

Subscription Agreement

1.
INVESTMENT
INFORMATION

Amount of Subscription: \$ _____

For purchases with reduced selling commissions, please designate below:

RIA purchase Registered Representative purchase RRE employee or affiliate purchase

Investment Type:

Initial Investment (Minimum Subscription: 250 shares (\$2,500))

Additional Investment (Minimum Subscription: 10 shares (\$100) Please complete the information below regarding the previous investment)

State of Sale: _____

2.
INVESTMENT
TYPE

Check one box.

Non-Qualified

Tenants-in-Common⁽¹⁾

C Corporation⁽²⁾

Joint Tenants with Right of Survivorship⁽¹⁾

S Corporation⁽²⁾

Individual

Community Property⁽¹⁾

Trust⁽²⁾

Limited Liability Company⁽²⁾

Partnership⁽²⁾

Other: _____

Uniform Gift to Minors Act: State of _____

Uniform Transfer to Minors Act: State of _____

Qualified

Traditional (Individual) IRA

Pension or Profit Sharing Plan⁽²⁾

Simple IRA

KEOGH Plan⁽²⁾

SEP IRA

Other: _____

ROTH IRA

Beneficial as Beneficiary for: _____

Custodian Information (To be completed by Custodian)

Name of Custodian: _____

Address: _____

City, State, ZIP: _____

Phone: _____

Custodian Tax ID #: _____

Custodian Account #: _____

By executing this Subscription Agreement, Custodian certifies to the Company that the shares purchased pursuant to this Subscription Agreement are held for the benefit of the investor named in section 3 of this Subscription Agreement (the "Beneficial Owner"); Custodian agrees to notify the Company promptly, but in any event within 30 days of any change in the names of the Beneficial Owner or the number of shares for which Custodian holds shares; Custodian confirms that the Company is entitled to rely on these representations for purposes of determining the stockholders entitled to notice of or to vote at each annual or special meeting of stockholders of the Company until delivery by the Custodian to the Company of a written statement revoking such representations (provided, however, that any such revocation delivered after the record date or the closing of the stock transfer books of the Company in respect of any annual or special meeting of stockholders, but on or prior to the date of such annual or special meeting of stockholders shall not be effective until after the holding of such annual or special meeting of stockholders of the Company), then each Beneficial Owner (and not Custodian) will be deemed the holder of record for the shares of common stock for purposes of determining the stockholders holding common stock entitled to notice of or to vote at each annual or special meeting of stockholders.

⁽¹⁾ All parties must sign.

⁽²⁾ Please attach the trustee certification form or pages of the trust/plan document or corporate resolution, as applicable, which lists the name of trust/plan, trustees or authorized signatures, and dates.

3. INVESTOR INFORMATION

Required

Enter the information for the registered owner of the investment here, including Trusts, Partnerships, Corporations, or other entities.

Investor Name/Trust/Entity	SSN/Tax ID	DOB	
Street Address	City	State	ZIP
Mailing Address (if different from above)	City	State	ZIP
Phone (day)	Phone (evening)		
Email			
<input type="checkbox"/> US Citizen <input type="checkbox"/> US Citizen residing outside of US <input type="checkbox"/> Foreign citizen, country _____			

Secondary Investor/Trustee/Authorized Trader/Entity	SSN/Tax ID	DOB	
Street Address	City	State	ZIP
Mailing Address (if different from above)	City	State	ZIP
Phone (day)	Phone (evening)		
Email			
<input type="checkbox"/> US Citizen <input type="checkbox"/> US Citizen residing outside of US <input type="checkbox"/> Foreign citizen, country _____			

4. DISTRIBUTION INFORMATION

Choose one or more of the following options.

If you select more than one option, you must indicate the percentage of your distribution to be applied to each, and the sum of the allocations must equal 100%.

<input type="checkbox"/> I prefer to participate in the Distribution Reinvestment Plan, as described in the final prospectus.	_____ %
<input type="checkbox"/> Send distributions via check to Investor's home address (or for Qualified Plans to the address listed in Section 2).	_____ %
<input type="checkbox"/> Send distributions via check to alternate payee listed here (not available for Qualified Plans without custodial approval).	_____ %

Name: _____

Address: _____

City: _____ State: _____ ZIP Code: _____

Account No.: _____ % of Distribution _____ %

Direct Deposit (Attach Voided Check) I authorize the Company or its agent (collectively, Resource Real Estate) to deposit my distributions in the checking or savings account identified below. This authority will remain in force until I notify Resource Real Estate in writing to cancel it. In the event that Resource Real Estate deposits funds erroneously into my account, Resource Real Estate is authorized to debit my account for an amount not to exceed the amount of the erroneous deposit. Total: _____ %
(Must total 100%)

Financial Institution Name: _____ Checking Savings

ABA/Routing Number: _____

Account Number: _____

Signature of Account Owner: _____

If you elect to participate in the Distribution Reinvestment Plan, the Company requests that if at any time you fail to meet the minimum income net worth standards established for the Company as set forth in the prospectus or listed in section 5 of this Subscription Agreement, you will promptly notify the Company in writing of that fact.

5. INVESTOR SIGNATURES

To be initialed by all investors

Please carefully read and separately initial each of the representations below for items 1-5. Only sign items 6-16 if applicable. Except in the case of fiduciary accounts, you may not grant any person a power of attorney to make such representations on your behalf. Net worth should be calculated exclusive of home, home furnishings and personal automobile. As used below, liquid net worth is defined as that portion of net worth that consists of cash, cash equivalents and readily marketable securities. In order to induce the Company to accept this subscription, I hereby represent and warrant to you as follows:

Owner Co-owner

- ___ ___ 1. I have received the final prospectus for the Company at least five business days before signing the Subscription Agreement.
- ___ ___ 2. I have (i) a minimum net worth of at least \$250,000 or (ii) a minimum net worth of at least \$70,000 and a minimum annual gross income of at least \$70,000, and, if applicable, I meet the higher net worth and gross income requirements imposed by my state of primary residence as set forth in the final prospectus under "Suitability Standards."
- ___ ___ 3. I acknowledge that there is no public market for the shares and, thus, my investment in shares is not liquid.
- ___ ___ 4. I am purchasing the shares for my own account.
- ___ ___ 5. I acknowledge that I will not be admitted as a stockholder until my investment has been accepted.
- ___ ___ 6. If I am a Kansas or Maine resident, I acknowledge that it is recommended by the office of the Kansas Securities Commissioner and the Maine Office of Securities that Kansas and Maine investors, respectively, not invest, in the aggregate, more than 10% of their liquid net worth in this and similar direct participation investments.
- ___ ___ 7. If I am an Iowa resident, I have (i) a minimum net worth of at least \$350,000 or (ii) a minimum net worth of at least \$100,000 and a minimum annual gross income of at least \$70,000. In addition, I have a net worth of at least 10 times my investment in the Company.
- ___ ___ 8. If I am a Kentucky, Michigan, Pennsylvania, Oregon or Tennessee resident, I have a liquid net worth of at least 10 times my investment in the Company.
- ___ ___ 9. If I am a California or North Dakota resident, I have a net worth of at least 10 times my investment in the Company.
- ___ ___ 10. If I am a Nebraska resident, I have either (i) a net worth of at least \$100,000 and an annual income of \$70,000, or (b) a net worth of \$350,000. In addition, I have a net worth of at least ten times my investment in the Company.
- ___ ___ 11. If I am a New Mexico resident, I have a liquid net worth of at least 10 times my investment in the Company, its affiliates and other similar direct participation programs.
- ___ ___ 12. If I am a Nevada resident, I have either: (i) a minimum net worth of \$75,000 and an annual income of \$75,000, or (ii) a minimum net worth of \$500,000. In addition I have a net worth of at least 10 times my investment in the Company.
- ___ ___ 13. If I am an Ohio resident, I have a liquid net worth of at least 10 times my investment in the Company, its affiliates and other non-traded real estate investment programs.
- ___ ___ 14. If I am a New Jersey resident, I have either (i) a minimum liquid net worth of at least \$100,000 and a minimum annual gross income of not less than \$85,000, or (ii) a minimum liquid net worth of at least \$350,000. In addition, I have a liquid net worth of at least 10 times my investment in the Company, its affiliates and similar direct participation programs.
- ___ ___ 15. If I am a Massachusetts resident, I have a liquid net worth of at least 10 times my investment in the Company and other illiquid direct participation programs.
- ___ ___ 16. If I am an Alabama resident, I have a liquid net worth of at least 10 times my investment in the Company and its affiliates.

Taxpayer Identification Number Confirmation (Required): The Investor signing below, under penalties of perjury, certifies that (i) the number shown on this Subscription Agreement is his or her correct Taxpayer Identification Number (or he or she is waiting for a number to be issued to him or her), (ii) he or she is not subject to backup withholding either because (a) he or she has not been notified by the Internal Revenue Service ("IRS") that he or she is subject to backup withholding as a result of a failure to report all interest or dividends, or (b) the IRS has notified him or her that he or she is no longer subject to backup withholding and (iii) he or she is a U.S. citizen unless otherwise indicated. NOTE: CLAUSE (ii) IN THIS CERTIFICATION SHOULD BE CROSSED OUT IF THE INVESTOR HAS BEEN NOTIFIED BY THE IRS THAT HE OR SHE IS SUBJECT TO BACKUP WITHHOLDING BECAUSE HE OR SHE FAILED TO REPORT ALL INTEREST AND DIVIDENDS ON HIS OR HER TAX RETURN. THE INTERNAL REVENUE SERVICE DOES NOT REQUIRE YOUR CONSENT TO ANY PROVISION OF THIS DOCUMENT OTHER THAN THE CERTIFICATIONS REQUIRED TO AVOID BACKUP WITHHOLDING.

X _____
Signature of Investor

Date

X _____
Signature of Joint Investor or, for Qualified Plans, of Custodian

Date

6. BROKER-DEALER AND/OR REGISTERED INVESTMENT ADVISOR

To be completed by Broker-Dealer or Registered Investment Advisor

The Investor's registered representative ("Registered Representative") of a participating broker-dealer ("Broker-Dealer") or an authorized representative of the Investor's Registered Investment Advisor ("Registered Investment Advisor"), as applicable, must sign below to complete the order. The Registered Representative hereby warrants that he or she and the Broker-Dealer are duly licensed and may lawfully sell shares of common stock in the state designated as the Investor's legal residence. The Registered Investment Advisor represents that such advisor is either registered under the Investment Advisers Act of 1940 or exempt from registration. The Broker-Dealer or Registered Investment Advisor agrees to maintain records of the information used to determine that an investment in shares is suitable and appropriate for the Investor for a period of six years. The undersigned confirms by his or her signature that the Broker-Dealer or Registered Investment Advisor (i) has reasonable grounds to believe that the information and representations concerning the Investor identified herein are true, correct and complete in all respects; (ii) has discussed such Investor's prospective purchase of shares with such Investor; (iii) has advised such Investor of all pertinent facts with regard to the liquidity and marketability of the shares and other fundamental risks related to the investment in the shares; (iv) has delivered the final prospectus to such Investor; (v) has reasonable grounds to believe that the Investor is purchasing these shares for his or her own account; and (vi) has reasonable grounds to believe that the purchase of shares is a suitable investment for such Investor, that such Investor meets the suitability standards applicable to such Investor as set forth in the final prospectus, and that such Investor is in a financial position to enable such Investor to realize the benefits of such an investment and to suffer any loss that may occur with respect thereto. I understand this Subscription Agreement is for Resource Real Estate Opportunity REIT II, Inc.

Name of Registered Representative/Authorized Representative

CRD/IARD Number (if applicable)

X _____
Signature of Registered Representative/Authorized Representative

Branch ID

Registered Representative/Authorized Representative Office Address:

Rep ID

Phone Number: _____ Facsimile Number: _____

Email Address: _____

Name of Broker-Dealer/RIA: _____

NOTICE TO BROKER-DEALER/RIA: Only original, completed copies of the Subscription Agreement can be accepted.

Checks should be made payable to "Resource Real Estate Opportunity REIT II, Inc." and sent, together with Subscription Documents, completed and signed, to:

For Regular Mail:

Resource Real Estate, Inc.
P.O. Box 219169
Kansas City, MO 64121

For Overnight Packages:

Resource Real Estate, Inc.
430 West 7th Street
Kansas City, MO 64105
(866) 469-0129

Wires may be sent to:

UMB Bank, N.A.
ABA #101000695
Account #9871916375

Account Name: DST as Agent for Resource Real Estate, Inc. Universal Acct. Reference: [Investor name] Resource Real Estate Opportunity REIT II, Inc.