

**UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF
ILLINOIS**

If you held Prime Group Realty Trust (“PGRT”) 9% Series B Cumulative Redeemable Preferred Stock (“Series B Shares”) during the period October 10, 2011 through December 26, 2012, inclusive, you are eligible to receive a payment from a class action settlement if you submit a valid claim form.

A Federal Court has authorized this Notice. This is not a solicitation from a lawyer.

- This is an important notice from the United States District Court for the Northern District of Illinois (the “Court”) regarding a proposed settlement (the “Settlement”) and upcoming hearing in this class action lawsuit that may affect your rights. This notice is being sent to you because you have been identified as a class member in this lawsuit.
- The Settlement resolves claims over whether PGRT’s trustees and officers and/or Five Mile Capital Partners, LLC (“Five Mile”) breached duties owed to the Series B Shareholders in connection with transactions between PGRT and Five Mile, including the sale of common shares to Five Mile in 2011, and the merger of PGRT and Five Mile in December 2012.
- You are eligible to receive a payment from this Settlement even if Five Mile purchased your Series B Shares at \$5.25 per share in the tender offer in 2011/2012 or the merger in 2012.
- This Settlement will provide \$8,250,000 (the “Settlement Fund”) to pay claims of investors who held Series B Shares during the period October 10, 2011 through December 26, 2012, inclusive (the “Class Period”).
- If valid claims are submitted for every Series B Share owned during the Class Period, and you submit a valid claim form, your payment will be approximately \$2.20 for each share you held on both October 10, 2011 and September 28, 2012, and/or \$1.10 for each share you held only on one of those dates. If you did not hold shares on October 10, 2011 or September 28, 2012, your payment will be approximately \$0.10 per share for the greatest number of shares you held at any point during the Class Period. These estimated payments are after deduction of attorney’s fees and expenses, costs of settlement administration, and an award to Plaintiff for her service to the Class.
- The Court in charge of this case still has to decide whether to approve the Settlement. Payments will be made if the Court approves the Settlement and after appeals are resolved. Plaintiff will ask the Court to approve the Settlement at a hearing scheduled for May 26, 2015 at 9:30 a.m.
- Class Counsel estimates that \$100,000 from the Settlement Fund will be spent on administering this Settlement, and will ask the Court for an award from the Settlement Fund of up to: (1) \$2.75 million in attorney’s fees; (2) \$425,000 in attorneys’ out-of-pocket expenses; and (3) \$10,000 to Plaintiff in recognition of her efforts on behalf of the Class.
- Your legal rights are affected whether or not you act. Read this notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT	
Submit a Valid Proof of Claim Form	You will release your claims against the Defendants and receive money from the Settlement Fund.
Exclude Yourself	You will receive no payment, but you may bring another lawsuit against Defendants about the legal claims in this case.
Do Nothing	You will receive no payment from the Settlement Fund, and you will release your claims against the Defendants.
Object but Remain in the Settlement	You may write to the Court about why you do not like the Settlement, the Plan of Allocation, or Class Counsel's request for attorneys' fees and reimbursement of expenses. If the Court approves the Settlement, you will still release your claims against the Defendants and receive money from the Settlement Fund (if you also submit a valid Proof of Claim Form).

BASIC INFORMATION

1. Why did I get this Notice?

The United States District Court for the Northern District of Illinois has ordered that this Notice be sent to the Class, defined as all holders of Prime Group Realty Trust's Series B Cumulative Redeemable Preferred Stock ("Series B Shares") during the period October 10, 2011 through December 26, 2012, inclusive (the "Class Period").¹ You have a right to know about the proposed Settlement of this class action lawsuit, and about all of your options, before the Court decides whether to approve the Settlement. You may track the progress of the Settlement by visiting:

www.PrimeGroupRealtyTrustLitigation.com

This Notice explains the lawsuit, the Settlement, your legal rights, the benefits that are available, who is eligible for them, and how to obtain them.

2. What is this lawsuit about?

In this lawsuit, Plaintiff alleges that: (1) PGRT's officers and directors breached their fiduciary duties to the Preferred shareholders by negotiating and approving the sale of PGRT common shares to Five Mile for \$625,000 (the "Common Share Sale"), which PGRT's Board of Trustees approved on October 10, 2011, and that Five Mile was unjustly enriched thereby; and (2) PGRT's officers and directors, and Five Mile breached their fiduciary duties by agreeing to a merger, through which Five Mile acquired the outstanding Series B Shares for \$5.25 per share and PGRT was merged with and into Five Mile (the "2012 Merger").

¹ Excluded from the Class are the Defendants and all their affiliates, and the persons who settled their claims in the case *Rameson et al. v. Prime Group Realty Trust, et al.*, No. 24-C-11-003772 (Md. Cir. Balt. City).

3. Why is there a settlement?

The Settlement allows both sides to avoid the risks and costs of lengthy and uncertain litigation and the uncertainty of a trial and appeals, and permits Class Members to be compensated without further delay. Plaintiff and Class Counsel have agreed to settle the lawsuit based on the facts they discovered during the litigation, the risks that will be involved in a trial and potential appeal, and their conclusions that the proposed Settlement is fair, reasonable, and adequate, and serves the best interests of the Class Members.

The Settlement was reached after the parties engaged in substantial factual and expert opinion discovery, including, reviewing over 300,000 pages of documents, deposing thirteen fact witnesses, exchanging reports prepared by five experts, and deposing each of those experts. Plaintiff's damage expert calculated that, if Plaintiff and the Class prevailed on each claim asserted, the damages suffered by the Class would be approximately \$15 million dollars based on the present value of the office building and garage located at 330 N. Wabash Ave. in Chicago, Illinois (the "Building"). Plaintiff's expert measured the current value of the Building at \$436 million. Defendants' damage expert calculated that, if Plaintiff and the Class prevailed on each claim asserted, the damages suffered by the Class would be \$0, regardless of the current value of the Building. The parties reached the Settlement described in this Notice after negotiating through a several months-long mediation with the assistance of the Honorable Wayne R. Andersen, an experienced mediator and retired U.S. District Judge for the Northern District of Illinois.

As part of the Settlement, Defendants have warranted that as of the date of the Settlement Agreement, they did not have an agreement to sell the Building and had not received any offers to purchase the Building. If Defendants sell the Building within thirty (30) days of the Court approving the Settlement, Plaintiff shall have the right, but not the obligation, to ask the Court to cancel the Settlement. This right will expire once thirty (30) days have passed after the Court approves the Settlement.

4. How do I know if I am part of the Class?

The Class includes all holders of Prime Group Realty Trust's Series B Cumulative Redeemable Preferred Stock during the period October 10, 2011 through December 26, 2012, inclusive. Contact the Claims Administrator at 1-877-852-8873 if you are unsure if you are included in the Class. Or you can fill out and return the Proof of Claim Form described in Question 7 to see if you qualify.

THE SETTLEMENT BENEFITS – WHAT YOU GET

5. What does the Settlement provide?

Defendants have agreed to pay or cause to be paid \$8,250,000 in cash (the "Settlement Fund") in settlement of this lawsuit. The Settlement Fund, plus interest, less payment of Court-approved attorneys' fees and expenses incurred in connection with the prosecution and settlement of the litigation, costs incurred in the administration of the Settlement, and a service award to the Plaintiff (the "Net Settlement Fund"), shall be distributed to members of the Class who timely send in Proof of Claim Forms deemed valid by the Claims Administrator. If the Court awards attorneys' fees, attorneys' expenses, and the service award to the Plaintiff in the amounts requested by Class Counsel, the Net Settlement Fund is estimated to equal \$4,965,000.

6. How much will my payment be?

Your share of the Net Settlement Fund will be determined in accordance with the proposed Plan of Allocation set forth below and will depend on the total number of Series B Shares represented by all valid Proof of Claim Forms that members of the Class submit, how many Series B Shares you held, and the dates on which you held Series B Shares.

The Plan of Allocation reflects Class Counsel's judgment that Class Members were harmed by two events: (i) the Common Share Sale, announced on October 10, 2011, and (ii) the 2012 Merger, announced on September 28, 2012. Accordingly, the Plan of Allocation apportions most of the Net Settlement Fund to Class Members who held shares on October 10, 2011 and/or September 28, 2012 because Class Members who did not hold shares on either of these dates would have more difficulty proving that they suffered harm from Defendants' actions.

The Proposed Plan of Allocation

Each Class Member who submits a valid Proof of Claim form ("Authorized Claimant") is eligible to receive a payment from the Net Settlement Fund.² If valid claim forms are submitted for each share held during the time periods in the below chart,³ then Authorized Claimants can expect to receive (after deduction of proposed attorneys' fees, expenses, costs of settlement administration, and payment of a Service Award to the Plaintiff), approximately:

For each Series B Share held on both October 10, 2011 <i>and</i> September 28, 2012	\$2.20 per share
For each Series B Share held on October 10, 2011 <i>or</i> September 28, 2012 (but not on both dates)	\$1.10 per share
For each Series B Share held by an Authorized Claimant that did not hold any shares on October 10, 2011 or on September 28, 2012	\$0.10 per share

For example, an Authorized Claimant that held 100 shares on October 10, 2011 and on September 28, 2012 will receive approximately \$220.00 (100 shares x \$2.20 per share). An Authorized Claimant that held 100 shares on October 10, 2011, and 200 shares on September 28, 2012, will receive approximately \$330.00 (100 shares held on both dates x \$2.20 per share, plus 100 shares held on September 28, 2012 x \$1.10 per share). An Authorized Claimant that held 100 shares during the Class Period, but held no shares on October 10, 2011 or on September 28, 2012, will receive approximately \$10.00 (100 shares x \$0.10 per share).

Authorized Claimants whose total payment under the allocation plan is equal to or greater than \$10.00 will receive payment. Authorized Claimants whose total payment under the allocation plan would be less than \$10.00 will receive payment, unless the Claims Administrator determines that the administrative expense of processing and mailing the

² Any Class Member who was a market maker or specialist in the Series B Shares during the Class Period cannot be an Authorized Claimant.

³ Class Members held 3,031,125 Series B Shares on October 10, 2011, and 1,383,692 Series B Shares on September 28, 2012. Additionally, no more than approximately 997,000 Series B Shares were held by Class Members who did not hold shares on either October 10, 2011 or September 28, 2012.

payment is greater than the amount of the payment itself, in which case no payment will be made.

The estimated per share distributions in the above chart were calculated using the following formula (expressed as a numerator over a denominator), which the Claims Administrator will use to calculate the payment for each Authorized Claimant before making any distribution to class members from the Net Settlement Fund:

$$\frac{(NET\ SETTLEMENT\ FUND \times AUTHORIZED\ CLAIMANT'S\ ELIGIBLE\ SHARES)}{SUM\ OF\ ALL\ ELIGIBLE\ SHARES}$$

As used in the formula, "Eligible Shares" will be determined as follows:

For each Series B Share held on both October 10, 2011 <i>and</i> September 28, 2012	Two (2) Eligible Shares
For each Series B Share held on October 10, 2011 <i>or</i> September 28, 2012 (but not on both dates)	One (1) Eligible Share
For each Series B Share held during the Class Period by an Authorized Claimant that <i>did not</i> hold any shares on October 10, 2011 or on September 28, 2012	One tenth (0.10) of an Eligible Share For these class members, the number of Series B Shares held during the Class Period is the highest number of Series B Shares held at the close of trading on any day during the Class Period.

The total payments made to Authorized Claimants who did not hold Series B Shares on October 10, 2011 or September 28, 2012 will be capped at \$100,000. If the total payments calculated for those Authorized Claimants using the formula above would exceed \$100,000, then \$100,000 will be divided among those Authorized Claimants in proportion to their Eligible Shares. At this time, Class Counsel does not anticipate the total payment to these Authorized Claimants to approach, or exceed, \$100,000.

7. How can I get a payment?

To qualify for payment, you must send in a Proof of Claim Form. A claim form is enclosed with this Notice. You may also obtain a claim form at www.PrimeGroupRealtyTrustLitigation.com. Please read the instructions carefully, fill out the form, sign the form in the locations indicated, and mail the form and any required documentation, **postmarked no later than April 20, 2015** to: Prime Group Realty Trust Litigation, Claims Administrator, Heffler Claims Group, P.O. Box 58249, Philadelphia, PA 19102-8249.

8. When would I receive a payment?

Payments from the Settlement Fund will occur only after (i) the Settlement is finally approved, and becomes effective, and (ii) a reasonable time thereafter for processing the claims. You may track the progress of the Settlement by visiting www.PrimeGroupRealtyTrustLitigation.com. Please be patient.

9. What am I giving up to get a payment or stay in the Class?

Unless you exclude yourself, you are staying in the Class, and you will have forever released all claims against the Defendants that were asserted in, could have been asserted in, or were related to, this lawsuit, the allegations and transactions alleged therein, or that could have been alleged therein, including but not limited to the Common Share Sale, the 2012 Merger, and any other transaction between Five Mile and PGRT. This means you will not be able to bring a lawsuit, or continue a lawsuit if one is currently pending, against the Defendants for any claim that is part of the release you will be giving the Defendants. This description is only a summary of the release that you will be giving the Defendants. The full release language is contained in the Stipulation of Settlement Agreement (the "Stipulation"), which may be viewed at www.PrimeGroupRealtyTrustLitigation.com, or at the office of the Clerk of the Court, United States District Court Northern District of Illinois, 219 South Dearborn Street, Chicago, IL 60604 during regular business hours.

EXCLUDING YOURSELF FROM THE SETTLEMENT

10. How do I exclude myself from the Settlement?

If you wish to be excluded from the Class, you must send a letter or other written direction by first class mail requesting to be excluded from the Class, **postmarked no later than April 20, 2015 addressed to the Claims Administrator at: Prime Group Realty Trust Litigation, c/o Heffler Claims Group, P.O. Box 58249, Philadelphia, PA 19102-8249.**

The letter must (a) set forth the name, address and telephone number of the person or entity directing exclusion; (b) state that such person or entity requests to be excluded from the Class in this case; (c) be signed by such person or duly authorized representative of such person or entity; and (d) state the highest number of Series B Shares such person or entity held at any point during the Class Period.

You should only request to be excluded from the Class if you do NOT wish to participate in this class action and do not wish to share in any distribution from this Settlement.

If you choose to be excluded: (a) you will NOT be entitled to any payment from the Settlement; (b) you will NOT be bound by any judgment or release entered in this lawsuit; and (c) at your own expense, you MAY pursue any claims that you have by filing your own lawsuit or taking other action. If you choose to exclude yourself, do not send in a Proof of Claim Form.

OBJECTING TO THE SETTLEMENT

11. How do I tell the Court that I do not like the Settlement?

If you are a member of the Class (and you have not excluded yourself), you can object to the proposed Settlement if you do not like any part of it or the request for attorneys' fees and reimbursement of expenses. You must state why you think the Court should not approve the Settlement. The Court will consider your views. **To object, you must send a written objection, postmarked no later than April 20, 2015** to the Court, Class Counsel, and Defendants' counsel stating the reasons you object to the Settlement in *Fox v. Riverview Realty, et al.*, No. 1:12-cv-09350. Be sure to include your name, address, telephone number, and your original signature (no copies). You must also include documents showing that you held Series B Shares during the Class Period.

COURT	CLASS COUNSEL	DEFENDANTS' COUNSEL
Clerk of the Court United States District Court Northern District of Illinois 219 South Dearborn Street Chicago, IL 60604	Clint Krislov Krislov & Associates, Ltd. Civic Opera Building, Suite 1300 20 North Wacker Drive Chicago, IL 60606 Robin B. Switzenbaum Lawrence Deutsch Jeffrey Osterwise Berger & Montague, P.C. 1622 Locust Street Philadelphia, PA 19103	Gus P. Coldebella Goodwin Procter LLP 53 State Street Boston, MA 02109 Lawrence R. Desideri Winston & Strawn LLP 35 W. Wacker Drive Chicago, IL 60601

You may object either on your own or through an attorney that you hire at your own expense. If you do hire an attorney to represent you, your attorney must file a notice of appearance with the Clerk of the Court and deliver a copy of that notice to Class Counsel and Defendants' counsel no later than **April 20, 2015**.

12. What is the difference between objecting and requesting exclusion?

"Objecting" means staying in the class, but telling the Court that you do not like something about the Settlement. "Excluding" yourself tells the Court that you do not want to be part of the Class or the Settlement. If you exclude yourself, you cannot object.

THE LAWYERS REPRESENTING YOU

13. Do I have a lawyer in this case?

The Court approved Plaintiff's selection of Krislov & Associates, Ltd., Berger & Montague, P.C., and the Law Office of Gerald W. Berger to serve as Class Counsel for Plaintiffs and the other Class Members, including you. You will not be separately charged for these lawyers' work. If you want to be represented by your own lawyer, you may hire one at your own expense.

14. How will the lawyers be paid?

In this type of litigation, it is customary for the Plaintiff's lawyers to ask for, and the Court to award, a reasonable percentage of a settlement fund as attorneys' fees and reimbursement of its out-of-pocket expenses. Class Counsel will ask the Court for (1) attorneys' fees of one-third of the Settlement Fund; (2) reimbursement of out-of-pocket expenses; and (2) a \$10,000 Service Award to the Plaintiff as set forth in the "Statement of Attorney Fees and Expenses Sought" above. The Court may award less than these amounts.

THE COURT'S FAIRNESS HEARING

15. When and where will the Court decide whether to approve the Settlement?

The Court will hold a Fairness Hearing at 9:30 a.m. on May 26, 2015, in Courtroom 2103 of the United States District Court for the Northern District of Illinois, located at 219 South Dearborn Street, Chicago, Illinois 60604. At this hearing the Court will consider whether the Settlement is fair, reasonable, and adequate, will consider any objections submitted in accordance with the requirements of this Notice, and may also decide whether to approve the payment of fees and expenses to Class Counsel and the Service Award to Plaintiff.

16. Do I have to come to the hearing?

No. If you would like to attend the hearing, you are welcome to do so at your own expense. If you send an objection, you do not have to come to Court to talk about it. The Court will consider your written objection, as long as you mailed your objection in on time (see response to Question 11). You may also pay your own lawyer to attend, but it is not necessary.

17. May I speak at the hearing?

If you object to the Settlement, you may ask the Court for permission to speak at the hearing. To do so, you must include with your objection (see response to Question 11) a statement saying that it is your "Notice of Intention to Appear in *Fox v. Riverview Realty, et al.*, No. 1:12-cv-09350." Persons who intend to object to any part of the Settlement and wish to present evidence at the hearing must also include in their written objection the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence.

GETTING MORE INFORMATION

18. How do I obtain more information about the Settlement?

This Notice is intended to only be a summary of the Action, the pleadings in this Action, and the proposed Settlement. For the full details of the Action, the claims that have been asserted, and the terms and conditions of the Settlement, you may refer to the Stipulation and Agreement of Settlement, which has been filed with the Court. You can inspect a copy of the Stipulation at www.PrimeGroupRealtyTrustLitigation.com or at the office of the Clerk of the Court, United States District Court Northern District of Illinois, 219 South Dearborn Street, Chicago, IL 60604 during regular business hours. You can also contact the Claims Administrator (see Question 7) or Class Counsel (see Question 11). Please do not call the Court or the Clerk of the Court for additional information about the Settlement.

19. Notice to persons or entities holding Series B Shares on behalf of others.

Important note to brokerage firms, banks and/or other persons or entities who held Series B Shares during the Class Period as a nominee for a beneficial owner: Within ten (10) days after you receive this Notice, you are requested to: (a) provide a list of names and addresses of such beneficial owners to the Claims Administrator who will complete the mailing of this Notice to such owners; or (b) send a copy of this Notice by first class mail to all such beneficial owners and provide to the Claims Administrator a list of persons and entities to whom you provided this Notice and the date you sent the Notice. You can provide this information to the Claims Administrator at the address listed in paragraph 10 above. You may obtain from the Claims Administrator (without cost to you) additional copies of this Notice.

You may obtain reimbursement of reasonable administrative costs actually incurred in connection with forwarding the Notice, and which would not have been incurred but for the obligation to forward the Notice, upon submission of appropriate documentation to the Claims Administrator.

20. Notice to persons and entities who sold or otherwise transferred any Series B Shares to others or who were succeeded by others.

If you sold or otherwise transferred any such shares to any other person or entity, please provide to the Claims Administrator a list of names and addresses of such persons and entities within ten (10) days after you receive this Notice.

PLEASE DO NOT CALL THE COURT REGARDING THIS NOTICE.

Dated: March 4, 2015

UNITED STATES DISTRICT COURT
Northern District of Illinois

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

PATRICIA FOX, on behalf of herself and all others similarly situated,)	
)	
Plaintiff,)	
)	
vs.)	No. 12 C 9350
)	Hon. Matthew J. Kennelly
RIVERVIEW REALTY PARTNERS, f/k/a Prime Group Realty Trust, et al.,)	United States District Judge
)	
Defendants.)	

PROOF OF CLAIM AND RELEASE FORM¹

**Must be Postmarked on or Before:
April 26, 2015
Please Type or Print**

GENERAL INSTRUCTIONS

IN ORDER TO BE ELIGIBLE TO PARTICIPATE IN THE SETTLEMENT, YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE, BY FIRST CLASS MAIL, POSTAGE PREPAID, POSTMARKED NO LATER THAN APRIL 20, 2015 TO THE FOLLOWING ADDRESS:

Prime Group Realty Trust Litigation
Claims Administrator
Heffler Claims Group
P.O. Box 58249
Philadelphia, PA 19102-8249

If you fail to timely submit a properly addressed Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Class Settlement Fund created in connection with the proposed Settlement of the Action.

Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the Settlement.

If you are NOT a member of the Settlement Class (as defined below) DO NOT submit a Proof of Claim and Release.

If you are a member of the Settlement Class and you do not validly and timely request exclusion, you are bound by the terms of any judgment entered in the Action, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

If you were a market maker or specialist in the Series B Shares during the Class Period, you are not eligible to share in the proceeds of the Settlement.



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¹ The definitions of certain terms used herein are set forth below. All terms used in this Proof of Claim and Release Form have the same meaning as in the Stipulation of Settlement and Release.

CLAIMANT IDENTIFICATION

This Proof of Claim and Release is directed to all holders of Prime Group Realty Trust's Series B Cumulative Redeemable Preferred Stock ("Series B Shares") during the period October 10, 2011 through December 26, 2012, inclusive (the "Class Period"). The following persons are excluded from the Class: the Defendants², Riverview Realty Partners (f/k/a Prime Group Realty, LP), Riverview Realty LLC (f/k/a Prime Group Realty Trust ("PGRT")), Riverview Realty Merger Sub, LLC, and any of their subsidiaries, members of their immediate families, and their legal representatives, heirs, successors and assigns. Also excluded from the Class are the plaintiffs and parties related to the plaintiffs in the *Rameson et al. v. Prime Group Realty Trust* litigation who released claims when that action was settled.) Also excluded from the Settlement Class are any persons or entities who exclude themselves by filing a timely request for exclusion in accordance with the requirements set forth in the Notice.

If you purchased or otherwise held Series B Shares during the Class Period and held the certificate(s) in your name, you are the beneficial owner as well as the record owner. If, however, you held Series B Shares with certificate(s) registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial owner and the third party is the record owner.

Use Part I of this form entitled "Claimant Identification" to identify each record owner, if different from the beneficial owner of Series B Shares which form the basis of this claim. **THIS PROOF OF CLAIM AND RELEASE MUST BE SUBMITTED BY THE ACTUAL BENEFICIAL OWNER OR OWNERS, OR THE LEGAL REPRESENTATIVE OF SUCH BENEFICIAL OWNER OR OWNERS OF THE SERIES B SHARES UPON WHICH THE CLAIM IS BASED.**

All joint beneficial owners must sign this Proof of Claim and Release. Executors, administrators, guardians, conservators, and trustees must complete and sign this Proof of Claim and Release on behalf of persons represented by them, and documentation evidencing their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or employer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

No acknowledgment will be made as to the receipt of Proof of Claim forms. If you wish to be assured that your Proof of Claim is actually received by the Claims Administrator, then you should send it by Certified Mail, Return Receipt Requested. You should be aware that it will take a significant amount of time to fully process all of the Proof of Claim forms and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim. Please notify the Claims Administrator of any change in address.



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² The "Defendants" are the former trustees of PGRT (Jeffrey A. Patterson, James G. Glasgow, Jr., Scott R. Leitman, David L. Reynolds, Shawn R. Tominus, John M. Sabin and George R. Whittemore), certain former officers of PGRT (James F. Hoffman, Paul G. Del Vecchio, Steven R. Baron and Victoria A. Cory), and entities related to Five Mile Capital Partners, LLC (Five Mile Capital Partners, LLC, Five Mile Capital II Chicago REIT Preferred Investor SPE LLC; and Five Mile Capital II Chicago REIT Equity Investor SPE LLC (collectively, "Five Mile").

PROOF OF CLAIM FORM

Use Part II of this form entitled “Schedule of Series B Share Holdings” to supply all required details of your Series B Share holdings. On the schedule, provide the requested information with respect to your Series B Share holdings. Copies of brokers’ confirmations or other documentation of your share holdings should be attached to your Proof of Claim Form. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim. Do not attach originals.

The information contained in this Proof of Claim is subject to such verification as the Claims Administrator may request or as the Court may direct, and the claimant agrees to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your claim.)

If you have questions concerning the Proof of Claim and Release, or need additional copies of the Proof of Claim and Release or of the Notice, you may contact the Claims Administrator, Heffler Claims Group, at the above address or by its toll-free phone number at 1-877-852-8873, or you can e-mail your inquiries through or download the documents from the Claims Administrator’s website, www.PrimeGroupRealtyTrustLitigation.com.



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PRIME GROUP REALTY TRUST CLAIM FORM

PART I: CLAIMANT IDENTIFICATION

Beneficial Owner's Name (First, Middle, Last)

Joint Owner's Name (First, Middle, Last)

If you are bank or other institution filing on behalf of third-party, and an account number is needed to identify the claimant for your records, indicate account number here:

Attention (First, Middle, Last)

Street Address:

City: **State:** **Zip Code:** -

Foreign Province: **Foreign Postal Code:**

Foreign Country:

- -

Area Code Telephone No. (day)

- -

Area Code Telephone No. (evening)

Email:

- -

Social Security Number (for individuals)

OR

-

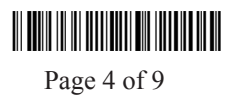
Employer Identification Number (for estates, trusts, corps, etc)

Check One: Individual Corporation Joint Owners IRA Trust
 Other (specify) _____

Record Owner's Name (if different from beneficial owner listed above)

Check One:

I was / was not a market maker or specialist in the Series B Shares during the Class Period.



PART II: SCHEDULE OF SERIES B SHAREHOLDINGS

A. Number of Series B Shares held on October 10, 2011:

B. Number of Series B Shares held on September 28, 2012:

C. Highest Number of Series B Shares held at any point during the period from October 11, 2011 to September 27, 2012 or the period from September 29, 2012 to December 26, 2012:



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YOU MUST READ THE FOLLOWING RELEASE AND SIGN ON PAGE 8 BELOW

RELEASE OF CLAIMS

For purposes of this Release, the word “I” shall mean I or we, as the context requires, and the term “Settlement Class” shall mean Plaintiff and all holders of Prime Group Realty Trust’s Series B Cumulative Redeemable Preferred Stock (“Series B Shares”) during the period October 10, 2011 through December 26, 2012, inclusive. Excluded from the Settlement Class are the Defendants, Riverview Realty Partners (f/k/a Prime Group Realty Trust, (“PGRT”)), Riverview Realty, LLC, Riverview Realty Merger Sub, LLC, and any of their subsidiaries, members of their immediate families, and their legal representatives, heirs, successors and assigns. The “Defendants” are the former trustees of PGRT (Jeffrey A. Patterson, James G. Glasgow, Jr., Scott R. Leitman, David L. Reynolds, Shawn R. Tominus, John M. Sabin and George R. Whittemore), certain former officers of PGRT (James F. Hoffman, Paul G. Del Vecchio, Steven R. Baron and Victoria A. Cory), and entities related to Five Mile Capital Partners, LLC (Five Mile Capital Partners, LLC, Five Mile Capital II Chicago REIT Preferred Investor SPE LLC; and Five Mile Capital II Chicago REIT Equity Investor SPE LLC) (collectively, “Five Mile”). Also excluded from the Settlement Class are the plaintiffs and parties related to the plaintiffs in the *Rameson et al. v. Prime Group Realty Trust* litigation filed in the Circuit Court for Baltimore City, Case No. 24-C-11-003772, who released claims when that action was settled. Also excluded from the Settlement Class are persons that (a) excluded themselves from the Class during the opt-out period, which pursuant to the Class Notice expired on December 8, 2014, or (b) effectively excluded themselves from the Settlement Class prior to the opt-out deadline provided in the Settlement Notice.

For purposes of this Release, the term “Released Persons” means Defendants Jeffrey A. Patterson, James G. Glasgow, Jr., Scott R. Leitman, David L. Reynolds, Shawn R. Tominus, John M. Sabin, George R. Whittemore, James F. Hoffman, Paul G. Del Vecchio, Steven R. Baron, Victoria A. Cory, Riverview Realty Partners LP (f/k/a Prime Group Realty, LP), Riverview Realty LLC (f/k/a PGRT), Riverview Realty Merger Sub, LLC, Five Mile Capital Partners, LLC, Five Mile Capital II Chicago REIT Preferred Investor SPE LLC; and Five Mile Capital II Chicago REIT Equity Investor SPE LLC, and their respective past, present or future direct or indirect predecessors, successors-in-interest, parents, subsidiaries, or affiliates, and each and all of their respective past, present or future officers, directors, stockholders, representatives, employees, agents, attorneys, trusts, trustees, executors, heirs, spouses, marital communities, partners, partnerships, general or limited partners or partnerships, limited liability companies, corporations, parents, subsidiaries, divisions, affiliates, associated entities, principals, managing directors, managing agents, joint ventures, managing members, members, managers, heirs, personal or legal representatives, estates, beneficiaries, distributors, foundations, fiduciaries, administrators, assigns or transferees and any person or entity acting for or on behalf of any of them and each of them (including without limitation any past, present or future financial or investment advisors, investment bankers, commercial bankers, entities providing any fairness opinion, underwriters, brokers, dealers, lenders, consultants, accountants, insurers, co-insurers, reinsurers or attorneys and any past, present or future officers, directors and employees of any of them), which shall be construed in the broadest sense possible.

For purposes of this Release, the term “Released and Settled Claims” means any and all known and unknown claims of every nature and description whatsoever, including without limitation individual, direct, indirect, derivative, representative, legal, equitable or of any other type or in any other capacity, whether arising under federal or state statutory or common law or any other law, rule or regulation, including the law of any jurisdiction outside the United States, or any other provision of the federal or state securities laws and any rule or regulation issued pursuant thereto, alleging fraud, breach of duty of care, breach of duty of any rule or regulation issued pursuant thereto, alleging fraud, breach of duty of care, breach of duty of loyalty,



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breach of fiduciary duty however labeled, misrepresentation or omission, negligence or gross negligence, self-dealing, quasi-appraisal, breach of contract, breach of trust, corporate waste, ultra vires acts, unjust enrichment, improper personal benefit, aiding and abetting, or anything else, in state or federal court or any other tribunal or proceeding, whether or not concealed or hidden, comprising, based upon, arising from, or related to, in any way, (i) the claims or allegations that were made or could have been made in the Action, (ii) the Joint Venture, (iii) the Common Share Purchase, (iv) the Tender Offer, (v) the Merger, (iv) any other transaction or proposed transaction between PGRT and Five Mile or any of their affiliates, (v) the decision to enter into the Joint Venture, the Common Share Purchase, the Tender Offer, or the Merger, or any other transaction or proposed transaction between PGRT and Five Mile or any of their affiliates, (vi) the voting or other rights of PGRT's shareholders, and (vii) the Action or the decision to settle the Action (collectively, the "Released and Settled Claims") against the Released Persons; provided, however, that the Releasing Persons shall retain the right to enforce in the Court the terms of this Stipulation.

I, (and if I am an individual, on behalf of myself, and my heirs, executors, administrators, personal representatives, successors and assigns, and if I am acting on behalf of a corporation, partnership, trust or other legal entity on behalf of it and its successors and assigns, and if I am acting or acted as trustee, guardian, conservator, attorney-in-fact or other agent with respect to Series B Shares held during the Class Period in such capacity, on behalf of any persons or entities for whom I act or acted as such trustee, guardian, conservator, attorney-in-fact or agent), for and in consideration of the Settlement set forth in that certain Stipulation of Settlement and Release dated February 3, 2015, filed in the Action (the "Stipulation"), and other good and sufficient consideration, the receipt and sufficiency of which are hereby acknowledged, agree to completely and forever discharge, dismiss with prejudice on the merits, release and settle, to the fullest and broadest extent permitted by law, effective upon the Effective Date of Settlement, as by an instrument under seal without further act by any person, each and every one of the Released Persons from any and all Released and Settled Claims. I understand that by virtue of such release, I am, effective on the Effective Date, permanently and finally enjoined from commencing, instituting, prosecuting or continuing to prosecute any of the Released and Settled Claims either directly, representatively or in any other capacity against any of the Released Persons.

I agree that there is a risk that I may incur damages, expenses or liabilities relating to the Released and Settled Claims, but which were unknown and unanticipated at the time I executed this Release, and that I acknowledge and agree that the this Release extends to any of the Released and Settled Claims that I do not know or suspect to exist at the time of this Release, which if known, might have affected my decision to enter into this Release. By entering into this Release, I shall be deemed to relinquish, to the full extent permitted by law, the provisions, rights and benefits of Section 1542 of the California Civil Code, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.

I shall be deemed to waive any and all provisions, rights and benefits conferred by any law of the United States or any state or territory of the United States, or principle of common law, which governs or limits a person's release of unknown claims, or which is similar, comparable or equivalent to California Civil Code § 1542.

I have read the foregoing Release carefully and, knowing and understanding its contents and the full legal effect thereof, I certify, under penalty of perjury, that I have signed the same as my own free act and deed as an instrument under seal.



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SIGNATURE AND CERTIFICATION

By signing and submitting this Proof of Claim and Release, the Claimant or the person who represents the Claimant certifies, as follows:

1. That the Claimant is a Settlement Class Member, as defined in the Notice;
2. That I (we) have read and understand the contents of the Notice and the Proof of Claim and Release;
3. That I (we) am (are) not acting for any of the Defendants, nor am I (are we) such a Defendant or otherwise excluded from the Settlement Class;
4. That I (we) have not filed a request for exclusion from the Settlement Class and that I (we) do not know of any request for exclusion from the Settlement Class filed on my (our) behalf with respect to my (our) Series B Share holdings;
5. That I (we) are bound by and subject to the terms of judgment that may be entered in the Action;
6. That I (we) own(ed) the Series B Shares identified in the Proof of Claim and Release, or that, in signing and submitting this Proof of Claim and Release, I (we) have the authority to act on behalf of the owner(s) thereof;
7. That the Claimant may be entitled to a distribution from the Net Settlement Fund;
8. That the Claimant desires to participate in the Settlement and agrees to the terms and conditions thereof;
9. That I (we) have not submitted any other claim covering the same Series B Share holdings during the Class Period and know of no other person having done so on my/our behalf.
10. That I (we) submit to the jurisdiction of the United States District Court for the Northern District of Illinois for purposes of investigation and discovery under the Federal Rules of Civil Procedure with respect to this Proof of Claim and Release;
11. That I (we) agree to furnish such additional information with respect to this Proof of Claim and Release as the parties or the Court may require; and
12. That I (we) waive trial by jury, to the extent it is available, and agree to the Court's summary disposition of the determination of the validity or amount of the claim made by this Proof of Claim and Release.
13. That I (we) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any part or portion thereof.
14. I (We) declare, under penalty of perjury under the laws of the United States of America, that the statement made and answers given in this Proof of Claim and Release are true and correct and that the documents submitted herewith are true and genuine.

(Sign your name here)

Date

(Type or print your name here)

(Sign your name here)

Date

(Type or print your name here)

Capacity of persons signing (e.g., Beneficial Owner, Executor, Administrator or Corporate Title)



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SUBSTITUTE FORM W-9

Request for Taxpayer Identification Number (TIN) and Certification

PART 1

NAME: _____

Check appropriate box: Individual/Sole Proprietor Pension Plan Corporation
 Partnership Trust IRA Other

Enter TIN on appropriate line. For individuals, this is your social security number ("SSN"). For sole proprietors, you must show your individual name, but you may also enter your business or "doing business as" name. You may enter either your SSN or your Employer Identification Number ("EIN"). For other entities, it is your EIN.

- -

Social Security Number (for individuals)

OR -

Employer Identification Number (for estates, trusts, corps, etc)

PART 2

CERTIFICATION

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT:

The number shown on this form is my/our correct Taxpayer Identification Number; and I (we) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding; or (b) I (we) have not been notified by the Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the IRS that you are subject to backup withholding, you must cross out the word "NOT" above. The Internal Revenue Service does not require your consent to any provision of this document other than the certification required to avoid backup withholding.

NOTE: If you require instructions for Completing Substitute Form W-9, please make a written request to us at Prime Group Realty Trust Litigation, Claims Administrator, Heffler Claims Group, P.O. Box 58249, Philadelphia, PA 19102-8249. Please note that your accountant should also be able to provide you with these instructions.

I/We declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied by the undersigned is true and correct.

Executed this _____ day of _____, in _____, _____
(City) (State / Country)

(Sign your name here) Date

(Type or print your name here)

(Sign your name here) Date

(Type or print your name here)

Capacity of persons signing (e.g., Beneficial Owner, Executor, Administrator or Corporate Title)



**ACCURATE CLAIMS PROCESSING TAKES A
SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign the above Release on page 8 and Certification on page 9.
2. Remember to attach supporting documentation.
3. Do not send original or copies of stock certificates.
4. Keep a copy of your Proof of Claim form for your records.
5. If you desire an acknowledgment of receipt of your Proof of Claim form, please send it Certified Mail, Return Receipt Requested.
6. If you move after submitting your Proof of Claim form, please send your new address to the Claims Administrator.

Prime Group Realty Trust Litigation
Claims Administrator
Heffler Claims Group
P.O. Box 58249
Philadelphia, PA 19102-8249

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