



DISCLOSURE FORM

Please Type or Print

File No. MAJ15-001	Quad. SW
Related Files	
DEPARTMENT USE ONLY	

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Stony Village South, 2860 Stony Point, Santa Rosa
(Include site address)

Please provide the name of each individual, partnership, corporation, LLC, or trust who has an interest in the proposed land use action. Include the names of all applicants, developers, property owners, and each person or entity that holds an option on the property.

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- Individuals: Identify all individuals
- Partnerships: Identify all general and limited partners
- Corporations: Identify all shareholders owning 10% or more of the stock and all officers and directors (unless the corporation is listed on any major stock exchange, in which case only the identity of the exchange must be listed.
- LLCs: Identify all members, managers, partners, officers and directors.
- Trusts: Identify all trustees and beneficiaries.
- Option Holders: Identify all holders of options on the real property.

Full Name:	Address:
City Ventures Communities LLC	1900 Quail Street Newport Beach, CA 92660

In addition, please identify the name of each civil engineer, architect, and consultant for the project.

Full Name:	Address:
Hunt Hale Jones Architecture	444 Spear Street Suite 105 San Francisco, CA 94105
Carlile Macy (civil & landscape)	15 Third Street Santa Rosa, CA 95401
Monk & Associates (biological resources)	1136 Saranap Avenue Suite Q Walnut Creek, CA 94595

Additional names and addresses attached: Yes No

The above information shall be promptly updated by the applicant to reflect any change that occurs prior to final action.

I certify that the above information is true and correct: Applicant 12/12/14 Date

PRINCIPAL STOCKHOLDERS

The following table sets forth the beneficial ownership of our common stock immediately prior to and immediately after the completion of this offering by (1) each of our directors and director nominees, (2) each of our executive officers, (3) all of our directors, director nominees and executive officers as a group and (4) each person or group known by us to be the beneficial owner of 5% or more of our outstanding common stock.

Unless otherwise indicated in the footnotes to the table, and subject to community property laws where applicable, each person named in the table has sole voting and investment power with respect to all of the securities shown as beneficially owned by such person. The number of securities shown represents the number of securities the person "beneficially owns," as determined by the rules of the SEC. The SEC has defined "beneficial" ownership of a security to mean the possession, directly or indirectly, of voting power and/or investment power. A security holder is also deemed to be, as of any date, the beneficial owner of all securities that such security holder has the right to acquire within 60 days after that date through (1) the exercise of any option, warrant or right, (2) the conversion of a security, (3) the power to revoke a trust, discretionary account or similar arrangement, or (4) the automatic termination of a trust, discretionary account or similar arrangement.

The percentages reflect beneficial ownership immediately prior to and immediately after the completion of this offering as determined in accordance with Rule 13d-3 under the Exchange Act and are based on _____ shares of our common stock outstanding as of the date immediately prior to the completion of this offering and _____ shares of our common stock outstanding as of the date immediately following the completion of this offering, in each case after giving effect to the Formation Transactions. The percentages assume no exercise by the underwriters of their option to purchase additional shares. Except as noted below, the address for all beneficial owners in the table below is 1900 Quail Street, Newport Beach, California 92660.

Name and Address of Beneficial Owner	Amount and Nature of Beneficial Ownership			
	Immediately Prior to this Offering		Immediately After this Offering	
	Shares Owned	Percentage	Shares Owned	Percentage
5% or more Stockholder:				
CV Holdings 1 LP(1)			%	%
CV Holdings 2 LP(2)			%	%
Ares Funds(3)			%	%
Directors and Executive Officers:				
Mr. Mark Buckland(4)			%	%
Mr. Scott Homan				
Mr. August Belmont				
Mr. Herb Gardner				
Mr. Craig Atkins(5)			%	%
Mr. John Kissick(6)				
Mr. Daniel Lukas(7)				
Mr. Jason Reese(8)				
Mr. Bennett Rosenthal(9)				
All directors and executive officers as a group (nine persons)			%	%