OPPORTUNITY ZONES

TAX-DEFERRED INVESTING IN AMERICA

PACIFIC OAK

This document does not constitute an offer to sell nor a solicitation of an offer to buy Class A Interests of Pacific Oak Opportunity Zone Fund I, LLC ("Opportunity Zone Fund I"); offering is only made by confidential private placement memorandum ("PPM"). The offering is made only to "accredited investors" as defined in Rule 501(a) of Regulation D under the Securities Act of 1933, as amended (the "Securities Act"), and applicable state securities laws. Neither the Securities and Exchange Commission (the "SEC") or the securities regulatory authority of any state has approved or disapproved of these Class A Interests, determined if the PPM is truthful or complete or passed on or endorsed the merits of the offering. Any representation to the contrary is a criminal offense. Before investing, investors must read and acknowledge receipt of the PPM.

The photos featured are representative of the investments we intend to make. These photos are not part of the current portfolio and will not be a part of the fund.

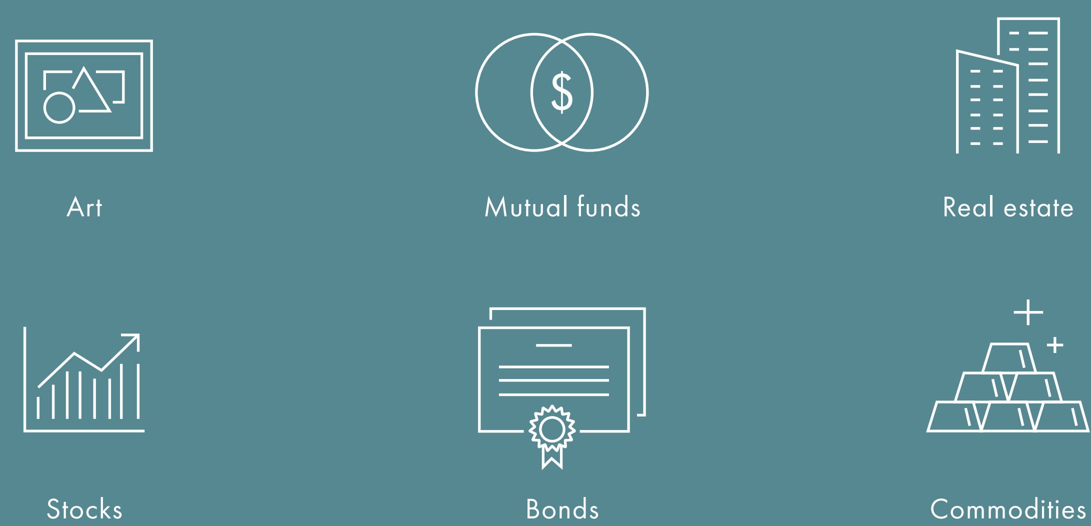
THE POTENTIAL OF OPPORTUNITY ZONES[1]

The Opportunity Zones Program was passed by Congress as part of The Tax Cuts and Jobs Act of 2017. It was created to provide tax incentives for those who participate in long-term private investment in designated underserved areas. Through investment in qualified opportunity zone funds, investors may help energize the economic development of low-income communities throughout the country while deferring and reducing their tax liability on certain gains.

1. The proposed regulations relating to qualified opportunity zones and qualified opportunity funds ("QOFs") have not been finalized. The proposed regulations will be effective only on or after the date of publication of final regulations. There can be no assurances as to when the proposed regulations will be finalized, if at all, and the proposed regulations could be modified before they are finalized. While certain aspects of the proposed regulations may be relied upon by taxpayers or QOFs prior to being finalized, a taxpayer or QOF may rely on the proposed regulations only if the taxpayer or QOF applies the proposed regulations in their entirety and in a consistent manner. There are no assurances that we will be able to rely on the proposed regulations, that we will successfully qualify as a QOF, or that investors will enjoy the tax benefits of investing in a QOF.

DEFER AND REDUCE YOUR TAXES

The Opportunity Zones Program is designed to allow investors to defer and reduce capital gains in any asset class, not just real estate. By investing their realized capital gains into an opportunity zone fund, investors may defer their gains and receive a step-up in their basis over time. In addition, for opportunity zone fund investments held for at least 10 years, investors are not subject to federal income tax on any gains at disposition. It is estimated that among U.S. households, there is $3.8 trillion dollars in unrealized gains in stocks and mutual funds alone.2 Now it is possible for an investor to liquidate those investments and invest any portion of their capital gains into a qualified opportunity zone fund to defer and ultimately reduce their capital gains taxes.



Unlike a 1031 Exchange, which requires exchanging the entire amount of real estate to defer tax, the Opportunity Zones Program offers the flexibility to reinvest only the amount of the capital gain (and not the full proceeds) in a qualified opportunity zone fund. And while a 1031 exchange is limited to real estate and requires reinvestment into more real estate, opportunity zone do not, allowing an investor to reinvest their capital gains into a wider range of equity investments in business, real estate funds and business assets located within a qualified opportunity zone.[3]

2. https://eig.org/news/opportunity-zones-tapping-6-trillion-market
3. A qualified opportunity zone fund must hold at least 90% of its assets in qualified opportunity zone property.

HOW DOES IT WORK?

	SECTION 1031	OPPORTUNITY ZONE FUND
ELIGIBLE ASSET CLASSES	Only real property held for productive use	Any
WHAT NEEDS TO BE INVESTED?	All proceeds	Only capital gains
INVESTMENT TIMING	Within 180 days	Within 180 days
INVESTMENT PROPERTY	Typically stabilized properties	Qualified property located in certain designated low-income areas known as qualified opportunity zones
INTERMEDIARY REQUIRED?	For deferred transactions	No
TAX BENEFITS	• Can delay tax indefinitely, but gain is fully taxable at the time of sale of the new property • Heirs get a step-up in basis to the market value, which can eliminate tax up to the estate tax exemption	• Can avoid tax on 10% of the deferred capital gains after 5 years, and 15% after 7 years • Capital gains tax is deferred until Dec 31, 2026 • Gain in the qualified opportunity fund investment not subject to tax after 10 years

1 Invest eligible capital gain in a qualified opportunity fund within 180 days of the sale of assets to an unrelated person.

2 Elect on your tax filing that the capital gain was invested in a qualified opportunity fund.

THE TAX BENEFITS ACCRUE OVER TIME

Rather than paying an immediate capital gains tax on the sale of an investment, capital gains from a sale or exchange of a prior investment to an unrelated party may be reinvested in a qualified opportunity fund within 180 days to defer and reduce those capital gains.

Hold 5 Years (Must invest by December 31, 2021)

- The tax basis for investment in the qualified opportunity fund increases to 10% of the deferred capital gains

Hold for 7 Years (Must invest by December 31, 2019)

- The tax basis for investment in the qualified opportunity fund increases another 5% – the tax on the initially deferred gain is reduced by 15%

Hold for 10 Years (Reduced tax obligation on stepped up basis is due by December 31, 2026)

- Federal taxes are waived on capital gains received on investments in the opportunity zone fund.

THE OPPORTUNISTIC INVESTMENTS OF AN OPPORTUNITY ZONE FUND

Qualified Opportunity Zone Funds may invest in a trade or business located in a qualified opportunity zone, including:

- Land for business use
- Real estate development, redevelopment or repositioning
- Businesses or start-up ventures

These investments must be made in a trade or business located in at least one of the nearly 9,000 designated qualified opportunity zone tracts within the 50 states and five U.S. territories, including American Samoa, Guam, Northern Mariana Islands, Puerto Rico and the Virgin Islands. There are certain types of "sin businesses" that are excluded from the program, such as golf clubs, country clubs, tanning salons, casinos, race tracks and liquor stores.

ABOUT PACIFIC OAK

Pacific Oak Capital Advisors, LLC was formed in 2018, as a spin-off from KBS Capital Advisors. Pacific Oak's founders, Keith Hall and Peter McMillan, are co-founders of KBS Capital Advisors, which was formed in 2005 and raised more than $7 billion of investor capital in 13 years. During that time, KBS Capital Advisors transaction volume exceeded $15 billion of real estate equity and debt. The management team possesses extensive institutional and public company experience and has participated in the acquisition and disposition of more than $175 billion of commercial real estate and related assets.

Pacific Oak is a leader in tax-advantaged and direct real estate investment opportunities for individual and institutional investors. The company offers multiple investment vehicles, including perpetual life real estate investment trusts, private equity funds, private placements, including tax-advantaged Delaware statutory trusts (DSTs), qualified opportunity zone funds and other value-add alternative investment products.

2005	$7B+	$15B+	10	14K
Management Team Established	Equity Raised	Transactions Completed	Prior Real Estate Investment Programs	U.S. Based Investors

As of 12/31/2018

SUMMARY RISK FACTORS

An investment in Pacific Oak Capital's Opportunity Zone Fund I is suitable only for accredited investors who fully understand and are capable of assuming the risks inherent in investing in this private placement offering. Such investors should: possess adequate financial means; be able to tolerate a high degree of risk and the potential of losing their entire investment; not require a liquid investment or access to their invested capital for a long period of time; and not have the investment constitute their complete investment program.

The Private Placement Offering Memorandum contains more complete information regarding the investment including risk factors, some of which are listed below:

- There will be no public market for the investment and no expectation that one will develop. Investors should expect to hold their investment for a significant period of time.
- There is no specified time that the investment will be liquidated.
- There is no assurance that the company will successfully qualify as a "qualified opportunity fund" or that an investment in the company will obtain the benefits of the qualified opportunity zone program. There can be no assurance regarding when the proposed regulations relating to the opportunity zone program will be finalized, if at all. The proposed regulations could be modified before they are finalized and there is no assurance that the company will be able to rely on the proposed regulations.
- We have no operating history and we may not be able to timely acquire a diverse portfolio of investment.
- Investors will have minimal voting rights and will have no control over management of the Company or the property.
- Reliance on the Company's manager and its affiliates to manage the assets. If these entities fail to properly manage the assets or finances or other aspects of the investment, then the investment may be adversely impacted.
- There is no guarantee that investors will receive any return. The actual results of the investment may differ from those projected in the private placement memorandum.
- There is no assurance as to the timing or amount of distributions, if any.
- Distributions may be derived from sources other than earnings. Additional borrowings for capital needs and capital improvements will increase the Company's interest expense, and therefore the Company's financial condition. As a consequence, the ability to pay distributions may be adversely affected.
- Opportunity Zone Fund I will be subject to the risks generally associated with the acquisition, ownership and operation of real estate including, without limitation, environmental concerns, competition, occupancy, easements and restrictions and other real estate related risks.
- An investment in the Interests involves certain tax risks. Investors should seek advice based on their particular circumstances from their tax advisor concerning the income and other tax consequences of participation in this investment.

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