



TIME EQUITIES SECURITIES LLC

TEI DIVERSIFIED INCOME AND OPPORTUNITY FUND V, LLC



OFFERING HIGHLIGHTS

SIZE:

Up to \$100,000,000

MINIMUM INVESTMENT:

10 Units (\$5,000/Unit) or \$50,000

Reduced amounts permitted at discretion of Sponsor.

PREFERRED RETURN & BONUS DISTRIBUTION:

6% non-compounded cumulative annual return with potential for year-end bonus distribution.

MANAGER PERFORMANCE PARTICIPATION:

1. 100% to the Members until they have received an amount equal to their 6% Preferred Return.

2. 100% to the Members until they have received the amount, which when added to the 6% Preferred Return equals 100% of the Original Invested Capital.

3. Then, to the Manager to make a catch up distribution equal to 40% of the amount distributed in excess of the Preferred Return Amount ("Excess Distributions").

4. Thereafter, 60% to the Members in proportion to their outstanding units and 40% to the Manager. **

**In the event the Members do not receive a 6% Cumulative Preferred Return and 100% of their Unreturned Capital, any distributions made to the Manager under the provisions of sections 3 and 4 shall be subject to a claw back payment to the extent of the amount needed to provide the Member's a 6% Cumulative Preferred Return and the repayment of 100% of their Unreturned Capital.

Upon the date that any payment becomes due to the Manager, no distributions shall be made to the Manager until the Manager determines that the net value of the assets of the Fund (if sold) equals or exceeds 125% of the amount needed to fully return all of the then Unreturned Capital.

TEI & AFFILIATE CO-OWNERSHIP & CO-INVESTMENT:

Manager and/or its Affiliates will maintain an amount equal to or greater than 15% of the total offering proceeds in the Fund or by direct investment in the properties acquired by the Fund.

REDEMPTION POLICY:

Commences the day after the offering termination date. Redemptions are limited to 5% of the outstanding units issued by the Fund annually on a first come first served basis. Redemption Value Per Unit shall be determined in the sole discretion of the Manager based upon estimated fair market value.

***EMERGENCY FACILITY LOAN:**

To the extent investors are in need of funds on an emergency basis but do not wish to redeem their position, investors may borrow up to 25% of their Unreturned Capital, with interest payments to be paid from all distributions payable to the investor.

INVESTOR REPORTING:

- Detailed bi-annual performance reports
- Audited year-end financial statements
- K-1 Tax Forms

BRINGING OVER 50 YEARS OF REAL ESTATE INVESTMENT AND DEVELOPMENT EXPERIENCE TO FINANCIAL ADVISORS AND INVESTORS

THE OFFERING

TEI Diversified Income & Opportunity Fund V, LLC ("TEI DIOF V") seeks to acquire whole or partial interests in a diversified portfolio of opportunistic and income producing properties. The portfolio may consist of office, retail, multifamily, student housing, mixed-use, industrial, and parking garages across the United States and internationally.

INVESTMENT PHILOSOPHY

Over the past 54 years, TEI has acquired a diverse portfolio using tried and true guiding principles, with an innovative edge. TEI's decision making is focused on a dedication to long-term ownership and opportunistic buying. TEI believes that a diverse portfolio, spread across multiple property types, sizes, and markets is the best way to hedge against the inevitable cycles that dominate the history of not only the real estate industry, but the entire economy as a whole. TEI focuses on limiting downside risk through such cycles by underwriting changing market conditions and examining a myriad of present and future property specific issues.

BUSINESS PLAN

TEI DIOF V will strive to make growing quarterly and yearend bonus distributions with the objective of returning 100% of the original invested capital through a combination of earnings, refinancings and/or sales. It is anticipated that once capital has been returned, each investor shall continue to be entitled to their share of additional ongoing distributions. This strategy provides the investor the ability to have capital returned in a tax-efficient manner while at the same time maintaining the benefits of diversification (of properties owned as compared to a single asset fund) and long-term real estate ownership.

INVESTMENT OBJECTIVES*

- Pay quarterly distributions before and after the return of 100% of original invested capital.
- Provide income from a diversified investment portfolio.
- Provide appreciation through the acquisition, operation, management, refinancing, and/or sale of properties.

*There can be no assurance these objectives will be achieved. An investment in the fund may incur a selling commission up to 7% and up to 3% in other marketing related fees, which in the aggregate will not exceed 10% of the amount invested. Affiliates of the fund will also receive reimbursement fees related to the acquisition and sales brokerage of the properties for the fund and may also receive other fees related to the management of the fund which are not included in the 10% fees which are related to the capital raise. Please see the PPM for a complete description of the fees.



TIME EQUITIES INC.

Diversified Real Estate Investment Company | Established 1966

- » Privately held, full service real estate investment company.
- » Principals and affiliates of TEI own a diversified portfolio of over 300 office, retail, multi-family, & industrial assets, representing over \$5 Billion in asset value and over 33 million square feet acquired/constructed.
- » Current holdings in 33 US states, 5 Canadian provinces, Germany, Netherlands, Italy, and Anguilla, BWI.
- » Servicing individual investors since inception in 1966.
- » Co-invests alongside investors.
- » Senior management team averages over 25 years of employment at TEI.

FULL SERVICE

- | | |
|--------------------------------------|----------------------------|
| 1031 Like-Kind Exchanges | Commercial Sales & Leasing |
| Equity Division & Investor Relations | Design & Construction |
| Acquisitions and Development | Property Management |
| Asset Management | Art-In-Buildings |
| Mortgage Finance | Sustainability & Design |
| Rent Administration | Legal |
| Tax Accounting | Insurance |

A NOTE FROM THE CHAIRMAN AND CEO



We at Time Equities Inc. appreciate your consideration of our offering. We look forward to building a long term relationship with you. We have been very successful for over 50 years and through many economic cycles by maintaining a diversified portfolio and adhering to the guiding set of principles that have remained the same: a dedication to long-term ownership and opportunistic buying. Real estate rewards those who are careful, skeptical, patient, and are willing to say “no” until a compelling investment opportunity presents itself. However, no investor can pick only winners and the markets have a mind of their own. Our dedicated and experienced team of real estate executives, fund managers, and investment professionals supports the possibility for the success of the fund through the complete lifecycle of a deal, from acquisitions analysis to disposition.

This is the TEI way - cover the “downside” and the upside will take care of itself. We are committed to the success of this fund, the broker/dealer marketplace, and above all, to you. We welcome your inquiries and look forward to having you as a part of the TEI investment family, on this offering and beyond.

Sincerely,

Francis Greenburger, Chairman and CEO
Time Equities Inc.
www.TimeEquities.com



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PRIMARY RISK FACTORS IN TEI DIOF V INCLUDE: (ALTHOUGH NOT LIMITED TO)

- This investment involves a substantial degree of risk, should be considered speculative, and an investor may lose their entire investment;
- No public market exists for the investment units (shares) and it is highly unlikely that any such market will ever develop;
- Substantial restrictions exist upon the transfer of shares;
- Lack of liquidity;
- Use of leverage, uncertainty as to the amount and type of leverage to be used, and a lack of any binding financing commitments;
- The Fund may only have limited diversification as to the type of property it owns;
- Risks associated with investing in commercial real estate, including potential environmental risks;
- Potentially complex tax consequences;
- It is a newly formed business with no history of operations and only limited assets;
- The manager is a newly formed entity with no experience managing funds;
- Substantial fees and distributions are payable to the manager and its affiliates; and
- Potentially significant conflicts of interest exist involving the manager and its affiliates.

This is neither an offer to sell nor a solicitation of an offer to buy the securities referenced herein. The offering of membership units in TEI Diversified Income and Opportunity Fund V, LLC (the “Company”) is made only by a Confidential Private Placement Memorandum of the Company (the “Memorandum”). You must read the entire Memorandum in order to fully understand the risks related to the purchase of units in the Company. The information set forth herein is not indicative of future performance and there is no assurance that the Company will experience similar returns. Time Equities Inc. and Time Equities Securities LLC are affiliates. Securities Offered Through Time Equities Securities LLC, a Member of FINRA.