge Agreement (Tax Increment)	OPA/DDA/Construction	1/31/2008	8/4/2051	Transbay Joint Powers Authority (TJPA)	The tax increment generated from the sale and development of the State-owned parcels is pledged to TJPA for development of the Transit Center as required by the Redevelopment Plan and Cooperative Agreement. The TJPA has executed a Transportation Infrastructure Finance and Innovation Act (TIFIA) loan with the U.S. Department of Transportation that will be repaid with tax increment from the State-owned parcels.	Transbay	\$	1,062,000,000	N	\$	3,851,741			\$	1,925,871						\$	1,925,870	
105	Implementation Agreement	OPA/DDA/Construction	1/20/2005	8/4/2036	Various	The Agency shall execute all activities related to the implementation of the Transbay Redevelopment Plan, including, but not limited to, activities related to major infrastructure improvements, including new public parks, new pedestrian oriented alleys, and widened sidewalks, etc. The project cost for implementation of the Transbay Redevelopment Plan activities set forth in the Agreement shall be an indebtedness incurred by the Agency and included in the Agency's annual budget submitted to the City	Transbay	\$	241,000,000	N	\$	-			\$	-						\$	-	
106	Folsom Street Off-Ramp	Improvement/Infrastructure	1/20/2005	8/4/2036	San Francisco County Transportation Authority (SFCTA)	Design, Bid Management, Construction Management and Construction of Folsom/Fremont Off-Ramp	Transbay			Y	\$	-			\$	-						\$	-	
107	Streetscape and Open Space Improvements	Project Management Costs	1/20/2005	8/4/2036	CCSF, Department of Public Works and Municipal Transportation Agency	Coordination of design review through City Departments and ancillary streetscape improvement, parcel preparation costs, construction management and administration of improvements	Transbay	\$	31,250,000	N	\$	22,100,000	\$	11,050,000		\$	11,050,000	\$	11,050,000			\$	11,050,000	
108	Streetscape and Open Space Improvements	Professional Services	1/20/2005	8/4/2036	San Francisco Arts Commission	Civic Design review of streetscape and open space improvements	Transbay			N	\$	-			\$	-						\$	-	
109	Implementation Agreement Legal Review	Legal	1/20/2005	8/4/2036	City Attorney or outside counsel	Review of all documents and contracts for the Transbay Plan	Transbay	\$	560,000	N	\$	560,000			\$	155,000	\$	125,000			\$	280,000	\$	155,000
115	Transbay Projections, Planning, Outreach, and Analysis	Professional Services	1/20/2005	8/4/2036	Various	Consultant and advisory services for implantation of Transbay Plan	Transbay	\$	670,000	N	\$	734,000			\$	150,000	\$	217,000			\$	367,000	\$	150,000
118	Fillmore Heritage Center	Miscellaneous	5/1/2011	6/30/2018	Impark, & SF Tax Collector	Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2			N	\$	-			\$	-						\$	-	
119	Fillmore Heritage Center	Miscellaneous	5/1/2011	6/30/2018	Impark	Operating deficit and capital reserves associated with the Garage Management Agreement for the Agency-owned Fillmore Heritage Garage	Western Addition A-2			N	\$	-			\$	-						\$	-	
123	Disposition and Development Agreement - Fillmore Heritage Center	OPA/DDA/Construction	5/18/2004	8/22/2040	See Notes	Development agreement for a mixed-use project that includes 80 condominiums, a jazz club, two restaurants, a gallery, and a public parking garage. Requires ongoing project management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
124	Ground Lease - Commercial Parcel - Fillmore Heritage Center	Property Maintenance	8/23/2005	8/22/2040	See Notes	Ground lease agreement for the commercial portion of a mixed-use project that includes a jazz club, two restaurants, and a gallery. Requires ongoing project management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
125	Reciprocal Easement Agreement - Fillmore Heritage Center	Property Maintenance	8/26/2005	9/9/2055	See Notes	Agreement that governs the roles and responsibilities, including the payment of common area maintenance charges, between the condominium owners, and the Successor Agency, as owner of the commercial parcel and public parking garage. Requires ongoing project management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
126	Fillmore Heritage Center	Property Maintenance	8/26/2005	9/9/2055	Fillmore Heritage Center Homeowners' Association	Common area maintenance charges associated with the Agency-owned commercial parcel in the Fillmore Heritage Center	Western Addition A-2			N	\$	-			\$	-						\$	-	
127	Tenant Improvement Loan - Yoshi's	Third-Party Loans	11/28/2007	11/17/2027	See Notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
128	Tenant Improvement Loan - Food For Soul	Third-Party Loans	10/2/2007	10/1/2027	See Notes	Loan to finance tenant improvements for a restaurant. Requires ongoing loan management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
129	Working Capital Loan - Food For Soul	Third-Party Loans	11/18/2008	11/17/2018	See Notes	Loan to finance working capital needs for a restaurant. Requires ongoing loan management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
130	Tenant Improvement Loan - Sheba Lounge	Third-Party Loans	1/13/2009	1/13/2019	See notes	Loan to finance tenant improvements for a restaurant/jazz lounge. Requires ongoing loan management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
131	Tenant Improvement Loan - Sheba Lounge	Third-Party Loans	1/1/2009	12/31/2019	See notes	Loan to finance prevailing wage costs associated with tenant improvements for a restaurant/jazz lounge. Requires ongoing loan management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
132	Tenant Improvement Loan - Rasselas	Third-Party Loans	12/18/1997	9/1/2023	See notes	Loan to finance tenant improvements for a jazz club. Requires ongoing loan management.	Western Addition A-2			N	\$	-			\$	-						\$	-	
133	Owner Participation Agreement - 1450 Franklin	OPA/DDA/Construction	12/2/2008	6/30/2018	See notes	OPA with Pacific Heights Franklin Partners LP for a 69-unit mixed-use project at 1450 Franklin Street. Requires ongoing project management.	Western Addition A-2			N	\$	-			\$	-						\$	-	

										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF	
134	Owner Participation Agreement - 1301 Divisadero	OPA/DDA/Construction	5/20/2008	6/30/2018	Not applicable	OPA with A & M Properties, L.P. for a 33-unit condominium project at 1301 Divisadero. Requires ongoing project management.	Western Addition A-2		N	\$ -						\$ -						\$ -
135	Disposition and Development Agreement - 1210 Scott Street	OPA/DDA/Construction	4/15/2008	4/15/2018	Not applicable	DDA with the Jewish Community High School of the Bay (JCHS) for the acquisition and development of the Agency's 1210 Scott Street parcel for construction a gymnasium and a classroom building. Requires ongoing project management.	Western Addition A-2		N	\$ -						\$ -						\$ -
136	Easements with Covenants and Restrictions Affecting Land (ECR) - For land between Fillmore & Webster Streets	Property Maintenance	6/30/1982	11/7/2036	Not applicable	The ECR is an agreement between four adjoining property owners, including the Successor Agency, to develop their parcels together as a unified "commercial center" subject to certain easements & restrictions, and for the ongoing management of the common areas. Requires ongoing property management of the Successor Agency's parcel (Ellis Street Driveway Parcel).	Western Addition A-2		N	\$ -						\$ -						\$ -
138	Jessie Square Garage	Bonds Issued On or Before 12/31/10	1/13/2003	8/1/2018	CCSF	Pursuant to a Cooperation and Tax Reimbursement Agreement for payment of garage net operating income to City	YBC		Y	\$ -						\$ -						\$ -
139	Jessie Square Garage	Miscellaneous	2/15/2005	1/1/2017	City Park; SF Tax Collector	Successor Agency-owned garage operated and managed pursuant to (1) Jessie Square Garage Management Agreement and (2) Subcontract for Jessie Square Garage Operations Management. Both agreements are effective 2/15/2005 and continue month-to-month.	YBC		Y	\$ -						\$ -						\$ -
140	Yerba Buena Gardens Capital Improvement	Property Maintenance	7/1/1991	7/1/2033	MJM Management Group	Separate Account restricted funds for payments to OCII's property manager to cover capital repairs, replacements, and deferred maintenance costs in Yerba Buena Gardens	YBC	\$ 20,000,000	N	\$ 7,319,317		\$ 3,659,659				\$ 3,659,659		\$ 3,659,658				\$ 3,659,658
141	Yerba Buena Gardens Property Management	Property Maintenance	7/1/2009	6/30/2018	MJM Management Group/Various	Personal Services Contract for annual operations payments and full-time, on-site property management of OCII-owned Yerba Buena Gardens	YBC	\$ 4,300,000	N	\$ 4,300,000		\$ 2,150,000				\$ 2,150,000		\$ 2,150,000				\$ 2,150,000
142	Children's Creativity Museum	Miscellaneous	7/1/1997	6/30/2022	Children's Creativity Museum	Operating Agreement: for the operations of a hands-on children's creativity museum	YBC	\$ 2,400,000	N	\$ 600,000		\$ 420,000				\$ 420,000		\$ 180,000				\$ 180,000
143	Yerba Buena Center for the Arts	Miscellaneous	6/15/2004	6/30/2019	Yerba Buena Center for the Arts	Amended and Restated Agreement for Operation of Cultural Facilities for operation of galleries, forum and theatre	YBC	\$ 3,330,000	N	\$ 3,330,000		\$ 1,665,000				\$ 1,665,000		\$ 1,665,000				\$ 1,665,000
144	Yerba Buena Gardens outdoor programming	Miscellaneous	7/11/2000	6/30/2018	Yerba Buena Arts and Events	Yerba Buena Gardens Programming Agreement for outdoor programming in the public open spaces at YBG	YBC	\$ 75,000	N	\$ 75,000		\$ 45,000				\$ 45,000		\$ 30,000				\$ 30,000
145	Community Benefit District Assessment	Fees	1/1/2009	12/31/2030	CCSF - Tax Collector	CBD assessment for YBG property owned by the Successor Agency	YBC	\$ 1,044,000	N	\$ 87,000						\$ -		\$ 87,000				\$ 87,000
147	Legal Review	Legal	2/1/2012	6/30/2018	City Attorney's Office or outside counsel	Legal Review of Transactions Related to YBG Separate Account Leases/Operators & YBC Related Transactions	YBC	\$ 50,000	N	\$ 50,000		\$ 25,000				\$ 25,000		\$ 25,000				\$ 25,000
151	The Mexican Museum	Miscellaneous	12/14/2010	12/14/2020	The Mexican Museum	A Grant Agreement with the Mexican Museum to provide funding for predevelopment, design and construction of tenant improvements for a new museum associated with a new mixed-use project on a site that includes 706 Mission Street and former Agency disposition parcel CB-1-MM. Requires on-going project management.	YBC	\$ 7,785,119	N	\$ -						\$ -						\$ -
152	Owner Participation Agreement - 680 Folsom	OPA/DDA/Construction	4/1/2008	6/30/2018	Not applicable	OPA with 680 Folsom Owner LLC for a proposed office development at 680-690 Folsom Street and 50 Hawthorne Street (Assessor's Block 3735, Lots 013-017). Requires on-going project management.	YBC		N	\$ -						\$ -						\$ -
153	Agreement for Disposition of Land for Private Development - The Paramount/680 Mission	OPA/DDA/Construction	5/16/1990	6/30/2018	CCSF - MOHCD (See notes)	LDA with Third and Mission Associates LLC for the preservation of the circa-1912, four-story Jessie Hotel and the development of a 492,000-square-foot office building, which includes space for the California Historical Society, at 680 Mission Street. Requires on-going project management.	YBC	\$ 2,110,000	N	\$ 2,110,000		\$ 2,110,000				\$ 2,110,000						\$ -
154	Agreement for Disposition of Land for Private Development - W Hotel	OPA/DDA/Construction	9/19/1995	6/30/2018	Not applicable	The LDA was for the development of a hotel containing up to 450 guest rooms, meeting rooms, a restaurant and off-street parking. Requires ongoing project management.	YBC		N	\$ -						\$ -						\$ -
155	Agreement for Disposition of Land for Private Development - the Westin Hotel	OPA/DDA/Construction	3/28/1980	6/30/2018	Not applicable	The LDA was for the development of a 700-room hotel containing, commercial space, public spaces, restaurants, coffee shop, meeting rooms, cocktail lounges and underground parking. The LDA provides for multiple easements, including public access easements over the Central Block One common areas.	YBC		N	\$ -						\$ -						\$ -
156	Disposition and Development Agreement - San Francisco Museum of Modern Art	OPA/DDA/Construction	1/15/1991	6/30/2018	Not applicable	The DDA provides for the development of a fine arts museum including gallery space, auditorium space, library, retail, administrative, and art storage space. Requires ongoing project management.	YBC		N	\$ -						\$ -						\$ -
157	Amended and Restated Construction, Operation and Reciprocal Easement Agreement and Agreement Creating Liens (REA) - Jessie Square	Property Maintenance	3/31/1998	3/31/2097	Not applicable	The REA provides for security, maintenance, use and operation of the Central Block One common area, including Successor Agency-owned Jessie Square. Requires ongoing property and asset management.	YBC		N	\$ -						\$ -						\$ -
158	Owner Participation Agreement - St. Patrick's Church	OPA/DDA/Construction	3/13/1974	6/30/2018	Not applicable	The OPA provides for renovations of the church and easement agreements related to construction of Jessie Square Garage and Yerba Buena Lane. Requires on-going project management.	YBC		N	\$ -						\$ -						\$ -
159	Owner Participation/Disposition and Development Agreements - Emporium & Bloomingdales	OPA/DDA/Construction	10/17/2000	11/13/2030	Not applicable	The OP/DDA was for development of the historic Emporium building on Market Street together with the expansion of the adjoining shopping center, which resulted in a large, mixed-use commercial shopping center including a new Bloomingdales store, retail shops, a multiplex cinema, restaurants, and office space. Requires ongoing project management.	YBC		N	\$ -						\$ -						\$ -

										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF			
161	Candlestick Point and Phase 2 of the Hunters Point Shipyard-Alice Griffith Funding	OPA/DDA/Construction	6/3/2010	12/31/2020	CP Development Co., LP/ McCormack Baron Salazar	Agency funding obligation for 504 Alice Griffith Units	HPS-CP- Housing	\$	45,153,403	N	\$	9,000,000	\$	5,033,112		\$	2,966,888		\$	8,000,000	\$	1,000,000	\$	1,000,000
177	Hunters View Phase II-III Loan Agreement	OPA/DDA/Construction	4/19/2011	4/19/2066	Hunters View Associates LP	Permanent Development loan for Phases II & III	BVHP-Housing			N	\$	-				\$	-						\$	-
218	Disposition and Development Agreement - Hunters Point Shipyard Phase 1; affordable housing program funded by LMIHF for HPS Phase 1	OPA/DDA/Construction	12/2/2003	12/31/2057	Successor Agency	Contractual obligation to fund & construct affordable housing under Hunters Point Shipyard-Phase 1 Disposition and Development Agreement	HPS-CP Housing	\$	52,150,000	N	\$	-				\$	-						\$	-
219	Phase 2 DDA & Tax Increment Allocation Pledge Agreement (Housing Portion)	OPA/DDA/Construction	6/3/2010	12/31/2057	Successor Agency	Phase 2 DDA & Pledge of Property Tax Revenues to fulfill affordable housing obligations in Candlestick Point-Hunters Point Shipyard-Phase 2 Disposition and Development Agreement - see Notes	BVHP-Housing	\$	1,009,233,000	N	\$	-				\$	-						\$	-
220	Mission Bay North Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay North	OPA/DDA/Construction	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay North Tax Allocation Pledge Agreement -see Notes	Mission Bay North	\$	270,750,000	N	\$	995,140			\$	497,570				\$	497,570		\$	497,570
226	Mission Bay South Tax Allocation Pledge Agreement (Housing Portion); affordable housing program funded by LMIHF for Mission Bay South	Miscellaneous	11/16/1998	11/16/2043	Successor Agency	Pledge of Property Tax Revenues under Mission Bay South Tax Allocation Pledge Agreement - see Notes	Mission Bay South	\$	321,745,000	N	\$	1,506,224			\$	753,112				\$	753,112		\$	753,112
228	Mission Bay South Parcel 7W	OPA/DDA/Construction	9/1/2014	9/1/2069	Mission Bay Block 7 Housing Partners, L.P.	Funding required for construction subsidy	Mission Bay South - Housing			N	\$	-				\$	-						\$	-
237	Affordable housing production obligation under Section 5027.1 of Cal. Public Resources Code; affordable housing program funded by LMIHF for Transbay	OPA/DDA/Construction	1/20/2005	6/20/2035	Successor Agency	Affordable housing production/funding requirements of LMIHF for Transbay - see Notes	Transbay	\$	769,000,000	N	\$	-				\$	-						\$	-
239	Transbay Blocks 6&7 construction funding	OPA/DDA/Construction	1/7/2014	1/6/2069	Mercy Housing California 62, L.P.	Funding required for construction subsidy	Transbay - Housing	\$	20,603,837	N	\$	-				\$	-						\$	-
250	Parcel N1-A -- Port Lease (SBH)	Miscellaneous	11/14/1986	9/25/2050	CCSF - Port Commission	SBH/Pier 40 open space	South Beach Harbor	\$	52,321	N	\$	52,321				\$	-		\$	52,321		\$	52,321	
251	Parcel N1-B -- Port Lease (SBH)	Miscellaneous	6/30/1990	9/25/2050	CCSF - Port Commission	SBH/Pier 40 Shed/Warehouse Bldg	South Beach Harbor	\$	282,103	N	\$	282,103				\$	-		\$	282,103		\$	282,103	
252	Parcel N-2 -- Port Lease (SBH)	Miscellaneous	12/7/1984	9/25/2050	CCSF - Port Commission	SBH/Pier 40 open space	South Beach Harbor	\$	204,352	N	\$	204,352				\$	-		\$	204,352		\$	204,352	
255	Sublease Agreement with Carmen and Benito Solis, dba Carmen's Restaurant	Property Maintenance	4/17/2010	9/25/2050	See notes	Agreement allows the Solis' to sublease about 1,600 square feet of space on Pier 38/40, which is owned by the Port of San Francisco	RPSB			N	\$	-				\$	-						\$	-
257	Rincon Point - South Beach Harbor Operations and Rincon Park Maintenance	Miscellaneous	1/1/1986	6/30/2018	CCSF - Port Commission and various other vendors	Operating costs for South Beach Harbor and lease payments for various properties leased from the Port of San Francisco, and Rincon Park Maintenance	South Beach Harbor	\$	1,259,284	N	\$	1,259,284			\$	629,642			\$	629,642		\$	629,642	
261	Tax Allocation Bond Series 1998C	Bonds Issued On or Before 12/31/10	3/10/1998	8/1/2024	Bank of New York	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Hunters Point, Western Addition A2		4,260,000	N	\$	-				\$	-						\$	-
264	Tax Allocation Bond Series 1998D	Bonds Issued On or Before 12/31/10	7/1/1998	8/1/2024	Bank of New York	Bond Debt Service	YBC		42,425,000	N	\$	-				\$	-						\$	-
267	Tax Allocation Bond Series 2003A	Bonds Issued On or Before 12/31/10	3/6/2003	8/1/2024	U.S. Bank	Bond Debt Service	Rincon Point South Beach, Western Addition A2, Golden Gateway/South of Market,		2,255,774	N	\$	2,255,774				\$	-			\$	2,255,774		\$	2,255,774
270	Tax Allocation Bond Series 2003B	Bonds Issued On or Before 12/31/10	3/6/2003	8/1/2018	U.S. Bank	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Western Addition A2, Golden Gateway/South of Market		4,394,187	N	\$	4,394,188				\$	-			\$	4,394,188		\$	4,394,188
297	Tax Allocation Bond Series 2006A	Bonds Issued On or Before 12/31/10	8/24/2006	8/1/2035	Bank of New York	Bond Debt Service	Yerba Buena Center, Golden Gateway, Mission Bay North		110,214,139	N	\$	521,254				\$	-			\$	521,254		\$	521,254
303	Tax Allocation Bond Series 2007A	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2036	Bank of New York	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, South of Market, Mission Bay North, Bayview Hunters Point, Transbay		178,424,369	N	\$	8,453,363				\$	-			\$	8,453,363		\$	8,453,363
306	Tax Allocation Bond Series 2007B	Bonds Issued On or Before 12/31/10	11/8/2007	8/1/2037	Bank of New York	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Hunters Point, India Basin, Western Addition A2, Golden Gateway/South of Market		16,130,557	N	\$	11,208,944				\$	-			\$	11,208,944		\$	11,208,944
309	Tax Allocation Bond Series 2009A	Bonds Issued On or Before 12/31/10	9/3/2009	8/1/2024	U.S. Bank	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Western Addition A2, South of Market, Mission Bay North, Mission Bay South, Bayview Hunters Point, Transbay		39,059,778	N	\$	9,996,200				\$	-			\$	9,996,200		\$	9,996,200
312	Tax Allocation Bond Series 2009B	Bonds Issued On or Before 12/31/10	9/3/2009	8/1/2039	U.S. Bank	Bond Debt Service	Yerba Buena Center, South of Market, Bayview Hunters Point, Transbay		16,384,044	N	\$	1,877,600				\$	-			\$	1,877,600		\$	1,877,600
321	Tax Allocation Bond Series 2009E	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	Yerba Buena Center, Rincon Point South Beach, Western Addition A2, South of Market, Mission Bay North, Mission Bay South, Bayview Hunters Point		142,095,338	N	\$	6,063,670				\$	-			\$	6,063,670		\$	6,063,670
324	Tax Allocation Bond Series 2009F	Bonds Issued On or Before 12/31/10	12/17/2009	8/1/2039	U.S. Bank	Bond Debt Service	South of Market, Bayview Hunters Point, Transbay		10,519,119	N	\$	460,763				\$	-			\$	460,763		\$	460,763
327	Tax Allocation Bond Series 2010A	Bonds Issued On or Before 12/31/10	8/16/2010	8/1/2040	Bank of New York	Bond Debt Service	Western Addition A2, Golden Gateway, Transbay		70,189,717	N	\$	2,914,281				\$	-			\$	2,914,281		\$	2,914,281
330	Tax Allocation Bond Series 2011A	Bonds Issued After 12/31/10	3/21/2010	8/1/2041	U.S. Bank	Bond Debt Service	Hunter Point, Western Addition A2, Golden Gateway, South of Market, Bayview Hunters Point, Transbay		53,058,672	N	\$	2,160,794				\$	-			\$	2,160,794		\$	2,160,794
333	Tax Allocation Bond Series 2011B	Bonds Issued After 12/31/10	4/26/2011	8/1/2041	U.S. Bank	Bond Debt Service	South of Market, Bayview Hunters Point, Transbay		30,740,697	N	\$	1,036,919				\$	-			\$	1,036,919		\$	1,036,919
342	Tax Allocation Bond Series 2011E	Bonds Issued After 12/31/10	4/26/2011	8/1/2031	U.S. Bank	Bond Debt Service	Mission Bay North, Mission Bay South		17,498,610	N	\$	799,681				\$	-			\$	799,681		\$	799,681
345	Tax Allocation Bond Admin (ALL)	Fees	8/1/1993	8/1/2041	SFRA, CCSF: Admin, Legal, Fiscal Consultant, Bond Counsel, Financial Advisor	Bond Portfolio Management	All Project Areas with Bond/Loan Obligations	\$	4,435,817	N	\$	4,435,817	\$	4,300,000		\$	67,908			\$	4,367,908		\$	67,909
346	South Beach 1986A	Revenue Bonds Issued On or Before 12/31/10	12/17/1986	12/1/2016	U.S. Bank	Bond Debt Service	South Beach Harbor			Y	\$	-				\$	-						\$	-
347	South Beach 1986A	Fees	12/17/1986	12/1/2016	U.S. Bank	Bond Trustee Fees	South Beach Harbor			Y	\$	-				\$	-						\$	-
348	South Beach CalBoating Loans	Third-Party Loans	4/8/1987	8/1/2036	State of California	Loan - South Beach Harbor California Department of Boating and Waterways Loans	South Beach Harbor		10,444,152	N	\$	535,955			\$	535,955			\$	535,955		\$	-	
349	Project Related Employee Reimbursable	Project Management Costs	7/1/2014	6/30/2017	Various HPS Project Staff	HPS project transportation and meeting expenses	HPS-CP			Y	\$	-				\$	-						\$	-
354	Interagency Cooperative Agreement-HPS	Project Management Costs	6/3/2010	6/30/2039	CCSF/ Planning(Phase 1)	City staff reimbursement for work performed on HPS	HPS-CP	\$	15,000	N	\$	15,000			\$	15,000			\$	15,000		\$	-	
355	Interagency Cooperative Agreement-HPS	Project Management Costs	7/1/2014	6/30/2039	CCSF/ Public Utilities Commission	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	\$	18,500,000	N	\$	1,500,000			\$	750,000			\$	750,000		\$	750,000	

										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF									
359	Purchase and Sale Agreement with Millennium Partners for properties associated with the 706 Mission Street/Mexican Museum Project	Property Dispositions	7/22/2013	7/22/2017	Various	Purchase and Sale Agreement with Millennium Partners for sale of three Agency-owned parcels for the development of the 706 Mission Street/Mexican Museum Project	YBC	\$	2,000,000	N	\$	2,000,000			\$	2,000,000						\$	-							
361	CP Development Co Funds for AG Development	OPA/DDA/Construction	6/3/2010	6/27/2069	Double Rock Ventures LLC/affiliated LP	Funding required for construction subsidy	HPS-CP	\$	24,000,000	N	\$	1,800,000			\$	1,800,000						\$	-							
364	Bond Trustee Fees	Fees	7/1/1993	8/1/2041	US Bank and Bank of New York	Bond Trustee Fees	Various	\$	30,603	N	\$	30,603		\$	13,773		\$	13,773			\$	16,830	\$	16,830						
369	Site J -- Port Lease (non SBH)	Miscellaneous	9/24/1987	9/25/2050	CCSF - Port Commission	Delancey Street special needs housing	South Beach Harbor	\$	107,974	N	\$	53,984		\$	26,992				\$	26,992		\$	26,992							
370	Site K -- Port Lease (non SBH)	Miscellaneous	5/9/1991	9/25/2050	CCSF - Port Commission	Steamboat Point affordable housing	South Beach Harbor	\$	102,304	N	\$	51,152		\$	25,576				\$	25,576		\$	25,576							
371	Site M-3, M-4A, S-1D -- Port Lease (non SBH)	Miscellaneous	2/15/1995	9/25/2050	CCSF - Port Commission	Portion of SBH parking lot and truck turnaround near ballpark	South Beach Harbor	\$	213,617	N	\$	106,608		\$	53,304				\$	53,304		\$	53,304							
372	Deferred Maintenance and Capital Improvements for Shoreview Park	Property Maintenance	2/1/2012	6/30/2018	Various	Deferred Maintenance and Capital Improvements for Shoreview Park	HP		-	N	\$	-			\$	-						\$	-							
373	Asset Management & Disposition Costs	Property Dispositions	2/1/2012	6/30/2018	Various	Costs associated with property management and disposition	YBC	\$	1,314,302	N	\$	625,196		\$	212,598		\$	312,598		\$	100,000	\$	212,598	\$	312,598					
374	Transbay Block 8 construction funding	OPA/DDA/Construction	8/4/2015	8/4/2072	TB 8 Housing Partners L.P.	Funding required for construction subsidy	Transbay - Housing	\$	16,000,000	N	\$	-			\$	-						\$	-							
375	Security Service	Professional Services	3/1/2014	6/30/2020	Lennar (Phase 1 and 2)	Security at HPS	HPS-CP		-	Y	\$	-			\$	-						\$	-							
376	Interagency Cooperative Agreement-HPS	Project Management Costs	1/1/2014	6/30/2039	CCSF/ Fire Department	City staff reimbursement for work performed on HPS (Phase 2)	HPS-CP	\$	100,000	N	\$	100,000		\$	50,000				\$	50,000		\$	50,000							
377	HPS Phase 2 DDA-Community Benefits Agreement	Miscellaneous	3/1/2014	6/30/2057	Legacy Foundation	Scholarship Program	HPS-CP	\$	500,000	N	\$	500,000		\$	500,000							\$	-							
378	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2057	TBD	Education Improvement Fund	HPS-CP	\$	500,000	N	\$	500,000		\$	500,000							\$	-							
380	HPS Phase 2 DDA-Community Benefits Agreement	OPA/DDA/Construction	3/1/2014	6/30/2057	SE Health Center	Wellness Contribution	HPS-CP	\$	1,900,000	N	\$	1,900,000		\$	1,900,000							\$	-							
381	HPS Infrastructure Design Review and Permitting Technical Support Contract	Professional Services	4/5/2005	6/30/2018	Various	Technical support and engineering services for vertical and horizontal design review and permitting	HPS-CP	\$	7,750,000	N	\$	7,750,000		\$	3,875,000				\$	3,875,000		\$	3,875,000							
382	2011 Hotel Occupancy Tax Refunding Bonds	Bonds Issued After 12/31/10	3/17/2011	6/1/2025	Bank of New York	Bond Debt Service	YBC	\$	37,263,375	N	\$	4,829,750		\$	774,875		\$	774,875		\$	4,054,875		\$	4,054,875						
384	Use of Excess Bond Proceeds: South of Market	Improvement/Infrastructure	7/1/2014	6/30/2018	City and County of San Francisco	Use of South of Market Excess Bond Proceeds through a grant agreement with the City for eligible work, including pedestrian safety and alleyway improvements	SOM	\$	526,000	N	\$	540,000	\$	540,000			\$	540,000					\$	-						
385	Use of Excess Bond Proceeds: Western Addition A-2	Improvement/Infrastructure	7/1/2014	6/30/2018	City and County of San Francisco	Use of Western Addition A-2 Excess Bond Proceeds through a grant agreement with the City for capital improvements to the Ella Hill Hutch Community Center	Western Addition	\$	88,000	N	\$	100,000	\$	100,000			\$	100,000					\$	-						
386	Use of Excess Bond Proceeds: Bayview Hunters Point Tax Exempt Series 1996B, 1998A, 2009B & 2009F for Third Street Corridor and Bayview Community Challenge Grants	Improvement/Infrastructure	7/1/2014	6/30/2018	City and County of San Francisco	Use of Bayview Hunters Point Excess Bond Proceeds through a grant agreement with the City for eligible work, including a facade improvements along the Third Street Corridor and a Bayview community challenge grant allocation for public art, sidewalk gardens, and other street greening projects	BVHP	\$	455,000	N	\$	505,000	\$	505,000			\$	505,000					\$	-						
387	Use of Excess Bond Proceeds Bayview Hunters Point Tax Exempt Series 2009 B & F for CNI Model Block/Streetscape Improvement Program	Miscellaneous	1/1/2015	6/30/2018	City and County of San Francisco	Use of Bayview Hunters Point Excess Bond Proceeds to fund letter agreement with MOHCD to provide funding for streetscape improvements through the "Model Block" program to implement the HUD Choice Neighborhood Initiatives (CNI) Grant.	BVHP	\$	450,000	N	\$	500,000	\$	500,000			\$	500,000					\$	-						
388	Transfer to MOHCD, Excess Tax-exempt bond proceeds from Series 1996B 2000A, 2001A, and 2003B for affordable housing rehabilitation	Miscellaneous	11/3/2015	6/30/2018	City and County of San Francisco	Use of Pre-2011 tax-exempt housing bond proceeds for purposes consistent with indentures	Citywide Housing	\$	5,294,458	N	\$	5,500,000	\$	5,500,000			\$	5,500,000					\$	-						
389	Tax Allocation Bond Series MBS2014A	Bonds Issued After 12/31/10	3/11/2014	8/1/2043	US Bank	Bond Debt Service		\$	104,084,250	N	\$	3,550,740			\$	-				\$	3,550,740		\$	3,550,740						
391	Transbay Underramp Park Construction	OPA/DDA/Construction	7/1/2016	6/30/2018	Various	Construction of Transbay Underramp Park	Transbay	\$	26,500,000	N	\$	1,540,000	\$	770,000		\$	770,000	\$	770,000				\$	770,000						
392	Transbay Block 1 Affordable Housing Construction	OPA/DDA/Construction	1/1/2016	1/1/2061	Tishman Speyer	Funding required for construction subsidy	Transbay		-	Y	\$	-			\$	-						\$	-							
393	Mission Bay South Block 6 East affordable Housing Funding	OPA/DDA/Construction	12/2/2014	12/2/2071	Tenderloin Neighborhood Housing Corporation	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$	33,350,000	N	\$	-			\$	-							\$	-						
394	Mission Bay South Block 3 East affordable Housing Funding	OPA/DDA/Construction	1/1/2016	1/1/2073	Chinatown Community Development Corporation	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	HPS-CP Housing	\$	41,665,000	N	\$	39,752,642	\$	30,004,501		\$	8,885,641		\$	38,890,142		\$	862,500	\$	862,500					
395	HPS Block 54 Affordable Housing	OPA/DDA/Construction	1/1/2016	1/1/2073	TBD	HPS Block 54 Affordable Housing Predevelopment and Construction	HPS-CP Housing	\$	19,735,000	N	\$	4,015,000	\$	4,015,000			\$	4,015,000					\$	-						
396	Tax Allocation Bond Series 2014B	Bonds Issued After 12/31/10	12/30/2014	8/1/2035	US Bank	Bond Debt Service	Various	\$	9,168,300	N	\$	9,168,300		\$	9,168,300								\$	-						
397	Tax Allocation Bond Series 2014C	Bonds Issued After 12/31/10	12/30/2014	8/1/2029	US Bank	Bond Debt Service	Various	\$	12,212,850	N	\$	12,212,850		\$	12,212,850								\$	-						
398	Other Professional Services - HPSY P2	Project Management Costs	7/1/2016	6/30/2017	TBD	Other Professional Services - HPSY P2	HPS-CP	\$	750,000	N	\$	750,000		\$	550,000				\$	550,000		\$	200,000							
399	Tax Allocation Series MBN2016A	Refunding Bonds Issued After 6/27/12	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service		\$	70,951,700	N	\$	4,200,250		\$	2,374,175		\$	2,374,175		\$	1,826,075		\$	1,826,075						
400	Tax Allocation Series MBS2016B	Refunding Bonds Issued After 6/27/12	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service		\$	78,728,050	N	\$	3,191,500			\$	-				\$	3,191,500		\$	3,191,500						
401	Tax Allocation Series MBS2016C	Refunding Bonds Issued After 6/27/12	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service		\$	126,832,650	N	\$	5,220,300			\$	-				\$	5,220,300		\$	5,220,300						
402	Tax Allocation Series MBS2016D	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service		\$	141,492,180	N	\$	894,667		\$	654,667		\$	654,667		\$	240,000		\$	240,000						
403	Candlestick Point Block 10a Affordable Housing	OPA/DDA/Construction	3/1/2016	3/1/2073	TNDC/YCD	HPS-CP Block 10a Affordable Housing Predevelopment and Construction	HPS-CP Housing	\$	55,985,000	N	\$	3,515,000	\$	1,757,500		\$	1,757,500	\$	1,757,500				\$	1,757,500						
404	Candlestick Point Block 11a Affordable Housing	OPA/DDA/Construction	3/1/2016	3/1/2073	Mercy/SFHDC	HPS-CP Block 11a Affordable Housing Predevelopment and Construction	HPS-CP Housing	\$	59,985,000	N	\$	3,514,500	\$	1,757,500		\$	1,757,500	\$	1,757,000				\$	1,757,000						
405	Mission Bay South Block 6 West Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	Construction funding for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$	34,985,000	N	\$	1,800,000	\$	900,000		\$	900,000	\$	900,000				\$	900,000						
406	Transbay Block 4 Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	Hines / Urban Pacific	Funding required for predevelopment and construction subsidy	Transbay-Housing		-	N	\$	-			\$	-							\$	-						
407	Refunding Bond Reserve Payments (All)	Bonds Issued After 12/31/10	7/1/2016	8/1/2047	Bond Trustee	Bond Debt Service	All Project Areas with Bond/Loan Obligations	\$	19,235,417	N	\$	19,235,417	\$	19,235,417			\$	19,235,417					\$	-						
408	2017A Affordable Housing Bonds	Bonds Issued After 12/31/10	8/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Various	\$	112,000,000	N	\$	3,690,169		\$	934,026		\$	934,026		\$	2,756,143		\$	2,756,143						
409	2017B Transbay Bonds	Bonds Issued After 12/31/10	7/1/2016	8/1/2046	Bond Trustee	Bond Debt Service		\$	50,000,000	N	\$	1,328,847		\$	336,347		\$	336,347		\$	992,500		\$	992,500						
410	2017C Mission Bay New Money and Refunding Housing Bonds	Bonds Issued After 12/31/10	7/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Mission Bay	\$	55,000,000	N	\$	7,931,979		\$	2,730,944		\$	2,730,944		\$	5,201,035		\$	5,201,035						
411	Enforceable Obligation Support	Project Management Costs	7/1/2016	6/30/2018	Various	Enforceable Obligation Support. Agency costs that fund project support	Various	\$	8,727,573	N	\$	8,727,573	\$	1,126,125		\$	2,731,594	\$	506,066		\$	4,363,785	\$	1,126,126	\$	2,731,595	\$	506,067	\$	4,363,788
412	Surety Bond Credit Program	OPA/DDA/Construction	7/1/2016	6/30/2018	TBD	Surety Bond and Credit Program	HPS-CP	\$	50,000	N	\$	50,000		\$	50,000								\$	-						
413	Transbay Block 2 West Affordable Housing Funding	OPA/DDA/Construction	7/1/2016	3/1/2073	TBD	Funding required for predevelopment and construction subsidy	Transbay - Housing	\$	19,500,000	N	\$	3,515,000			\$	-	\$	2,449,571		\$	1,065,429		\$	3,515,000						

										Total	Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF		Bond Proceeds	Reserve Balance	Other Funds	RPTTF	Admin RPTTF															
414	Yerba Buena Cash Accounts	Miscellaneous	7/1/2016	6/30/2018	CCSF or CCSF designee	Transfer of Yerba Buena Gardens and cash balances - including bond proceeds - to the City with the transfer of the YBG real estate assets	YBC	\$	20,000,000	N	\$	20,000,000			\$	20,000,000						\$	-													
415	2017D Housing Refunding Bonds	Bonds Issued After 12/31/10	7/1/2016	8/1/2046	Bond Trustee	Bond Debt Service	Various	\$	95,000,000	N	\$	9,451,240		\$	4,725,620		\$	4,725,620			\$	4,725,620	\$	4,725,620												
416	Transbay Block 2 East Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	Funding required for predevelopment and construction subsidy	Transbay - Housing	\$	42,250,000	N	\$	3,515,000			\$	-	\$	1,080,426		\$	2,434,574		\$	3,515,000												
417	Mission Bay South Block 9 Affordable Housing Funding	OPA/DDA/Construction	3/1/2016	3/1/2073	TBD	Funding required for predevelopment and construction subsidy for affordable housing project in partial fulfillment of MBS OPA Requirements	Mission Bay South - Housing	\$	37,485,000	N	\$	3,515,000	\$	3,515,000		\$	3,515,000						\$	-												
418	CDBG Program Funds for Affordable Housing	Miscellaneous	7/1/2017	6/30/2018	TBD	Alice Griffith Supportive Housing	HPS-CP Housing	\$	3,500,000	N	\$	350,000			\$	175,000			\$	175,000		\$	175,000													
											\$	140,809,155	\$	-	\$	74,862,828	\$	49,775,945	\$	2,046,714	\$	265,447,928	\$	72,090,623	\$	-	\$	31,236,078	\$	92,570,996	\$	1,544,624	\$	195,897,697	\$	142,346,941

**CONTINUING DISCLOSURE TABLES
FOR THE
MISSION BAY SOUTH PROJECT AREA**

REPORTING YEAR FY2016-17

**PREPARED FOR THE
SUCCESSOR AGENCY TO THE
SAN FRANCISCO REDEVELOPMENT AGENCY**

Property Taxable Values, Tax Revenues and Delinquency Rates
San Francisco Redevelopment Agency
Mission Bay South

	2013-14	2014-15	2015-16	2016-17	2017-18 (Preliminary)
Assessed Values (1):					
Existing Properties:					
Real Property	1,636,906	1,941,452	2,355,590	2,756,146	3,343,867
SBE Rolls	-	-	-	-	-
Total Secured Assessed Value	1,636,906	1,941,452	2,355,590	2,756,146	3,343,867
Unsecured Assessed Value	148,597	167,770	213,470	209,309	192,682
Total Assessed Value	1,785,502	2,109,223	2,569,060	2,965,455	3,536,549
Base Year Values:					
Secured	85,054	85,054	85,054	85,054	85,054
Unsecured	12,628	12,628	12,628	12,628	12,628
Increase Over Base Year Values:					
Secured	1,551,852	1,856,399	2,270,536	2,671,093	3,258,814
Unsecured	135,969	155,142	200,842	196,681	180,053
Tax Rates:					
Secured Tax Rate	0.010000	0.010000	0.010000	0.010000	0.010000
Unsecured Tax Rate	0.010000	0.010000	0.010000	0.010000	0.010000
Tax Increment Revenue (2):					
Secured Property	15,519	18,564	22,705	26,711	32,588
Unsecured Property	1,360	1,551	2,008	1,967	1,801
Gross Tax Increment Revenue	16,878	20,115	24,714	28,677.73	34,388.67
Less Allocable 20% Housing Set-Aside Revenue	3,376	4,023	4,943	5,736	6,878
Less AB1290 Passthrough Obligation (3)	-	-	-	-	-
Allocable 80% Tax Increment Revenue	13,503	16,092	19,771	22,942	27,511
Delinquency Rate (4)	0.1%	0.4%	0.0%	N/A	N/A

(1) Assessed valuations shown are "full cash value" and exclude homeowner subventions.

(2) Revenue numbers equal the tax rate times the increase over base year value and do not necessarily equal amounts collected.

(3) No amount deducted to compute Allocable Tax Revenues, since AB1290 payments for this Project Area have been subordinated to the Loan Agreement and to Parity Prior Loan Agreements for this Project Area.

(4) The City currently advances 100% of Tax Revenues to the Agency notwithstanding the occurrence of delinquencies. Delinquency rates shown are calculated based on the delinquencies remaining as of the September or October following the close of the fiscal year. Payments made subsequently are not reflected in the rates.

Source: City and County of San Francisco; Urban Analytics.

Ten Largest Property Owners By Valuation, 2016-17
San Francisco Redevelopment Agency
Mission Bay South

Property Owner	Assessed Value	Pct of Total Assessed Value	Land Use
ALEXANDRIA REAL ESTATE SF * (7: 2016-17, 7: 2015-16)	645,744,215	21.8%	Commercial Office
BOSA DEVELOPMENT CA	260,343,373	8.8%	Condominium
ESSEX PORTFOLIO * (1: 2016-17)	224,131,386	7.6%	Residential
GSW ARENA LLC	187,264,710	6.3%	Vacant lot
HINES GLOBAL REIT 550 TERRY FR * (1: 2015-16, 1: 2013-14)	187,242,482	6.3%	Commercial Office
DCO MISSION BAY LP	122,976,808	4.1%	Residential
SOBRATO DEVELOPMENT CO #871	102,868,951	3.5%	Commercial Office
STRATA APARTMENT HLDGS LLC * (1: 2016-17)	85,127,973	2.9%	Residential
EQR MISSION BAY BLOCK 13 LP	72,924,323	2.5%	Residential
KAISER FOUNDATION HEALTH PLAN	67,931,075	2.3%	Medical Office
Total, Ten Largest:	1,956,555,296	66.0%	
All Other	1,008,900,064	34.0%	
Total for the Area:	2,965,455,360	100.0%	
<i>Ten Largest as Pct of Incremental AV:</i>		68.2%	

Source: County Assessor; Urban Analytics

* Owner has the indicated number of appeals pending in the years shown.

Ten Largest Property Owners By Valuation, 2017-18 (Preliminary)
 San Francisco Redevelopment Agency
 Mission Bay South

Property Owner	Assessed Value	Pct of Total Assessed Value	Land Use
ALEXANDRIA REAL ESTATE SF * (4: 2016-17, 4: 2015-16)	536,787,935	15.2%	Commercial Office
ESSEX PORTFOLIO * (1: 2016-17)	229,597,755	6.5%	Residential
DCO MISSION BAY LP	214,816,437	6.1%	Residential
EQR MISSION BAY BLOCK 13 LP	213,450,086	6.0%	Residential
1000 CHANNEL STREET SF OWNER L	207,488,850	5.9%	Residential
GSW ARENA LLC	191,010,003	5.4%	Sports Arena
HINES GLOBAL REIT 550 TERRY FR	190,987,330	5.4%	Commercial Office
KR MISSION BAY LLC	183,889,901	5.2%	Commercial Office
SOBRATO DEVELOPMENT CO #871	104,926,329	3.0%	Commercial Office
URBAN HOUSING MB III LLC	98,278,440	2.8%	Residential
Total, Ten Largest:	2,171,233,066	61.4%	
All Other	1,365,316,031	38.6%	
Total for the Area:	3,536,549,097	100.0%	
<i>Ten Largest as Pct of Incremental AV:</i>		<i>63.1%</i>	

Source: County Assessor; Urban Analytics

* Owner has the indicated number of appeals pending in the years shown.

Estimated Annual Debt Service Coverage by Project Area
San Francisco Redevelopment Agency
Mission Bay South (Senior and Subordinate Non-Housing)

Fiscal Year Ending June 30	Total Senior Debt Service (1)	Allocable Project Area Tax Revenue (2)	Senior Debt Service Coverage Ratio	Total Subordinate Debt Service (3)	Revenue Available for Subordinate Debt Service (4)	Subordinate Debt Service Coverage Ratio
2017	11,909,911	22,942,188	1.93	-	4,556,165	-
2018	11,910,550	27,510,938	2.31	-	7,661,461	-
2019	11,911,900	27,510,938	2.31	5,480,000	7,517,217	1.37
2020	11,911,750	27,510,938	2.31	5,830,000	7,517,367	1.29
2021	11,912,000	27,510,938	2.31	5,665,000	7,517,117	1.33
2022	11,908,000	27,510,938	2.31	5,738,820	7,521,117	1.31
2023	11,909,500	27,510,938	2.31	5,500,000	7,519,617	1.37
2024	11,910,750	27,510,938	2.31	5,462,280	7,518,367	1.38
2025	11,911,250	27,510,938	2.31	5,724,840	7,517,867	1.31
2026	11,910,500	27,510,938	2.31	5,500,000	7,518,617	1.37
2027	11,908,000	27,510,938	2.31	5,773,320	7,521,117	1.30
2028	11,908,250	27,510,938	2.31	5,625,425	7,520,867	1.34
2029	11,910,500	27,510,938	2.31	5,448,960	7,518,617	1.38
2030	11,909,000	27,510,938	2.31	5,717,820	7,520,117	1.32
2031	11,908,250	27,510,938	2.31	5,500,000	7,520,867	1.37
2032	11,907,500	27,510,938	2.31	5,808,600	7,521,617	1.29
2033	11,911,000	27,510,938	2.31	5,797,565	7,518,117	1.30
2034	11,907,750	27,510,938	2.31	5,770,440	7,521,367	1.30
2035	11,907,250	27,510,938	2.31	5,725,770	7,521,867	1.31
2036	11,908,500	27,510,938	2.31	5,661,760	7,520,617	1.33
2037	11,910,500	27,510,938	2.31	5,576,625	7,518,617	1.35
2038	11,907,250	27,510,938	2.31	5,468,330	7,521,867	1.38
2039	11,908,000	27,510,938	2.31	5,745,180	7,521,117	1.31
2040	11,911,500	27,510,938	2.31	5,604,885	7,517,617	1.34
2041	11,911,500	27,510,938	2.31	5,435,700	7,517,617	1.38
2042	11,907,000	27,510,938	2.31	5,710,860	7,522,117	1.32
2043	11,907,000	27,510,938	2.31	5,500,000	7,522,117	1.37
2044	-	-	-	-	-	-
2045	-	-	-	-	-	-
	321,554,861	738,226,563		140,772,180	200,211,146	

(1) Reflects 2014A, 2016B and 2016C bonds.

(2) Tax Revenues available for parity debt service, based on Fiscal Years

(3) Reflects 2016D Subordinate bonds.

(4) Tax Revenues available for subordinate debt service includes new construction and sales, less passthroughs and housing set-aside.

Source: Redevelopment Agency of the City and County of San Francisco as to Debt Service; Urban Analytics as to Allocable Tax Revenues.

Assessment Appeals in the Mission Bay South Project Area

Roll Year	Status	Number of Appeals	County Valuation	Applicant Opinion of Value	Valuation After Appeal	Retention Rate **
2016-17	Resolved	10	431,462,060	296,902,220	431,358,086	100.0%
2016-17	Pending	7	172,713,707	20,710,747	0.0%	TBD
2015-16	Resolved	6	623,289,395	314,472,868	623,289,395	100.0%
2015-16	Pending	4	7,007,476	3,420,000	0.0%	TBD
2014-15	Resolved	6	539,765,609	319,529,715	539,765,609	100.0%
2014-15	Pending	-	-	-	-	-
2013-14	Resolved	14	531,579,315	343,914,442	531,579,315	100.0%
2013-14	Pending	-	-	-	-	-
2012-13	Resolved	21	326,308,443	207,855,585	325,373,405	99.7%
2012-13	Pending	-	-	-	-	-
2011-12	Resolved	13	285,407,709	200,540,178	284,546,551	99.7%
2011-12	Pending	-	-	-	-	-
All Years	Resolved	70	2,737,812,531	1,683,215,008	2,735,912,361	99.9%
All Years	Pending	11	179,721,183	24,130,747	TBD	-

Potential exposure to reductions in valuation from pending appeals using retention rate: 124,735

* Appeal filings for the current fiscal year are preliminary and subject to change.

** Retention Rate is the proportion of value retained after resolution of an appeal. The rate is calculated by dividing the "Valuation After Appeal" into the 'County Valuation'. For withdrawn and denied appeals the valuation after appeal is the original county valuation.

Source: San Francisco County Assessment Appeals Board. Data as of 11/6/2017.

[Disclosure Per 2016D Subordinate Tax Allocation Bonds]
New Construction in the Mission Bay South Project Area, Completed and Substantially Completed

Project	Mission Bay Block Number	Type	Units, Rooms or Square Footage	Estimated Assessed Valuation Per Unit *	Estimated Full Valuation *	Valuation on FY 2016-17 Rolls	Additional Valuation Not Yet Enrolled *
<i>New Enrolled Valuation Expected FY 2016-17</i>							
Essex MB360 (1200 4th Street)	5	Rental	172	715,411	123,050,693	123,050,693	-
Essex MB360 (701 China Basin)	11	Rental	188	537,663	101,080,693	101,080,693	-
Bosa Arden (718 Long Bridge Street) **	12E	Condo	267	1,000,000	267,000,000	537,726,680	-
Subtotal					\$ 491,131,386	\$ 761,858,066	\$ -
<i>New Enrolled Valuation Expected FY 2017-18</i>							
UDR (1850 Channel Street)	2	Rental	315	\$ 450,000	\$ 141,750,000	\$ 122,976,808	\$ 18,773,192
Summerhill Venue (1201 4th Street)	3W	Rental	147	450,000	66,150,000	54,926,291	11,223,709
Bosa Arden (718 Long Bridge Street) **	12E	Condo	267	1,000,000	267,000,000	537,726,680	-
EQR Azure (690 Long Bridge Street)	13W	Rental	273	686,410	187,389,930	72,924,323	114,465,607
Kaiser (1600 Owens)	41-43 4	Office	208,844	600	125,306,400	67,931,075	57,375,325
ARE/Uber Property Sale	26-27	Land	(NA)	(NA)	125,000,000	60,988,397	64,011,603
Kilroy Property Sale	40	Land	(NA)	(NA)	95,000,000	-	95,000,000
Strada Property Sale	6, 7	Land	(NA)	(NA)	70,000,000	10,688,656	59,311,344
Subtotal					\$ 1,077,596,330	\$ 928,162,230	\$ 420,160,780
Total					\$ 1,568,727,716	\$ 1,690,020,296	\$ 420,160,780

* Expressed in current dollars.

** Construction valuation added in 2016-17, 1/2 condo sales enrolled in 2017-18, remainder (not shown) expected in 2018-19

Notes: Per-unit valuation for rental properties based on actual costs reported in 10-Q filings or are estimated based on valuations for similar completed properties in the Project Area.

Per-unit valuation for condos estimated based on a review of current asking prices for condos in Mission Bay.

Per-room valuation for hotel estimated based on the valuation of the W hotel.

Per-square-foot valuation for office based on the valuation of completed office properties in Mission Bay.

Estimated full valuation of property sales is the amount of the transaction.

Estimate of full enrollment year based on site visit conducted 2/5/2016.

Source: Building name, type and size per MBDG; sales price and date per corporate 10-Q filings; valuation estimates per Urban Analytics.

[Disclosure Per 2016D Subordinate Tax Allocation Bonds]
New Construction in the Mission Bay South Project Area, Completed and Substantially Completed

Project	Mission Bay Block Number	Type	Units, Rooms or Square Footage	Estimated Assessed Valuation Per Unit *	Estimated Full Valuation *	Valuation on FY 2017-18 Rolls	Additional Valuation Not Yet Enrolled *
New Enrolled Valuation Expected FY 2016-17							
Essex MB360 (1200 4th Street)	5	Rental	172	715,411	123,050,693	126,495,449	-
Essex MB360 (701 China Basin)	11	Rental	188	537,663	101,080,693	103,102,306	-
Bosa Arden (718 Long Bridge Street) **	12E	Condo	267	1,000,000	267,000,000	388,181,594	-
Subtotal					\$ 491,131,386	\$ 617,779,349	\$ -
New Enrolled Valuation Expected FY 2017-18							
UDR (1850 Channel Street)	2	Rental	315	\$ 450,000	\$ 141,750,000	214,816,437	\$ -
Summerhill Venue (1201 4th Street)	3W	Rental	147	450,000	66,150,000	98,278,440	-
Bosa Arden (718 Long Bridge Street) **	12E	Condo	267	1,000,000	267,000,000	388,181,594	-
EQR Azure (690 Long Bridge Street)	13W	Rental	273	686,410	187,389,930	213,450,086	-
Kaiser (1600 Owens)	41-43 4	Office	208,844	600	125,306,400	80,444,295	44,862,105
ARE/Uber Property Sale	26-27	Land	(NA)	(NA)	125,000,000	130,445,760	-
Kilroy Property Sale	40	Land	(NA)	(NA)	95,000,000	-	95,000,000
Strada Property Sale	6, 7	Land	(NA)	(NA)	70,000,000	207,488,850	-
Subtotal					\$ 1,077,596,330	\$ 1,333,105,462	\$ 139,862,105
Total					\$ 1,568,727,716	\$ 1,950,884,811	\$ 139,862,105

* Expressed in current dollars.

** Construction valuation added in 2016-17, 1/2 condo sales enrolled in 2017-18, remainder (not shown) expected in 2018-19

Notes: Per-unit valuation for rental properties based on actual costs reported in 10-Q filings or are estimated based on valuations for similar completed properties in the Project Area.

Per-unit valuation for condos estimated based on a review of current asking prices for condos in Mission Bay.

Per-room valuation for hotel estimated based on the valuation of the W hotel.

Per-square-foot valuation for office based on the valuation of completed office properties in Mission Bay.

Estimated full valuation of property sales is the amount of the transaction.

Estimate of full enrollment year based on site visit conducted 2/5/2016.

Source: Building name, type and size per MBDG; sales price and date per corporate 10-Q filings; valuation estimates per Urban Analytics.