

INVESTMENT OFFERING HIGHLIGHTS

Investing in Premium Care Senior Living

8% Class C 2024 Preferred Limited Liability Company Units

OFFERING SIZE	\$100 million
OFFERING PRICE	\$35,000 per Class C Unit ¹
MINIMUM INVESTMENT	\$35,000 ¹
INVESTMENT STRUCTURE	Reg D - Private Placement
INVESTOR SUITABILITY	Accredited Investors Only ¹
FORM OF TAX REPORTING	K-1

Preferred Return^{(2),(3)}

8% yr

Cumulative simple preferred return paid monthly. Distributions are made prior to any distributions to the manager and his affiliates.

Redemption Option^{(2),(4)}

1.1x^{(2),(4)}

(after August 12, 2024)

INVESTMENT OBJECTIVES

The Company anticipates generating monthly income through the operations of twelve senior care communities located in Florida, New Jersey, Ohio and Virginia. A portion of the offering proceeds may be allocated to the acquisition of additional senior living communities in U.S. markets.

USE OF PROCEEDS

- Expand existing or acquire additional Assisted Living, Memory Care and Post Acute Communities;
- Make loans to any of the Company's Subsidiaries or Affiliates in conjunction with Community expansion or acquisition;
- Opportunistically acquire loans which are secured by ALCs, MCCs, PACs or other health care-related assets;
- Allocate up to 20% of the gross proceeds of this offering to invest in other senior health care-related facilities, operations or investments;
- Provide capital for general corporate purposes of the Company, its Subsidiaries and its Affiliates.

THIS SUMMARY SHOULD BE READ IN CONJUNCTION WITH THE CONFIDENTIAL PRIVATE PLACEMENT MEMORANDUM DESCRIBED BELOW

1. The Manager may, from time to time and in his sole discretion, increase the purchase price per Class C Unit. Each Class C Unit will be attributed a capital contribution value of \$35,000 per whole Class C Unit (prorated for partial Class C Unit purchases), notwithstanding the fact that such Class C Unit (or fraction thereof) may have been purchased at a discount or a premium. The Manager may, in his sole discretion, permit certain investors to purchase fractional Class C Units or less than the Minimum Investment amount.
2. There can be no assurance that cash distributions will in fact be made or, if made, whether those distributions will be made when or in the amount anticipated. An investment in the Company involves significant risks, including those discussed herein and in the PPM under the section titled "Risk Factors."
3. The Preferred Return is contractual in nature and paid in accordance with the Company's Operating Agreement.
4. An investor will have the ability to request that the Company redeem some or all of such investor's Class C Units. For redemption requests made prior to August 12, 2024, the Company will redeem each Class C Unit (or fraction thereof) for a redemption price of 90% of the Face Value of \$35,000 per whole Class C Unit. For redemption requests made after August 12, 2024, the Company will redeem each Class C Unit (or fraction thereof) for a redemption price of 110% of the Face Value of \$35,000 per whole Class C Unit. In addition, the Company will have the option to redeem some or all of the outstanding Class C Units at any time for a redemption price of 110% of the Face Value of \$35,000 per whole Class C Unit. In each case, the applicable redemption price will be reduced by any distributions representing a return of capital to the applicable investor and increased by any accrued but unpaid Preferred Return owed to the applicable investor. The redemption of Class C Units is discussed in more detail in the PPM.





Alexander C. Markowits, LNHA
*a healthcare industry innovator
operating in multiple states.*

Alexander C. Markowits, a leader in thoughtful luxurious assisted living, memory care and home care services, had a vision in 1999 for creating senior living communities that provide customized care tailored to meet the needs of each individual resident. It started with changing a skilled nursing facility in Morristown, New Jersey, into a luxurious setting for those people in need of a safe environment that allowed individuals to continue an independent lifestyle.

The vision also included the desire to expand the Spring Hills brand by acquiring new assisted living communities where he could provide the same quality services. With a belief in providing a warm atmosphere with quality amenities and programs, he has created the innovative Signature Touches approach which makes a healthy living lifestyle the foundation of every aspect of seniors' lives. The vision has become reality through acquisitions, renovations and expansions of senior care communities.

With a strong company culture and Mr. Markowits' leadership, his organizations define Caring with a Commitment to Quality by exemplifying all of the C.A.R.E. (Company, Associates, Residents, Expectations) standards Mr. Markowits has established. This, combined with his dedication to enhancing the lives of seniors with a holistic health care approach, guides every decision to distinguish all of the Spring Hills communities as leading senior care providers in the markets they serve. Mr. Markowits has a reputation for turning around troubled senior care communities and home care Agencies and is involved in many community organizations.

Asset Name	# of Lic. Beds	Occupancy Rate ¹	Gross Building Area
Singing Woods Ohio	140	82%	61,323 sq.ft.
Middletown Ohio	107	89%	60,386 sq.ft.
Morristown New Jersey (Assisted Living only)	108	90%	45,529 sq.ft.
Somerset New Jersey	120	83%	72,200 sq.ft.
Cherry Hill New Jersey	150	90%	159,054 sq.ft.
Mount Vernon Virginia	98	87%	57,708 sq.ft.
Lake Mary Florida	102	87%	55,960 sq.ft.
Hunters Creek Florida	108	90%	57,844 sq.ft.
Totals:	793	87%	55,960 sq.ft.
Livingston II New Jersey	155 (expected)	N/A	149,796 sq.ft.

1. Average Assisted Living occupancy rate for six months ending 6/30/20

**Spring Hills Atrium Post-Acute
Care Centers**

**Average Daily Revenue Per
Patient²**

\$655

**Total Licensed Beds in Post-Acute
Care Centers**

303

2. Average Daily Revenue per Patient at Hamilton, Livingston I and Woodbury for six months ending 6/30/20

ABOUT THE COMPANY

Alexander C. Markowits and his management team have been acquiring, developing, managing and operating senior care communities since 1999. The Company and its Subsidiaries and Affiliates collectively have approximately 6,200 employees caring for 5,200 residents and patients. The Company, through its direct or indirect Subsidiaries and Affiliates, is the owner and operator of a portfolio of twelve innovative and distinctive assisted living, memory care and skilled nursing communities. Through its assisted living communities, the Company provides a luxurious setting for those people in need of a safe and secure environment that allows them to continue an affordable, independent lifestyle. The Company's memory care programs provide a secure environment for individuals experiencing memory loss. The Company's skilled nursing communities are designed to transition patients from the hospital back to their regular lives, safely, quickly and with confidence.



RISK FACTORS

An investment in the Company will involve significant risks due to, among other things, the nature of the Company's investments and actual and potential conflicts of interest, and there can be no assurance that the Company will realize positive returns on its investments or that there will be any return to investors of their original investment. Investors may lose some if not all of their investment in this company. The risks involved in an investment in the Class C Units in the Company include, but are not limited to, the following, which are more completely described in the PPM, under the section titled "Risk Factors":

- Spring Hills Holdings and Alex Markowits its Manager, have a material ownership interest in two securities selling organizations that may sell the offering, including Cabot Lodge Securities and Purshe Kaplan Sterling Securities.
- The assets we own are limited in number and located in a limited number of states and in a specific industry and therefore an investment in the preferred equity program described herein will not be as diversified as other investments may be.
- We will have sole discretion with regards to the assets in which we choose to invest, own and operate and when we, through our subsidiaries, dispose of such assets or discontinue operation of such facilities.
- This is a "best efforts" offering, and if we are unable to raise substantial funds then we may not be able to diversify our investments.
- The preferred equity program described herein represents an indirect investment in real estate and, therefore, is subject to real estate-related risks.
- We have limited operating history.
- We depend upon Alexander C. Markowits, our manager, to conduct our operations.
- There are substantial conflicts of interest between us, our subsidiaries and our manager and his affiliates.
- There is no public trading market for our shares and we are not required to list or liquidate by a certain date or at all. Accordingly, our shares lack liquidity and you may have to hold the investment indefinitely.
- There are restrictions on your ability to have your shares redeemed under our redemption program.
- You will have limited rights to vote on matters related to our operations and the operations of our subsidiaries.
- We incur substantial debt, which will increase our risk and may reduce our distributions.
- The Communities owned and operated by the Company's Subsidiaries and Affiliates are subject to significant risks associated with the senior care industry, including risks related to certain Communities' participation in Medicare and/or Medicaid.
- There are risks associated with the Company's recent acquisition of Spring Hills Atrium.
- There are risks associated with the Company's use of leverage and its ability to finance or refinance new or existing Communities, as applicable.
- There can be no assurance that cash distributions will in fact be made or, if made, whether those distributions will be made when or in the amount anticipated.
- Investors could lose some or all of their investment in the Company.
- The ongoing COVID-19 pandemic may have a material and adverse impact on the Company's business, operating results and financial condition, which would likely have a material and adverse effect on investor distributions and the overall value of the Company.



This brochure does not constitute an offer to buy or sell any security. Investments in securities are not suitable for all investors. Investment in any security may involve a high degree of risk, and investors should review all "Risk Factors" before investing. Investors should perform their due diligence before considering any investment. Past performance and forward-looking statements are never an assurance of future results. Investment products, are not FDIC Insured/Not Bank Guaranteed/Not Insured by any Federal Government Agency/May Lose Value. Securities offered through Cabot Lodge Securities LLC, 200 Vesey St. 24th floor, New York, New York 10281 Member FINRA / SIPC / MSRB.