

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**CONSOLIDATED FINANCIAL STATEMENTS**  
For the years ended December 31, 2016 and 2015  
with  
Report of Independent Auditors

# CENTURY HOUSING CORPORATION AND AFFILIATES

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## **Report of Independent Auditors**

To the Board of Directors of  
Century Housing Corporation and Affiliates:

We have audited the accompanying consolidated financial statements of Century Housing Corporation, a California nonprofit public benefit corporation, and Affiliates (the "Corporation"), which comprise the consolidated statements of financial position as of December 31, 2016 and 2015, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

### ***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### ***Auditors' Responsibility***

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Opinion***

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Corporation as of December 31, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### ***Change in Accounting Principle***

As discussed in Note 2 to the consolidated financial statements, the Corporation adopted a change in accounting principle related to the presentation of debt issuance costs. Our opinion is not modified with respect to that matter.

### ***Other Matters***

#### *Supplementary Information*

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying supplementary information on pages 36-41 is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position or changes in net assets of the individual entities, and it is also not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

*Novogradac & Company LLP*

Walnut Creek, California  
April 26, 2017

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**DECEMBER 31, 2016 AND 2015**

	<u>2016</u>	<u>2015</u>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 10,962,247	\$ 12,678,487
Restricted cash	7,514,578	7,148,863
Accounts receivable, net	307,103	483,591
Investments	80,146,548	77,888,761
Interest receivable	686,207	706,819
Notes receivable, net	143,140,393	162,759,035
Deferred charges, net	296,484	328,102
Prepaid expenses and other assets	781,975	480,062
Real estate held for investment, net	157,612,170	127,671,647
Furniture, fixtures and equipment, net	<u>1,920,188</u>	<u>1,693,627</u>
 Total assets	 <u>\$ 403,367,893</u>	 <u>\$ 391,838,994</u>
 <b>LIABILITIES AND NET ASSETS</b>		
Accounts payable and accrued liabilities	\$ 7,037,272	\$ 3,010,366
Accrued interest	1,762,564	1,459,054
Security deposits	724,827	695,336
Deferred income	302,887	339,988
Notes payable and lines of credit, net of unamortized debt issuance costs	172,781,861	195,856,716
Forgivable loans	<u>1,571,429</u>	<u>1,976,858</u>
Total liabilities	184,180,840	203,338,318
 Net assets:		
Unrestricted		
Controlling interest	176,167,868	154,100,438
Non-controlling interest	<u>41,019,185</u>	<u>28,900,238</u>
Total unrestricted net assets	217,187,053	183,000,676
Temporarily restricted - controlling interest	<u>2,000,000</u>	<u>5,500,000</u>
Total net assets	<u>219,187,053</u>	<u>188,500,676</u>
 Total liabilities and net assets	 <u>\$ 403,367,893</u>	 <u>\$ 391,838,994</u>

see accompanying notes to consolidated financial statements

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**CONSOLIDATED STATEMENTS OF ACTIVITIES**  
**FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015**

	<u>2016</u>	<u>2015</u>
<b>LENDING AND CORPORATE REVENUE</b>		
Investment interest and dividends	\$ 2,503,704	\$ 2,439,596
Income from notes receivable	12,160,307	12,652,259
Residual receipts and contingent asset income	2,541,980	3,734,604
Other income	105,065	127,870
Net assets released from restrictions	5,000,000	-
Total lending and corporate revenue	22,311,056	18,954,329
<b>HOUSING REVENUE AND SUPPORT</b>		
CVC, CADI and other real estate operations		
Rental property income	8,931,701	7,823,028
Real estate sold	1,512,500	-
Debt forgiveness income	405,429	405,428
Other real estate income	23,873	82,294
Contributions and fundraising income	1,182,149	234,631
Net assets released from restrictions	500,000	-
Total housing revenue and support	12,555,652	8,545,381
 Total revenue	 34,866,708	 27,499,710
<b>LENDING AND CORPORATE EXPENSES</b>		
Allocation for loan losses	374,661	400,746
Borrowing fees	166,371	130,452
Interest expense	3,711,163	3,241,417
Salaries and employee benefits	4,680,953	4,198,415
Professional fees	262,287	325,043
Business development expenses	266,134	361,233
General and administrative expenses	927,985	837,764
Depreciation and amortization expense	54,414	54,906
Total lending and corporate expenses	10,443,968	9,549,976
<b>HOUSING EXPENSES</b>		
CVC, CADI and other real estate operations		
Rental property expenses	4,304,192	3,948,424
Property depreciation and amortization	3,764,200	3,280,308
Cost of real estate sold	1,231,270	-
Interest expense	627,492	1,043,668
Other real estate expenses	79,301	54,967
Housing salaries and employee benefits	3,063,028	2,665,644
Total housing expenses	13,069,483	10,993,011
 Total expenses	 23,513,451	 20,542,987

see accompanying notes to consolidated financial statements

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**CONSOLIDATED STATEMENTS OF ACTIVITIES - CONTINUED**  
**FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015**

	<u>2016</u>	<u>2015</u>
Change in unrestricted net assets before other income and expenses	\$ 11,353,257	\$ 6,956,723
<b>OTHER INCOME AND (EXPENSES)</b>		
Realized and unrealized gains (losses) on financial investments	3,484,558	(3,607,926)
Income tax expense	(20,600)	(16,540)
Bad debt expense	(76,643)	(86,139)
Loss from disposal of fixed assets	-	(2,878)
Legal settlement	(92,861)	-
Net other income and (expenses)	<u>3,294,454</u>	<u>(3,713,483)</u>
Change in unrestricted net assets from continuing operations	14,647,711	3,243,240
Contributions from non-controlling interest	19,564,344	10,521,842
Distributions to non-controlling interest	(25,678)	(41,604)
Syndication costs paid by non-controlling interest	-	(77,500)
Change in unrestricted net assets	<u>34,186,377</u>	<u>13,645,978</u>
Change in temporarily restricted net assets		
Contributions	2,000,000	500,000
Release from temporarily restricted net assets	(5,500,000)	-
Change in temporarily restricted net assets	<u>(3,500,000)</u>	<u>500,000</u>
Change in net assets	30,686,377	14,145,978
Net assets at beginning of year	<u>188,500,676</u>	<u>174,354,698</u>
Net assets at end of year	<u>\$ 219,187,053</u>	<u>\$ 188,500,676</u>

see accompanying notes to consolidated financial statements

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015**

	<u>2016</u>	<u>2015</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Change in net assets	\$ 30,686,377	\$ 14,145,978
Adjustments to reconcile change in net assets to net cash cash provided by operating activities		
Contributions from non-controlling interest	(19,564,344)	(10,521,842)
Distributions to non-controlling interest	25,678	41,604
Syndication costs paid by non-controlling interest	-	77,500
Debt forgiveness income	(405,429)	(405,428)
Gain from repayments of contingent assets	-	(768,257)
Interest expense - debt issuance costs	9,948	12,510
Depreciation and amortization expense	3,818,614	3,335,214
Amortization of discount on notes payable and accrued interest	46,856	59,175
Allocation for loan losses (gains)	29,349	(98,723)
Bad debt expense	76,643	86,139
Loss from disposal of fixed assets	-	2,878
Gain from sale of real estate held for investment	(281,229)	-
Realized and unrealized (gains) losses on financial investments	(3,484,558)	3,607,926
(Increase) decrease in assets		
Accounts receivable, net	99,845	(412,912)
Interest receivable	20,612	(158,353)
Prepaid expenses and other assets	(301,913)	397,728
Increase (decrease) in liabilities		
Accounts payable and accrued liabilities	(383,222)	747,653
Accrued interest	130,071	236,070
Security deposits	29,491	148,442
Deferred income	(37,101)	8,763
Net cash provided by operating activities	<u>10,515,688</u>	<u>10,542,065</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
(Increase) decrease in restricted cash	(365,715)	706,539
Proceeds from sale of real estate held for investment	1,512,500	-
Payment of accounts payable and accrued expenses - construction	(792,738)	(2,017,328)
Purchase of real estate held for investment	(28,878,710)	(16,806,281)
Purchase of furniture, fixtures and equipment	(757,814)	(973,007)
Increase in deferred charges	-	(189,879)
Advances in notes receivable	(150,636,879)	(263,076,214)
Receipts from notes receivable	170,226,172	179,200,959
Purchase of investment securities	(2,403,229)	(20,967,750)
Proceeds from sales of investment securities	<u>3,630,000</u>	<u>11,212,586</u>
Net cash used in investing activities	<u>(8,466,413)</u>	<u>(112,910,375)</u>

see accompanying notes to consolidated financial statements



**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS - CONTINUED**  
**FOR THE YEARS ENDED DECEMBER 31, 2016 AND 2015**

	<u>2016</u>	<u>2015</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from notes payable and lines of credit	\$ 91,808,884	\$ 101,313,979
Payments of notes payable and lines of credit	(115,088,315)	(7,086,908)
Increase in debt issuance costs	-	(127,291)
Contributions from non-controlling interest	19,539,594	10,521,842
Distributions to non-controlling interest	(25,678)	(41,604)
Syndication costs paid by non-controlling interest	-	(77,500)
Net cash (used in) provided by financing activities	<u>(3,765,515)</u>	<u>104,502,518</u>
Net (decrease) increase in cash and cash equivalents	(1,716,240)	2,134,208
Cash and cash equivalents at beginning of year	<u>12,678,487</u>	<u>10,544,279</u>
Cash and cash equivalents at end of year	<u>\$ 10,962,247</u>	<u>\$ 12,678,487</u>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION</b>		
Cash paid for interest	<u>\$ 4,148,025</u>	<u>\$ 2,372,023</u>
Interest capitalized to fixed assets	<u>\$ 220,208</u>	<u>\$ 328,058</u>
<b>SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES</b>		
Increase in real estate assets held for investment, net and accounts payable and accrued liabilities	<u>\$ 5,202,866</u>	<u>\$ 792,738</u>
Accrued interest converted to note payable	<u>\$ 155,995</u>	<u>\$ -</u>
Increase in real estate held for investment, notes payable, and accrued interest through assumption of debt	<u>\$ 321,211</u>	<u>\$ 2,510,540</u>
Increase in real estate assets, net and non-controlling interests	<u>\$ 24,750</u>	<u>\$ -</u>

see accompanying notes to consolidated financial statements

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

1. Organization

Century Housing Corporation (“Century”) is a California nonprofit public benefit corporation exempt from state and federal income taxation. Century is the successor-in-interest to a housing program formerly administered by the State of California under the supervision of the United States District Court (“Court”) and a Consent Decree entered in settlement of Keith v. Volpe (U.S. District Court, 72-355 HP). Century and its predecessor have developed and/or financed more than 25,000 affordable housing units throughout the State of California.

Century provides certain business activities and service programs to communities within the State of California. The following are the significant activities:

Affordable Housing Financing – Century operates primarily as a lender to developers, builders and other nonprofit entities to provide and maintain affordable homes.

Affordability Monitoring – Century monitors affordability for residents of Century-owned homes, Century-financed housing units and housing units previously sold by Century to ensure that the properties owned or financed by Century operate as affordable housing and that they are maintained in good condition.

Affordable Housing Development – Century engages in the development and preservation of affordable housing through its Century Villages at Cabrillo, Inc. (“CVC”) and Century Affordable Development, Inc. (“CADI”) affiliates.

2. Summary of significant accounting policies and nature of operations

Basis of accounting

The Corporation prepares its financial statements on the accrual basis of accounting consistent with accounting principles generally accepted in the United States of America.

Principles of consolidation

The accompanying consolidated financial statements include the assets, liabilities, net assets and financial activities of Century and its controlled affiliates (collectively, the “Corporation”):

Century Villages at Cabrillo, Inc. and affiliates,  
Century Affordable Development, Inc. and affiliates,  
Century Community Children’s Centers, Inc.,  
Century Pointe, Inc.  
The Century Community Lending Company, LLC,  
Century California Fund, LLC, and  
Century Metropolitan Fund, LLC

All material intercompany transactions and balances have been eliminated in consolidation.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

2. Summary of significant accounting policies and nature of operations (continued)

CVC Entities

CVC is the sole general partner in three limited partnerships: Long Beach Savannah Housing, L.P. (“Savannah”), Casa de Cabrillo, L.P. (“Casa”), and The Family Commons at Cabrillo, L.P. (“Family Commons”). CVC owns 0.1% of Savannah, 0.01% of Casa and 0.01% of Family Commons. CVC is the sole member of CVC Phase IV, LLC and CVC Phase V, LLC, which is the sole general partner of Cabrillo Gateway, L.P. (“Cabrillo Gateway”) and Anchor Place, L.P. (“Anchor Place”), respectively. CVC Phase IV, LLC and CVC Phase V, LLC owns a 0.01% interest in Cabrillo Gateway and Anchor Place, respectively. CVC is the sole member of Century Villages Property Management, LLC (“CVPM”), which is the property management business for the Villages at Cabrillo.

The accompanying consolidated financial statements also include the assets, liabilities, net assets and financial activities of CVPM, CVC Phase IV, LLC, and CVC Phase V, LLC.

CADI Entities

CADI is the 1% managing member of 12010 South Vermont, LLC (“Vermont”) and Century is the 99% member. Vermont is the sole general partner of Academy Hall, L.P. (“Academy”) and owns a 0.01% interest in Academy. CADI is the sole member of CADI VI, LLC, which is the sole general partner of Century Arrowhead Vista, L.P. (“Arrowhead Vista”) and owns a 0.01% interest in Arrowhead Vista. CADI is the managing member of CADI VII, LLC, which is the sole general partner of Florence Morehouse, L.P. (“Florence Morehouse”) and owns a 99% interest in Florence Morehouse. CADI also owns 99.9% and 99.99% of Savannah and Casa, respectively.

Partnerships that are controlled by Century and its controlled affiliates, regardless of ownership percentage, are included in the consolidated financial statements. The accompanying consolidated financial statements include the assets, liabilities, net assets and financial activities of the following partnerships:

- Long Beach Savannah Housing, L.P.
- Casa de Cabrillo, L.P.
- The Family Commons at Cabrillo, L.P.
- Academy Hall, L.P.
- Cabrillo Gateway, L.P.
- Anchor Place, L.P.
- Century Arrowhead Vista, L.P.
- Florence Morehouse, L.P.

Financial statement presentation

The Corporation conforms to accounting principles generally accepted for not-for-profit organizations, which require the Corporation to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted and permanently restricted. Furthermore, information is required to segregate program service expenses from management and general expenses. Income earnings on temporarily restricted net assets are recognized as unrestricted.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

2. Summary of significant accounting policies and nature of operations (continued)

Use of estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Cash and cash equivalents

Cash is defined as cash in demand deposit accounts as well as cash on hand. The Corporation considers all highly liquid debt instruments with an initial maturity of three months or less to be cash equivalents. The carrying amounts of cash and cash equivalents approximate their fair value.

Restricted cash

Restricted cash is not considered cash and cash equivalents, and includes cash deposited into separate bank accounts being held as collateral, and security deposits, operating reserves and replacement reserves that certain entities have been required to establish. Restricted cash also includes cash held under the provisions of the CDFI Fund. The carrying amounts of restricted cash approximate their fair value.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions. When a restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the consolidated statements of activities as net assets released from restrictions. The Corporation reports temporarily restricted contributions whose restrictions are met in the same reporting period as unrestricted contributions.

Investments

All debt and equity securities are carried at estimated fair value. Realized gains and losses on investments are determined using the specific-identification method. Unrealized gains and losses arise from changes in the fair value of debt and equity securities and are reported in the consolidated statements of activities as increases or decreases in unrestricted net assets.

Fair value measurements

The Corporation applies the accounting provisions related to fair value measurements. These provisions define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, establish a hierarchy that prioritizes the information used in developing fair value estimates and require disclosure of fair value measurements by level within the fair value hierarchy. The hierarchy gives the highest priority to quoted prices in active markets (Level 1 measurements) and the lowest priority to unobservable data (Level 3 measurements), such as the reporting entity's own data. These provisions also provide valuation techniques, such as the market approach (comparable market prices), the income approach (present value of future income or cash flows) and the cost approach (cost to replace the service capacity of an asset or replacement cost).

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

2. Summary of significant accounting policies and nature of operations (continued)

Fair value measurements (continued)

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The three levels of valuation hierarchy are defined as follows:

*Level 1:* Observable inputs such as quoted prices (unadjusted) for identical assets or liabilities in active markets.

*Level 2:* Inputs other than quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

*Level 3:* Unobservable inputs that reflect the Corporation's own assumptions.

The following tables present certain Corporation assets and liabilities that are measured and recognized at fair value on a recurring basis classified under the appropriate level of the fair value hierarchy as of December 31, 2016 and 2015:

	December 31, 2016			Fair Value Measurements
	Level 1	Level 2	Level 3	
<b>Assets</b>				
Marketable securities	\$ 70,014,284	\$ -	\$ -	\$ 70,014,284
U.S. Treasury obligations	9,420,164	-	-	9,420,164
Guarantee fees	-	-	50,701	50,701
Notes receivable, net	-	-	143,140,393	143,140,393
	<u>\$ 79,434,448</u>	<u>\$ -</u>	<u>\$ 143,191,094</u>	<u>\$ 222,625,542</u>
<b>Liabilities</b>				
Guaranty liability	\$ -	\$ -	\$ 50,701	\$ 50,701
Notes payable and lines of credit	172,781,861	-	-	172,781,861
Forgivable loans	1,571,429	-	-	1,571,429
	<u>\$ 174,353,290</u>	<u>\$ -</u>	<u>\$ 50,701</u>	<u>\$ 174,403,991</u>

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

2. Summary of significant accounting policies and nature of operations (continued)

Fair value measurements (continued)

	December 31, 2015			
	Level 1	Level 2	Level 3	Fair Value Measurements
<b>Assets</b>				
Marketable securities	\$ 67,995,256	\$ -	\$ -	\$ 67,995,256
U.S. Treasury obligations	9,051,405	-	-	9,051,405
Guarantee fees	-	-	50,701	50,701
Notes receivable, net	-	-	162,759,035	162,759,035
	<u>\$ 77,046,661</u>	<u>\$ -</u>	<u>\$ 162,809,736</u>	<u>\$ 239,856,397</u>
<b>Liabilities</b>				
Guaranty liability	\$ -	\$ -	\$ 50,701	\$ 50,701
Notes payable and lines of credit	195,856,716	-	-	195,856,716
Forgivable loans	1,976,858	-	-	1,976,858
	<u>\$ 197,833,574</u>	<u>\$ -</u>	<u>\$ 50,701</u>	<u>\$ 197,884,275</u>

Investments in marketable securities are classified within Level 1 of the fair value hierarchy because they are valued using quoted market prices, broker dealer quotations or alternative pricing sources with reasonable levels of price transparency.

U.S. Treasury obligations are based on prices provided by vendors that obtain feeds from a number of live data sources, including active market makers and interdealer brokers. To the extent that the values of U.S. Treasury obligations are actively quoted, they are categorized as Level 1. To the extent these inputs are observable and timely, the values of these securities are categorized as Level 2; otherwise, the values are categorized as Level 3.

Guarantee fees and liability are classified within Level 3 of the fair market value hierarchy because they are valued based on the income approach (e.g., the discounted cash flow method) and based on management's assumption of the discount rate.

Notes receivable are classified within Level 3 of the fair value hierarchy because they are valued based on future discounted cash flows and management's assumptions of various lending risk factors and existing market conditions.

The carrying amounts of notes payable and lines of credit and forgivable loans approximate fair value because the Organization can obtain similar loans at the same terms.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

2. Summary of significant accounting policies and nature of operations (continued)

Fair value measurements (continued)

The changes in notes receivable measured at fair value for which the Corporation has used Level 3 inputs to determine fair value are as follows:

Notes receivable, net:

Balance, January 1, 2015	\$ 78,785,057
Advances	263,076,214
Principal payments received	(179,200,959)
Charge offs of loan losses	<u>98,723</u>
Balance, December 31, 2015	162,759,035
Advances	150,636,879
Principal payments received	(170,226,172)
Allocation for loan losses	<u>(29,349)</u>
Balance, December 31, 2016	<u>\$ 143,140,393</u>

Investment in limited partnerships

The Corporation holds interests of 50% or less in limited partnerships, which are accounted for using the equity method of accounting. The initial investment is recorded at cost and is subsequently increased by the Corporation's share of earnings and decreased by the Corporation's share of losses and distributions. Under the equity method, losses from operating partnerships in which the Corporation is not required to fund any operating deficit obligations are no longer recognized once the balance in the investment account reaches zero.

Rental income

Rental income is recognized as rent becomes due. Rental payments received in advance are deferred until earned. All leases between the Corporation and its tenants are operating leases.

Loan fees

Loan fees represent the origination fees charged to the borrowers of the Corporation. Loan origination fees are recognized as revenue upon closing of the loans when the cost of originating the loans is equal or greater than the loan origination fees received. In the case where the loan origination fees received are greater than the cost incurred to originate the loans, the excess of loan fees received over loan origination costs will be deferred and recognized as revenue over the terms of the loans.

Accounts receivable and allowance for doubtful accounts

Accounts receivable is stated at the amount management expects to collect from outstanding balances. Management closely monitors outstanding balances and provides for probable uncollectible amounts through a charge to earnings and a credit to a valuation allowance based on its assessment of the current status of individual accounts. Balances that remain outstanding after management has used reasonable collection efforts are generally written off through a charge to the valuation allowance and a credit to trade accounts receivable. As of December 31, 2016 and 2015, management had established an allowance for doubtful accounts in the amount of \$0.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**DECEMBER 31, 2016 AND 2015**

2. Summary of significant accounting policies and nature of operations (continued)

Notes receivable and allowance for loan losses

Notes receivable are reported net of an allowance for loan losses. Management's estimate of the allowance is based on historical collection experience and a review of the current status and collections of notes receivable. Management's policy is to establish an allowance for loan losses of up to 2% on the outstanding balance of loans with no prior history of non-performance. Loans that exhibit non-performance are re-evaluated by management and the allowance for loan losses is adjusted accordingly. As of December 31, 2016 and 2015, management had established an allowance for loan losses in the amount of \$2,005,424 and \$1,976,075, respectively. The allowance for loan losses at December 31, 2016 and 2015 is summarized as follows:

Balance, January 1, 2015	\$ 2,074,798
Charge offs	<u>(98,723)</u>
Balance, December 31, 2015	1,976,075
Provision for losses	<u>29,349</u>
Balance, December 31, 2016	<u>\$ 2,005,424</u>

Real estate held for investment

Real estate held for investment is stated at cost. The cost of maintenance and repairs is expensed as incurred, while major renewals and betterments are capitalized. The Corporation rents some of these assets to qualifying tenants under operating leases. Rental payments received in advance are deferred until earned. In addition, the Corporation records depreciation expense on the rented homes. Depreciation is provided for in amounts sufficient to relate the cost of depreciable assets to operations over the estimated service life of approximately 28 years using the straight-line method.

Buildings, leasehold improvements and office equipment are stated at cost of acquisition or construction. Expenditures for maintenance and repairs are expensed as incurred, while major renewals and betterments are capitalized. Costs of the properties constructed, rehabilitated or still under development include all direct costs of construction as well as carrying costs, such as interest, during the construction period and indirect costs of construction, supervision, and management. It is the Corporation's policy to consider any items purchased with an estimated useful life of more than one year and a cost in excess of \$1,000 for capitalization. Upon disposal of depreciable property, the appropriate property accounts are reduced by the related costs and accumulated depreciation. The resulting gains and losses are reflected in the consolidated statements of activities. Depreciation is computed using the straight-line method over estimated useful lives of the assets.

The useful lives of the assets are estimated as follows:

Buildings and improvements	27.5 - 40 years
Furniture and fixtures	5 - 7 years
Equipment	5 years
Leasehold improvements	Over life of lease



**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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2. Summary of significant accounting policies and nature of operations (continued)

Impairment of long-lived assets

The Corporation reviews its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Recoverability is measured by a comparison of the carrying amount to the future net discounted cash flow expected to be generated and any estimated proceeds from the eventual disposition. If the long-lived asset is considered to be impaired, the impairment to be recognized is measured at the amount by which the carrying amount exceeds the fair value as determined from an appraisal, discounted cash flow analysis, or other valuation technique. The Corporation did not recognize any impairment losses on its real estate held for investment during 2016 or 2015.

Deferred charges and amortization

Deferred charges are recorded at cost and amortized on a straight-line basis. Tax credit fees are amortized over the tax credit compliance period. Ground lease fees are amortized over the life of the lease.

Grant revenue

The Corporation received grants from governments, agencies and others, which are conditioned upon incurring certain qualifying costs or meeting other conditions. The grants are recognized as revenue when the qualifying costs are incurred and the possibilities of not meeting the conditions are remote. Funds received for costs not yet incurred are recorded as deferred revenue. Funds for qualifying costs incurred and recognized as revenue but not yet received are recorded as accounts receivable.

Development fee income

Development fee income from non-consolidated affiliates is recognized as the project is completed under a percentage of completion method or in accordance with the developer fee agreement. Developer fees earned on the development of properties owned by CVC, CADI, and Century, either temporarily or permanently, are not recognized as income. Developer fee profits recognized from affiliated limited partnerships are eliminated as intercompany transactions. Century estimates that 90% of its developer fees cover related project costs. Project costs include costs of development, such as consultants, allocated internal salaries and benefits, related overhead, and other non-reimbursed fees that are ordinarily capitalized. The 10% profit portion of the development fees is considered deferred income and amortized annually to offset the depreciation expense related to the fee capitalized as real property costs.

Sale of assets

The Corporation records its gain or loss on the sale of assets by recording the cost of sale of the asset as a reduction against the sale proceeds received. The cost of the sale of the asset is determined based upon the historical cost of the asset, net of any accumulated depreciation recorded through the date of the sale, and increased for any closing costs or commission incurred on the sale.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
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2. Summary of significant accounting policies and nature of operations (continued)

Non-controlling interests in limited partnerships

The non-controlling interests in limited partnerships represent the aggregate positive balance of the limited partners' equity interests in Family Commons, Academy, Cabrillo Gateway, Anchor Place, and Arrowhead Vista, and the general partner interest in Florence Morehouse that are included in the consolidated financial statements, while the negative balances of the limited partners' interest reduce the Corporation's net assets.

Functional allocation of expenses

The costs of providing the various programs and other activities have been summarized on a functional basis on the accompanying consolidated statements of activities. Expenses that are directly identifiable are allocated to programs. Expenses related to more than one function are allocated to programs according to systematic methods.

Income taxes

The Corporation is a nonprofit public benefit corporation and is exempt from federal and state tax under Section 501(c)(3) of the Internal Revenue Code and Section 23701(d) of the California Revenue and Taxation Code (the "Codes"). Management believes that all material activities of the Corporation are within the tax-exempt guidelines of the Codes. Accordingly, no provision for income taxes is included on the accompanying consolidated financial statements.

Income taxes on partnership and LLC income are levied on the partners and members in their individual capacity. Accordingly, all profits and losses of the partnerships are recognized by each partner and member on its respective tax return.

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires the Corporation to report information regarding its exposure to various tax positions taken by the Corporation. The Corporation has determined whether any tax positions have met the recognition threshold and has measured the Corporation's exposure to those tax positions. Management believes that the Corporation has adequately addressed all relevant tax positions and that there are no unrecorded tax liabilities. Federal and state tax authorities generally have the right to examine and audit the previous three years of tax returns filed. Any interest or penalties assessed to the Corporation are recorded in operating expenses. No interest or penalties from federal or state tax authorities were recorded in the accompanying consolidated financial statements.

Concentration of credit risk

The Corporation maintains its cash balances in various banks. The balances are insured by the Federal Deposit Insurance Company ("FDIC") up to \$250,000 at each bank. At times, these balances may exceed the federal insurance limit; however, the Corporation has not experienced any losses with respect to bank balances in excess of government provided insurance. As of December 31, 2016 and 2015, cash balances in excess of the FDIC limits totaled \$11,342,932 and \$14,154,481, respectively.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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2. Summary of significant accounting policies and nature of operations (continued)

Change in accounting principle

In 2016, the Corporation retroactively adopted new requirements to present debt issuance costs as a reduction of the carrying amount of the related debt rather than as an asset. Amortization of the debt issuance costs is reported as interest expense rather than as amortization expense. The effect of the change for 2016 was to decrease deferred charges, net and notes payable by \$354,053. The financial statements of 2015 have been retroactively restated for this change, which resulted in a decrease to deferred charges, net and notes payable of \$364,001. The change does not impact the change in net assets or net assets.

Subsequent events

Subsequent events have been evaluated through April 26, 2017, which is the date the consolidated financial statements were available to be issued, and there are no subsequent events requiring disclosure.

3. Restricted cash

The Corporation's restricted cash consisted of the following at December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Security deposits	\$ 703,080	\$ 648,962
Replacement reserves	2,137,354	1,886,866
Operating reserves	1,124,167	665,320
Transition reserves	311,148	-
Construction reserves	1,500,000	-
Impound deposits	56,154	41,715
CDFI Funds	1,682,675	-
Capital Magnet Funds	-	3,906,000
Total restricted cash	<u>\$ 7,514,578</u>	<u>\$ 7,148,863</u>

4. Investments

Publicly traded securities and U.S. Treasury obligations are valued at quoted market prices. These investments are comprised of the following at December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Total Market Equity Fund	\$ 14,042,229	\$ 12,953,422
Loomis Sayles High Yield Fund	11,126,591	9,831,624
Bain Senior Loan Fund	5,568,680	5,085,410
Vanguard Total International Stock Index Fund	13,081,465	12,983,455
Dodge & Cox Fund	13,293,940	13,558,326
JP Morgan Core Bond Fund	12,901,379	13,583,019
U.S. Treasury Inflation-Protected Securities	<u>9,420,164</u>	<u>9,051,405</u>
Total securities	<u>\$ 79,434,448</u>	<u>\$ 77,046,661</u>

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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4. Investments (continued)

As of December 31, 2016 and 2015, Century held shares of Federal Home Loan Bank of San Francisco (“FHLB”) capital stock in the amount of \$712,100 and \$842,100, respectively. Members of FHLB are required to own a certain amount of stock based on the level of borrowings and other factors. The carrying value of FHLB capital stock approximates fair value.

The following schedule summarizes the investment return and its classification in the consolidated statements of activities for the years ended December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Interest on cash and cash equivalents	\$ 100,197	\$ 89,080
Interest income and dividends	2,403,507	2,350,516
Unrealized/realized gains (losses)	<u>3,484,558</u>	<u>(3,607,926)</u>
Total investment gain (loss)	<u>\$ 5,988,262</u>	<u>\$ (1,168,330)</u>

5. Notes receivable, net

Notes receivable consist of notes secured by the real property of affordable housing development projects located in the State of California. Advances under the notes receivable bear interest at rates ranging from 2% to 9%. Notes receivable, secured by affordable housing development projects and unsecured, totaled \$151,808,145 and \$175,181,087 as of December 31, 2016 and 2015, respectively.

On December 14, 2012, Century entered into an Origination and Participation Agreement with Golden State Acquisition Fund, LLC (“GSAF”) to which GSAF will provide 25% of the loan funds, which are obtained from the California Department of Housing and Community Development (“HCD”), to support eligible affordable housing developments as governed by the terms and provisions of the HCD Loan Agreement as well as the Participation Agreement. As of December 31, 2016 and 2015, the portion of the loan funded by GSAF was \$5,967,328 and \$7,081,414, and is offset against notes receivable on the accompanying consolidated statements of financial position.

Century owes GSAF interest accrued on the portion of loans funded by GSAF. The outstanding balance due to GSAF as of December 31, 2016 and 2015 was \$30,288, and \$35,017, respectively, which is included in accrued interest on the accompanying consolidated statements of financial position.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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5. Notes receivable, net (continued)

Outstanding principal is scheduled to be received over each of the next five years and thereafter as follows:

Year ending December 31:	
2017	\$ 129,086,366
2018	14,333,936
2019	7,002,901
2020	-
2021	-
Thereafter	<u>1,384,942</u>
Total notes receivable	151,808,145
Less allowance for doubtful accounts	(2,005,424)
Less participant purchases	<u>(6,662,328)</u>
Total notes receivable, net	<u>\$ 143,140,393</u>

6. Real estate held for investment

The Corporation's real estate held for investment consists of the following at December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Land	\$ 24,155,997	\$ 23,238,538
Buildings and improvements	112,394,246	105,124,469
Leasehold improvements	14,255,030	14,573,180
Construction in progress	<u>32,179,653</u>	<u>6,889,973</u>
Total real estate held for investment	182,984,926	149,826,160
Less accumulated depreciation	<u>(25,372,756)</u>	<u>(22,154,513)</u>
Total real estate held for investment, net	<u>\$ 157,612,170</u>	<u>\$ 127,671,647</u>

Real estate held for investment, net owned by the affiliated entities at December 31, 2016 and 2015, is as follows:

	<u>2016</u>	<u>2015</u>
Century Housing Corporation	\$ 187,290	\$ 1,429,030
Century Affordable Development, Inc.	20,604,835	18,667,691
Century Villages at Cabrillo, Inc.	14,303,462	14,168,849
CVC – Consolidated partnerships	92,348,036	71,396,908
Century Pointe, Inc.	6,694,504	6,839,628
Century Community Children's Centers, Inc.	414,198	430,023
CADI affiliated limited partnerships	<u>23,059,845</u>	<u>14,739,518</u>
Total real estate held for investment, net	<u>\$ 157,612,170</u>	<u>\$ 127,671,647</u>

Depreciation expense on real estate held for investment during 2016 and 2015 was \$3,255,743 and \$2,876,853, respectively.

During 2016, the Corporation sold real estate held for investment with a cost of \$1,268,771 and related accumulated depreciation of \$37,500, for proceeds of \$1,512,500. The sales resulted in a gain of \$281,229.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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7. Furniture, fixtures and equipment, net

The Corporation's furniture, fixtures, and equipment consist of the following at December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Furniture and fixtures	\$ 3,954,939	\$ 3,480,160
Equipment	<u>1,516,068</u>	<u>1,233,033</u>
Total furniture, fixtures and equipment	5,471,007	4,713,193
Less accumulated depreciation	<u>(3,550,819)</u>	<u>(3,019,566)</u>
Total furniture, fixtures and equipment, net	<u>\$ 1,920,188</u>	<u>\$ 1,693,627</u>

Depreciation expense on furniture, fixtures and equipment during 2016 and 2015 was \$531,253 and \$425,294, respectively.

During 2015, the Corporation disposed of fixed assets of \$33,655 and related accumulated depreciation of \$30,777. The disposal of fixed assets resulted in a loss of \$2,878.

8. Deferred charges and amortization

The Corporation's deferred charges consist of the following at December 31, 2016 and 2015:

	<u>2016</u>	<u>2015</u>
Tax credit fees	\$ 588,235	\$ 588,235
Ground lease fees	<u>22,500</u>	<u>22,500</u>
Total deferred charges	610,735	610,735
Accumulated amortization	<u>(314,251)</u>	<u>(282,633)</u>
Total deferred charges, net	<u>\$ 296,484</u>	<u>\$ 328,102</u>

Amortization expense during 2016 and 2015 was \$31,618 and \$33,067, respectively.

9. Employee benefit plans

The Corporation has a Section 403(b) defined contribution plan for its employees. Eligible employees may contribute a percentage of their annual compensation, subject to certain limitations, to the 403(b) defined contribution plan. For all participants, the Corporation will contribute 3% of an employee's gross salary and will match employee contributions up to 4% of gross salary to the 403(b) defined contribution plan. During the years ended December 31, 2016 and 2015, the total amount contributed by the Corporation to the plan was \$383,753 and \$341,472, respectively, which is included in salaries and employee benefits on the accompanying consolidated statements of activities.

Century also has a Section 457(b) deferred compensation plan for a select group of management and highly compensated employees. Employees may defer an amount of their annual compensation, subject to certain limitations, to the 457(b) plan.

Certain key executive officers had life insurance policies owned by the Corporation. In the event of death while employed by the Corporation, the officers' estates or designated beneficiaries are entitled to receive a cash payment reflecting the policies death benefits pursuant to the insurance contracts, less the repayment of premiums paid by the Corporation, plus accrued interest. As of April 2015, these policies have been cancelled.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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10. Contingent and restricted assets – affordable housing financing

During the formation of Century, Century's predecessor (Century Freeway Housing Program ("CFHP")), a housing program administered by the state of California, contributed certain notes receivable and temporarily restricted net assets to fund additional notes receivable for affordable housing. These loans were made to facilitate the acquisition of land, provide construction financing and make available permanent financing of affordable housing at rates substantially below current market interest rates. These loans provided for affordable housing based on rent and income restrictions established by CFHP. Century monitors compliance with these restrictive covenants, which continue for a period of 15 years or more. These affordable housing loans were generally interest-free until the completion of construction, and then accrued simple interest generally at 3% per annum deferred for their term. Principal and interest are due only after the payment of normal operating expenses, taxes and debt service on senior loans.

The loans extended to single family borrowers generally accrue interest at 3% per annum deferred for the term of the loan. They are generally due at maturity, 30 years from the note date, or in the event the borrower sells, transfers or conveys the property prior to the maturity of the note. There are no payments required during the term of the loans unless stipulated in the notes.

Repayment of these loans is dependent on operating income, residual value of the affordable housing units, and/or a violation of the terms of the loan, such as selling the property at market, all of which cannot be predicted. As a result, management has determined that repayment of these loans is uncertain and has not recorded the notes receivable or accrued interest on the books of the Corporation. Therefore, should repayment occur, it will be accounted for as contingent assets income in the year in which the payments are received.

Contingent assets represented by affordable housing loans outstanding as of December 31, 2016 and 2015, total \$69,533,176 and \$74,464,070, respectively, and have an effective interest rate of 3% per annum. Unrecognized accrued interest receivable as of December 31, 2016 and 2015 was \$39,669,698 and \$42,462,396, respectively. For the years ended December 31, 2016 and 2015, the Corporation recognized income in the amount \$2,541,980 and \$3,734,604 from these loans, respectively, which is included in "Residual receipts and contingent asset income" on the consolidated statements of activities.

11. Notes payable: housing activities

Note payable – Federal Home Loan Bank of San Francisco

On November 15, 2007, CVC obtained a development loan from the Federal Home Loan Bank of San Francisco's Affordable Housing Program in the amount of \$972,000 (the "AHP Loan") and funded by First Federal Bank of California. Loan proceeds were loaned to CVC under conditions stipulated in certain loan and regulatory agreements. Repayment of the AHP Loan is secured by a third deed of trust on the real property of Family Commons. The AHP Loan bears no interest and matures in November 2023, which is fifteen years from the date of Family Commons' project completion date. If CVC complies with the terms of the loan and regulatory agreements, the principal balance will be forgiven upon maturity. CVC, in turn, made a loan in the amount of \$972,000 to Family Commons for the development of its low-income housing tax credit project, subject to the same terms as the AHP Loan. As of December 31, 2016 and 2015, the outstanding principal was \$972,000.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
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11. Notes payable: housing activities (continued)

Note payable – Federal Home Loan Bank of San Francisco (continued)

On July 23, 2015 and October 1, 2015, Cabrillo Gateway and Anchor Place, respectively, entered into a development loan agreement with AHP. During 2016, these were funded by Wells Fargo Financial National Bank in the amount of \$800,000 and \$1,500,000, respectively, (the “FHLB loans”). The FHLB loans are secured by deeds of trust, non-interest bearing, and mature on June 1, 2070 and December 31, 2072, respectively. As of December 31, 2016 and 2015, the outstanding principal was \$2,300,000 and \$0, respectively.

Note payable – Long Beach Community Investment Company

On December 15, 2008, Family Commons obtained financing for the construction of its project from loan proceeds funded by the Long Beach Community Investment Company, formerly known as the Long Beach Housing Development Company, in an amount not to exceed \$11,775,000 (the “LBHDC Loan”). Repayment of the LBHDC Loan is secured by a deed of trust and matures in November 2063. The LBHDC Loan is non-interest bearing and requires annual principal payments from residual receipts, as defined in the partnership agreement. As of December 31, 2016 and 2015, the outstanding principal was \$11,753,554.

On December 30, 2014, CADI acquired the Long Beach & Anaheim Phase II Property (the “Phase II Property”) through assumption of debt and executed a loan agreement with the Long Beach Community Investment Company to assume the outstanding principal encumbering the Phase II Property in the amount of \$2,276,000 (the “LBCIC Loan”). The LBCIC Loan is non-interest bearing and matures on June 30, 2019. CADI discounted the principal debt assumed at acquisition to its present value as of the acquisition date. During 2016 and 2015, \$56,731 and \$55,218, respectively, of the discount was amortized and charged to interest expense. As of December 31, 2016 and 2015, the outstanding principal was \$2,127,195 and \$2,070,464, respectively, net of discount of \$148,805 and \$205,536, respectively.

Note payable – The Bank of New York Mellon Trust Company, N.A.

On April 1, 2009, Academy obtained financing for the acquisition and rehabilitation of the Project from the proceeds of tax-exempt Multifamily Housing Revenue Bonds, Series 2009B issued by the City of Los Angeles (the “Issuer”) in the amount of \$5,000,000 (the “Tax-Exempt Bonds”). Concurrent with the issuance of the Tax-Exempt Bonds, the Issuer entered into a Trust Indenture with The Bank of New York Mellon (the “Trustee”). Proceeds for the Tax-Exempt Bonds were loaned by the Issuer to the Partnership under conditions stipulated in the loan agreement and the Trust Indenture. A loan in the amount of \$5,000,000 was funded to the Partnership on April 1, 2009 (the “Construction Loan”). Repayment of the loan is secured by the real property of the Partnership and bears a variable interest rate equal to the sum of the British Bankers Association LIBOR Daily floating rate plus 2.5%, which shall never be less than 3% or exceed 12%. Commencing May 1, 2010, the Construction Loan shall bear interest at a fixed rate of 6.25%. In November 2012, the Construction Loan converted into permanent financing, at which point payments of principal were due based on the redemption of the underlying Tax-Exempt Bonds. The interest rate remained fixed at 6.25%. Any unpaid principal and accrued interest is due in full at maturity on November 1, 2040. As of December 31, 2016 and 2015, the outstanding principal was \$2,205,000 and \$2,245,000, respectively. Interest incurred during 2016 and 2015 was \$143,588 and \$145,216, respectively.



**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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11. Notes payable: housing activities (continued)

Note payable – California Housing Finance Agency

On November 1, 2013, Cabrillo Gateway entered into a promissory note with the Mental Health Services Act Program (“MHSA”) in the amount of \$1,600,000, and on November 1, 2015, Anchor Place entered into a promissory note with MHSA in the amount of \$1,710,000 (the “MHSA Loans”). Both loans are funded by the California Housing Finance Agency (“CalHFA”). Repayment of the MHSA Loans is secured by deeds of trust and mature on November 1, 2068 and November 1, 2070, respectively. The MHSA Loans bear simple interest at a rate of 3% per annum and require annual payments of accrued interest and outstanding principal from residual receipts, as defined in the promissory note. As of December 31, 2016 and 2015, the outstanding principal was \$3,310,000, and accrued interest was \$149,600 and \$101,600, respectively. Interest expense for the years ended December 31, 2016 and 2015 was \$48,000 and \$101,600, respectively.

Note payable – Wells Fargo Bank, N.A.

On November 15, 2013, Cabrillo Gateway entered into a promissory note with Wells Fargo Bank, N.A. in an amount up to the total maximum of \$21,000,000 (the “Cabrillo WFB Loan”) for the construction of a multifamily housing development consisting of eighty-one units. Repayment of the Cabrillo WFB Loan is secured by a deed of trust and an accommodation deed of trust encumbering certain improvements and property as legally defined in the loan agreement. The Cabrillo WFB loan bears interest at a rate equal to one month LIBOR plus 1.9% and is calculated on a basis of a 360-day year. Interest is payable in arrears on the first business day of each month. As of December 31, 2015, the outstanding principal was \$21,000,000, and accrued interest was \$43,989. Interest expense for the years ended December 31, 2016 and 2015 was \$60,483 and \$556,410, of which \$328,058 was capitalized to fixed assets in 2015. On February 26, 2016, \$2,935,000 of the Cabrillo WFB Loan was sold to California Community Reinvestment Corporation, and the remaining outstanding principal was repaid.

On November 15, 2015, Anchor Place entered into a promissory note with Wells Fargo Bank, N.A. in an amount up to the total maximum of \$32,000,000 (the “Anchor WFB Loan”) for the construction of a multifamily housing development consisting of 120 units. Repayment of the Anchor WFB Loan is secured by a deed of trust and an accommodation deed of trust encumbering certain improvements and property as legally defined in the loan agreement. The Anchor WFB Loan bears interest at a rate equal to one month LIBOR plus 1.75% and is calculated on a basis of a 360-day year. Interest is payable in arrears on the first business day of each month. The entire principal balance of the Anchor WFB Loan, together with all accrued and unpaid interest and all other amounts payable are due on February 1, 2018. Anchor Place has the option to extend the term of the loan upon satisfaction of conditions set forth in the loan agreement. As of December 31, 2016 and 2015, the outstanding principal was \$16,723,452 and \$3,015,595, respectively, and accrued interest was \$34,726 and \$5,194, respectively. Interest expense for the years ended December 31, 2016 and 2015 was \$185,527 and \$5,194, respectively, which was capitalized to fixed assets.

California Community Reinvestment Corporation

On February 26, 2016, Wells Fargo Bank, N.A. sold \$2,935,000 of the Cabrillo WFB Loan to California Community Reinvestment Corporation (“CCRC loan”). The loan is secured by a deed of trust, accrues interest at 5.95%, and matures on March 1, 2031. As of December 31, 2016, the outstanding principal was \$2,841,952. For the year ended December 31, 2016, interest expense was \$143,220.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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11. Notes payable: housing activities (continued)

Note payable - PNC Bank, N.A.

In March 2014, Arrowhead Vista obtained financing for the acquisition and rehabilitation of the Project from an FHA-insured mortgage under the U.S Department of Housing and Urban Development 223(f) loan program in the amount of \$2,350,000 (the "PNC Loan") funded by PNC Bank N.A. Repayment of the PNC Loan is secured by a first deed of trust on the real property of the Project. The PNC Loan bears interest at a rate of 3.94% per annum, together with an annual mortgage insurance premium of 0.45%. The PNC Loan has a term of 35 years and matures in March 2049. Under the terms of the loan agreement, the partnership is obligated to make monthly principal and interest payments of \$10,321. As of December 31, 2016 and 2015, the outstanding principal was \$2,262,256 and \$2,296,243, respectively, and accrued interest was \$7,428 and \$7,539, respectively. Interest incurred during 2016 and 2015 was \$89,751 and \$91,066, respectively.

Note payable - Goodwill Housing of the Inland Counties, Inc.

On April 1, 2014, Arrowhead Vista entered into a promissory note with Goodwill Housing of the Inland Counties, Inc. in the amount of \$200,000 (the "GHIC Loan") for the acquisition and rehabilitation of the Project. The GHIC Loan is unsecured and bears simple interest at a rate of 4.05% per annum. The GHIC Loan has a term of 35 years and matures on April 1, 2049. Payment of interest is due annually or semi-annually commencing April 1, 2015, only to the extent of available cash flow in accordance with the Partnership Agreement. As of December 31, 2016 and 2015, the outstanding principal was \$200,000, and accrued interest was \$14,175 and \$6,075, respectively. Interest incurred during 2016 and 2015 was \$8,100 and \$14,175, respectively.

Note payable – Los Angeles Housing and Community Investment Department

On October 2, 2015, Florence Morehouse acquired the Florence Avenue Villas (the "Florence Villas") through assumption of debt and executed a loan agreement with the Los Angeles Housing and Community Investment Department to assume the outstanding principal and interest encumbering the Florence Villas in the amount of \$970,796 and \$1,221,014, respectively, (the "HCID Loan"). The HCID Loan bears interest at a rate of 6% and matures on October 1, 2032. During 2015, Florence Morehouse discounted the outstanding principal and accrued interest assumed at acquisition to its present value as of the acquisition date. During 2016 and 2015, an increase of \$9,875 and a decrease of \$3,957, respectively, of the discount was amortized and charged to interest expense. As of December 31, 2016 and 2015, the outstanding principal was \$911,341 and \$773,444, respectively, net of discount of \$59,455 and \$197,352, respectively. As of December 31, 2016 and 2015, accrued interest was \$1,217,249 and \$980,077, net of discount of \$74,779 and \$248,218, respectively. Interest incurred during 2016 and 2015 was \$53,905 and \$11,238, respectively.

City of Long Beach

On November 9, 2015, Anchor Place obtained financing for the construction of its project from loan proceeds funded by the City of Long Beach in an amount of \$4,000,000 ("Anchor City loan"). Repayment of the Anchor City loan is secured by a deed of trust, and matures 55 years after project completion. The Anchor City loan bears simple interest rate at a rate of 1% per annum and requires annual payments of accrued interest and outstanding principal from residual receipts, as defined in the promissory note. As of December 31, 2016 and 2015, the outstanding principal was \$3,585,978 and \$0, respectively, and accrued interest was \$34,681 and \$0, respectively, which was capitalized to fixed assets.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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11. Notes payable: housing activities (continued)

City of Long Beach (continued)

On September 16, 2016, CADI obtained financing for the acquisition of Beachwood Apartments from loan proceeds funded by the City of Long Beach in an amount of \$2,100,000 (“Beachwood City loan”). Repayment of the Beachwood City loan is secured by a deed of trust, and matures on September 16, 2071. The Beachwood City loan bears simple interest rate at a rate of 3% per annum and requires annual payments of accrued interest and outstanding principal from residual receipts, as defined in the promissory note. As of December 31, 2016, the outstanding principal was \$2,100,000, and accrued interest was \$10,011. Interest incurred during 2016 was \$10,011.

12. Notes payable and lines of credit: lending activities

Note payable – Calvert Social Investment Foundation

On March 31, 2010, Century entered into a promissory note with Calvert Social Investment Foundation in the amount of \$2,000,000 (the “Calvert Loan”). During 2012, an additional \$1,000,000 was funded by Calvert. The Calvert Loan is unsecured and bears simple interest at a rate of 4.5% per annum. Interest payments shall be made semi-annually in arrears on each March 31 and September 30. All unpaid principal and interest was due and payable at maturity on September 30, 2014. On December 15, 2014, the Calvert Loan was renewed and the loan amount was increased by an additional \$2,000,000. The renewed Calvert Loan is unsecured and bears simple interest at a rate of 4% per annum. Interest payments shall be made quarterly in arrears on each March 30, June 30, September 30, and December 30. All unpaid principal and interest shall be due and payable at maturity on December 30, 2019. As of December 31, 2016 and 2015, the outstanding principal was \$5,000,000. Interest incurred during 2016 and 2015 was \$203,333 and \$200,667, respectively.

Note payable – Wells Fargo Community Investment Holdings

On June 24, 2014, Century executed a subordinated Equity Equivalent Investments Agreement with Wells Fargo Community Investment Holdings in the amount of \$1,000,000 (the “EQ2 Loan”). The EQ2 Loan bears simple interest at a rate equal to 2% per annum and is calculated on a 360-day basis. Interest payments in the amount of \$5,000 shall be payable quarterly in arrears on the first day of the month after the end of each quarter. All unpaid principal and interest shall be due and payable at maturity on June 30, 2024. As of December 31, 2016 and 2015, the outstanding principal was \$1,000,000, and accrued interest was \$5,000. Interest incurred during 2016 and 2015 was \$20,000.

Line of credit – City National Bank

On December 11, 2006, Century entered into a Credit Agreement with City National Bank under which City National Bank shall provide a line of credit to Century in an amount up to 65% of the market value of the financial assets of Century under the custody of City National Bank, up to a maximum of \$20,000,000. Century has granted City National Bank a lien on the assets under its custody. As of December 31, 2016 and 2015, Century has investments under the custody of City National Bank in the amount of \$51,363,872 and \$49,926,123, respectively. On December 15, 2016, Century signed a Fifth Amendment to Credit Agreement, extending the maturity date to December 1, 2017. The line of credit has two interest rate options: LIBOR plus 1.35% per annum, or the greater of Prime Rate minus 0.9% or 1.50% per annum. There is also a quarterly unused facility fee equal to 0.15% of the average daily difference between the revolving credit commitment and the revolving credit loans, letters of credit, and unpaid drafts under drawn letters of credit outstanding. As of December 31, 2016 and 2015, the outstanding principal was \$0, and interest expense for 2016 and 2015 was \$11,122 and \$9,014, respectively.

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12. Notes payable and lines of credit: lending activities (continued)

Note Payable – Los Angeles County Housing Innovation Fund II

On May 29, 2014, Century entered into a loan agreement with the Community Development Commission of the County of Los Angeles in the amount of \$19,563,577 (the “LACHIF Loan”) funded by the Los Angeles County Housing Innovation Fund II. Under the terms of the loan agreement, Century may request advances to fund loans made by the Century in accordance with its lending policy. The advances are unsecured and mature on May 29, 2022. The LACHIF Loan bears simple interest at a rate of 2% per annum. As of December 31, 2016 and 2015, the outstanding principal was \$3,431,128 and \$897,388, respectively, and accrued interest was \$18,786 and \$4,134, respectively. Interest incurred during 2016 and 2015 was \$26,148 and \$5,491, respectively.

Line of credit – JPMorgan Chase Bank, N.A.

On July 21, 2011, Century entered into a Revolving Credit Note with JPMorgan Chase Bank, N.A. (“Chase”) under which Chase shall provide a line of credit to Century in an amount up to a maximum of \$20,000,000. On July 19, 2013, the maximum commitment amount was increased to \$25,000,000. On December 31, 2013, Charles Schwab Bank (“Schwab”) joined the Chase Revolving Facility as a co-lender under which Schwab agrees to provide a line of credit to Century in an amount up to a maximum of \$10,000,000. On July 28, 2014, HSBC Bank USA, N.A. (“HSBC”) and Wells Fargo Bank, N.A. (“Wells Fargo”) joined the Chase Revolving Facility as co-lenders under which HSBC and Wells Fargo agree to provide a line of credit to Century in an amount up to a maximum of \$10,000,000 each, bringing the aggregate maximum commitment amount to \$55,000,000. On November 28, 2014, Schwab increased its commitment by \$5,000,000 to \$15,000,000 and Compass Bank (“Compass”) also joined the line with a \$10,000,000 commitment increasing the total size of the facility to \$70,000,000. Advances from the line of credit bear interest at a rate equal to 1-month LIBOR plus 2.5% and is calculated on a basis of a 360-day year. Interest is payable in arrears on the 5<sup>th</sup> day of the following month. On July 31, 2015, Chase, Schwab, Wells Fargo, and Compass increased each of their commitment by \$5,000,000, to \$30,000,000, \$20,000,000, \$15,000,000, and \$15,000,000, respectively. U.S. Bank also joined the line with a \$10,000,000 commitment, and increasing the total size of the facility to \$100,000,000. The maturity of the note was extended to July 31, 2017. Under the terms, should the facility not be renewed upon the expiration of a draw period (described here as the “maturity of the note”), any outstanding balances convert to a two year term loan. As of December 31, 2016 and 2015, the outstanding principal was \$87,335,059 and \$50,974,750, respectively, and accrued interest was \$201,253 and \$121,242, respectively. During 2016 and 2015, interest expense was \$1,849,462 and \$1,702,051, respectively.

Line of credit - Federal Home Loan Bank of San Francisco

On May 27, 2011, Century entered into an Advances and Security Agreement with FHLB in the maximum commitment amount of \$10,000,000. On October 5, 2012, the maximum commitment amount was increased to \$25,000,000. Each advance is subject to the terms and conditions upon which Century and FHLB have agreed upon pursuant to a written confirmation agreement. On May 5, 2015, the maximum commitment amount was increased to \$50,000,000. During 2016 and 2015, advances bore interest ranging from 0.35% to 0.68% and had maturity dates ranging from August 22, 2016 to February 27, 2017, respectively. As of December 31, 2016 and 2015, advances secured by U.S. Treasury Inflation-Protected Securities purchased by Century were \$9,420,164 and \$9,051,405, respectively.

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12. Notes payable and lines of credit: lending activities (continued)

Line of credit - Federal Home Loan Bank of San Francisco (continued)

As of December 31, 2016 and 2015, there is also a settlement transaction account in the amount of \$336,856 and \$213,773, respectively, and capital stock in the amount \$712,100 and \$842,100, respectively. During the years ended December 31, 2016 and 2015, interest expense was \$98,113 and \$81,747 respectively. As of December 31, 2016 and 2015, the outstanding principal was \$1,140,474 and \$30,187,202, respectively, and accrued interest was \$106 and \$4,605, respectively.

Line of credit - Citibank

On August 19, 2013, Century California Fund, LLC (“CCF”) entered into a loan agreement with Citibank in an initial stated amount of \$25,000,000, which can be increased to an amount up to a maximum of \$50,000,000 upon satisfactions of the terms and conditions set forth in the loan agreement. Under the terms of the loan agreement, CCF may request advances to fund loans made by the CCF in accordance with its lending policy. The advances are secured by an assignment deed of trust for each loan and were scheduled to mature on February 19, 2016. The advances drawn bear interest at an adjustable rate at 1-month LIBOR plus 3.35% payable on the first day of each month. On April 6, 2015, the line of credit was renewed and increased to \$100,000,000, and matures on October 6, 2017. Under the terms, should the facility not be renewed upon the expiration of a draw period (described here as the “maturity of the note”), any outstanding balances converts to a two year term loan. The advances drawn bear interest at an adjustable rate at 1-month LIBOR plus 3% payable on the first day of each month. As of December 31, 2016 and 2015, the outstanding principal was \$0 and \$45,309,552, respectively, and accrued interest was \$0 and \$126,544, respectively. Interest expense incurred during 2016 and 2015 was \$1,066,663 and \$1,170,817, respectively.

Debt issuance costs are recorded as interest expense when incurred. For 2016 and 2015, the effective interest rate was 3.18% and 4.36%, respectively. During 2016 and 2015, interest expense related to debt issuance costs was \$0 and \$309,788, respectively.

Line of credit – Bank of America, N.A.

On December 18, 2013, Century Metropolitan Fund, LLC (“CMF”) entered into a Revolving Credit Note with Bank of America, N.A. under which Bank of America shall provide a line of credit to CMF in an amount up to a maximum of \$30,000,000. Advances from the line of credit bear interest at a rate equal to LIBOR plus 2.5% per annum and is calculated on a basis of a 360-day year. Interest is payable in arrears on the 1<sup>st</sup> day of the following month. The entire principal balance of the note, together with all accrued and unpaid interest and all other amounts payable are due on the funded loan’s maturity date, as extended (currently June 30, 2017) and at the latest on the credit facility’s maturity date, December 18, 2017. Century used the term-out provision in the note maturing December 18, 2015, and did not renew the line. As of December 31, 2016 and 2015, the outstanding principal was \$7,564,500, and accrued interest was \$20,686 and \$18,038, respectively. Interest expense incurred during 2016 and 2015 was \$229,441 and \$49,298, respectively.

Debt issuance costs are recorded as interest expense when incurred. For 2016 and 2015, the effective interest rate was 3.03% and 9.38%, respectively. During 2016 and 2015, interest expense related to debt issuance costs was \$0 and \$69,331, respectively.

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12. Notes payable and lines of credit: lending activities (continued)

Line of credit – East West Bank

On August 11, 2015, Century entered into a Revolving Credit Note with East West Bank in the amount of \$10,000,000. Century has a 24 month draw down period ending on August 11, 2017, and any outstanding principal as of that date shall be converted to a 24 month fully amortized term loan. The advances drawn bear interest at an adjustable rate at 1-month LIBOR plus 2.50%, and is calculated on a 360-day basis. All unpaid principal and interest shall be due and payable at maturity on August 11, 2019. As of December 31, 2016 and 2015, the outstanding principal was \$7,251,025 and \$651,025, respectively, and accrued interest was \$12,745 and \$1,551, respectively. Interest expense incurred during 2016 and 2015 was \$157,386 and \$2,332, respectively.

Line of credit – Manufacturer’s Bank

On November 2, 2015, Century entered into a Revolving Credit Note with Manufacturers Bank in the amount of \$5,000,000. Century has a 24 month draw down period ending on July 31, 2017, and any outstanding principal as of that date shall be converted to a 24 month fully amortized term loan. The advances drawn bear interest at an adjustable rate at 1-month LIBOR plus 2.50%, and is calculated on a 360-day basis. All unpaid principal and interest shall be due and payable at maturity on July 31, 2019. As of December 31, 2016 and 2015, the outstanding principal was \$2,121,000 and \$0, respectively, and accrued interest was \$5,830 and \$0, respectively. Interest expense incurred during 2016 and 2015 was \$49,495 and \$0, respectively.

COIN CDFI Tax Credit Loan

During 2015, Century, a qualified Community Development Financial Institution (a “CDFI”), executed a deposit and funding agreement with JPMorgan Chase Bank, N.A., and a COIN investment agreement with Pacific Western Bank in the amount of \$5,000,000 and \$2,000,000, respectively (the “COIN Loans”), which qualifies each lender for CDFI tax credits administered by the California Organized Investment Network (“COIN”), a division of the California Department of Insurance. The COIN Loans do not bear interest, and mature on September 23, 2020 and September 14, 2020, respectively. As of December 31, 2016 and 2015, the outstanding principal was \$7,000,000.

Notes payable and lines of credit for housing and lending consists of the following as of December 31,

	<u>2016</u>	<u>2015</u>
Principal balance	\$ 173,135,914	\$ 196,220,717
Less: unamortized debt issuance costs	<u>(354,053)</u>	<u>(364,001)</u>
Notes payable and lines of credit, net of unamortized debt issuance costs	<u>\$ 172,781,861</u>	<u>\$ 195,856,716</u>

Debt issuance costs are being amortized to interest expense over the term of the loan. For 2016 and 2015, the effective interest rate for the Tax-Exempt Bonds was 6.59% and 6.54%, respectively. For 2016 and 2015, the effective interest rate for LBHDC Loan was 0.46%. For 2016 and 2015, the effective interest rate for Cabrillo Gateway’s MHSA Loan was 3.05% and 3.14%, respectively. For 2016, the effective interest rate for CCRC loan was 6%. For 2016 and 2015, the effective interest rate for PNC Loan was 4.18% and 4.42%, respectively. During 2016 and 2015, amortization expense for debt issuance costs was \$9,948 and \$12,510, respectively.

**CENTURY HOUSING CORPORATION AND AFFILIATES**  
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12. Notes payable and lines of credit: lending activities (continued)

Expected future annual principal payments on the outstanding debts are as follows:

Year ending December 31:	
2017	\$ 96,246,069
2018	16,943,898
2019	16,729,621
2020	7,245,934
2021	262,078
Thereafter	<u>35,708,314</u>
Total	<u>\$ 173,135,914</u>

13. Forgivable loans: housing activities

Department of Housing and Community Development

On November 30, 2010, CVC entered into a promissory note with the Department of Housing and Community Development (“DHCD”) in the total maximum amount of \$1,000,000. On December 14, 2010, Catholic Charities of Los Angeles (“CCLA”) entered into a promissory note with DHCD in the maximum amount of \$1,000,000. CVC has agreed to assume the liability of CCLA’s promissory note. Proceeds from these notes were used for the construction of the Family Shelter I and II projects. The initial proceeds were funded in March 2011. The notes bear simple interest at a rate of 3% per annum and mature ten years after the promissory note dates. All principal and interest shall remain deferred for the entire loan terms and will be forgiven at the end of the loan terms as long as the Family Shelter I and II projects are in compliance with the terms of the Regulatory Agreement. In the event of default, total accrued interest at 10% per annum and principal are due. The loans are secured by a deed of trust and assignment of rents on the Family Shelter I and II projects. The loan balance has been amortized on a straight-line basis over the term of the loan as debt forgiveness income on the accompanying consolidated statements of activities. As of December 31, 2016 and 2015, the total principal balance of the loans was \$1,033,334 and \$1,233,334, respectively, net of accumulated amortization of \$966,666 and \$766,666, respectively. No interest has been accrued on these loans. During 2016 and 2015, CVC recognized debt forgiveness income of \$200,000 for both years.

Community Development Commission of the County of Los Angeles

On December 8, 2010, CVC entered into a promissory note with the Community Development Commission of the County of Los Angeles (“CDC”) in the total maximum amount of \$883,830 for the construction of the Family Shelter I and II projects. Concurrently, CCLA entered into a promissory note with CDC in the total maximum amount of \$1,016,170. CVC has agreed to assume the liability of CCLA’s promissory note. The initial proceeds were funded in May 2011. The loans shall bear interest at a rate of 3% per annum and are secured by a deed of trust on the Family Shelter I and II projects. The loan balance has been amortized on a straight-line basis over the term of the loan as debt forgiveness income. All outstanding principal and accrued interest shall be forgiven on a straight-line basis over a period of seven years after initial occupancy of the Family Shelter I and II projects. As of December 31, 2016 and 2015, the total principal balance of the loans was \$538,095 and \$743,524, respectively, net of accumulated amortization of \$1,025,905 and \$820,476, respectively. No interest has been accrued on these loans. During 2016 and 2015, CVC recognized debt forgiveness income of \$205,429 and \$205,428, respectively.

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14. Century Villages at Cabrillo, Inc.

CVC is a place-based supportive housing affiliate of Century, and presently represents the centerpiece for CHC's housing development division. As a nonprofit community development organization that serves as the steward of the Villages at Cabrillo, CVC delivers property management, real estate development, and supportive services which aim to empower residents, restore health and inspire hope. CVC was formed on July 31, 1996 for the purpose of rehabilitating and developing a master planned, residential community that provides affordable housing and a comprehensive array of supportive services for homeless individuals, families, and veterans at the former Cabrillo Housing of the U.S. Naval Station, located in the City of Long Beach, California. The 27 acre property was ultimately conveyed to CVC in 1997 under the McKinney Act for the purpose of benefiting the homeless.

Since that time, CVC has evolved into a unique, therapeutic residential community that provides housing on any given night to more than 1,300 persons. These include veteran and non-veteran individuals, families, youth and children. More than simply providing shelter, CVC has co-located a palette of valuable social services to help residents regain their independence and establish self-sufficiency. To this end, CVC has partnered with more than twenty established service providers and government agencies to provide much needed supportive services which include: case management, life skills training, substance abuse treatment, affordable child care, a homeless education program, an employment center, a career center, a food service program, a VA medical clinic, a federally qualified health center ("FQHC") run by The Children's Clinic among others. This collaboration of organizations combines to serve over 2,000 unique individuals at CVC each year.

CVC employs a continuum of care and housing model whereby each resident is connected to a service provider and enveloped by an array of empowering resources. The housing continuum on the campus ranges from emergency shelter/treatment programs, to transitional housing programs, to permanent housing programs. This continuum is replicated for both veterans and non-veteran families and individuals. In support of this continuum, CVC maintains over 460,000 square feet of housing and supportive service space on its campus. With remaining development and redevelopment opportunities, CVC is actively planning for the continued build out of its campus in the years to come in support of its overall mission. During 2015, CVC started construction of Anchor Place, the 5th distinct phase of campus development, which will add 120 permanent supportive homes to the campus. In 2015, CVC completed construction on the LEED Platinum Cabrillo Gateway project, the 4th distinct phase of campus development, which added 80 permanent supportive homes to the campus. In late 2014, CVC completed construction of its new \$1.0 million maintenance headquarters, home to the approximately 17 professionals that maintain the community. The maintenance facility also houses a satellite office for PADNET TV in conjunction with Long Beach Community Action Partnership. This allows those in the community with access to state of the art digital video equipment and an editing bay to create visual media for use on public access television. In 2012, CVC completed construction on the Family Shelter I and II projects. This \$5 million, 8,500 square-foot complex has provided for the replacement and expansion of Catholic Charities emergency shelter facility which has operated at CVC since 1998. Also in 2012, CVC ground leased an acre of land from the City of Long Beach and installed a 200 tree landscape barrier ("Urban Forest") with funding from the Port of Long Beach and private donors. This Urban Forest was supplemented in 2014 with additional trees, a walking path and fitness equipment thanks to funding from the POLB and Neighborhood Works Urban Lift program in partnership with Wells Fargo. The Urban Forest creates new amenity space for the Villages at Cabrillo while improving ambient air quality and reducing greenhouse gas emissions.



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14. Century Villages at Cabrillo, Inc. (continued)

In 2011, CVC assumed ownership of the Oasis Community Center, which is now operated as a separate business unit of CVC. This community resource facility had been initially funded for 3+ years by a U.S. Department of Housing and Urban Development's Hispanic-Serving Institutions Assisting Communities ("HUD HSIAC") grant to the California State University, Long Beach ("CSULB"). During the grant period, CSULB operated the center in collaboration with Catholic Charities of Los Angeles. The center provides an after school program, life skills classes, employment services, a computer center, and a host of other resources. With the original grant funding expiring in late 2011 and the center facing imminent closure, CVC adopted the center and secured the necessary funding through year end. This funding was comprised of a Community Services Block Grant ("CSBG") which was awarded to CVC as a subgrantee from Long Beach Community Action Partnership. During 2012, CVC secured a grant from the Ahmanson Foundation and an additional CSBG grant to sustain operations. For 2013 and beyond, CVC is actively fundraising to sustain the critical services provided by the Oasis Community Center. In 2015, the Center's footprint and headcount grew as the Oasis Community Center began operating as the service provider of record for residents of Cabrillo Gateway through its Oasis @ Gateway operation.

To effectuate the development of housing on its campus, CVC has entered into long-term ground leases with five limited partnerships of which CVC is the general partner. The limited partnerships, Savannah, Casa, Family Commons, Cabrillo Gateway, and Anchor Place, were formed to develop, own and operate a low-income housing tax credit project on the land that they have leased from CVC. CVC owns 0.1% of Savannah, 0.01% of Casa, 0.01% of Family Commons, 0.01% of Cabrillo Gateway, and 0.01% of Anchor Place. The partnerships have been allocated low-income housing tax credits pursuant to Section 42 of the Internal Revenue Code ("Section 42"). These low-income housing tax credits have been utilized to help finance affordable housing projects. Affiliates of John Hancock Realty Advisors, Inc. have invested \$7,136,000 of equity into Savannah, \$11,900,000 of equity into Casa, and \$19,554,459 of equity into Family Commons, as investor limited partners in exchange for the benefits of the low-income housing tax credits that have been allocated to the projects. Wells Fargo Affordable Housing Community Development Corporation ("WFAHCDC") has committed to contribute an aggregate sum of approximately \$25,975,153 and \$34,410,134 to Cabrillo Gateway and Anchor Place, respectively, as an investor limited partner in exchange for the benefits of future low-income housing tax credits, upon satisfaction of certain conditions set forth in the Partnership Agreements. As of December 31, 2016 and 2015 WFAHCDC has invested \$25,865,153 and \$6,612,202, respectively, of equity into the Cabrillo Gateway project. As of December 31, 2016 and 2015, WFAHCDC has invested \$1,720,507 and \$1,695,757, respectively, of equity into the Anchor Place project.

Section 42 regulates the use of the projects as to occupant eligibility and unit gross rent, among other requirements. Each of the projects must meet the provisions of these regulations during each of fifteen consecutive years in order to remain qualified to receive the tax credits. The Savannah project was completed as of June 30, 2001, the Casa project was certified for occupancy on June 23, 2004, Family Commons was certified for occupancy on November 26, 2008, and Cabrillo Gateway was certified for occupancy on July 6, 2015 and fully leased by October 31, 2015.

CVPM was formed on October 15, 2009 for the purpose of providing property management services for low income, affordable housing located in Long Beach, California.

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15. Commitments and contingencies

Guaranty of tax credits

CVC is the general partner of three low-income housing tax credit partnerships (Savannah, Casa, Family Commons), which provide affordable housing in Long Beach, California. CADI is the sole managing member of 12010 S. Vermont, which is the general partner of one low-income housing tax credit partnership (Academy), which provides affordable housing in Los Angeles, California. CVC Phase IV, LLC is the general partner of one low-income housing tax credit partnership (Cabrillo Gateway), which provides affordable housing in Long Beach, California. CVC Phase V, LLC is the general partner of one low-income housing tax credit partnership (Anchor Place), which will provide affordable housing in Long Beach, California upon completion of the low-income housing tax credit project. In connection with each partnership, Century has provided certain guarantees to the tax credit investors guarantying the completion and construction of the apartment complexes, operating deficits of the partnerships, and the annual allocation of tax credits to the investor.

Partnership:	The Family Commons at Cabrillo, L.P.
Investor limited partner:	John Hancock Family Commons, LP
Guarantee balance:	\$4,000,000
Partnership:	Academy Hall, L.P.
Investor limited partner:	U.S.A. Institutional Tax Credit Fund LXVII, LP
Guarantee balance:	\$703,460
Partnership:	Cabrillo Gateway, L.P.
Investor limited partner:	Wells Fargo Affordable Housing Community Development Corporation
Guarantee balance:	\$20,692,123
Partnership:	Anchor Place, L.P.
Investor limited partner:	Wells Fargo Affordable Housing Community Development Corporation
Guarantee balance:	\$1,720,507
Partnership:	Century Arrowhead Vista, L.P.
Investor limited partner:	Wells Fargo Affordable Housing Community Development Corporation
Guarantee balance:	\$2,401,604

Century has entered into a guaranty with Wells Fargo Bank, N.A. to guarantee the debt of principal and interest on the bonds of a third party limited partnership. The assets owned by the limited partnership are the collateral for the underlying loan being guaranteed. If at any time the limited partnerships or their partners are unable to fund their agreed upon principal and interest payments, Century is obligated to make funds available to the respective trustee immediately. Century's maximum exposure under the guarantee would be equal to the difference between the fair market value of collateral held and the outstanding loan amount. The loan guaranteed by Century has a maturity date of February 20, 2036. While it is reasonably possible that a loss could occur, such losses are not anticipated.

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15. Commitments and contingencies (continued)

The following is a summary of outstanding guarantees that Century has entered into as of December 31, 2016:

<u>Description</u>	<u>Amount</u>	<u>Borrower</u>
California Statewide Communities Development Authority Multifamily Housing Revenue Bonds (River Run Senior Apartment Project) Series 2003	\$ 1,000,000	Steadfast River Run, L.P.
Southwestern Bag, the Property owner Ground Lease Obligation	\$ 210,852	N/A

Settlement agreement

During the year ended June 30, 1998, Century and the other parties to the Keith v. Volpe litigation reached a settlement. In connection with the settlement, an order of dismissal of the action was entered by the Court, which has not yet been filed.

Legal proceedings

The Corporation is involved in various legal proceedings associated with its normal operations. While the ultimate disposition of each proceeding is not determinable, management believes that such proceedings will not have a materially adverse effect on its financial condition or results of operations.

Performance guarantee of ground lease obligation

As a condition of the assignment of the ground lease to the buyer of a commercial building previously owned by Century, Century entered into an agreement with the land owner (lessor) to guarantee all payments due under the terms of the original ground lease in the event of a default of the buyer of the terms of the ground lease. The base rent is \$5,857 per month and is scheduled to increase every five years by the increase in the Consumer Price Index through lease expiration on December 31, 2019. There were no costs incurred under this guaranty as of December 31, 2016 and 2015.

The future potential obligation as a result of the guarantee of this lease is as follows:

Year ending December 31:	
2017	\$ 70,284
2018	70,284
2019	70,284
	<u>\$ 210,852</u>

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16. Deferred income

City of Long Beach

During 2010, CVC obtained financing in the form of four grants from the City of Long Beach totaling \$196,451 for the construction of leasehold improvements. The terms of the grants are over periods between 24 and 84 months, during which CVC is required to lease its real property to qualifying non-profit corporations. During 2016 and 2015, \$14,422 and \$19,184, respectively, has been recognized as grant income. As of December 31, 2016 and 2015, the total deferred income was \$0 and \$14,422, respectively.

Community Development Commission of the County of Los Angeles

During 2011, CVC received a \$500,000 grant from CDC for the construction of the Family Shelter I and II projects. According to the terms of the grant agreement, CVC must remain in compliance with the terms of the grant agreement for a period of seven years after initial occupancy of the Family Shelter I and II projects. In the event of default, CDC may request repayment of the grant in an amount that is reduced ratably on a straight-line basis over the grant term. During 2016 and 2015, \$71,429 and \$71,428, respectively, has been recognized as grant income. As of December 31, 2016 and 2015, the total deferred income was \$154,762 and \$226,191, respectively.

Deferred income also includes \$148,125 and \$99,375, net of accumulated amortization of \$1,875 and \$625, respectively, related to the 10% profit portion of development fees as of December 31, 2016 and 2015, respectively. During the years ended December 31, 2016 and 2015, amortization of development fees capitalized as real property totaled \$1,250 and \$625, respectively. The deferred income is amortized using the straight-line method over the estimated useful life of the underlying asset.

17. Temporarily restricted net assets

Temporarily restricted net assets at December 31, 2016 and 2015 consisted of the following:

	<u>2016</u>	<u>2015</u>
CDFI Funds	\$ 2,000,000	\$ -
Capital Magnet Funds	-	5,000,000
Anchor Place development	-	500,000
Total	<u>\$ 2,000,000</u>	<u>\$ 5,500,000</u>

During 2011, the Corporation was awarded \$5,000,000 of Capital Magnet Funds from the U.S. Treasury Community Development Financial Institutions Fund. Capital Magnet Funds must be used to finance affordable housing projects for low-income, very-low income, and extremely-low income families, or located in High Housing Need areas. The funds must be committed for use by July 18, 2013, and the projects receiving the funds must be placed in service by July 18, 2016 (the "Completion Date"). The Corporation loans these funds on a short term basis generally for periods not to exceed 12 months. During 2016 and 2015, the Corporation disbursed Capital Magnet funds of \$0 and \$1,094,000, respectively, to eligible recipients. As of December 31, 2016 and 2015, total committed funds to date were \$17,514,117. The entire award will remain restricted until the Completion Date, after which the funds will become unrestricted to the Corporation. If the Corporation meets certain benchmarks as described in the agreement prior to the Completion Date, the funds will become unrestricted to the Corporation. In 2016, the restriction on the Capital Magnet Funds was released.

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17. Temporarily restricted net assets (continued)

During 2016, the Corporation was awarded \$2,000,000 of financial assistance grant from the Community Development Financial Institutions Fund (“CDFI Funds”). The CDFI Funds must be used to finance loans, equity investments, and similar financing activities, including the purchase of loans and the provision of loan guarantees, which service low-income families. The CDFI Funds must be committed for use by December 31, 2018, in a manner prescribed in the grant agreement. The Corporation loans these funds on a short term basis generally for periods not to exceed 12 months. During 2016, the Corporation disbursed \$500,000 of the CDFI Funds to eligible recipients.

18. Reconciliation of unrestricted net assets

Following is a reconciliation of the beginning and ending balances of unrestricted net assets attributable to the Corporation and to the non-controlling interest:

	<u>Total</u>	<u>Controlling Interest</u>	<u>Non-controlling Interest</u>
Unrestricted net assets, January 1, 2015	\$ 169,354,698	\$ 146,417,271	\$ 22,937,427
Contributions	10,521,842	-	10,521,842
Distributions	(41,604)	-	(41,604)
Syndication costs	(77,500)	-	(77,500)
Transfer of net assets to controlling interest	-	1,705,720	(1,705,720)
Change in net assets from continuing operations	<u>3,243,240</u>	<u>5,977,447</u>	<u>(2,734,207)</u>
Unrestricted net assets, December 31, 2015	183,000,676	154,100,438	28,900,238
Contributions	19,564,344	-	19,564,344
Distributions	(25,678)	-	(25,678)
Transfer of net assets to controlling interest	-	5,069,949	(5,069,949)
Change in net assets from continuing operations	<u>14,647,711</u>	<u>16,997,481</u>	<u>(2,349,770)</u>
Unrestricted net assets, December 31, 2016	<u>\$ 217,187,053</u>	<u>\$ 176,167,868</u>	<u>\$ 41,019,185</u>

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	Century and wholly controlled affiliates before Non-recourse Entities and Operating Partnerships	Non-recourse Entities	Operating Partnerships	Eliminations	Consolidated Total
<b>ASSETS</b>					
Cash and cash equivalents	\$ 6,960,235	\$ 3,091,166	\$ 910,846	\$ -	\$ 10,962,247
Restricted cash	2,069,532	-	5,445,046	-	7,514,578
Accounts receivable, net	2,018,335	-	155,458	(1,866,690)	307,103
Investments	90,721,596	-	-	(10,575,048)	80,146,548
Interest receivable	2,575,133	40,731	-	(1,929,657)	686,207
Notes receivable, net	150,457,476	8,233,000	-	(15,550,083)	143,140,393
Deferred charges, net	-	-	296,484	-	296,484
Prepaid expenses and other assets	677,913	-	104,062	-	781,975
Real estate held for investment, net	41,797,292	-	120,410,507	(4,595,629)	157,612,170
Furniture, fixtures and equipment, net	489,777	-	1,430,411	-	1,920,188
	<u>\$ 297,767,289</u>	<u>\$ 11,364,897</u>	<u>\$ 128,752,814</u>	<u>\$ (34,517,107)</u>	<u>\$ 403,367,893</u>
<b>LIABILITIES AND NET ASSETS</b>					
Accounts payable and accrued liabilities	\$ 1,657,230	\$ -	\$ 7,246,732	\$ (1,866,690)	\$ 7,037,272
Accrued interest	331,618	20,686	3,339,917	(1,929,657)	1,762,564
Security deposits	94,965	-	629,862	-	724,827
Deferred income	302,887	-	-	-	302,887
Notes payable and lines of credit,	115,275,881	7,564,500	65,491,563	(15,550,083)	172,781,861
Forgivable loans	1,571,429	-	-	-	1,571,429
Total liabilities	<u>119,234,010</u>	<u>7,585,186</u>	<u>76,708,074</u>	<u>(19,346,430)</u>	<u>184,180,840</u>
Net assets:					
Unrestricted					
Controlling interest	176,533,279	3,779,711	11,025,555	(15,170,677)	176,167,868
Non-controlling interest	-	-	41,019,185	-	41,019,185
Temporarily restricted - controlling interest	2,000,000	-	-	-	2,000,000
Total net assets	<u>178,533,279</u>	<u>3,779,711</u>	<u>52,044,740</u>	<u>(15,170,677)</u>	<u>219,187,053</u>
Total liabilities and net assets	<u>\$ 297,767,289</u>	<u>\$ 11,364,897</u>	<u>\$ 128,752,814</u>	<u>\$ (34,517,107)</u>	<u>\$ 403,367,893</u>

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	Century and wholly controlled affiliates before				Consolidated Total
	Operating Partnerships	Non-recourse Entities	Operating Partnerships	Eliminations	
<b>ASSETS</b>					
Cash and cash equivalents	\$ 9,321,816	\$ 2,230,044	\$ 1,126,627	\$ -	\$ 12,678,487
Restricted cash	4,276,505	-	2,872,358	-	7,148,863
Accounts receivable, net	4,038,184	-	188,574	(3,743,167)	483,591
Investments	88,478,747	-	-	(10,589,986)	77,888,761
Interest receivable	2,237,795	93,257	-	(1,624,233)	706,819
Notes receivable, net	117,544,045	53,925,118	-	(8,710,128)	162,759,035
Deferred charges, net	-	-	328,102	-	328,102
Prepaid expenses and other assets	383,107	-	96,955	-	480,062
Real estate held for investment, net	40,815,668	-	91,431,088	(4,575,109)	127,671,647
Furniture, fixtures and equipment, net	730,139	-	963,488	-	1,693,627
	<u>\$ 267,826,006</u>	<u>\$ 56,248,419</u>	<u>\$ 97,007,192</u>	<u>\$ (29,242,623)</u>	<u>\$ 391,838,994</u>
<b>LIABILITIES AND NET ASSETS</b>					
Accounts payable and accrued liabilities	\$ 2,392,933	\$ 12,456	\$ 4,348,144	\$ (3,743,167)	\$ 3,010,366
Accrued interest	169,998	144,582	2,768,707	(1,624,233)	1,459,054
Security deposits	102,375	-	592,961	-	695,336
Deferred income	339,988	-	-	-	339,988
Notes payable and lines of credit	97,814,994	52,874,052	53,877,798	(8,710,128)	195,856,716
Forgivable loans	1,976,858	-	-	-	1,976,858
Total liabilities	<u>102,797,146</u>	<u>53,031,090</u>	<u>61,587,610</u>	<u>(14,077,528)</u>	<u>203,338,318</u>
Net assets:					
Unrestricted					
Controlling interest	159,528,860	3,217,329	6,519,344	(15,165,095)	154,100,438
Non-controlling interest	-	-	28,900,238	-	28,900,238
Temporarily restricted - controlling interest	5,500,000	-	-	-	5,500,000
Total net assets	<u>165,028,860</u>	<u>3,217,329</u>	<u>35,419,582</u>	<u>(15,165,095)</u>	<u>188,500,676</u>
Total liabilities and net assets	<u>\$ 267,826,006</u>	<u>\$ 56,248,419</u>	<u>\$ 97,007,192</u>	<u>\$ (29,242,623)</u>	<u>\$ 391,838,994</u>

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	Century and wholly controlled affiliates before Non-recourse Entities and Operating Partnerships	Non-recourse Entities	Operating Partnerships	Eliminations	Consolidated Total
<b>LENDING AND CORPORATE REVENUE</b>					
Investment interest and dividends	\$ 2,499,375	\$ -	\$ 4,329	\$ -	\$ 2,503,704
Income from notes receivable	10,371,518	2,413,707	-	(624,918)	12,160,307
Residual receipts and contingent asset income	2,541,980	-	-	-	2,541,980
Other income	1,045	2,773	101,247	-	105,065
Net assets released from restrictions	5,000,000	-	-	-	5,000,000
Total lending and corporate revenue	<u>20,413,918</u>	<u>2,416,480</u>	<u>105,576</u>	<u>(624,918)</u>	<u>22,311,056</u>
<b>HOUSING REVENUE AND SUPPORT</b>					
CVC, CADI and other real estate operations					
Rental property income	4,078,835	-	6,407,613	(1,554,747)	8,931,701
Real estate sold	1,512,500	-	-	-	1,512,500
Debt forgiveness income	405,429	-	-	-	405,429
Other real estate income	23,873	-	-	-	23,873
Loss on equity investments	(367)	-	-	367	-
Contributions and fundraising income	1,182,149	-	-	-	1,182,149
Net assets released from restrictions	500,000	-	-	-	500,000
Total housing revenue and support	<u>7,702,419</u>	<u>-</u>	<u>6,407,613</u>	<u>(1,554,380)</u>	<u>12,555,652</u>
Total revenue	28,116,337	2,416,480	6,513,189	(2,179,298)	34,866,708
<b>LENDING AND CORPORATE EXPENSES</b>					
Allocation for loan losses	258,095	116,566	-	-	374,661
Borrowing fees	166,371	-	-	-	166,371
Interest expense	1,229,784	1,296,104	1,185,275	-	3,711,163
Salaries and employee benefits	4,680,953	-	-	-	4,680,953
Professional fees	262,287	-	-	-	262,287
Business development expenses	266,134	-	-	-	266,134
General and administrative expenses	915,294	12,691	-	-	927,985
Depreciation and amortization expense	54,414	-	-	-	54,414
Total lending and corporate expenses	<u>7,833,332</u>	<u>1,425,361</u>	<u>1,185,275</u>	<u>-</u>	<u>10,443,968</u>
<b>HOUSING EXPENSES</b>					
CVC, CADI and other real estate operations					
Rental property expenses	620,158	-	5,238,781	(1,554,747)	4,304,192
Property depreciation and amortization	822,411	-	2,990,289	(48,500)	3,764,200
Cost of real estate sold	1,231,270	-	-	-	1,231,270
Interest expense	1,252,410	-	-	(624,918)	627,492
Other real estate expenses	79,301	-	-	-	79,301
Housing salaries and employee benefits	3,063,028	-	-	-	3,063,028
Total housing expenses	<u>7,068,578</u>	<u>-</u>	<u>8,229,070</u>	<u>(2,228,165)</u>	<u>13,069,483</u>
Total expenses	14,901,910	1,425,361	9,414,345	(2,228,165)	23,513,451
Change in unrestricted net assets before other income and expenses	13,214,427	991,119	(2,901,156)	48,867	11,353,257
<b>OTHER INCOME AND (EXPENSES)</b>					
Realized and unrealized gains on financial investments	3,484,558	-	-	-	3,484,558
Income tax expense	(12,100)	(8,500)	-	-	(20,600)
Bad debt expense	(9,842)	-	(66,801)	-	(76,643)
Legal settlement	(92,861)	-	-	-	(92,861)
Net other income and (expenses)	<u>3,369,755</u>	<u>(8,500)</u>	<u>(66,801)</u>	<u>-</u>	<u>3,294,454</u>
Change in unrestricted net assets from continuing operations	16,584,182	982,619	(2,967,957)	48,867	14,647,711
Contributions from non-controlling interest	-	-	19,564,344	-	19,564,344
Contributions from controlling interest	-	-	54,449	(54,449)	-
Distributions to non-controlling interest	-	-	(25,678)	-	(25,678)
Syndication costs paid by non-controlling interest	-	-	-	-	-
Change in unrestricted net assets	<u>16,584,182</u>	<u>982,619</u>	<u>16,625,158</u>	<u>(5,582)</u>	<u>34,186,377</u>
Temporarily restricted net assets					
Contributions	2,000,000	-	-	-	2,000,000
Release from temporarily restricted net assets	(5,500,000)	-	-	-	(5,500,000)
Change in temporarily restricted net assets	<u>(3,500,000)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(3,500,000)</u>
Total change in net assets	13,084,182	982,619	16,625,158	(5,582)	30,686,377
Net assets at beginning of year	<u>165,296,725</u>	<u>2,949,464</u>	<u>35,419,582</u>	<u>(15,165,095)</u>	<u>188,500,676</u>
Net assets at end of year	<u>\$ 178,380,907</u>	<u>\$ 3,932,083</u>	<u>\$ 52,044,740</u>	<u>\$ (15,170,677)</u>	<u>\$ 219,187,053</u>

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	Century and wholly controlled affiliates before				
	Operating Partnerships	Non-recourse Entities	Operating Partnerships	Eliminations	Consolidated Total
<b>LENDING AND CORPORATE REVENUE</b>					
Investment interest and dividends	\$ 2,435,730	\$ -	\$ 3,866	\$ -	\$ 2,439,596
Income from notes receivable	9,963,956	3,254,087	-	(565,784)	12,652,259
Residual receipts and contingent asset income	3,734,604	-	-	-	3,734,604
Other income	100,875	26,995	-	-	127,870
Total lending and corporate revenue	<u>16,235,165</u>	<u>3,281,082</u>	<u>3,866</u>	<u>(565,784)</u>	<u>18,954,329</u>
<b>HOUSING REVENUE AND SUPPORT</b>					
CVC, CADI and other real estate operations					
Rental property income	4,890,867	-	5,276,951	(2,344,790)	7,823,028
Real estate sold	-	-	-	-	-
Debt forgiveness income	405,428	-	-	-	405,428
Other real estate income	82,294	-	-	-	82,294
Loss on equity investments	(502)	-	-	502	-
Contributions and fundraising income	234,631	-	-	-	234,631
Total housing revenue and support	<u>5,612,718</u>	<u>-</u>	<u>5,276,951</u>	<u>(2,344,288)</u>	<u>8,545,381</u>
Total revenue	21,847,883	3,281,082	5,280,817	(2,910,072)	27,499,710
<b>LENDING AND CORPORATE EXPENSES</b>					
Allocation for loan losses	-	400,746	-	-	400,746
Borrowing fees	130,452	-	-	-	130,452
Interest expense	863,871	1,220,115	1,157,431	-	3,241,417
Salaries and employee benefits	4,198,415	-	-	-	4,198,415
Professional fees	325,043	-	-	-	325,043
Business development expenses	361,233	-	-	-	361,233
General and administrative expenses	823,324	14,440	-	-	837,764
Depreciation and amortization expense	54,906	-	-	-	54,906
Total lending and corporate expenses	<u>6,757,244</u>	<u>1,635,301</u>	<u>1,157,431</u>	<u>-</u>	<u>9,549,976</u>
<b>HOUSING EXPENSES</b>					
CVC, CADI and other real estate operations					
Rental property expenses	1,821,832	-	4,471,382	(2,344,790)	3,948,424
Property depreciation and amortization	818,836	-	2,472,472	(11,000)	3,280,308
Cost of real estate sold	-	-	-	-	-
Interest expense	1,609,452	-	-	(565,784)	1,043,668
Other real estate expenses	54,967	-	-	-	54,967
Housing salaries and employee benefits	2,665,644	-	-	-	2,665,644
Total housing expenses	<u>6,970,731</u>	<u>-</u>	<u>6,943,854</u>	<u>(2,921,574)</u>	<u>10,993,011</u>
Total expenses	<u>13,727,975</u>	<u>1,635,301</u>	<u>8,101,285</u>	<u>(2,921,574)</u>	<u>20,542,987</u>
Change in unrestricted net assets before other income and expenses	8,119,908	1,645,781	(2,820,468)	11,502	6,956,723
<b>OTHER INCOME AND (EXPENSES)</b>					
Realized and unrealized gains on financial investments	(3,607,926)	-	-	-	(3,607,926)
Income tax expense	(16,540)	-	-	-	(16,540)
Bad debt expense	(7,978)	-	(78,161)	-	(86,139)
Loss from disposal of fixed assets	(2,878)	-	-	-	(2,878)
Total other income and (expenses)	<u>(3,635,322)</u>	<u>-</u>	<u>(78,161)</u>	<u>-</u>	<u>(3,713,483)</u>
Change in net assets from continuing operations	4,484,586	1,645,781	(2,898,629)	11,502	3,243,240
Contributions from non-controlling interest	-	-	10,521,842	-	10,521,842
Distributions to non-controlling interest	-	-	(41,604)	-	(41,604)
Syndication costs paid by non-controlling interest	-	-	(77,500)	-	(77,500)
Change in net assets	<u>4,484,586</u>	<u>1,645,781</u>	<u>7,504,109</u>	<u>11,502</u>	<u>13,645,978</u>
<b>Temporarily restricted net assets</b>					
Contributions	500,000	-	-	-	500,000
Change in temporarily restricted net assets	<u>500,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>500,000</u>
Total change in net assets	4,984,586	1,645,781	7,504,109	11,502	14,145,978
Net assets at beginning of year	<u>160,312,139</u>	<u>1,303,683</u>	<u>27,915,473</u>	<u>(15,176,597)</u>	<u>174,354,698</u>
Net assets at end of year	<u>\$ 165,296,725</u>	<u>\$ 2,949,464</u>	<u>\$ 35,419,582</u>	<u>\$ (15,165,095)</u>	<u>\$ 188,500,676</u>

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	<u>2016</u>	<u>2015</u>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 5,615,620	\$ 8,305,481
Restricted cash	1,682,675	3,906,000
Accounts receivable, net	573,985	1,019,399
Investments	93,142,975	90,899,836
Interest receivable	2,901,161	2,319,237
Notes receivable, net	172,327,689	139,288,301
Prepaid expenses and other assets	2,159,264	407,971
Real estate held for investment, net	187,290	1,429,030
Furniture, fixtures and equipment, net	187,890	140,087
	<hr/>	<hr/>
Total assets	<u>\$ 278,778,549</u>	<u>\$ 247,715,342</u>
 <b>LIABILITIES AND NET ASSETS</b>		
Accounts payable and accrued liabilities	\$ 1,163,928	\$ 1,028,515
Accrued interest	274,008	169,998
Security deposits	674	885
Notes payable and lines of credit	114,278,686	95,710,365
Total liabilities	<hr/> 115,717,296	<hr/> 96,909,763
Net assets:		
Unrestricted net assets	161,061,253	145,805,579
Temporarily restricted net assets	2,000,000	5,000,000
Total net assets	<hr/> 163,061,253	<hr/> 150,805,579
	<hr/>	<hr/>
Total liabilities and net assets	<u>\$ 278,778,549</u>	<u>\$ 247,715,342</u>

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	<u>2016</u>	<u>2015</u>
<b>LENDING AND CORPORATE REVENUE</b>		
Investment interest and dividends	\$ 2,495,596	\$ 2,434,328
Income from notes receivable	10,624,936	10,092,842
Residual receipts and contingent asset income	2,541,980	3,734,604
Other income	370,285	510,699
Net assets released from restrictions	5,000,000	-
Total lending and corporate revenue	<u>21,032,797</u>	<u>16,772,473</u>
<b>HOUSING REVENUE AND SUPPORT</b>		
Other real estate operations		
Rental property income	33,091	37,964
Real estate sold	1,512,500	-
Contributions and fundraising income	5,000	5,000
Total housing revenue and support	<u>1,550,591</u>	<u>42,964</u>
Total revenue	22,583,388	16,815,437
<b>LENDING EXPENSES</b>		
Allocation for loan losses	258,095	-
Borrowing fees	166,371	130,452
Interest expense	2,415,059	2,021,302
Total lending expenses	<u>2,839,525</u>	<u>2,151,754</u>
<b>HOUSING EXPENSES</b>		
Other real estate operations		
Rental property expenses	14,769	19,675
Property depreciation and amortization	10,470	10,545
Cost of real estate sold	1,231,270	-
Other real estate expenses	14,552	1,983
Total housing expenses	<u>1,271,061</u>	<u>32,203</u>
<b>MANAGEMENT AND GENERAL EXPENSES</b>		
Salaries and employee benefits	5,120,171	5,098,415
Professional fees	241,537	320,043
Business development expenses	266,134	361,233
General and administrative expenses	924,969	834,722
Depreciation and amortization expense	54,414	54,906
Total management and general expenses	<u>6,607,225</u>	<u>6,669,319</u>
Total expenses	<u>10,717,811</u>	<u>8,853,276</u>
Change in unrestricted net assets before other income and expenses	11,865,577	7,962,161
<b>OTHER INCOME AND (EXPENSES)</b>		
Realized and unrealized gains (losses) on financial investments	3,484,558	(3,607,926)
Income tax expense	(1,600)	(3,340)
Legal settlement	(92,861)	-
Net other income and (expenses)	<u>3,390,097</u>	<u>(3,611,266)</u>
Change in net assets from continuing operations	15,255,674	4,350,895
Change in temporarily restricted net assets		
Contributions	2,000,000	-
Release from temporarily restricted net assets	(5,000,000)	-
Change in temporarily restricted net assets	<u>(3,000,000)</u>	<u>-</u>
Change in net assets	12,255,674	4,350,895
Net assets at beginning of year	<u>150,805,579</u>	<u>146,454,684</u>
Net assets at end of year	<u>\$ 163,061,253</u>	<u>\$ 150,805,579</u>

see report of independent auditors