

Schedule 2.6(b)
LESSOR SALE RESPONSE

To be completed by Lessor

Lessee: _____

Parcel Address: _____

Determination of Net Sale Price

A. Third-Party Offer Price: \$ _____

B. Extension Fee (if applicable): \$ _____

C. Net Sale Price (A minus B): \$ _____

D. Threshold Price (95% of Lessee Offer Price): \$ _____

Lessor Response

Third-Party Offer is Deemed a Permitted Sale

(all three conditions below are met):

Net Sale Price \geq Threshold Price

Other Material Terms not significantly different than terms in Notice of Intent to Sell

Closing date of Third-Party Sale to occur prior to Outside Closing Date

Third-Party Offer Subject to Match by Lessor

(all three conditions above are not met):

Lessor will match the terms and conditions of the Third-Party Offer, and will purchase the Leasehold Interest for the Net Sale Price.

Outside date to execute a purchase and sale contract: _____

Lessor elects **NOT** to purchase the Leasehold Interest and the Third-Party Offer is deemed a Permitted Sale

Lessor Signature

Date

Required Attachments to This Form

❖ Extension Fee Calculation, if applicable

❖ Lessor purchase and sale contract, if applicable

This form does not change the terms of the Lease (as amended by the Lease Amendment) in any way, and the terms of the Lease are controlling. Definitions for terms used in this form can be found in the Lease Amendment.