WILTON

Address Line 1
Address Line 2
Address Line 3
Address Line 4
Address Line 5

18th December 2013

Re: Update on Wilton U.S. Commercial Inc. During 2013

Dear Salutation

We would like to update you on your investment in Wilton U.S. Commercial Inc, through which we have made two acquisitions;

- 65 East Wacker Pace ("65 East") our 226,500 sq.ft office building located in the heart of Chicago's central business district and

- Westings Corporate Centre 1 ("Westings") our 178,500 sq.ft office building located in the Naperville, a suburb of Chicago widely recognised as being one of the most affluent and best places to live in the Midwestern United Stated.

There are four key areas that we would like to cover in this letter:

1. We wish to give you an overview of our successes in improving the leasing profiles and hence the value of both Westings and 65 East.

2. We wish to give you a current and rational valuation of Wilton U.S. that we are happy to report now stands at 119% in US Dollar terms and at 137% in Euro terms based on a U.S. Dollar to Euro Exchange rate of $1.35.

3. We enclose audited accounts for Wilton U.S., 65 East and Westings, that have been completed on a GAAP basis (an accounting method that is explained below).

4. We draw your attention to some routine annual administrative matters and remind you that we will be sending some documents to you in January next, as we have each year, for you to complete and return to us.

Wilton U.S. Commercial Inc.
Suite 400
20 North Michigan Ave.
Chicago
Illinois 60602
U.S.A.

1. Update on 65 East Leasing Performance

65 East extends to ~226,500 sq.ft of lettable office space. In our last update we informed you that the building was 87.2% occupied, leaving 12.8% of the building to let which equated to 28,877 sq.ft of space.

We also outlined that it is usual in a multitenant building for it to be considered fully let when it reached an occupancy level of 95%. This is normally as a result of some awkward and odd shaped spaces arising as a result of previous lettings and also a requirement to keep some breathing space to allow existing tenants in the building to expand.

As we outlined last year 8.3% (or nearly 19,000sq.ft.) of the building's lettable space was due for renewal in 2013.

We are delighted to report that we have successfully leased over 24,000sq.ft. in 2013 (through either lease renewals or new lettings) bringing the occupancy up to 89.5% as at year end.

We are very happy with our efforts to re-position the building enhancing 65's perception in the market place that has enabled us to increase the rental rates achieved for new lettings. When we bought the building in December 2010 the previous owner was struggling to secure rents of $16 - $18 per sq.ft..

Having carried out comprehensive upgrade works to the building we started to gain momentum in 2012 during which we completed 5 lettings averaging $21 per sq.ft..

During 2013 we have continued this momentum securing 5 new lettings with average lettings of $24 per sq.ft. thereby significantly enhancing both the perception of 65 East as well as increasing its value.

As previously reported we had the building professionally re-measured to the BOMA code and in the process "found" an extra c.7,000 sq.ft. of lettable space. The result is that many of the existing leases in the building were based on incorrect floor areas, mostly understated. As leases have come up for renewal or space has been vacated we can apply the new larger floor areas to the new rents.

An example of this is Rodale Inc. (which own Mens Health and numerous other well known magazines) who are a full floor tenant whos existing lease refers to their demise as being 9,117sq.ft. We have renewed their lease for 7 years at an initial rent of $23.50 per sq.ft. (with annual increases of $0.50) based on an increased floor area 9,477sq.ft.. This increase in floor area equates to an increase of rental income of over $60,000 over the life of the lease.

We are also pleased to inform you that the spec office suites that we showed you in last years update (Pg. 21) have all been successfully leased.

At present we have an additional total of 12,000 sq.ft of space (5.3% of the building) where we are in discussions with prospective tenants and we expect to see some new leases executed over the coming months.

Lease Expiration Schedule 65 East

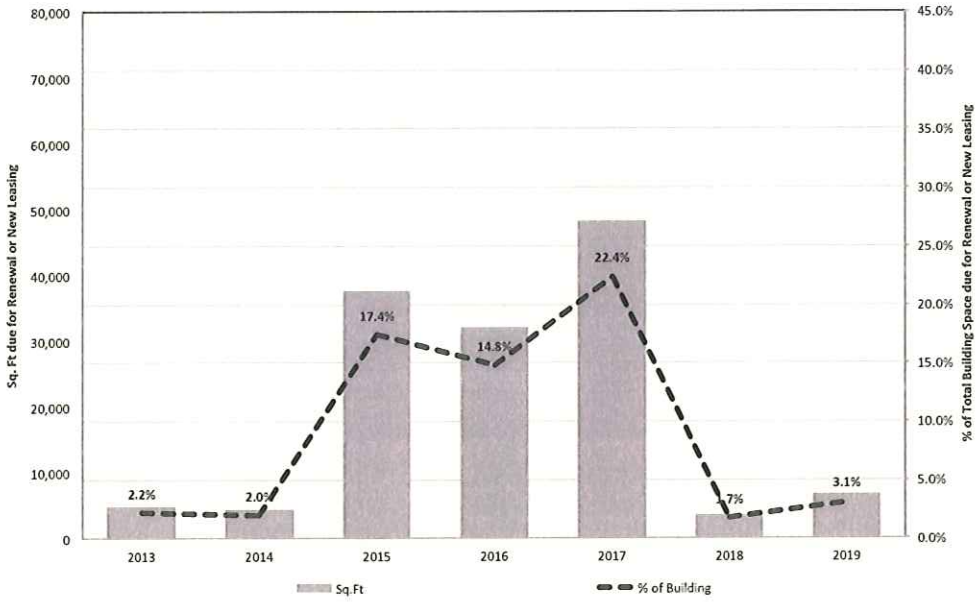

Fig. 1 : Lease Expiration Schedule for 65 East Wacker Place

As you can see from the above lease expiration schedule, 2% of 65 East's space is up for renewal in 2014, with a further 17%, 15% and 22% due for renewal in 2015, 2016 and 2017 respectively.

The largest tenants coming up for renewal during these years will be Lawrence Hall in 2015 with 21,000 sq.ft and Pacific College in 2017 with 27,000 sq.ft to be negotiated.

We believe, that once we have successfully leased the space coming up for renewal or releasing between 2015 and 2017 at the rates that we now believe the building can achieve and has been achieving, we will have completed the buildings re-positioning and added significant value to our investment. At this point, subject to market conditions, we will seeking to release this value though the sale of the property.

Update on Westings

Westings Corporate Centre No. 1 ("Westings") is located in Naperville, a prime suburban Chicago office market.

Westings is a highly visible Class A six storey office building located at the northeast corner of Route 59 and I-88 on a 7.3 acre site comprising 178,500sq.ft. of net lettable space.

Westings is generating a +17% (+$2m) return per year

We acquired Westings in July of 2012 for $27.25m, which was comprised of $20m of loan finance and $7.25m of equity.

This $20m loan secured on the Westing building and is non-recourse to Wilton U.S. or our other assets and carries a 4% rate of interest ($800k per year). The term of the loan is 7 years, with capital being repaid each year, to a 30 year amortization schedule or ($700k per year) i.e. repayment schedule of $1.5 million per annum

Upon acquisition the property's net operating income ("NOI") was expected to be circa $2m per year. We are outperforming this expectation. Ten months into 2013, at the end of this October , our NOI had already reached $2.1m.

However, upon acquisition we expected to have $2m per year in NOI, with $800k going to cover interest costs leaving us with $1.2. This represents circa a 17% return on our money invested per year. As NOI is ahead of expectations we will be achieving a +17% return.

With this €1.2m we are repaying $700k per year of the loan, which over its 7 year terms will equate to a reduction in the capital of the loan of $4.9m.

The remaining $500k is being placed aside to cover the likely costs associated with renewing the lettings of the building, giving us a war chest of $3.5m over the 7 year term.

Westings Investment Rational

We believe Westings to be an excellent investment. While our rational for the acquisition of Westings was based on the same approach of using "active management" to add value to a specific property. However, in Westings case the realisation of this approach is different to that associated with 65 East.

As you will have seen in the update from September of last year, there were two key elements to the repositioning of 65 East. Firstly, we completed a significant amount of physical work at the property, in terms of lobby, elevator and marketing office suites as well as Fire and Life Safety Systems and major repairs to the buildings external façade. Secondly this gave us a platform that allowed to us "reposition" the building in the market and push the renal rate out of the $16 - $18 to the $23-25 range.

Westings is an equally exciting but different proposition, in that it is a Class A office building that has a very high level of occupancy which was approximately 93% occupied upon acquisition, with one anchor tenant, the Allant Group, who represent approximately 40% of the buildings lettable space.

We liked Westings as an investment for numerous reasons, however, some of the main ones were as follows:

Great Location

Westings is located in a very affluent suburb of Chicago with easy access to the motorway, so tenants can access the property quickly without the long queue for an onramp associated with many properties. The labour market that prime tenants want to draw from is concentrated in an easily accessible catchment area. One where many CEO's, CFO's and other "C" suite leaders are already living.

Great Physical Condition & Amenities

As you will see the property is in very good condition and is not in need of major renovations or repairs. It also has some great amenities, like a heated underground executive car park, key for the Illinois climate where there can be heavy snowfall and extremely cold weather.

Cash Generative

The element that most attracted us to Westings is that it is cash generative. That is to say that it generates approximately $2m a year in free cash flow and gives us a return on our invested funds of +17% per year. As a result we are on track to repay $4.9m of the loan to acquire Westings over the loans terms and also build up a leasing war chest of $3.5m or ~$20 per square ft.

What we believe this means is that we are in a very strong position to negotiate to retain Allant or attract a new tenant if they vacate as we would, if we so choose have up to $20 per sq.ft to spend over market if we so wished.

In effect we have what we believe to be a strong margin of safety.

Easy Wins

There were some minor physical improvements that the property required in order to fix some issues, that we felt might be becoming both disruptive and annoying to tenants.

For example, the lifts in the buildings had a history of periodically breaking down, temporarily trapping passengers as the lift stopped and automatically returned to the ground floor; obviously this was not a great selling point to either current or prospective tenants or their clients.

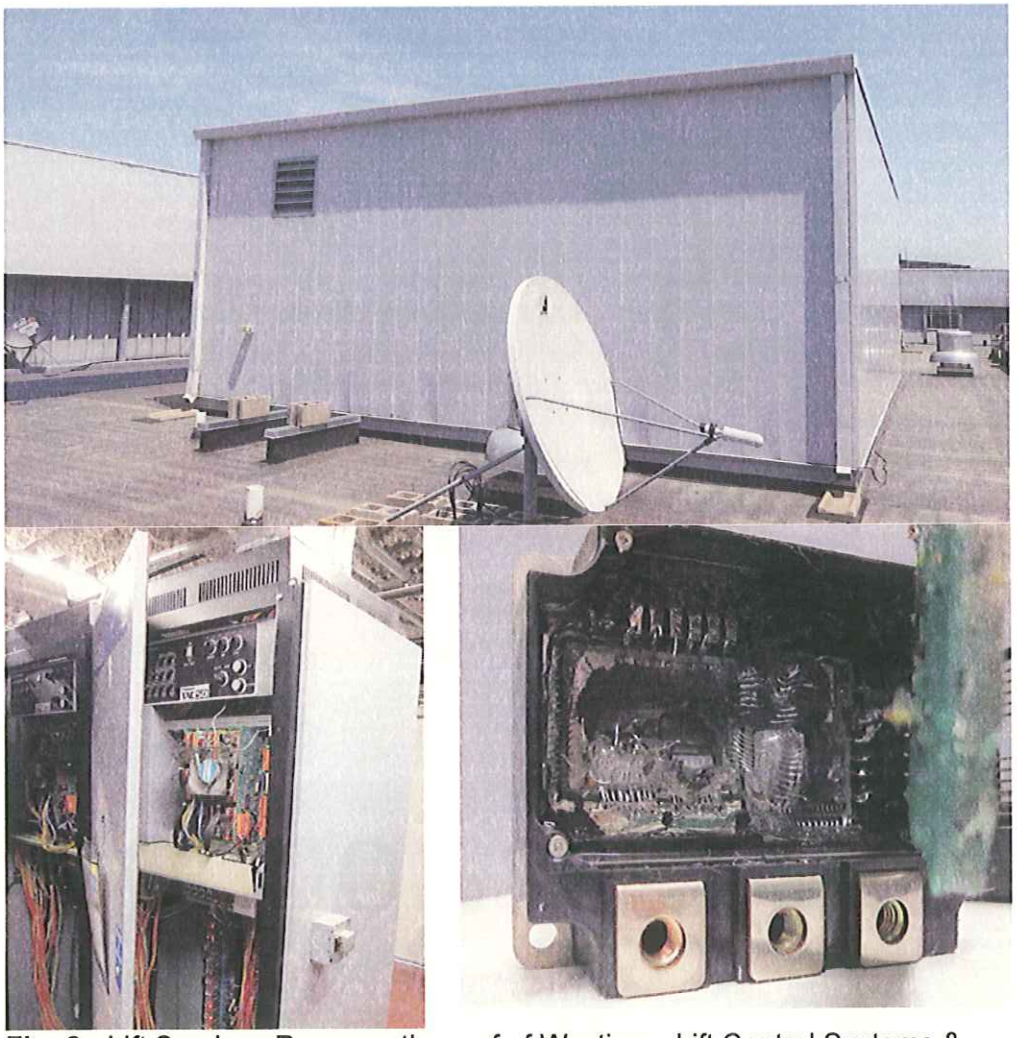

Fig. 2 : Lift Services Room on the roof of Westings, Lift Control Systems & Melted Circuit Board from this system as a result of high temperatures.

However, in our building assessment before acquisition, we discovered the reason for these breakdowns, the Lift Services room located on the roof of the building, containing the electronic and mechanical lift systems and it was very poorly ventilated

As a result during the summers, the temperature in that room were building up during the day, to such a degree that some of the circuit boards were actually melting, as you can see in Fig. 2. The solution was reasonably simple, we installed air-conditioning in the services room, removing the extreme temperatures, as a result we have not had any related faults. Therefore our tenants are significantly happier.

Update on Westings Leasing Performance

In relation to 65 East, we noted that the building was actually bigger than it was advertised as being, as no one had professionally measured it. In relation to Westings, while the property was advertised for sale as having 176,631 sq.ft of lettable space, we actually believe the building to be larger by circa 2,000 sq.ft at a figure of ~178,500 sq.ft.

We are pleased to report that the building is currently 93% occupied and that a number of tenants have recently renewed on favourable terms or are looking to expand in the building.

As of the end of October of this year we have approximately 12,000 sq.ft of space available to lease to achieve a 100% level of occupancy. The lease expiration schedule in Fig. 3 gives you a good idea of the leases coming up for renewal. As you can see the property has a very stable lease expiration schedule over the next few years.

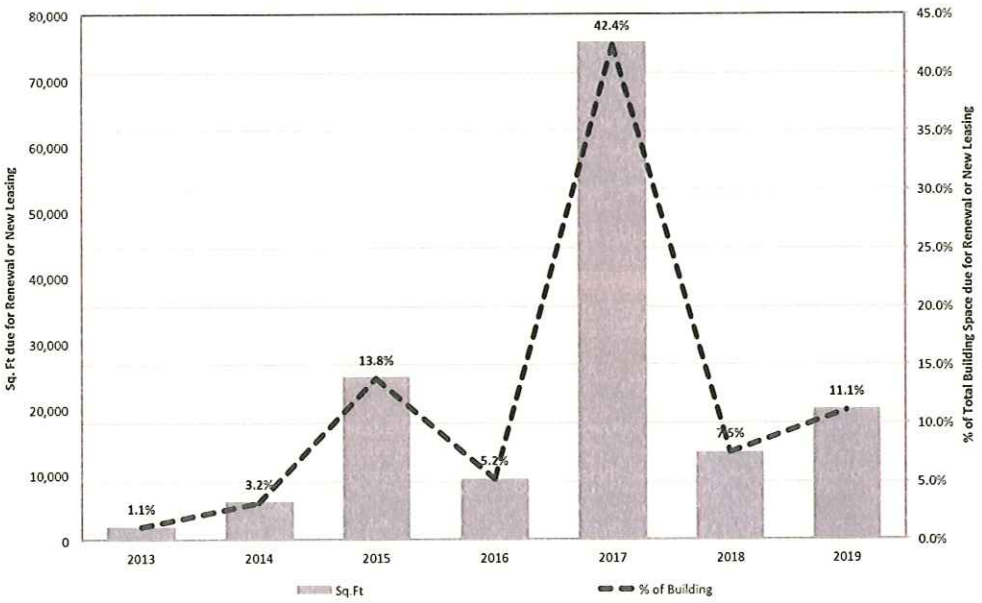

Fig. 3 : Lease Expiration Schedule for Westings

As you will also see ~42% of the lettable space in the building is coming up for renewal/leasing in 2017. This represents the space occupied by our anchor tenant, the Allant Group.

We believe that we will be in a good position to renew Allant's tenancy in the building, because by the time the lease comes up for renewal we will have set aside a c.~$2.5m war chest to compete with rival Landlords seeking to attract Allant to their buildings. This is equivalent to approximately $33 per sq ft of tenant improvement expenditure available for the Allant space.

This war chest is derived from the ~$500k per annum of NOI that the building is generating over the costs loan interest and repaying the capital of the loan.

If Allant were to move for other reasons, such as acquisition or expansion beyond the scope of Westings to meet their space needs, we believe that we are well positioned to attract new tenants as this ~$2.5m war chest gives us significant firepower in terms of attracting credit tenants to a Class A building.

We are pleased to report that in August we extended Wells Fargo's lease for an additional four years until June 2018. They are located on the second floor of the building and occupy approximately 9,655 sq.ft. They are extending at a rate of $17.00 per sq.ft with a $0.50 per annum escalation and a $10 per sq.ft Tenant Improvement allowance from us (effectively some free rental and renewed paint and carpet).

2. Valuation of Wilton U.S. 119% in U.S. Dollars and 137% in Euro Terms

We have come to this valuation based on a number of assumptions that we believe to be both appropriate and conservative, not just in terms of the projected exit cap rates but also in terms of the underlying income performance of the properties. The valuation is based upon projecting the sales of the properties at the end of 2016 and 2017. Selling the properties at this point avoids any early repayment penalties on our existing loan facilities.

This does not necessary mean that the properties would be sold on pre-ordinated dates, the decision to sell the properties will be determined by the prevailing market conditions at the time and our belief as to the timing of a sale that would maximise the sales prices achievable .

We currently value 65 East at a net sales value of $30m at the end of 2016. This is based on an 8% cap rate on the property's projected 2017 net operating income and the projected cash-on-hand in the property's operating account. Deducting the mortgage projected to be outstanding at that point in time, would result in a cash inflow to Wilton U.S. of $15m.

We currently value Westings at a net sales value of $36m at the end of 2017. This is based on an 8% cap rate on the property's projected 2018 net operating income and the projected cash-on-hand in the property's operating account. Deducting the mortgage projected to be outstanding at that point in time, would result in a cash inflow to Wilton U.S. of $18.4m.

This would lead to a total Dollar cash position for Wilton U.S. of $33.4m at the end of 2017. As the total initial fund raise was $28m this gives a Dollar valuation, based on the assumptions above of 119%.

In a Euro context we invested a total of €18m which, using the current Euro Dollar Exchange rate of approximately 1.35, gives a return of funds of €24.7m valuing Wilton U.S. at 137%.

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Significant Value Added Development Around 65 East

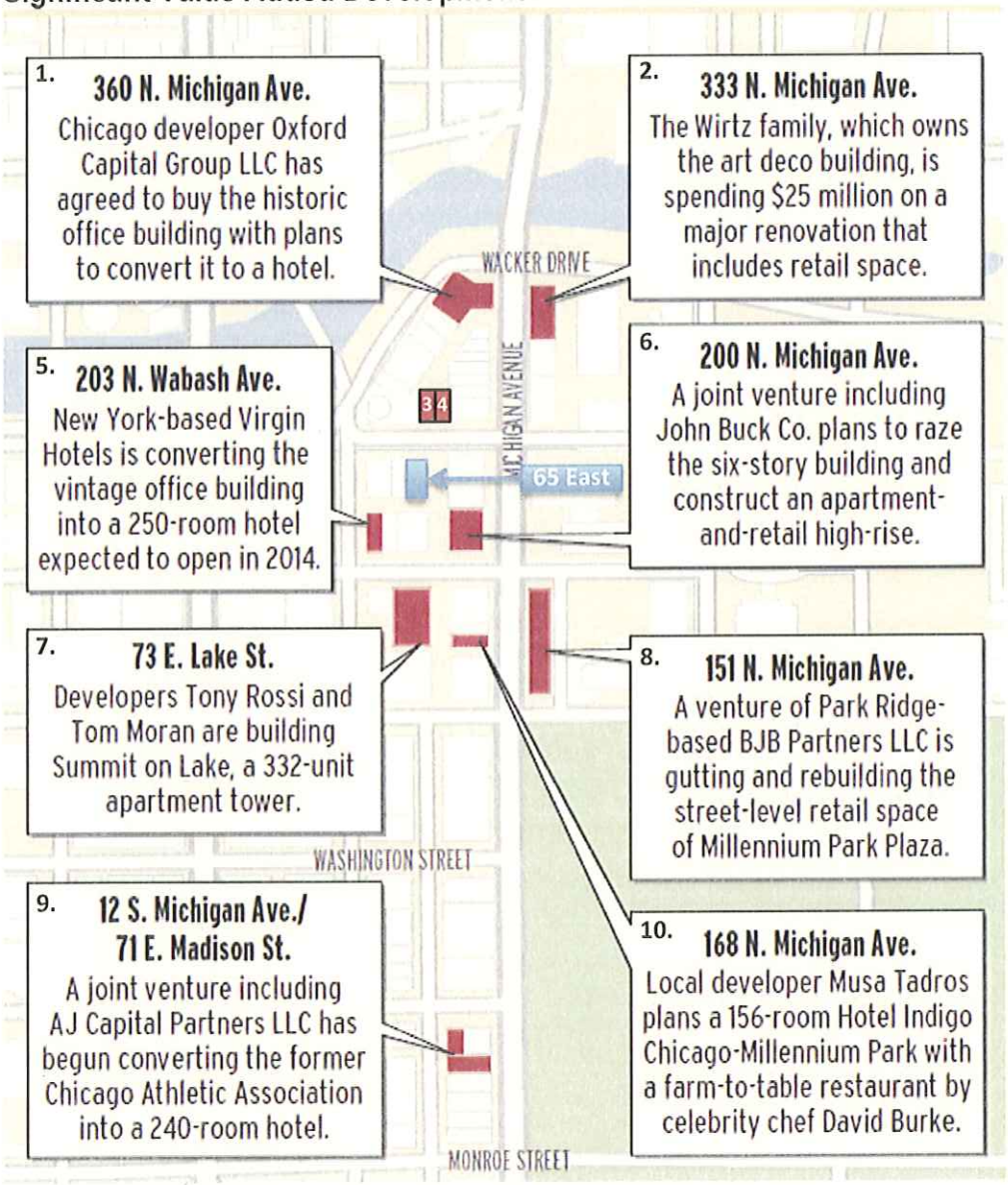

Fig. 4 : Redevelopment Projects around 65 East

As you will see in Fig 4. above there is a significant amount of development planned or in progress around 65 East. As the map shows there is quite a lot of activity focused around our three-block stretch south of the Chicago River which links to Millennium Park, with four to six hotels, two apartment towers and new retail space in the works all in the offing.

We believe that these projects will bring more tourism, residents and stores that will bridge the gap between the Magnificent Mile shopping district to the north of the river and the Park and cultural attractions such as the Art Institute, the Observatory and the Natural History Museum to the south of the river.

The Millennium Park, which was completed in 2004, involved a 24 acre park being built over the original railway tracks and parking lots which had remained a blight on Chicago's waterfront throughout the 20th Century. This magnificent new public and cultural focal point for Chicago is in our opinion was the catalyst for this increase in development activity, drawing 4.5 million tourists last year, making it the city's second-biggest tourist attraction after Navy Pier.

The Park's popularity has changed perceptions among retailers, residential developers and hoteliers who previously never would have considered opening a hotel south of the river.

We believe that the resulting increase in the density of people and activity along our three block stretch of Michigan Avenue to the south of the River leading to Millennium Park will add both desirability and value to our building at 65 East.

We would like to draw your attention to the developments marked 3 & 4 on Fig. 4 in the map on the previous page, that are located directly opposite 65 East.

We have provided a picture in Fig 5 to give you a sense of their location to our building.

The site marked No. 3 is, 66 East Wacker Place ("66 East"), which is a 4,800 sq.ft vacant lot directly opposite 65 East and is the site for a possible 27 story Hilton hotel.

The property marked No. 4 is a vacant building that was the old Chicago Motor Club Building.

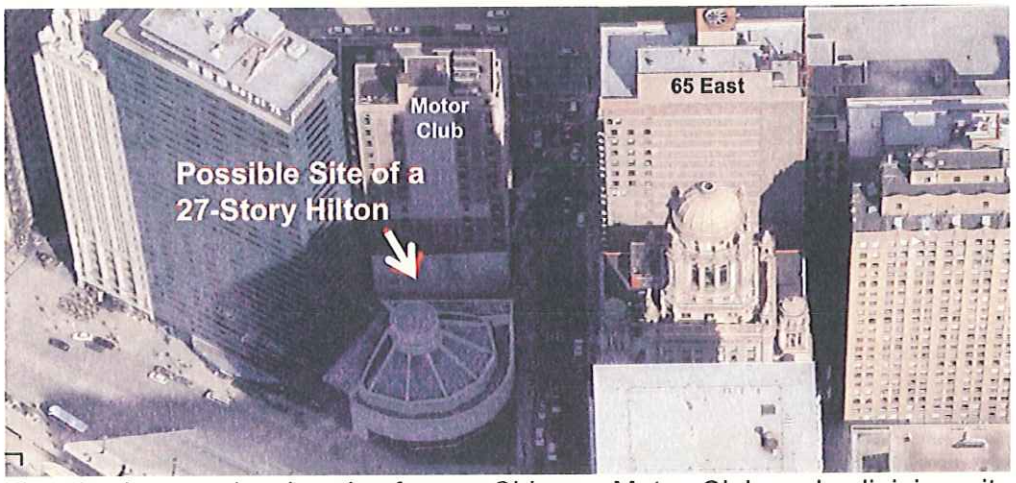

Fig. 5 : Image showing the former Chicago Motor Club and adjoining site in relation to No. 65 East.

Proposed 27-story Hilton Garden Inn
66 East Wacker Place - Property Marked 3 in Fig.4

Fig. 6 : Proposed Development of site at 66 East Wacker (No. 3 in Fig 1)

As you can see in Fig.5, there is a vacant 4,800 sq.ft site between the Church on the left and the Chicago Motor Club Building on the right directly opposite our property 65 East.

This 4,800 sq.ft site was bought in 2012 by the Rhode Island based Magna Hospitality Group approximately $5M. Which gives a land value of approximately $1,041 per sq.ft.

65 East occupies a 10,000 sq.ft site.

As 66 East was sold for ~$5m in land value, then our 10,000 sq.ft under 65 East could be valued at approximately $10m. Considering that we acquired 65 East for $16m this augers well for the value of our property.

Current plans are for 66 East to be developed into a Hilton Garden Inn, the proposed building will be at 27-story hotel rising to approximately 222 ft tall and will house 191 rooms. If everything were to go smoothly we would expect the hotel to open during 2015.

Proposed Hampton Inn Hotel
68 East Wacker Place - Property Marked 4 in Fig.4

Fig. 4 : Proposed Refurbishment of former Chicago Motor Club Building

As Fig.5 shows and you can see in the rendering above the property next to the vacant lot and directly opposite 65 East is 68 East Wacker Place ("68 East").

As we outlined to you last year in our September update, 68 East, which is a 100% vacant, 15 story, 85,190 sq.ft office building, that was sold for ~$9.7m ($114 per sq.ft). Which was ~$42 per sq.ft or 58% more per sq.ft than we paid for 65 East.

As we understand it the current plan for 68 East is for it to be refurbished into a 144-room Hampton Inn. We estimate that this project will cost approximately $42m to complete.

Combining the acquisition price of ~$9.7m and $42m for the refurbishment would give *in situ* costs of $51.7m or $606 per sq.ft. We do not believe this rate per sq.ft to be directly applicable to 65 East as a valuation benchmark, as it would put a value of $137m on 65 East. However, it does underline that there is significant value being added to and funds spent upon properties in the area, properties that are quite literally across the street from our property at 65 East.

If everything were to go smoothly in terms of the refurbishment of 68 East we would expect this proposed hotel to open some time during 2015 to 2016.

3. Accounts for Wilton U.S.

Enclosed with the letter you will find the audited accounts for Wilton U.S. and also for our two properties which are held in separate companies that are wholly owned by Wilton U.S.

One point to note is that 65 East was held directly by Wilton U.S. until it was financed during 2011 and then it was placed in a separate company. As a result you will see it on the balance sheet of Wilton U.S. until that date.

The enclosed audited accounts are completed on a U.S. GAPP basis at the request of our lenders which is in keeping with their internal reporting standards, rather than any particular preference on our behalf to use this standard.

As a result there are a number of financial adjustments to the accounts based on the auditors judgments. For example you will see reference to an adjustment for above and below market leases.

What this in effect means is that the auditor takes a view as to what the average market rate per sq.ft is that you should, in their opinion, achieve for the space in question.

If you are achieving over this rate, there is a negative adjustment to your accounts to reflect the fact that in the auditors opinion you might not be able to maintain this higher rental over market if the leases were to be renewed in the current market, ignoring the lease term. Hence an "above market" adjustment.

Similarly there is a positive adjustment to your accounts if you are leasing at a rate per sq.ft below the market rental, as deemed appropriate by your auditor, then they add a positive adjustment to your accounts to reflect the fact that if you were to renew your lease now, you would achieve their market rental. Hence a "below market" rental adjustment.

Obviously this reflects an auditor's opinion, rather than the actual rental that you might achieve. This is usually a more complex number to negotiate in reality as it depends on the credit of the tenant (e.g. Google will be in a stronger negotiating position than a newly formed tenant), the lease term, the total tenant improvement, the break clauses etc.

We hope that this will place some of the numbers in context for you. As always if you have any specific questions please do let us know and we will be happy to discuss the same with you.

4. Administrative Matters

For those of you have invested by way of your pension trust, your trust company has received your 2012 Non Resident Individual Income Tax Questionnaire enclosed as it will be completed by your pensioner trustee on your behalf.

For those of you who are direct or corporate investors it is important that you review the enclosed 2012 Non Resident Individual Income Tax Questionnaire and fill in any changes that have occurred during the year.

This questionnaire confirms that Bennett Thrasher, who file your tax returns in relation to Wilton U.S. in the Untied States has the correct information on file in respect of your investment. It is important that you indicate any changes in the column on the right hand side.

Please complete the copy attached and post it to Ms. Claire Graham, 8 Fitzwilliam Place, Dublin 2, who will in turn forward the documents to Bennett Thrasher on your behalf.

Conclusion

Our assets are performing well and we are successfully pushing the rental rates achieved, which is leading to an increase in the value of Wilton U.S. to 119% in U.S. Dollars and 137% in Euro Terms.

Based on prevailing market conditions and the success of the re-leasing of some large blocks of space that are due for renewal in 2016 and 2017, we expect that Wilton U.S. will be realising its investments and returning funds to you during either 2016 or 2017. However, as always we will seek to sell our assets at a time that we believe maximises the value achieved so this range may accelerate or be delayed to achieve this aim.

We hope that you have found this update useful and informative and should you have any questions please do not hesitate to contact us.

In closing, Iain, Camille and I would like to wish you and your family a very relaxing and peaceful holiday season and a prosperous New Year.

Our best regards

Wil Byrne
Director

Iain Finnegan
Director

Wilton U.S. Commercial Inc.

Financial Report
December 31, 2009 and 2008

Wilton U.S. Commercial Inc.

Contents

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Independent Auditor's Report

To the Board of Directors
Wilton U.S. Commercial Inc.

We have audited the accompanying balance sheet of Wilton U.S. Commercial Inc. (the "Company") as of December 31, 2009 and 2008 and the related statements of operations, stockholders' equity, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Wilton U.S. Commercial Inc. at December 31, 2009 and 2008 and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Plante & Moran, PLLC

February 18, 2013

Wilton U.S. Commercial Inc.

Balance Sheet

	December 31, 2009	December 31, 2008
Assets		
Cash and cash equivalents	$ 23,456,550	$ 24,085,607
Accounts receivable - Related party (Note 2)	-	100,000
Total assets	**$ 23,456,550**	**$ 24,185,607**
Liabilities and Stockholders' Equity		
Liabilities - Accrued liabilities and other	$ 31,120	$ 32,856
Stockholders' Equity	23,425,430	24,152,751
Total liabilities and stockholders' equity	**$ 23,456,550**	**$ 24,185,607**

See Notes to Financial Statements.

Wilton U.S. Commercial Inc.

Statement of Operations

	Year Ended	
	December 31, 2009	December 31, 2008
Revenue	$ -	$ -
Operating Expenses		
Bank charges	768	134
Management fees (Note 2)	500,000	500,000
General and administrative	-	16,640
Professional fees	233,328	16,791
Travel	19,537	-
Total operating expenses	753,633	533,565
Operating Loss	(753,633)	(533,565)
Nonoperating Income - Interest income	33,895	218,572
Net Loss	**$ (719,738)**	**$ (314,993)**

See Notes to Financial Statements.

Wilton U.S. Commercial Inc.

Statement of Stockholders' Equity

	Common Stock	Preferred Stock	Additional Paid-in Capital	Accumulated Deficit	Total
Balance - January 1, 2008	$ -	$ -	$ -	$ -	$ -
Net loss	-	-	-	(314,993)	(314,993)
Issuance of preferred stock	-	-	60,000	-	60,000
Issuance of common stock	1,124	-	28,092,626	-	28,093,750
Syndication cost of issuance of common stock	-	-	(3,686,006)	-	(3,686,006)
Balance - December 31, 2008	1,124	-	24,466,620	(314,993)	24,152,751
Net loss	-	-	-	(719,738)	(719,738)
Preferred stock dividend	-	-	(7,583)	-	(7,583)
Balance - December 31, 2009	**$ 1,124**	**$ -**	**$ 24,459,037**	**$ (1,034,731)**	**$ 23,425,430**

See Notes to Financial Statements.

Wilton U.S. Commercial Inc.

Statement of Cash Flows

	Year Ended December 31, 2009	Year Ended December 31, 2008
Cash Flows from Operating Activities		
Net loss	$ (719,738)	$ (314,993)
Adjustments to reconcile net loss to net cash from operating activities - Changes in operating liabilities which provided (used) cash - Accrued liabilities and other	(1,736)	32,856
Net cash used in operating activities	(721,474)	(282,137)
Cash Flows from Investing Activities - Repayment to (advance from) related party	100,000	(100,000)
Cash Flows from Financing Activities		
Proceeds from issuance of common stock	-	28,093,750
Cost of issuance - Common stock	-	(3,686,006)
Proceeds from issuance of preferred stock	-	60,000
Preferred stock dividends paid	(7,583)	-
Net cash (used in) provided by financing activities	(7,583)	24,467,744
Net (Decrease) Increase in Cash and Cash Equivalents	(629,057)	24,085,607
Cash and Cash Equivalents - Beginning of year	24,085,607	-
Cash and Cash Equivalents - End of year	**$ 23,456,550**	**$ 24,085,607**

See Notes to Financial Statements.

Note 1 - Organization and Summary of Significant Accounting Policies

Wilton U.S. Commercial Inc. (the "Company") is a Delaware corporation that elected to be treated as a real estate investment trust (REIT) under Sections 856 through 860 of the U.S. Internal Revenue Code. The Company began operations on September 7, 2007 for the purpose of purchasing, refurbishing, redeveloping, or improving commercial real estate properties in the United States, with a focus on Chicago, Illinois. The Company has perpetual existence; however, in its stockholders' agreement dated June 13, 2008, it is indicated, and intent to commence undertaking the disposition of its investments on June 13, 2015. The Company had not acquired any properties as of December 31, 2009.

Classification of Assets and Liabilities - The financial affairs of the Company do not generally involve a business cycle since the realization of assets and the liquidation of liabilities are usually dependent on the Company's circumstances. Accordingly, the classification of current assets and current liabilities is not considered appropriate and has been omitted from the balance sheet.

Income Taxes - The Company has elected to be taxed as a REIT under the U.S. Internal Revenue Code, and has operated as such beginning with its taxable year ended December 31, 2008. To qualify as a REIT, the Company must meet certain organizational and operational requirements. As a REIT, the Company is generally not subject to federal income taxes. Accordingly, neither a provision nor a benefit for federal income taxes has been made in the accompanying financial statements. The Company is subject to certain state and local taxes related to the operations of properties in certain locations.

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Cash Equivalents - The Company considers all investments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents may be held in the bank which at times may exceed federally insured limits. The Company believes that it is not exposed to any significant credit risk on cash and cash equivalents.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including February 18, 2013, which is the date the financial statements were available to be issued.

Note 2 - Related Party Transactions

Accounts Receivable - Related Party - In November 2008, a duplicate wire transfer in the amount of $100,000 was paid to a company in which one of its members is also a director of the Company. This advance was repaid in July 2009.

Management Fees - In 2007, the Company entered into an advisory agreement with an entity, the principal of which is a common stockholder of the Company, whereby the advisor provides certain advisory services to the company. Pursuant to the advisory agreement, the Company pays to the advisor an annual asset management fee equal to the greater of one half of one percent (.50 percent) of (a) the gross purchase price of the Company's property investments or (b) the fair market value of property investments, as determined by an appraisal. In no event shall the annual management fee for any annual period be less than $500,000. Management fees expensed and paid for the years ended December 31, 2009 and 2008 totaled $500,000 annually.

Acquisition Fee - Pursuant to the advisory agreement, the Company pays the advisor an acquisition fee equal to a four percent fee of the gross purchase price of each investment property acquired by the Company in the United States. For the years ended December 31, 2009 and 2008, no acquisition fees were paid.

Performance Fee - Pursuant to the advisory agreement, the Company pays the advisor a performance incentive fee equal to 25 percent of the amount by which the internal rate of return achieved by common stockholders on their investments in the Company exceeds 10 percent per annum but is less than 20 percent per annum, and 50 percent of the amount by which the internal rate of return exceeds 20 percent per annum. For the years ended December 31, 2009 and 2008, no performance incentive fees were paid.

Cost of Issuance of Common Stock - Included in the total cost of issuance of common stock were amounts paid to related parties, through common ownership, of approximately $1,111,000 during 2008.

Professional Fees - The Company paid related parties, through common ownership, professional fees totaling approximately $198,000 during 2009. These fees covered professional and administrative services. No professional fees were paid to a related party in 2008.

Note 3 - Common Stock

Common stock consists of 1,200,000 authorized shares with a par value of $0.001 per share. As of December 31, 2009 and 2008, there were 1,123,750 shares issued and outstanding.

Each share of common stock is entitled to one vote. The holders of common stock are entitled to receive dividends whenever funds are legally available and when declared by the Company.

Note 4 - Series A Preferred Stock

Preferred stock consists of sixty (60) authorized shares of 12.5 percent Series A Cumulative Non-Voting Preferred stock, with a par value of $0.001 per share. As of December 31, 2009 and 2008, there were sixty (60) shares of Series A Preferred stock issued and outstanding.

Holders of Series A Preferred stock are entitled to receive, in preference of any dividends received by holders of common stock, dividends in the amount of $125 per share per year, commencing in 2009. These dividends are cumulative, irrespective of declaration. As of December 31, 2009, the Company declared and paid dividends of $7,583 to Series A Preferred stockholders. There were no dividends in arrears as of December 31, 2009. Upon any liquidity event, the holders of Series A Preferred stock shall be entitled to receive a liquidation preference of $1,000 per share of Series A Preferred stock, plus any cumulative but unpaid dividends, senior to common stockholders.

Note 5 - Subsequent Events

On December 15, 2010, the Company purchased an approximate 220,000 square foot commercial building located at 65 E. Wacker, Chicago, Illinois, and the related operations for approximately $15,785,000 in an all-cash transaction. On December 14, 2011, the Company contributed the property and related operations to Wilton US 65 East LLC, a wholly owned subsidiary of the Company. On the date of the contribution, Wilton US 65 East LLC obtained mortgage financing totaling $12,000,000. The mortgage loans accrue interest at a fixed rate of 6.10 percent per annum with monthly payments of interest only through January 1, 2017, the date the mortgage loans are payable in full. Of the $12,000,000 in proceeds received from the financing, $10,177,306 was distributed to the Company.

On August 21, 2012, Westings Corporate Center I LLC, a wholly owned subsidiary of the Company, purchased an approximate 177,000 square foot commercial building located at 2056 Westings Boulevard, Naperville, Illinois for approximately $27,000,000. The Company contributed equity of approximately $8,000,000 and obtained a $19,000,000 mortgage loan payable to acquire the building. The mortgage loan accrues interest at a fixed rate of 4 percent per annum with monthly principal and interest payments sufficient to amortize the principal over 30 years with a balloon payment due on September 1, 2019.

Wilton U.S. Commercial Inc.

Financial Report
December 31, 2010

Wilton U.S. Commercial Inc.

Contents

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Independent Auditor's Report

To the Board of Directors
Wilton U.S. Commercial Inc.

We have audited the accompanying balance sheet of Wilton U.S. Commercial Inc. (the "Company") as of December 31, 2010 and the related statements of operations, stockholders' equity, and cash flows for the year then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Wilton U.S. Commercial Inc. at December 31, 2010 and the results of its operations and its cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Plante & Moran, PLLC

February 18, 2013

Wilton U.S. Commercial Inc.

Balance Sheet
December 31, 2010

Assets	
Cash and cash equivalents	$ 5,743,199
Tenant accounts receivable - Net	27,477
Restricted cash	252,059
Other assets:	
Prepaid expenses	24,006
Deferred leasing commissions - Net	119,661
Lease intangibles - Net (Note 6)	5,266,035
Land, building, and equipment - Net (Note 5)	13,836,768
Total assets	**$ 25,269,205**

Liabilities and Stockholders' Equity	
Liabilities	
Accounts payable	$ 187,248
Due to related party (Note 8)	159,117
Lease intangibles (Note 6)	668,300
Accrued liabilities:	
Accrued real estate taxes	721,000
Other accrued liabilities	92,841
Tenant security deposits	252,059
Total liabilities	2,080,565
Stockholders' Equity	23,188,640
Total liabilities and stockholders' equity	**$ 25,269,205**

See Notes to Financial Statements.

Wilton U.S. Commercial Inc.

Statement of Operations
Year Ended December 31, 2010

Rental Revenue	$	885,338
Operating Expenses		
Property operating costs		198,689
Amortization expense		61,041
Depreciation expense		30,247
Management fees (Note 8)		512,590
General and administrative		312,272
Total operating expenses		1,114,839
Operating Loss		(229,501)
Interest Income		211
Net Loss	**$**	**(229,290)**

See Notes to Financial Statements.

Wilton U.S. Commercial Inc.

Statement of Stockholders' Equity
Year Ended December 31, 2010

	Preferred Stock	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Total
Balance - January 1, 2010	$ -	$ 1,124	$ 24,459,037	$ (1,034,731)	$ 23,425,430
Net loss	-	-	-	(229,290)	(229,290)
Preferred stock dividend	-	-	(7,500)	-	(7,500)
Balance - December 31, 2010	**$ -**	**$ 1,124**	**$ 24,451,537**	**$ (1,264,021)**	**$ 23,188,640**

See Notes to Financial Statements.

Wilton U.S. Commercial Inc.

Statement of Cash Flows
Year Ended December 31, 2010

Cash Flows from Operating Activities	
Net loss	$ (229,290)
Adjustments to reconcile net loss to net cash from operating activities:	
Depreciation	30,247
Amortization	61,041
Rental revenue amortization	(2,288)
Bad debt expense	53,781
Rental revenue from bargain purchase	(677,805)
Changes in operating assets and liabilities which provided (used) cash:	
Tenant accounts receivable	47,680
Restricted cash	(252,059)
Prepaid expenses	(24,006)
Accounts payable	(479,525)
Related party payable	159,117
Tenant security deposits liability	252,059
Accrued liabilities and other	61,721
Net cash used in operating activities	(999,327)
Cash Flows from Investing Activities - Acquisition of property	(16,706,524)
Cash Flows from Financing Activities - Preferred stock dividends paid	(7,500)
Net Decrease in Cash and Cash Equivalents	(17,713,351)
Cash and Cash Equivalents - Beginning of year	23,456,550
Cash and Cash Equivalents - End of year	**$ 5,743,199**

See Notes to Financial Statements.

Note 1 - Organization and Summary of Significant Accounting Policies

Wilton U.S. Commercial Inc. (the "Company") is a Delaware corporation that elected to be treated as a real estate investment trust (REIT) under Sections 856 through 860 of the U.S. Internal Revenue Code. The Company began operations on September 7, 2007 for the purpose of purchasing, refurbishing, redeveloping, or improving commercial real estate properties in the United States, with a focus on Chicago, Illinois. The Company has perpetual existence; however, in its stockholders' agreement dated June 13, 2008, it is indicated, and intent to commence undertaking the disposition of its investments on June 13, 2015.

On December 15, 2010, the Company purchased a 220,000 square foot commercial building located at 65 East Wacker Place, Chicago, Illinois, as further described in Note 4.

U.S. Equities Asset Management, LLC is the property manager of the property. One of the directors of the Company is also one of the owners of the property manager.

Classification of Assets and Liabilities - The financial affairs of the Company do not generally involve a business cycle since the realization of assets and the liquidation of liabilities are usually dependent on the Company's circumstances. Accordingly, the classification of current assets and current liabilities is not considered appropriate and has been omitted from the balance sheet.

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Income Taxes - The Company has elected to be taxed as a REIT under the U.S. Internal Revenue Code, and has operated as such, beginning with its taxable year ended December 31, 2008. To qualify as a REIT, the Company must meet certain organizational and operational requirements. As a REIT, the Company is generally not subject to federal income taxes. Accordingly, neither a provision nor a benefit for federal income taxes has been made in the accompanying financial statements. The Company is subject to certain state and local taxes related to the operations of properties in certain locations.

Cash Equivalents - The Company considers all investments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents are fully insured by the FDIC. The Company believes that it is not exposed to any significant credit risk on cash and cash equivalents.

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Restricted Cash - Restricted cash represents tenant security deposits which are required by Illinois law to be segregated from general operating funds. Accordingly, the Company holds all security deposit funds in a separate noninterest-bearing account which is fully insured by the FDIC.

Tenant Accounts Receivable - Tenant accounts receivable are stated at net rent amounts. Rental payments under these contracts are primarily due monthly. An allowance for doubtful accounts is recorded when a tenant receivable is outstanding for longer than three months. When a tenant vacates a space, any unpaid balance remaining is charged to bad debt expense. During 2010, the Company reserved $53,781 of its receivable balance as an allowance for doubtful accounts. Bad debt expense for the year ended December 31, 2010 was $53,781.

Acquisition of Rental Property in Business Combinations - Upon acquisition of real estate properties in a business combination, the Company estimates the fair value of acquired tangible assets (consisting of land, building, and improvements) and identified intangible assets and liabilities (consisting of above- and below-market leases and in-place leases) based on evaluation of information and estimates available at that date. In making estimates of fair value for the purpose of recognizing the acquired assets and liabilities, the Company uses pre-acquisition due diligence obtained about the property. Based on these estimates, the Company recognizes the acquired assets and liabilities at their estimated fair values.

The fair value of tangible assets acquired is determined by valuing the property as if it were vacant. Fair values are derived from appraisals or internally developed valuations using standard industry valuation methodologies. The fair value reflects the depreciated replacement cost of the permanent assets, with no trade fixtures included.

In recognizing identified intangible assets and liabilities of an acquired property, the value of above- or below-market and in-place tenant leases is estimated based on the present value (using an interest rate which reflected the risks associated with the leases acquired) of the difference between contractual amounts to be received pursuant to the leases and management's estimate of market lease rates measured over a period equal to the estimated remaining term of the lease. The capitalized above-market or below-market lease intangibles are amortized as a reduction or addition to rental income over the estimated remaining term of the respective leases.

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

In determining the value of in-place leases, management considers current market conditions and costs to execute similar leases in arriving at an estimate of the carrying costs during the expected lease-up period from vacant to existing occupancy. In estimating carrying costs, management includes real estate taxes, insurance, other operating expenses, estimates of lost rental revenue during the expected lease-up periods, and costs to execute similar leases including leasing commissions, tenant improvements, legal, and other related costs based on current market demand. The value assigned to in-place leases is amortized over the estimated remaining term of the lease. If a lease terminates prior to its scheduled expiration, all unamortized costs relating to that lease are written off.

In recognizing a bargain purchase, it is determined that the value of the assets acquired exceeds the sum of the consideration transferred for the purchase of the property. The bargain purchase is then recognized as a gain during the year in which the property is purchased. The Company recognized a bargain purchase gain of $677,805 on the date of acquisition which is included in rental revenue for the year ended December 31, 2010. The bargain purchase was a result of a reduced purchase price as the Company acquired the property out of foreclosure and assumed all of the property's outstanding operating payables.

Rental Property - Property and equipment are recorded at cost less accumulated depreciation. Straight-line methods are used for computing depreciation and amortization. Assets are depreciated over their estimated useful lives. Costs of maintenance and repairs are charged to expense when incurred.

Lease Intangibles - The values of the above- and below-market lease values are amortized to rental revenue on a straight-line basis over the tenants' remaining noncancelable terms and any below-market renewal periods of the respective leases when these renewals are expected to be exercised. The value of the other in-place lease intangibles is amortized to amortization expense on a straight-line basis over the remaining noncancelable lease terms. If a lease terminates prior to its expected expiration, all unamortized amounts relating to that lease are then recognized in operations.

Impairment of Assets - The Company recognizes impairment of long-lived assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets' carrying amount. No impairment of the Company's rental property has occurred for the year ended December 31, 2010.

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Rental Revenue - For leases with minimum scheduled rent increases or rent holidays, rental income is recognized on a straight-line basis over the terms of the related leases when collectibility is reasonably assured. Recognizing rental income on a straight-line basis for leases may result in recognizing revenue for amounts more or less than amounts currently due from tenants. As of December 31, 2010, the Company did not recognize any revenue in excess of amounts currently due from tenants.

Tenant recoveries related to reimbursement of real estate taxes, insurance, and other operating expenses are recognized as rental income in the period the applicable expenses are incurred. The reimbursements are recognized and presented and recorded gross, as the Company is generally the primary obligor with respect to real estate taxes and purchased goods and services from third-party suppliers, has discretion in selecting the supplier, and bears the credit risk. Property taxes paid by tenants in accordance with the terms of the net leases have been included in rental income and operational expenses in the statement of operations.

Deferred Leasing Commissions - Costs related to executed tenant leases are capitalized and amortized over the term of the related leases. If a tenant vacates space prior to expiration of the lease term, the remaining costs are charged to amortization expense. At December 31, 2010, deferred commissions and other leasing costs were $119,661 and related to a lease which did not commence until the subsequent year. Therefore, the Company did not recognize amortization expense or accumulated amortization for the year ended December 31, 2010.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including February 18, 2013, which is the date the financial statements were available to be issued.

Note 2 - Series A Preferred Stock

Preferred stock consists of sixty (60) authorized shares of 12.5 percent Series A Cumulative Non-Voting Preferred stock, with a par value of $0.001 per share. As of December 31, 2010, there were sixty (60) shares of Series A Preferred stock issued and outstanding.

Note 2 - Series A Preferred Stock (Continued)

Holders of Series A Preferred stock are entitled to receive, in preference of any dividends received by holders of common stock, dividends in the amount of $125 per share per year, commencing in 2009. These dividends are cumulative, irrespective of declaration. For the year ended December 31, 2010, the Company declared and paid dividends of $7,500 to Series A Preferred stockholders. There were no dividends in arrears as of December 31, 2010. Upon any liquidity event, the holders of Series A Preferred stock shall be entitled to receive a liquidation preference of $1,000 per share of Series A Preferred stock, plus any cumulative but unpaid dividends, senior to common stockholders.

Note 3 - Common Stock

Common stock consists of 1,200,000 authorized shares with a par value of $0.001 per share. As of December 31, 2010, there were 1,123,750 shares issued and outstanding.

Each share of common stock is entitled to one vote. The holders of common stock are entitled to receive dividends whenever funds are legally available and when declared by the Company.

Note 4 - Business Combination

On December 15, 2010, the Company acquired the property at 65 East Wacker Place, Chicago, Illinois and its related operations. The acquisition is an investment in commercial real estate which is in accordance with the Company's operating objective.

The following table summarizes the fair values of the assets acquired and liabilities assumed as of the acquisition date:

Cash	$ 1,005,543
Tenant accounts receivable	128,938
Tenant security deposits	252,059
Lease intangibles	5,330,509
Deferred lease commission	119,661
Land and building	13,862,765
Total assets	$ 20,699,475
Accounts payable	$ 905,448
Tenant security deposits	252,089
Accrued property taxes	721,000
Lease intangibles	674,021
Deferred revenue	205,134
Total liabilities	$ 2,757,692
Net assets contributed to the Company	$ 17,941,783

Note 4 - Business Combination (Continued)

The net noncash activity included in the acquisition of the property totaled $2,270,711.

Note 5 - Rental Property

Rental property and depreciable lives are summarized as follows:

	Amount	Depreciable Life - Years
Land	$ 3,600,000	
Buildings	10,262,765	25
Tenant improvements	4,250	Lease Terms
Total cost	13,867,015	
Less accumulated depreciation	30,247	
Net rental property	$ 13,836,768	

Depreciation and amortization expense was $30,247 in 2010.

Note 6 - Lease Intangibles

At December 31, 2010, the Company had intangible assets and liabilities relating to the property acquisitions, including in-place leases, tenant relationships, above-market leases, and below-market leases. These assets and liabilities are amortized over the lives of the respective tenant leases, with lease terms through 2026. Upon the termination of a tenant lease, any remaining lease intangibles are fully amortized.

Lease intangible assets as of December 31, 2010 are as follows:

	Gross Carrying Amount	Accumulated Amortization
Leases in place	$ 3,354,376	$ (35,649)
Tenant relationships	1,673,797	(25,392)
Above-market leases	302,336	(3,433)
Total cost	$ 5,330,509	$ (64,474)

Note 6 - Lease Intangibles (Continued)

Amortization expense for intangible assets totaled $61,041 for the year ended December 31, 2010 and accretion related to above-market leases reported in rental revenue totaled $3,433.

Lease intangible liabilities as of December 31, 2010 are as follows:

	Gross Carrying Amount	Accumulated Amortization
Below-market leases	$ 674,021	$ (5,721)

Accretion income related to below-market leases reported in rental revenue totaled $5,721 for the year ended December 31, 2010.

Estimated amortization expense and accretion income are as follows:

Years Ending December 31	Amortization	Accretion Income
2011	$ 1,255,874	$ 137,296
2012	1,141,600	159,482
2013	882,019	136,344
2014	728,417	110,041
2015	557,696	56,301
Thereafter	700,429	68,836
Total	$ 5,266,035	$ 668,300

Note 7 - Operating Leases

The Company leases office and retail space to unrelated entities under operating leases expiring in various years through 2026.

Minimum future rentals to be received on noncancelable leases as of December 31, 2010 for each of the next five years and in the aggregate are as follows:

Years Ending December 31	Amount
2011	$ 3,197,627
2012	4,139,431
2013	4,091,976
2014	3,762,588
2015	3,306,299
Thereafter	14,502,609
Total	$ 33,000,530

Note 8 - Related Party Transactions

Property Management Fees - In December 2010, the Company entered into a property management and leasing agreement pursuant to which the Company pays the manager monthly fees in the amount equal to the greater of $8,000 or 3 percent of gross rental receipts. In addition, under the agreement, the manager receives a construction coordination fee and leasing commissions as defined in the agreement, and an acquisition fee of two and a half percent of the gross purchase price of properties acquired. This agreement expires on December 31, 2010; however, the termination date set forth in the agreement is automatically extended for successive one-year periods for each calendar year thereafter and can be terminated by either party with 30 days' written notice prior to the then termination date. Management fees expense for 2011 totaled $12,590, of which $0 was unpaid at December 31, 2010. For the year ended December 31, 2010, $397,793 of acquisition fees related to the property acquisition were earned and paid to the manager. This fee was capitalized as building cost for the year ended December 31, 2010. As of December 31, 2010, the amount of unpaid acquisition fees was approximately $159,000.

Management Fees - In 2007, the Company entered into an advisory agreement with an entity, the principal of which is a common stockholder of the Company, whereby the advisor provides certain advisory services to the company. Pursuant to the advisory agreement, the Company pays to the advisor an annual asset management fee equal to the greater of one half of one percent (.50 percent) of (a) the gross purchase price of the Company's property investments or (b) the fair market value of property investments, as determined by an appraisal. In no event shall the annual management fee for any annual period be less than $500,000. Management fees expensed and paid for the year ended December 31, 2010 totaled $500,000.

Acquisition Fee - Pursuant to the advisory agreement, the Company pays the advisor an acquisition fee equal to a four percent fee of the gross purchase price of each investment property acquired by the Company in the United States. For the year ended December 31, 2010, $795,585 of fees were earned and capitalized as a building cost.

Performance Fee - Pursuant to the advisory agreement the Company pays the advisor a performance incentive fee equal to 25 percent of the amount by which the internal rate of return achieved by common stockholders on their investments in the Company exceeds 10 percent per annum but is less than 20 percent per annum, and 50 percent of the amount by which the internal rate of return exceeds 20% per annum. For the year ended December 31, 2010, no performance fees were payable.

Professional fees - The Company paid related parties, through common ownership, professional fees totaling approximately $79,000 during 2010. These fees covered professional and administrative services.

Note 9 - Subsequent Events

On December 14, 2011, the Company contributed the property located at 65 East Wacker Place, Chicago, IL and related operations to Wilton US 65 East LLC, a wholly owned subsidiary of the Company. On the date of the contribution, Wilton US 65 East LLC, obtained mortgage financing totaling $12,000,000. The mortgage loans accrue interest at a fixed rate of 6.10 percent per annum with monthly payments of interest only through January 1, 2017, the date the mortgage loans are payable in full. Of the $12,000,000 in proceeds received from the financing, $10,177,306 was distributed to the Company.

On August 21, 2012, Westings Corporate Center I LLC a wholly owned subsidiary of the Company, purchased an approximate 177,000 square foot commercial building located at 2056 Westings Boulevard, Naperville, Illinois for approximately $27,000,000. The Company contributed equity of approximately $8,000,000 and obtained a $19,000,000 mortgage loan payable to acquire the building. The mortgage loan accrues interest at a fixed rate of 4 percent per annum with monthly principal and interest payments sufficient to amortize the principal over 30 years with a balloon payment due on September 1, 2019.

Wilton U.S. Commercial Inc. and Subsidiary

Consolidated Financial Report
December 31, 2011

Wilton U.S. Commercial Inc. and Subsidiary

Contents

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Independent Auditor's Report

To the Board of Directors
Wilton U.S. Commercial Inc.
and Subsidiary

We have audited the accompanying consolidated balance sheet of Wilton U.S. Commercial Inc. and Subsidiary (the "Company") as of December 31, 2011 and the related consolidated statements of operations, stockholders' equity, and cash flows for the year then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Wilton U.S. Commercial Inc. and Subsidiary at December 31, 2011 and the consolidated results of their operations and their cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Plante & Moran, PLLC

February 18, 2013

Wilton U.S. Commercial Inc. and Subsidiary

Consolidated Balance Sheet
December 31, 2011

Assets	
Cash and cash equivalents	$ 14,365,622
Accounts receivable:	
Tenant	44,369
Related party	9,330
Funded reserve	1,848,994
Restricted cash	226,684
Accrued rent revenue	933,993
Other assets:	
Prepaid expenses	64,049
Deferred leasing commissions - Net	202,925
Deferred financing costs	392,608
Lease intangibles - Net (Note 5)	4,010,161
Land, building, and equipment - Net (Note 4)	14,786,210
Total assets	**$ 36,884,945**

Liabilities and Stockholders' Equity	
Liabilities	
Accounts payable	$ 34,607
Prepaid rent	31,113
Lease intangibles - Net (Note 5)	531,003
Accrued liabilities:	
Accrued real estate taxes	721,000
Other accrued liabilities	991,154
Tenant security deposits	226,684
Mortgage notes payable (Note 6)	12,000,000
Total liabilities	14,535,561
Stockholders' Equity	22,349,384
Total liabilities and stockholders' equity	**$ 36,884,945**

See Notes to Consolidated Financial Statements.

Wilton U.S. Commercial Inc. and Subsidiary

Consolidated Statement of Operations
Year Ended December 31, 2011

Rental Revenue	
Rental income	$ 4,262,529
Recovery income	452,517
Total rental revenue	4,715,046
Operating Expenses	
Amortization - Financing costs	3,269
Amortization - Lease intangibles	15,333
Amortization - Other	1,173,490
Depreciation	748,910
Insurance - General	79,088
Janitorial and cleaning	269,831
Property management fees	112,076
Office	78,956
Professional fees	145,325
Repairs and maintenance	301,835
Salaries and wages	432,824
Security	209,870
Taxes - Property	692,011
Utilities	510,605
Advisory management fees	500,000
Wilton general and administrative	236,932
Total operating expenses	5,510,355
Operating Loss	(795,309)
Nonoperating Income (Expense)	
Interest income	153
Interest expense	(36,600)
Total nonoperating expense	(36,447)
Net Loss	**$ (831,756)**

See Notes to Consolidated Financial Statements.

Wilton U.S. Commercial Inc. and Subsidiary

Consolidated Statement of Stockholders' Equity
Year Ended December 31, 2011

	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Total
Balance - January 1, 2011	$ 1,124	$ 24,451,537	$ (1,264,021)	$ 23,188,640
Net loss	-	-	(831,756)	(831,756)
Preferred stock dividend	-	(7,500)	-	(7,500)
Balance - December 31, 2011	**$ 1,124**	**$ 24,444,037**	**$ (2,095,777)**	**$ 22,349,384**

See Notes to Consolidated Financial Statements.

Wilton U.S. Commercial Inc. and Subsidiary

Consolidated Statement of Cash Flows
Year Ended December 31, 2011

Cash Flows from Operating Activities	
Net loss	$ (831,756)
Adjustments to reconcile net loss to net cash from operating activities:	
Depreciation	748,910
Amortization	1,192,092
Rental revenue from intangible assets	(54,913)
Changes in operating assets and liabilities which (used) provided cash:	
Tenant accounts receivable	(16,892)
Accrued rent revenue	(933,993)
Restricted cash	25,375
Prepaid expenses	(40,043)
Deferred leasing commissions	(98,597)
Accounts payable	(152,641)
Prepaid rent	31,113
Related party payable	(168,447)
Tenant security deposits liability	(25,375)
Accrued liabilities and other	898,313
Net cash provided by operating activities	573,146
Cash Flows from Investing Activities - Land, building, and equipment	(1,698,352)
Cash Flows from Financing Activities	
Proceeds from mortgage notes payable	9,942,983
Deferred financing cost	(187,854)
Preferred stock dividends paid	(7,500)
Net cash provided by financing activities	9,747,629
Net Increase in Cash and Cash Equivalents	8,622,423
Cash and Cash Equivalents - Beginning of year	5,743,199
Cash and Cash Equivalents - End of year	**$ 14,365,622**
Supplemental Cash Flow Information - Cash paid for interest	**$ 36,600**

See Notes to Consolidated Financial Statements.

Note 1 - Organization and Summary of Significant Accounting Policies

Wilton U.S. Commercial Inc. (Wilton) is a Delaware corporation that elected to be treated as a real estate investment trust (REIT) under Sections 856 through 860 of the U.S. Internal Revenue Code. Wilton began operations on September 7, 2007 for the purpose of purchasing, refurbishing, redeveloping, or improving commercial real estate properties in the United States, with a focus on Chicago, Illinois. Wilton has perpetual existence; however, in its stockholders' agreement dated June 13, 2008, it is indicated, and intent to commence undertaking the disposition of its investments on June 13, 2015.

Wilton US 65 East LLC (65 East) is a limited liability company organized under the laws of the State of Delaware. 65 East was formed on September 29, 2011 and began operations on December 14, 2011 when Wilton contributed 65 East Wacker Place (the "Property"), a 220,000 square foot commercial building located in Chicago, Illinois.

Wilton is the sole member of 65 East. U.S. Equities Asset Management, LLC is the manager of the property. One of the directors of Wilton is also one of the owners of the manager.

Wilton and US 65 East are collectively referred to as the "Company."

Aspects of the Limited Liability Company - 65 East was formed as a limited liability company; therefore Wilton's liability is limited to the capital invested. Under the terms of 65 East's limited liability company agreement (the "Agreement"), Wilton is the sole member of 65 East. Allocation of profits, losses, and distributions are made in accordance with the Agreement. Distributions will be made at the discretion of Wilton. 65 East shall terminate as described in the Agreement.

Rental Revenue - For leases with minimum scheduled rent increases or rent holidays, rental income is recognized on a straight-line basis over the terms of the related leases when collectibility is reasonably assured. Recognizing rental income on a straight-line basis for leases may result in recognizing revenue for amounts more or less than amounts currently due from tenants. As of December 31, 2011, the Company recognized $933,993 as revenue in excess of amounts currently due from tenants.

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Tenant recoveries related to reimbursement of real estate taxes, insurance, and other operating expenses are recognized as rental income in the period the applicable expenses are incurred. The reimbursements are recognized and presented and recorded gross, as the Company is generally the primary obligor with respect to real estate taxes and purchased goods and services from third-party suppliers, has discretion in selecting the supplier, and bears the credit risk. Property taxes paid by tenants in accordance with the terms of net leases have been included in rental income and operational expenses in the consolidated statement of operations.

Deferred Finance Charges - Deferred finance charges represent legal, consulting, and financial costs associated with debt financing and are reported net of accumulated amortization of $3,269 at December 31, 2011. Such charges are being amortized over the respective terms of the debt agreements. Amortization costs totaling $3,269 for the year ended December 31, 2011, related to deferred finance charges, are included in operating expenses.

Deferred Leasing Commissions - Costs pertaining to executed tenant leases are capitalized and amortized over the term of the respective leases. If a tenant vacates space prior to expiration of the lease term, remaining unamortized lease costs are charged to amortization expense in the period when the tenant vacates the lease space. Deferred commissions and other leasing costs of $218,258 are presented net of the accumulated amortization of $15,333. Amortization expense for the year ended December 31, 2011 was $15,333.

Classification of Assets and Liabilities - The financial affairs of the Company do not generally involve a business cycle since the realization of assets and the liquidation of liabilities are usually dependent on the Company's circumstances. Accordingly, the classification of current assets and current liabilities is not considered appropriate and has been omitted from the consolidated balance sheet.

Use of Estimates - The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires the Company's management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Income Taxes - The Company has elected to be taxed as a REIT under the U.S. Internal Revenue Code and has operated as such, beginning with its taxable year ended December 31, 2008. To qualify as a REIT, the Company must meet certain organizational and operational requirements. As a REIT, the Company is generally not subject to federal income taxes. Accordingly, neither a provision nor a benefit for federal income taxes has been made in the accompanying consolidated financial statements. The Company is subject to certain state and local taxes related to the operations of properties in certain locations.

Cash Equivalents - The Company considers all investments purchased with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents are fully insured by the FDIC. The Company believes that it is not exposed to any significant credit risk on cash and cash equivalents.

Restricted Cash - Restricted cash represents tenant security deposits which are required by Illinois law to be segregated from general operating funds. Accordingly, the Company holds all security deposit funds in a separate noninterest-bearing account which is fully insured by the FDIC.

Funded Reserves - Funded reserves include tenant improvement and free rent reserves. Tenant improvement reserves are designed for capital improvements related to new tenants. The Company is not required to fund the reserve until 2014, at which time it must make monthly contributions of $70,833. The free rent reserve is set up for contractual concessions in existing leases which were provided free rent. The balance is released in accordance with the loan documents.

Tenant Accounts Receivable - Tenant accounts receivable are stated at net rent amounts. The Company considers tenant accounts receivable to be fully collectible as of December 31, 2011; accordingly, no allowance for doubtful accounts is required. If amounts are determined to be uncollectible, they are charged to operations at the time.

Property and Equipment - Property and equipment are recorded at cost. Straight-line methods are used for computing depreciation. Assets are depreciated over their estimated useful lives. Costs of maintenance and repairs are charged to expense when incurred.

Intangible Assets - Acquired intangible assets subject to amortization are stated at cost and are amortized using the straight-line method over the estimated useful lives of the assets. Intangible assets are subject to amortization and reviewed for potential impairment whenever events or circumstances indicate that carrying amounts may not be recoverable.

Note 1 - Organization and Summary of Significant Accounting Policies (Continued)

Impairment of Assets - The Company recognizes impairment of long-lived assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets' carrying amount. No impairment of the Company's rental property has occurred for the year ended December 31, 2011.

Principles of Consolidation - The consolidated financial statements include the accounts of the Wilton and its wholly owned subsidiary, 65 East. All material intercompany accounts and transactions have been eliminated in consolidation.

Subsequent Events - The consolidated financial statements and related disclosures include evaluation of events up through and including February 18, 2013, which is the date the consolidated financial statements were available to be issued.

Note 2 - Series A Preferred Stock

Preferred stock of Wilton consists of sixty (60) authorized shares of 12.5 percent Series A Cumulative Non-Voting Preferred stock, with a par value of $0.001 per share. As of December 31, 2011, there were sixty (60) shares of Series A Preferred stock issued and outstanding.

Holders of Series A Preferred stock are entitled to receive, in preference of any dividends received by holders of common stock, dividends in the amount of $125 per share per year, commencing in 2009. These dividends are cumulative, irrespective of declaration. For the year ended December 31, 2011, the Company declared and paid dividends of $7,500 to Series A Preferred stockholders. There were no dividends in arrears as of December 31, 2011. Upon any liquidity event, the holders of Series A Preferred stock shall be entitled to receive a liquidation preference of $1,000 per share of Series A Preferred sock, plus any cumulative but unpaid dividends, senior to common stockholders.

Note 3 - Common Stock

Common stock of Wilton consists of 1,200,000 authorized shares with a par value of $0.001 per share. As of December 31, 2011, there were 1,123,750 shares issued and outstanding.

Each share of common stock is entitled to one vote. The holders of common stock are entitled to receive dividends whenever funds are legally available and when declared by the Company.

Note 4 - Rental Property

Rental property and depreciable lives are summarized as follows:

	Amount	Depreciable Life - Years
Land	$ 3,600,000	-
Buildings	10,262,766	25
Tenant improvements	362,139	Lease Terms
Furniture and fixtures	31,711	3-5
Construction in progress	1,308,751	
Total cost	15,565,367	
Less accumulated depreciation	779,157	
Net rental property	$ 14,786,210	

Depreciation and amortization expense was $748,910 in 2011.

Note 5 - Lease Intangibles

At December 31, 2011, the Company had intangible assets and liabilities relating to the property acquisitions, including in-place leases, tenant relationships, above-market leases, and below-market leases. These assets and liabilities are amortized over the lives of the respective tenant leases, with lease terms through 2026. Upon the termination of a tenant lease, any remaining lease intangibles is fully amortized.

Lease intangible assets as of December 31, 2011 are as follows:

	Gross Carrying Amount	Accumulated Amortization
Leases in place	$ 3,354,376	$ (752,722)
Tenant relationships	1,673,796	(481,812)
Above-market leases	302,336	(85,813)
Total cost	$ 5,330,508	$ (1,320,347)

Amortization expense for intangible assets totaled $1,173,490 for the year ended December 31, 2011, and accretion related to above-market leases reported in rental revenue totaled $82,381.

Note 5 - Lease Intangibles (Continued)

Lease intangible liabilities as of December 31, 2011 are as follows:

	Gross Carrying Amount	Accumulated Amortization
Below-market leases	$ 674,021	$ (143,018)

Accretion income related to below-market leases reported in rental revenue totaled $137,296 for the period ended December 31, 2011.

Estimated amortization expense and accretion income are as follows:

Years Ending December 31	Amortization	Accretion Income
2012	$ 1,141,600	$ 159,482
2013	882,019	136,344
2014	728,417	110,041
2015	557,696	56,301
2016	216,352	42,588
Thereafter	484,077	26,247
Total	$ 4,010,161	$ 531,003

Note 6 - Mortgage Notes Payable

On December 15, 2011, the Company obtained two mortgage loans of $7,000,000 and $5,000,000 from ING USA Life Insurance Company and Los Angeles County Employees Retirement Association, respectively. These two mortgage loans are secured by the Property and the assignment of the leases. The mortgage loans accrue interest at a rate of 6.10 percent per annum with monthly payments of interest only until January 1, 2017, when the mortgage loans mature. In addition, the Company may borrow an additional $2,000,000 from Los Angeles County Employees Retirement Association for a period of up to two years from the date of the initial funding for the reimbursement of specific property costs. The Company can also request an additional $1,000,000 in borrowings from Los Angeles County Employees Retirement Association based on the financial results of the Property within one year from the date of the initial funding. As a condition precedent of the additional funding, the Company must maintain a minimum debt service coverage ratio.

Note 6 - Mortgage Notes Payable (Continued)

Under the agreement with the lenders, the Company is subject to an issuance of consolidated financial statements no later than 90 days subsequent to year end. The Company is currently not in compliance with this reporting requirement, but as of December 31, 2011, the lenders have not exercised their rights under the default provisions of the agreements.

Note 7 - Operating Leases

The Company leases office and retail space to unrelated entities under operating leases expiring in various years through 2026.

Minimum future rentals to be received on noncancelable leases as of December 31, 2011 for each of the next five years and in the aggregate are as follows:

Years Ending December 31	Amount
2012	$ 4,139,431
2013	4,091,976
2014	3,762,588
2015	3,306,299
2016	2,721,406
Thereafter	11,781,203
Total	$ 29,802,903

Note 8 - Related Party Transactions

Property Management Fees - In December 2010, the Company entered into a property management and leasing agreement pursuant to which the Company pays the manager monthly fees in the amount equal to the greater of $8,000 or 3 percent of gross rental receipts. In addition, under the agreement, the manager receives a construction coordination fee and leasing commissions as defined in the agreement, and an acquisition fee of two and a half percent of the gross purchase price of properties acquired. This agreement expired on December 31, 2011; however, the termination date set forth in the agreement is automatically extended for successive one-year periods for each calendar year thereafter and can be terminated by either party with 30 days' written notice prior to the then termination date. Management fees incurred and paid for the year ended December 31, 2011 totaled $112,076.

Note 8 - Related Party Transactions (Continued)

Asset Management Fee - In 2007, Wilton entered into an advisory agreement, with an entity, the principal of which is a common stockholder of Wilton, whereby the advisor provides certain advisory services to Wilton. Pursuant to the advisory agreement, Wilton pays to the advisor an annual asset management fee equal to the greater of one half of one percent (.50 percent) of (a) the gross purchase price of the Company's property investments or (b) the fair market value of property investments, as determined by an appraisal. In no event shall the annual management fee for any annual period be less than $500,000. Management fees expensed and paid for the year ended December 31, 2011 totaled $500,000.

Acquisition Fee - Pursuant to the advisory agreement, Wilton pays the advisor an acquisition fee equal to a four percent fee of the gross purchase price of each investment property acquired by the Company in the United States. For the year ended December 31, 2011, no fees were earned and capitalized as a building cost.

Performance Fee - Pursuant to the advisory agreement, Wilton pays the advisor a performance incentive fee equal to 25 percent of the amount by which the internal rate of return achieved by common stockholders on their investments in the Company exceeds 10 percent per annum but is less than 20 percent per annum, and 50 percent of the amount by which the internal rate of return exceeds 20 percent per annum. For the year ended December 31, 2011, no performance fees were earned or payable.

Debt Financing Fee - Financing cost earned by an entity affiliated with the Company totaled $112,500 and is amortized over the life of the mortgage note payable.

Leasing Commissions - Leasing commissions earned by an entity affiliated with 65 East totaled approximately $218,000 and are amortized over the life of the associated leases.

Note 9 - Noncash Transactions

As described in Note 6, the Company obtained two mortgages totaling $12,000,000. Part of the proceeds funded free rent and tenant improvement reserves of $1,848,944 and deferred financing costs of $208,073.

Note 10 - Subsequent Events

On August 21, 2012, Westings Corporate Center I LLC, a wholly owned subsidiary of the Company, purchased a commercial building containing approximately 177,000 square feet located at 2056 Westings Boulevard, Naperville, Illinois for approximately $27,000,000. The Company contributed equity of approximately $8,000,000 and obtained a $19,000,000 mortgage loan to acquire the building. The mortgage loan accrues interest at a fixed rate of 4 percent per annum with monthly principal and interest payments sufficient to amortize the principal over 30 years with a balloon payment due on September 1, 2019.