

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

Amendment No. 1 to
CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(D)
OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): November 6, 2014

PLYMOUTH INDUSTRIAL REIT, INC.

(Exact name of registrant as specified in its charter)

Commission File Number: **333-173048**

Maryland

(State or other jurisdiction of
Incorporation or organization)

27-5466153

(I.R.S. Employer
Identification No.)

**260 Franklin Street, Suite 1900,
Boston, MA 02110**

(Address of principal executive offices)

(617) 340-3814

(Registrant's telephone number)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 2.01 Completion of Acquisition or Disposition of Assets.

Plymouth Industrial REIT, Inc. (the "Company") previously filed the following Current Reports on Form 8-K:

(1) On November 6, 2014, the Company filed a Current Report on Form 8-K to report the acquisition through subsidiaries of its operating partnership, Plymouth Industrial OP, LP (the "Operating Partnership"), of 13 industrial properties located in Illinois, Ohio and Tennessee completed on October 31, 2014. The properties consist of an aggregate of approximately 2.63 million rentable square feet and were acquired for an aggregate purchase price of approximately \$95.6 million. The properties included the following:

Garrity Malkin Portfolio

This portfolio consists of four industrial properties located in Columbus, Ohio and Memphis, Tennessee. The properties consist of six industrial buildings with approximately 633,700 rentable square feet and are approximately 97% leased under triple net leases.

Venture One Portfolio

This portfolio consists of six industrial properties located in the Chicago, Illinois metropolitan area. The properties consist of six industrial buildings with approximately 486,200 rentable square feet and are 100% leased under triple net and modified gross leases.

Pier-One Property

This industrial property is located in Columbus, Ohio, has approximately 527,100 rentable square feet and is 100% leased under triple net leases.

Creekside Property

This industrial property is located in Columbus, Ohio, has approximately 340,000 rentable square feet and is 100% leased under triple net leases.

Perseus Property

This industrial property is located in Jackson, Tennessee, has approximately 638,400 rentable square feet and is 100% leased under triple net leases.

(2) On December 1, 2014, the Company filed a Current Report on Form 8-K to report the acquisition through subsidiaries of the Operating Partnership of six industrial properties located in Georgia, Kentucky, Maine and Ohio completed on November 24, 2014. The properties consist of an aggregate of approximately 1,226,996 rentable square feet and were acquired for an aggregate purchase price of approximately \$49.7 million. The properties included the following:

TCG/TridentPortfolio

This portfolio consists of three industrial properties located in the Cincinnati, Ohio metropolitan area and Florence, Kentucky. The properties consist of three industrial buildings with an aggregate of approximately 576,801 rentable square feet and are 100% leased under triple net leases.

Dart Road Property

This industrial property is located in Newnan, Georgia, has approximately 194,000 rentable square feet and is 100% leased under triple net leases.

Milliken Street Property

This industrial property is located in Portland, Maine, has approximately 200,625 rentable square feet and is 100% leased under triple net leases.

1755 Enterprise Property

This industrial property is located in Twinsburg, Ohio, has approximately 255,570 rentable square feet and is 100% leased under triple net leases.

(3) On December 8, 2014, the Company filed a Current Report on Form 8-K to report the acquisition through a subsidiary of the Operating Partnership of a light industrial property located in Marlton, New Jersey on December 2, 2014. The property consists of approximately 156,642 rentable square feet and was acquired for a purchase price of \$9,700,000.

This Amended Current Report on Form 8-K/A is being filed to amend the Current Reports on Form 8-K filed on November 6, 2014, December 1, 2014 and December 8, 2014 (collectively, the "Original Forms 8-K") to provide the financial statements as required by Items 9.01 (a) and 9.01 (b) of Form 8-K. No other changes have been made to the Original Forms 8-K.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Properties Acquired.

The unaudited and audited statements of revenues and certain expenses and notes thereto for the above referenced properties for the nine months ended September 30, 2014 and December 31, 2013, respectively, are filed in Exhibits 99.1 through Exhibits 99.12 hereto. For certain properties that are triple net, single tenant leases with publically traded companies, the appropriate reference is provided to access the public financial information.

(b) Pro Forma Financial Information.

The unaudited pro forma combined condensed balance sheet as of September 30, 2014 and the unaudited pro forma combined condensed statements of operations for the nine months ended September 30, 2014 and for the year ended December 31, 2013 of the Company and for the above referenced properties are filed as Exhibit 99.13 hereto.

(c) Exhibits.

Exh. No.	Document
99.1	Combined Statements of Revenues and Certain Expenses of Garrity Malkin Industrial Partners I Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.2	Statements of Revenues and Certain Expenses of GMIP Green Meadows Property for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.3	Columbus, OH—Alliance Data Systems
99.4	Combined Statements of Revenues and Certain Expenses of Venture One Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.5	Columbus, OH - Pier One Property
99.6	Columbus, OH—Creekside—Liquidity Services
99.7	Statements of Revenues and Certain Expenses of Perseus Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.8	Combined Statements of Revenues and Certain Expenses of TCG/Trident Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.9	Statements of Revenues and Certain Expenses of 32 Dart Road for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.10	Statements of Revenues and Certain Expenses of 56 Milliken Street for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.11	Statements of Revenues and Certain Expenses of 1755 Enterprise Parkway for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.12	Statements of Revenues and Certain Expenses of 4 East Stow Road, Marlton NJ for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.13	Unaudited pro forma condensed consolidated financial statements of the Company for the year ended December 31, 2013 and for the nine months ended September 30, 2014.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: January 16, 2015

PLYMOUTH INDUSTRIAL REIT, INC.

By: /s/ Jeffrey E. Witherell
Jeffrey E. Witherell
Chief Executive Officer

Exh. No.	Document
99.1	Combined Statements of Revenues and Certain Expenses of Garrity Malkin Industrial Partners I Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.2	Statements of Revenues and Certain Expenses of GMIP Green Meadows Property for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.3	Columbus, OH—Alliance Data Systems
99.4	Combined Statements of Revenues and Certain Expenses of Venture One Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.5	Columbus, OH - Pier One Property
99.6	Columbus, OH—Creekside—Liquidity Services
99.7	Statements of Revenues and Certain Expenses of Perseus Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.8	Combined Statements of Revenues and Certain Expenses of TCG/Trident Portfolio for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.9	Statements of Revenues and Certain Expenses of 32 Dart Road for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.10	Statements of Revenues and Certain Expenses of 56 Milliken Street for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.11	Statements of Revenues and Certain Expenses of 1755 Enterprise Parkway for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.12	Statements of Revenues and Certain Expenses of 4 East Stow Road, Marlton NJ for the year ended December 31, 2013 and for the nine months ended September 30, 2014 (unaudited) and notes thereto.
99.13	Unaudited pro forma condensed consolidated financial statements of the Company for the year ended December 31, 2013 and for the nine months ended September 30, 2014.

Exhibit 99.1 - Garrity Malkin Industrial Partners I Portfolio

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Exhibit 99.2 – GMIP Green Meadows Property

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Statements of Revenues and Certain Expenses

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Exhibit 99.3 – Columbus, OH—Alliance Data Systems

The **Columbus, OH** property at 7001 Americana Parkway is leased to a single tenant on a long term basis under a triple net lease. As a result, we believe that the financial information about the tenant is more relevant to investors than the financial statements of the property acquired. **Alliance Data Systems (NYSE: ADS)**, the sole tenant of the property is a public company that is subject to the reporting requirements of the Exchange Act and files its financial statements in reports filed with the SEC. If you would like to review detailed financial information regarding **Alliance Data Systems** please refer to the financial statements of **Alliance Data Systems**, which are publicly available on the SEC's website at www.sec.gov.

Exhibit 99.4 – Venture One Portfolio

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Exhibit 99.5 – Columbus, OH – Pier One

The **Columbus, OH** property is leased to a single tenant on a long-term basis under a triple-net lease. As a result, we believe that financial information about the tenant is more relevant to investors than financial statements of the property acquired. **Pier One** (NYSE: PIR), the sole tenant of the **Columbus, OH** property, is a public company that is subject to the reporting requirements of the Exchange Act and files its financial statements in reports filed with the SEC. If you would like to review detailed financial information regarding **Pier One** please refer to the financial statements of **Pier One**, which are publicly available on the SEC's website at www.sec.gov.

Exhibit 99.6 - Columbus, Ohio—Creekside—Liquidity Services

The **Columbus, OH** property is leased to a single tenant on a long-term basis under a triple-net lease. As a result, we believe that financial information about the tenant is more relevant to investors than financial statements of the property acquired. **Liquidity Services** (NASDAQ: LQDT), the sole tenant of the **Columbus, OH** property, is a public company that is subject to the reporting requirements of the Exchange Act and files its financial statements in reports filed with the SEC. If you would like to review detailed financial information regarding **Liquidity Services** please refer to the financial statements of **Liquidity Services**, which are publicly available on the SEC's website at www.sec.gov.

Exhibit 99.7 – Perseus Portfolio

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Exhibit 99.13 – Plymouth Industrial REIT, Inc.

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Unaudited Pro Forma Condensed Consolidated Financial Statements

Pro forma Condensed Consolidated Balance Sheet as of September 30, 2014

Pro forma Condensed Consolidated Statements of Operations for the nine months ended September 30, 2014 and for the year ended December 31, 2013

Notes to Unaudited Pro Forma Condensed Consolidated Financial Statements

GARRITY MALKIN INDUSTRIAL PARTNERS I PORTFOLIO

COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

GARRITY MALKIN INDUSTRIAL PARTNERS I PORTFOLIO

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying combined statement of revenues and certain expenses of Garrity Malkin Industrial Partners I Portfolio for the year ended December 31, 2013, and the related notes to the combined statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this combined financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the combined financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the combined financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the combined financial statement referred to above presents fairly, in all material respects, the combined revenues and certain expenses, described in Note 2, of Garrity Malkin Industrial Partners I Portfolio for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the combined financial statement, which describes that the accompanying combined financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of Garrity Malkin Industrial Partners I Portfolio's combined revenues and certain expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Boston, MA
July 18, 2014

GARRITY MALKIN INDUSTRIAL PARTNERS I PORTFOLIO

COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 519,325	\$ 649,648
Tenant reimbursements	262,253	320,478
Total revenues	<u>781,578</u>	<u>970,126</u>
Certain expenses		
Property operating expenses	164,882	160,411
Real estate taxes and insurance	208,047	275,840
General and administrative expenses	35,716	56,716
Total certain expenses	<u>408,645</u>	<u>492,967</u>
Revenues in excess of certain expenses	<u>\$ 372,933</u>	<u>\$ 477,159</u>

The accompanying notes are an integral part of the combined statements of revenues and certain expenses

GARRITY MALKIN INDUSTRIAL PARTNERS I PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

NOTE 1 – DESCRIPTION OF PORTFOLIO

Garrity Malkin Industrial Partners I Portfolio (the “Portfolio”) consists of two fully- constructed industrial warehouse facilities, one located in Columbus, Ohio with approximately 77,000 square feet of rentable space and one located in Memphis, TN with approximately 202,000 square feet of rentable space. As of September 30, 2014, common control existed across all properties in the Portfolio. Plymouth Industrial REIT, Inc. (the “Company”) acquired the Portfolio on October 31, 2014 from Garrity Malkin Industrial Partners I, LLC.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The accompanying combined statements of revenues and certain expenses include the operations of the Portfolio and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Portfolio, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above-and below-market leases. Management is not aware of any material factors relating to the properties that would cause the reported financial information not to be indicative of future operating results.

INTERIM UNAUDITED INFORMATION

The combined statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission’s Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

USE OF ESTIMATES

The preparation of the financial statement in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

GARRITY MALKIN INDUSTRIAL PARTNERS I PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

REVENUE RECOGNITION

The Portfolio recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

NOTE 3 – MINIMUM FUTURE LEASE RENTALS

There are various lease agreements in place with tenants to lease space in the Portfolio. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating leases in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	
2014 (nine months ending December 31, 2014)	\$ 188,490
2015	627,828
2016	464,554
2017	410,156
2018	260,544
Thereafter	569,228
Total	<u>\$ 2,520,800</u>

NOTE 4 – TENANT CONCENTRATIONS

As of December 31, 2013, one property is 50% and the other property is 90% occupied, respectively, by multi-tenants. As of September 30, 2014, both properties are 100% occupied by multi-tenants. As presented in the table below, the first multi-tenant property is occupied by three tenants with occupancy of 25%, 25%, and 50%, respectively, and the second multi-tenant property is occupied by seven tenants with occupancy of 20%, 7%, 14%, 5%, 26%, 21%, and 7%, respectively, as of September 30, 2014.

GARRITY MALKIN INDUSTRIAL PARTNERS I PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 4 – TENANT CONCENTRATIONS - CONTINUED

The following table summarizes the total revenues for each property:

	<u>Tenants</u>	<u>Square Feet</u>	<u>Nine Months Ended September 30, 2014 (Unaudited) (\$)</u>	<u>%</u>	<u>Year Ended December 31, 2013 (\$)</u>	<u>%</u>
8273 Green Meadows Drive	Multi-tenant	77,271	201,151	26%	235,623	24%
Shelby Drive	Multi-tenant	202,313	580,427	74%	734,503	76%
	Total	279,584	781,578	100%	970,126	100%

NOTE 5 – RELATED PARTY TRANSACTIONS

An affiliate of the previous owner of the Portfolio provided property management services to the two properties. The management fee was calculated at 3.5% of gross rent collected. Management fees amounted to \$34,470 for the year ended December 31, 2013 and \$27,379 for the nine months ended September 30, 2014 (unaudited).

NOTE 6 – SUBSEQUENT EVENTS

The Portfolio's management evaluated subsequent events through July 18, 2014, the date the combined financial statements were available to be issued.

GMIP GREEN MEADOWS PROPERTY
STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying statement of revenues and certain expenses of GMIP Green Meadows Property for the year ended December 31, 2013, and the related notes to the statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the revenues and certain expenses, described in Note 2, of GMIP Green Meadows Property for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the financial statement, which describes that the accompanying financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of GMIP Green Meadows Property's revenues and certain expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Boston, MA
July 18, 2014

GMIP GREEN MEADOWS PROPERTY

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 668,614	\$ 890,618
Tenant reimbursements	<u>255,447</u>	<u>329,697</u>
Total revenues	<u>924,061</u>	<u>1,220,315</u>
Certain expenses		
Property operating expenses	32,055	43,290
Real estate taxes and insurance	218,937	292,198
General and administrative expenses	<u>5,399</u>	<u>59,038</u>
Total certain expenses	<u>256,391</u>	<u>394,526</u>
Revenues in excess of certain expenses	<u>\$ 667,670</u>	<u>\$ 825,789</u>

The accompanying notes are an integral part of the statements of revenues and certain expenses

GMIP GREEN MEADOWS PROPERTY

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 1 – DESCRIPTION OF PORTFOLIO

GMIP Green Meadows Property (the “Property”) consists of one fully-constructed industrial warehouse facility located in Columbus, Ohio with approximately 300,000 square feet of rentable space. Plymouth Industrial REIT, Inc. (the “Company”) acquired the property on October 31, 2014 from Garrity Malkin Industrial Partners I, LLC.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The accompanying statements of revenues and certain expenses include the operations of the Property and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Property, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above-and below-market leases. Management is not aware of any material factors relating to the property that would cause the reported financial information not to be indicative of future operating results.

INTERIM UNAUDITED INFORMATION

The statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission’s Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

USE OF ESTIMATES

The preparation of the financial statement in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

GMIP GREEN MEADOWS PROPERTY
NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

REVENUE RECOGNITION

The Property recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

NOTE 3 – MINIMUM FUTURE LEASE RENTALS

There is one lease agreement in place with a tenant to lease space in the Property. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating lease in each of the next five years and thereafter are as follows (unaudited):

<i>Year Ending December 31,</i>	
2014 (nine months ending December 31, 2014)	\$ 215,250
2015	875,000
2016	898,000
2017	920,000
2018	943,000
Thereafter	804,500
Total	<u>\$ 4,655,750</u>

NOTE 4 – TENANT CONCENTRATIONS

As of December 31, 2013 and September 30, 2014, the Property is 100% occupied by Volvo Parts North America, which is a part of the Volvo Group that is publicly registered and traded in Sweden.

GMIP GREEN MEADOWS PROPERTY
NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 5 – RELATED PARTY TRANSACTIONS

An affiliate of the previous owner of the Property provided property management services to the Property. The management fee was calculated at 3.5% of gross rent collected. Management fees amounted to \$43,290 for the year ended December 31, 2013 and \$31,920 for the nine months ended September 30, 2014 (unaudited).

NOTE 6 – SUBSEQUENT EVENTS

The Property's management evaluated subsequent events through July 18, 2014, the date the financial statements were available to be issued.

Columbus, OH – Alliance Data Systems

The **Columbus, OH** property at 7001 Americana Parkway is leased to a single tenant on a long term basis under a triple net lease. As a result, we believe that the financial information about the tenant is more relevant to investors than the financial statements of the property acquired. **Alliance Data Systems (NYSE: ADS)**, the sole tenant of the property is a public company that is subject to the reporting requirements of the Exchange Act and files its financial statements in reports filed with the SEC. If you would like to review detailed financial information regarding **Alliance Data Systems** please refer to the financial statements of **Alliance Data Systems**, which are publicly available on the SEC's website at www.sec.gov.

VENTURE ONE PORTFOLIO
COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

VENTURE ONE PORTFOLIO

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying combined statement of revenues and certain expenses of Venture One Portfolio for the year ended December 31, 2013, and the related notes to the combined statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the combined financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the combined financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the combined financial statement referred to above presents fairly, in all material respects, the combined revenues and certain expenses, described in Note 2, of Venture One Portfolio for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the combined financial statement, which describes that the accompanying combined financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of Venture One Portfolio's combined revenues and certain expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Boston, MA
June 6, 2014

VENTURE ONE PORTFOLIO
COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	<u>Nine Months Ended September 30, 2014 (Unaudited)</u>	<u>Year Ended December 31, 2013</u>
Revenues		
Rental revenue	\$ 1,761,880	\$ 2,350,287
Tenant reimbursements	467,138	519,162
Other	1,189	300
Total revenues	<u>2,230,207</u>	<u>2,869,749</u>
Certain expenses		
Property operating expenses	182,968	237,954
Real estate taxes and insurance	477,088	502,977
General and administrative expenses	8,376	21,768
Total certain expenses	<u>668,432</u>	<u>762,699</u>
Revenues in excess of certain expenses	<u>\$ 1,561,775</u>	<u>\$ 2,107,050</u>

The accompanying notes are an integral part of the combined statements of revenues and certain expenses.

VENTURE ONE PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 1 - DESCRIPTION OF PORTFOLIO

Venture One Portfolio (the "Portfolio") consists of a group of six fully-constructed industrial warehouse facilities located in Chicago, Illinois with approximately 486,000 square feet of rentable space. As of September 30, 2014, common control existed across all properties in the Portfolio. Plymouth Industrial REIT, Inc. (the "Company") acquired the Portfolio on October 31, 2014 from VK Industrial I, LP.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The accompanying combined statements of revenues and certain expenses include the operations of the Portfolio and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Portfolio, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above-and below-market leases. Management is not aware of any material factors relating to the properties that would cause the reported financial information not to be indicative of future operating results.

INTERIM UNAUDITED INFORMATION

The combined statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

USE OF ESTIMATES

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

VENTURE ONE PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

REVENUE RECOGNITION

The Portfolio recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

NOTE 3 - MINIMUM FUTURE LEASE RENTALS

There are various lease agreements in place with tenants to lease space in the Portfolio. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating leases in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	Amount
2014 (three months ending December 31, 2014)	\$ 588,849
2015	2,327,283
2016	2,365,771
2017	1,844,178
2018	1,890,921
Thereafter	3,571,840
Total	\$ 12,588,842

NOTE 4 - TENANT CONCENTRATIONS

As of December 31, 2013 and September 30, 2014, four properties are 100% occupied by single tenants and two properties are 100% occupied by multi-tenants. One multi-tenant property is occupied by two tenants with occupancy of 77% and 23%, respectively, and the other is occupied by two tenants with occupancy of 48% and 52%, respectively.

VENTURE ONE PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 4 - TENANT CONCENTRATIONS (CONTINUED)

The following table summarizes the total revenues for each property:

	Tenants	Square Feet	Nine Months Ended September 30, 2014 (Unaudited) \$	%	Year Ended December 31, 2013 (\$)	%
3940 Stern Street	Single	146,798	\$ 538,308	24%	\$ 695,536	24%
1875 Homes	Single	134,415	570,913	26%	744,385	26%
189 Seegers	Single	25,000	136,446	6%	198,126	7%
11351 W 183rd	Single	18,768	163,998	7%	202,395	7%
1355 Holmes	Multi-tenant	82,456	369,079	17%	447,123	16%
2401 Commerce	Multi-tenant	78,715	451,463	20%	582,184	20%
Total		<u>486,152</u>	<u>\$ 2,230,207</u>	<u>100%</u>	<u>\$ 2,869,749</u>	<u>100%</u>

NOTE 5 - RELATED-PARTY TRANSACTIONS

An affiliate of the previous owner of the Portfolio provided property management services to the properties. The management fee was calculated at 3% of annual rent. Management fees amounted to \$62,737 for the year ended December 31, 2013 and \$65,006 for the nine months ended September 30, 2014 (unaudited).

NOTE 6 - SUBSEQUENT EVENTS

The Portfolio's management evaluated subsequent events through June 6, 2014, the date the combined financial statements were available to be issued.

Columbus, OH – Pier One

The **Columbus, OH** property is leased to a single tenant on a long-term basis under a triple-net lease. As a result, we believe that financial information about the tenant is more relevant to investors than financial statements of the property acquired. **Pier One** (NYSE: PIR), the sole tenant of the **Columbus, OH** property, is a public company that is subject to the reporting requirements of the Exchange Act and files its financial statements in reports filed with the SEC. If you would like to review detailed financial information regarding **Pier One** please refer to the financial statements of **Pier One**, which are publicly available on the SEC's website at www.sec.gov.

Columbus, Ohio – Creekside Liquidity Services

The **Columbus, OH** property is leased to a single tenant on a long-term basis under a triple-net lease. As a result, we believe that financial information about the tenant is more relevant to investors than financial statements of the property acquired. **Liquidity Services** (NASDAQ: LQDT), the sole tenant of the **Columbus, OH** property, is a public company that is subject to the reporting requirements of the Exchange Act and files its financial statements in reports filed with the SEC. If you would like to review detailed financial information regarding **Liquidity Services** please refer to the financial statements of **Liquidity Services**, which are publicly available on the SEC's website at www.sec.gov.

PERSEUS PORTFOLIO

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

PERSEUS PORTFOLIO

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying statement of revenues and certain expenses of the Perseus Portfolio for the year ended December 31, 2013, and the related notes to the statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the revenues and certain expenses, described in Note 2, of the Perseus Portfolio for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the financial statement, which describes that the accompanying financial statement was prepared for the purpose of complying with the rules and regulations of the U.S. Securities and Exchange Commission and is not intended to be a complete presentation of the Perseus Portfolio's revenues and expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Boston, MA
June 6, 2014

PERSEUS PORTFOLIO

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 978,838	\$ 1,305,117
Tenant reimbursements	90,371	226,160
Total revenues	<u>1,069,209</u>	<u>1,531,277</u>
Certain expenses		
Property operating expenses	31,599	152,198
Real estate taxes and insurance	58,774	146,125
General and administrative expenses	—	3,479
Total certain expenses	<u>90,373</u>	<u>301,802</u>
Revenues in excess of certain expenses	<u>\$ 978,836</u>	<u>\$ 1,229,475</u>

The accompanying notes are an integral part of the statements of revenues and certain expenses

PERSEUS PORTFOLIO

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 1 - DESCRIPTION OF PORTFOLIO

Perseus Portfolio (the "Portfolio") consists of one fully-constructed industrial warehouse facility located in Jackson, Tennessee with approximately 638,400 square feet of rentable space. Plymouth Industrial REIT, Inc. ("Company") acquired the Portfolio on October 31, 2014 from Tower Investments, LLC.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The accompanying statements of revenues and certain expenses ("Statements") include the operations of the Portfolio and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1993, as amended. Accordingly, the Statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Portfolio, have been excluded. Such items include depreciation, amortization, interest expense, interest income and amortization of above- and below-market leases. Management is not aware of any material factors relating to the Portfolio that would cause the reported financial information not to be indicative of future operating results.

INTERIM UNAUDITED INFORMATION

The statement of revenues and certain expenses for the nine month period ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenue and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

USE OF ESTIMATES

The preparation of the Statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

PERSEUS PORTFOLIO

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

REVENUE RECOGNITION

The Portfolio recognizes rental revenue from tenants on a straight-line basis over the lease terms when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

NOTE 3 - MINIMUM FUTURE LEASE RENTALS

There is one lease agreement within the Portfolio to lease space. As of September 30, 2014, the minimum future rentals receivable under non-cancelable operating lease in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	Amount
2014 (three months ending December 31, 2014)	\$ 351,120
2015	1,404,480
2016	1,404,480
2017	1,404,480
2018	1,404,480
Thereafter	1,989,680
Total	<u>\$ 7,958,720</u>

NOTE 4 - TENANT CONCENTRATIONS

As of December 31, 2013 and September 30, 2014, the property is 100% occupied by a single tenant.

PERSEUS PORTFOLIO

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

NOTE 5 - RELATED PARTY TRANSACTIONS

An affiliate of the previous owner of the Portfolio provided property management services to the Portfolio. The management fee was calculated at 3% of annual rent. Management fees amounted to \$34,852 for the year ended December 31, 2013 and \$31,599 for the nine months ended September 30, 2014 (unaudited).

NOTE 6 - SUBSEQUENT EVENTS

The Portfolio's management evaluated subsequent events through June 6, 2014 the date the Statements were available to be issued.

TRIDENT PORTFOLIO

COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

TRIDENT PORTFOLIO

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying combined statement of revenues and certain expenses of Trident Portfolio for the year ended December 31, 2013, and the related notes to the combined statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this combined financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the combined financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the combined financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the combined financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the combined financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the combined financial statement referred to above presents fairly, in all material respects, the combined revenues and certain expenses, described in Note 2, of Trident Portfolio for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the combined financial statement, which describes that the accompanying combined financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of Trident Portfolio's combined revenues and expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Needham, MA
January 16, 2015

TRIDENT PORTFOLIO

COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 1,278,214	\$ 1,692,402
Tenant reimbursements	1,341,989	1,613,040
Other	—	17,681
Total Revenues	<u>2,620,203</u>	<u>3,323,123</u>
Certain Expenses		
Property operating expenses	1,179,422	1,410,516
Real estate taxes and insurance	286,717	398,897
General and administrative expenses	27,727	54,652
Total Certain Expenses	<u>1,493,866</u>	<u>1,864,065</u>
Revenues in Excess of Certain Expenses	<u>\$ 1,126,337</u>	<u>\$ 1,459,058</u>

TRIDENT PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 1 - Description of Portfolio

Trident Portfolio (the "Portfolio") consists of a group of three fully-constructed industrial warehouse facilities located in the Cincinnati, Ohio metropolitan area and Florence, Kentucky with approximately 577,000 square feet of rentable space. Common control exists across all properties in the Portfolio. The Portfolio was owned by Trident Capital Group and sold to Plymouth Industrial REIT, Inc. (the "Company") on November 24, 2014.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying combined statements of revenues and certain expenses include the operations of the Portfolio and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the combined statements are not representative of the actual operations for the periods presented as combined revenues and certain expenses, which may not be directly attributable to the combined revenues and expenses expected to be incurred in the future operations of the Portfolio, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above- and below-market leases. Management is not aware of any material factors relating to the properties that would cause the reported financial information not to be indicative of future operating results.

Interim Unaudited Information

The combined statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

Use of Estimates

The preparation of the combined financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of combined revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

TRIDENT PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 2 - Summary of Significant Accounting Policies (Continued)

Revenue Recognition

The Portfolio recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

Note 3 - Minimum Future Lease Rentals

There are various lease agreements in place with tenants to lease space in the Portfolio. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating leases in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	
2014 (three months ending December 31, 2014)	\$ 414,440
2015	1,557,323
2016	1,336,652
2017	1,300,566
2018	1,321,608
Thereafter	4,736,342
Total	<u>\$ 10,666,931</u>

Note 4 - Tenant Concentrations

As of December 31, 2013 and September 30, 2014, one property is 100% occupied by a single tenant and two properties are 100% occupied by multiple tenants. Both multi-tenant properties are occupied by two tenants with occupancy of 100% as of December 31, 2013 and September 30, 2014.

TRIDENT PORTFOLIO

NOTES TO COMBINED STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 4 - Tenant Concentrations (continued)

The following table summarizes total revenues for each property:

			Nine Months Ended September 30, 2014 (Unaudited)			Year Ended December 31, 2013		
	Tenants	Square Feet			%			%
7585 Empire Drive	Multi-tenant	148,370	\$	479,705	18%	\$	596,319	18%
11540-11630 Mosteller Road	Multi-tenant	358,386		1,827,346	70%		2,439,289	73%
4115 Thunderbird Lane	Single	70,000		313,152	12%		287,515	9%
	Total	576,756	\$	2,620,203	100%	\$	3,323,123	100%

Note 5 – Related Party Transactions

An affiliate of the previous owner of the Portfolio provides property management services to the properties. The management fee is calculated at 3% of annual rent. Management fees amounted to \$89,893 for the year ended December 31, 2013 and \$67,500 for the nine months ended September 30, 2014 (unaudited).

Note 6 - Subsequent Events

The Portfolio's management evaluated subsequent events through January 16, 2015, the date the combined financial statements were available to be issued.

32 DART ROAD

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

32 DART ROAD

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying statement of revenues and certain expenses of 32 Dart Road for the year ended December 31, 2013, and the related notes to the statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the revenues and certain expenses, described in Note 2, of 32 Dart Road for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the financial statement, which describes that the accompanying financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of 32 Dart Road's revenues and expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Needham, MA
January 16, 2015

32 DART ROAD

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 386,825	\$ 409,559
Tenant reimbursements	<u>90,540</u>	<u>87,025</u>
Total Revenues	<u>477,365</u>	<u>496,584</u>
Certain Expenses		
Property operating expenses	50,901	54,592
Real estate taxes and insurance	43,112	42,732
General and administrative expenses	<u>10,677</u>	<u>15,295</u>
Total Certain Expenses	<u>104,690</u>	<u>112,619</u>
Revenues in Excess of Certain Expenses	<u>\$ 372,675</u>	<u>\$ 383,965</u>

32 DART ROAD

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 1 - Description of Property

32 Dart Road (the "Property") is a fully-constructed, one-tenant industrial building located in Newnan, Georgia with approximately 200,800 square feet of rentable space. The Property was owned by Newnan Industrial, LLC and sold to Plymouth Industrial REIT, Inc. (the "Company") on November 21, 2014.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying statements of revenues and certain expenses include the operations of the Property and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Property, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above- and below-market leases. Management is not aware of any material factors relating to the Property that would cause the reported financial information not to be indicative of future operating results.

Interim Unaudited Information

The statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

32 DART ROAD

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 2 - Summary of Significant Accounting Policies (Continued)

Revenue Recognition

The Property recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

Note 3 - Minimum Future Lease Rentals

There is a lease agreement in place with a tenant to lease space in the Property. As of September 30, 2014, the minimum future rentals receivable under the noncancelable operating lease in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	
2014 (three months ending December 31, 2014)	\$ 124,185
2015	501,612
2016	511,356
2017	521,094
2018	530,832
Thereafter	813,300
Total	<u>\$ 3,002,379</u>

Note 4 - Tenant Concentrations

As of December 31, 2013 and September 30, 2014, the Property is 100% occupied by a single tenant.

32 DART ROAD

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 5 – Related Party Transactions

An affiliate of the previous owner of the Property provides property management services to the Property. The management fee is calculated at 3% of annual rent. Management fees amounted to \$18,121 for the year ended December 31, 2013 and \$15,764 for the nine months ended September 30, 2014 (unaudited).

Note 6 - Subsequent Events

The Property's management evaluated subsequent events through January 16, 2015, the date the financial statements were available to be issued.

56 MILLIKEN STREET

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

56 MILLIKEN STREET

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying statement of revenues and certain expenses of 56 Milliken Street for the year ended December 31, 2013, and the related notes to the statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the revenues and certain expenses, described in Note 2, of 56 Milliken Street for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the financial statement, which describes that the accompanying financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of 56 Milliken Street's revenues and expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Needham, MA
January 16, 2015

56 MILLIKEN STREET

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 670,964	\$ 717,415
Tenant reimbursements	253,029	307,056
Other	500	—
Total Revenues	<u>924,493</u>	<u>1,024,471</u>
Certain Expenses		
Property operating expenses	166,949	143,230
Real estate taxes and insurance	149,570	185,414
General and administrative expenses	21,842	17,772
Total Certain Expenses	<u>338,361</u>	<u>346,416</u>
Revenues in Excess of Certain Expenses	<u>\$ 586,132</u>	<u>\$ 678,055</u>

56 MILLIKEN STREET

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 1 - Description of Property

56 Milliken Street (the "Property") is a fully-constructed, multi-tenant warehouse building located in Portland, Maine with approximately 201,000 square feet of rentable space. The Property was owned by Milliken Portland Partners, LLC and sold to Plymouth Industrial REIT, Inc. (the "Company") on November 20, 2014.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying statements of revenues and certain expenses include the operations of the Property and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Property, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above- and below-market leases. Management is not aware of any material factors relating to the Property that would cause the reported financial information not to be indicative of future operating results.

Interim Unaudited Information

The statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

56 MILLIKEN STREET

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 2 - Summary of Significant Accounting Policies (Continued)

Revenue Recognition

The Property recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

Note 3 - Minimum Future Lease Rentals

There are various lease agreements in place with tenants to lease space in the Property. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating leases in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	
2014 (three months ending December 31, 2014)	\$ 248,693
2015	1,001,896
2016	1,014,219
2017	1,029,429
2018	1,045,752
Thereafter	654,783
Total	<u>\$ 4,994,772</u>

Note 4 - Tenant Concentrations

As of December 31, 2013 and September 30, 2014, the Property was 100% occupied by two tenants. For the year ended December 31, 2013, 78% and 22%, respectively, of all rental revenue was recognized from each of two tenants. For the nine-month period ended September 30, 2014, 64% and 36%, respectively, of all rental revenue was recognized from each of two tenants.

56 MILLIKEN STREET

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 5 – Related Party Transactions

An affiliate of the previous owner of the Property provides property management services to the Property. The management fee is calculated at a rate of \$2,000 per month beginning in 2012, with rate increases of 2% scheduled for each year thereafter. Management fees amounted to \$24,521 for the year ended December 31, 2013 and \$18,727 for the nine months ended September 30, 2014 (unaudited).

Note 6 - Subsequent Events

The Property's management evaluated subsequent events through January 16, 2015, the date the financial statements were available to be issued.

1755 ENTERPRISE PARKWAY
STATEMENTS OF REVENUES AND CERTAIN EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

1755 ENTERPRISE PARKWAY

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying statement of revenues and certain expenses of 1755 Enterprise Parkway for the year ended December 31, 2013, and the related notes to the statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the revenues and certain expenses, described in Note 2, of 1755 Enterprise Parkway for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the financial statement, which describes that the accompanying financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of 1755 Enterprise Parkway's revenues and expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Needham, MA
January 16, 2015

1755 ENTERPRISE PARKWAY

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	Nine Months Ended September 30, 2014 (Unaudited)	Year Ended December 31, 2013
Revenues		
Rental revenue	\$ 910,208	\$ 1,213,610
Tenant reimbursements	306,542	402,707
Other	5,572	808
Total Revenues	<u>1,222,322</u>	<u>1,617,125</u>
Certain Expenses		
Real estate taxes and insurance	151,422	188,036
Property operating expenses	147,438	181,026
General and administrative expenses	8,299	7,144
Total Certain Expenses	<u>307,159</u>	<u>376,206</u>
Revenues in Excess of Certain Expenses	<u>\$ 915,163</u>	<u>\$ 1,240,919</u>

1755 ENTERPRISE PARKWAY

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 1 - Description of Property

1755 Enterprise Parkway (the "Property") is a fully-constructed, multi-tenant, industrial warehouse building located in Twinsburg, Ohio with approximately 256,000 square feet of rentable space. The Property was owned by TPRF/Enterprise, LLC and sold to Plymouth Industrial REIT, Inc. (the "Company") on November 24, 2014.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying statements of revenues and certain expenses include the operations of the Property and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Property, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above- and below-market leases. Management is not aware of any material factors relating to the Property that would cause the reported financial information not to be indicative of future operating results.

Interim Unaudited Information

The statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

1755 ENTERPRISE PARKWAY

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 2 - Summary of Significant Accounting Policies (Continued)

Revenue Recognition

The Property recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

Note 3 - Minimum Future Lease Rentals

There are various lease agreements in place with tenants to lease space in the Property. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating leases in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	
2014 (three months ending December 31, 2014)	\$ 323,166
2015	1,319,155
2016	1,114,345
2017	1,049,827
2018	954,400
Thereafter	951,617
Total	<u>\$ 5,712,510</u>

Note 4 - Tenant Concentrations

As of December 31, 2013 and September 30, 2014, the Property was 100% occupied by four tenants. For the year ended December 31, 2013, 57%, 23%, 12% and 8%, respectively, of all rental revenue was recognized from each of four tenants. For the nine-month period ended September 30, 2014, 58%, 22%, 12%, and 8%, respectively, of all rental revenue was recognized from each of four tenants.

1755 ENTERPRISE PARKWAY

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

Note 5 – Related Party Transactions

An affiliate of the previous owner of the Property provides property management services to the Property. The management fee is calculated at 2% of annual rent from one tenant, and 3.5% of annual rent from all other tenants, with a minimum annual management fee of \$18,000 combined for all four tenants. Management fees amounted to \$42,494 for the year ended December 31, 2013 and \$32,897 for the nine months ended September 30, 2014 (unaudited).

Note 6 - Subsequent Events

The Property's management evaluated subsequent events through January 16, 2015, the date the financial statements were available to be issued.

4 EAST STOW ROAD

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

**FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)**

4 EAST STOW ROAD

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Stockholders
Plymouth Industrial REIT, Inc.

Report on the Financial Statement

We have audited the accompanying statement of revenues and certain expenses of 4 East Stow Road for the year ended December 31, 2013, and the related notes to the statement of revenues and certain expenses.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statement that is free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the revenues and certain expenses, described in Note 2, of 4 East Stow Road for the year ended December 31, 2013, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

We draw attention to Note 2 to the financial statement, which describes that the accompanying financial statement was prepared for the purpose of complying with rules and regulations of the U.S. Securities and Exchange Commission and it is not intended to be a complete presentation of 4 East Stow Road's revenues and expenses. Our opinion is not modified with respect to that matter.

/s/ Marcum LLP
Marcum LLP

Needham, MA
January 16, 2015

4 EAST STOW ROAD

STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

	<u>Nine Months Ended September 30, 2014 (Unaudited)</u>	<u>Year Ended December 31, 2013</u>
Revenues		
Rental revenue	\$ 608,383	\$ 765,494
Tenant reimbursements	<u>346,851</u>	<u>461,006</u>
Total Revenues	<u>955,234</u>	<u>1,226,500</u>
Certain Expenses		
Property operating expenses	234,658	389,052
Real estate taxes and insurance	118,751	144,896
General and administrative expenses	<u>12,812</u>	<u>24,476</u>
Total Certain Expenses	<u>366,221</u>	<u>558,424</u>
Revenues in Excess of Certain Expenses	<u>\$ 589,013</u>	<u>\$ 668,076</u>

4 EAST STOW ROAD

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 1 - Description of Property

4 East Stow Road (the "Property") is a fully-constructed, multi-tenant industrial building located in Marlton, New Jersey with approximately 156,000 square feet of rentable space. The Property was owned by CD Realty Stow Road Associates, LLC and sold to Plymouth Industrial REIT, Inc. (the "Company") on December 2, 2014.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The accompanying statements of revenues and certain expenses include the operations of the Property and have been prepared for the purpose of complying with Rule 3-14 of Regulation S-X promulgated under the Securities Act of 1933, as amended. Accordingly, the statements are not representative of the actual operations for the periods presented as revenues and certain expenses, which may not be directly attributable to the revenues and expenses expected to be incurred in the future operations of the Property, have been excluded. Such items include depreciation, amortization, interest expense, interest income, and amortization of above- and below-market leases. Management is not aware of any material factors relating to the Property that would cause the reported financial information not to be indicative of future operating results.

Interim Unaudited Information

The statement of revenues and certain expenses for the nine months ended September 30, 2014 is unaudited. In the opinion of the Company, such statement reflects all adjustments necessary for a fair presentation of revenues and certain expenses in accordance with U.S. Securities and Exchange Commission's Rule 3-14 as described above. All such adjustments are of a normal recurring nature.

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of revenues and certain expenses during the reporting periods. Actual results could differ from these estimates.

4 EAST STOW ROAD

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 2 - Summary of Significant Accounting Policies (Continued)

Revenue Recognition

The Property recognizes rental revenue from tenants on a straight-line basis over the lease term when collectability is reasonably assured and the tenant has taken possession or controls the physical use of the leased asset.

Tenant reimbursements related to reimbursements of real estate taxes, insurance, and other operating expenses are recognized as revenue in the period the applicable expenses are incurred.

Note 3 - Minimum Future Lease Rentals

There are various lease agreements in place with tenants to lease space in the Property. As of September 30, 2014, the minimum future rentals receivable under noncancelable operating leases in each of the next five years and thereafter are as follows (unaudited):

Year Ending December 31,	
2014 (three months ending December 31, 2014)	\$ 197,088
2015	795,959
2016	817,480
2017	844,322
2018	871,789
Thereafter	1,243,216
Total \$	<u>\$ 4,769,854</u>

Note 4 - Tenant Concentrations

As of December 31, 2013 and September 30, 2014, the Property is 98% occupied by various tenants. For the year ended December 31, 2013, 56%, 24%, and 15%, respectively, of all rental revenue was recognized from each of three tenants. For the nine-month period ended September 30, 2014, 35%, 38%, and 23%, respectively, of all rental revenue was recognized from each of the same three tenants.

4 EAST STOW ROAD

NOTES TO STATEMENTS OF REVENUES AND CERTAIN EXPENSES

FOR THE YEAR ENDED DECEMBER 31, 2013 AND FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2014 (UNAUDITED)

Note 5 – Related Party Transactions

An affiliate of the previous owner of the Property provides property management services to the Property. The management fee is calculated at 3% of annual rent received by the Property, with a minimum annual management fee of \$6,000. Management fees amounted to \$33,759 for the year ended December 31, 2013 and \$25,048 for the nine months ended September 30, 2014 (unaudited).

An affiliate of the previous owner of the Property is both a tenant of the Property and a provider of solar energy services to the Property. Rent paid by the affiliate amounted to \$24,000 for the year ended December 31, 2013 and \$16,000 for the nine months ended September 30, 2014 (unaudited). Solar energy services provided by the affiliate amounted to \$142,527 for the year ended December 31, 2013 and \$52,793 for the nine months ended September 30, 2014 (unaudited).

Note 6 - Subsequent Events

The Property's management evaluated subsequent events through January 16, 2015, the date the financial statements were available to be issued.

UNAUDITED PRO FORMA COMBINED CONDENSED FINANCIAL INFORMATION**SERIES OF ACQUISITIONS (the "Acquisitions")****October 31, 2014 Acquisitions**

On October 31, 2014, the Company, through subsidiaries of its Operating Partnership completed the acquisition of 13 industrial properties located in Illinois, Ohio and Tennessee. The properties consist of an aggregate of approximately 2.63 million rentable square feet and were acquired for an aggregate purchase price of approximately \$95.6 million. The properties included the following:

Garrity Malkin Portfolio

This portfolio consists of four industrial properties located in Columbus, Ohio and Memphis, Tennessee. The properties consist of six industrial buildings with approximately 633,700 rentable square feet and are approximately 97% leased under triple net leases.

Venture One Portfolio

This portfolio consists of six industrial properties located in the Chicago, Illinois metropolitan area. The properties consist of six industrial buildings with approximately 486,200 rentable square feet and are 100% leased under triple net and modified gross leases.

Pier-One Property

This industrial property is located in Columbus, Ohio, has approximately 527,100 rentable square feet and is 100% leased under triple net leases.

Creekside Property

This industrial property is located in Columbus, Ohio, has approximately 340,000 rentable square feet and is 100% leased under triple net leases.

Perseus Property

This industrial property is located in Jackson, Tennessee, has approximately 638,400 rentable square feet and is 100% leased under triple net leases.

November 24, 2014 Acquisitions

On November 24, 2014, the Company through the subsidiaries of its Operating Partnership completed the acquisition of six industrial properties located in Georgia, Kentucky, Maine and Ohio. The properties consist of an aggregate of approximately 1,226,996 rentable square feet and were acquired for an aggregate purchase price of approximately \$49.7 million. The properties included the following:

TCG/Trident Portfolio

This portfolio consists of three industrial properties located in the Cincinnati, Ohio metropolitan area and Florence, Kentucky. The properties consist of three industrial buildings with an aggregate of approximately 576,801 rentable square feet and are 100% leased under triple net leases.

Dart Road Property

This industrial property is located in Newnan, Georgia, has approximately 194,000 rentable square feet and is 100% leased under triple net leases.

Milliken Street Property

This industrial property is located in Portland, Maine, has approximately 200,625 rentable square feet and is 100% leased under triple net leases.

1755 Enterprise Property

This industrial property is located in Twinsburg, Ohio, has approximately 255,570 rentable square feet and is 100% leased under triple net leases.

December 2, 2014 Acquisition

On December 2, 2014, the Company through a subsidiary of its Operating Partnership acquired a light industrial property located in Marlton, New Jersey. The property consists of approximately 156,642 rentable square feet and was acquired for a purchase price of \$9,700,000.

FINANCING OF THE ACQUISITIONS

The purchase price for the Acquisitions was financed through the Company's loan agreement (the "Loan Agreement") obtained from third party investment entities on October 28, 2014. The Loan Agreement provides for secured loans up to \$192 million, including \$20 million of debt discount. The loans under the Loan Agreement bear interest at a current pay rate equal to 7% per annum, coupled with payment-in-kind (PIK) features with respect to the remaining interest at varying rates as well as an exit fee payment. The loans are payable not later than October 28, 2015.

BASIS OF PRESENTATION FOR PRO FORMA FINANCIAL INFORMATION

The unaudited pro forma condensed consolidated statements of operations and the unaudited pro forma condensed consolidated balance sheet are based upon the historical consolidated financial statements of the Company and the properties after giving effect to the Acquisitions, accounted for as a business combination, and after applying the assumptions and adjustments described in the accompanying notes and management's assumptions to the unaudited pro forma condensed consolidated financial statements.

The unaudited pro forma condensed consolidated balance sheet of the Company as of September 30, 2014 set forth below gives effect to the Acquisitions as if the transactions had occurred on September 30, 2014.

The unaudited pro forma condensed consolidated statements of operations of the Company for the year ended December 31, 2013 and for the nine months ended September 30, 2014 give effect to the Acquisitions as if the transactions had occurred on the first day of the periods presented.

The unaudited pro forma condensed consolidated financial statements are provided for informational purposes only and are not necessarily indicative of the actual financial position of the Company as of September 30, 2014 or the actual results of operations for the nine months ended September 30, 2014 or the year ended December 31, 2013 nor do they purport to reflect the results of the Company's operations of future periods. The Company has made, in its opinion, all adjustments that are necessary to present fairly the pro forma financial data.

Pro Forma Condensed Consolidated Balance Sheet As of September 30, 2014 (Unaudited and in thousands)

	Plymouth Industrial REIT, Inc.	Net Proceeds from Debt	Acquired Properties	Company Pro forma Adjustments	Company Pro Forma
	(a)	(b)	(c)	(d)	
ASSETS					
Investment in Real Estate					
Land	\$ —	\$ —	\$ 23,474	\$ —	\$ 23,474
Building	—	—	106,047	—	106,047
Total Rental Property	—	—	129,521	—	129,521
Deferred Leasing Intangibles	—	—	37,211	—	37,211
Cash and Cash Equivalents	178	160,595	(155,000)	(238)	5,535
Other current assets	2,125	—	—	526	2,651
Deferred financing costs	—	2,345	—	—	2,345
Investment in Non-Consolidating Real Estate	4,628	—	—	(563)	4,065
Total Assets	\$ 6,931	\$ 162,940	\$ 11,732	\$ (275)	\$ 181,328
LIABILITIES & EQUITY					
Liabilities					
Notes payable, net of discount	\$ 2,000	\$ (2,000)	\$ —	\$ —	\$ —
Notes payable under bridge financing	—	165,000	—	—	165,000
Accounts payable and other liabilities	1,241	—	—	1,811	3,052
Deferred Leasing Intangibles	—	—	11,732	—	11,732
Total Liabilities	3,241	163,000	11,732	1,811	179,784
Equity					
Common Shares	13	—	—	—	13
Additional Paid in Capital	12,467	—	—	—	12,467
Accumulated deficit	(8,790)	(60)	—	(2,086)	(10,936)
Total Equity	3,690	(60)	—	(2,086)	1,544
Total Liabilities and Equity	\$ 6,931	\$ 162,940	\$ 11,732	\$ (275)	\$ 181,328

Pro Forma Condensed Consolidated Statements of Operations
For the nine months ended September 30, 2014
(Unaudited and in thousands)

	Plymouth Industrial REIT, Inc. (A)	Acquired Properties (B)	Company Pro forma adjustments (C)	Company Pro Forma
Revenues:				
Rental revenue	\$ —	\$ 10,741	\$ —	\$ 10,741
Tenant reimbursements	—	3,611	—	3,611
Equity investment income (loss)	254	—	(67)	187
Total revenues	254	14,352	(67)	14,539
Expenses:				
Property expenses	—	4,192	—	4,192
General and administrative	1,891	—	—	1,891
Acquisition expenses	644	—	(497)	147
Depreciation and amortization	—	8,137	—	8,029
Total operating expenses	2,535	12,329	—	14,259
Income (loss) from operations	(2,281)	2,023	(67)	280
Other expense (income):				
Interest expense	83	—	34,400	34,483
Total other expense (income)	83	—	34,400	34,483
Net income (loss)	\$ (2,364)	\$ 2,023	\$ (34,467)	\$ (34,203)
Loss per share	\$ (1.84)	\$ —	\$ —	\$ (26.57)
Weighted average shares outstanding	1,287,445	—	—	1,287,445

Pro Forma Condensed Consolidated Statements of Operations
For the year ended December 31, 2013
(Unaudited and in thousands)

	Plymouth Industrial REIT, Inc. (A)	Acquired Properties (B)	Company Pro forma Adjustments (C)	Company Pro Forma
Revenues:				
Rental revenue	\$ —	\$ 13,805	\$ —	\$ 13,805
Tenant reimbursements	—	4,501	—	4,501
Equity investment income (loss)	(588)	—	(75)	(663)
Total revenues	(588)	18,306	(75)	17,643
Expenses:				
Property expenses	—	5,447	—	5,447
General and administrative	2,884	—	—	2,884
Depreciation and amortization	—	10,846	—	10,846
Total operating expenses	2,884	16,293	—	19,177
Income (loss) from operations	(3,472)	2,013	(75)	(1,534)
Other income (expense):				
Interest expense	—	—	45,900	45,900
Total other income (expense)	—	—	45,900	45,900
Net income (loss)	\$ (3,472)	\$ 2,013	\$ (45,975)	\$ (47,434)
Loss per share	\$ (5.09)	\$ —	\$ —	\$ (69.59)
Weighted average shares outstanding	681,631	—	—	681,631

Plymouth Industrial REIT, Inc.

Notes and Management's Assumptions to Unaudited Pro Forma Condensed Consolidated Financial Statements

1. Notes to the Unaudited Pro Forma Condensed Consolidated Balance Sheet as of September 30, 2014

(a) Reflects the historical Condensed Consolidated Balance Sheet of Plymouth Industrial REIT, Inc. as of September 30, 2014.

(b) Reflects borrowings of \$165 million under the Company's Loan Agreement of October 28, 2014, which is collateralized by all acquired properties as well as the assets of the Company, drawn through December 2, 2014 for our initial estimate of the funding for the acquisitions and related costs of the acquisitions as well as costs incurred to complete the borrowing arrangements. The loans are payable on or before October 28, 2015. Interest includes various components which are included as an adjustment to the pro forma condensed consolidated statements of operations discussed in Note 2.

The pro forma adjustment also includes the repayment of \$2.0 million under its existing borrowing arrangement and a final interest payment of \$60 thousand.

(c) Reflects the funding of the Acquisition Transactions and the allocation of the purchase price of the properties. In accordance with Financial Accounting Standards Board, (FASB), ASC 805-10 "Business Combinations", the assets and liabilities acquired will be recorded at their fair values as of the acquisition date. The following pro forma adjustments are preliminary estimates necessary to reflect the initial allocation of the purchase price of the acquisitions. The allocation of purchase price shown in the table below is based on the Company's best current estimates and may change upon any final adjustments in determination as to the fair value of assets acquired and liabilities assumed. The amounts allocated to lease intangibles (leases in place, leasing commissions, tenant relationships, and above and below market leases) are based on market data provided by REIS and generally amortized over the remaining life of the related leases excluding renewal options, except in the case of below market fixed rate rent amounts, which are amortized over the applicable renewal period.

	As of September 30, 2014 (In thousands)
Allocation of purchase price:	
Land	\$ 23,474
Building	106,047
Total rental property	129,521
Above market leases	3,730
Leases in-place	18,425
Leasing commissions	7,781
Tenant relationships	7,275
Total deferred leasing intangibles	37,211
Assets acquired	166,732
Deferred leasing intangibles - below market leases	(11,732)
Acquisition portfolio	\$ 155,000

Allocation of Purchase Price by Property
As of September 30, 2014
(In thousands)

Purchase price allocation:	Garrity Macklin Portfolio	GMP Green Meadow	7001 Americana Parkway	Venture One	Pier One	Creekside	Perseus	Trident Portfolio	32 Dart Road	56 Milliken Street	1755 Enterprise	4 East Stow Road	Total
Rental property:													
Land	\$ 401	\$ 2,396	\$ 425	\$ 5,700	\$ 4,000	\$ 1,425	\$ 1,262	\$ 2,588	\$ 229	\$ 1,389	\$ 1,719	\$ 1,940	\$ 23,474
Building	4,790	10,097	1,398	19,305	10,031	10,068	10,582	12,399	4,246	6,707	10,187	6,237	106,047
Total Rental Property	5,191	12,493	1,823	25,005	14,031	11,493	11,844	14,987	4,475	8,096	11,906	8,177	129,521
Deferred leasing intangibles:													
Above market lease	113				2,885						732		3,730
Leases in place	535	2,232	320	2,781	1,902	1,295	1,899	2,258	755	1,448	1,229	1,771	18,425
Tenant relationships	65	870	108	1,718	669	799	616	935	449	551	694	307	7,781
Leasing commissions	96	896	111	898	513	474	744	1,107	621	598	439	778	7,275
Total deferred leasing intangibles	809	3,998	539	5,397	5,969	2,568	3,259	4,300	1,825	2,597	3,094	2,856	37,211
Deferred leasing intangibles - below market leases													
		(2,791)	(362)	(1,902)		(2,561)	(1,203)	(587)	(800)	(193)		(1,333)	(11,732)
Total	\$ 6,000	\$ 13,700	\$ 2,000	\$ 28,500	\$ 20,000	\$ 11,500	\$ 13,900	\$ 18,700	\$ 5,500	\$ 10,500	\$ 15,000	\$ 9,700	\$ 155,000

(d) The Company's pro forma adjustments include the following (all \$ amounts in thousands) :

Cash: The application of \$1,025 of deposits on properties, included in other current assets, to the purchase price, payment of \$2,086 of acquisition costs related to the properties, and the assumption of certain property-related accruals in the amount of \$1,048 and tenant receivables in the amount of \$226.

Other current assets: The application of \$1,025 of deposits on properties, which were included in other current assets, to the purchase price, \$763 of security deposits held as restricted cash, and \$226 of tenant receivables. Additionally, the Company previously held a 12.2% ownership in the Trident Portfolio, which was accounted for as an equity investment. The Company has recorded a pro forma adjustment of \$563 to reclassify from investment in non-consolidated real estate to other current assets.

Investment in non-consolidated real estate: The Company previously held a 12.2% ownership in the Trident Portfolio, which was accounted for as an equity investment. The Company has recorded a pro forma adjustment of \$563 to reclassify from investment in non-consolidated real estate to other current assets.

Accounts payable and other liabilities: The assumption of certain property-related accruals in the amount of \$1,048 and security deposits of \$763.

Accumulated deficit: The recognition of \$2,086 of acquisition costs related to the properties, which are non-recurring costs.

2. Notes to the Unaudited Pro Forma Condensed Consolidated Statements of Operations for the nine months ended September 30, 2014 and for the year ended December 31, 2013

(A) Reflects the historical condensed consolidated statement of operations of Plymouth Industrial REIT, Inc. for the nine months ended September 30, 2014 and the historical condensed consolidated statement of operations for the year ended December 31, 2013.

(B) Reflects the operations of the Acquisition Properties for the nine months ended September 30, 2014 and the year ended December 31, 2013, presented on a pro forma basis giving effect to the Acquisition Transactions as if they occurred on January 1, of the respective period.

(C) Represents the following Company pro forma adjustments:

- Funds used to acquire the acquisitions were proceeds drawn under the Loan Agreement dated October 28, 2014. The loan is due on or before October 28, 2015. The Company expects to either complete an initial public offering or refinance the existing debt, however, there is no assurance that either event will be completed on terms acceptable to the Company.

For purposes of preparing the pro forma interest expense adjustment, the Company has applied the effective interest rates using the stated terms of the arrangement to the amounts borrowed under the arrangement for the nine months ended September 30, 2014 and the year ended December 31, 2013. The effective interest rate includes the following components:

- \$2.3 million of deferred financing costs incurred in connection with the borrowing amortized over the respective period
 - Interest at a rate of 7.0% that is due and payable on a monthly basis
 - Payment in Kind (PIK) interest at a weighted average stated rate of 5.0%, compounded on a monthly basis due at maturity
 - \$20 million discount associated with the issuance of the debt amortized over the respective period
 - An exit fee at a weighted average rate of 4.6% due upon maturity of the debt amortized over the respective period.
- The Company previously held a 12.2% ownership in the Trident Portfolio, which was accounted for as an equity investment. The Company has recorded a pro forma adjustment to eliminate the income from its equity investment since upon acquisition, the Company consolidated the results of operations of the Trident Portfolio.
 - The Company previously incurred \$497 of costs during the nine months ended September 30, 2014 related to the acquisition of these properties, which are reversed for purposes of the pro forma condensed consolidated statement of operations for such period since such costs are non-recurring in nature.
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The tables below reflect revenue and expenses for the respective portfolio/property transaction components of the Acquisition Transactions. Adjustments to revenue represent the impact of the amortization of the net amount of above- and below-market rents through the remaining term of the current lease, as a result of purchase accounting adjustments. (Market data provided by REIS.) Adjustments to depreciation and amortization represent the additional depreciation expense and amortization of intangibles as a result of purchase accounting adjustments. Depreciation and amortization amounts were determined in accordance with the Company's policies and are based on management's evaluation of the estimated useful lives of the properties and intangibles. The amounts allocated to building are depreciated over 39 years.

Statement of Revenues and Certain Expenses by Property
For the nine months ended September 30, 2014
In Thousands

	Garrity Macklin Portfolio	GMP Green Meadow	7001 Americana Parkway	Venture One Industrial	Pier One	Creekside	Perseus	Trident Portfolio	32 Dart Road	56 Milliken Street	1755 Enterprise	4 East Stow Road	Adjustment	Total
Revenues														
Rental income	\$ 519	\$ 669	\$ 132	\$ 1,762	\$ 1,188	\$ 785	\$ 979	\$ 1,278	\$ 386	\$ 671	\$ 910	\$ 608	\$ 854	\$10,741
Tenant reimbursements	262	255	68	468		123	90	1,342	91	253	312	347		3,611
Total Revenue	\$ 781	\$ 924	\$ 200	\$ 2,230	\$ 1,188	\$ 908	\$ 1,069	\$ 2,620	\$ 477	\$ 924	\$ 1,222	\$ 955	\$ 854	\$14,352
Expenses:														
Property Depreciation and amortization	\$ 409	\$ 256	\$ 19	\$ 668	\$ —	\$ 140	\$ 90	\$ 1,494	\$ 105	\$ 338	\$ 307	\$ 366		\$ 4,192
													8,137	8,137
Total Expenses	\$ 409	\$ 256	\$ 19	\$ 668	\$ —	\$ 140	\$ 90	\$ 1,494	\$ 105	\$ 338	\$ 307	\$ 366	\$ 8,137	\$12,329

Statement of Revenues and Certain Expenses by Property
For the year ended December 31, 2013
In Thousands

	Garrity Macklin Portfolio	GMP Green Meadow	7001 Americana Parkway	Venture One Industrial	Pier One	Creekside	Perseus	Trident Portfolio	32 Dart Road	56 Milliken Street	1755 Enterprise	4 East Stow Road	Adjustment	Total
Revenues														
Rental income	\$ 650	\$ 891	\$ 169	\$ 2,351	\$ 1,584	\$ 916	\$ 1,305	\$ 1,693	\$ 410	\$ 717	\$ 1,214	\$ 765	\$ 1,140	\$13,805
Tenant reimbursements	320	330	83	519		135	226	1,630	87	307	403	461		4,501
Total Revenue	\$ 970	\$ 1,221	\$ 252	\$ 2,870	\$ 1,584	\$ 1,051	\$ 1,531	\$ 3,323	\$ 497	\$ 1,024	\$ 1,617	\$ 1,226	\$ 1,140	\$18,306
Expenses:														
Property	\$ 493	\$ 395	\$ 77	\$ 763		\$ 159	\$ 302	\$ 1,864	\$ 114	\$ 346	\$ 376	\$ 558		\$ 5,447
Depreciation and amortization														10,846 10,846
Total Expenses	\$ 493	\$ 395	\$ 77	\$ 763	\$ —	\$ 159	\$ 302	\$ 1,864	\$ 114	\$ 346	\$ 376	\$ 558	\$ 10,846	\$16,293

The adjustments relate to the impact of the purchase price allocation on the statement of revenues and certain expenses, which represent above/below market lease amortization and depreciation and amortization as set forth in Note 2(B) above. The market data applied was provided by REIS.