



**RESOURCE REAL ESTATE  
OPPORTUNITY REIT II**

Resource Real Estate  
Opportunity REIT II  
investment objectives:

- Capital Preservation
- Current Income
- Capital Appreciation

## An opportunity to invest in multifamily properties with an experienced real estate owner and management team

### Multiple factors make multifamily an attractive property sector

We believe that decreases in homeownership rates and a low inventory of renovated, quality apartments for the growing number of renters have produced investment opportunities.

#### Increasing apartment demand

- Between 2005 and 2010, there were almost 3.8 million new renters, totaling 37.4 million renters<sup>1</sup>
- The almost 80-million strong Generation Y is in its peak renting years. By 2015, there will be 67 million people aged 20 to 34 – the prime age for renting.<sup>2</sup>

#### Limited apartment supply

- Apartment supply has been modest for years, with the last major building boom in the late 1980s, which included an average number of annual completions of 422,910. There were only 245,220 annual completions from 2000 to 2013.<sup>3</sup>

#### Aging apartment inventory

- Existing apartment supply is old and in need of renovations. Almost 80% of the nation's largest apartment communities were built prior to 1990, with 66% built prior to 1980.<sup>4</sup>

<sup>1</sup> U.S. Census Bureau; <sup>2</sup> NMHCA New Housing Policy; <sup>3</sup> U.S. Census Bureau, New Residential Construction; <sup>4</sup> U.S. Census Bureau, Survey of Market Absorption.

### Opportunity REIT II Investment Offering Highlights

Size of offering: \$1 billion

Price Per Share: \$10.00

Minimum Investment:  
\$2,500 per investor

#### Investor Suitability:

A net worth of at least \$250,000 or gross annual income of at least \$70,000 and a net worth of at least \$70,000

#### Advisor Investment:

1% of the first \$100,000,000 invested in us by non-affiliated investors in this offering, or up to \$1,000,000

Hurdle Rate: 7%

#### Disposition Strategy:

Anticipated liquidity event 3-6 years after the end of the offering (There is no guarantee the liquidity event will succeed.)

Opportunity REIT II invests in a spectrum of multifamily assets in order to provide income and increasing asset values.

**Underperforming, value-add multifamily properties:** Class B or B-, older, well-located multifamily rental properties that are in need of additional capital for renovations and upgrades and which can benefit from sophisticated professional property management to increase their cash flow and long-term value

**REO and discounted real estate related debt:** Real estate owned ("REO") by financial institutions, usually as a result of a foreclosure, that has been significantly discounted due to the effects of economic events; Real estate related debt investments including first- and second-priority mortgage loans, mezzanine loans and B-Notes

**Multifamily lending:** Selective higher yield lending to other multifamily operators either for acquisitions or for recapitalization

THIS IS NEITHER AN OFFER TO SELL NOR A SOLICITATION OF AN OFFER TO BUY SHARES OF RESOURCE REAL ESTATE OPPORTUNITY REIT II; AN OFFERING IS ONLY MADE BY PROSPECTUS. THIS SALES AND ADVERTISING LITERATURE MUST BE PRECEDED OR ACCOMPANIED BY A PROSPECTUS AND MUST BE READ IN CONJUNCTION WITH THE PROSPECTUS IN ORDER TO UNDERSTAND FULLY ALL OF THE IMPLICATIONS AND RISKS OF THE OFFERING OF SECURITIES TO WHICH IT RELATES. SHARES OF RESOURCE REAL ESTATE OPPORTUNITY REIT II ARE NOT SUITABLE FOR ALL INVESTORS. THERE IS NO ASSURANCE THAT THE INVESTMENT OBJECTIVES OF THE REIT WILL BE ACHIEVED. THE SHARES OF RESOURCE REAL ESTATE OPPORTUNITY REIT II ARE OFFERED THROUGH RESOURCE SECURITIES, INC., AN AFFILIATE OF THE ADVISOR AND MEMBER – FINRA, SIPC.

*We believe that RRE's comprehensive real estate capabilities and experience in recapitalizing and managing underperforming multifamily properties allows us to take advantage of today's opportunities.<sup>†</sup>*

<sup>†</sup> There is no guarantee that the REIT will achieve its objectives, generate profits or avoid losses.

## Suitability Standards

The shares we are offering through the prospectus are suitable only as a long-term investment for persons of adequate financial means and who have no need for liquidity in this investment. Because there is no public market for our shares, you will have difficulty selling your shares.

In consideration of these factors, we have established suitability standards for investors in this offering and subsequent purchasers of our shares. These suitability standards require that a purchaser of shares have either:

- a net worth of at least \$250,000; or
- gross annual income of at least \$70,000 and a net worth of at least \$70,000

Suitability standards vary from the standards above in Alabama (AL), California (CA), Iowa (IA), Kansas (KS), Kentucky (KY), Maine (ME), Massachusetts (MA), Michigan (MI), Nebraska (NE), Nevada, (NV), New Jersey (NJ), New Mexico (NM), North Dakota (ND), Ohio (OH), Oregon (OR), Pennsylvania (PA) and Tennessee (TN) and may vary in other states - please see the prospectus for additional information.

## About Resource America, Inc. (RAI), our parent company

RAI is a specialized asset management company with approximately \$21.7 billion of assets under management (as of September 30, 2015).

RAI is a NASDAQ Global Select traded company (NASDAQ: REXI) and has sponsored two NYSE publicly traded REITs.

Resource Real Estate, Inc. (RRE), our sponsor, and its affiliates have been actively engaged in real estate investing and turning around underperforming properties since 1991.

## Distributions

**Q4 2015 Distributions:** 6% annualized cash<sup>5</sup>

## Risk Factors

- No public market currently exists for our shares of common stock, and our charter does not require our directors to seek stockholder approval to liquidate our assets by a specified date, nor to list our shares on an exchange by a specified date.
- Shares of our common stock are illiquid. You may not be able to sell your shares under our share redemption program and, if you are able to sell your shares under the program, you may not be able to recover the amount of your investment in our shares.
- We set the offering price arbitrarily. This price is unrelated to the book or net value of our assets or to our expected operating income.
- We have a limited operating history, and as of September 30, 2015, our total assets were \$382.2 million and consisted primarily of \$226.1 million of investments, \$4.6 million of deferred offering costs, and \$142.1 million of cash. We have not identified all of the investments to acquire with the proceeds of this offering; consequently, you will not have the opportunity to evaluate all of our investments before we make them.
- We are dependent on our advisor and its affiliates to select investments and conduct our operations and this offering. Our advisor has no operating history and no experience operating a public company.
- We pay substantial fees and expenses to our advisor, its affiliates and broker-dealers. These payments increase the risk that you will not earn a profit on your investment.
- Our executive officers and some of our directors will face conflicts of interest.
- We may lack diversification if we do not raise substantial offering proceeds.
- There are restrictions on the ownership and transferability of our shares of common stock. See "Description of Shares—Restriction on Ownership of Shares."
- Our charter permits us to pay distributions from any source without limitation, including from offering proceeds, borrowings, sales of assets or waivers or deferrals of fees otherwise owed to our advisor. Distributions are not guaranteed.
- We may change our targeted investments without stockholder consent.
- Some of the other programs sponsored by our sponsor have experienced adverse business developments or conditions.
- The multifamily properties we acquire and their performance are subject to downturns in economic conditions, changes in supply or demand, interest rate changes, and availability of mortgage financing.
- If we fail to qualify as a REIT, it would adversely affect our operation and ability to make distributions to our stockholders because we will be subject to U.S. federal income tax at regular corporate rates with no ability to deduct distributions made to our stockholders.

<sup>5</sup> Q4 2015 distributions: cash distributions to the stockholders of record at the close of business each day in the period commencing 9/30/15 through and including 12/30/15 is 6 percent annualized. The distributions have been, or are expected to be, paid on 10/30/15, 11/30/15, and 12/31/15. Annualized distribution rate of 6 percent assumes that daily distributions of \$0.00164384 per share are declared and paid for 365 days, and is based on a share purchase price of \$10.00. These cash distributions are expected to be fully funded from the proceeds of debt financings of certain REIT properties. Cash distributions are not guaranteed.



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