

Multi-National Land Dispersal Hawaii · Virginia · Chilean Island

SEALED BID

HAWAIIAN LAND PORTFOLIO VIRGINIA MOUNTAIN HOME-SITES ISLA SAN PEDRO, CHILE

SEALED BID REGISTRATION FORM #7634

Please complete and return this Registration Form and Confidentiality Agreement to Kennedy Wilson in order to be eligible to bid at the Sealed Bid. Bidders may deliver this Registration Form to Kennedy Wilson by mail, facsimile (310) 887-6459 or email at crsmith@kennedywilson.com.

BUYER INFORMATION (if applicable)

NAME _____
 TELEPHONE/FAX _____
 COMPANY _____
 ADDRESS _____
 CITY/STATE/ZIP _____
 EMAIL _____

BROKER INFORMATION (if applicable)

NAME _____
 TELEPHONE/FAX _____
 COMPANY _____
 ADDRESS _____
 CITY/STATE/ZIP _____
 EMAIL _____

Both the Buyer and its Broker (if applicable) acknowledge having read the Confidentiality Agreement on the reverse side of this Registration Form and agree that the Sealed Bid password protected due diligence website's reports and information are subject to the terms and conditions of the Confidentiality Agreement.

 BUYER SIGNATURE DATE

 BROKER SIGNATURE DATE

I AM/WE ARE INTERESTED IN PART OR ALL OF THE FOLLOWING POOLS OF LAND PARCELS IN THE ORDER OF PREFERENCE BELOW:

(1ST) # _____	(5TH) # _____
(2ND) # _____	(6TH) # _____
(3RD) # _____	(7TH) # _____
(4TH) # _____	(8TH) # _____

PLEASE TAKE A MOMENT TO LET US KNOW HOW YOU FOUND OUT ABOUT OUR AUCTION:

- | | | |
|---|---|---|
| <input type="checkbox"/> BidKW.com | <input type="checkbox"/> Miami Herald | <input type="checkbox"/> JournalSentinel.com |
| <input type="checkbox"/> Broker/Realtor | <input type="checkbox"/> Milwaukee Journal Sentinel | <input type="checkbox"/> Miami Herald E-Blast |
| <input type="checkbox"/> E-Blast | <input type="checkbox"/> Minneapolis Star Tribune | <input type="checkbox"/> Roanoke.com |
| <input type="checkbox"/> General Inquiry | <input type="checkbox"/> New York Times | <input type="checkbox"/> Startribune.com |
| <input type="checkbox"/> Anchorage Daily News | <input type="checkbox"/> Orlando Sentinel | <input type="checkbox"/> WashingtonPost.com |
| <input type="checkbox"/> Chicago Tribune | <input type="checkbox"/> Pacific Business Journal | <input type="checkbox"/> WorldJournal.com |
| <input type="checkbox"/> Chinese Daily News | <input type="checkbox"/> Roanoke Times | <input type="checkbox"/> WSJ.com |
| <input type="checkbox"/> Cleveland Plain Dealer | <input type="checkbox"/> Seattle Times | <input type="checkbox"/> Yahoo! |
| <input type="checkbox"/> Detroit Free Press | <input type="checkbox"/> Wall Street Journal | <input type="checkbox"/> Word of Mouth |
| <input type="checkbox"/> Homes & Land Hawaii | <input type="checkbox"/> Washington Post | <input type="checkbox"/> Web Other _____ |
| <input type="checkbox"/> Honolulu Advertiser | <input type="checkbox"/> Freep.com | <input type="checkbox"/> Other _____ |
| <input type="checkbox"/> Korea Times | <input type="checkbox"/> GlobeSt.com | <input type="checkbox"/> No Source Indicated |

FAX TO: (310) 887-6459
EMAIL TO: crsmith@kennedywilson.com
MAIL TO: Kennedy Wilson
c/o Clifford Smith
9701 Wilshire Blvd., Suite 700
Beverly Hills, CA 90212

CONFIDENTIALITY AGREEMENT

The undersigned agrees to the following in regards to various land parcels and notes (the "Properties") offered in the Multi-National Land Dispersal Sealed Bid with properties located on the Island of Hawaii, Oahu, Isla San Pedro in Chile, and in Virginia.

The Registered Bidder wishes to obtain this information for the sole purpose of providing the Sellers with an offer to purchase the Properties or a single land parcel with improvements, if any, (the "Property"). The owners of the lands and improvements (the "Sellers") will provide Registered Bidders with password protected website access to confidential reports concerning the Properties owned by the Sellers and it is therefore agreed:

- (1) Kennedy Wilson ("KW"), on behalf of the Sellers, will provide the Buyer registered for the Multi-National Land Dispersal Sealed Bid with access to Sellers' confidential reports pertaining to the Property or Properties via a password protected website and for Buyer's use in evaluating the Property. Neither the Sellers nor KW purports these reports to be all-inclusive or to contain all the information a prospective purchaser may desire. The information supplied is for informational purposes only and neither the Sellers nor KW makes any representation or warranty, expressed or implied, as to the accuracy or completeness of the reports supplied and no legal liability is assumed or implied with respect thereto.
- (2) Brokerage. The Sellers of the real estate and debt instruments included in this sealed bid event and covered by this Confidentiality Agreement have hired KW. The agreement between the Sellers and KW provides for KW to receive from the Sellers a commission to be paid to a properly licensed real estate broker representing a Buyer for one or more of the Properties, and who shall be identified by the procedure described below (hereinafter referred to as the "Cooperating Broker") for the Buyer. Therefore, KW has established the following conditions for paying said commission to a Cooperating Broker:
 - (a) The Cooperating Broker must be clearly identified by the Buyer as representing them at the time this Confidentiality Agreement is signed;
 - (b) If a properly licensed broker is not listed above at the time this agreement is signed, then neither the Sellers nor KW shall be obligated to compensate any broker alleged to represent the Buyer making a claim at a subsequent date to the signing of this agreement and Buyer shall indemnify, defend and hold the Sellers and KW harmless from any brokerage commission claims;
 - (c) The maximum commission to be received by a Cooperating Broker shall be 2.0% of the purchase price;
 - (d) The Cooperating Broker shall not be a subagent of KW and shall be an agent for the Buyer; and
 - (e) No commission shall be paid or owed unless the sale is closed and proceeds from the sale distributed to the Sellers and the sale and commission and fees owed per its marketing agreement with the Sellers is paid in full to KW.
- (3) The Buyer having signed the Multi-National Land Dispersal Sealed Bid Registration Form will accept access to the website documents and reports in confidence and agrees to the following:
 - (a) It will not make any additional copies of these reports.
 - (b) It will not disclose the information contained in the reports to anyone else without prior written permission from the Sellers or KW.
 - (c) Any person or firm intending to rely upon the information provided should verify said information independently.
 - (d) It will not contact the Sellers directly.
- (4) The terms and conditions of this Confidentiality Agreement shall remain in full force and effect with respect to the Property for a period of twelve (12) months.
- (5) The laws of the State of California shall govern this agreement.

Any inquiries regarding the Registration process or terms of Confidentiality shall be directed to KW.

Kennedy Wilson CA Lic # 00746768
Attn: Clifford R. Smith CA Lic # 01279917
9701 Wilshire Blvd., Suite 700, Beverly Hills, CA 90212
TEL: (310) 887-6400 FAX: (310) 887-6459
EMAIL: crsmith@kennedywilson.com

Kennedy Wilson Hawaii Lic # RB20400
Attn: Joel K. LaPinta HI Lic # RB14261
40 Kamehameha Ave., Hilo, HI 96702
TEL: (808) 961-0161 FAX: (310) 887-6459
EMAIL: jlapinta@kennedywilson.com

McNeil Real Estate VA Lic # 0226010038
Attn: Ed Dale Gallimore VA Lic # 0225047374
17 North Franklin St., Christianburg, VA 24073
TEL: (540) 382-0271 FAX: (540) 382-8248
EMAIL: ed@edgallimore.com