

INVESTMENT OPPORTUNITY

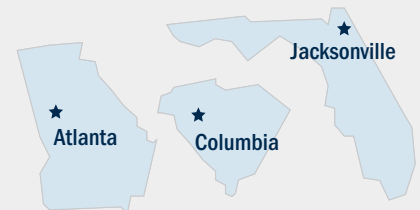
BR Diversified Industrial Portfolio III, DST (the “Parent Trust”) represents an attractive investment opportunity in an already-assembled diverse portfolio of industrial properties located in desirable high growth Sunbelt market locations. The Parent Trust seeks to provide investors with stable monthly cash flow pursuant to in-place, triple net leases to a diverse group of industrial tenants and the potential for capital appreciation due to high demand for industrial properties within these highly sought-after infill locations coupled with the ability to drive future rent and outsized net operating income (NOI) growth with current rents substantially below (approximately 30% on average) market rates.

KEY HIGHLIGHTS:

- ❖ **Broad tenant diversification from six industrial buildings** home to nine different tenants located in three Sunbelt states with projected outsized population growth compared to the national average.
- ❖ **All properties are in infill locations** within highly sought-after submarkets due to their excellent connectivity to large population centers, with limited development potential limiting new supply.
- ❖ **Strong market fundamentals** with projected low vacancy rates of less than 4.5% - 6.5% on average and cumulative rent growth of 20% - 24% on average through 2027. (Source: Costar)
- ❖ **Rental rates substantially below market rates**, with current lease rates averaging 30% below current market rental rates providing significant upside rent growth potential. (Source: Appraisals)
- ❖ Shorter term leases **provide opportunity for outsized NOI growth and appreciation potential.**
- ❖ The industrial real estate sector is forecasted to have the **highest NOI growth among all real estate sectors through 2028.** (Source: Green Street, A Great Year Ahead for Commercial Real Estate, September 2023.)

Property Highlights

Locations:



Purchase Price: \$41,227,843*

Debt Assumption: None, All Cash

Current Cash Flow to Trust Under Master Leases: 4.40%**

Projected Hold Period: 7-10 Years

* Figure includes total purchase price, acquisition, offering fees and expenses and operating and capital reserves.

** Figure reflects current distribution from Base Rent and Additional Rent paid pursuant to the Master Lease, shown on an annualized basis as a percentage of equity invested in the Property, after relevant expenses, such as operating costs, fees, and the Asset Management Fee are taken into account. This figure is not an assurance of future results and does not directly represent investor return. There is no guarantee investors will receive distributions or the return of their capital. The rate shown is on an annualized basis as a percentage of equity invested in the Properties. See the Memorandum for additional detail.

The Portfolio is 99% leased.

Woodside Property
Columbia, SC

TENANT
MAC PAPERS + PACKAGING

Address: 121 S. Woodside Parkway, West Columbia, South Carolina 29170
Year Completed: 1986
Rentable Square Feet: 54,989
Property Type: Warehouse/ Distribution
Tenants: Mac Papers and Packaging
Percent Leased: 100%

Ellis Property
Jacksonville, FL

TENANT
DUPUY, MITNET, LLC

Address: 1030 Ellis Road, Jacksonville, Florida 32254
Year Completed: 1974 / 1998
Rentable Square Feet: 143,235
Property Type: Warehouse/ Manufacturing
Tenants: The Dupuy Group and Mitnet, LLC
Percent Leased: 97% leased

Commerce Way Property
Atlanta Metro

TENANT
BELTER TECH, Tango

Address: 3020 & 3036 Commerce Way, Hapeville, Georgia 30354
Year Completed: 1965-1968
Rentable Square Feet: 52,162
Property Type: Warehouse/ Distribution/ Manufacturing
Tenants: Atlanta Hawks, Tango Flooring, South Ferry Development Company, and Knight Brothers USA
Percent Leased: 100%

Lithonia Property
Atlanta Metro

TENANT
UNITED PIPE AND SUPPLY

Address: 2211 Lithonia Industrial Boulevard, Lithonia, Georgia 30058
Year Completed: 1973
Rentable Square Feet: 59,333
Property Type: Distribution
Tenants: United Pipe and Supply Company
Percent Leased: 100%

Kelly Property
Atlanta Metro

TENANT
INNOVATIVE FOODSERVICE GROUP

Address: 6820 Kelly Avenue, Morrow, Georgia 30260
Year Completed: 1977
Rentable Square Feet: 50,085
Property Type: Distribution
Tenants: Innovative Food Service Group
Percent Leased: 100%

FOR ACCREDITED INVESTOR USE ONLY | This is neither an offer to sell nor a solicitation of an offer to buy any securities. BR Diversified Industrial Portfolio III, DST is a recently formed Delaware statutory trust that is offering (the “Offering”) to sell 100% of its beneficial interests (the “Interests”) in the Parent Trust to “accredited investors” as that term is defined in Rule 501 promulgated under the Securities Act of 1933, as amended. Interests are only being offered pursuant to the Offering Memorandum (“Memorandum”). Capitalized terms not defined herein have the meaning given such terms in the Memorandum. This material must be reviewed in conjunction with the Memorandum to fully understand all of the implications and risks associated with the Offering and an investment in the Interests. Prospective Purchasers should carefully read the Memorandum and discuss with their own investment professionals prior to making an investment and should be able to bear the complete loss of their investment.

BR Diversified Industrial Portfolio III, DST

ABOUT BIGR EXCHANGE III TRS, LLC (“BIGRX”)

BIGRX is a wholly owned taxable REIT subsidiary of Bluerock Industrial Holdings, LP, a Delaware limited partnership. BIGR and BIGRX are externally managed by an affiliate of Bluerock Real Estate, L.L.C. and Bluerock Value Exchange, LLC (“BVEX”). BVEX is a national sponsor of syndicated Section 1031 Exchange offerings with a focus on residential and industrial properties that can deliver stable cash flows and that have the potential for value creation. Bluerock principals have a collective 100+ years of investing experience with more than \$120 billion real estate and capital markets experience and manage multiple well-recognized real estate private and public company platforms. Bluerock has more than \$14 billion in acquired and managed assets and offers a complementary suite of public and private investment programs, with both short and long-term goals, to individual investors seeking solutions aimed at providing predictable income, capital growth, and tax benefits.

ABOUT 1031 EXCHANGES

Section 1031 of the Internal Revenue Code (“Section 1031”) provides that, in general, no gain or loss shall be recognized on the exchange of like-kind real property held for productive use in a trade or business, or for investment. A tax-deferred exchange is a method by which a property owner trades one or more relinquished properties for one or more replacement properties of “like-kind,” while deferring the payment of federal income taxes and some state taxes on the transaction. There are numerous Section 1031 rules and requirements, including, but not limited to: sellers cannot receive or control the net sales proceeds; replacement real property must be like-kind to the relinquished real property; the replacement real property must be identified within 45 days from the sale of the property; the replacement real property must be acquired within 180 days from the sale of the original real property; and the attributed debt placed or assumed on the real property must be equal to or greater than the attributed debt on the relinquished real property to avoid taxable boot.

RISK FACTORS

The securities offered herein are highly speculative and involve substantial risks. Do not acquire an Interest if you cannot afford to lose your entire investment. Carefully consider the risks described below, as well as the other information in the Memorandum before making a decision to purchase an Interest. Consult with your legal, tax and financial advisors about an investment in an Interest. The risks described below are not the only risks that may affect an investment in an Interest. Additional risks and uncertainties that we do not presently know or have not identified may also materially and adversely affect the value of an Interest, the Properties or the performance of your investment. The risks of purchasing an Interest include, but are not limited to, the following:

- ❖ the lack of liquidity of, or a public market for, the Interests or OP Units;
- ❖ the holding of a beneficial interest in the Parent Trust with no voting rights with respect to the management or operations of the Trusts or in connection with the sale of the Properties;
- ❖ risks associated with owning, operating and leasing industrial properties and real estate generally;
- ❖ the impact of an epidemic in the areas in which the Properties are located, or a Pandemic, either of which could severely disrupt the global economy;
- ❖ economic risks with a fluctuating U.S. and world economy;
- ❖ performance of the Master Tenants under the Master Leases, including the potential for the Master Tenant to defer a portion of rent payable under the Master Leases;
- ❖ the Parent Trust indirectly depends on the Master Tenants for revenue, and the Master Tenants will depend on the End Tenants for revenue. Any default by the Master Tenants or the End Tenants will adversely affect the Parent Trust’s operations;
- ❖ reliance on the Master Tenants and the Property Manager (and in certain events a property sub-manager, if one is engaged) engaged by the Master Tenants, to manage the Properties;
- ❖ risks associated with the Operating Partnership funding the Demand Notes that capitalize the Master Tenants to the respective Operating Trust;
- ❖ the existence of various conflicts of interest among the Sponsor, the Depositor, the Trusts, the Master Tenants, the Manager, the Property Manager, BIGR, the Operating Partnership, and their affiliates;
- ❖ material tax risks, including treatment of the Interests for purposes of Code Section 1031 and the use of exchange funds to pay acquisition costs, which may result in taxable boot;
- ❖ the Interests not being registered with the Securities and Exchange Commission or any state securities commissions;
- ❖ risks relating to the costs of compliance with laws, rules and regulations applicable to the Properties;
- ❖ risks related to competition from properties similar to and near the Properties;
- ❖ the Ellis Property and Woodside Property are located in a ‘hurricane susceptible zone’, which increases the risk of damage to the Property, and the possibility of environmental risks related to, on or adjacent to the Properties; and
- ❖ the possibility of environmental risks related to, on or adjacent to the Properties.

Additional risks apply. See “Risk Factors” section of the Memorandum for a more detailed discussion of the risks associated with the Interests. All terms capitalized, but not defined herein, shall have the meaning given in the Memorandum. Interests are offered to “accredited investors” only pursuant to Rule 506(c) of Regulation D of the Securities Act of 1933. Past performance is not an indicator of future results.

For more information, please contact your financial advisor or Bluerock Capital Markets LLC at **877.826.BLUE (2583)**

