Davidson County DEEDWARRSP
Recvd: 07/12/17 12:08 11 pgs
Fees:58.00 Taxes:232508.00
20170712-0070102

SPECIAL WARRANTY DEED

FROM: LIGHTNING PROPCO III, LLC

TO: IC INDUSTRIAL REIT, A MARYLAND REAL ESTATE INVESTMENT TRUST

This instrument was prepared by:

Kirkland & Ellis LLP
601 Lexington Avenue
New York, New York 10022
Attention: Travis Fleming

After recording return to:

Hogan Lovells US LLP
875 Third Avenue
New York, NY 10022
Attn: Mark J. Eagan

Address New Owner as Follows:	Send Tax Bills To:	Map/Parcel Numbers
IC Industrial REIT, a Maryland real estate investment trust c/o Ivanhoe Cambridge Inc. 525 Eighth Avenue S.W., Suite 4200, Calgary, Alberta T2P 1G1	IC Industrial REIT c/o Ivanhoe Cambridge Inc. 1001, rue du Square-Victoria, bureau C-500 Montréal, Québec, Canada H2Z 2B5	13400003200, 13400000100; 13400019300; 13400017300

TN1

STATE OF TENNESSEE)

: ss.

COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $62,840,000.00.

Affiant

Sworn to and subscribed before me, this 11th day of July, 2017.

LIZ STUTTS
Notary Public
State of Texas
ID # 128122700
Comm. Expires 12/7/2017

Notary Public
My Commission Expires:

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named Buyer, and other good and valuable considerations, the receipt of which is hereby acknowledged, LIGHTNING PROPCO III, LLC, a Delaware limited liability company ("Seller"), by these presents does transfer, sell and convey unto IC INDUSTRIAL REIT, a Maryland real estate investment trust ("Buyer"), and Buyer's successors and assigns, all of Seller's interest in certain tracts of land in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference, and any improvements thereon.

The above-referenced property is conveyed subject only to the matters as set forth on Exhibit B attached hereto and made a part hereof (collectively, the "Permitted Exceptions").

This is improved property located at 201-236, 301-314, 401-404, 501-533, 601-629, 701-725, 800 and 1001 Space Park Drive, Nashville, Davidson County, Tennessee 37211. Being the same property conveyed to Lightning Propco III, a Delaware limited liability company, by Special Warranty Deed of record at document number 20140807-0071278, register's office for Davidson County, Tennessee.

TO HAVE AND TO HOLD the said real property, together with all rights and appurtenances thereunto belonging or in any wise appertaining to Buyer, its successors and assigns, forever in fee simple.

Seller, for itself, and its successors, does covenant, promise and agree to and with Buyer, its successors and assigns, that Seller has not done or suffered to be done anything whereby the said Premises are, or may be, in any manner encumbered or charged, except for the Permitted Exceptions; and that the Seller WILL WARRANT AND DEFEND the Premises against all persons claiming by, through or under Seller, but not otherwise, subject only to the Permitted Exceptions.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Seller has caused this deed to be executed effective as of the 11th day of July, 2017.

SELLER:

LIGHTNING PROPCO III, LLC,
a Delaware limited liability company

By: _____
Name: Greg Moore
Title: Senior Vice President

[Acknowledgment Follows]

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Alameda)

On June 30, 2017 before me, Stephanie S. Dillick, Notary Public
(insert name and title of the officer)

personally appeared Greg Moore, who proved to me on the basis of satisfactory evidence to be the person~~(s)~~ whose name~~(s)~~ is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity~~(ies)~~, and that by his/~~her/their~~ signature~~(s)~~ on the instrument the person~~(s)~~, or the entity upon behalf of which the person~~(s)~~ acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

STEPHANIE S. DILLICK
Commission # 2115458
Notary Public - California
San Francisco County
My Comm. Expires Jun 14, 2019

Signature _____ (Seal)

Exhibit A

Property Description

PARCEL 1:

A certain parcel of land lying in Nashville, Davidson County, Tennessee, more particularly described as follows: Unless stated otherwise, any monument referred to herein as an iron pin set is a 5/8" rebar 18" in length with plastic cap stamped "K.Crowe #1979". All bearing are based on Geodetic North by G.P.S. observations dated 09-14-2013. BEGINNING at a PK Nail set in pavement on the north right-of-way of Antioch Pike, varied right-of-way, corner to Diane & Theodore Louge (Deed Book 7411, Page 897);

THENCE, along said right-of-way of Antioch Pike N 71°59'26" W a distance of 574.82' to an existing iron pin at the intersection of the north right-of-way of Antioch Pike and the east right-of-way of Space Park Drive, varied right-of-way;

THENCE, leaving said right-of-way of Antioch Pike and along said right-of-way of Space Park Drive for the next 24 calls: along a curve to the right, radius of 25.00', arc length of 39.27', bearing N 26°59'26" W, a distance of 35.35' to an existing iron pin;

THENCE, N 13°31'29" E a distance of 255.78' to an existing iron pin;

THENCE, along a curve to the left, radius of 458.17', arc length of 279.88', bearing N 00°30'34" E, a distance of 275.55' to an existing iron pin;

THENCE, N 16°59'26" W a distance of 223.00' to an existing iron pin;

THENCE, along a curve to the left, radius of 471.67', arc length of 401.98', bearing N 41°24'20" W, a distance of 389.93' to a PK Nail set in pavement;

THENCE, with a reverse curve along a curve to the right, radius of 120.00', arc length of 59.44', bearing N 51°37'50" W, a distance of 58.83' to a PK Nail set in pavement;

THENCE, with a reverse curve along a curve to the left, radius of 60.00', arc length of 104.25', bearing N 87°12'55" W, a distance of 91.62' to an existing iron pin;

THENCE, N 76°59'26" W a distance of 8.05' to an existing iron pin;

THENCE, along a curve to the right, radius of 178.04', arc length of 74.58', bearing N 64°59'26" W, a distance of 74.03' to an existing iron pion;

THENCE, N 52°59'26" W a distance of 735.53' to an existing iron pin;

THENCE, along a curve to the right, radius of 126.76', arc length of 156.53', bearing N 17°36'56" W, a distance of 146.77' to a PK Nail set in pavement;

THENCE, N 72°14'26" W a distance of 60.00' to a PK Nail set in concrete;

THENCE, along a curve to the right, radius of 70.00', arc length of 109.94', bearing S 62°45'17" W, a distance of 98.99' to a PK Nail set in concrete;

THENCE, S 17°45'34" W a distance of 60.00' to an existing PK Nail in concrete;

THENCE, along a curve to the right, radius of 368.78', arc length of 123.90', bearing S 62°36'56" E, a distance of 123.32' to an existing PK Nail in pavement; THENCE, S 52°59'26" E a distance of 813.48' to a PK Nail set in pavement;

THENCE, along a curve to the left, radius of 238.04', arc length of 99.71', bearing S 64°59'26" E, a distance of 98.98' to an existing PK Nail in pavement;

THENCE, S 76°59'26" E a distance of 8.05' to a PK Nail set in pavement;

THENCE, along a curve to the left, radius of 60.00', arc length of 90.49', bearing S 60°11'50" E, a distance of 82.16' to a PK Nail set in pavement;

THENCE, with a reverse curve along a curve to the right, radius of 120.00', arc length of 88.70', bearing S 82°13'51" E, a distance of 86.69' to a PK Nail set in pavement;

THENCE, with a compound curve along a curve to the right, radius of 411.67', arc length of 316.61', bearing S 39°01'23" E, a distance of 308.86' to an existing iron pin;

THENCE, S 16°59'26" E a distance of 184.75' to an iron pin set, corner to Tract II;

THENCE, leaving said right-of-way of Space Park Drive and along the line of Tract II for the next 4 calls: N 89°30'49" W a distance of 375.87' to an iron pin;

THENCE, along a curve to the right, radius of 585.00', arc length of 226.01', bearing N 78°26'45" W, a distance of 224.61' to an iron pin set; THENCE, N 67°22'40" W a distance of 265.15' to an iron pin set;

THENCE, S 57°21'34" W a distance of 113.70' to an iron pin set on the east right-of-way of Interstate 24, varied right-of-way;

THENCE, along said right-of-way of Interstate 24 for the next 2 calls: N 32°38'26" W a distance of 755.46' to a point;

THENCE, along a curve to the left, radius of 5069.78', arc length of 649.52', bearing N 36°18'39" W, a distance of 649.08' to an existing iron pin, corner to Linda Cantrell (Deed Book 7855, Page 562);

THENCE, leaving said right-of-way of Interstate 24 and along the line of Cantrell, then Peggy Cauthron (Instrument No. 201011090089961), William & Elva Randolph (Deed Book 9366, Page 619), Gene Spitzer et ux (Deed Book 8435, Page 487) N 37°24'34" E a

distance of 615.00' to a point in Mill Creek, said point being N 52°50'19" W, a distance of 50.17 from an existing iron pin used as reference;

THENCE, continuing along Spitzer's line, then Gene Spitzer et ux (Deed Book 7920, Page 940), DL Belcher et ux (Deed Book 3286, Page 589), Edward Heathman (Deed book 11269, Page 47), Marjorie Harris (Deed Book 5085, Page 509), Lee Barrett (Deed Book 10831, Page 86), James Adkins (Instrument No. 200710260126738) N 17°24'15" E a distance of 891.13' to a point in Mill Creek, corner to Amy Guthrie (Instrument No. 201107110052802) and Seaboard Systems Railroad (Deed Book 5992, Page 495), said point being N 75°24'26" W, a distance of 50.00' from an iron pin set as reference;

THENCE, along the line of Seaboard Systems Railroad property for the next 2 calls: S 75°24'26" E a distance of 155.00' to an iron pin set; THENCE, S 82°14'26" E a distance of 69.50' to an iron pin set on the west right-of-way of CSX Railroad, 200' right-of-way;

THENCE, along said right-of-way of CSX Railroad for the next 3 call: S 17°25'26" E a distance of 835.90' to an existing iron pin;

THENCE, along a curve to the left, radius of 2349.90', arc length of 1201.03', bearing S 32°03'56" E, a distance of 1188.01' to an existing iron pin;

THENCE, S 46°42'26" E a distance of 1141.10' to an iron pin set, corner to Levy Pin Oaks, LLC (Instrument No. 200806130061070);

THENCE, along the line of Levy Pin Oaks, LLC S 21°03'34" W a distance of 546.35' to an iron pin set, corner to Diane & Theodore Louge (Deed Book 7411, Page 897); THENCE, along Louge's line S 21°37'34" W a distance of 209.00' to the POINT OF BEGINNING, containing 68.40 acres, more or less, according to a survey performed by Kevin David Crowe, PLS #1979TN.

BEING THE SAME PROPERTY CONVEYED BY PROLOGIS-NORTH CAROLINA LIMITED PARTNERSHIP, FORMERLY KNOWN AS SCI-NORTH CAROLINA LIMITED PARTNERSHIP TO LIGHTNING PROPCO III, LLC, A DELAWARE LIMITED PARTNERSHIP, BY DEED RECORDED IN REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE AS DOCUMENT NUMBER 20140807-0071278. A SCRIVENER'S AFFIDAVIT RECORDED IN REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE AS DOCUMENT NUMBER 20140904-0081056 CORRECTING THE VESTING OF THE GRANTEE TO LIGHTNING PROPCO III, LLC, A DELAWARE LIMITED LIABILITY COMPANY

PARCEL 2: Non-Exclusive Easement for billboard and billboard access as set forth in that certain Declaration of Easement of record as Document Number 20140807-0071276, Register's Office for Davidson County, Tennessee; as more particularly described: Billboard location BEGINNING at a point on the north right-of-way of Antioch Pike, said point being located THENCE, S 71°59'26" E, a distance of 286.77, S 18°00'34" W, a distance of 30.00' to an existing iron pin on said north right-of-way of Antioch Pike. THENCE, along said right-of-way of Antioch Pike N 71°59'26" W, a distance of 48.67' to a point; THENCE, leaving said right-of-way and across subject property for the next 2

calls: N 79°08'48" E, a distance of 46.27' to a point; THENCE, S 02°01'35" E, a distance of 23.77' to the POINT OF BEGINNING, containing 543.5 sq.ft., more or less.

Billboard Access Easement A certain parcel of land lying in Nashville, Davidson County, Tennessee, more particularly described as follows: Unless stated otherwise, any monument referred to herein as an iron pin set is a 5/8" rebar 18" in length with plastic cap stamped "K.Crowe #1979". All bearing are based Geodetic North by GPS observations, dated 09-14-2013.

BEGINNING at an existing iron pin on the north right-of-way of Antioch Pike, said pin being 249.30' west of the intersection of said north right-of-way of Antioch Pike and the west right-of-way of Space Park Drive; THENCE, along said right-of-way of Antioch Pike for the next 2 calls: N 18°00'34" E, a distance of 30.00' to an existing iron pin; THENCE, N 71°59'26" W, a distance of 335.44' to an point; THENCE, leaving said right-of-way and across subject property for the next 3 calls: N 18°00'34" E, a distance of 28.00' to a point; THENCE, S 71°59'26" E, a distance of 433.33' to a point; THENCE, S 18°00'34" W, a distance of 58.00' to a point on the north right-of-way of Antioch Pike; THENCE, along said right-of-way N 71°59'26" W, a distance of 97.89'to the POINT OF BEGINNING, containing 0.35 acres, more or less.

PARCEL 3: Non-Exclusive Reciprocal Easement for water meter and shared water lines as set forth in that certain Declaration of Easement of record as Document Number 20140807-0071277, Register's Office for Davidson County, Tennessee.

Exhibit B

Permitted Exceptions

1. Taxes and assessments for the year 2017, and subsequent years, not yet due and payable.

2. All matters as shown on the Plats of record in Plat Book 4660, Page 52 and Plat Book 4660, Page 136, Register's Office for Davidson County, Tennessee.

   5' Building line setback

3. Agreements for Dedication of Easement for Sanitary Sewers and/or Storm Drainage of record in Book 7985, Page 548; Book 7985, Page 470; Book 7790, Page 337; Book 5286, Page 299; and Book 3799, Page 688, Register's Office for Davidson County, Tennessee.

4. General Permits of record in Book 2961, Page 231 and Book 3434, Page 40, Register's Office for Davidson County, Tennessee.

5. Right of Way Easement of record in Book 4990, Page 633, Register's Office for Davidson County, Tennessee.

6. Deed of Conveyance as to sanitary sewer of record in Book 4824, Page 874, Register's Office for Davidson County, Tennessee.

7. Sanitary Sewer Easement Agreement of record in Book 3462, Page 548, Register's Office for Davidson County, Tennessee.

8. Easement for the flow of the waters of Mill Creek, and the rights of the public thereon.

9. Rights of upper and lower riparian owners to the flow of the waters of Mill Creek, free from diminution or pollution.

10. Terms and conditions of non-exclusive reciprocal easement for water meter and shared water lines as set forth in that certain Declaration of Easement of record as Document Number 20140807-0071277, Register's Office for Davidson County, Tennessee.

11. That portion of the land embraced within the bounds of any public road or thoroughfare.

12. Rights of parties in possession, as tenants only, under unrecorded lease agreements without rights of first refusal or options to purchase.

13. Any facts, rights, interests or claims that may exist or arise by reason of the following matters disclosed by an ALTA/NSPS survey made by Crowe – Wheeler and

Associates for Commercial Due Diligence Services on May 03, 2017 last revised___, 2017, designated Job Number 17-03-0337:

(A) Portion of building 15 lies within the 20 foot sanitary sewer easement by a distance of maximum of 2.7'

TRUE COPY CERTIFICATION

I, D. MATTHEW FOSTER, do hereby make oath that I am a licensed attorney and/or the custodian of the electronic version of the attached document tendered for registration herewith and that this is a true and correct copy of the original document executed and authenticated according to law.

D. Matt Foster
Signature

State of Tennessee:

County of Davidson:

Personally appeared before me, Denise C. Allis Wilburn, a notary public for this county and state, D. Matthew Foster, who acknowledges that this certification of an electronic document is true and correct and whose signature I have witnessed.

Denise C. Allis Wilburn, Notary Public

My commission Expires: 9-10-18
(affix Notary seal)

DENISE C. ALLIS-WILBURN
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY
MY COMMISSION EXPIRES 9-10-2018