

ANGELO, GORDON & CO.

CAPITAL MARKETS PERSPECTIVES

SECOND QUARTER 2015

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ANGELO, GORDON & CO. is a privately held investment management firm that was founded in 1988 to focus on alternative money management activities and currently has assets under management of \$27 billion. The firm's investment philosophy combines fundamental in-depth research and a conservative valuation approach with a diversification strategy designed to reduce downside risk and protect principal.

Investment disciplines encompass four principal business lines: (i) credit; (ii) real estate; (iii) private equity and (iv) multi-strategy. Funds are managed in single-strategy vehicles or multi-strategy vehicles. A great deal of synergy exists among the investment teams and their ability to work together has proven to be a key element in the firm's success.



PORTFOLIO MANAGERS' CORNER



BRUCE MARTIN

Portfolio Manager

Non-Investment Grade
Corporate Credit

Second quarter returns for the high yield bond and leveraged loan markets were muted, with high yield bonds up just 33 basis points and leveraged loans up 67 basis points (See Chart). However, both leveraged finance markets vastly outperformed the investment grade markets, the equity markets, and 10-year Treasury bonds, which generated losses of 3% during the quarter as fears of rising rates and the Greek credit drama again tormented investors. JP Morgan research analysts now anticipate two rate hikes this year, in September and December, although recent events in Greece may affect the timing of lift-off.

The leveraged finance markets started the quarter off strong as WTI oil prices bounced sharply from \$48 at the end of March to \$60 in April. However, as WTI failed to appreciate further and the Treasury market sold off, the high yield bond market experienced \$4.5 billion of outflows in June, driving prices lower and resulting in high yield index returns of negative 1.4% in June. The leveraged loan market fared better in June, despite also delivering negative 0.3% returns for the month due in large part to positive market technicals, as well as less sensitivity to expectations concerning future levels of interest rates. Loan funds experienced minimal outflows during the quarter and ongoing robust CLO issuance. In the first half of the year, CLO issuance reached nearly \$70 billion, virtually on par with net new issue loan supply of \$69.3 billion.

Default rates are creeping up, approaching a still low 2%, but the trend is both troubling and ominous given the increasing likelihood of energy-related defaults on the horizon. Although energy-related credits continue to lead the market lower and default statistics higher, metals and mining credits are also struggling, delivering the weakest index returns this year of negative 3.44% through the end of June. Heading into the second half of 2015, market attention will continue to be focused on oil prices, interest rates, and Greece. Although contagion may ultimately be contained, the uncertain implications of a potential Greek exit from the EU will likely result in ongoing bouts of volatility which would also likely be felt in the U.S. credit markets.



TREVOR CLARK



CHRIS WILLIAMS

Portfolio Managers

Middle Market Direct Lending

The middle market lending environment continues to feel the impact from a number of non-credit related factors. The recently announced sale of market-leader GE Capital's middle market lending operation, and the continuing impact of the Dodd-Frank mandated leveraged lending guidance has created significant uncertainty in the competitive landscape of middle market leveraged lenders. This uncertainty has created an opportunity for non-traditional market participants to play a larger role in the lending market.

While the first half of 2015 middle market loan volume was off 19% from the same period in 2014, second quarter loan volume jumped to \$3 billion, a significant increase from \$2.2 billion in the first quarter. Private equity backed transaction volume remained under pressure, as strategic buyers utilized high stock prices and low borrowing costs to aggressively pursue acquisition targets. Despite a significant increase in forecasted LBO activity, most lenders are not projecting an increase in expected loan volume for the second half of the year. According to LCD's Middle Market Review, LBOs represented 56% of year-to-date ("YTD"), 2015 loan volume, with refinancings and recaps representing 17% and 13%, respectively.

The current market dynamic highlights the difference between lenders with and without established direct origination capabilities. The lenders without direct origination rely on those with direct origination capabilities to provide lending opportunities. As the demand for loans outstrips supply, any lender without a robust direct origination effort will be subject to adverse deal selection. The pricing spread between large corporate and middle market loans ended the quarter at approximately 170 basis points (See Chart). This middle market pricing premium reflects the on-going supply/demand imbalance between the large corporate and middle market debt markets.



TODD DITTMANN

Portfolio Manager

Energy Direct Lending

Oil prices have entered a "new normal," in which the competitive market established by U.S. shale production has eclipsed the historical influence of the OPEC cartel. Actual OPEC production regularly exceeds 31 million barrels per day ("bpd") despite a stated 30 million bpd target, and the Saudi rig count is up 14% from July 2014. The U.S. rig count, in contrast, has declined more than 50% over the same time period (See Chart). Absent a return to a sustainable oil price enforcement mechanism, prices will remain volatile. Bearish factors at play include a strong U.S. dollar, OPEC production growth, full storage capacity, weak Chinese growth, and Iranian production. There are also numerous bullish factors to consider including absolute growing global demand, geopolitical risk, declining storage, and, until recently, a falling rig count.

Despite this uncertainty and instability, yield-hungry debt investors have flocked to large, tightly priced, loosely structured, broadly syndicated energy debt financings. In May, energy represented 25% of all new high yield issues. A total of \$9 billion in leveraged finance paper was issued by 16 oil and gas companies, with healthier companies

issuing longer-dated, unsecured bonds and more stressed issuers syndicating shorter-dated, second-lien secured paper. We would categorize many of these deals as short on structure and long on oil price hope, as few incorporated maintenance covenants, amortization requirements or hedging requirements, and yields reflected scant concern that oil price volatility goes both ways. Lending in this environment requires prudence. Given our lack of conviction about the future price of oil, we favor better-structured, hedged and more attractively priced senior secured lending opportunities that provide covenant control, the potential for amortization and, where available, junior capital below our entry point. We believe such transactions will become increasingly available as long as oil prices remain below \$70-75 per barrel.

PORTFOLIO MANAGERS' CORNER (continued)



THOMAS FULLER Portfolio Manager Distressed Debt

Recent domestic default activity suggests the pace of distress in the U.S. is quickening. However, with energy issuers representing nearly half of the defaulting companies YTD, the overall number is misleading. Despite an uptick in the first half of 2015, defaults, which were up 56% year-over-year, ex-TXU, and 72% compared to the second half of 2014, remained historically low with the lagging high yield and loan default rates ending the quarter at 1.9% and 1.7%, respectively. By loan count, the default rate was still less than 1% as of June 30.

As we enter the second half of 2015, liquidity pressure on E&P names could change the high yield figures with distressed energy credits potentially leading the way (See Chart). In general, we expect energy lending banks to materially reduce available revolving credit as part of the October borrowing base redetermination process. With energy companies facing reduced lines of financing, and possibly having already pledged existing reserves as collateral, we believe a potential market may be opening for future distressed possibilities. We continue to be exceedingly concerned with asset quality and value of both public and private opportunities, as opposed to conventional debt metrics. In Europe, the most compelling deals remain domiciled in jurisdictions with strong

creditor rights. In addition to corporate leveraged finance issues, new opportunities are appearing in infrastructure and real estate. Banks continue to sell non-core exposure through single asset deals and portfolio sales (See Chart).



ARTHUR PEPONIS

Portfolio Manager

Private Equity

The private equity market trends in the second quarter were consistent with those seen in the first quarter and continued the industry trends of the past few years. Deal volume for the first six months of 2015 increased approximately 20% from the same period in 2014 and was on pace for its best year since 2007. Despite higher deal volume, equity "dry powder" increased and finished the quarter at \$467 billion, just shy of the all-time high of \$482 billion set in 2008. Average leverage for buyouts in the first half of 2015 remained high by historical standards. During the period, leverage as a multiple of EBITDA was 5.8x, consistent with 2014's 5.8x multiple and slightly below the record 6.2x multiple recorded in 2007 (See Chart). In addition, issuer-friendly covenant-lite loans represented a noteworthy 74% of new issues, an all-time high. Multiples achieved by sellers were also on pace to set a record for the year. During the first half of 2015, the multiple paid by private equity firms was on average 10.1x EBITDA, which was higher than the record 9.7x achieved in 2007. Further, for the first six months of 2015, equity as a percent of total consideration increased to 43%, which was at the upper end of equity contribution by historical standards. In addition to paying high multiples, private equity buyers, at times, maintained an aggressive posture to secure assets. Although anecdotal, it appears that there was an increase in buyers preempting

competitive processes, agreeing to seller-friendly contractual issues, and shortening due diligence periods. Although private equity exits in both dollar volume and number were lower in the first half of 2015 versus the prior year period, exits were still on pace to have their second strongest year ever. The market remains favorable for sponsors seeking to monetize assets.



DAVID KAMIN
Portfolio Manager
Merger Arbitrage

U.S. merger and acquisition volumes achieved a 15-year high as the second quarter marked the sixth consecutive quarter of robust M&A activity (See Chart). Whereas the previous M&A boom of 2007 was fueled by private equity-backed leveraged buyouts, the current M&A activity is driven by strategic corporate deals. Health care once again dominated deal flow, comprising approximately 38% of announced deal volumes which often involved foreign-domiciled buyers looking at U.S. companies. Technology, and in particular, semiconductors, continued to be an active industry during the quarter. The average deal size reached an all-time high of \$10.5 billion as the skew to large deals continued in the quarter; approximately 40% of announced deals had a market capitalization greater than \$5 billion. As a result of their larger size and thus increased complexities, deals are taking longer to complete and carry greater regulatory risk.

While median deal spreads were flat compared to spreads of 7% in the first quarter, it was not a quiet quarter as U.S. regulators returned in force. Both Comcast and Applied Materials abandoned their respective deals after facing serious concerns from regulators. Sysco Corp. also dropped its attempt to purchase US Foods, Inc. when

a federal judge sided with the FTC. Steris Corp. still awaits the fate of its acquisition of Synergy Health plc after the FTC sued to block the deal. There was some market dislocation as a result of these blocked deals; however, it was not nearly as painful for arbitrageurs as when AbbVie walked away from its acquisition of Shire plc in October 2014. Late in the quarter we saw a break from a recent trend of investors rewarding acquirer's shares, as seen during this six-year recovery. We do not believe that this is a sea change but rather a result of particular circumstances and recent general market softness. Organic growth opportunities remain elusive, companies continue to have sizeable cash balances, and financing should remain attractive even after a presumed increase in the Fed Funds rate, which all point to a persistently strong M&A market.

PORTFOLIO MANAGERS' CORNER (continued)



GARY WOLF Portfolio Manager Convertible Arbitrage

June was a weak month for most risk assets as investors grappled with a continuing slowdown in China and the eurozone's negotiations with Greece. Convertible bonds gave back some of their YTD gains in this environment, with the BAML Global 300 Convertible Index falling 2.23% (in local currency terms) in June, its first negative month this year. For the second quarter, however, the convertible benchmark managed to stay in positive territory, adding 0.36%, even as European equity markets recorded their worst quarter in three years and the S&P was lower for the first quarter in ten. Convertible bond valuations cheapened somewhat as general risk appetite waned. Japan and Europe were particularly soft. Much of this was described as "dealer-led weakness," as market makers widened bid-offer spreads and called bonds lower for fear of facing sellers. However, no widespread selling materialized. In particular, outright investors remained better buyers on equity market weakness and continued cash inflows. Valuations may yet snap back fairly quickly once uncertainty in Europe subsides. The BAML All US Hedge Index, as an indicator for convertible arbitrage returns, declined 0.97% in the second quarter (-1.58% in June). Global convertible new issuance could not quite keep up the pace set in in the first quarter, yet remained healthy at

\$23 billion according to UBS data (See Chart). The U.S. market continued to attract the highest deal volume at \$9.6 billion, followed by Europe at \$8.2 billion. The largest transactions included the America Movil/KPN NV exchangeable as well as the Frontier Communications and Anthem preferreds.



JONATHAN LIEBERMAN Portfolio Manager Residential and Consumer Debt (RMBS/ABS)

RMBS and ABS issuance and trading activity continued to be robust in the second quarter as demand for mortgage and consumer credit remained healthy and supply technicals supportive. The second quarter saw some reversal in the credit spread tightening experienced in the first quarter resulting from eurozone concerns, greater interest rate volatility, and liquidity fears. Although uncertainties in Europe, Puerto Rico, and China contributed some volatility in the market at quarter-end, we anticipate that there will be nominal impact on mortgage and consumer credit markets. Along with the uncertainties abroad, the anticipation of Fed lift-off has caused some fluctuations in the interest rate market. As a result, we experienced bouts of volatility in mortgage basis in the Agency RMBS market and anticipate this to continue in the coming months. Index or beta-like securities such Fannie and Freddie risk transfer transactions traded sideways as broker-dealers reduced inventory going into quarter-end. In terms of mortgage and consumer performance, there were solid improvements in both the underlying assets as well as borrowers' balance sheets (See Chart). Home prices have stabilized, providing more equity to mortgage borrowers, and consumer balance sheets have improved through better labor markets and moderately higher wages. The trend of better delinquency rates continued to hold in the RMBS and ABS markets.



ANDREW SOLOMON Portfolio Manager Real Estate Debt (CMBS)

In hindsight one could say the fact that CMBS spreads had tightened for almost 40 straight months was interesting, but it is actually the sharp reversal of this trend that we find captivating. The second quarter started off in a fairly benign fashion, with spreads unchanged to modestly wider during April and May. In early June, the CMBS market held its second "annual" conference of 2015. This typically bullish event had a decidedly different tone that was described by participants as ranging from complacent, ambivalent and lacking conviction to cautious and even bearish. Investors expressed a wide range of concerns, including a lack of "obvious" trade ideas, the impact of a higher interest rate environment on the sector, regulatory hurdles due to risk retention, and deteriorating underwriting standards. The market tone turned negative towards quarter-end as a wave of new issue supply entered the market just as the market was contending with liquidity (or lack thereof), and the latest Greece chapter. Better quality legacy junior AAAs were quoted as much as 50 basis points wider by quarter-end. However, if a forced seller came into the market on the wrong day, the bonds would likely have sold closer to 100 basis points wider than levels seen in April. While this spread widening was significant, it rarely translated into a price decline of more than a point, as these are short duration bonds.

However, the same cannot be said in the new issue market, where spread movements have a much more dramatic impact on dollar prices. Into quarter-end, spreads on certain AAA bonds widened out from approximately 85 basis points over swaps to approximately 100 over swaps (See Chart). This spread widening resulted in a price decline of roughly 1.25 points, or over \$6 million in total for a \$500 million bond class. At the BBB-level, spreads widened out from 350 to as much as 440, which translates to a price drop from \$90 to roughly \$84 and is more than enough to wipe out an entire year's worth of projected returns. We continue to believe that the market offers compelling investment opportunities for those with the right diligence and trading capabilities.



GORDON J. WHITING Portfolio Manager Net Lease Real Estate

Activity in the net lease market remained robust during the second quarter. Despite interest rate volatility, pricing in this market continued to strengthen throughout the period, particularly for retail. Cap rates for industrial and office properties with below investment-grade tenants are now in the mid-6% to low-8% range, depending on real estate quality and lease term (See Chart). The acquisition landscape has become more competitive due to a favorable financing market, the growth in both the non-traded REIT space and in the public REIT market. Deal supply has also been healthy alongside an active M&A market and available financing.



PORTFOLIO MANAGERS' CORNER (continued)



ADAM SCHWARTZ

Portfolio Manager

Head of U.S. and Europe
Real Estate

The year was off to a strong start with total sales volumes of nearly \$200 billion as of May, up approximately a third from the same period in 2014. Sales activity continued to be driven by strong capital flows across all investor types, particularly international sources who have been responsible for nearly 20% of core sales as compared to about half that rate last year (See Chart). Cap rates continued to decline, down nearly 60 basis points from 2014 (See Chart). Residential real estate has lagged commercial meaningfully, with prices up 5% year-over-year versus 16% for commercial. While commercial cap rates appear at record lows, lending spreads today are significantly wider than they were at the past peak, implying that cap rates may not need to fully absorb the impact of increasing interest rates as lending spreads could tighten. On the commercial lending side, underwriting standards remain more disciplined than they were in 2007. LTVs on commercial loans are closer to 65% today, compared to 70% in 2007. And despite a very robust lending environment, lending sources are well-diversified with CMBS representing roughly a 25% share of new origination versus 50% at the peak.

U.S. office market vacancy rates remained largely unchanged in the second quarter. Positive absorption occurred primarily in the suburban markets while the central business districts remained flat. Construction, while still below

long-term averages, was highly concentrated as the top 10 markets accounted for nearly 60% of the total office space under construction. Rental rates have seen improvement with multifamily up 4.2% YTD as a result of increasing household formation and a trend towards renting (See Chart). Office rents also trended higher with 3.3% growth although they remain below their 2008 peak. The pace of retail rent growth has slowed, up roughly 2%. As these rent increases eventually flow through to the bottom line, expectations for net operating income growth over 2015-2019 are robust, projected at over 4% per annum.

In Western Europe, annual investment volumes have more than doubled from €40 billion in 2009, to approximately €110 billion – though still not quite at the 2007 peak of €125 billion. In this time period, price appreciation has been driven roughly two-thirds by cap rates (compression of approximately 200bps in prime assets) and one-third by rent growth (See Chart). These figures vary greatly by city; for example, London experienced yield compression of nearly 250 bps and Dublin 350 bps accompanied by strong rent growth, while Munich has seen 100 bps and Milan, barely any. A large part of the yield compression has been caused by a drop in base rates to very low levels. As a result, it is hard to see how cap rates can further compress unless macro news pushes buyers to accept even lower yields. Occupational markets across Europe seem to have mostly bottomed out with no city recording a major fall in rental levels and vacancy rates moving downward from a peak of 12% to 10%. Despite low levels of demand, a lack of new supply has allowed market occupancies to tighten. Rental growth has been correlated with employment growth. Due to its low unemployment rate, the UK is on track to have rental growth greater than 3% this year in all of its major cities, well higher in London.



WILSON LEUNG Portfolio Manager Asia Real Estate

The Japanese real estate sector is still in the early stages of a recovery and is four to five years behind the recovery experienced in the U.S. This gradual recovery resulted in Tokyo office rents rising 3.6% for the quarter. Vacancy in the Tokyo office sector rose by 1.0% to 6.3% as a result of new supply that was delivered to the market. We expect market rents to grow at a moderate pace which would support a healthy recovery in the real estate market. Cap rates and borrowing costs for Grade A office assets remained unchanged, allowing for the attractive 300+ basis point spread to continue (See Chart). Demand for core, stabilized assets from both domestic and foreign investors continued to be strong as investors took advantage of the very positive yield spread. With the Japanese property market recovery in its early stages, we continue to believe that this is an ideal time to invest in Japan.

In Korea, opportunities to buy properties from distressed owners continue as the market struggles to recover. Vacancy in the Seoul office market edged up to 11.5% from 10.3% in the prior quarter as the market continued to absorb a lingering overhang from over-supply. As a result, office rents remained flat during the quarter. Cap

rate spreads over 5-year Korean Treasuries widened to 300 basis points as Treasury yields ended the first quarter at 1.8% which were the lowest in a decade (See Chart).

In China, the story of the year involves the dramatic swings of the Chinese equities market (See Chart of the Quarter). Nevertheless, the Chinese economy continued its steady, albeit slower growth pace of 7.0% in the second quarter. Although the supply-demand dynamics of the residential sector remain relatively healthy, prudent investors have slowly moved away from investing in residential development projects as development margins are being squeezed. A decade ago, such investors were able to invest in residential development deals where margins of 50% to 75% on cost were achievable. Today, the large Chinese developers have become more aggressive at land acquisition and are squeezing those margins down to 25% to 30%, which has made it less attractive. Over the past two years, new opportunities have arisen in selectively buying existing commercial and residential assets that need renovation or repositioning in China's Tier 1 cities including Shanghai, Beijing, and also Hong Kong.



ECONOMIC DASHBOARD

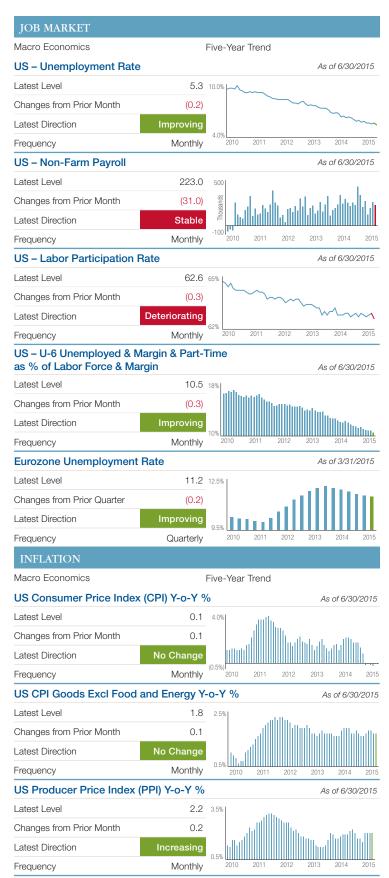
Changes from Prior Month

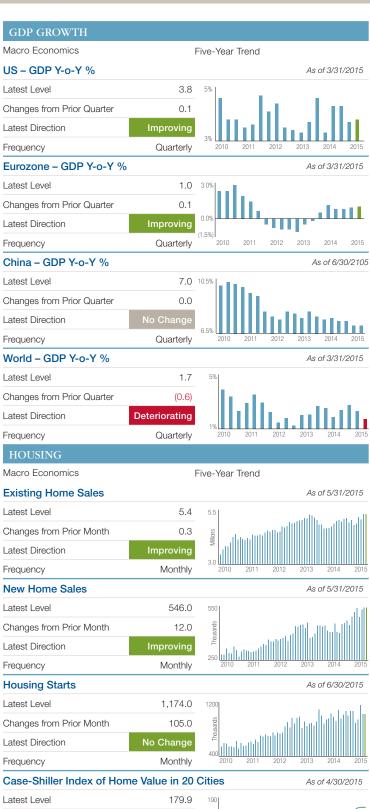
Latest Direction

Frequency

MARKET INDICES

Second Quarter 2015





0.5

Improving

Monthly

Source: Bloomberg (All)

2013

2014

2011

ECONOMIC DASHBOARD (continued)



Source: Bloomberg (All)

ECONOMIC DASHBOARD (continued)



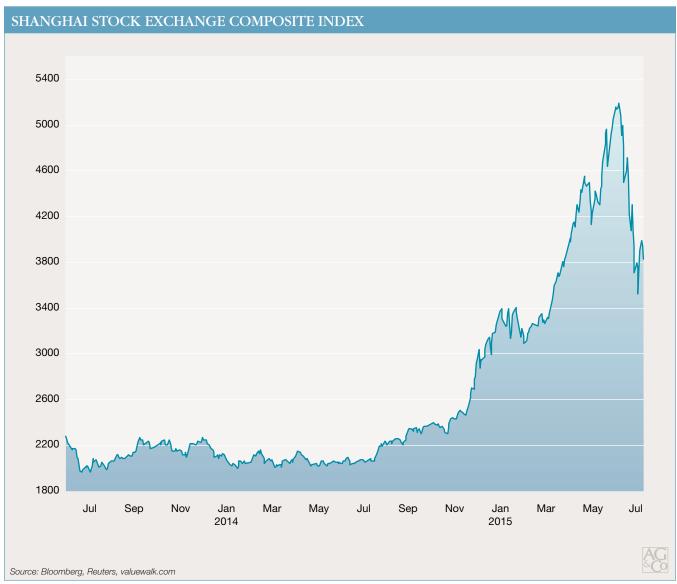
Source: Bloomberg (Except where noted)
(1) NBC News/Wall Street Journal Survey

[&]quot;Latest Direction" is from the last "Frequency" measurement



CHART OF THE QUARTER

(Return to PM Corner)

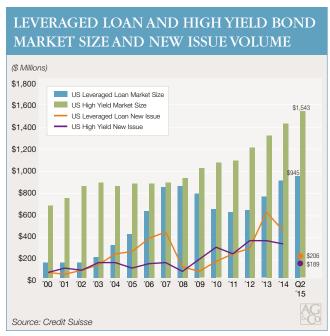


The Shanghai Composite Index (SCI) has seen a dramatic 84% rise over the past 12-months, driven by large capital inflows from margin-financed investors. Inexperienced retail investors, many of whom are using margin financing facilities for the first time, represent approximately 85% of the market as compared to the U.S. stock market where retail investors are approximately 40%. In the past month, investors gave back a significant portion of the gains as the SCI dropped 26% from its June 12th peak to July 15th. The Chinese government stepped in with supportive measures meant to stabilize the market by providing, among other factors, \$200 billion to brokers for equity purchases and additional margin loans. We continue to monitor this market phenomenon and believe there could be distressed investors forced to sell their real estate assets to meet margin calls.

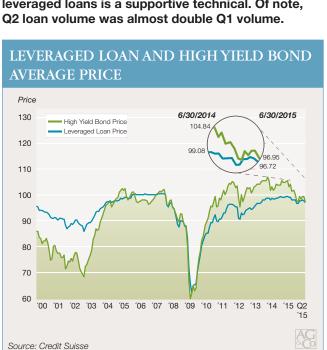


DRDON INVESTMENT STRATEGIES

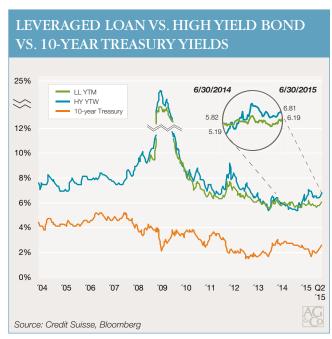
NON-INVESTMENT GRADE CORPORATE CREDIT



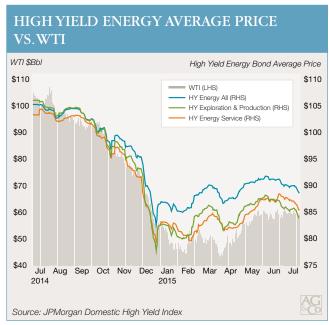
High yield bond and leveraged loan markets continued to expand. Light new issuance in leveraged loans is a supportive technical. Of note, Q2 loan volume was almost double Q1 volume.



Average high yield prices declined substantially due to their sensitivity to rising rates and large exposure to energy (~16% of the index).

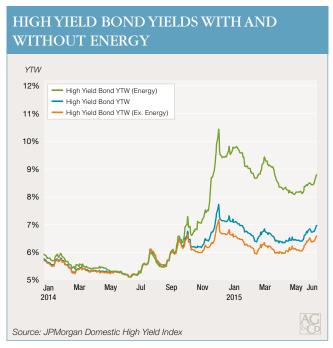


As macro uncertainty returned during Q2, yields rose.

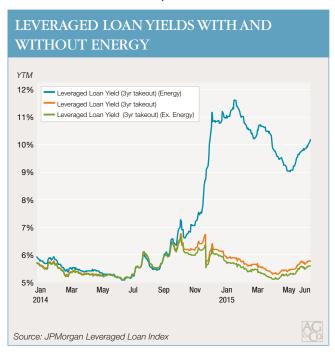


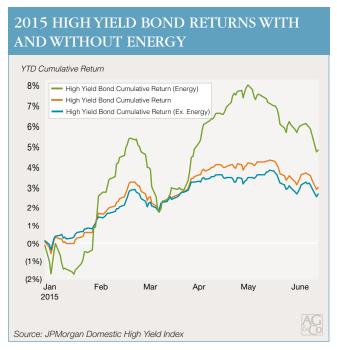
WTI and high yield energy rose in tandem early in Q2. High yield energy names gave back much of their gain in May and June while WTI traded in a tight range. WTI at \$60 is uneconomical for many high yield energy borrowers.



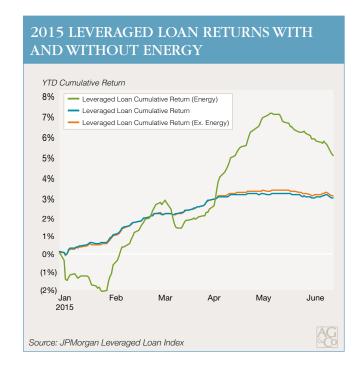


Energy yields remain much higher than those in the overall market, indicating uncertainty about the risk/reward profile of energy-related credits (applies to charts above and below).



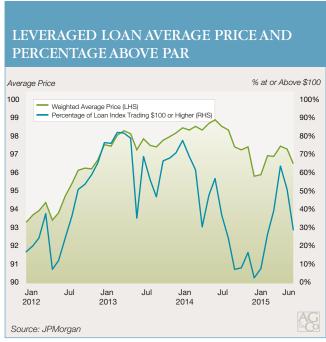


Volatility in energy performance had a larger effect on the high yield index than on the leveraged loan index (applies to charts above and below).

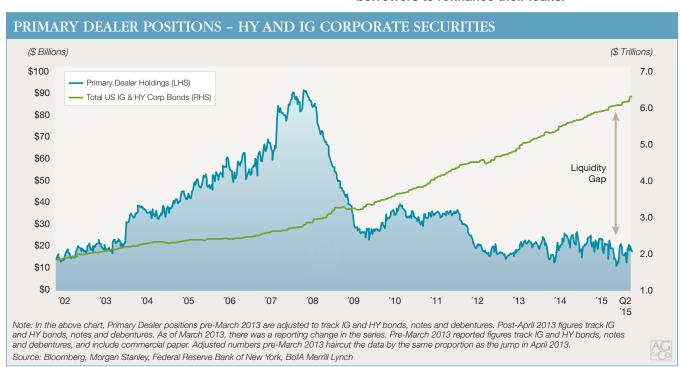


COV-LITE PERCENTAGE OF NEW ISSUE LOANS AND PERCENTAGE OF **OUTSTANDING LOANS** 80% Cov-Lite % of Outstanding Cov-Lite % of New Issue 70% 60% 50% 40% 30% 20% 10% 0% **′**04 05 '06 ′07 '08 09 10 12 Ή3 Ή4 Q2 Source: JPMorgan, Credit Suisse

Cov-lite as a percentage of new issue loans rose to its highest level yet as borrowers continued to take advantage of demand from ramping CLOs.

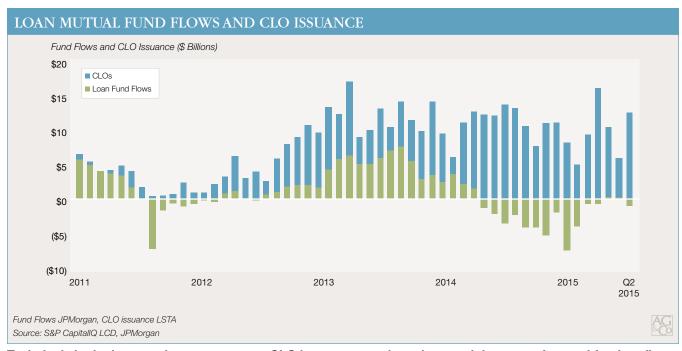


As macro uncertainty hit the credit markets in June, the average price of leveraged loans dropped toward January's low. As the percentage of loans trading above par falls, there tends to be less pressure from borrowers to refinance their loans.

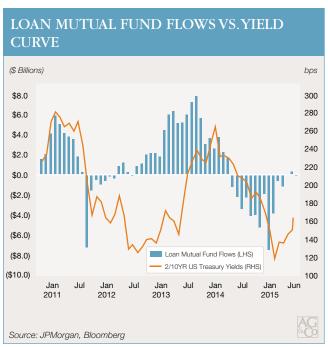


In 2014, dealer-held positions averaged just 0.25% of the market and less than one day's average trading volume. Dealers continue to maintain tight balance sheets in 2015. Dealers are not positioned to act as market shock absorbers.* (*JPMorgan)

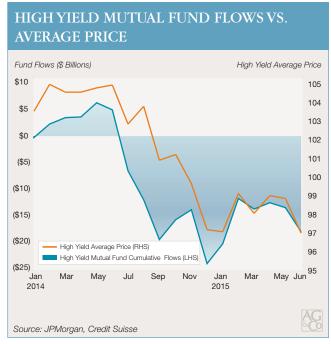




Technicals in the loan market are strong as CLO issuance remains robust and the pace of mutual fund outflow has moderated.



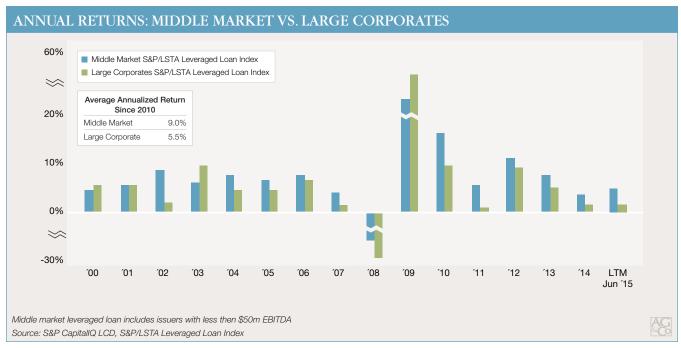
As expectations of an interest rate hike by the Fed in 2015 increased, loan mutual fund flows turned positive in April after 12 consecutive months of outflows. Floating rate leveraged loans have historically outperformed in a rising rate environment.



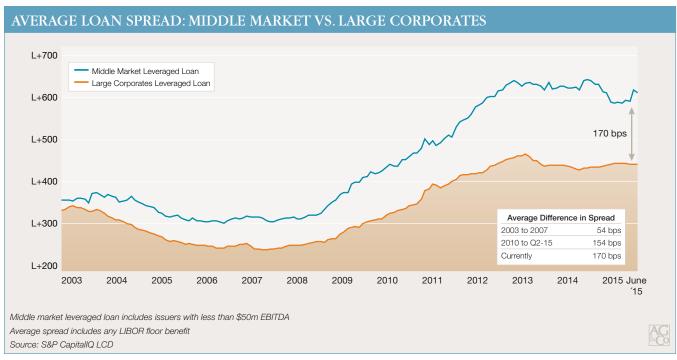
High yield prices fell versus the prior quarter as uncertainty over the macro environment, the timing and pace of the Fed's rate actions, and the path of commodity prices all resulted in high yield mutual fund outflows.



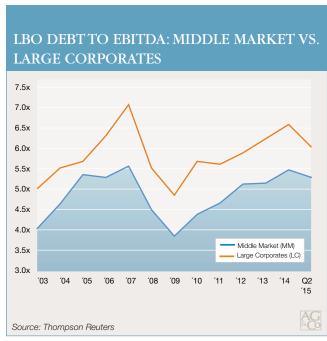
Matching Money with Opportunity $^{\scriptscriptstyle extsf{TN}}$



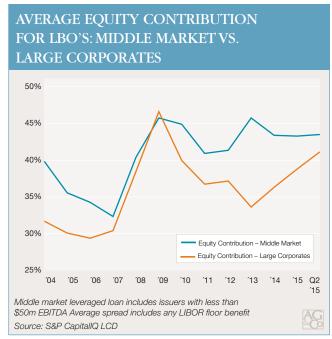
With the exception of 2008, middle market loans have had positive annual returns in each period.



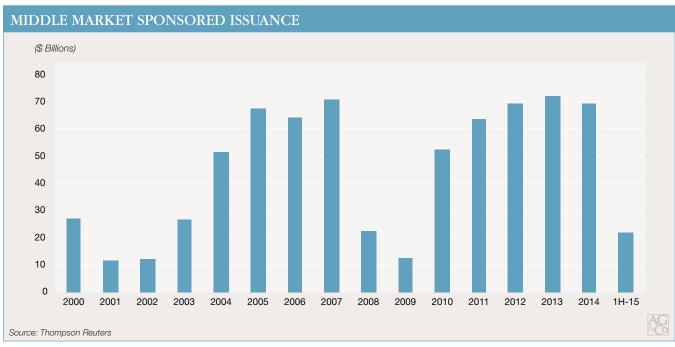
Middle market borrowers have historically had a higher funding cost than large corporate borrowers. The gap has tripled in the post-financial crisis era.



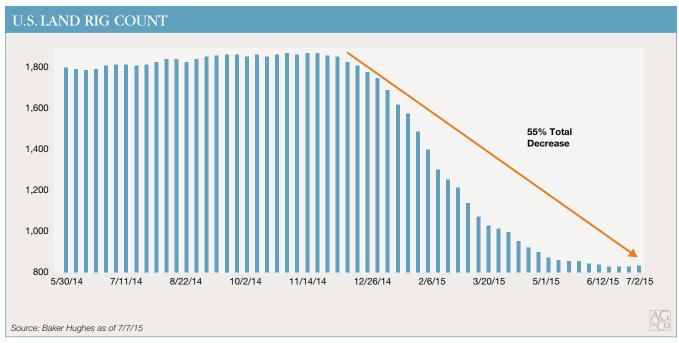
Middle market financing transactions typically have more conservative capital structures with lower debt to EBITDA multiples.



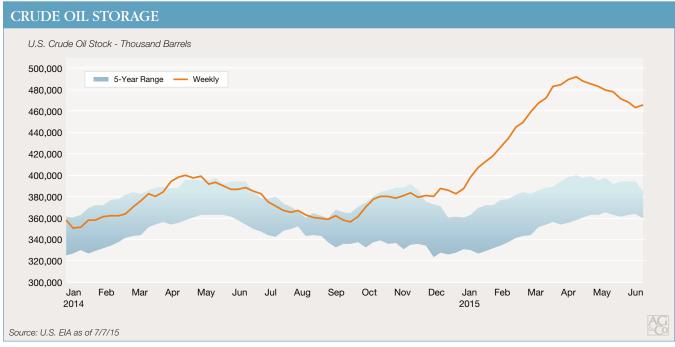
Middle market buyouts, on average, require larger sponsor equity contributions. The recent increase in equity contributions by large corporates might be the result of the Fed's leverage lending guidance.



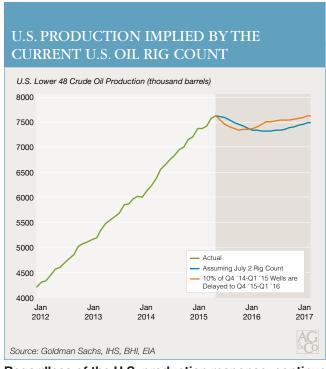
The middle market provides a consistent opportunity set, given the vast market size.

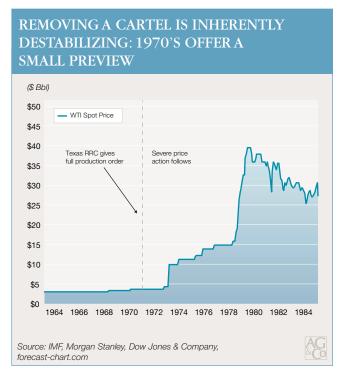


Rig count appears to have bottomed, calling into question originally projected shale production declines.



Although oil in storage has declined, continued robust OPEC production is bearish for oil prices.





Regardless of the U.S. production response, continued oil price volatility is the most likely scenario.



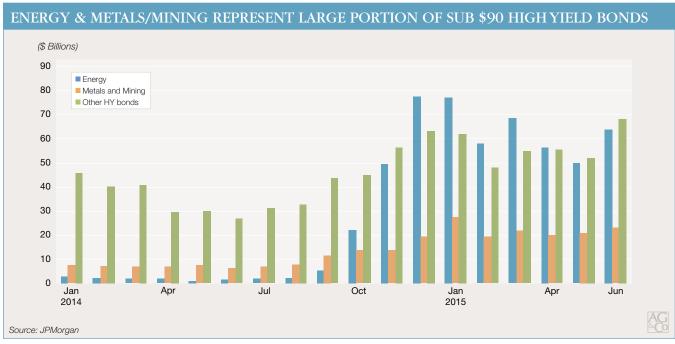


Expiring hedges, bank regulatory pressure and \$50-60 WTI should accelerate the direct lending opportunity to replace first lien bank credit.





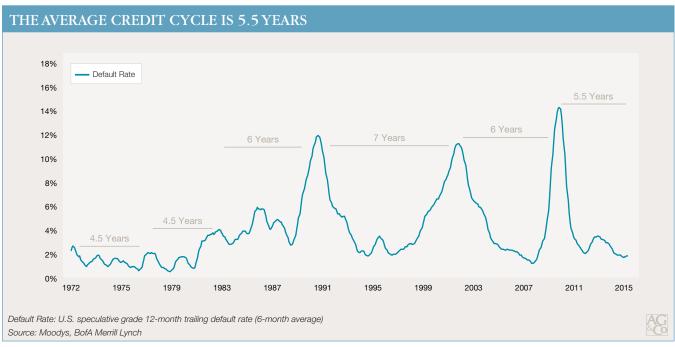
Distressed supply in the U.S. remains low by historical standards, with LTM default rates less than 2%.



While the overall size of the distressed universe has recently increased, energy credits comprise a disproportionate part of that supply at ~40% of high yield bonds that trade at or below \$90.



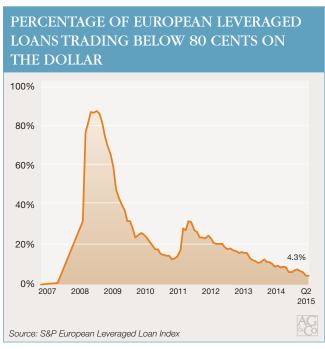
Recent market volatility stemming from Greece and rates uncertainty led to a modest re-pricing of risk assets, especially with respect to lower-rated issuance.



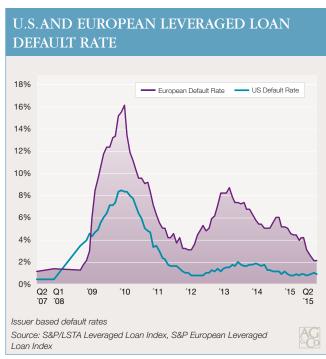
While defaults are low, we are nearing a point in the credit cycle when underwriting standards begin to loosen and build a distressed pipeline.



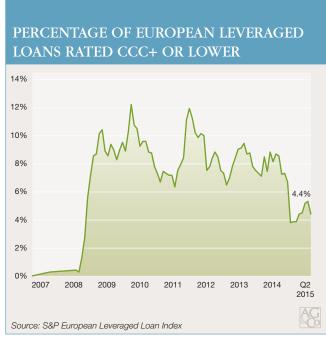
The high yield markets continue to provide ample capital markets solutions for European corporates.



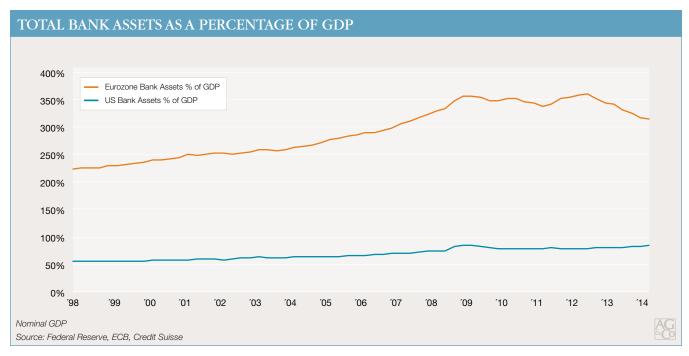
A modest amount of European leveraged loans trade at distressed prices...



While higher than those of the U.S., European default rates have been decreasing as local economies improve and asset prices recover from recent lows.



...but a material component of those loans will need to be restructured.



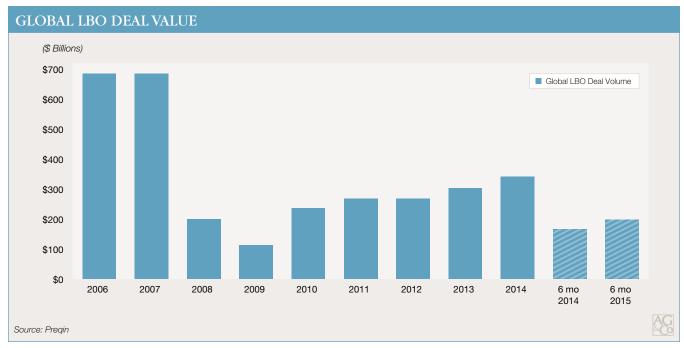
European banks have made material progress shedding assets, but are still relatively overextended compared to their U.S. counterparts.



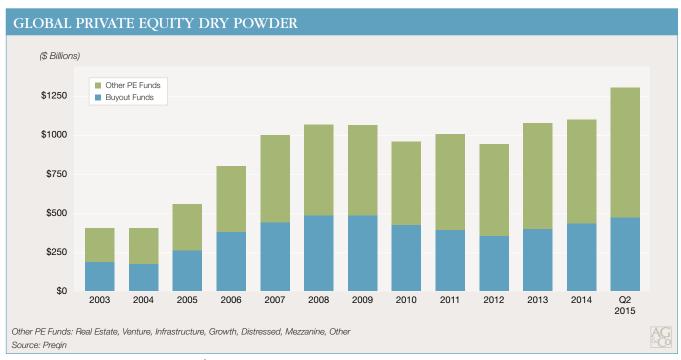
NPL sales from European banks began several years ago but only recently achieved considerable scale.



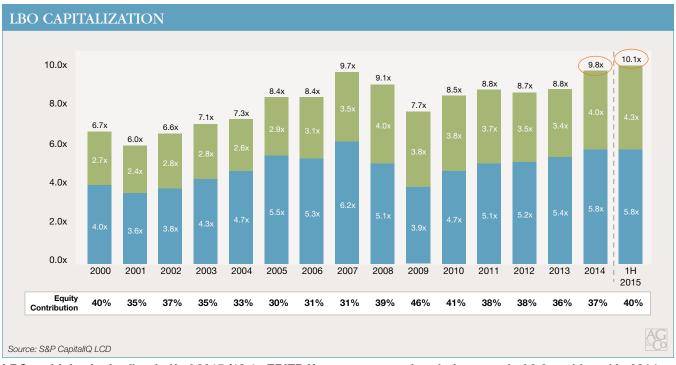
PRIVATE EQUITY



Global deal volume in the first half of 2015 increased approximately 20% from the prior year and is on pace to have its best year since 2007.



Buyout dry powder increased to \$467 billion as of Q2 2015, close to record levels set in 2008.



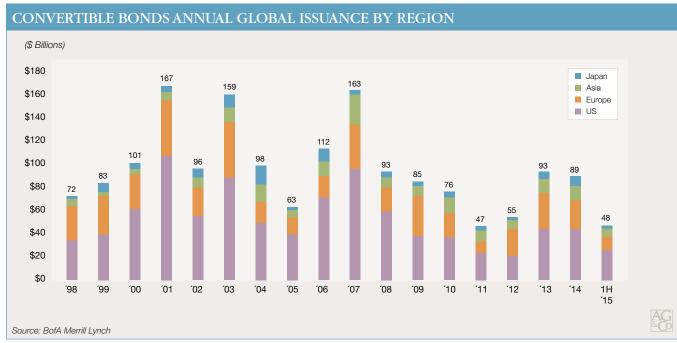
LBO multiples in the first half of 2015 (10.1x EBITDA) are on pace to break the record of 9.8x achieved in 2014.



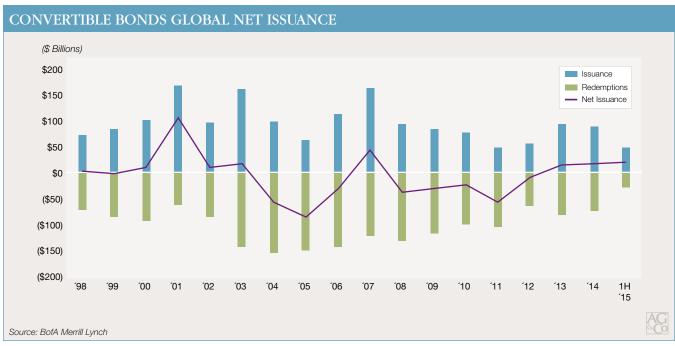
Although exits in the first half of 2015 were lower both in number and dollar volume from the prior year, they are still on pace to have the second best year ever.



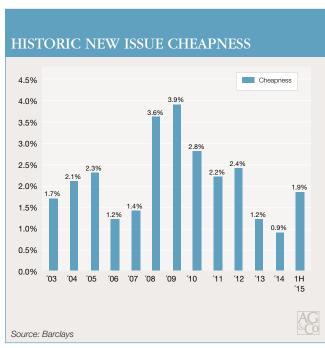
The market continues to be driven by large-cap deals. Acquirers were unfazed as premiums paid increased and deal valuations reached new heights this quarter.



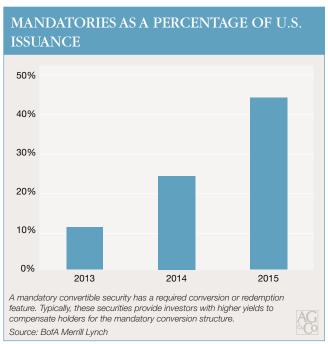
New issuance is on track to surpass the previous year's level.



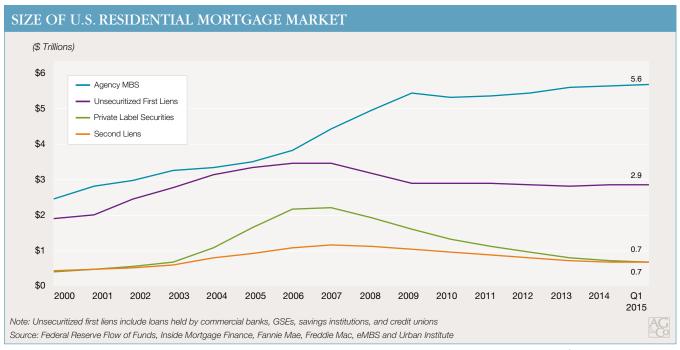
The market is growing at a moderate pace; net supply is easily absorbed without affecting secondary market valuations.



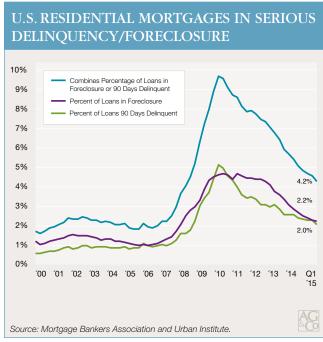
Despite strong demand for the product, investors can currently expect new issues to price very attractively.



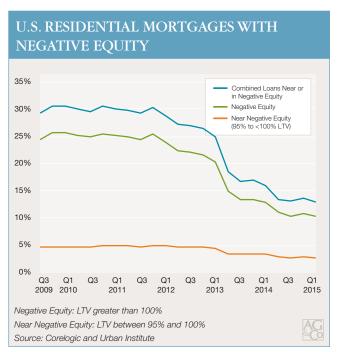
Increased M&A led to more mandatory issuance.



Although mortgage debt has decreased from 2007, the mortgage market remains vast and at \$9.9 trillion, shows signs of stabilization.



Serious delinquencies and foreclosures continue to decline as the housing market and economy improve. Loans that are 90 or more days delinquent or in foreclosure fell to 4.2% in Q1.

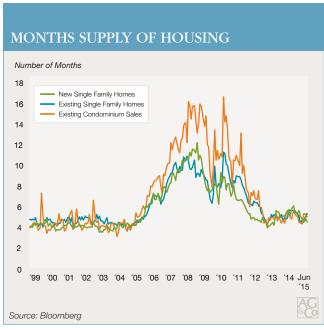


Mortgage borrowers with negative equity benefit from sustained home price appreciation. As a share of all residential borrowers, the share of those underwater or near underwater continued to drop from 30% in 2009 to 12.9% in Q1.

RESIDENTIAL AND CONSUMER DEBT (RMBS/ABS) (continued)



Index prices on subprime RMBS have remained stable.



Housing supply has returned to more normalized levels as the housing market recovers.



The pace of home price appreciation has moderated but remains positive.



Fallout from the crisis and continued home price appreciation has limited homeownership, which fell to 63.7% in Q1.

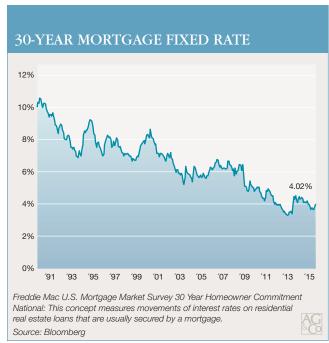
RESIDENTIAL AND CONSUMER DEBT (RMBS/ABS) (continued)



Though mortgage credit has slightly expanded, mortgage applications continue to be hampered by stringent underwriting standards.



Although the index experienced a temporary spike earlier this year, re-financings have burnt out despite historically low rates.



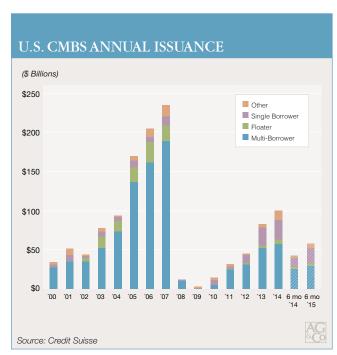
The 30-year mortgage rate spiked late in the first half of 2015, but remains near historic lows.



Mortgage payments are meaningfully lower than the 30-year average due to historically low mortgage rates.



New issue spreads widened later in the quarter as macro volatility resurfaced.



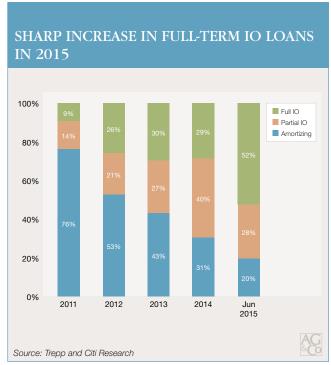
2015 YTD issuance surpassed 2014 first half issuance.



Dealers' ability to provide liquidity has been affected by regulatory constraints and capital charges, creating the potential for increased price volatility.

PERCENTAGE OF CONDUIT LOANS WITH MOODY'S STRESSED LTV LEVELS GREATER THAN 130% % of Conduit Loans with Moodys LTV > 130% 20% 18% 16% 14% 12% 10% 8% 6% 4% 2% '02 '03 '04 '05 '06 Q1 Q2 Q3 '08 '10 '11 '12 '13 Q1 Q2 Q3 Q4 Q1 Source: Moody's

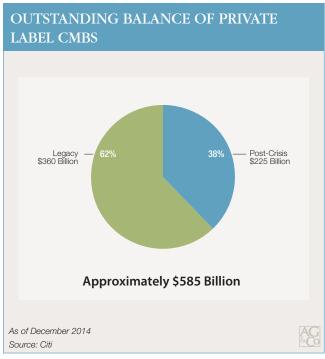
Underwriting standards have deteriorated in CMBS; the share of conduit loans with Moody's stressed LTV levels above 130% rose sharply over the past year.



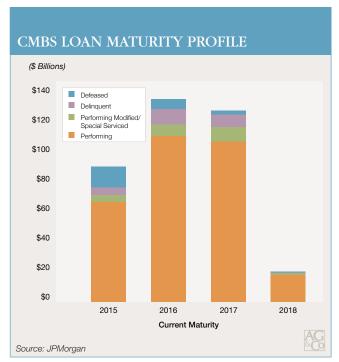
The increase in IO loans is another troubling sign of weaker underwritten new issue loans.



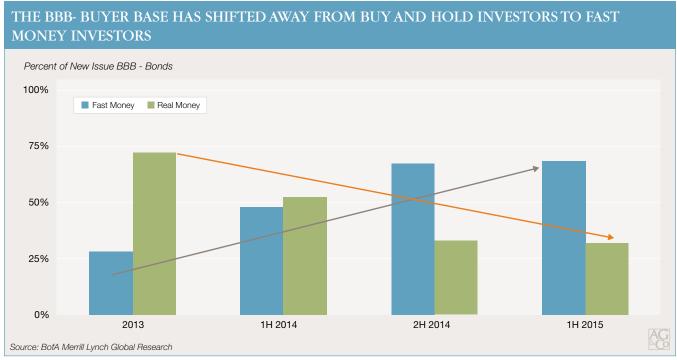
The number of active CMBS originators has rebounded substantially since the crisis. This increase in competition may be contributing to declining underwriting standards.



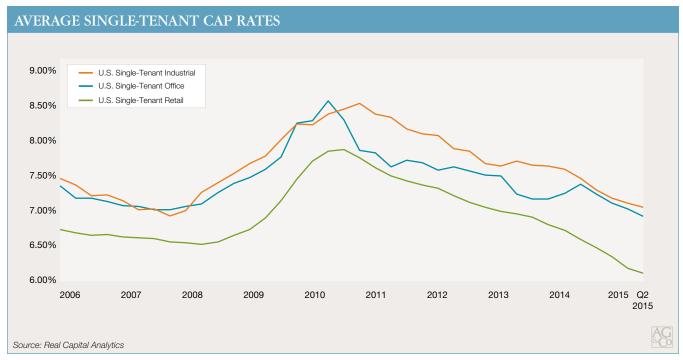
In 2015, the composition of the CMBS market will shift as post-crisis issuance will overtake the legacy market as a percent of CMBS outstanding.



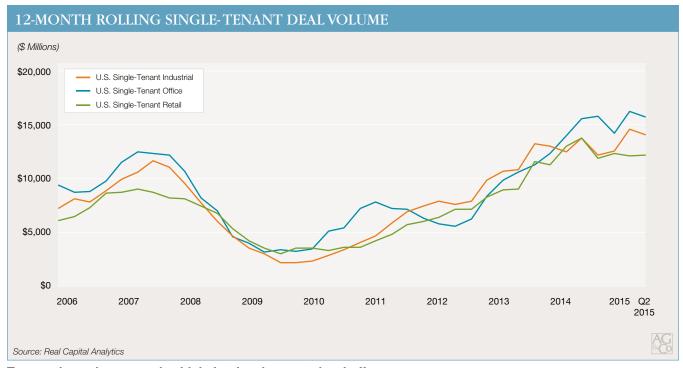
Loan maturities have picked up substantially in 2015 and may remain elevated for several years as loans originated during 2005-2007 mature.



The shift in buyer base may create the potential for forced selling in the future, which could, in turn, be a buying opportunity for managers with strong underwriting skills and available cash.

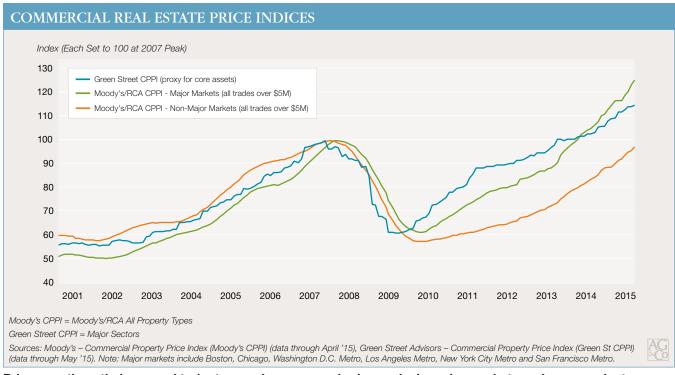


Pricing continues to strengthen.



Transaction volume remains high, but has begun to level off.



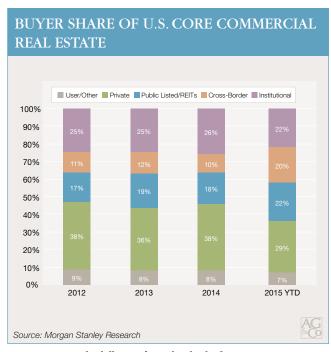


Prices continue their upward trajectory and now exceed prior peaks in major markets and core product...

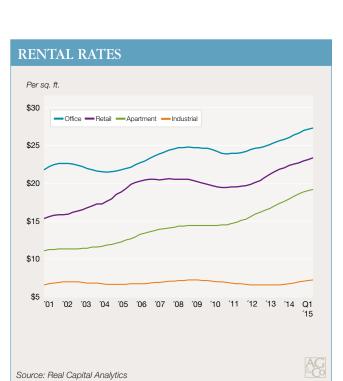


...with considerable assistance from further tightening of cap rates...





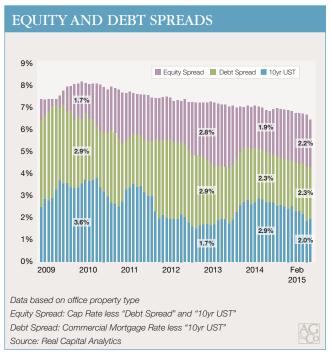
...strong capital flows (particularly from international)...



With limited new supply, rents should gradually accelerate.



...and robust supply of debt capital.

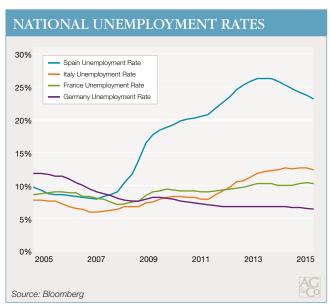


Equity and debt spreads remain at attractive overall levels.

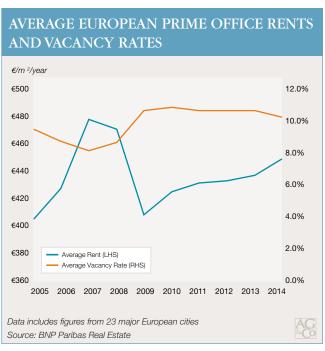




Economic recovery in Europe has been very weak.



Unemployment has seen only a modest recovery and varies greatly between core and periphery; some downward trends can be seen in Germany and Spain.

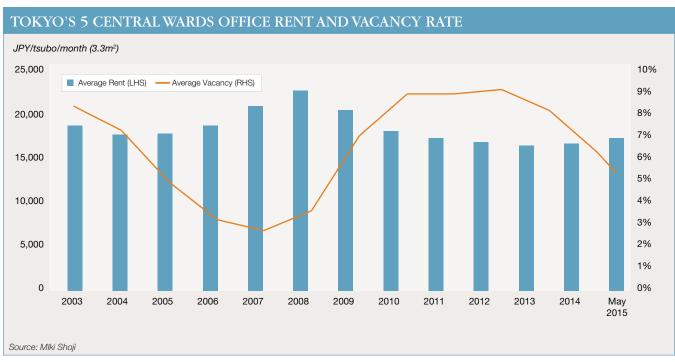


Crisis was not driven by excess supply; average rents and vacancy rates are recovering.

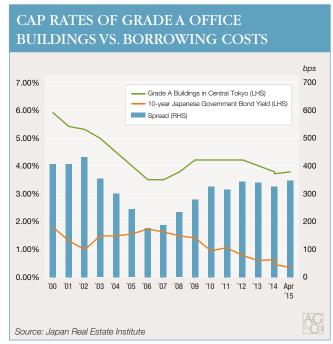


The euro has dropped meaningfully. However, the drop has been underway for more than one year without an above-trend economic recovery. This highlights the structural changes (labor markets, budget deficits) that still need to be addressed.

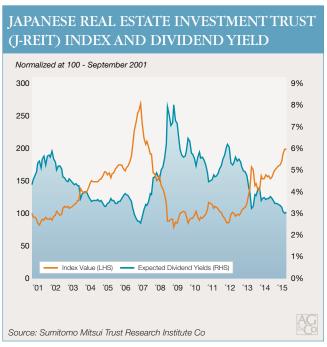
JAPAN



Vacancy in the Tokyo office market continued to improve, increasing rents by 3.6% in the first five months of 2015.

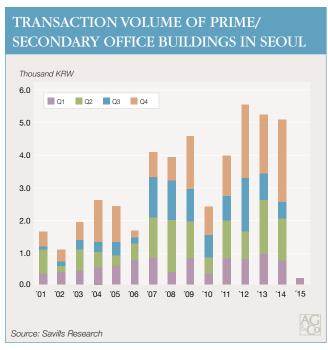


Spreads continue to widen to nearly 350 bps as Japanese government bond yields continue to fall, making real estate attractive to investors.



Strong J-REIT index performance over the past two years has driven down dividend yields and thereby implied cap rates of stabilized assets.

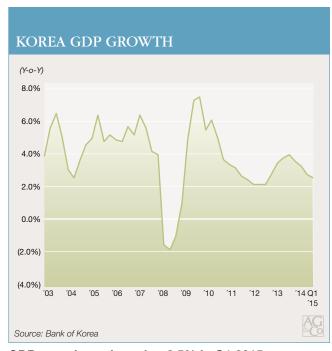
KOREA



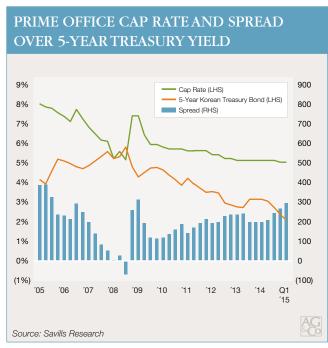
There was a slow start to the year for office transactions in Seoul.



Seoul office vacancy edged up as new supply continued to negatively impact the market.

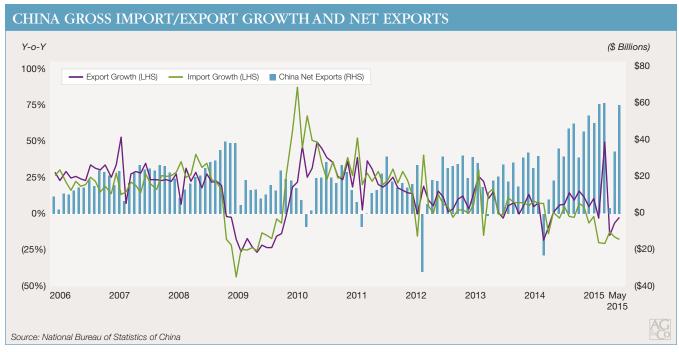


GDP growth weakened to 2.5% in Q1 2015.

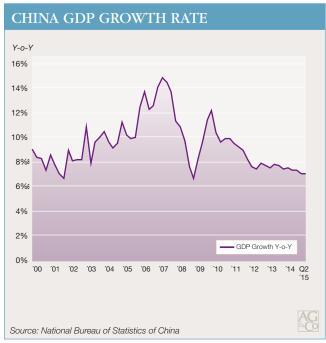


Spreads continue to widen as Korean Treasuries continued their downward trend, which should have a positive impact on real estate investments.

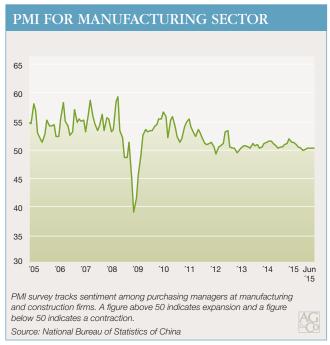
CHINA



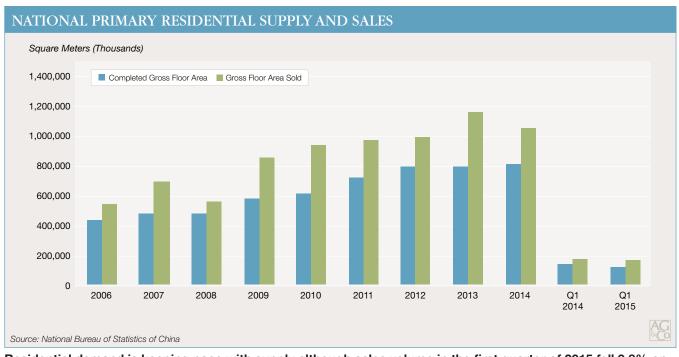
Both import and export growth showed signs of a slowing economy.



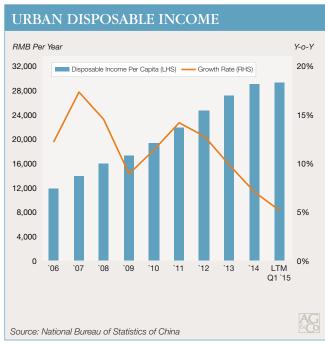
GDP remained at 7.0% for Q2 2015.



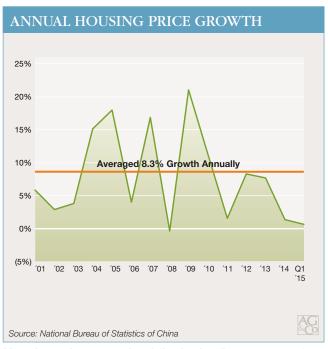
PMI figures dipped below 50 in early 2015 but has maintained a positive level since March.



Residential demand is keeping pace with supply although sales volume in the first quarter of 2015 fell 9.8% on a Y-o-Y basis.



Although still in positive territory, disposable income growth continued to slow to its lowest level in nearly 10 years.



Housing prices remained flat in the first quarter of 2015.



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