RIVERPARK FUNDS

RiverPark Floating Rate CMBS Fund
(RCRIX)

First Anniversary and Third Quarter 2017 Commentary and Outlook

Thank you for investing in the RiverPark Floating Rate CMBS Fund (the “Fund”) that we launched in October 2016. We have had a successful and profitable first year and are excited to bring to a larger audience an investment opportunity that has historically been available only to large institutional investors.

We launched the Fund at $50 million in assets (at $10.00/share) and have grown to $58 million in assets ($10.16/share). We are currently fully invested and all of our investments are performing and paying monthly coupons with a current yield-to-maturity of approximately 5.36% (gross)[1]. Our strategy is simple: invest in tradable commercial real estate debt (via CMBS, as defined below) that is backed by institutional-quality[2] commercial real estate assets with conservative credit metrics and strong sponsorship from owners such as Blackstone, Brookfield, SL Green and Vornado Realty.

Since we are concerned about the prospect of rising interest rates (please note that the 10-year US Treasury yield increased by approximately 40% over the year while 1-month LIBOR increased by approximately 130%), we invest primarily in floating-rate commercial mortgage-backed securities (“CMBS”) that reset monthly. We believe that the Fund is a compelling investment for those investors seeking income in today’s economic environment as it offers a combination of reduced interest rate risk (due to our floating rate investments) and favorable credit risk profile (due to our low leverage loans secured by high quality real estate and backed by strong institutional sponsors).

The Fund is structured as an Interval Fund. The Fund publishes its net asset value (“NAV”) at the end of each business day, accepts capital daily from investors at NAV and offers the possibility of quarterly redemptions directly from the Fund at NAV. Income from the Fund will be distributed to shareholders monthly. The Fund is available on the Schwab platform and has the ticker symbol

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[1] Reflects the current yield-to-maturity (contractual) for the Fund’s investments assuming continued performance, repayment in-full at maturity, current NAV, and the current one-month LIBOR forward curve.

[2] Institutional quality properties are those commercial real estate properties of a sufficient size and stature (typically $100 million and greater) that they merit attention by large national or international “Institutional” investors. These properties are of a high quality design and construction, are typically large (often exceeding 500,000 square feet for an office property or 100 rooms for a hotel), and will have state of the art systems and facilities. Often they have a lead tenant for whom the property is named (or a major “flag” such as Hilton, Hyatt, Four Seasons, etc. in the case of a hotel asset) and are typically located in a prime location.

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"RCRIX". An investment in the Fund is suitable only for long-term investors who can bear the risks associated with the limited liquidity of the shares.

Performance – Full Year and Third Quarter 2017

The Fund gained +1.09% during the third quarter of 2017. The benchmark Bloomberg Barclays U.S. Investment-Grade CMBS Index gained +0.79%, and the Bloomberg Barclays U.S. Aggregate Bond Index gained +0.85% during the quarter. For the trailing twelve months, the first year of its operation as an interval fund, the Fund delivered a 5.07% net return as compared to 0.11% for the Bloomberg Barclays U.S. Investment-Grade CMBS Index and 0.07% for the Bloomberg Barclays U.S. Aggregate Bond Index.

	Current Quarter	Year to Date	One Year	Three Year	Five Year	Since Inception
RCRIX	1.09%	3.97%	5.07%	3.50%	4.60%	6.78%
Bloomberg Barclays U.S. Investment-Grade CMBS	0.79%	3.11%	0.11%	3.02%	2.64%	5.17%
Bloomberg Barclays U.S. Aggregate Bond	0.85%	3.14%	0.07%	2.71%	2.06%	3.38%

Cumulative performance since inception of the Fund (9/30/16) was 5.07%.

The performance quoted herein represents past performance. Past performance does not guarantee future results. The investment return and principal value of an investment will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost, and current performance may be higher or lower than the performance quoted. For performance data current to the most recent month end, please call 888.564.4517.

The performance data quoted for periods prior to September 30, 2016 is that of the predecessor fund including all fees and expenses. The Fund is managed in a materially equivalent manner to its predecessor. The predecessor fund was not a registered mutual fund and was not subject to the same investment and tax restrictions as the Fund. If the annual returns for the predecessor fund were charged the same fees and expenses as the Fund, which are now lower than the predecessor fund, the annual returns for the predecessor fund would have been higher. Performance shown for periods of one year or greater are annualized.

The expense ratio, as of the most recent prospectus, dated September 9, 2016, is 1.00%.

Index returns are for illustrative purposes only and do not represent fund performance. Index performance returns do not reflect any management fees, transaction costs, or expenses. Indexes are unmanaged and one cannot invest directly in an Index.

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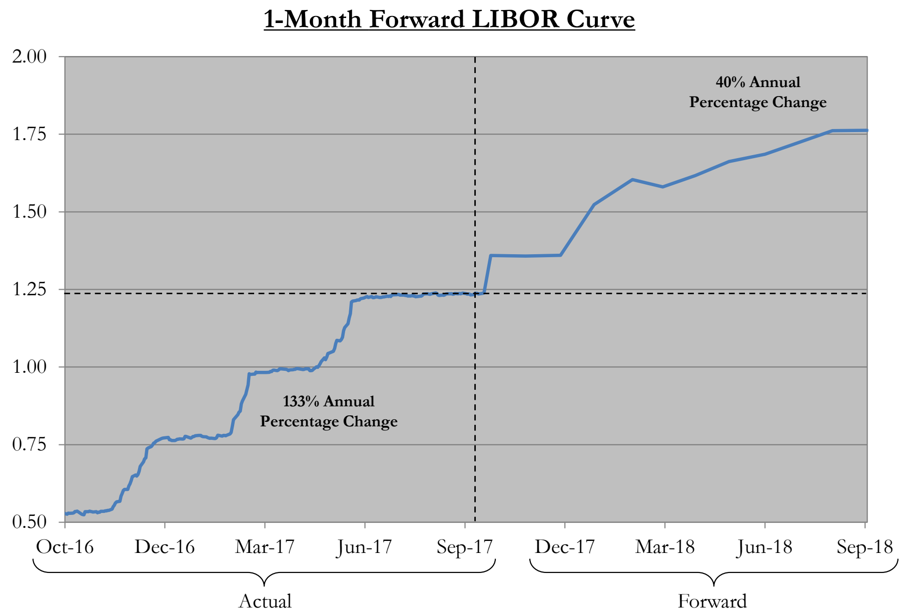
At September 30, 2017, the Fund held 26 performing CMBS investments. All of the Fund's investments pay a current coupon and 82% of the Fund's assets are floating-rate that reset monthly. As the base interest rate increases, as LIBOR did by approximately 130% from 0.53% on October 3, 2016 to 1.24% today, this increase (or decrease) is passed through as a part of the investment's current coupon.



Source: Bloomberg

Investment Strategy - Portfolio Construction

Our investment process is a fundamental based "bottom up" approach that emphasizes intensive due diligence of the underlying real estate. To assist investors in better understanding our process, we define below concepts that are fundamental to our investment analysis.

Loan-to-Value Ratio (or LTV). The Loan-to-Value Ratio at our level in the capital structure is calculated by adding up all of the senior and pari passu debt (the "Total Loan") and dividing that amount by the underlying property value that secures our investment. A Total Loan of $200 million secured by a property appraised at $400 million, would have a 50% LTV Ratio. A lower LTV indicates that our investment has more credit support than a loan with a higher LTV.

Debt Coverage Ratio. This ratio indicates the strength of the underlying cash flow of the real estate as compared to the amount of debt service on that asset. The ratio is calculated by dividing the net cash flow generated by the asset by the amount needed to pay the loan payments of the

Total Loan. If the property generates $1 million per month and the debt service is $250,000 per month, then the Debt Coverage Ratio would be 4x. A higher Debt Coverage Ratio indicates stronger cash flow than a lower one.

Debt Yield. This is another way of testing the strength of the underlying cash flow. The Debt Yield is the amount of annual cash flow generated by the property divided by the Total Loan. For example, a property generating $12 million in annual cash flow with a $100 million Total Loan would have a Debt Yield of 12%. A higher Debt Yield is stronger than a lower one.

The Fund's investments have the following characteristics as of September 30, 2017:

Number of Investments:	26 (average investment size of $2.2 million)
Purchase Price:	98% (of face)
Weighted. Avg. Coupon:	4.35%
Loan-to-Value Ratio:	46%
Debt Coverage Ratio:	4x
Expected Maturity [(3)]:	4 Years
Current Yield-to-Maturity [(4)]:	5.36% (gross)

Investment Outlook – Second Quarter 2017

Thus far, 2017 has presented a stable and improving climate for CMBS with net supply growing and credit spreads tightening (or improving). CMBS issuance of $58 billion year-to-date is approximately 40% greater than for the same period in 2016, due primarily to the market adoption of the new "Risk Retention" compliant CMBS brought on by Dodd-Frank. Importantly, approximately 43% of year-to-date CMBS issuance was represented by Single Asset / Single Borrower (SASB) transactions, which we favor. CMBS new issuance spreads have tightened slightly over the period with the benchmark AAA priced just inside of swaps + 0.90% as compared to swaps + 0.95% in the 2nd quarter. We are attracted to floating-rate commercial real estate debt due to its stability, current monthly income and ability to capture upside should interest rates continue to rise. Below are trends impacting the market.

- **Interest Rates.** We anticipate that interest rates will continue to rise; market participants are forecasting at least one additional Fed rate hike in 2017. During the quarter, we saw one-month LIBOR (CMBS' primary floating-rate index) hold steady at 1.23% and one-year forward LIBOR increase to 1.81% (we recall one-month LIBOR rates as high as 4.5% in

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[3] Represents the contractual maturity of the Fund's loans (or earlier repayment date, if known). Note that 82% of the Fund's current investments are floating-rate and freely open to repayment; based upon historical performance, a two-year repayment date is anticipated by the sub-advisor for these loans, though no such date can be assured.

[4] See footnote one on page 1.

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2008). Since 82% of the Fund's investments re-price to LIBOR, we capture this potential upside and, unlike fixed-rate loans, our investments are not expected to decline in value as interest rates rise.

- **Risk Retention.** Risk retention has been successfully adopted for CMBS with $58 billion of transactions year-to-date and robust issuance in the pipeline, particularly in SASB.
- **Retail Property Woes.** At present, we are overweight loans secured by office and hospitality assets and are underweight retail. We prefer office for stability and hospitality as a way to capture operating upside in an increasingly inflationary environment. Retail continues to be a very challenging sector that requires careful and disciplined due diligence. To this end, we hold only one retail investment, which is performing well.
- **Wall of Maturities.** The "wall of maturities" (the wave of CMBS loans maturing in 2017/18) has been absorbed comfortably with new and increasing CMBS issuance, thus demonstrating the stability and liquidity of the CMBS market, overall.

Throughout 2017 we will continue to emphasize investments secured by high quality assets and backed by strong sponsors, with a strong bias towards floating-rate assets and an emphasis on office and hospitality assets. In all instances, we are focused on performing loans, in good locations, with robust cash flow coverage, and conservative Loan-to-Value Ratios.

Portfolio Review

During the year, $23 million of investments (~40% of current AUM) repaid in full, and we strategically sold $3.2 million of investments to rebalance the portfolio. Currently, we are fully invested and all of our investments are performing. During the quarter, $6.2 million of investments repaid and we acquired five investments totaling $7.3 million as noted below.

1. **FREMF 2017-KF32 $2.0mm (3% of portfolio) FreddieMac Multi-Family Portfolio**
   This investment is secured by a diversified pool of 58 floating-rate, multi-family loans totaling $1.3 billion issued by Freddie Mac. The underlying properties are located throughout 23 states. The investment fundamentals include an LTV of 65% and a Debt Yield of 10%.
2. **280 Park Avenue NYC $1.5mm (3% of portfolio) sponsored by SL Green & Vornado**
   This loan is secured by an asset comprising a 29-story office tower, a 43-story office tower, and a 17 story base building that links the two towers, totaling approximately 1.3 million square feet, located on Park Avenue between 48th and 49th Streets in Midtown Manhattan, New York. The Fund owns the Class C bonds, which are "A" rated and have attractive metrics including a 36% LTV, an 11% Debt Yield, a 5x Debt Coverage Ratio and a basis per foot of $460.

3. **<u>InterContinental Hotel NYC $1.5mm "add-on" sponsored by Tishman & MetLife</u>**
   We added $1.5 million to an existing $3 million investment (combined, 8% of portfolio) in this loan secured by a full-service luxury hotel (with 607 keys) located in the heart of the Times Square/Theatre District in New York City. The hotel also offers strong Food & Beverage outlets such as Shake Shack and Ca Va Brasserie, an upscale French restaurant. The Fund owns the Class D securities (rated "BBB"), which benefit from conservative metrics including a basis of $250,000 per key, 30% LTV and 2x Debt Coverage Ratio. The loan is anticipated to be repaid by year-end.
4. **<u>The Four Seasons Maui $1.25mm (2% of portfolio) sponsored by Michael Dell</u>**
   This loan (in which the Fund held an investment prior to this refinancing) is backed by the Four Seasons Resort Maui at Wailea, a luxury, full-service resort located on a 16 acre oceanfront site on Wailea Beach in south Maui, Hawaii. The Resort is recognized as Maui's premier resort and is the only AAA Five-Diamond and Forbes 5-Star luxury resort on Maui. The Fund owns the Class C bonds (rated "A"), which have attractive metrics including a 27% LTV and an 18% Debt Yield.
5. **<u>1500 Market Street, Philadelphia, PA $1mm (2% of portfolio) sponsored by Nightingale</u>**
   This loan is backed by a 43-story Class A office and retail property in Philadelphia comprised of 1.8 million square feet across two adjoining towers and a three-story atrium, which includes approximately 64,000 SF of retail space. The Fund owns the Class C bonds, which are rated "A" and which have attractive metrics including a 39%, LTV, a 16% Debt Yield, and an 8x Debt Coverage Ratio.

Although we don't typically discuss weather in these letters, we would like to provide an update of how recent extreme storm activity has affected the portfolio. Our South Florida portfolio held up well during Hurricane Irma. The Hilton Fort Lauderdale and the Orlando Hilton suffered minor damage and were up-and-running within the week. The Ritz Carlton South Beach suffered more extensive water damage and is scheduled to reopen in January. Our investment, however, continues to perform notwithstanding the hotel closing. The asset is protected by business interruption, storm and replacement cost insurance, and the sponsor has continued to make all scheduled payments of interest and principal.

We are pleased to further report that the Fund has no material exposure to the weather and fire-related damage recently experienced in Puerto Rico, Houston and Sonoma County.
The below investments also had noteworthy updates during the quarter.

- **<u>The Hyatt Hotel Portfolio $3.0 million</u>**
  This performing loan was repaid in full during the quarter (three years ahead of its contractual maturity).

- **Four Seasons Maui $3.0 million**
  This loan was repaid in full (two years ahead of its contractual maturity). As stated above, during the quarter, the Fund reinvested $1.25 million in the single "A" class of the newly issued CMBS that was issued to refinance this loan.

280 Park Avenue
New York City

1500 Market Street
Philadelphia, PA

Conclusion

We are excited about the prospects for CMBS and are hard at work sourcing new investments, actively managing the existing portfolio and carefully analyzing our markets. We are uncovering attractive opportunities in both the new issue and legacy markets and anticipate seeing numerous opportunities in the year ahead. Importantly, our team has over $10 million invested in the Fund. We believe that fixed-income assets are an important part of any comprehensive investment strategy, and that in this environment, investors can best protect their capital, while generating upside, by investing in floating-rate securities such as LIBOR-based floating-rate CMBS, which are the dominant investment type for the Fund.

Sincerely,

Edward L. Shugrue III
Portfolio Manager
CEO Talmage, LLC
New York, New York
www.talmagellc.com

To determine if a Fund is an appropriate investment for you, carefully consider the Fund's investment objectives, risk factors, charges and expenses before investing. This and other information may be found in the Fund's summary and full prospectus, which may be obtained by calling 1-888-564-4517 or by visiting the website at www.riverparkfunds.com. Please read the prospectus carefully before investing. For more information about Talmage, please visit the website at www.talmagellc.com.

Fund investing involves risk including possible loss of principal. Bonds and bond funds are subject to credit risk, default risk and interest rate risk and may decline in value as interest rates rise. High yield bonds involve greater risks of default or downgrade and are more volatile than investment grade securities, due to the speculative nature of their investments.

Securities backed by commercial real estate assets are subject to securities market risks similar to those of direct ownership of commercial real estate loans including, but not limited to, declines in the value of real estate, declines in rental or occupancy rates and risks related to general and local economic conditions. The value of the collateral securing CMBS can decline, be insufficient to meet the obligations of the borrower, or be difficult to liquidate. As a result, CMBS may not be fully collateralized and may decline significantly in value. Additional risks of investing in CMBS include insolvency, prepayment, privately-issued securities, and illiquid securities. There can be no assurance that the Fund will achieve its stated objectives. The Fund is not diversified.

The Fund is structured as a closed-end "interval" fund. There currently is no secondary market for the Fund's shares and the Fund expects that no secondary market will develop. The shares are, therefore, not readily marketable. Even if such a market were to develop, shares of closed-end funds frequently trade at prices lower than their net asset value.

The Fund prices its portfolio and publishes its NAV daily. Investors wishing to purchase fund shares may do so daily at NAV. The Fund will make quarterly repurchase offers for between 5% and 25% of outstanding shares at NAV with no discount.

An investment in the Fund is suitable only for long-term investors who can bear the risks associated with the limited liquidity of the shares.

Talmage, LLC, through its subsidiary, Talimco, LLC, is the sub-adviser to the RiverPark Floating Rate CMBS Fund.

The RiverPark Floating Rate CMBS Fund is distributed by SEI Investments Distribution Co., One Freedom Valley Drive, Oaks, PA 19456 which is not affiliated with RiverPark Advisors, LLC, Talmage, LLC, or their affiliates.