ISSUER FREE WRITING PROSPECTUS DATED DECEMBER 21, 2022 FILED PURSUANT TO RULE 433 REGISTRATION NO. 333-259203 & REGISTRATION NO. 333-259207

GREYSTONE HOUSING IMPACT INVESTORS LP

Preferred Series A-1 and Series B Unit Offerings

Greystone Housing Impact Investors LP

Important Information

Forward-Looking Statements

This presentation incorporates information from two prospectuses each dated April 15, 2022, filed by Greystone Housing Impact Investors LP (formerly America First Multifamily Investors, L.P.; the "Partnership") with the Securities and Exchange Commission for the offerings to which this communication relates (the "Prospectus" or "prospectuses") and contains forward-looking statements. All statements in this document other than statements of historical facts, including statements regarding our future results of operations and financial position, business strategy and plans and objectives of management for future operations, are forward-looking statements. When used, statements which are not historical in nature, including those containing words such as "anticipate," "estimate," "should," "expect," "believe," "intend," and similar expressions, are intended to identify forward-looking statements. We have based forward-looking statements largely on our current expectations and projections about future events and financial trends that we believe may affect our business, financial condition and results of operations. In addition, projections, assumptions and estimates of our future performance and the future performance of the industries in which we operate are necessarily subject to a high degree of uncertainty and risk due to a variety of factors, including those described under the headings "Risk Factors" beginning on page 24 of each Prospectus and page 14 of our Annual Report on Form 10-K for the year ended December 31, 2021 and page 91 of our Quarterly Report on Form 10-Q for the period ended September 30, 2022. These forward-looking statements are subject to various risks and uncertainties and Greystone Housing Impact Investors LP expressly disclaims any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Disclosure Regarding Non-GAAP Measures

This document refers to certain financial measures that are identified as non-GAAP. The Partnership believes that these non-GAAP measures are helpful to investors because they are the key information used by management to analyze the Partnership's operations. This information should not be considered in isolation or as a substitute for the related GAAP measures. A reconciliation of Non-GAAP measures to the most comparable GAAP measures can be found in Addendum C of this presentation.

Important Notices

Free Writing Prospectus Statement

Greystone Housing Impact Investors LP ("we," "us," "our," or the "Partnership") has filed two registration statements on Form S-3 and a post-effective amendment no.1 to each Form S-3 (collectively, the "Registration Statements") with the Securities and Exchange Commission (the "SEC") for the offerings to which this communication relates. The original registration statements on Form S-3 were both declared effective by the SEC on September 9, 2021, and the post-effective amendments no.1 to both Forms S-3, which contain the current prospectuses, were declared effective by the sec on April 13, 2022.

Before you invest, you should read the prospectus in each Registration Statement and other documents the Partnership has filed with the SEC for more complete information about the Partnership and these offerings. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the Partnership will arrange to send you the prospectus if you request them by calling (855) 428-2951.

Additional Disclosures

There is no guarantee that any specific outcome will be achieved in connection with your investment in the Partnership. An investment in our Series A-1 Preferred Units or Series B Preferred Units involves risks. As an investor, you should be able to bear a complete loss of your investment. You should carefully consider the information in the "Risk Factors" section of each prospectus included in the post-effective amendments no.1 to the Registration Statements, which was declared effective by the SEC on April 13, 2022.

Preferred Units – Performance Summary

Investment Thesis:

To provide US depository institutions with an investment likely to receive positive Community Reinvestment Act ("CRA") consideration, while generating income, distributing cash and providing an allocation of investment capital to specific Community Development Investments ("CDI"), while reducing risk through portfolio diversification and seniority within the fund capital stack.

Preferred Series A Unit Performance Summary:

- \$124.5 million of Preferred Capital allocated between Q1 2016 Q3 2022
 - \$94.5 million of Series A Preferred where five Investors made nine separate rounds of investment
 - \$30 million of Series A Preferred Units exchanged for Series A-1 Preferred Units to date and allocated to new CRA eligible investments
- All Preferred Unit distributions have been made in full and on time
- CRA allocations managed across multiple allocation requests while ensuring no allocation overlap
- From the initial Preferred Unit Investment in Q1 2016 through Q3 2022*, the Partnership provided financing:
 - For 47 additional Community Development Investments
 - In 10 states and 28 different counties
 - Representing 7,056 Total Units

*Please see Addendum B: Community Development Investments Q1 2016 - Q3 2022

Greystone Housing Impact Investors LP

- Greystone Housing Impact Investors LP (NYSE:GHI) (formerly America First Multifamily Investors, L.P.;
 the "Partnership") was formed on April 2, 1998 under the Delaware Revised Uniform Limited Partnership
 Act for the initial purpose of acquiring, holding, selling and otherwise dealing with a portfolio of mortgage
 revenue bonds which have been issued to provide construction and/or permanent financing of multifamily
 residential properties.
- We expect and believe the interest received on our mortgage revenue bonds is excludable from gross income for Federal income tax purposes. We may also make other investments in accordance with the Second Amended and Restated Agreement of Limited Partnership dated December 5, 2022.

 The majority of the Partnership's invested assets will be CRA-eligible investments, as determined by its General Partner.

| Partnership Details as of September 30, 2022 | | | | | | |
|-----------------------------------------------|-------------------|--|--|--|--|--|
| Symbol (NYSE) | GHI | | | | | |
| Most recent quarterly distribution* | \$0.57 | | | | | |
| BUC price (common) | \$17.28 | | | | | |
| Units outstanding | 22,017,915 | | | | | |
| Market capitalization | \$380.5 million | | | | | |
| 52-week range of BUC price | \$16.53 - \$20.85 | | | | | |
| Total assets | \$1.45 billion | | | | | |
| Ratio of debt to total assets at par and cost | 70% | | | | | |

^{*} The distribution consisted of a regular quarterly distribution of \$0.37 per BUC plus a supplemental distribution payable in the form of additional BUCs equal in value to \$0.20 per BUC. The supplemental distribution was paid at a ratio of 0.01044 BUCs for each issued and outstanding BUC as of the record date.

The Partnership – Illustrative Structure



The Partnership was formed for the primary purpose of acquiring, holding, selling, and managing a portfolio of mortgage revenue bonds issued to provide construction and/or permanent financing of multifamily residential properties.



\$1.45 billion portfolio generates primarily interest and amortization for the Partnership. The Partnership pays management fees and operating expenses.



The Partnership uses prudent levels of leverage to optimize fund returns. the Partnership is approximately 70% levered, of which 27% of debt is fixed rate on fixed rate assets, 39% is variable rate debt on variable rate assets and 11% is hedged variable rate debt on fixed rate assets, leaving just 23% of variable rate debt on fixed rate assets.



Preferred Units are senior in distribution & liquidation to the General Partner and BUC capital. The Preferred Units receive CRA allocation to specific requested Community Development Investments.



\$380.5 million of market cap equity as beneficial unit certificates (BUCs) listed on the NYSE. Holders receive quarterly distributions.

Series A/A-1 & B Preferred Unit Overview

All Preferred Series

- Individual asset level allocation of capital for CRA purposes
- Annual CRA Majority of Assets Certification
- Pays quarterly cash distribution
- No fees
- Senior to the Beneficial Unit Certificates ("BUCs") Market Capitalization as of September 30, 2022 was \$380.5 million
- Diversified \$1.45 Billion portfolio as of September 30, 2022

Series A/A-1 Preferred Units

- Senior to Series B and BUCs
- 6 years to investor optional redemption
- 3% fixed rate
- Issuance limited to 3:1 ratio with BUCs:Series A/A-1

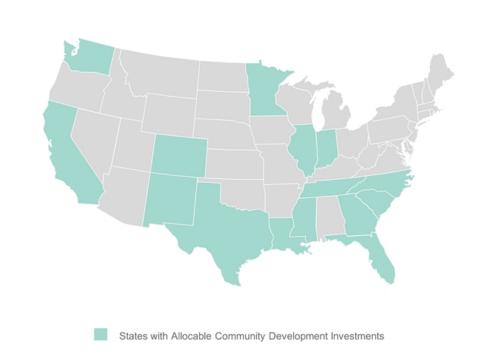
Series B Preferred Units

- Senior to BUCs
- 8 years to investor optional redemption
- 3.4% fixed rate
- Issuance limited to 2:1 ratio with BUCs: Series A/A-1/B

Allocable Community Development Investments

As of September 30, 2022 the Partnership has over \$964 million of Community Development Investments available for allocation to Preferred Unit holders.

| STATE | CDI Available for Allocation |
|-------|---------------------------------|
| CA | 173,938,545 |
| со | 57,330,000 |
| FL | 31,648,439 |
| GA | 34,758,271 |
| IL | 7,351,468 |
| IN | 5,220,000 |
| LA | 11,500,000 |
| MN | 164,223,896 |
| MS | 6,900,000 |
| NC | 10,315,000 |
| NM | 24,900,000 |
| SC | 71,652,000 |
| TN | 11,581,925 |
| TX | 342,920,520 |
| WA | 9,850,000 |
| TOTAL | \$964,090,064 |
| | |



Preferred Units Distribution Coverage Ratio

- The Partnership believes that Net Income and Cash Available for Distribution ("CAD") provides relevant information about the Partnership's operations and is necessary for understanding its operating results.
- The Partnership's Net Income and CAD over the last six years has generated significant coverage for the distributions to the Series A Preferred Unit holders and shown strong earnings through market cycles.

| | | | | Series Preferred Distrib Coverag | d Units ution | | Series B F Units Dist Coverag | tribution | | |
|--------------|----------------------|------------------|---------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------|---------------|-------------------------------------|-------------------------------------------------------------|----------------------------|------------------|
| Year | Net Income (\$US) | CAD ¹ | Preferred Units Distribution & Accretion | Full Cad ² | Series A/A-1 Preferred Units Distribution ³ | Net Income | CAD | Series B Preferred Units Distribution ⁴ | Net Income ⁵ | CAD ⁶ |
| 2016 | 23,784,507 | 30,204,080 | 583,407 | 30,787,487 | 3,885,000 | 6.1X | 7.9X | 2,397,000 | 8.3X | 11.2X |
| 2017 | 30,591,198 | 36,098,781 | 1,982,538 | 38,081,319 | 3,885,000 | 7.9X | 9.8X | 2,397,000 | 11.1X | 14.3X |
| 2018 | 41,139,529 | 43,567,768 | 2,871,050 | 46,438,818 | 3,885,000 | 10.6X | 12.0X | 2,397,000 | 15.5X | 17.8X |
| 2019 | 30,492,151 | 34,388,377 | 2,871,051 | 37,259,428 | 3,885,000 | 7.8X | 9.6X | 2,397,000 | 11.1X | 13.9X |
| 2020 | 7,208,828 | 15,766,220 | 2,871,051 | 18,637,271 | 3,885,000 | 1.9X | 4.8X | 2,397,000 | 1.4X | 6.2X |
| 2021 | 38,099,488 | 39,666,322 | 2,871,051 | 42,537,373 | 3,885,000 | 9.8X | 10.9X | 2,397,000 | 14.3X | 16.1X |
| Through 3Q22 | 62,387,292 | 50,079,364 | 2,150,734 | 52,230,098 | 2,913,750 | 21.4X | 17.9X | 1,797,750 | 33.1X | 27.4X |
| | | | 7 | hree Year Avera Five Year Avera | ge (2019-2021) age (2017-2021) | 6.5X 7.6X | 8.4X 9.4X | | 8.9X 10.7X | 12.1X 13.6X |

- Assumptions:

 1. Please see Addendum C: Cash Available for Distribution Calculations for a reconciliation of CAD to its most directly comparable GAAP measure.
- Full CAD calculated by adding back Preferred Unit Distributions & Accretion to CAD

 Assumes \$94,500,000 of Series A Preferred Units and an additional \$35,000,000 of Series A-1 Preferred Units as if outstanding over entire period reviewed.

 Assumes Full 2:1 Issuance Cap \$70,500,000 of Series B Preferred Units as if outstanding over entire period reviewed.
- (Net Income less Series A/A-1 Distribution)/Series B Distribution (Full CAD Less Series A/A-1 Distribution)/Series B Distribution

Interest Rate Sensitivity Analysis

- The management team seeks the optimization of Fixed versus Variable rate leverage based upon the current and projected interest rate market.
- The sensitivity analysis represents the change over the next 12 months assuming an immediate shift in rates and management does not adjust its strategy in response.
- The seniority of the Preferred Units further reduces impact from changes in interest rates.

| Description | -25 bps | +50 bps | +100 bps | +150 bps | +200 bps |
|-----------------------------------------------|-------------|---------------|---------------|---------------|---------------|
| Tender Option Bond debt financing | \$1,151,060 | (\$2,302,120) | (\$4,604,241) | (\$6,906,361) | (\$9,208,482) |
| Tax Exempt Bond Securitization debt financing | 126,193 | (252,385) | (504,771) | (757,156) | (1,009,542) |
| Other investment financings | (15,694) | 31,387 | 62,774 | 94,162 | 125,549 |
| Variable rate investments | (953,487) | 1,906,973 | 3,813,947 | 5,720,920 | 7,627,893 |
| Total | \$308,072 | (\$616,145) | (\$1,232,291) | (\$1,848,435) | (\$2,464,582) |

The interest rate sensitivity table above (the "Table") represents the change in interest income from investments, net of interest on debt and settlement payments for interest rate derivatives over the next twelve months, assuming an immediate parallel shift in the LIBOR yield curve and the resulting implied forward rates are realized as a component of this shift in the curve. Assumptions include anticipated interest rates, relationships between interest rate indices and outstanding investments, liabilities and interest rate derivative positions.

No assurance can be made that the assumptions included in the Table presented herein will occur or that other events will not occur that will affect the outcomes of the analysis. Furthermore, the results included in the Table assume the Partnership does not act to change its sensitivity to the movement in interest rates.

As the above information incorporates only those material positions or exposures that existed as of September 30, 2022, it does not consider those exposures or positions that could arise after that

date. The ultimate economic impact of these market risks will depend on the exposures that arise during the period, our risk miligation strategies at that time and the overall business and economic environment.

Community Development Investments

- The Partnership has over \$964 million in Community Development Investments ("CDI") available for allocation as of September 30, 2022
- The majority of the Partnership invested assets are eligible CDIs under the Community Reinvestment Act ("CRA")
 - CRA Majority of Invested Assets Certification provided at close.
 - Annual CRA Majority of Invested Assets Certification provided thereafter.

The General Partner determines CDI's where the majority of underlying units are restricted to those earning up to 80% of Area Median Income ("AMI")

- Low Income Housing Tax Credit multifamily housing.
- 501(c)(3) Income Restricted multifamily housing.
- A Preferred Unit investment has CDI specific allocations while also providing diversified risk across a portfolio
 - Equity allocated to specific CDI(s) for reporting purposes.
 - Strict control of CRA allocations to ensure no overlap.
 - Fund portfolio spreads economic risk
- Regulatory approval received by Preferred Unit Investors



Illustrative transactions

APPENDIX

The Management Team

- We approach multifamily real estate as long-term owners and managers. Based in Omaha, Nebraska, the core team of real estate professionals executes the Partnership's fundamental long-term strategy.
- Our in-depth knowledge of the industry, from development to property management, combined with our proven and verifiable track record of success, is a testament of the commitment and dedication we bring to each property. The General Partner that manages the Partnership's operations is a wholly owned subsidiary of Greystone.
- Key features of each of our real estate investments includes:
 - Preservation of capital.
 - Predictable current cash distributions/yields.
 - Potential for enhanced yield/capital appreciation.
- Expertise
 - Multifamily Ownership
 - Affordable Housing
 - Seniors and Skilled Nursing Facilities
 - Multifamily Property Management
 - Student Housing

Greystone

#1¹

FHA Multifamily & Healthcare Lender

Top 10

Fannie Mae DUS® & Freddie Mac Optigo® Lender

#2

Fannie Mae DUS ® & Freddie Mac Optigo® Small Loan Lender

\$18.3B

Loan Originations in 2021

\$84.1B²

Total Loan Servicing Portfolio

- Based upon combined originations for HUD's 2021 fiscal year by Greystone Servicing Company LLC and Greystone Funding Company LLC
- 2. Primary and Special Servicing combined

COMPANY STRUCTURE



Real Estate Finance



Structured Finance



Loan Servicing and Asset Management



Investment Sales



Affiliated Businesses

- · Affordable Housing Development
- · Property Development
- · Acquisition and Management of Multifamily and Healthcare Properties
- · Public Institutions Real Estate Advisory

Summary of Terms: Series A-1 Preferred Units

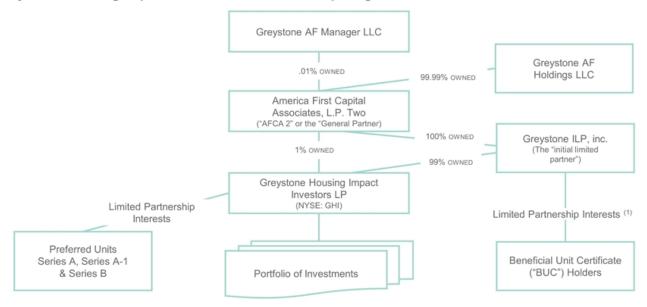
| ISSUER | Greystone Housing Impact Investors LP, a Delaware limited partnership. (NYSE: GHI) |
|-----------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| SECURITIES OFFERED | Up to 3,500,000 Series A-1 Preferred Units, representing limited partnership interests in the Partnership, subject to 3:1 issuance test ratio of BUC's to aggregate Series A/A-1 Preferred Units. |
| RATE | 3.0% Fixed rate, non-cumulative distribution paid quarterly. |
| DISTRIBUTION AND LIQUIDATION PREFERENCE | Senior to BUCs and on parity with the Series A Preferred Units |
| INVESTOR OPTIONAL REDEMPTION | Can put all, or in part, at par plus any accrued and unpaid distribution: Upon the sixth (6th) anniversary of the initial investment and each anniversary thereafter; If the ratio between the BUCs market capitalization and aggregate Series A/A-1 Preferred Units falls below 1:1 for 15 consecutive business days. |
| ISSUER OPTIONS | Issuer has the option to call all, or in part, upon the sixth (6th) anniversary of the initial investment and each anniversary thereafter. |
| INVESTED ASSETS | The Partnership represents that the majority of its invested assets, as determined by its General Partner, will be CRA-eligible investments. |
| RIGHTS | Non-voting, non-convertible, no registration rights. |
| CRA ALLOCATION | Community Development Investment Specific Allocation with Portfolio Diversification |
| FUND CRA | CRA Certificate of Majority of Invested Assets at close, annually thereafter |
| FEES | None |
| | |

Summary of Terms: Series B Preferred Units

| ISSUER | Greystone Housing Impact Investors LP, a Delaware limited partnership. (NYSE:GHI) |
|-----------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| SECURITIES OFFERED | Up to 10,000,000 Series B Preferred Units, representing limited partnership interests in the Partnership, subject to 2:1 issuance test ratio of BUC's to aggregate all series of Preferred Units. |
| RATE | 3.4% Fixed rate, non-cumulative distribution paid quarterly. |
| DISTRIBUTION AND LIQUIDATION PREFERENCE | Senior to BUCs and junior to the Series A/A-1 Preferred Units |
| INVESTOR OPTIONAL REDEMPTION | Can put all, or in part, at par plus any accrued and unpaid distribution: Upon the eighth (8th)anniversary of the initial investment and each anniversary thereafter; If the ratio between the BUCs market capitalization and aggregate Series A/A-1 Preferred Units falls below 1:1 for 15 consecutive business days. |
| ISSUER OPTIONS | Issuer has the option to call all, or in part, upon the eighth (8th) anniversary of the initial investment and each anniversary thereafter. |
| INVESTED ASSETS | The Partnership represents that the majority of its invested assets, as determined by its General Partner, will be CRA-eligible investments. |
| RIGHTS | Non-voting, non-convertible, no registration rights. |
| CRA ALLOCATION | Community Development Investment Specific Allocation with Portfolio Diversification |
| FUND CRA | CRA Certificate of Majority of Invested Assets at close, annually thereafter |
| FEES | None |
| | |

Addendum A

Greystone Housing Impact Investors LP – Ownership Diagram



Beneficial Unit Certificates ("BUCs") represent Limited Partnership Interests in Greystone Housing Impact Investors LP that are credited to the initial Limited Partner and whose rights are irrevocably assigned to the BUC Holders.

Addendum B

Community Development Investments Q1 2016 – Q3 2022

| Community Development Investment | Project Location | Deal Type | County | State | Units |
|-----------------------------------|-------------------------|---------------------|-------------|-------|-------|
| Companion at Thornhill Apartments | Lexington, SC | Refinance | Lexington | sc | 179 |
| Concord at Williamcrest | Houston TX | Acquisition + Rehab | Harris | TX | 288 |
| Concord at Gulf Gate | Houston TX | Acquisition + Rehab | Harris | TX | 288 |
| Concord at Little York | Houston TX | Acquisition + Rehab | Harris | TX | 276 |
| Las Palmas II | Coachella, CA | Acquisition + Rehab | Riverside | CA | 81 |
| San Vicente Townhomes | Soledad, CA | Acquisition + Rehab | Monterey | CA | 50 |
| Harmony Court | Bakersfield, CA | Acquisition + Rehab | Kern | CA | 96 |
| Summerhill | Bakersfield, CA | Acquisition + Rehab | Kern | CA | 128 |
| Madera Family | Madera, CA | Acquisition + Rehab | Madera | CA | 75 |
| Courtyard | Fullerton, CA | Acquisition + Rehab | Orange | CA | 108 |
| Seasons San Juan Capistrano | San Juan Capistrano, CA | Acquisition + Rehab | Orange | CA | 112 |
| Seasons Lakewood | Lakewood, CA | Acquisition + Rehab | Los Angeles | CA | 85 |
| Oaks at Georgetown | Georgetown, TX | Acquisition + Rehab | Williamson | TX | 192 |
| Harmony Terrace | Simi Valley, CA | Acquisition + Rehab | Ventura | CA | 136 |
| Avistar at Copperfield | Houston, TX | Acquisition + Rehab | Harris | TX | 192 |
| Avistar at Wilcrest | Houston, TX | Acquisition + Rehab | Harris | TX | 88 |
| Avistar at Wood Hollow | Austin, TX | Acquisition + Rehab | Travis | TX | 409 |
| Montecito at Williams Ranch | Salinas, CA | Acquisition + Rehab | Monterey | CA | 132 |
| Village at River's Edge | Columbia, SC | New Construction | Richland | SC | 124 |
| Vineyard Gardens | Oxnard, CA | Acquisition + Rehab | Ventura | CA | 62 |
| South Pointe | Hanahan, SC | Acquisition + Rehab | Berkeley | SC | 256 |
| Rosewood | Goose Creek, SC | Acquisition + Rehab | Berkeley | SC | 100 |
| Solano Vista | Vallejo, CA | Acquisition + Rehab | Solano | CA | 96 |

Addendum B (continued)

Community Development Investments Q1 2016 – Q3 2022

| Community Development Investment | Project Location | Deal Type | County | State | Units |
|----------------------------------|------------------|---------------------|--------------|-------|-------|
| /illage at Avalon | Albuquerque, NM | New Construction | Bernalillo | NM | 240 |
| Sateway Village | Hillsborough, NC | Acquisition + Rehab | Orange | NC | 64 |
| ynnhaven | Durham, NC | Acquisition + Rehab | Durham | NC | 75 |
| Montevista | San Pablo, CA | Acquisition + Rehab | Contra Costa | CA | 82 |
| Scharbauer Flats | Midland, TX | New Construction | Midland | TX | 300 |
| Dasis at Twin Lakes | Roseville, MN | New Construction | Ramsey | MN | 228 |
| Ocotillo Springs | Brawley, CA | New Construction | Imperial | CA | 75 |
| CCBA Senior Gardens | San Diego, CA | New Construction | San Diego | CA | 45 |
| Centennial Crossings | Centennial, CO | New Construction | Arapahoe | co | 209 |
| Hilltop at Signal Hills | West St Paul, MN | New Construction | Dakota | MN | 146 |
| egacy Commons at Signal Hills | West St Paul, MN | New Construction | Dakota | MN | 247 |
| lope on Broadway | Los Angeles, CA | New Construction | Los Angeles | CA | 49 |
| lope on Avalon | Los Angeles, CA | New Construction | Los Angeles | CA | 88 |
| ackson Manor Apartments | Jackson, MS | Acquisition + Rehab | Hinds | MS | 60 |
| Osprey Village | Kissimmee, FL | New Construction | Osceola | FL | 383 |
| Villow Place Apartments | McDonough, GA | New Construction | Henry | GA | 182 |
| naheim & Walnut | Long Beach, CA | Acquisition + Rehab | Los Angeles | CA | 88 |
| Residency at the Mayer | Hollywood, CA | Acquisition + Rehab | Los Angeles | CA | 79 |
| utheran Gardens Apartments | Compton, CA | Acquisition + Rehab | Los Angeles | CA | 76 |
| Residency at the Entrepreneur | Hollywood, CA | New Construction | Los Angeles | CA | 200 |
| Magnolia Heights | Covington, GA | New Construction | Newton | GA | 200 |

Addendum B (continued)

Community Development Investments Q1 2016 - Q3 2022

| Community Development Investment | Project Location | Deal Type | County | State | Units |
|----------------------------------|------------------|------------------|------------|-------|-------|
| Poppy Grove I | Elk Grove, CA | New Construction | Sacramento | CA | 147 |
| Poppy Grove II | Elk Grove, CA | New Construction | Sacramento | CA | 82 |
| Poppy Grove III | Elk Grove, CA | New Construction | Sacramento | CA | 158 |
| | | | TOTAL | | 7,056 |

Addendum C

Cash Available for Distribution Calculation

The Partnership believes that Cash Available for Distribution ("CAD") provides relevant information about the Partnership's operations and is necessary, along with net income, for understanding its operating results. To calculate CAD, the Partnership begins with net income as computed in accordance with GAAP and adjusts for non-cash expenses consisting of depreciation expense, amortization expense related to deferred financing costs, amortization of premiums and discounts, non-cash interest rate derivative expense or income, provisions for credit and loan losses, impairments on MRBs, governmental issuer loans, Public housing Capital Fund Trust Certificates, real estate assets and property loans, deferred income tax expense (benefit) and restricted unit compensation expense. The Partnership also deducts Tier 2 income allocable to the General Partner as defined in the Partnership Agreement and distributions and accretion for the Preferred Units. Net income is the GAAP measure most comparable to CAD. There is no generally accepted methodology for computing CAD, and the Partnership's computation of CAD may not be comparable to CAD reported by other companies. Although the Partnership considers CAD to be a useful measure of the Partnership's operating performance, CAD is a non-GAAP measure that should not be considered as an alternative to net income calculated in accordance with GAAP, or any other measures of financial performance presented in accordance with GAAP. The following table shows the calculation of CAD (and a reconciliation of the Partnership's net income, as determined in accordance with GAAP, to CAD) for the nine months ended September 30, 2022, and the years ended December 31, 2021, 2020, 2019, 2018, 2017 and 2016.

| | Nine Months Ending | | | For the Years End | ed December 31, | | |
|-------------------------------------------------------------------------------|--------------------|--------------|--------------|-------------------|-----------------|--------------|--------------|
| | September 30, 2022 | 2021 | 2020 | 2019 | 2018 | 2017 | 2016 |
| Net Income | \$62,387,292 | \$38,099,488 | \$7,208,828 | \$30,492,151 | \$41,139,529 | \$30,591,198 | \$23,784,507 |
| Change in fair value of derivatives | (6,579,280) | (23,214) | (116,899) | 499,835 | (724,579) | 240,091 | (17,618) |
| Depreciation and amortization expense | 2,056,512 | 2,732,922 | 2,810,073 | 3,091,417 | 3,556,265 | 5,212,859 | 6,862,530 |
| Provision for credit loss | | 1,856,893 | 7,318,590 | - | - | - | - |
| Provision for loan loss | | 444,302 | 911,232 | | - | - | - |
| Impairment of securities | | - | - | - | 1,141,020 | 761,960 | - |
| Impairment charge on real estate assets | | - | 25,200 | 75,000 | 150,000 | | 61,506 |
| Reversal of impairment on securities | (5,712,230) | - | (1,902,979) | - | - | - | - |
| Reversal of provision for loan loss | (593,000) | - | - | | - | - | - |
| Reversal of impairment charge on real estate assets | - | (250,200) | - | - | - | - | - |
| Amortization of deferred financing costs | 1,926,580 | 1,209,837 | 1,450,398 | 1,713,534 | 1,673,044 | 2,324,535 | 1,862,509 |
| Restricted unit compensation expense | 919,563 | 1,277,694 | 1,017,938 | 3,636,091 | 1,822,525 | 1,615,242 | 833,142 |
| Deferred income taxes | (49,250) | (89,055) | (105,920) | (149,874) | (242,235) | (400,000) | 366,000 |
| Redeemable Preferred Unit distributions and accretion | (2,150,734) | (2,871,051) | (2,871,051) | (2,871,051) | (2,871,050) | (1,982,538) | (583,407) |
| Tier 2 (Income) Loss allocable to the General Partner | (2,905,748) | (2,649,242) | 80,501 | (2,018,202) | (2,062,118) | (1,994,518) | (2,858,650) |
| Recovery of prior credit loss | (39,968) | - | - | - | - | - | - |
| Bond premium, discount and origination fee amortization, net of cash received | 819,627 | (72,052) | (59,691) | (80,524) | (14,633) | (270,048) | (106,439) |
| Total CAD | \$50,079,364 | \$39,666,322 | \$15,766,220 | \$34,388,377 | \$43,567,768 | \$36,098,781 | \$30,204,080 |

Greystone Housing Impact Investors LP | 21