CIM Commercial Trust Corp
Form 424B3
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CIM COMMERCIAL TRUST CORPORATION

SUPPLEMENT NO. 6, DATED APRIL 14, 2017,
TO THE PROSPECTUS, DATED JULY 1, 2016

This prospectus supplement (this "Supplement No. 6") is part of the prospectus of CIM Commercial Trust Corporation (the "Company"), dated July 1, 2016 (the "Prospectus"). This Supplement No. 6 supersedes and replaces all previous supplements to the Prospectus. This Supplement No. 6 supplements certain information contained in the Prospectus. This Supplement No. 6 should be read, and will be delivered, with the Prospectus. Unless otherwise defined in this Supplement No. 6, capitalized terms used in this Supplement No. 6 shall have the same meanings as set forth in the Prospectus.

The purpose of this Supplement No. 6 is to, among other things:

- disclose the status of the offering;
- reflect the reduction in the minimum offering amount and to make certain corresponding changes in the Prospectus;
- reflect certain changes to the terms of the offering;
- update the description of the Company's investment policy;
- update the Prospectus for information contained in the Company's Form 10-K for the fiscal year ended December 31, 2016 (the "2016 10-K") and incorporate by reference the consolidated financial statements from the 2016 10-K;
- update the Applicable NAV, as defined in the Prospectus;
- update the incorporation by reference section of the Prospectus;
- update the experts section of the Prospectus; and
- update for certain other developments.

OPERATING INFORMATION

Status of the Offering

On July 1, 2016 we commenced our reasonable best efforts public offering of up to 36,000,000 Units, with each Unit consisting of one share of Series A Preferred Stock and one detachable warrant to purchase 0.25 of a share of our Common Stock. On September 21, 2016, we reduced the minimum offering amount to 10,000 Units. On October 31, 2016, we satisfied the escrow conditions of our public offering. On such date, we received and accepted aggregate subscriptions in excess of $250,000 and issued more than 10,000 shares of Series A Preferred Stock and 10,000 Warrants.

Our Common Stock is traded on the NASDAQ under the symbol "CMCT." The last reported sales price of our Common Stock on April 10, 2017 was $16.25.

PROSPECTUS UPDATES

Reduction in Minimum Amount

The Registrant has reduced the minimum offering amount to 10,000 Units. Therefore all references in the Prospectus to the minimum amount are changed to 10,000 Units having a purchase price of $25 per Unit, for an aggregate minimum offering amount of $250,000, consisting of (i) 10,000 shares of Series A Preferred Stock and (ii) 10,000 Warrants to purchase 2,500 shares of Common Stock.

Incorporation By Reference

The following disclosure replaces in its entirety the "Incorporation By Reference" section of the Prospectus:

INCORPORATION BY REFERENCE

The Securities and Exchange Commission, which we refer to as the SEC, allows us to "incorporate by reference" the information that we file with it, which means that we can disclose important information to you by referring you to other documents. The information incorporated by reference is an important part of this prospectus. We incorporate by reference the following documents (other than information furnished rather than filed):

- the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2016 filed on March 16, 2017; and

- the Company's Current Reports on Form 8-K filed on February 16, 2017 and March 31, 2017.

We will provide without charge, upon written or oral request, a copy of any or all of the documents that are incorporated by reference into this prospectus and a copy of any or all other contracts or documents which are referred to in this prospectus. Requests should be directed to: CIM Commercial, Attn: Investor Relations, 17950 Preston Road, Suite 600, Dallas, Texas 75252.

Prospectus Summary

The following disclosure replaces in its entirety the fifth paragraph under the "Company Overview" heading of the "Prospectus Summary" section of the Prospectus:

As of December 31, 2016, our real estate portfolio consisted of 31 assets, all of which are fee-simple properties except one leasehold property. As of December 31, 2016, our 24 office properties (including two parking garages, one of which has street level retail space, and two development sites, one of which is being used as a parking lot), totaling approximately 5.6 million rentable square feet, were 85.7% occupied; our multifamily properties, comprised of 930 units, were 92.0% occupied; and one hotel, which has a total of 503 rooms, had revenue per available room, which we refer to as RevPAR, of $119.44 for the year ended December 31, 2016. For the year ended December 31, 2016, our office portfolio contributed approximately 70.5% of revenue from continuing operations, while our hotel portfolio, which included two other hotel properties that were sold in February and July 2016, contributed approximately 18.2%, our multifamily portfolio contributed approximately 7.6% and our lending segment included in continuing operations contributed approximately 3.7%.

The following disclosure replaces in their entirety the second and third sentences of the first paragraph under the "Overview and History of CIM Group" heading of the "Prospectus Summary" section of the Prospectus:

CIM Group was founded in 1994 by Shaul Kuba, Richard Ressler and Avi Shemesh and has AUM of approximately $19.2 billion and EUM of approximately $11.9 billion, in each case as of September 30, 2016(1). CIM has systematically developed its urban investing discipline over the past 23 years.

The following disclosure replaces in its entirety the third sentence of the second paragraph under the "Overview and History of CIM Group" heading of the "Prospectus Summary" section of the Prospectus:

CIM has over 600 employees, including approximately 330 professionals.

The following disclosure replaces in their entirety the first two sentences of the definition of AUM under the "Overview and History of CIM Group" heading of the "Summary" section of the Prospectus:

(1)

AUM, or Gross AUM, or Gross AUM, represents (i)(a) for real assets, the aggregate total gross assets, or GAV, at fair value, including the shares of such assets owned by joint venture partners and co-investments, of all of CIM's advised accounts, which we refer to collectively as the Accounts or each as an Account, or (b) for operating companies, the aggregate GAV less debt, including the shares of such assets owned by joint venture partners and co-investments, of all of the Accounts (not in duplication of the assets described in (i)(a)), plus (ii) the aggregate unfunded commitments of the Accounts, as of September 30, 2016, which we refer to as the Report Date. The GAV is calculated in accordance with U.S. generally accepted accounting principles on a fair value basis, or Book Value, and generally represents the investment's third-party appraised value as of the Report Date, or as of December 31, 2015 plus capital expenditures through the Report Date, as adjusted further by the result of any partial realizations and quarterly valuation adjustments based upon management's estimate of fair value, in each case through the Report Date other than as described below with respect to CIM Urban REIT, LLC, which we refer to as CIM REIT.

The Offering

The following disclosure replaces in its entirety the first paragraph under the "Preferred Stock Offered by Us Redemption at the Option of a Holder" heading in the "Offering" section of the Prospectus:

Redemption at the Option of a Holder. Beginning on the date of original issuance of any given shares of Series A Preferred Stock until but excluding the second anniversary of the date of original issuance of such shares, the holder will have the right to require the Company to redeem such shares at a redemption price equal to the Stated Value, initially $25 per share, less a 13% redemption fee, plus any accrued but unpaid dividends.

Beginning on the second anniversary of the date of original issuance of any given shares of Series A Preferred Stock until but excluding the fifth anniversary of the date of original issuance of such shares, the holder will have the right to require the Company to redeem such shares at a redemption price equal to the Stated Value, initially $25 per share, less a 10% redemption fee, plus any accrued but unpaid dividends.

The following disclosure replaces in its entirety the fourth paragraph under the "Preferred Stock Offered by Us Redemption at the Option of a Holder" heading in the "Offering" section of the Prospectus:

If a holder of shares of Series A Preferred Stock causes the Company to redeem such shares, we will pay the redemption price in cash or, on or after the first anniversary of the issuance of the shares of Series A Preferred Stock to be redeemed, at our option and in our sole discretion, in equal value through the issuance of shares of Common Stock, based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

The following disclosure replaces in its entirety the only paragraph under the "Preferred Stock Offered by Us Optional Redemption by the Company" heading in the "Offering" section of the Prospectus:

Optional Redemption by the Company. From and after the fifth anniversary of the date of original issuance of any shares of Series A Preferred Stock, we will have the right (but not the obligation) to redeem such shares at 100% of the Stated Value, initially $25 per share, plus any accrued but unpaid dividends. If we choose to redeem any shares of Series A Preferred Stock, we have the right, in our sole discretion, to pay the redemption price in cash or in equal value through the issuance of shares of Common Stock, with such value of Common Stock to be determined based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

Risk Factors

All references in the "Risk Factors" section to "ability to satisfy our debt service obligations or our ability to maintain our level of dividend distributions" are changed to "our ability to satisfy our debt service obligations, to maintain our level of Common Stock or Series A Preferred Stock dividend distributions or to engage in further repurchases of Common Stock."

The following disclosure replaces in its entirety the first sentence in the risk factor "Your interests could be diluted by the incurrence of additional debt" in the "Risk Factors" section of the Prospectus:

As of December 31, 2016, our total consolidated indebtedness was approximately $967,886,000.

The following disclosure replaces in its entirety the first sentence in the risk factor "Shares of Series A Preferred Stock may be redeemed for shares of Common Stock, which ranks junior to the Series A Preferred Stock with respect to dividends and upon liquidation" in the "Risk Factors" section of the Prospectus:

Beginning on the date of original issuance of any given shares of Series A Preferred Stock, the holder of such shares may require us to redeem such shares, with the applicable redemption price payable, in cash or, on or after the first anniversary of the issuance of shares of Series A Preferred Stock to be redeemed, in our sole discretion, in cash or in equal value through the issuance of shares of Common Stock, based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

The following disclosure replaces in its entirety the second sentence in the risk factor "We have the option to redeem your shares of Series A Preferred Stock under certain circumstances without your consent" in the "Risk Factors" section of the Prospectus:

We have the right, in our sole discretion, to pay the redemption price in cash or in equal value through the issuance of shares of Common Stock, based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

The following disclosure replaces in its entirety the heading and first paragraph of the risk factor "We have incurred indebtedness and expect to incur significant additional indebtedness on a consolidated basis, which could have a material adverse effect on our business, financial condition, results of operations, cash flow or our ability to satisfy our debt service obligations or to maintain our level of Common Stock or Series A Preferred Stock dividend distributions, and which may expose us to interest rate fluctuation risk and the risk of default under our debt obligations" in the "Risk Factors" section of the Prospectus:

We have incurred indebtedness and may incur significant additional indebtedness on a consolidated basis, which could have a material adverse effect on our business, financial condition, results of operations, cash flow or our ability to satisfy our debt service obligations, to maintain our level of Common Stock or Series A Preferred Stock dividend distributions or to engage in further repurchases of Common Stock, and which may expose us to interest rate fluctuation risk and the risk of default under our debt obligations.

As of December 31, 2016, our total consolidated indebtedness was approximately $967,886,000. We may incur significant additional indebtedness to fund future investments, development activities, operational needs and share repurchases. The degree of leverage could make us more vulnerable to a downturn in business or the economy generally.

The following disclosure replaces in its entirety the first two sentences in the risk factor "We may be unable to renew leases or lease vacant office space" in the "Risk Factors" section of the Prospectus:

As of December 31, 2016, 10.9% of the rentable square footage of our office portfolio was available for lease. As of December 31, 2016, 7.8% of the occupied square footage in our office portfolio was scheduled to expire in 2017.

The following disclosure replaces in its entirety the second sentence in the risk factor "Our lending segment has an industry concentration, which may negatively impact our financial condition and results of operations" in the "Risk Factors" section of the Prospectus:

At December 31, 2016, our loans were 94.6% concentrated in the hospitality industry.

The last sentence of the risk factor "Curtailment of our ability to utilize the SBA 7(a) Program by the federal government could adversely affect our results of operations" in the "Risk Factors" section of the Prospectus is deleted.

The risk factor "We may not be able to successfully deconsolidate our lending segment, which may result in an adverse effect to our business or the way our Company is perceived" in the "Risk Factors" section of the Prospectus is deleted in its entirety.

The following disclosure replaces in its entirety the disclosure under the risk factor "Our ownership of and relationship with our taxable REIT subsidiaries will be limited, and a failure to comply with the limits would jeopardize our REIT status and may result in the application of a 100% excise tax" in the "Risk Factors" section of the Prospectus:

Subject to certain restrictions, a REIT may own up to 100% of the stock of one or more taxable REIT subsidiaries. A taxable REIT subsidiary may earn income that would not be qualifying income if earned directly by the parent REIT. Both the subsidiary and the REIT must jointly elect to treat the subsidiary as a taxable REIT subsidiary. A corporation of which a taxable REIT subsidiary directly or indirectly owns more than 35% of the voting power or value of the stock will automatically be treated as a taxable REIT subsidiary. Overall, no more than 20% (25% with respect to the REIT's taxable years ending after December 31, 2009 and on or before December 31, 2017) of the value of a REIT's assets may consist of stock or securities of one or more taxable REIT subsidiaries. A taxable REIT subsidiary generally will pay income tax at regular corporate rates on any taxable income that it earns. In addition, the taxable REIT subsidiary rules limit the deductibility of interest paid or accrued by a taxable REIT subsidiary to its parent REIT to assure that the taxable REIT subsidiary is subject to an appropriate level of corporate taxation. The rules also impose a 100% excise tax on certain transactions between a taxable REIT subsidiary and its parent REIT that are not conducted on an arm's-length basis.

Our taxable REIT subsidiaries are subject to normal corporate income taxes. We continuously monitor the value of our investments in taxable REIT subsidiaries for the purpose of ensuring compliance with the rule that no more than 20% or 25% (as applicable) of the value of our assets may consist of taxable REIT subsidiary stock and securities (which is applied at the end of each calendar quarter). The aggregate value of our taxable REIT subsidiary stock and securities is less than 25% of the value of our total assets (including our taxable REIT subsidiary stock and securities) as of December 31, 2016. In addition, we will scrutinize all of our transactions with our taxable REIT subsidiaries for the purpose of ensuring that they are entered into on arm's-length terms in order to avoid incurring the 100% excise tax described above. There are no distribution requirements applicable to the taxable REIT subsidiaries and after-tax earnings may be retained. There can be no assurance, however, that we will be able to comply with the 20% or 25% limitation (as applicable) on ownership of taxable REIT subsidiary stock and securities on an ongoing basis so as to maintain REIT status or to avoid application of the 100% excise tax imposed on certain non-arm's-length transactions.

Market Price of and Dividends on the Company Common Stock

The following disclosure replaces in its entirety the "Market Price of and Dividends on the Company Common Stock" section of the Prospectus:

MARKET PRICE OF AND DIVIDENDS ON THE COMPANY COMMON STOCK

Shares of our Common Stock trade on NASDAQ under the ticker symbol "CMCT." The following table sets forth the high and low sales prices by quarter for our Common Stock, as well as the regular dividends per share declared during 2016 and 2015 as reported on NASDAQ.

Quarter Ended	High	Low	Regular Quarterly Dividends Per Share
December 31, 2016	$ 16.15	$ 15.14	$ 0.21875
September 30, 2016	$ 16.97	$ 14.54	$ 0.21875
June 30, 2016	$ 20.27	$ 16.01	$ 0.21875
March 31, 2016	$ 18.99	$ 15.14	$ 0.21875
December 31, 2015	$ 21.27	$ 14.72	$ 0.21875
September 30, 2015	$ 21.55	$ 14.31	$ 0.21875
June 30, 2015	$ 19.45	$ 16.90	$ 0.21875
March 31, 2015	$ 18.86	$ 14.50	$ 0.21875

On April 6, 2017, there were approximately 547 holders of record of our Common Stock, excluding stockholders whose shares were held by brokerage firms, depositories and other institutional firms in "street name" for their customers. The last reported sales price of our Common Stock on April 10, 2017 was $16.25.

2.0% of shares of our Common Stock as of April 6, 2017 were held by non-affiliated stockholders.

Holders of our Common Stock are entitled to receive dividends when and as authorized by the Board of Directors and declared by us. In determining our dividend policy, the Board of Directors considers many factors including the amount of cash resources available for dividend distributions, capital spending plans, cash flow, financial position, applicable requirements of the MGCL and any applicable contractual restrictions. Consequently, the dividend rate on a quarterly basis does not necessarily correlate directly to any individual factor. There can be no assurance that the future dividends declared by our Board of Directors will not differ materially from historical dividend levels. Risks inherent in our ability to pay dividends are further described in "Risk Factors," beginning on page 10 of this prospectus.

Our Business and Properties

The following disclosure replaces in their entirety the third and fourth paragraphs under the "Company Overview Business Overview" heading of the "Our Business and Properties" section of the Prospectus:

As of December 31, 2016, our real estate portfolio consisted of 31 assets, all of which are fee-simple properties except one leasehold property. As of December 31, 2016, our 24 office properties (including two parking garages, one of which has street level retail space, and two development sites, one of which is being used as a parking lot), totaling approximately 5.6 million rentable square feet, were 85.7% occupied; our multifamily properties, comprised of 930 units, were 92.0% occupied; and one hotel, which has a total of 503 rooms, had RevPAR of $119.44 for the year ended December 31, 2016. For the year ended December 31, 2016, our office portfolio contributed approximately 70.5% of revenue from continuing operations, while our hotel portfolio, which included two other hotel properties that were sold in February and July 2016, contributed approximately 18.2%, our multifamily portfolio contributed approximately 7.6% and our lending segment included in continuing operations contributed approximately 3.7%.

Our office, multifamily and hotel assets are located in 10 U.S. markets. The breakdown by segment, market and submarket, as of December 31, 2016, is as follows:

Overview of our Real Estate Portfolio as of December 31, 2016

Property	Market	Sub-Market	Office and Retail Rentable Square Feet	Multi-family Units	Hotel Rooms
Office					
200 S College Street	Charlotte, NC	Uptown	567,865		
1 Kaiser Plaza	Oakland, CA	Lake Merritt	532,059		
2101 Webster Street	Oakland, CA	Lake Merritt	472,636		
980 9th Street	Sacramento, CA	Downtown/Midtown	456,266		
211 Main Street(1)	San Francisco, CA	South Financial District	417,266		
370 L'Enfant Promenade	District of Columbia	Southwest	407,321		
999 N Capitol Street	District of Columbia	Capitol Hill	321,544		
899 N Capitol Street	District of Columbia	Capitol Hill	314,317		
800 N Capitol Street	District of Columbia	Capitol Hill	312,759		
1901 Harrison Street	Oakland, CA	Lake Merritt	272,908		
830 1st Street	District of Columbia	Capitol Hill	247,337		
1333 Broadway	Oakland, CA	City Center	240,051		
2100 Franklin Street	Oakland, CA	Lake Merritt	216,666		
11620 Wilshire Boulevard	Los Angeles, CA	West Los Angeles	192,818		
3601 S Congress Avenue(2)	Austin, TX	South	182,484		
4750 Wilshire Boulevard	Los Angeles, CA	Mid-Wilshire	143,361		
7083 Hollywood Boulevard	Los Angeles, CA	Hollywood/Sunset	82,180		
260 Townsend Street	San Francisco, CA	South of Market	65,694		
11600 Wilshire Boulevard	Los Angeles, CA	West Los Angeles	55,638		
Lindblade Media Center(3)	Los Angeles, CA	West Los Angeles	32,428		
Total Office (20 Properties)			**5,533,598**		
Other Ancillary Properties within Office Portfolio					
1010 8th Street Parking Garage & Retail	Sacramento, CA	Downtown/Midtown	31,133		
901 N Capitol Street(4)	District of Columbia	Capitol Hill			
2353 Webster Street Parking Garage	Oakland, CA	Lake Merritt			
2 Kaiser Plaza Parking Lot(5)	Oakland, CA	Lake Merritt			
Total Ancillary Office (4 Properties)			**31,133**		

Property	Market	Sub-Market	Office and Retail Rentable Square Feet	Multi-family Units	Hotel Rooms
Total Office including Other Ancillary (24 Properties)			**5,564,731**		
Multifamily Portfolio					
4649 Cole Avenue(6)	Dallas, TX	Oaklawn		334	
4200 Scotland Street	Houston, TX	Montrose/River Oaks		308	
47 E 34th Street	New York, NY	Midtown West		110	
3636 McKinney Avenue	Dallas, TX	Central Dallas		103	
3839 McKinney Avenue(7)	Dallas, TX	Central Dallas		75	
Total Multifamily (5 Properties)				**930**	
Hotel Portfolio (1 Property)					
Sheraton Grand Hotel	Sacramento, CA	Downtown/Midtown			503
Other Ancillary Properties within Hotel Portfolio (1 Property)					
Sheraton Grand Hotel Parking Garage & Retail	Sacramento, CA	Downtown/Midtown	9,453		
TOTAL PORTFOLIO (31 Properties)			**5,574,184**	**930**	**503**

(1) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

(2) 3601 S Congress Avenue consists of ten buildings.

(3) Lindblade Media Center consists of three buildings.

(4) 901 N Capitol Street is a 39,696 square foot parcel of land located between 899 and 999 N Capitol Street. We are entitled to develop a building we have designed with 271,233 rentable square feet.

(5) 2 Kaiser Plaza Parking Lot is a 44,642 square foot parcel of land currently being used as a surface parking lot. We are pursuing entitlements allowing us to develop a building with approximately 440,000 to 840,000 rentable square feet.

(6) 4649 Cole Avenue consists of fifteen buildings.

(7) 3839 McKinney Avenue consists of two buildings.

The following disclosure replaces in its entirety the disclosure under the "Company Overview Investment Strategy" heading of the "Our Business and Properties" section of the Prospectus:

Our investment strategy is to continue to primarily invest in Class A and creative office investments in vibrant and improving urban communities throughout the United States in a manner that will allow us to increase our NAV and cash flows per share of Common Stock. Our investment strategy is centered around CIM's community qualification process. We believe this strategy provides us with a significant competitive advantage when making urban real estate investments. The qualification process generally takes between six months and five years and is a critical component of CIM's investment evaluation. CIM examines the characteristics of a market to determine whether the district justifies the extensive efforts CIM undertakes in reviewing and making potential investments in its Qualified Communities. Qualified Communities generally fall into one of two categories: (i) transitional urban districts that have dedicated resources to become vibrant urban communities and (ii) well-established, thriving urban areas (typically major central business districts). Qualified Communities are distinct districts which have dedicated resources to become or are currently vibrant communities where people can live, work, shop and be entertained, all within walking distance or close proximity to public transportation. These areas also generally have high barriers to entry, high population density, improving demographic trends and a propensity for growth. CIM believes that a vast majority of the risks associated with making real asset investments are mitigated by accumulating local market knowledge of the community where the investment lies. CIM typically spends significant time and resources qualifying targeted investment communities prior to making any acquisitions. Since 1994, CIM Group has qualified 105 communities and has deployed capital in 63 of these Qualified Communities. Although we may not invest exclusively in Qualified Communities, it is expected that most of our investments will be identified through this systematic process. Our investments may also include side-by-side investments in one or more CIM Group-managed funds as well as a side-by-side or direct investment in a CIM Group-managed debt fund that principally originates loans secured directly or indirectly by commercial real estate properties. Further, as part of our investment strategy, we may invest in or originate loans that are secured directly or indirectly by properties primarily located in Qualified Communities that meet our investment strategy. Such loans may include limited and/or non-recourse junior (mezzanine, B-note or 2nd lien) and senior construction loans that meet our investment strategy or limited and/or non-recourse junior (mezzanine, B-note or 2nd lien) and senior acquisition, bridge or repositioning loans.

The following disclosure replaces in its entirety the first paragraph under the "Company Overview History" heading of the "Our Business and Properties" section of the Prospectus:

PMC Commercial Trust, which we refer to as PMC Commercial, and CIM REIT, an affiliate of CIM Group, and subsidiaries of the respective parties entered into a merger agreement on July 7, 2013, which we refer to as the Merger Agreement. CIM REIT, a private commercial REIT, was the owner of CIM Urban. The merger, which we refer to as the Merger, was completed on March 11, 2014.

The following disclosure replaces in its entirety the last paragraph under the "Company Overview History" heading of the "Our Business and Properties" section of the Prospectus:

In order to allow CIM Commercial to increase its focus on Class A and creative office investments, our Board of Directors approved a plan in December 2014 for the lending segment that, when completed, would have resulted in the deconsolidation of the lending segment, which at that time was focused on small business lending in the hospitality industry. In July 2015, to maximize value, we modified our strategy from a strategy of selling the lending segment as a whole to a strategy of soliciting buyers for components of the business, including our commercial mortgage loans and the SBA 7(a) lending platform. This change in the sale methodology resulted in the need to extend the period to complete the sale of the remainder of the lending segment beyond one year. On

December 17, 2015, pursuant to the modified plan, we sold substantially all of our commercial mortgage loans with a carrying value of $77,121,000 to an unrelated third party and recognized a gain of $5,151,000. In September 2016, we discontinued our efforts to sell the SBA 7(a) lending platform, and the activities related to the SBA 7(a) lending platform have been reclassified to continuing operations for all periods presented. On December 29, 2016, we sold our commercial real estate lending subsidiary, which was classified as held for sale and had a carrying value of $27,587,000, which was equal to management's estimate of fair value, to a fund managed by an affiliate of CIM Group. We did not recognize any gain or loss in connection with the transaction. Management's estimate of fair value was determined with assistance from an independent third party valuation firm.

In accordance with the foregoing, all references to the sale of the SBA 7(a) lending platform are deleted from the Prospectus.

The following disclosure replaces in its entirety the paragraph under the "Segments" heading of the "Our Business and Properties" section of the Prospectus:

Our reportable segments consist of three types of commercial real estate properties, namely office, hotel and multifamily, as well as a segment for our lending business that is included in our continuing operations. The lending business that is held for sale at December 31, 2015 and 2014 is not included in our reportable segments. Information related to our reportable segments for the years ended December 31, 2016, 2015 and 2014 is set forth in Note 21 to our consolidated financial statements in Item 15 of our Annual Report on Form 10-K for the fiscal year ended December 31, 2016.

The following disclosure replaces in its entirety the disclosure under the "Business Objectives and Growth Strategies" heading of the "Our Business and Properties" section of the Prospectus:

Our two primary goals are (a) consistently growing our NAV and cash flows per share of Common Stock through our principal business described above in "Business Overview", and (b) providing liquidity to our common stockholders at prices reflecting our NAV and cash flow prospects. In that regard, in June 2016 we completed a tender offer for 10 million shares of Common Stock at a price of $21.00 per share of Common Stock, and in September 2016, we repurchased, in a privately negotiated transaction, 3,628,116 shares of our Common Stock at $22.00 per share from Urban II. In furtherance of our two primary goals, we anticipate additional such transactions in the future. We are also exploring alternative means of providing liquidity to the stockholders that did not participate in the September 2016 and/or any subsequent private repurchases, to allow those stockholders to receive the economic benefit of such private repurchase(s).

We seek to utilize the CIM platform to acquire and improve assets within CIM's Qualified Communities. We believe assets in these markets provide greater returns as a result of improving demographics, public commitment, and significant private investment within the areas. Over time, we seek to expand our real estate investments in communities targeted by CIM Group for investment, supported by CIM Group's broad real estate investment capabilities, as part of our plan to prudently grow market value and earnings. As a matter of prudent management, we also regularly evaluate each investment within our portfolio as well as our strategies. Such review may result in dispositions when an investment no longer fits our overall objectives or investment strategies or when our view of the market value of such investment is equal to or exceeds its intrinsic value. As a result of such review, we sold an office building in Santa Ana, California in November 2015, a hotel in Oakland, California in February 2016, a hotel in Los Angeles, California in July 2016 and we entered into an agreement in February 2017 to sell an office building in San Francisco, California. Such review is likely to result in additional dispositions in 2017. The net proceeds of such dispositions may be used to provide liquidity to our common stockholders at prices reflecting our NAV and cash flow prospects.

CIM seeks to maximize the value of its investments through active asset management. CIM has extensive in-house research, acquisition, investment, development, financing, leasing and property management capabilities, which leverage its deep understanding of urban communities to position properties for multiple uses and to maximize operating income. As a fully integrated owner and operator, CIM's asset management capabilities are complemented by its in-house property management capabilities. Property managers prepare annual capital and operating budgets and monthly operating reports, monitor results and oversee vendor services, maintenance and capital improvement schedules. In addition, they ensure that revenue objectives are met, lease terms are followed, receivables are collected, preventative maintenance programs are implemented, vendors are evaluated and expenses are controlled. CIM's Asset Management Committee, which we refer to as the Asset Management Committee, reviews and approves strategic plans for each investment, including financial, leasing, marketing, property positioning and disposition plans. In addition, the Asset Management Committee reviews and approves the annual business plan for each property, including its capital and operating budget. CIM's organizational structure provides for investment and asset management continuity through multidisciplinary teams responsible for an asset from the time of the original investment recommendation, through the implementation of the asset's business plan, and any disposition activities.

The following disclosure replaces in its entirety the disclosure under the "Competitive Advantages" heading of the "Our Business and Properties" section of the Prospectus:

We believe that CIM Group's experienced team and integrated and multidisciplinary organization, coupled with its community-focused and disciplined urban real estate investment philosophy, results in a competitive advantage that benefits us. Additionally, CIM's investment strategy is complemented by a number of other competitive advantages including its prudent use of leverage, underwriting approach, disciplined capital deployment, and strong network of relationships. CIM's competitive advantages include:

Vertically-Integrated Organization and Team

CIM is managed by its senior management team, which is comprised of its three founders, Shaul Kuba, Richard Ressler and Avi Shemesh, and includes 13 other principals. CIM Group is vertically-integrated and organized into ten functional groups including Investments; Development; Property Management; Financial Reporting; Legal, Compliance and Human Resources; Operations; Internal Audit; Client Services and Product Management; Capital Markets; and External Communications.

To support CIM's organic growth and related investment platforms, CIM has invested substantial time and resources in building a strong and integrated team of approximately 330 experienced professionals. Each of CIM Group's departments is managed by seasoned professionals and CIM continues to develop its management team, which represents the next generation of CIM's leaders. In addition to developing a core team of principals and senior level management, CIM has proactively managed its growth through career development and mentoring at both the mid and junior staffing levels, and has hired ahead of its needs, thus ensuring appropriate management and staffing for its investment activities.

CIM leverages the deep operating and industry experience of its principals and professionals, as well as their extensive relationships, to source and execute opportunistic, stabilized, and infrastructure investments. Each investment opportunity is overseen by a dedicated team comprised of an oversight principal (Richard Ressler, Avi Shemesh, Shaul Kuba, Charles E. Garner II, our Chief Executive Officer, Kelly Eppich, Jennifer Gandin, John Bruno and Jason Schreiber), a team lead (vice president level and above), associate vice presidents and associates, as necessary, who are responsible for managing the investment from sourcing through underwriting, acquisition, development (if required), asset management, and disposition. As part of this process, the team draws upon CIM's extensive in-house expertise in legal matters, finance, development, leasing, and property management. Each dedicated investment team is purposefully staffed with professionals from multiple CIM offices, regardless of the location of the asset being evaluated. As a result, all investment professionals work across a variety of Qualified Communities and CIM's knowledge base is shared across all of its offices.

Community Qualification

Since inception, CIM's proven community qualification process has served as the foundation for its investment strategy. CIM targets high barriers to entry markets and submarkets with high population density and applies rigorous research to qualify for potential investments. Since 1994, CIM has qualified 105 communities in high barriers to entry markets and has deployed capital in 63 of these Qualified Communities. CIM examines the characteristics of a market to determine whether the district justifies the extensive efforts its investment professionals undertake in reviewing and making potential investments in its Qualified Communities. Qualified Communities generally fall into one of two categories: (i) transitional urban districts that have dedicated resources to become vibrant urban communities and (ii) well-established, thriving urban areas (typically major central business districts).

As more fully described in "Overview and History of CIM Group Principles" in this "Our Business and Properties" section, once a community is qualified, CIM continues to differentiate itself by applying various business principles including: (i) product non-specific CIM has extensive experience investing in a diverse range of property types, including retail, residential, office, parking, hotel, signage, and mixed-use, which gives CIM the ability to execute and capitalize on its urban strategy effectively; (ii) community-based tenanting CIM's investment strategy focuses on the entire community and the best use of assets in that community; owning a significant number of key properties in an area better enables CIM to meet the needs of national retailers and office tenants and thus optimize the value of these real estate properties; (iii) local market leadership with North American footprint CIM maintains local market knowledge and relationships, along with a diversified North American presence, through its 105 Qualified Communities (thus, CIM has the flexibility to invest in its Qualified Communities only when the market environment meets CIM's investment and underwriting standards); and (iv) investing across the capital stack CIM has extensive experience investing across the capital stack including equity, preferred equity, debt and mezzanine investments, giving it the flexibility to structure transactions in efficient and creative ways.

Investment Discipline

CIM's investment strategy relies on its sound business plan and value creation execution to produce returns, rather than financial engineering. CIM Group's underwriting of its investments is performed generally both on a leveraged and unleveraged basis. Additionally, CIM has generally not utilized recourse or cross-collateralized debt due to its conservative underwriting standards.

CIM employs multiple underwriting scenarios when evaluating potential investment opportunities. CIM Group generally underwrites investments utilizing long-term average exit capitalization rates for similar product types and long-term average interest rates. Where possible, these long-term averages cross multiple market cycles, thereby mitigating the risk of cyclical volatility. CIM's "long-term average" underwriting is based on its belief, reinforced by its experience through multiple market cycles, that over the life of any given fund that it manages, such fund should be able to exit its investments at long-term historical averages. CIM also underwrites a "current market case" scenario, which generally utilizes current submarket specific exit assumptions and interest rates, in order to reflect anticipated investment results under current market conditions. CIM believes that utilizing multiple underwriting scenarios enables CIM to assess potential returns relative to risk within a range of potential investment outcomes.

The following disclosure replaces in its entirety the sixth paragraph under the "Policies with Respect to Certain Activities Investment Policies Investment in Real Estate or Interests in Real Estate" heading of the "Our Business and Properties" section of the Prospectus:

As described elsewhere in this prospectus, our two primary goals are (a) consistently growing our net asset value, which we refer to as NAV, and cash flows per share of Common Stock through our principal business described above and (b) providing liquidity to our common stockholders at prices reflecting our NAV and cash flow prospects. In that regard, in June 2016 we completed a tender offer for 10 million shares of Common Stock at a price of $21.00 per share of Common Stock, and in September 2016, we repurchased, in a privately negotiated transaction, 3,628,116 shares of our Common Stock at $22.00 per share from Urban II. In furtherance of our two primary goals, we anticipate additional such transactions in the future. We are also exploring alternative means of providing liquidity to the stockholders that did not participate in the September 2016 and/or any subsequent private repurchases, to allow those stockholders to receive the economic benefit of such private repurchase(s). See "There is a limited trading market for our Common Stock and as a result, our share price is subject to greater volatility and you may not be able to resell your shares at or above the price you pay for them" under the "Risk Factors" section.

The following disclosure replaces in its entirety the "2015 Acquisitions" section of the Prospectus:

2016 Acquisitions

There were no acquisitions during the year ended December 31, 2016.

The following disclosure replaces in its entirety the "2015 Dispositions" section of the Prospectus:

2016 Dispositions

On February 2, 2016, we sold a 100% fee-simple interest in the Courtyard Oakland located in Oakland, California to an unrelated third party. In addition, on July 19, 2016, we sold a 100% fee-simple interest in the LAX Holiday Inn located in Los Angeles, California to an unrelated third party. The results of operations of the two hotels have been included in the consolidated statements of operations through the date of disposition.

Property	Asset Type	Date of Sale	Rooms	Sales Price	Gain on Sale
				(in thousands)	
Courtyard Oakland, Oakland, CA	Hotel	February 2, 2016	162	$ 43,800	$ 24,739
LAX Holiday Inn, Los Angeles, CA	Hotel	July 19, 2016	405	$ 52,500	$ 14,927

The following disclosure replaces in its entirety the fifth sentence of the first paragraph under the "Risk Management" heading of the "Our Business and Properties" section of the Prospectus:

CIM's Asset Management Committee oversees the asset management of investments and is comprised of certain of CIM's principals (including all of the founding principals) and is chaired by Richard Ressler, each of whom has extensive experience in investment, development, asset and property management and leasing.

The following disclosure replaces in their entirety the second and third sentences of the first paragraph under the "Overview and History of CIM Group" heading of the "Our Business and Properties" section of the Prospectus:

CIM Group was founded in 1994 by Shaul Kuba, Richard Ressler and Avi Shemesh and has AUM of approximately $19.2 billion and EUM of approximately $11.9 billion, in each case as of September 30, 2016(3). CIM has systematically developed its urban investing discipline over the past 23 years.

The following disclosure replaces in its entirety the third sentence of the second paragraph under the "Overview and History of CIM Group" heading of the "Our Business and Properties" section of the Prospectus:

CIM has over 600 employees, including approximately 330 professionals.

The following disclosure replaces in its entirety the third paragraph under the "Investment Management Agreement" heading of the "Our Business and Properties" section of the Prospectus:

For the years ended December 31, 2016, 2015 and 2014, the Advisor earned asset management fees of $25,753,000, $24,882,000 and $23,223,000, respectively.

The following disclosure replaces in its entirety the fifth sentence of the first paragraph under the "Master Services Agreement" heading of the "Our Business and Properties" section of the Prospectus:

For the years ended December 31, 2016, 2015 and 2014, the Manager earned a Base Service Fee of $1,043,000, $1,010,000 and $806,000, respectively.

The following disclosure replaces in their entirety the last two sentences of the first paragraph under the "Master Services Agreement" heading of the "Our Business and Properties" section of the Prospectus:

For the years ended December 31, 2016, 2015 and 2014, we expensed $3,120,000, $2,993,000 and $1,193,000 for such services, respectively. At December 31, 2016 and 2015, $1,935,000 and $1,256,000 was due to the Manager, respectively, for such services.

The following disclosure replaces in their entirety the last two sentences of the second paragraph under the "Master Services Agreement" heading of the "Our Business and Properties" section of the Prospectus:

For the years ended December 31, 2016 and 2015, we incurred expenses related to services subject to reimbursement by us under this agreement of $3,555,000 and $3,850,000, respectively, which are included in asset management and other fees to related parties for lending segment costs included in continuing operations, $411,000 and $434,000, respectively, for corporate services, which are included in asset management and other fees to related parties, and $550,000 and $777,000, respectively, which are included in discontinued operations. For the year ended December 31, 2015, we expensed $1,638,000 for transaction costs paid to CIM SBA for reimbursement of costs in connection with the sale of substantially all of our commercial mortgage loans to an unrelated third party. In addition, for the years ended December 31, 2016, 2015 and 2014, we deferred personnel costs of $249,000, $282,000 and $246,000, respectively, associated with services provided for originating loans.

The following disclosure replaces in its entirety the disclosure under the "Other Services" heading of the "Our Business and Properties" section of the Prospectus:

CIM Management, Inc. and certain of its affiliates, which we refer to collectively, as the CIM Management Entities, all affiliates of CIM REIT and CIM Group, provide property management, leasing, and development services to CIM Urban. The CIM Management Entities earned property management fees, which are included in rental and other property operating expenses, totaling $5,630,000, $5,814,000 and $5,284,000 for the years ended December 31, 2016, 2015 and 2014, respectively. CIM Urban also reimbursed the CIM Management Entities $8,630,000, $8,319,000 and $7,369,000 during the years ended December 31, 2016, 2015 and 2014, respectively, for the cost of on-site personnel incurred on behalf of CIM Urban, which is included in rental and other property operating expenses. The CIM Management Entities earned leasing commissions of $2,522,000, $697,000 and $1,904,000 for the years ended December 31, 2016, 2015, and 2014, respectively, which were capitalized to deferred charges. In addition, the CIM Management Entities earned construction management fees of $942,000, $1,055,000 and $566,000 for the years ended December 31, 2016, 2015 and 2014, respectively, which were capitalized to investments in real estate.

On October 1, 2015, an affiliate of CIM Group entered into a 5-year lease renewal with respect to a property owned by the Company. For the years ended December 31, 2016, 2015 and 2014, we recorded rental and other property income related to this tenant of $108,000, $104,000 and $100,000, respectively.

The following disclosure replaces in its entirety the disclosure under the "Lending Segment" heading of the "Our Business and Properties" section of the Prospectus:

In order to allow CIM Commercial to increase its focus on Class A and creative office investments, our Board of Directors approved a plan in December 2014 for the lending segment that, when completed, would have resulted in the deconsolidation of the lending segment, which at that time was focused on small business lending in the hospitality industry. In July 2015, to maximize value, we modified our strategy from a strategy of selling the lending segment as a whole to a strategy of soliciting buyers for components of the business, including our commercial mortgage loans and the SBA 7(a) lending platform. This change in the sale methodology resulted in the need to extend the period to complete the sale of the remainder of the lending segment beyond one year. On December 17, 2015, pursuant to the modified plan, we sold substantially all of our commercial mortgage loans with a carrying value of $77,121,000 to an unrelated third party and recognized a gain of $5,151,000. In September 2016, we discontinued our efforts to sell the SBA 7(a) lending platform, and the activities related to the SBA 7(a) lending platform have been reclassified to continuing operations for all periods presented. On December 29, 2016, we sold our commercial real estate lending subsidiary, which was classified as held for sale and had a carrying value of $27,587,000, which was equal to management's estimate of fair value, to a fund managed by an affiliate of CIM Group. We did not recognize any gain or loss in connection with the transaction. Management's estimate of fair value was determined with assistance from an independent third party valuation firm.

Through our SBA 7(a) lending platform, we are a national lender that primarily originates loans to small businesses. We identify loan origination opportunities through personal contacts, internet referrals, attendance at trade shows and meetings, direct mailings, advertisements in trade publications and other marketing methods. We also generate loans through referrals from real estate and loan brokers, franchise representatives, existing borrowers, lawyers and accountants.

During 2016 and 2015, we funded an aggregate of $104,235,000 and $59,467,000, respectively, of loans in our lending business and received principal payments (including prepayments) of $37,336,000 and $44,261,000, respectively (included in the amounts funded during 2016 and 2015 was $53,256,000 and $20,409,000, respectively, for commercial real estate loans).

The following disclosure replaces in its entirety the fifth and sixth paragraphs under the "Lending Segment SBA 7(a) Program" heading of the "Our Business and Properties" section of the Prospectus:

Information regarding our SBA 7(a) Program loans receivable as of December 31, 2016 was as follows:

	(dollars in thousands)
SBA 7(a) loans receivable, net(1)(2)	$ 73,147
Weighted average interest rate	6.0%
Weighted average yield to maturity	6.9%
Average yield(3)	7.5%
Loans delinquent greater than 30 days	0.3%
Weighted average contractual maturity in years	21.2
Hospitality industry concentration	94.5%

(1) Includes loans originated under the SBA 7(a) Program subject to secured borrowings of $29,524,000 representing the government guaranteed portion of loans, which were sold with the proceeds received from the sale reflected as secured borrowings. There is no credit risk associated with these loans since the SBA has guaranteed payment of the principal.

(2) In addition to our retained SBA 7(a) portfolio described above, we service $113,063,000 of aggregate principal balance remaining on secondary market loan sales.

(3) The calculation of average yield divides our interest income and other loan related fees, adjusted by the provision for loan losses, by the weighted average loans receivable outstanding on an annualized basis.

The following disclosure replaces in its entirety the disclosure under the "Employees" heading of the "Our Business and Properties" section of the Prospectus:

As of December 31, 2016, we had ten employees including eight property-level staff.

The following disclosure replaces in its entirety the disclosure under the "Properties" heading of the "Our Business and Properties" section of the Prospectus, except as to the "Principal Lease Terms", "Development Plans" and "Insurance" headings and disclosures thereunder:

As of December 31, 2016, our real estate portfolio consisted of 31 assets, all of which are fee-simple properties except for one leasehold property. As of December 31, 2016, our 24 office properties (including two parking garages, one of which has street level retail space, and two development sites, one of which is being used as a parking lot), totaling approximately 5.6 million rentable square feet, were 85.7% occupied; our multifamily properties, comprised of 930 units, were 92.0% occupied; and one hotel, which has a total of 503 rooms, had RevPAR of $119.44 for the year ended December 31, 2016.

Office Portfolio Summary as of December 31, 2016

Office

Property	Market	Rentable Square Feet	% Occupied	% Leased(1)	Annualized Rent(2) (in thousands)	Annualized Rent Per Occupied Square Foot
200 S College Street	Charlotte, NC	567,865	90.1%	90.4%	$ 12,078	$ 23.60
1 Kaiser Plaza	Oakland, CA	532,059	96.4%	96.4%	19,035	37.13
2101 Webster Street	Oakland, CA	472,636	98.9%	98.9%	17,601	37.64
980 9th Street	Sacramento, CA	456,266	66.6%	72.7%	9,186	30.23
211 Main Street(3)	San Francisco, CA	417,266	100.0%	100.0%	12,015	28.80
370 L'Enfant Promenade	District of Columbia	407,321	39.1%	66.9%	8,887	55.80
999 N Capitol Street	District of Columbia	321,544	84.0%	86.3%	12,209	45.19
899 N Capitol Street	District of Columbia	314,317	74.1%	84.2%	11,529	49.49
800 N Capitol Street	District of Columbia	312,759	76.1%	76.1%	10,719	45.02
1901 Harrison Street	Oakland, CA	272,908	97.5%	97.5%	9,447	35.49
830 1st Street	District of Columbia	247,337	100.0%	100.0%	10,859	43.90
1333 Broadway	Oakland, CA	240,051	92.9%	92.9%	7,388	33.12
2100 Franklin Street	Oakland, CA	216,666	98.5%	98.5%	8,205	38.44
11620 Wilshire Boulevard	Los Angeles, CA	192,818	93.0%	95.5%	6,915	38.55
3601 S Congress Avenue(4)	Austin, TX	182,484	94.0%	95.6%	5,459	31.84
4750 Wilshire Boulevard	Los Angeles, CA	143,361	100.0%	100.0%	3,686	25.71
7083 Hollywood Boulevard	Los Angeles, CA	82,180	97.3%	97.3%	3,076	38.45
260 Townsend Street	San Francisco, CA	65,694	78.8%	78.8%	3,571	68.97
11600 Wilshire Boulevard	Los Angeles, CA	55,638	80.0%	82.1%	2,253	50.62
Lindblade Media Center(5)	Los Angeles, CA	32,428	100.0%	100.0%	1,349	41.60
Total Office (20 Properties)		**5,533,598**	**86.1%**	**89.6%**	**$ 175,467**	**$ 36.81**

Other Ancillary Properties within Office Portfolio

Property	Market	Rentable Square Feet (Retail)	% Occupied	% Leased(1) (Retail)	Annualized Rent(2) (in thousands)	Annualized Rent Per Occupied Square Foot
1010 8th Street Parking Garage & Retail	Sacramento, CA	31,133	10.7%	10.7%	$ 24	$ 7.07
901 N Capitol Street	District of Columbia	N/A(6)	N/A	N/A	N/A	N/A
2353 Webster Street Parking Garage	Oakland, CA	N/A	N/A	N/A	N/A	N/A
2 Kaiser Plaza Parking Lot	Oakland, CA	N/A(7)	N/A	N/A	N/A	N/A
Total Ancillary Office (4 Properties)		**31,133**	**10.7%**	**10.7%**	**$ 24**	**$ 7.07**

Total Office including Other Ancillary

	Rentable Square Feet	% Occupied	% Leased(1)	Annualized Rent(2)(4) (in thousands)	Annualized Rent Per Occupied Square Foot
Total Office incl. Other Ancillary (24 Properties)	**5,564,731**	**85.7%**	**89.1%**	**$ 175,491**	**$ 36.79**

(1) Based on leases signed as of December 31, 2016.

(2) Represents gross monthly base rent, as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

(3) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

(4) 3601 S Congress Avenue consists of ten buildings.

(5) Lindblade Media Center consists of three buildings.

(6) 901 N Capitol Street is a 39,696 square foot parcel of land located between 899 and 999 N Capitol Street. We are entitled to develop a building we have designed with 271,233 rentable square feet.

(7) 2 Kaiser Plaza Parking Lot is a 44,642 square foot parcel of land currently being used as a surface parking lot. We are pursuing entitlements allowing us to develop a building with approximately 440,000 to 840,000 rentable square feet.

Office Portfolio Detail by Property, Market, and Submarket as of December 31, 2016

Location	Rentable Square Feet	% Occupied	% Leased(1)	Annualized Rent(2) (in thousands)	Annualized Rent Per Occupied Square Foot
NORTHERN CALIFORNIA					
Oakland, CA					
Lake Merritt					
1 Kaiser Plaza	532,059	96.4%	96.4%	$ 19,035	$ 37.13
2101 Webster Street	472,636	98.9%	98.9%	17,601	37.64
1901 Harrison Street	272,908	97.5%	97.5%	9,447	35.49
2100 Franklin Street	216,666	98.5%	98.5%	8,205	38.44
2353 Webster Street Parking Garage	N/A	N/A	N/A	N/A	N/A
2 Kaiser Plaza Parking Lot	N/A(6)	N/A	N/A	N/A	N/A
Total Lake Merritt	1,494,269	97.7%	97.7%	54,288	37.19
City Center					
1333 Broadway	240,051	92.9%	92.9%	7,388	33.12
Total Oakland, CA	**1,734,320**	**97.0%**	**97.0%**	**61,676**	**36.66**
San Francisco, CA					
South Financial District					
211 Main Street(3)	417,266	100.0%	100.0%	12,015	28.80
South of Market					
260 Townsend Street	65,694	78.8%	78.8%	3,571	68.97
Total San Francisco, CA	**482,960**	**97.1%**	**97.1%**	**15,586**	**33.24**
Sacramento, CA					
Downtown/Midtown					
980 9th Street	456,266	66.6%	72.7%	9,186	30.23
1010 8th Street Parking Garage & Retail	31,133	10.7%	10.7%	24	7.07
Total Sacramento, CA	**487,399**	**63.0%**	**68.8%**	**9,210**	**29.98**
TOTAL NORTHERN CALIFORNIA	**2,704,679**	**90.9%**	**91.9%**	**$ 86,472**	**$ 35.17**
SOUTHERN CALIFORNIA					
Los Angeles, CA					
West Los Angeles					
11620 Wilshire Boulevard	192,818	93.0%	95.5%	$ 6,915	$ 38.55
11600 Wilshire Boulevard	55,638	80.0%	82.1%	2,253	50.62
Lindblade Media Center(4)	32,428	100.0%	100.0%	1,349	41.60
Total West Los Angeles	280,884	91.2%	93.4%	10,517	41.06
Mid-Wilshire					
4750 Wilshire Boulevard	143,361	100.0%	100.0%	3,686	25.71
Hollywood/Sunset					
7083 Hollywood Boulevard	82,180	97.3%	97.3%	3,076	38.45
Total Los Angeles, CA	**506,425**	**94.7%**	**95.9%**	**17,279**	**36.03**

TOTAL SOUTHERN CALIFORNIA	**506,425**	**94.7%**	**95.9%**	**$ 17,279**	**$ 36.03**

Location	Rentable Square Feet	% Occupied	% Leased(1)	Annualized Rent(2) (in thousands)	Annualized Rent Per Occupied Square Foot
EAST					
Washington, DC					
Capitol Hill					
999 N Capitol Street	321,544	84.0%	86.3%	$ 12,209	$ 45.19
899 N Capitol Street	314,317	74.1%	84.2%	11,529	49.49
800 N Capitol Street	312,759	76.1%	76.1%	10,719	45.02
830 1st Street	247,337	100.0%	100.0%	10,859	43.90
901 N Capitol Street	N/A(7)	N/A	N/A	N/A	N/A
Total Capitol Hill	1,195,957	82.6%	85.9%	45,316	45.87
Southwest					
370 L'Enfant Promenade	407,321	39.1%	66.9%	8,887	55.80
Total Washington, DC	**1,603,278**	**71.6%**	**81.1%**	**54,203**	**47.22**
Charlotte, NC					
Uptown					
200 S College Street	567,865	90.1%	90.4%	12,078	23.60
TOTAL EAST	**2,171,143**	**76.4%**	**83.5%**	**$ 66,281**	**$ 39.96**
SOUTHWEST					
Austin, TX					
South					
3601 S Congress Avenue(5)	182,484	94.0%	95.6%	$ 5,459	$ 31.84
TOTAL SOUTHWEST	**182,484**	**94.0%**	**95.6%**	**$ 5,459**	**$ 31.84**
TOTAL PORTFOLIO	**5,564,731**	**85.7%**	**89.1%**	**$ 175,491**	**$ 36.79**

(1) Based on leases signed as of December 31, 2016.

(2) Represents gross monthly base rent, as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

(3) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

(4) Lindblade Media Center consists of three buildings.

(5) 3601 S Congress Avenue consists of ten buildings.

(6) 2 Kaiser Plaza Parking Lot is a 44,642 square foot parcel of land currently being used as a surface parking lot. We are pursuing entitlements allowing us to develop a building with approximately 440,000 to 840,000 rentable square feet.

(7) 901 N Capitol Street is a 39,696 square foot parcel of land located between 899 and 999 N Capitol Street. We are entitled to develop a building we have designed with 271,233 rentable square feet.

Multifamily Portfolio Summary as of December 31, 2016

Property	Market	Units	% Occupied(1)	Annualized Rent(2) (in thousands)	Monthly Rent Per Occupied Unit
4649 Cole Avenue(3)	Dallas, TX	334	94.3%	$ 5,439	$ 1,439
4200 Scotland Street	Houston, TX	308	93.2%	5,721	1,661
47 E 34th Street	New York, NY	110	85.5%	5,580	4,947
3636 McKinney Avenue	Dallas, TX	103	92.2%	1,978	1,735
3839 McKinney Avenue(4)	Dallas, TX	75	86.7%	1,296	1,661
Total Multifamily (5 Properties)		**930**	**92.0%**	**$ 20,014**	**$ 1,948**

(1) Based on number of units occupied as of December 31, 2016.

(2) Represents gross monthly base rent under leases commenced as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before concessions.

(3) 4649 Cole Avenue consists of fifteen buildings.

(4) 3839 McKinney Avenue consists of two buildings.

Hotel Portfolio Summary as of December 31, 2016

Property	Market	Rooms	% Occupied(1)	Revenue Per Available Room(2)
Sheraton Grand Hotel(3)	Sacramento, CA	503	78.1%	$ 119.44
Total Hotel (1 Property)		**503**	**78.1%**	**$ 119.44**

Other Ancillary Properties within Hotel Portfolio

Property	Market	Rentable Square Feet (Retail)	% Occupied (Retail)	% Leased (Retail)(4)	Annualized Rent (Parking and Retail)(5) (in thousands)
Sheraton Grand Hotel Parking Garage & Retail	Sacramento, CA	9,453	88.3%	88.3%	$ 1,989
Total Ancillary Hotel (1 Property)		**9,453**	**88.3%**	**88.3%**	**$ 1,989**

(1)

Represents trailing 12-month occupancy as of December 31, 2016, calculated as the number of occupied rooms divided by the number of available rooms.

(2)

Represents trailing 12-month RevPAR as of December 31, 2016, calculated as room revenue divided by the number of available rooms.

(3)

The Sheraton Grand Hotel is part of the Sheraton franchise and is managed by Starwood Hotels and Resorts Worldwide, Inc.

(4)

Based on leases signed as of December 31, 2016.

(5)

Represents gross monthly contractual rent under parking and retail leases commenced as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

Office Portfolio Top 10 Tenants by Annualized Rental Revenue as of December 31, 2016

Tenant	Property	Credit Rating (S&P / Moody's Fitch)	Lease Expiration		Annualized Rent(1) (in thousands)	% of Annualized Rent	Rentable Square Feet	% of Rentable Square Feet
U.S. Federal Government Agencies (2)	Various	AA+ / Aaa / AAA	2017 - 2026	$	37,711	21.4%	864,805	15.5%
Kaiser Foundation Health Plan, Inc.	1 Kaiser Plaza/2101 Webster Street	AA / / A+	2017 - 2027		17,291	9.9%	469,754	8.4%
Charles Schwab & Co., Inc.	211 Main Street (3)	A / A2 / A	2028		12,015	6.8%	417,266	7.5%
The District of Columbia	899 N Capitol Street	AA / Aa1 / AA	2021		9,109	5.2%	174,203	3.1%
Pandora Media, Inc.	2100 Franklin Street/2101 Webster Street	/ /	2020		6,980	4.0%	183,783	3.3%
Wells Fargo Bank, N.A.	1901 Harrison Street	A / A2 / AA	2018 - 2023		5,025	2.9%	147,520	2.7%
Branch Banking & Trust Company	200 S College Street	A / Aa1 / A+	2017 - 2028		4,771	2.7%	204,975	3.7%
Farmers Group, Inc.	4750 Wilshire Boulevard	A+ / A2 /	2019		3,686	2.1%	143,361	2.6%
Neighborhood Reinvestment Corporation	999 N Capitol Street	/ /	2023		3,369	1.9%	67,611	1.2%
Accenture	370 L'Enfant Promenade/1 Kaiser Plaza	A+ / A1 / A+	2017 - 2018		2,944	1.7%	55,120	1.0%
Total for Top Ten Tenants					**102,901**	**58.6%**	**2,728,398**	**49.0%**
All Other Tenants					72,590	41.4%	2,041,506	36.7%
Vacant						%	794,827	14.3%
Total for Portfolio				**$**	**175,491**	**100.0%**	**5,564,731**	**100.0%**

(1) Represents gross monthly base rent, as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

(2) Represents 18 different leases at various properties.

(3) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

Office Portfolio Diversification by NAICS code as of December 31, 2016

NAICS Code	Annualized Rent(1) (in thousands)	% of Annualized Rent	Rentable Square Feet	% of Rentable Square Feet
Public Administration	$ 54,842	31.2%	1,264,178	22.8%
Finance and Insurance	31,659	18.0%	1,115,671	20.1%
Professional, Scientific, and Technical Services	27,141	15.4%	695,531	12.5%
Health Care and Social Assistance	22,460	12.8%	590,381	10.6%
Information	9,963	5.7%	271,870	4.9%
Real Estate and Rental and Leasing	6,184	3.5%	183,745	3.3%
Other Services (except Public Administration)	6,121	3.5%	165,733	3.0%
Educational Services	2,991	1.7%	94,267	1.7%
Construction	2,734	1.6%	49,715	0.9%
Manufacturing	2,379	1.4%	62,025	1.1%
Accommodation and Food Services	2,340	1.3%	63,311	1.1%
Arts, Entertainment, and Recreation	2,239	1.3%	57,931	1.0%
Administrative and Support and Waste Management and Remediation Services	1,934	1.1%	79,625	1.4%
Retail Trade	1,181	0.7%	40,736	0.7%
Management of Companies and Enterprises	847	0.5%	19,072	0.3%
Wholesale Trade	476	0.3%	16,113	0.3%
Vacant		%	794,827	14.3%
TOTAL PORTFOLIO	**$ 175,491**	**100.0%**	**5,564,731**	**100.0%**

(1) Represents gross monthly base rent, as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

Office Portfolio Lease Expiration as of December 31, 2016

Year of Lease Expiration	No. of Tenants	Square Feet of Expiring Leases	% of Square Feet Expiring	Annualized Rent(1) (in thousands)	% of Annualized Rent Expiring	Annualized Rent Per Occupied Square Foot
2017(2)	96	373,490	7.8%	$ 12,115	6.9%	$ 32.44
2018	54	453,825	9.5%	17,296	9.9%	$ 38.11
2019	54	522,480	11.0%	17,549	10.0%	$ 33.59
2020	40	505,826	10.6%	18,385	10.5%	$ 36.35
2021	42	706,631	14.8%	29,551	16.8%	$ 41.82
2022	23	362,893	7.6%	13,703	7.8%	$ 37.76
2023	22	345,731	7.2%	12,965	7.4%	$ 37.50
2024	5	48,246	1.0%	1,619	0.9%	$ 33.56
2025	11	385,999	8.1%	14,333	8.2%	$ 37.13
2026	6	347,015	7.3%	15,862	9.0%	$ 45.71
Thereafter	11	717,768	15.1%	22,113	12.6%	$ 30.81
Total Occupied	**364**	**4,769,904**	**100.0%**	**$ 175,491**	**100.0%**	**$ 36.79**
Vacant		794,827				
Total Portfolio		**5,564,731**				

(1) Represents gross monthly base rent, as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

(2) Includes 61,210 square feet of month-to-month leases.

Office Portfolio Historical Occupancy

Property	December 31, 2016 Rentable Square Feet	Occupancy Rates(1)				
		2012	2013	2014	2015	2016
200 S College Street	567,865	94.6%	82.7%	68.3%	66.9%	90.1%
1 Kaiser Plaza	532,059	89.0%	90.8%	91.0%	96.7%	96.4%
2101 Webster Street	472,636	92.9%	82.8%	81.9%	98.9%	98.9%
980 9th Street	456,266	84.3%	80.5%	83.4%	64.0%	66.6%
211 Main Street(2)	417,266	100.0%	100.0%	100.0%	100.0%	100.0%
370 L'Enfant Promenade	407,321	91.1%	88.7%	89.0%	87.7%	39.1%
999 N Capitol Street	321,544	52.6%	83.1%	84.0%	84.0%	84.0%
899 N Capitol Street	314,317	62.7%	51.1%	52.2%	73.7%	74.1%
800 N Capitol Street	312,759	97.2%	94.8%	93.2%	76.1%	76.1%
1901 Harrison Street	272,908	86.8%	87.0%	99.4%	98.2%	97.5%
830 1st Street	247,337	100.0%	100.0%	100.0%	100.0%	100.0%
1333 Broadway	240,051	80.7%	72.1%	82.6%	92.9%	92.9%
2100 Franklin Street	216,666	54.8%	73.1%	83.5%	96.7%	98.5%
11620 Wilshire Boulevard	192,818	66.4%	65.5%	84.5%	91.5%	93.0%
3601 S Congress Avenue(3)	182,484	90.6%	90.7%	91.1%	97.4%	94.0%
4750 Wilshire Boulevard(4)	143,361	N/A	N/A	100.0%	100.0%	100.0%
7083 Hollywood Boulevard	82,180	92.9%	96.3%	96.3%	97.3%	97.3%
260 Townsend Street	65,694	100.0%	100.0%	89.5%	89.7%	78.8%
11600 Wilshire Boulevard	55,638	78.2%	74.7%	78.5%	84.7%	80.0%
500 West Santa Ana Boulevard(5)	N/A	100.0%	100.0%	100.0%	N/A	N/A
Lindblade Media Center(6)	32,428	N/A	N/A	100.0%	100.0%	100.0%
1010 8th Street Parking Garage & Retail	31,133	15.8%	16.3%	9.9%	9.6%	10.7%
901 N Capitol Street	N/A(7)	N/A	N/A	N/A	N/A	N/A
2353 Webster Street Parking Garage	N/A	N/A	N/A	N/A	N/A	N/A
2 Kaiser Plaza Parking Lot	N/A(8)	N/A	N/A	N/A	N/A	N/A
Total Weighted Average	**5,564,731**	**85.0%**	**84.0%**	**85.1%**	**86.9%**	**85.7%**

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(1) Historical occupancies for office properties are shown as a percentage of rentable square feet and are based on leases commenced as of December 31st of each historical year.

(2) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

(3) 3601 S Congress Avenue consists of ten buildings.

(4) 4750 Wilshire Boulevard was acquired on April 18, 2014.

(5) 500 West Santa Ana Boulevard, with 37,116 rentable square feet, was sold on November 19, 2015.

(6) Lindblade Media Center was acquired on October 21, 2014, and consists of three buildings.

(7) 901 N Capitol Street is a 39,696 square foot parcel of land located between 899 and 999 N Capitol Street. We are entitled to develop a building we have designed with 271,233 rentable square feet.

(8) 2 Kaiser Plaza Parking Lot is a 44,642 square foot parcel of land currently being used as a surface parking lot. We are pursuing entitlements allowing us to develop a building with approximately 440,000 to 840,000 rentable square feet.

Office Portfolio Historical Annualized Rents

Property	December 31, 2016 Rentable Square Feet	Annualized Rent Per Occupied Square Foot(1) 2012	2013	2014	2015	2016
200 S College Street	567,865	$ 22.55	$ 22.20	$ 22.61	$ 23.33	$ 23.60
1 Kaiser Plaza	532,059	36.68	37.14	36.50	34.24	37.13
2101 Webster Street	472,636	37.68	38.10	38.84	36.76	37.64
980 9th Street	456,266	31.99	31.36	30.47	29.69	30.23
211 Main Street(2)	417,266	28.68	28.78	28.69	28.81	28.80
370 L'Enfant Promenade	407,321	51.21	51.41	51.25	51.94	55.80
999 N Capitol Street	321,544	42.08	42.26	44.18	44.82	45.19
899 N Capitol Street	314,317	46.91	50.22	52.36	50.44	49.49
800 N Capitol Street	312,759	42.68	46.01	45.19	45.36	45.02
1901 Harrison Street	272,908	31.21	33.20	33.74	34.02	35.49
830 1st Street	247,337	39.89	40.73	42.42	42.53	43.90
1333 Broadway	240,051	29.62	28.89	30.17	31.07	33.12
2100 Franklin Street	216,666	38.69	40.96	37.20	37.65	38.44
11620 Wilshire Boulevard	192,818	35.76	35.64	30.50	35.07	38.55
3601 S Congress Avenue(3)	182,484	23.94	25.29	27.28	30.21	31.84
4750 Wilshire Boulevard(4)	143,361	N/A	N/A	25.45	25.03	25.71
7083 Hollywood Boulevard	82,180	32.59	35.37	35.61	38.35	38.45
260 Townsend Street	65,694	31.71	32.48	58.02	64.92	68.97
11600 Wilshire Boulevard	55,638	43.78	43.97	45.89	49.23	50.62
500 West Santa Ana Boulevard(5)	N/A	20.42	20.17	20.40	N/A	N/A
Lindblade Media Center(6)	32,428	N/A	N/A	31.51	39.88	41.60
1010 8th Street Parking Garage & Retail	31,133	5.37	7.16	6.81	6.63	7.07
901 N Capitol Street	N/A(7)	N/A	N/A	N/A	N/A	N/A
2353 Webster Street Parking Garage	N/A	N/A	N/A	N/A	N/A	N/A
2 Kaiser Plaza Parking Lot	N/A(8)	N/A	N/A	N/A	N/A	N/A
Total Weighted Average	**5,564,731**	**$ 35.39**	**$ 36.10**	**$ 36.25**	**$ 36.75**	**$ 36.79**

(1) Annualized Rent Per Occupied Square Foot represents annualized gross rent divided by total occupied square feet as of December 31 of each historical year. This amount reflects total cash rent before abatements. Where applicable, annualized rent has been grossed up by adding annualized expense reimbursements to base rent.

(2) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

(3) 3601 S Congress Avenue consists of ten buildings.

(4) 4750 Wilshire Boulevard was acquired on April 18, 2014.

(5) 500 West Santa Ana Boulevard, with 37,116 rentable square feet, was sold on November 19, 2015.

(6) Lindblade Media Center was acquired on October 21, 2014, and consists of three buildings.

(7)

901 N Capitol Street is a 39,696 square foot parcel of land located between 899 and 999 N Capitol Street. We are entitled to develop a building we have designed with 271,233 rentable square feet.

(8) 2 Kaiser Plaza Parking Lot is a 44,642 square foot parcel of land currently being used as a surface parking lot. We are pursuing entitlements allowing us to develop a building with approximately 440,000 to 840,000 rentable square feet.

Multifamily Portfolio Historical Occupancy

		Occupancy Rates(1)				
Property	**Units**	**2012**	**2013**	**2014**	**2015**	**2016**
4649 Cole Avenue(2)	334	92.2%	93.1%	88.9%	93.1%	94.3%
4200 Scotland Street	308	96.4%	91.9%	92.2%	91.2%	93.2%
47 E 34th Street	110	100.0%	100.0%	100.0%	89.1%	85.5%
3636 McKinney Avenue	103	97.1%	97.1%	98.1%	94.2%	92.2%
3839 McKinney Avenue(3)	75	98.7%	94.7%	94.7%	96.0%	86.7%
Total Weighted Average	**930**	**95.6%**	**94.1%**	**92.8%**	**92.4%**	**92.0%**

(1) Historical occupancies for multifamily properties are based on leases commenced as of December 31st of each historical year and were calculated using units and not square feet.

(2) 4649 Cole Avenue consists of fifteen buildings.

(3) 3839 McKinney Avenue consists of two buildings.

Multifamily Portfolio Historical Annualized Rents

		Monthly Rent Per Occupied Unit(1)				
Property	**Units**	**2012**	**2013**	**2014**	**2015**	**2016**
4649 Cole Avenue(2)	334	$ 1,188	$ 1,282	$ 1,366	$ 1,404	$ 1,439
4200 Scotland Street	308	1,740	1,775	1,797	1,768	1,661
47 E 34th Street	110	3,712	3,880	4,188	4,642	4,947
3636 McKinney Avenue	103	1,473	1,529	1,647	1,696	1,735
3839 McKinney Avenue(3)	75	1,479	1,526	1,590	1,597	1,661
Total Weighted Average	**930**	**$ 1,741**	**$ 1,816**	**$ 1,919**	**$ 1,942**	**$ 1,948**

(1) Represents gross monthly base rent under leases commenced divided by occupied units as of December 31st of each historical year. This amount reflects total cash rent before concessions.

(2) 4649 Cole Avenue consists of fifteen buildings.

(3) 3839 McKinney Avenue consists of two buildings.

Multifamily Portfolio Overview as of December 31, 2016

Property	Location	Units	Rentable Square Feet	Year Built	Year Acquired	Annualized Rent(1) (in thousands)	Monthly Rent Per Occupied Unit(2)	% Occupancy(3)
4649 Cole Avenue(4)	Dallas, TX	334	283,438	1994	2010	$ 5,439	$ 1,439	94.3%
4200 Scotland Street	Houston, TX	308	297,404	2009	2010	5,721	1,661	93.2%
47 E 34th Street(5)	New York, NY	110	78,085	2009	2011	5,580	4,947	85.5%
3636 McKinney Avenue	Dallas, TX	103	98,335	2006	2010	1,978	1,735	92.2%
3839 McKinney Avenue(6)	Dallas, TX	75	68,817	2006	2010	1,296	1,661	86.7%
Total/Weighted Average		**930**	**826,079**					**92.0%**

(1) Represents gross monthly base rent under leases commenced as of December 31, 2016, multiplied by twelve. This amount reflects total cash rent before concessions.

(2) Represents gross monthly base rent under leases commenced divided by occupied units as of December 31st of each historical year. This amount reflects total cash rent before concessions.

(3) Based on number of units occupied as of December 31, 2016.

(4) 4649 Cole Avenue consists of fifteen buildings.

(5) Rentable square feet and annualized rent exclude 3,847 rentable square feet of retail, which is 100.0% occupied.

(6) 3839 McKinney Avenue consists of two buildings.

Hotel Portfolio Historical Occupancy Rates as of December 31, 2016

Hotel Location	Franchise	Rooms	Occupancy (%)(1) 2012	2013	2014	2015	2016
Sacramento, CA	Sheraton	503	73.0%	75.5%	75.3%	77.5%	78.1%
Los Angeles, CA(2)(3)	Holiday Inn	405	N/A	69.0%	89.2%	87.9%	81.1%
Oakland, CA(4)	Courtyard	162	77.7%	79.0%	80.2%	81.9%	74.3%
Weighted Average		**1,070**	**74.2%**	**75.4%**	**81.3%**	**82.1%**	**78.9%**

(1) Historical occupancies for hotel properties are shown as a percentage of rentable rooms and represent the trailing 12-months occupancy as of December 31st of each historical year. For properties sold during the year, occupancy is presented for our period of

ownership only.

(2) CIM Urban was the lender to the LAX Holiday Inn and held the first mortgage secured by the property until a subsidiary of CIM Urban submitted the highest bid at a foreclosure auction that took place on October 8, 2013 and subsequently took possession of the LAX Holiday Inn. The 2013 metrics presented above are for a partial year and represent the values for our period of ownership only.

(3) This property was sold in July 2016.

(4) This property was sold in February 2016.

Hotel Portfolio Historical Average Daily Rates as of December 31, 2016

			Average Daily Rate (Price) Per Room/Suite ($)(1)				
Hotel Location	**Franchise**	**Rooms**	**2012**	**2013**	**2014**	**2015**	**2016**
Sacramento, CA	Sheraton	503	$ 130.82	$ 129.48	$ 140.75	$ 148.24	$ 152.89
Los Angeles, CA(2)(3)	Holiday Inn	405	N/A	82.25	93.08	100.46	123.24
Oakland, CA(4)	Courtyard	162	122.95	131.83	151.27	173.05	169.58
Weighted Average		**1,070**	**$ 128.81**	**$ 124.70**	**$ 122.52**	**$ 132.61**	**$ 144.06**

(1) Represents trailing 12-months average daily rate as of December 31st of each historical year, calculated by dividing the amount of room revenue by the number of occupied rooms. For properties sold during the year, the average daily rate is presented for our period of ownership only.

(2) CIM Urban was the lender to the LAX Holiday Inn and held the first mortgage secured by the property until a subsidiary of CIM Urban submitted the highest bid at a foreclosure auction that took place on October 8, 2013 and subsequently took possession of the LAX Holiday Inn. The 2013 metrics presented above are for a partial year and represent the values for our period of ownership only.

(3) This property was sold in July 2016.

(4) This property was sold in February 2016.

Hotel Portfolio Historical Revenue per Available Room/Suite as of December 31, 2016

			Revenue Per Available Room/Suite ($)(1)				
Hotel Location	**Franchise**	**Rooms**	**2012**	**2013**	**2014**	**2015**	**2016**
Sacramento, CA	Sheraton	503	$ 95.54	$ 97.74	$ 105.95	$ 114.83	$ 119.44
Los Angeles, CA(2)(3)	Holiday Inn	405	N/A	56.74	83.06	88.35	99.98
Oakland, CA(4)	Courtyard	162	95.57	104.13	121.31	141.72	126.00
Weighted Average		**1,070**	**$ 95.55**	**$ 94.06**	**$ 99.61**	**$ 108.88**	**$ 113.73**

(1) Represents trailing 12-months revenue per available room as of December 31st of each historical year, calculated by dividing the amount of room revenue by the number of available rooms. For properties sold during the year, RevPAR is presented for our period of ownership only.

(2) CIM Urban was the lender to the LAX Holiday Inn and held the first mortgage secured by the property until a subsidiary of CIM Urban submitted the highest bid at a foreclosure auction that took place on October 8, 2013 and subsequently took possession of the LAX Holiday Inn. The 2013 metrics presented above are for a partial year and represent the values for our period of ownership only.

(3)

This property was sold in July 2016.

(4) This property was sold in February 2016.

Property Indebtedness as of December 31, 2016

Property	Outstanding Principal Balance (in thousands)	Interest Rate	Maturity Date	Balance Due At Maturity Date (in thousands)	Prepayment/ Defeasance
211 Main Street(6)	$ 26,136	6.65%	7/15/2018	$ 21,136	(1)
4649 Cole Avenue	23,560	5.39%	3/1/2021	21,490	(2)
3636 McKinney Avenue	9,363	5.39%	3/1/2021	8,540	(2)
3839 McKinney Avenue	6,211	5.39%	3/1/2021	5,665	(2)
4200 Scotland Street	29,167	5.18%	6/5/2021	26,232	(3)
1 Kaiser Plaza	97,100	4.14%	7/1/2026	97,100	(4)
2101 Webster Street	83,000	4.14%	7/1/2026	83,000	(4)
2100 Franklin Street	80,000	4.14%	7/1/2026	80,000	(4)
1901 Harrison Street	42,500	4.14%	7/1/2026	42,500	(4)
1333 Broadway	39,500	4.14%	7/1/2026	39,500	(4)
260 Townsend Street	28,200	4.14%	7/1/2026	28,200	(4)
7083 Hollywood Boulevard	21,700	4.14%	7/1/2026	21,700	(4)
830 1st Street	46,000	4.50%	1/5/2027	42,008	(5)
Total/Weighted Average	**$ 532,437**	**4.44%**		**$ 517,071**	

(1) Loan is subject to a prepayment fee equal to the greater of (a) one percent (1%) of the outstanding principal balance of the note or (b) modified yield maintenance.

(2) Loan is prepayable but if prepaid prior to August 31, 2020 is subject to a prepayment fee equal to the greater of (a) one percent (1%) of the principal being prepaid or (b) yield maintenance.

(3) Loan is prepayable but is subject to a prepayment fee equal to the greater of (a) one percent (1%) of the principal amount being prepaid multiplied by the quotient of the number of months until maturity divided by the term of the note or (b) the present value of the loan less the amount being prepaid.

(4) Loan is generally not prepayable prior to April 1, 2026.

(5) Loan is prepayable but is subject to a prepayment fee equal to the greater of (a) one percent (1%) of the principal amount being prepaid multiplied by the quotient of the number of months until maturity divided by the term of the note or (b) the present value of the loan less the principal and accrued interest being prepaid.

(6) In February 2017, we entered into an agreement to sell our office building located at 211 Main Street.

The following disclosure replaces in its entirety the disclosure under the "Properties Development Plans" heading of the "Our Business and Properties" section of the Prospectus:

As of December 31, 2016, the Company had a total of $50,178,000 in future obligations under leases to fund tenant improvements and other future construction obligations. Aside from these contractual obligations, as of the date of this prospectus, the Company has no current active plans for major renovation, improvement or development of the Company's properties, other than ongoing repair and maintenance. However, we may in the future decide to engage in such activities.

Description of Capital Stock and Securities Offered

The following disclosure replaces in its entirety the third and fourth sentence of the first paragraph under the "General" heading in the "Description of Capital Stock and Securities Offered" section of the Prospectus:

As of April 6, 2017, 84,048,081 shares of our Common Stock were issued and outstanding. Our Common Stock was held by approximately 547 stockholders of record as of April 6, 2017. As of April 6, 2017, 144,698 shares of our Preferred Stock and 144,698 of our Warrants were issued and outstanding.

Securities Offered in this Offering

The following disclosure replaces in its entirety the first paragraph under the "Series A Preferred Stock Redemption at the Option of a Holder" heading in the "Securities Offered in This Offering" section of the Prospectus:

Redemption at the Option of a Holder. Beginning on the date of original issuance of any shares of our Series A Preferred Stock until but excluding the second anniversary of the date of original issuance of such shares, the holder will have the right to require the Company to redeem such shares at a redemption price equal to the Stated Value, initially $25 per share, less a 13% redemption fee, plus any accrued but unpaid dividends.

Beginning on the second anniversary of the date of original issuance of any shares of our Series A Preferred Stock until but excluding the fifth anniversary of the date of original issuance of such shares, the holder will have the right to require the Company to redeem such shares at a redemption price equal to the Stated Value, initially $25 per share, less a 10% redemption fee, plus any accrued but unpaid dividends.

The following disclosure replaces in its entirety the fourth paragraph under the "Series A Preferred Stock Redemption at the Option of a Holder" heading in the "Securities Offered in This Offering" section of the Prospectus:

If a holder of shares of Series A Preferred Stock causes the Company to redeem such shares, we will pay the redemption price in cash or, on or after the first anniversary of the issuance of shares of Series A Preferred Stock to be redeemed, at our option and in our sole discretion, in equal value through the issuance of shares of Common Stock, based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

The following disclosure replaces in its entirety the last sentence of the only paragraph under the "Series A Preferred Stock Optional Redemption Following Death of a Holder" heading in the "Securities Offered in This Offering" section of the Prospectus:

Upon any such redemption request from a holder's estate, we will pay the redemption price in cash or, on or after the first anniversary of the issuance of the shares of Series A Preferred Stock to be redeemed, at our option and in our sole discretion, in equal value through the issuance of shares of Common Stock, based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

The following disclosure replaces in its entirety the last sentence of the first paragraph under the "Series A Preferred Stock Optional Redemption by the Company" heading in the "Securities Offered in This Offering" section of the Prospectus:

We have the right, in our sole discretion, to pay the redemption price in cash or in equal value through the issuance of shares of Common Stock, with such value of Common Stock to be determined based on the volume weighted average price of our Common Stock for the 20 trading days prior to the redemption.

The following disclosure replaces in its entirety the last sentence of the third paragraph under the "Series A Preferred Stock Optional Redemption by the Company" heading in the "Securities Offered in This Offering" section of the Prospectus:

Each such notice will state the date on which the redemption by us shall occur, which date will be no fewer than 10 nor more than 20 days following the notice date.

Estimated Net Asset Value

The following disclosure replaces in their entirety the first three paragraphs in the "Estimated Net Asset Value" section of the Prospectus:

As of the date hereof, we have established an estimated NAV per share of Common Stock of $23.14. Neither FINRA nor the SEC provides rules on the methodology we must use to determine our estimated NAV per share. The determination of estimated NAV involves a number of subjective assumptions, estimates and judgments that may not be accurate or complete. We believe there is no established practice among public REITs for calculating estimated NAV. Different firms using different property-specific, general real estate, capital markets, economic and other assumptions, estimates and judgments could derive an estimated NAV that could be significantly different from our estimated NAV. Thus, other public REITs' methodologies used to calculate estimated NAV may differ materially from ours. Additionally, the estimated NAV does not give effect to changes in value, investment activities, capital activities, indebtedness levels, and other various activities occurring after December 31, 2016 that would have an impact on our estimated NAV.

Overview

The estimated NAV per share of $23.14 was calculated by our Advisor, relying in part on appraisals of our real estate investments and the assets of our lending segment. The table below sets forth the material items included in the calculation of our estimated NAV.

		($ in thousands, except per share amount)
Investments in real estate at fair value(1)	$	2,705,600
Loans receivable at fair value(1)		76,147
Debt(1)		(937,188)
Cash and other assets net of other liabilities(1)		102,926
Redeemable preferred stock(1)		(1,426)
Noncontrolling interests(1)		(1,050)
Estimated NAV available to common shareholders	**$**	**1,945,009**
Shares of Common Stock outstanding(1)		**84,048,081**
Estimated NAV per share of Common Stock	**$**	**23.14**

(1) As of December 31, 2016.

We engaged various third party appraisal firms to perform appraisals of our real estate investments and the assets of our lending segment as of December 31, 2016. These appraisals were performed in accordance with standards set forth by the American Institute of Certified Public Accountants. Each of our appraisals were prepared by personnel who are subject to and in compliance with the code of professional ethics and the standards of professional conduct set forth by the certification programs of the professional appraisal organizations of which they are members.

The following disclosure replaces in its entirety the first paragraph under the "Fair Value of Real Estate" heading in the "Estimated Net Asset Value" section of the Prospectus:

As of December 31, 2016, our real estate portfolio consisted of (i) 24 office properties (including two parking garages, one of which has street level retail space, and two development sites, one of which is being used as a parking lot), totaling approximately 5.6 million rentable square feet, (ii) five multifamily properties comprised of 930 units, and (iii) one hotel which has a total of 503 rooms. As of December 31, 2016, our investments in real estate had an aggregate estimated fair value of approximately $2,705,600,000.

The following disclosure replaces in its entirety the last paragraph under the "Fair Value of Real Estate" heading in the "Estimated Net Asset Value" section of the Prospectus:

The ranges of certain key assumptions used in the fair value measurement of the investments in real estate as of December 31, 2016 were as follows:

Asset Type / Key Assumption	**Range**	**Weighted Average**
Office and hotel assets		
Discount rate	6.5% - 9.5%	7.5%
Capitalization rate	5.5% - 8.3%	7.0%
Multifamily assets		
Capitalization rate	3.5% - 5.0%	4.3%

The following disclosure replaces in its entirety the disclosure under the "Fair Value of Loans Receivable" heading in the "Estimated Net Asset Value" section of the Prospectus:

As of December 31, 2016, we held 181 loans whose aggregate fair value was approximately $76,147,000. The fair values were determined using a present value technique for the anticipated future cash flows of the loans using certain key assumptions. Credit risk, or lack of credit risk in the case of our government guaranteed loans, was considered in the determination of the key assumptions used to fair value our loans receivable.

The following disclosure replaces in its entirety the disclosure under the "Debt" heading in the "Estimated Net Asset Value" section of the Prospectus:

As of December 31, 2016, our outstanding debt consisted of fixed rate property-level mortgage notes payable, floating rate junior subordinated notes, and a floating rate term loan facility whose interest rate has been effectively converted to a fixed rate through interest rate swaps.

As of December 31, 2016, the carrying amount of our fixed rate mortgages payable was approximately $530,071,000, net of deferred loan costs, and the carrying amount of our floating rate debt which includes our junior subordinated notes, unsecured credit facility and term loan facility was approximately $407,117,000, net of deferred loan costs.

The fair value of our debt is calculated for disclosure purposes only and we do not include the mark to market adjustments related to our debt in our estimated NAV calculation. As of December 31, 2016, the estimated fair value of our debt was approximately $13,061,000 lower than the carrying amount of our debt net of deferred loan costs.

The following disclosure replaces in its entirety the disclosure under the "Fair Value of Cash, Other Assets and Other Liabilities" heading in the "Estimated Net Asset Value" section of the Prospectus:

As of December 31, 2016, the carrying amounts of our cash, other assets and other liabilities approximates their fair values due to the liquid nature of such assets and the short-term nature of such liabilities.

The following disclosure is inserted immediately prior to the "Sensitivity Analysis" heading in the "Estimated Net Asset Value" section of the Prospectus:

Redeemable Preferred Stock

As of December 31, 2016, our redeemable preferred stock consisted of gross proceeds allocated to the Series A Preferred Stock of $1,528,000 offset by specifically identifiable issuance costs and non-issuance specific costs allocated to the Series A Preferred Stock of $99,000 and $3,000, respectively.

The following disclosure replaces the last paragraph under the "Sensitivity Analysis" heading in the "Estimated Net Asset Value" section of the Prospectus:

The table below illustrates the impact on the estimated NAV per share if the capitalization rates or discount rates were adjusted by 25 basis points, assuming all other factors remain unchanged.

	Change in the NAV Per Share Due To	
	Decrease of 25 bps	Increase of 25 bps
Capitalization rates	$ 0.99	$ (0.84)
Discount rates	$ 0.61	$ (0.53)

Plan of Distribution

The following disclosure replaces in its entirety the last sentence of the third paragraph under the "Dealer Manager and Participating Broker-Dealer Compensation" heading in the "Plan of Distribution" section of the Prospectus:

The dealer manager's legal expenses will be paid by the dealer manager from the dealer manager fee, except the Company will pay for expenses related to the FINRA filing and other expenses pre-approved by the Company.

The "Minimum Offering" disclosure in the "Plan of Distribution" section of the Prospectus is deleted in its entirety.

Experts

The following disclosure replaces in its entirety the disclosure under the "Experts" heading of the Prospectus:

Our consolidated financial statements and schedules as of December 31, 2016 and 2015 and for the years ended December 31, 2016, 2015 and 2014 and management's assessment of the effectiveness of internal control over financial reporting as of December 31, 2016 have been incorporated by reference in this prospectus in reliance upon the reports of BDO USA, LLP, registered independent public accountants, incorporated by reference herein and upon the authority of said firm as experts in accounting and auditing.

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CIM Commercial Trust Corporation

Minimum of 400,000 Units consisting of 400,000 Shares of Series A Preferred Stock and Warrants to Purchase 100,000 Shares of Common Stock

Maximum of 36,000,000 Units consisting of 36,000,000 Shares of Series A Preferred Stock and Warrants to Purchase 9,000,000 Shares of Common Stock

(Liquidation Preference $25 per share of Series A Preferred Stock (subject to adjustment))

We are a publicly traded real estate investment trust, or REIT, primarily focused on investing in, owning, and operating Class A and creative office investments in vibrant and improving urban communities throughout the United States. We are managed by affiliates of CIM Group, L.P., which we refer to as CIM Group or CIM. Our wholly-owned subsidiary, CIM Urban Partners, L.P., which we refer to as CIM Urban, is party to an Investment Management Agreement with CIM Investment Advisors, LLC, an affiliate of CIM Group, pursuant to which CIM Investment Advisors, LLC provides investment advisory services to CIM Urban. In addition, we are party to a Master Services Agreement with CIM Service Provider, LLC, which we refer to as the Manager, an affiliate of CIM Group, pursuant to which the Manager provides or arranges for other service providers to provide management and administration services to us. CIM Group is a vertically-integrated, full-service investment manager with multi-disciplinary expertise and in-house research, acquisition, investment, development, finance, leasing, and management capabilities.

We are offering a minimum of 400,000 shares and a maximum of 36,000,000 shares of our Series A Preferred Stock, $0.001 par value per share, which we refer to as our Series A Preferred Stock, and warrants, referred to as the Warrants, to purchase a minimum of 100,000 shares and a maximum of 9,000,000 shares of our common stock, $0.001 par value per share, which we refer to as our Common Stock. The Series A Preferred Stock and the Warrants will be sold in units, or Units, with each Unit consisting of (i) one share of Series A Preferred Stock with an initial stated value of $25 per share and (ii) one Warrant to purchase 0.25 of a share of Common Stock. The Warrant is exercisable by the holder at an exercise price that is set at a 15% premium to the Applicable NAV (as defined herein). Each Unit will be sold at a public offering price of $25 per Unit. Units will not be issued or certificated. The shares of Series A Preferred Stock and the Warrants are immediately detachable and will be issued separately. The Warrants are not exercisable until the first anniversary of the date of issuance and expire on the fifth anniversary of the date of issuance. The Series A Preferred Stock will rank senior to our Common Stock with respect to payment of dividends and distribution of amounts upon liquidation, dissolution or winding up. Holders of our Series A Preferred Stock will have no voting rights.

Our Common Stock is traded on the NASDAQ Global Market, which we refer to as NASDAQ, under the symbol "CMCT." The last reported sales price of our Common Stock on June 27, 2016 was $18.09 per share. There is no established trading market for our Series A Preferred Stock or any of the Warrants and we do not expect a market to develop. We do not intend to apply for a listing of the Series A Preferred Stock or any of the Warrants on any national securities exchange.

We have elected to qualify to be taxed as a REIT for U.S. federal income tax purposes. We impose certain restrictions on the ownership and transfer of our capital stock. You should read the information under the section entitled "Description of Capital Stock and Securities Offered Restrictions on Ownership and Transfer" in this prospectus for a description of these restrictions.

Investing in our securities involves significant risks. See "Risk Factors" beginning on page 10 to read about factors you should consider before investing in our securities.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

	Per Unit	Minimum Offering	Maximum Offering
Public offering price	$25.0000	$10,000,000(1)	$900,000,000(1)
Selling commissions(2)(3)	$1.2500	$500,000	$45,000,000