

**Part 2A of Form ADV: Firm Brochure**

**Item 1 Cover Page**

**KBS Realty Advisors, LLC**

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This brochure provides information about the qualifications and business practices of KBS Realty Advisors, LLC (“KBSRA, LLC”). If you have any questions about the contents of this brochure, please contact KBSRA, LLC at (949) 417-6514 or Rachel Umipig at [rumipig@kbs.com](mailto:rumipig@kbs.com). The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about KBS Realty Advisors, LLC also is available on the SEC’s website at [www.adviserinfo.sec.gov](http://www.adviserinfo.sec.gov).

While KBSRA, LLC is a registered investment adviser with the SEC, that registration does not imply a certain level of skill or training.

## **Item 2 Material Changes**

This brochure was last updated March 31, 2022. There have been no material changes made to this Brochure since the last update.

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#### **Item 4 Advisory Business**

- Founded by Peter M. Bren and Charles J. Schreiber, Jr. in 2000, KBSRA, LLC provides acquisition, disposition, asset management and consulting services to corporations and institutional investors in connection with real estate assets and real estate-related investments including, on a limited basis, real estate securities. In particular, KBSRA, LLC provides these services to pension plans and sovereign wealth funds through its management of real estate limited partnerships established to facilitate the investment by such clients directly or indirectly in real estate and related investments. In certain cases, such limited partnerships may invest through a real estate investment trust. KBSRA, LLC also serves as the U.S. based asset manager to certain subsidiaries of Prime US REIT which is listed on the Singapore stock exchange.
- Acquisition services include identifying and evaluating for client investment various real estate assets and real estate-related investments including, on a limited basis, real estate securities including but not limited to: direct investments in real estate, real estate limited partnership interests, real estate investment trusts, group trusts and other collective real estate investment vehicles, loans secured by interests in real estate, real property equities, and mortgage-backed securities. In this capacity, KBSRA, LLC serves as investment adviser to public pension funds, sovereign wealth funds and/or certain investment vehicles established on their behalf. KBSRA, LLC also provides advisory and management services to certain subsidiaries of Prime US REIT pursuant to a services agreement with the manager of Prime US REIT and certain other affiliates of Prime US REIT.
- KBSRA, LLC is indirectly owned by Charles Jay Schreiber, Jr. and the Estate of Peter Milton Bren. Charles Jay Schreiber, Jr. has the authority to control KBSRA, LLC and serves as Chairman, President, Secretary & Treasurer.

Mr. Schreiber graduated from the University of Southern California with a Bachelor's Degree in Finance with an emphasis in Real Estate. During his four years at USC, he did graduate work in the then newly formed Real Estate Department in the USC Graduate School of Business.

Mr. Schreiber has been involved in real estate development, management, acquisition, disposition and financing for more than 40 years and with the acquisition, origination, management, disposition and financing of real estate-related debt investments for more than 30 years. Prior to forming the first KBS-affiliated investment advisor in 1992, he served as the Executive Vice President of Koll Investment Management Services and Executive Vice President of Acquisitions/Dispositions for The Koll Company. During the mid-1970s through the 1980s, he was Founder and President of Pacific Development Company and was previously Senior Vice President/Southern California Regional Manager of Ashwill-Burke Commercial Brokerage. Mr. Schreiber is the Chief Executive Officer of KBS Capital Advisors LLC and is a principal of Koll Bren Schreiber Realty Advisors, Inc.

He is currently an Executive Board Member for the USC Lusk Center for Real Estate

at the University of Southern California Marshall School of Business/School of Policy, Planning and Development and serves as a member of the Executive Committee for the Public Non-Listed REIT Council for the National Association of Real Estate Investment Trusts. He is also a member of the National Council of Real Estate Investment Fiduciaries.

Mr. Schreiber has served as a member of the board of directors and executive committee of The Irvine Company since August 2016, and since December 2016, Mr. Schreiber has served on the Board of Trustees of The Irvine Company.

- KBSRA, LLC tailors its advisory services to the individual needs of clients, as it operates within general investment guidelines approved or provided by its clients.
- Final investment decisions are frequently made by KBSRA, LLC as discretionary investment manager, but in some cases KBSRA, LLC provides non-discretionary advisory services to clients.
- KBSRA, LLC also provides real property asset management services to clients with respect to real property assets acquired by clients with its assistance and such assets transferred to its management by clients. Real property asset management activities vary based upon the investment type but may include determining capital and operation budgets, establishing leasing guidelines and approving leases, developing marketing strategies, installing and monitoring on-site property management activities, providing loan servicing, monitoring the activities of general partners or other managing entities where investments include real estate limited partnership interests or other collective investment vehicles, and generally monitoring real property asset performance to emphasize maximization of investment value.
- KBSRA, LLC also arranges and coordinates the sale of real property assets for its clients.
- As of 12/31/2022, KBSRA, LLC managed client assets are \$1,664,921,099 on a discretionary basis and \$1,734,162,158 on a non-discretionary basis. A substantial majority of these assets managed by KBSRA, LLC are invested in real estate property assets with the remainder of these assets being invested in other real estate-related investments, including, but not limited to, real estate securities.

## **Item 5 Fees and Compensation**

KBSRA, LLC may receive from its clients some or all of the following fees in connection with its advisory and real estate asset management services:

- Acquisition fees for services related to the sourcing, underwriting and negotiating of real property investments and, in certain cases, loans and other debt secured by real estate, are due to variability typically based on a percentage of acquisition cost (or funding amount).
- Asset management fees for investment advisory services relating to real estate properties and other real estate-related investments (including real estate securities) held by a client are equal to a percentage of average monthly net asset value or the cost of investments acquired, payable quarterly or monthly. The applicable asset management fee may scale downward at various break points as net asset value increases. Generally, asset management fees fall within a range between 3.75 and 150 basis points per year, depending on the size and complexity of a particular client's portfolio. KBSRA, LLC may negotiate separate asset management fees with each client. The fees, accordingly, may vary for each client and/or investment vehicle established and managed for clients. In addition, KBSRA, LLC may charge certain clients fees for the administration of a portfolio. Generally, these administration fees are approximately 35 basis points per year.
- KBSRA, LLC may charge a separate fee for managing excess cash which at any point in time is not otherwise invested in real estate assets. KBSRA, LLC does not have a set fee schedule for cash management services. The fees for such services are negotiable.
- In certain cases, KBSRA, LLC may have the ability to receive performance-based fees from its clients. This may constitute a fee arrangement that would create an incentive for KBSRA, LLC to make investments that are riskier or more speculative than would be the case in the absence of a "performance based" fee. The use of the performance component is intended to comply with the provisions of Rule 205-3 under the Investment Advisers Act of 1940 (the "Advisers Act") relating to incentive compensation arrangements. This rule imposes certain requirements relating to the calculation methodology for a performance fee and the imposition of certain net worth or assets-under management standards for clients to whom such a fee is charged.
- KBSRA, LLC's affiliate, KBS Management Group, LLC ("Co-Manager"), may enter into a co-management agreement for certain real estate properties. Co-Manager provides certain management services at each building in addition to those provided by the third-party property manager. The fees for such services are negotiated with the third-party property manager which is equal to a percentage of the rent.
- For the services provided to the Prime US REIT, KBSRA, LLC will receive a portion of the fees received by the manager of such REIT, equivalent to a percentage of the value of investment properties of the Prime US REIT as reported in its financial results for that quarter.

## **Item 6 Performance-based Fees and Side-by-side Management**

- As noted in Item 5 above, certain clients may pay KBSRA, LLC performance-based fees.
- Because of the different fee arrangements in place for its clients, including the potential for receipt of performance-based fees from some clients and not from others, KBSRA, LLC may have an incentive to favor clients that pay performance-based fees over those that do not. This incentive could, for example, affect its decision to invest in certain real estate assets or real estate-related investments (including real estate securities) for some clients and not for others if it believes the transaction will be profitable (or to allocate a greater portion of a limited investment opportunity to such clients' accounts), or to engage in cross trades between client accounts.
- To address these conflicts, KBSRA, LLC's policies and procedures seek to provide that investment decisions are made without consideration of its economic interests, and instead are made in accordance with its fiduciary duties to all clients. It is the policy of KBSRA, LLC that investment decisions are to be made consistent with the investment objectives, guidelines, and restrictions of clients and those investments are to be allocated fairly and equitably over time among clients, taking into consideration the objectives, restrictions, investment strategy, asset allocation and benchmarks of each client. As a general matter, KBSRA, LLC and its affiliates generally do not recommend the same investment in the same asset or investment opportunity for two or more clients of KBSRA, LLC or its affiliates at the same time. Given cash constraints and the amount of time often required to "close" on certain recommended investments, KBSRA, LLC expects that determinations regarding which client will invest into a particular asset or investment opportunity will arise somewhat infrequently. Nevertheless, in accordance with its duties under the Advisers Act, the policy of the KBSRA, LLC is to allocate specific investment opportunities which may be suitable for one or more clients on a fair and equitable basis over time.
- When deciding whether to allocate an investment opportunity to any client advised by one of KBSRA, LLC's affiliates, the KBS Professionals, in their sole discretion, seek to determine the client for which the investment opportunity is most suitable based on the investment objectives and other criteria for each client. Some of the factors considered are: (i) the investment objectives and criteria of each client; (ii) the cash requirements of each client; (iii) the effect of the investment on the diversification of each program's or investor's portfolio by type of investment, risk of investment, type of commercial property, geographic location of properties, and tenants of properties and, in the case of debt-related investments, the characteristics of the underlying property; (iv) the policy of each program or investor relating to leverage (v) the anticipated cash flow of the property or asset to be acquired; (vi) the income tax effects of the purchase on each client; (vii) the size of the investment; and (viii) the amount of funds available to each client and the length of time that such funds have been available for investment.
- KBSRA, LLC's receipt of performance fees from certain clients may incentivize it to make investments that are riskier or more speculative than it would make if it did not receive performance fees.

- KBSRA, LLC and its affiliates sponsor or manage other investment funds and managed accounts, some of which have objectives that are similar to, or which overlap with, those of its clients. Additionally, KBSRA, LLC and its affiliates may own interests in those investments funds and managed accounts. In certain circumstances, particularly when KBSRA, LLC and its affiliates sponsor a new product or platform (because KBSRA, LLC and its affiliates may provide the initial seed money), such product or platform may be wholly or principally owned by KBSRA, LLC and its affiliates. KBSRA, LLC ownership interest in these accounts may give it an incentive to favor these accounts over other client accounts.



### **Item 7 Types of Clients**

- The types of clients to whom KBSRA, LLC generally provides investment advice are generally institutional clients, including pension funds and sovereign wealth funds, each of whom may invest through real estate limited partnerships or real estate investment trusts.
- KBSRA LLC also provides advisory and management services to subsidiaries of Prime US REIT and listed on the Main Board of the Singapore Exchange since July 19, 2019.

## **Item 8 Methods of Analysis, Investment Strategies and Risk of Loss**

- KBSRA, LLC provides asset management services and investment advisory services in respect of the following types of investments: direct investments in real estate, real estate limited partnership interests, real estate investment trusts, group trusts and other collective real estate investment vehicles, loans secured by interests in real estate, real property equities, and mortgage-backed securities.
- Investment analysis methods will include internally and externally prepared appraisals/valuations of real property assets to include consideration of market conditions and an asset's fit in the client's portfolio, as determined by the client.
- Sources of information will also include KBSRA, LLC's evaluation of real estate markets and pricing trends often using data and analytical techniques based upon research derived from major national real estate marketing and brokerage firms.

KBSRA, LLC maintains cash accounts for several of its clients which, to the extent not required to be invested in real estate related assets, may be invested and reinvested in direct obligations of the United States of America, normally only Treasury bills and notes, and in bank issued commercial paper and certificates of deposit, including money market accounts. Maturity of the investment and length of deposit, as the case may be, is determined by the time at which the proceeds are needed. The income and proceeds of sales from such instruments are used only in connection with KBSRA, LLC's activities on behalf of its clients. Such accounts, insofar as they are used, are replenished with monies generated from a client's real estate assets or may, in some cases, be replenished by the client. Funds in such accounts not required for such real estate related assets are distributed to the clients.

- KBSRA, LLC's acquisition team identifies opportunities in real estate assets and related investments by focusing on selective regions and submarkets that it believes have an ability to withstand fluctuating economic cycles over time. KBSRA, LLC is particularly sensitive to identifying and seeking to avoid areas and markets that it believes are most likely to experience overbuilding and weak employment growth. The firm seeks to acquire on behalf of client's office, industrial, retail and multi-family assets, which it believes offer the potential for high relative returns in any market situation. KBSRA, LLC has a streamlined acquisition submittal review process that it believes promotes a quick response to investment opportunities that it has identified. The major source of KBSRA, LLC's acquisitions for its clients comes from a combination of direct submittals through institutional seller relationships, national brokerage relationships and through personal relationships with sellers in various markets.

As part of each investment decision, KBSRA, LLC establishes a target sale date for every asset that it acquires. KBSRA, LLC employs not only opportunistic buying techniques but also opportunistic selling strategies. In that regard, KBSRA, LLC may seek to sell assets on behalf of its clients earlier than the anticipated sale date when an opportunity arises to exceed the return projections set forth in the original business plan of an asset.

- Risk management is a fundamental principle in the KBSRA, LLC investment management process. The firm's asset management and underwriting groups utilize a system of checks and balances, including Asset Plan Reviews (APRs), which are reviewed continually by senior management. This review process seeks to ensure that situations are detected and resolved before they develop into significant issues.

The Asset Plan Review for every asset under management is monitored and updated monthly and linked directly into proprietary portfolio management reports and tracking tools. This system provides "real time" operational and financial data across all KBSRA, LLC portfolios, which is instrumental in making acquisition, disposition, leasing, financing and cash management decisions. It is also highly useful in monitoring potential risks and deviations from the original investment plan. Each month, variances to budget and original plan are reviewed and evaluated so that revised operational strategies can be employed, if necessary.

Additionally, a critical part of this process is ongoing communications with clients throughout the investment cycle. Timely active communication alerts clients to both positive and negative changes that develop.

- Investing in real estate assets and real estate-related investments (including real estate securities) or any type of investment, involves risk of loss that clients should be prepared to bear.

The following are some of the material risks associated with the various real estate investments recommended by KBSRA, LLC to its clients:

- Economic, market and regulatory changes may impact the real estate market generally and may decrease the value of the investments acquired for clients;
- The investment returns and cash flow associated with investments in real estate properties are dependent on the ability of tenants to pay rent. To the extent that tenants default, terminate their leases or are significantly impacted by certain outside economic factors, the net income associated with such real estate properties may be adversely affected;
- Competition in the market from third parties in acquiring properties or other real estate-related investments may reduce the profitability of such investments;
- The value of investments recommended in real estate loans or securities may be adversely affected by fluctuations in interest rates;
- The mortgage loans recommended and the value of mortgage loans underlying the mortgage securities recommended are subject to delinquency, foreclosure and loss, which could result in losses to clients;

- Investments recommended in subordinated loans and subordinated mortgage-backed securities may be subject to losses;
- In addition to being subject to the risks associated with mortgage loans, the commercial mortgage-backed securities recommended for investment are subject to the risks of the securitization process;
- Some or all of the investments recommended in real estate-related securities and loans may be illiquid and, thus, may be particularly vulnerable to changes in economic and other conditions; and,
- Prepayments can adversely affect the yields on the real estate-related investments recommended to clients.

In addition to the foregoing real estate-related risks, KBSRA, LLC's clients may be exposed to other risks associated with certain inherent or potential conflicts of interest raised by KBSRA, LLC's ownership structure and the investment activities engaged in by its affiliates, which clients should consider. These risks include, without limitation:

- KBSRA, LLC faces certain conflicts of interest with its affiliates, which are primarily owned by certain of KBSRA, LLC's principal owners and/or certain of its key investment professionals, caused by the compensation arrangements in place with KBSRA, LLC's clients on the one hand and the clients of its affiliates on the other. Such conflicts may give KBSRA, LLC's principal owners and/or key investment professionals an incentive to favor certain client accounts over others to the extent that the fee arrangements with such clients are more beneficial;
- KBSRA, LLC's affiliates sponsor or manage other investment funds and accounts, some of which have objectives that are similar to, or which overlap with, those of KBSRA, LLC's clients. As a result, KBSRA, LLC's clients and such other similar investment funds and accounts could compete for certain limited investment opportunities analyzed by KBSRA, LLC's investment professionals. To the extent that these investment opportunities are not allocated to KBSRA, LLC's clients, the performance of such clients' investment portfolios may be adversely affected. Conversely, the investment objectives and/or investment strategies employed by KBSRA, LLC's affiliates on behalf of certain clients could conflict with the transactions and strategies employed by KBSRA, LLC on behalf of its clients, which may affect the prices and availability of the real estate investments in which such clients invest; and,
- KBSRA, LLC's investment professionals who provide investment advice to other investment funds and accounts face competing demands for their time which may have an adverse effect on KBSRA, LLC's clients.

**The preceding discussion of the risks (i) associated with investments in real estate and real estate-related investments and (ii) related to KBSRA LLC's structure and the investment activities of its affiliates is not intended to be exhaustive.**

Despite the aforementioned potential conflicts, KBSRA, LLC and its personnel have both legal and fiduciary obligations as prescribed by the respective client's partnership and/or operating agreements and applicable law. Advisory personnel are required to allocate sufficient time in which to discharge these responsibilities.

## **Item 9 Disciplinary Information**

In February 2022, we discovered that our Chief Audit Executive of one of our affiliates, KBS Capital Advisors, LLC (“KBS CA”), had entered arrangements with certain vendors that we believe either overcharged one or more of KBS’ publicly registered, non-traded real estate investment trusts (“REIT’s”) or their affiliates for the services performed or charged for services that were never performed. As we began to inquire into the matter, the Chief Audit Executive resigned.

Upon discovery of this matter, our management informed the respective REITs’ audit committee and external auditor and the REITs’ audit committees have initiated an independent investigation, which is being conducted with the assistance of independent counsel and an independent forensic accounting firm.

Concurrently with informing the respective REIT’s, we also initiated a separate independent investigation, which is also being conducted with the assistance of independent counsel and an independent forensic accounting firm.

Subject to these ongoing investigations, we believe that between 2011 and 2021, certain vendors billed for services which were either overcharged or which were never performed, that such vendors were in turn making payments to the individual, and that no other of our officers or employees participated in the misconduct.

In light of the discovery of the misconduct by the individual and certain vendors, we are working to enhance related controls and procedures. More detailed disclosure as it relates to the potential impact to each applicable REIT has been provided in such entity’s 10-K filing.

We have agreed to reimburse the affected REITs for any amounts inappropriately charged to them, and for the costs the REITs incur in the joint audit committees’ investigation, in each case regardless of whether any such amounts are recoverable from either the vendors or the individual. Further information about the reimbursement of such amounts is provided in each affected REIT’s (KBS Real Estate Investment Trust II, Inc., KBS Real Estate Investment Trust III, Inc., and KBS Growth & Income REIT, Inc.) 10-Q filing for period ending June 30, 2022.

## **Item 10 Other Financial Industry Activities and Affiliations**

- Two of KBSRA, LLC's affiliates, Koll Bren Schreiber Realty Advisors, Inc. ("KBS Realty") and KBS Capital Advisors, LLC ("KBS CA" and, collectively, with KBS Realty, the "Investment Adviser Affiliates"), are each registered investment advisers with the SEC. KBS CA is the exclusive external advisor to publicly registered, non-traded real estate investment trusts which are sponsored and managed by its affiliates and affiliates of KBSRA, LLC (collectively, the "KBS REITs"). KBS Realty provides real estate asset management and advisory services to corporations and institutional investors including pension plans. Like KBSRA, LLC, the Investment Adviser Affiliates also provide real estate asset management and advisory services in connection with real estate assets and real estate-related investments including certain real estate-related securities. As mentioned in Item 8 above, the Investment Adviser Affiliates are substantially owned and managed by certain of KBSRA, LLC's principal owners and/or certain of its key investment professionals and certain of the same investment professionals that conduct the advisory activities for KBSRA, LLC also perform the same or similar functions in connection with their duties in respect of the Investment Adviser Affiliates. Furthermore, the Investment Adviser Affiliates sponsor and manage other investment funds and accounts which may have the same or similar investment objectives and strategies to those of the KBSRA, LLC's clients. As a result, to the extent that the accounts or investment funds managed by the Investment Adviser Affiliates have compensation arrangements in place that are more beneficial, there is a potential conflict that KBSRA, LLC's principal owners and/or key investment professionals have an incentive to favor certain higher paying client accounts over the accounts of KBSRA, LLC's clients when allocating limited investment opportunities. Please refer to Items 6 and 8 above for a description of how KBSRA, LLC and its affiliates attempt to address certain conflicts raised by its ownership structure.
- Another one of KBSRA, LLC's affiliates, KBS Capital Markets Group LLC ("KBS Capital Markets"), is registered as a broker-dealer with the SEC and is also a member of FINRA in such capacity. KBS Capital Markets serves as the dealer manager in connection with the offering of shares in the KBS REITs managed by KBS CA.
- Another one of KBSRA, LLC's affiliates, KBS Asia Partners Pte Ltd. is the sponsor of Prime US REIT, a public offering on the Singapore Exchange Securities ("SGX-ST") to residents outside of the United States pursuant to Regulation S. KBSRA LLC serves as the U.S. Asset Manager.
- Two other affiliates of KBSRA, LLC, KBS Management LLC and KBS/AD JV Member, LLC, indirectly own a 50% interest in KBS/AD Realty Advisors, LLC ("KBS/AD JV"), which advises a real estate private equity fund offered to certain non-US investors. KBS/AD JV is a joint venture between the KBS organization and a third-party investment firm AD Asset Management LLC. In connection with KBS' involvement in KBS/AD JV, certain employees of KBSRA, LLC and/or its affiliates, may be involved in the management of this real estate private equity fund. Although not anticipated to occur frequently, it is possible that the real estate private equity fund will compete with one or more of the REITs for investment opportunities. In order to mitigate any conflict of interest

created thereby, KBSRA, LLC and its affiliates have adopted investment allocation procedures in order to ensure that any such investment opportunities are allocated in a manner that is fair and equitable over time.

- Various affiliates of KBSRA, LLC act as general partner to real estate limited partnerships established to facilitate the investment by KBSRA, LLC's clients in real estate and real estate-related investments. These affiliates may engage KBSRA, LLC to provide advisory and administrative services to these partnerships.



### **Item 11 Code of Ethics, Participation or Interest in Client Transactions and Personal Trading**

- KBSRA, LLC has adopted a code of ethics (the “Code”) that is applicable to all employees of KBSRA, LLC. The Code contains policies and procedures that, among other things:
  - Require employees to observe fiduciary duties owed to clients;
  - Prohibit employees from taking personal advantage of opportunities belonging to clients;
  - Place limitations on personal trading by employees and impose reporting obligations with respect to employee personal trading except for certain types of securities;
  - Impose limitations on the giving or receiving of gifts;
  - Restrict employees’ outside business activities; and
  - Prohibit disclosure of confidential information relating to KBSRA, LLC, its clients and their investment activity.

In addition, the Code defines material, non-public information, prohibits the use of such information for client or personal gain and sets forth the responsibilities of all employees relative to insider trading. All principals and employees of KBSRA, LLC must agree to comply with the Code upon employment and must certify annually that they have read and understand the Code and have complied with it. A copy of the Code will be provided to any client or prospective client upon request.

- Pursuant to the Code, as a general matter, KBSRA, LLC employees may not trade in any security for their own accounts until all active client purchases and sales of the same securities have taken place.
- KBSRA, LLC does not, as a general practice, buy or sell securities for its own investment account, although the principals and employees of KBSRA, LLC may do so, either individually or as a group (such as through an investment partnership). KBSRA, LLC does not prohibit any of its principals or employees from purchasing or selling for their own accounts securities that may be recommended or held by the KBSRA, LLC’s clients or from taking investment positions that are different from or opposite to investments recommended or held by such clients. To address potential conflicts of interest posed by the aforementioned personal trading activity, KBSRA, LLC maintains the Code, as described above. The Code requires KBSRA, LLC’s principals or employees who have access to client recommendations or client positions (“access persons”) to periodically report their personal securities transactions and holdings to its Chief Compliance Officer (or his/her designee). In this way, KBSRA, LLC is able to monitor and identify personal trading activity that might present a conflict of interest.

## **Item 12 Brokerage Practices**

- As described above, KBSRA, LLC primarily provides real estate asset management and advisory services to its clients in respect of direct investments into real property assets and real estate-related investments including, to a limited extent, certain real estate securities. In the event that KBSRA, LLC recommends or trades in securities on behalf of its clients, such securities are typically not publicly traded and/or are purchased from dealer inventories. Therefore, while KBSRA, LLC often has discretion to choose brokers and/or dealers through whom transactions for clients may be executed, the broker-dealer selection process is not the same as it would be for exchange-traded securities. Nevertheless, KBSRA, LLC seeks to obtain quality execution for securities transactions at favorable prices and at competitive rates or spreads through brokers and dealers who in KBSRA, LLC's opinion are financially responsible.
- In connection with KBSRA, LLC's clients' investments in real estate assets, such clients frequently pay commissions to real estate brokers/dealers for purchases, leasing, and sales of real estate assets.
- KBSRA, LLC does not pay commissions to broker/dealers for soliciting and/or placing clients.
- KBSRA, LLC has no agreements with brokers for a fixed dollar commission commitment in return for research services from a third-party research provider.

### Item 13 Review of Accounts

- Each client's portfolio is reviewed by Senior Management, Asset Managers, Financial Analysts and Fund Accounting Teams to determine conformity with investment objectives, guidelines and restrictions for the client. These reviews take place on a monthly basis, or more frequently as deemed appropriate, taking into account revisions in client objectives, material movement in the market and other like and unlike factors. KBSRA, LLC's investment committee will review and consider reports of each client no less frequently than quarterly.
- Periodic detailed reports are prepared for all clients. Not all of the following reports are specific to all clients; however, examples of the types of reports which clients could expect may include, but are not limited to, the following:
  1. *Property Level Balance Sheets and Operating Statements*  
Transactions in underlying investments
  2. *Property Level Statements of Cash Flow Cash*  
Activity in underlying investments
  3. *Notes to Financial Statements*  
Commitments to underlying investments
  4. *Summary of Invested Assets*  
Schedule of underlying investments
  5. *Property Level Financial Statements / Narrative Discussions*  
Valuation of underlying investments
  6. *Tables and Narrative Discussions*  
Industry standard data for the underlying investments
  7. *Cash Basis Returns / Current Value Returns Compared to NCREIF Standards*  
Gross and net performance by underlying investment, sub-asset class, geography, vintage year etc., using a broad list of industry standard metrics
  8. *Consolidated Financial Statements*  
Account summary or aggregate reporting
  9. *Portfolio Level Bank Account Activity*  
Account cash activity, including fees and expenses

#### **Item 14 Client Referrals and Other Compensation**

- Other than as described in Item 12, Brokerage Practices, above, there is no economic benefit or compensation paid to anyone for providing investment advice or other advisory services to its clients.

## Item 15 Custody

- Registered investment advisers with actual or constructive custody or possession of client funds or securities are required to comply with Rule 206(4)-2 under the Advisers Act (the “custody rule”). Although KBSRA, LLC generally does not have custody over client securities, KBSRA, LLC may have technical custody of certain types of privately-offered real estate securities (e.g., interests in limited partnerships, limited liability companies or other private companies) by maintaining physical possession of documentation evidencing such securities. In addition, KBSRA, LLC is deemed to have custody over its clients’ cash and securities by virtue of the fact that affiliates of KBSRA, LLC serve as general partner to the limited partnerships established to facilitate the investment by its clients in real estate and real estate-related investments. Even though KBSRA, LLC is deemed to have custody over client cash and securities, it is exempt from many of the provisions of the custody rule because the limited partnership investment vehicles established to facilitate investment by each of its clients are audited in accordance with U.S. generally accepted accounting principles on an annual basis by an independent accountant and the audited financial statements are distributed to limited partners within 120 days of the end of each limited partnership’s fiscal year.
- Except as is permitted by the custody rule, client securities generally are held in separate accounts in the client’s name with registered broker-dealers and/or banks (i.e., qualified custodians) and all client cash is maintained in separate accounts with FDIC-insured banks.
- All clients should receive, at least quarterly, account statements from the broker-dealer, bank, or other qualified custodian that maintains its cash and/or securities. Clients are urged to compare the statements received from their custodians with any statements they may receive from KBSRA, LLC. Statements that KBSRA, LLC provides clients may vary from the statements received from custodians due to differences in the timing on posting transactions, accounting procedures, or other reasons.
- In addition, KBSRA, LLC may maintain custody of certain real estate assets on behalf of clients including real estate supported by trust deeds, notes receivable and letters of credit for security deposits from lease tenants.

## **Item 16 Investment Discretion**

- KBSRA, LLC primarily provides real estate asset management and advisory services to its clients in respect of direct investments into real property assets and real estate-related investments including, to a limited extent, certain real estate securities. Even though KBSRA, LLC does not frequently engage in securities transactions on behalf of its clients, it does typically have discretionary authority to buy and sell securities for clients. Clients may impose limitations on this discretion with respect to certain aspects of the management of its portfolio. Such limitations are stated in the governing documents of the limited partnership investment vehicles or in an asset management agreement.
- KBSRA, LLC typically assumes discretionary authority through a power of attorney contained within the governing documents of the limited partnership investment vehicle, or through a power of attorney granted in an asset management agreement.
- KBSRA, LLC's advisory and management services to certain subsidiaries of the Prime US REIT is performed on a non-discretionary basis.

### **Item 17 Voting Client Securities**

- KBSRA, LLC does not have authority to vote client securities.

### **Item 18 Financial Information**

- KBSRA, LLC is not aware of any financial condition that could impair its ability to meet its contractual commitments to its clients.