

CONFIDENTIALITY STATEMENT

Old Carriage House, Clinton, New York

The undersigned has been advised that Sutton Real Estate Company, LLC has been retained on an exclusive basis by the Seller with respect to the offering for sale of the property known as Old Carriage House Apartments, Clinton, New York (the "Property"). The Seller has indicated that all inquiries and communications with respect to the contemplated sale of such Property be directed to Sutton Real Estate Company LLC. The undersigned hereby acknowledges that it is a principal or an investment advisor in connection with the possible acquisition of the Property and agrees that it will not look to the Seller or Sutton Real Estate Company, LLC for any fees or commissions in connection with the sale of the Property. The undersigned also hereby acknowledges that it has not dealt with any broker other than Sutton Real Estate Company, LLC regarding the acquisition of the Property, or if it has, the undersigned hereby agrees to indemnify the Seller, Sutton Real Estate Company, LLC against any compensation, liability or expense, arising from claims by any other broker or other party the undersigned had dealing with (excluding Sutton Real Estate Company, LLC) in connection with the sale of the Property.

Sutton Real Estate Company, LLC has available for review certain information ("Confidential Information") concerning the Property. On behalf of the Seller, Sutton Real Estate Company, LLC may make such Confidential Information available to the undersigned upon execution of this Confidentiality Statement. The Confidential Information is intended solely for your own limited use in considering whether to pursue negotiations to acquire the Property. This is not an agreement to sell the Property nor an offer of sale. No agreement binding upon the Seller of the Property, or any of its associated or affiliated companies shall be deemed to exist, at law or equity, until the Seller of the Property enters into a formal binding agreement of sale.

The Confidential Information contains selected information pertaining to the business and affairs of the Seller, and has been prepared by Sutton Real Estate Company, LLC, primarily from information supplied by the Seller or the Seller's agent. It does not purport to be all-inclusive or to contain all the information which a prospective purchaser may desire. Neither Sutton real Estate Company, LLC nor the Seller make any representation or warranty, expressed or implied as to the accuracy or completeness of the Confidential Information and no legal liability is assumed or to be implied with respect thereto.

By executing this Confidentiality Statement you agree that the information provided is confidential, that you will hold and treat it in the strictest of confidence, and that you will not disclose or permit anyone else to disclose the information to any person, firm or entity without prior written authorization of the Seller and Sutton real Estate Company, LLC, except that the information may be disclosed to your partners, employees, legal counsel and lenders or pursuant to a court order. Seller expressly reserves the right in its sole discretion to reject any or all proposals or expressions of interest in the property and to terminate discussions with any party at any time with or without notice. This agreement shall expire after two years. If you do not wish to pursue acquisition negotiations you hereby agree to return the Confidential Information to Sutton Real Estate Company, LLC.

ACCEPTED AND AGREED TO
THIS _____ DAY OF _____ 2024

By: _____

PRINTED NAME _____ COMPANY _____

PHONE _____

E MAIL _____