TENANT CRITERIA MANUAL



SCOTTSDALE FASHION SQUARE THE LUXURY WING

ADDENDUM LOG

- 02-28-2017 Progress set for client review
- 06-30-2017 Progress Design Development set for client review
- 08-30-2017 Progress Design Development set for client review
- 11-02-2017 Progress Design Development set for client review
- 11-22-2017 Progress Design Development set for client review
- 11-28-2017 Progress Design Development set for client review
- 12-13-2017 Progress Design Development set for client review
- 12-14-2017 Progress Design Development set for client review
- 1-2018 Updated current layout

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SCOTTSDALE FASHION SQUARE THE LUXURY WING

WHAT IS LUXURY?

The definition is not just limited to great comfort and extravagant living, luxury involves a much wider concept.

Retail luxury is high quality and creativeness, it's finding new and not predictable or already seen solutions. Luxury pushes the boundaries and is opulent, exclusive. Luxury is in a class all to itself.

This is the Luxury wing at Scottsdale Fashion Square, and this retail design criteria has been developed to incorporate a design language that speaks to enforce this sophistication and richness into each tenant's store design.

This criteria will focus on the following:

Storefront - Storefronts are to be of the highest caliber, expressing state of the art quality and meeting or exceeding the very best storefront examples.

Windows and Glazing - Transparent surfaces of the storefront serve an important design role to the storefront and interior by creating an architectural display area. The use of glazing should be creatively explored and carefully detailed.

Displays and Merchandising - Merchandise presentation must be well organized, easy to shop, as well as highly creative and brand logical to entice customers into tenant's store.

Lighting - Lighting can greatly contribute to the design of the Tenant's store, emphasizing architectural forms, highlighting signage and adding color and visual drama to walls and other design elements.

Signage and Graphics - Well executed signage is vital to the success of the overall storefront design as well as a key component to the tenant brand. Creative design and integration into the rest of the storefront is required.

Materials - Only all natural; highest quality high-end materials such as metals, stone, glass, and solid hardwoods will be allowed within the Luxury wing.

GENERAL INFORMATION

SCOTTSDALE FASHION SQUARE THE LUXURY WING



THE LUXURY WING

- Highly visible, dramatic new arrival point
- Dedicated luxury valet and private lounge
- Soaring storefronts offer an expressive canvas for luxury flagships and bold retailer design
- Fine finishes anchored by natural stone with high quality metal accents
- Dedicated roving concierge
- Exclusive experiences including: world-class partners and top-drawing attractions from Scottsdale Fashion Week and Scottsdale Culinary Festival
- Gardens and lush environments inspired by world-renowned gardens
- Bespoke art installations interwoven across the property, capitalizing on the region's robust art scene
- Fine furnishings and finishes throughout
- Rich technology to engage our best customers and enhance the shopper experience

DISCLAIMER

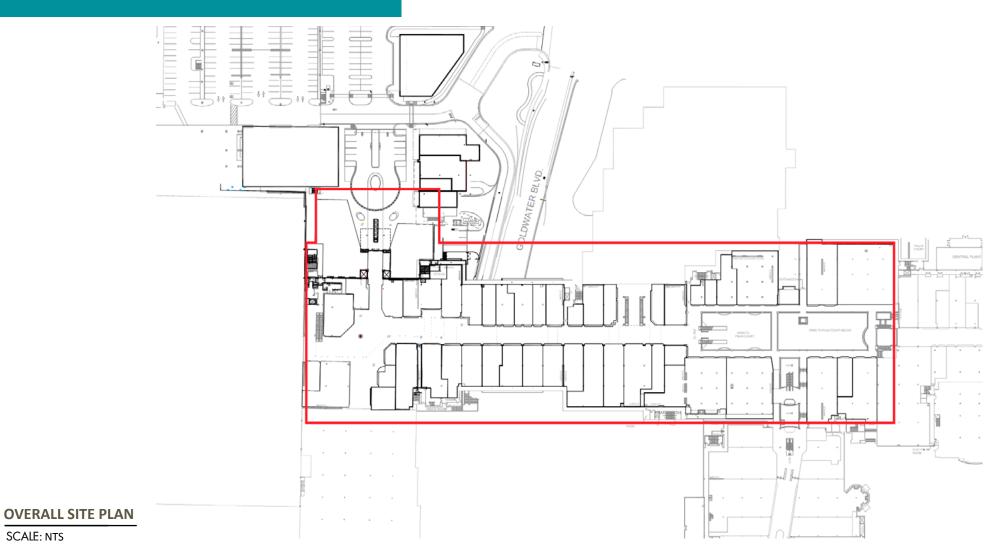
This criteria is intended to assist you, the Tenant, during the design and construction phases of your leased space. It is provided by the Landlord in the interest of maintaining a high level of design excellence throughout the Luxury Wing. This criteria is intended to harmonize with the leasing documents, it is the responsibility of the Tenant to forward a copy of these criteria to their architect, contractor and various consultants.

Landlord reserves the rights to, from time to time, make additions, deletions, revisions, etc., as may be required to the contents, specification and attachments referenced or contained herein. No deviation from the enclosed criteria will be accepted without prior written approval from The Macerich Company.

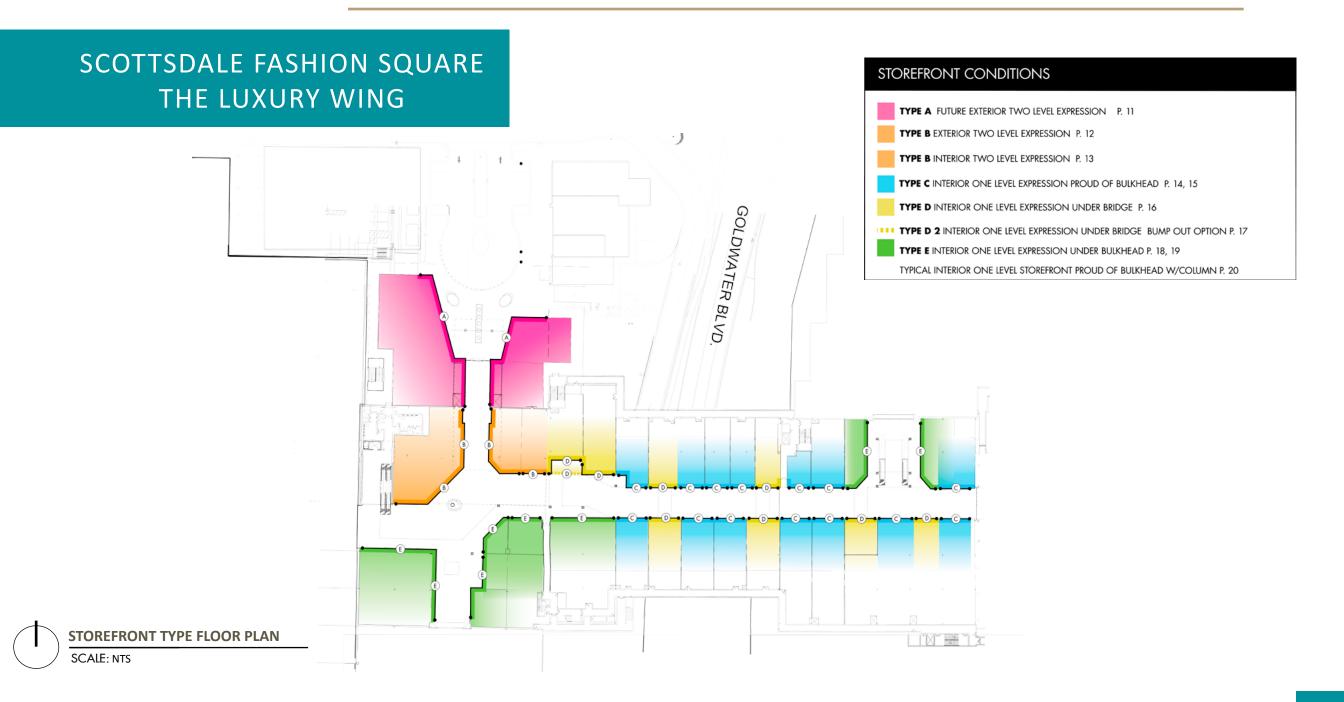
OVERALL SITE PLAN

SCOTTSDALE FASHION SQUARE THE LUXURY WING

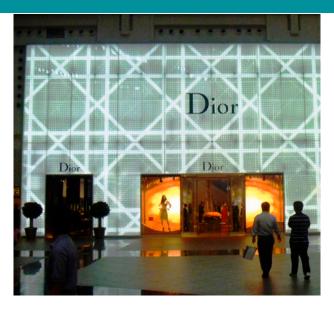
SCALE: NTS



STOREFRONT TYPE FLOOR PLAN DESIGN



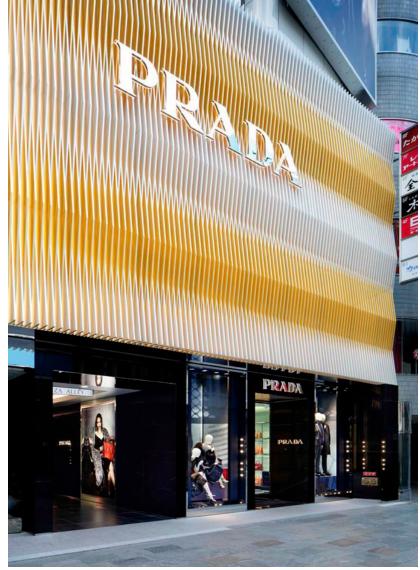
Two Level Exterior Expression











Two Level Expression











One Level Expression









Type A Exterior Two Level Expression

SCOTTSDALE FASHION SQUARE THE LUXURY WING

TYPE A 3D VIEW

SCALE: NTS

TENANT IS URGED TO CREATIVELY EXPLORE DESIGN OPPORTUNITIES WITHIN THE ENTIRE STOREFRONT FACADE.

ALL CONSIDERATIONS AND DETAILS TO INCLUDE:

MATERIALS HIGHEST QUALITY SUCH AS METAL, GLASS, STONE, AND HARDWOOD.

GLAZING MAXIMIZE TRANSPARENCY, CREATIVELY BROKEN UP WITH STRUCTURAL ELEMENTS, BRANDING, AND GRAPHICS.

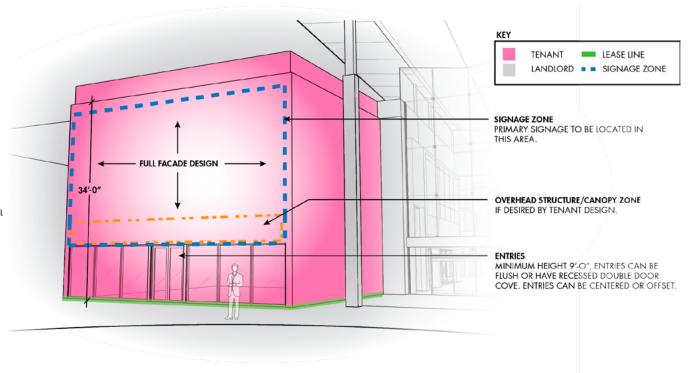
LIGHTING TO BE FUNCTIONAL EMPHASIZING ARCHITECTURAL FORMS AND ADDING VISUAL DRAMA.

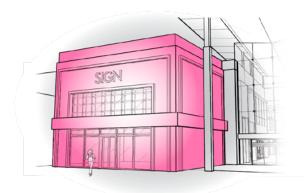
SIGNAGE SHOULD BE CREATIVELY DESIGNED AND INTEGRATED INTO STOREFRONT DESIGN.

TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STOREFRONT DESIGN PER LOCAL CODE.

STOREFRONT DESIGN INSPIRATION

UTILIZING THE ENTIRE FACADE WITH UNIQUE **DESIGN** AND HIGH END MATERIALS.









Type B Exterior Two Level Expression

SCOTTSDALE FASHION SQUARE THE LUXURY WING

TYPE B 3D VIEW

SCALE: NTS

TENANT IS URGED TO CREATIVELY EXPLORE DESIGN OPPORTUNITIES WITHIN THE ENTIRE STOREFRONT FACADE.

ALL CONSIDERATIONS AND DETAILS TO INCLUDE:

MATERIALS HIGHEST QUALITY SUCH AS METAL, GLASS, STONE, AND HARDWOOD.

GLAZING MAXIMIZE TRANSPARENCY, CREATIVELY BROKEN UP WITH STRUCTURAL ELEMENTS, BRANDING, AND GRAPHICS.

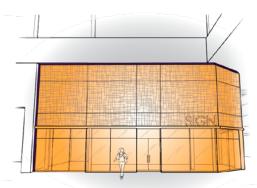
LIGHTING TO BE FUNCTIONAL EMPHASIZING ARCHITECTURAL FORMS AND ADDING VISUAL DRAMA.

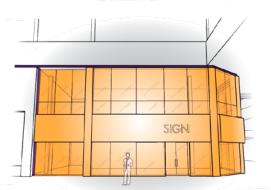
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TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STOREFRONT DESIGN PER LOCAL CODE. ALL EQUIPMENT MUST BE LOCATED... IN THE SAME GENERAL LOCATION AS EXISTING EQUIPMENT.

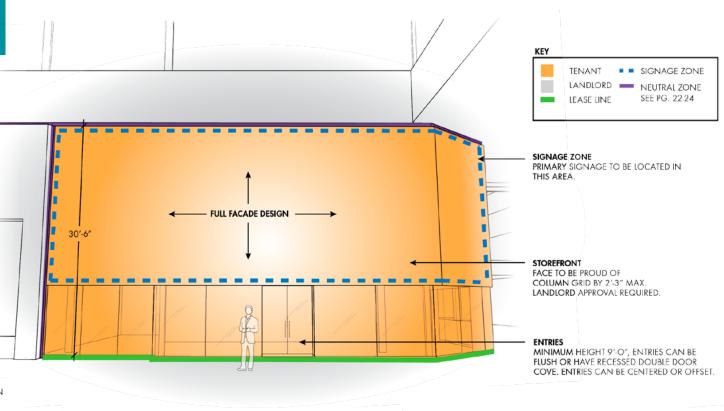
STOREFRONT DESIGN INSPIRATION

UTILIZING THE ENTIRE FACADE WITH UNIQUE DESIGN AND HIGH END MATERIALS.

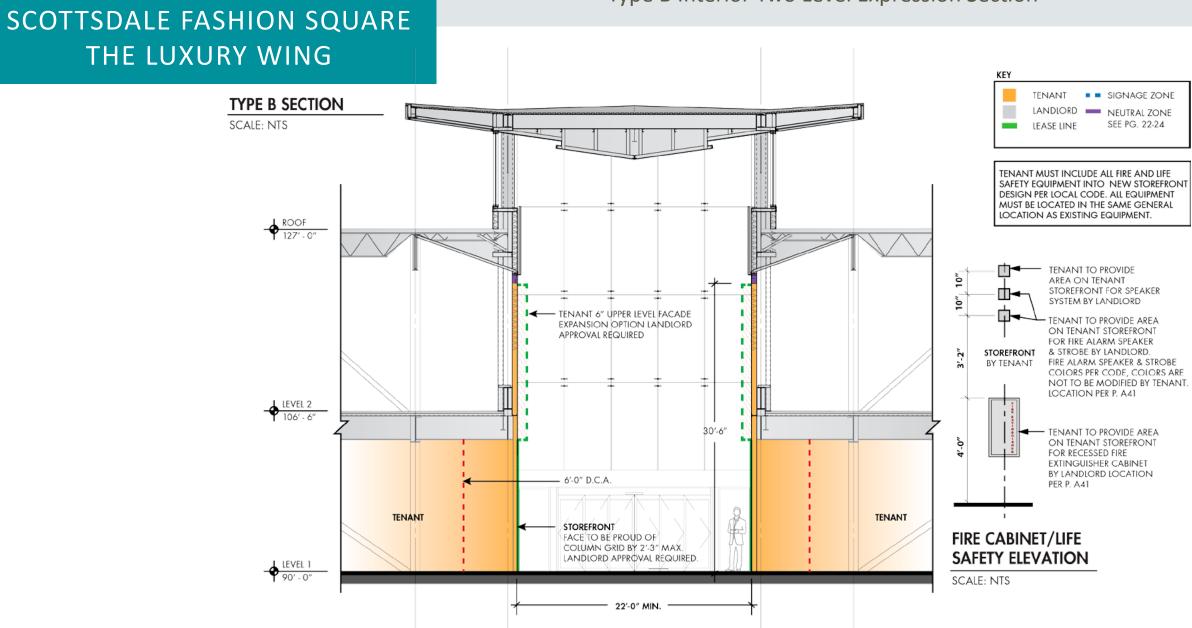








Type B Interior Two Level Expression Section



SCOTTSDALE FASHION SQUARE THE LUXURY WING

TYPE C 3D VIEW

SCALE: NTS

TENANT IS URGED TO CREATIVELY EXPLORE DESIGN OPPORTUNITIES WITHIN THE ENTIRE STOREFRONT FACADE.

ALL CONSIDERATIONS AND DETAILS TO INCLUDE:

MATERIALS HIGHEST QUALITY SUCH AS METAL, GLASS, STONE, AND HARDWOOD.

GLAZING MAXIMIZE TRANSPARENCY, CREATIVELY BROKEN UP WITH STRUCTURAL ELEMENTS, BRANDING, AND GRAPHICS.

LIGHTING TO BE FUNCTIONAL EMPHASIZING ARCHITECTURAL FORMS AND ADDING VISUAL DRAMA.

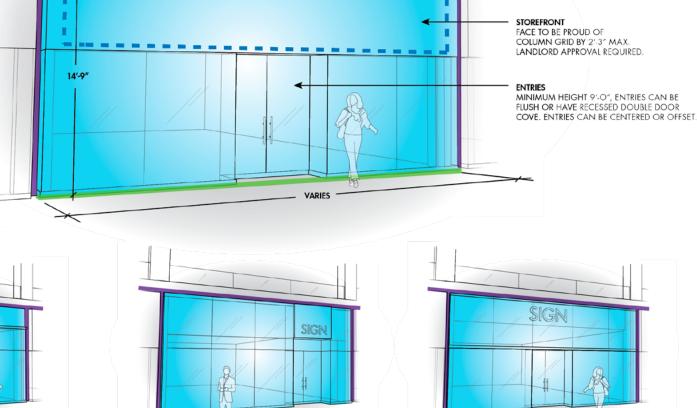
SIGNAGE SHOULD BE CREATIVELY DESIGNED AND INTEGRATED INTO STOREFRONT DESIGN.

TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STORERONT DESIGN PER LOCAL CODE. ALL EQUIPMENT MUST BE LOCATED IN THE SAME GENERAL LOCATION AS EXISTING EQUIPMENT.

STOREFRONT DESIGN INSPIRATION

UTILIZING THE ENTIRE FACADE WITH UNIQUE DESIGN AND HIGH END MATERIALS.





Type C Interior One Level Expression Proud of Bulkhead

TENANT • • SIGNAGE ZONE

LANDLORD • NEUTRAL ZONE

LEASE LINE

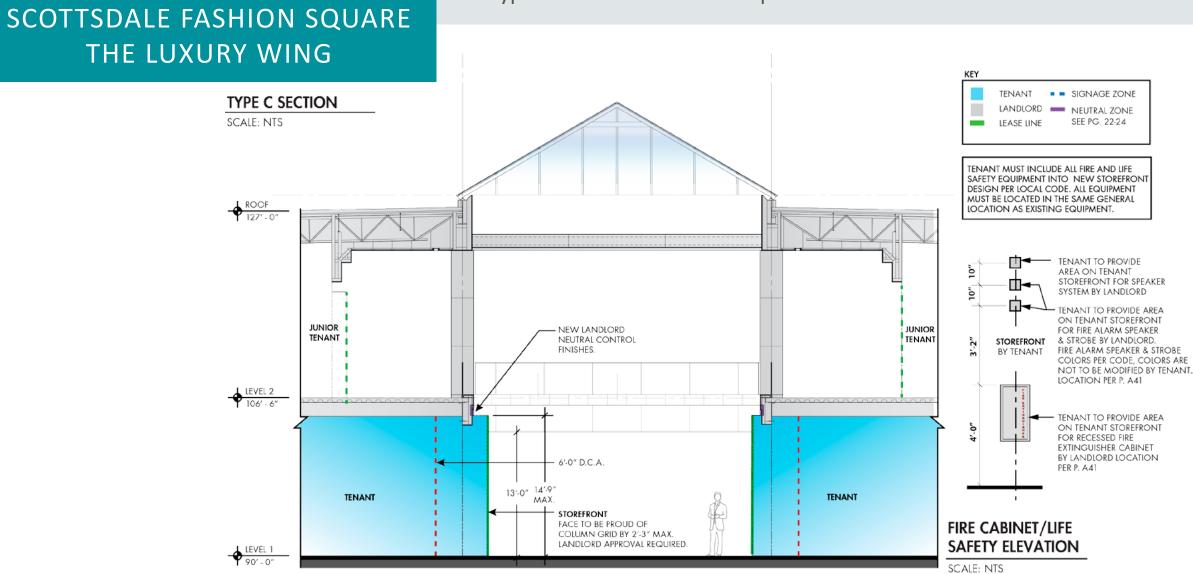
PRIMARY SIGNAGE TO BE LOCATED IN

SIGNAGE ZONE

THIS AREA.

SEE PG. 22-24

Type C Interior One Level Expression Proud of Bulkhead Section



Type D Interior One Level Expression Under Bridge

SCOTTSDALE FASHION SQUARE THE LUXURY WING

TYPE D 3D VIEW

SCALE: NTS

TENANT IS URGED TO CREATIVELY EXPLORE DESIGN OPPORTUNITIES WITHIN THE ENTIRE STOREFRONT FACADE.

ALL CONSIDERATIONS AND DETAILS TO INCLUDE:

MATERIALS HIGHEST QUALITY SUCH AS METAL, GLASS, STONE, AND HARDWOOD.

GLAZING MAXIMIZE TRANSPARENCY, CREATIVELY BROKEN UP WITH STRUCTURAL ELEMENTS, BRANDING, AND GRAPHICS.

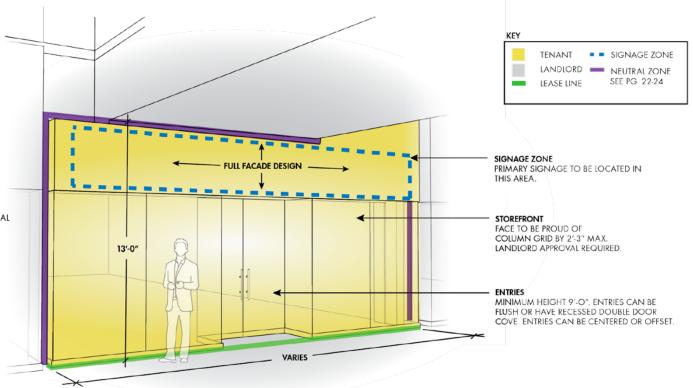
LIGHTING TO BE FUNCTIONAL EMPHASIZING ARCHITECTURAL FORMS AND ADDING VISUAL DRAMA.

SIGNAGE SHOULD BE CREATIVELY DESIGNED AND INTEGRATED INTO STOREFRONT DESIGN.

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STOREFRONT DESIGN INSPIRATION

UTILIZING THE ENTIRE FACADE WITH UNIQUE **DESIGN** AND HIGH END MATERIALS.







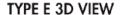


Type D Interior One Level Expression Under Bridge Section SCOTTSDALE FASHION SQUARE THE LUXURY WING KEY TENANT - SIGNAGE ZONE TYPE D SECTION LANDLORD - NEUTRAL ZONE SCALE: NTS SEE PG. 22-24 LEASE LINE TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STOREFRONT DESIGN PER LOCAL CODE. ALL EQUIPMENT MUST BE LOCATED IN THE SAME GENERAL LOCATION AS EXISTING EQUIPMENT. TENANT TO PROVIDE area on tenant NEW LANDLORD NEUTRAL CONTROL STOREFRONT FOR SPEAKER SYSTEM BY LANDLORD FINISHES. JUNIOR JUNIOR TENANT TO PROVIDE AREA NEW LANDLORD -TENANT TENANT ON TENANT STOREFRONT NEUTRAL CONTROL FINISHES BEYOND FOR FIRE ALARM SPEAKER STOREFRONT & STROBE BY LANDLORD. FIRE ALARM SPEAKER & STROBE BY TENANT COLORS PER CODE, COLORS ARE NOT TO BE MODIFIED BY TENANT. LOCATION PER P. A41 TENANT TO PROVIDE AREA ON TENANT STOREFRONT FOR RECESSED FIRE 6'-0" D.C.A. EXTINGUISHER CABINET BY LANDLORD LOCATION 13'-0" 14'-9" PER P. A41 TENANT TENANT MAX. STOREFRONT FIRE CABINET/LIFE FACE TO BE PROUD OF COLUMN GRID BY 2'-3" MAX. SAFETY ELEVATION LANDLORD APPROVAL REQUIRED.

SCALE: NTS

Type E Interior One Level Expression Under Bulkhead

SCOTTSDALE FASHION SQUARE THE LUXURY WING



SCALE: NTS

TENANT IS URGED TO CREATIVELY EXPLORE DESIGN OPPORTUNITIES WITHIN THE ENTIRE STOREFRONT FACADE.

ALL CONSIDERATIONS AND DETAILS TO INCLUDE:

MATERIALS HIGHEST QUALITY SUCH AS METAL, GLASS, STONE, AND HARDWOOD.

GLAZING MAXIMIZE TRANSPARENCY, CREATIVELY BROKEN UP WITH STRUCTURAL ELEMENTS, BRANDING, AND GRAPHICS.

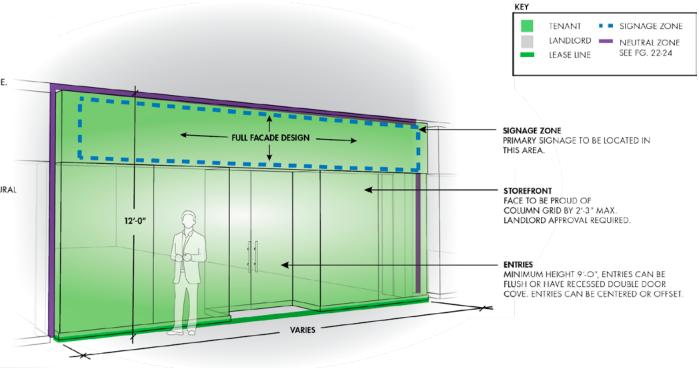
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STOREFRONT DESIGN INSPIRATION

UTILIZING THE ENTIRE FACADE WITH UNIQUE **DESIGN** AND HIGH END MATERIALS.









Type E Interior One Level Expression Under Bulkhead Section SCOTTSDALE FASHION SQUARE THE LUXURY WING KEY TENANT SIGNAGE ZONE **TYPE E SECTION** LANDLORD - NEUTRAL ZONE SCALE: NTS SEE PG. 22-24 LEASE LINE TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STOREFRONT DESIGN PER LOCAL CODE. ALL EQUIPMENT MUST BE LOCATED IN THE SAME GENERAL LOCATION AS EXISTING EQUIPMENT. TENANT TO PROVIDE AREA ON TENANT STOREFRONT FOR SPEAKER SYSTEM BY LANDLORD TENANT TO PROVIDE AREA ON TENANT STOREFRONT FOR FIRE ALARM SPEAKER TENANT & STROBE BY LANDLORD. STOREFRONT FIRE ALARM SPEAKER & STROBE BY TENANT COLORS PER CODE, COLORS ARE NOT TO BE MODIFIED BY TENANT. + LEVEL 2 LOCATION PER P. A41 NEW LANDLORD NEUTRAL CONTROL TENANT TO PROVIDE AREA FINISHES. ON TENANT STOREFRONT FOR RECESSED FIRE STOREFRONT **EXTINGUISHER CABINET** FACE TO BE PROUD OF BY LANDLORD LOCATION COLUMN GRID BY 2'-3" MAX. PER P. A41 LANDLORD APPROVAL REQUIRED TENANT 12'-0" **TENANT** FIRE CABINET/LIFE - 6'-0" D.C.A. **SAFETY ELEVATION**

+ LEVEL 1

SCALE: NTS

Interior Storefront Proud of Bulkhead w/Column

SCOTTSDALE FASHION SQUARE THE LUXURY WING

TYPICAL 3D VIEW WITH/COLUMN

SCALE: NTS

TENANT IS URGED TO CREATIVELY EXPLORE DESIGN OPPORTUNITIES WITHIN THE ENTIRE STOREFRONT FACADE.

ALL CONSIDERATIONS AND DETAILS TO INCLUDE:

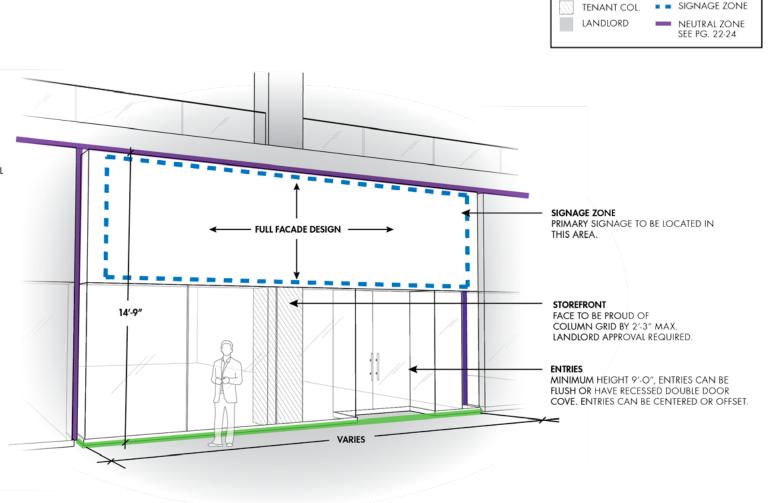
MATERIALS HIGHEST QUALITY SUCH AS METAL, GLASS, STONE, AND HARDWOOD.

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TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STOREFRONT DESIGN PER LOCAL CODE. ALL EQUIPMENT MUST BE LOCATED IN THE SAME GENERAL LOCATION AS EXISTING EQUIPMENT.



TENANT

LEASE LINE

Tenant Corner Condition

SCOTTSDALE FASHION SQUARE THE LUXURY WING

Storefronts with corner conditions or side corridors are required to extend their storefront finishes to meet with the Landlord's finishes. Corner return storefront walls do not have to meet the maximum transparency as the common mall but, are still required to provide appropriate storefront design which includes, high quality materials following the main storefront design, creative finishes and minimal window displays.

Smaller secondary signage as well as tenant branding are encouraged. Refer to Lease Outline Drawings (L.O.D.) for specific information and Tenant required treatment.





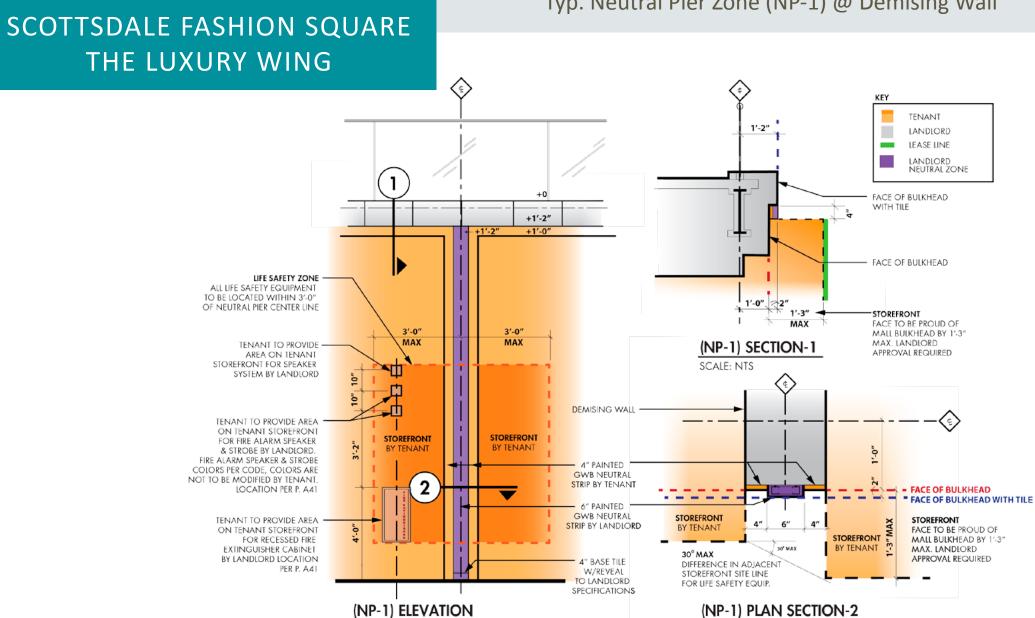






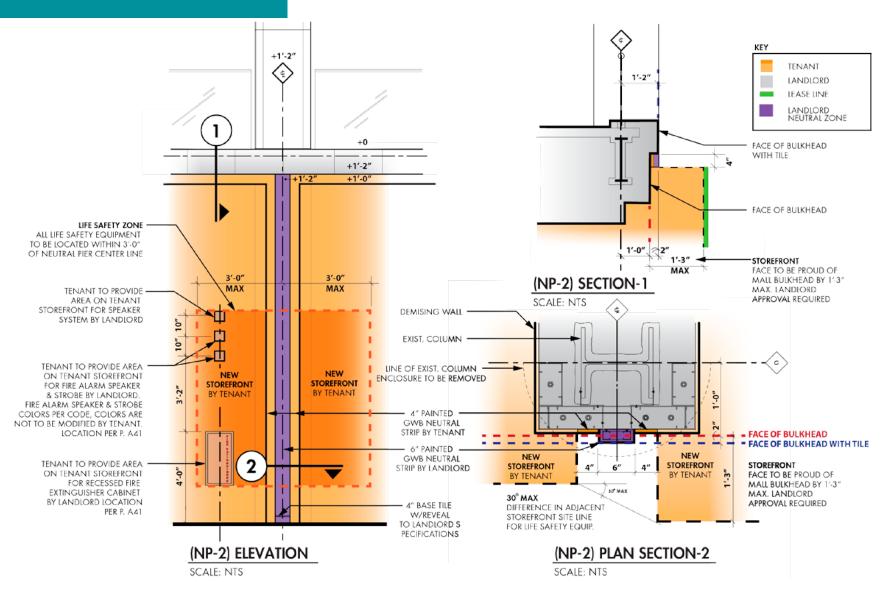
Typ. Neutral Pier Zone (NP-1) @ Demising Wall

SCALE: NTS

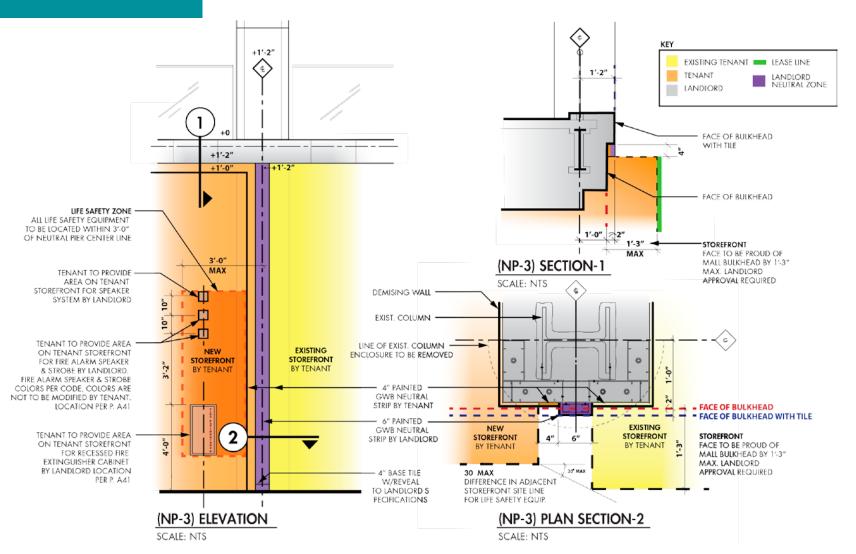


SCALE: NTS

Typ. Neutral Pier Zone (NP-2) @ Column



Typ. Neutral Pier Zone (NP-3) Future/Existing Tenant @ Column



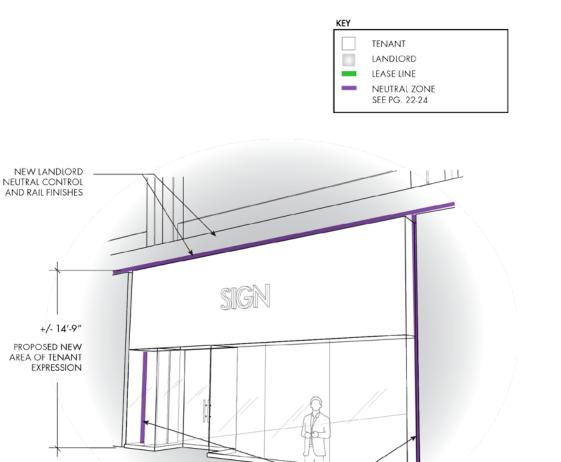
Storefront Construction Phases

SCOTTSDALE FASHION SQUARE THE LUXURY WING

TENANT MUST INCLUDE ALL FIRE AND LIFE SAFETY EQUIPMENT INTO NEW STOREFRONT DESIGN PER LOCAL CODE. ALL EQUIPMENT MUST BE LOCATED IN THE SAME GENERAL LOCATION AS EXISTING EQUIPMENT.



TENANT FACADE PHASE 1



TENANT FACADE PHASE 3

NEUTRAL ZONE

General Storefront Design Criteria

SCOTTSDALE FASHION SQUARE THE LUXURY WING

should be well coordinated, fully integrating components such as entries, displays and signage.

Storefronts must be of the highest caliber: expressing state of the art material quality and meeting or exceeding the very best examples. To achieve this goal, Tenants shall be required to select an Architect who has experience in luxury retail Tenant design.

Projections, where required, must be three dimensional, emphasizing creative, dynamic forms and designs.

The following criteria apply:

- 1. All storefront construction shall be self supporting from the floor and independent of the building fascia and bulkhead structure. Storefronts may be laterally braced to the overhead structure within the Tenant space.
- 2. Three-dimensional articulations in both storefront plan and height are required for all storefronts in the new Tenant areas.
- 3. Storefronts visible from the upper level must take special care that the tops of storefronts are finished to match the storefront design. There are to be no exposed conduits, raceways, access panels or equipment visible from upper level. In addition, all surfaces of any visible projections must also be finished to match.
- 4. The underside of the entry portal soffit shall be finished to match the storefront. Gypsum board will not be permitted.
- 5. Stores less than 800 square feet shall be required to have durable floors and gypsum board ceilings throughout the sales area.
- 6. Pedestal type security system not allowed. Tenant can specify concealed system. Tenant to submit specifications to Landlord for approval.

- All storefront designs and plans are subject to Landlord approval. The overall image 7. Entry doors are required and are to be a minimum of 9'-0" in height. All other doors are to be hinged or pivot-type doors. Doors are suggested to be the height of the glazed storefront, where possible. Maximum opening allowed for storefront entrance is 8'-0".
 - Tenants may be required to modify their storefront design and/or materials in the event that it is too similar in profile to a neighboring store.
 - 9. Storefronts which Incorporate pop outs or overhead projections shall be designed so that no falling debris may collect on surfaces visible from upper levels. As such, storefronts shall incorporate radii or sloping tops at no less than a 3 in 12 pitch to accomplish this result.
 - 10. Projections are encouraged to vary in proportion- both in plan and profile. They may be symmetrical or asymmetrical.
 - 11. All overhead projections are encouraged to be of a non-massive architectural expression, depicting form, relief and depth.
 - 12. Display windows shall constitute a minimum of 40% of the storefront width. Recommended display width is 60% of storefront width.
 - 13. Storefronts must accommodate a recessed reveal against all adjacent Landlord finishes. Tenant must incorporate storefront finishes into reveal. TC need to discuss.
 - 14. Electronic surveillance monitors located adjacent to the Tenant's entry must be concealed within the interior architectural elements.
 - 15. Projecting storefronts shall not have access panels visible to the mall common area. All sides and top of storefront shall be finished with continuous, high quality materials.

SCOTTSDALE FASHION SQUARE THE LUXURY WING

No door swing shall project beyond the maximum allowable primary projection line.

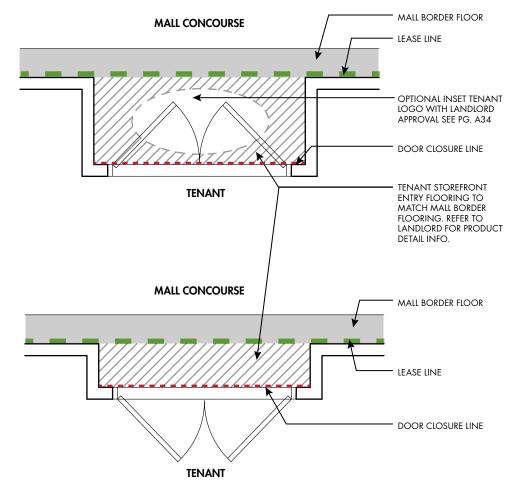
Sliding doors and rolling grilles must slide within the lease line into pockets or retract overhead to conceal them from vision when stores are open. All tracks and guides must maintain flush elevations. All portions of the frame or track visible when the grille is open shall match metal finishes used elsewhere on the storefront. No exposed padlocks will be permitted.

Mall paving/flooring material must be extended up to the door closure line and all adjacent areas, including the area which extends from the reference line to the mall border tile. Landlord will provide additional mall tile at Tenant's expense.

Tenants will provide a flush transition area between their Interior and exterior flooring.

STORE DESIGN

Tenant Storefront Entry Flooring



TENANT STOREFRONT ENTRY FLOORING OPTIONS

SCALE: NTS

Storefront Windows and Glazing

SCOTTSDALE FASHION SQUARE THE LUXURY WING

Storefront design cannot consist of glazing only. Tenant must introduce other design ele- 12. Window mullions are required to meet all material and finish standards. ments/materials as per Landlord's requirements.

- 1. All glazing design for storefront is not allowed. Min 40% of storefront must be hard surface material. Refer to approved material list of this manual for more information.
- 2. Exterior glass units shall be a minimum of 1" insulated, low E units.
- 3. Large panes of glazing must be of sufficient thickness to meet code and be properly supported.
- 4. All glass shall be tempered.
- 5. Stained, leaded, etched, beveled, fritted, glass block and other types of innovative glazing are encouraged.
- 6. In frame-less assemblies, glass panel joint details must be top quality and are subject to strict Landlord review. Glazing edges must be polished, ground or chamfered. Glazing channels at corner conditions must be mitered.
- 7. Tenants may be required to provide seismic clips to stabilize tall expanses of glass. Silicone sealant at glazing joints is not permitted.
- 8. Reflective glass (including the extensive use of mirror) and/or tinted glass is not permitted on storefronts or in the storefront entry zone.
- 9. Tenants are not restricted to asymmetrical design, particular proportions, sizes or types of glazing systems.
- 10. Tenants are encouraged to "open-up" their storefront by extending their glazing to the extents of their lease line.
- 11. Butt-joint glazing is encouraged for show windows that infill larger storefront forms. Glass shall be clear polished plate or tempered glass as required by code.

- 13. Glazing should be predominantly clear to emphasize merchandise displays.
- 14. Decorative glazing such as colored, beveled, sandblasted or etched glass may be used to create accent pattern and interest.
- 15. Glazing shall be a minimum of ½" thick, clear tempered glass where used in conjunction with mullions or framed systems.
- 16. Large panes of glass should be engineered by code requirements. Sections of glass are to be installed so that corners and abutting sections have no sash material providing separation or support.
- 17. Weather tight conditions must be maintained for exterior glazing.
- 18. 4"-6" durable base is required along entire storefront length is required.

Materials used in the construction of storefronts shall be high quality, durable, authentically portrayed and code compliant. The entire storefront area is subject to the Landlord's scrutiny for quality of finishes, detailing and construction methods.

The success of the storefront design is largely dependent on how creatively materials and design details are used to develop a unique, but well executed image for each Tenant.

Proposed materials and colors are to be submitted on a color material sample board to the Landlord for review during the preliminary design review process.

Refer to PLAN SUBMITTAL & REVIEW PROCEDURES for more detailed requirements.

Design Control Area (DCA)

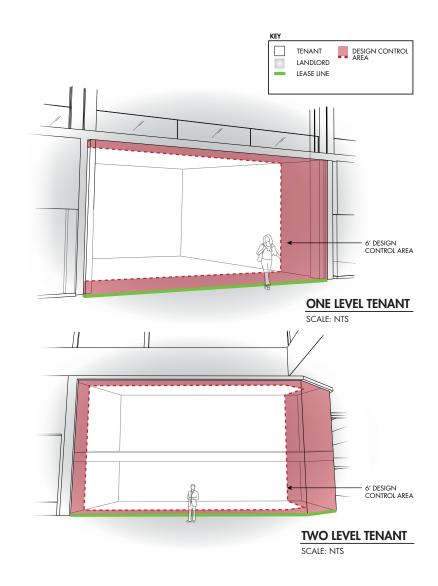
SCOTTSDALE FASHION SQUARE THE LUXURY WING

The DCA is the area at the front of the Tenant space that extends from the point of closure to all points 6'-0" into the space. The DCA includes all display windows and retail graphics, display fixtures, signs, materials, finishes, color and lighting fixtures within the area.

The DCA can be considered an extension of the storefront presentation and should convey a store's merchandise identity and generate activity. It should convey excitement and give the consumer a reason to stop at the store. Proportion and scale of objects within the DCA is a specific concern in successful design. As with the actual storefront design, the objects within it must be in proportion to the space around them. Incorporating elements that raise from the floor or lower from the ceiling can control the scale of the DCA. Pedestals to display merchandise or light pendants hanging down can be examples of object forms that can control scale. These solutions can vary and are somewhat different from traditional and typical display zones.

Tenants shall use the following design criteria for displays within the DCA:

- 1. Design drawings shall have a display layout plan. The layout plan shall have cut sheets for fixture and/or mannequin types and include photographs of any existing storefronts a Tenant may have that will enhance the layout plan. A rendering is required if photographs are not available.
- 2. Displays shall be deliberate and designated as integrated elements of the storefront.
- 3. Security devices must be concealed; freestanding pedestals are not permitted.
- 4. Large temporary signs for special sales or clearances shall not be hung in the DCA including any signs taped or suction cupped to storefront glazing.
- 5. No pegboard, slatwall or metal shelving of any kind may be placed in or extend into any part of the DCA.
- 6. Lighting must be recessed.



Interiors, Ceilings, and Lighting

SCOTTSDALE FASHION SQUARE THE LUXURY WING

INTERIORS

Tenants are required to produce high quality, well detailed and executed interior solutions that are unique, imaginative and stylized.

The store interior is typically viewed as a continuation of the storefront in design and materials. Walls are to have modulation of display systems and built in architectural components that reinforce the store design theme.

Tenants with above normal sound levels must provide sound isolation in demising walls, floor, ceiling including pipes, conduits and wires must be designed so that in no event shall tenant noise emit sounds and/or vibrations which would cause the ambient noise level anywhere in the adjoining premises to be increased by more than 3 dBa during the adjoining space operating hours or (ii) which would cause the vibration level in the adjoining space to be more than 70 vdB during the adjacent premises store operating hours, or (iii) which can be unreasonably experienced in the Common Area.

The Landlord will strictly enforce all Tenant's right to quiet enjoyment of their Leased Premises.

CEILINGS

Tenants can choose to have an open ceiling which may incorporate an open grid or be painted. Ceilings are required in stockroom for smoke evacuation purposes. Tenant installed ceilings shall conform to the following criteria:

- 1. Hard surface ceiling required through the entire storefront DCA. This distance shall be a minimum width of 6'-0" in from the innermost point of closure line.
- 2. Custom ceiling treatments are required. Multi-level gypsum wallboard, concealed spline, decorative patterned ceiling panels and other "high-tech" materials are encouraged. The use of ceilings on a single plane is not permitted. The use of beams, steps

- and 'islands' are required along with the imaginative use of lighting fixtures and fitting.
- 3. Fire sprinkler heads are to be fully recessed in hard or acoustical ceilings.
- 4. Standard 24" x 48" acoustical panels are not allowed in the sales area.
- 5. Ceiling concepts implementing exposed structure, electrical and mechanical systems must be coordinated with the Landlord for specific technical and design requirements.
- 6. All suspended ceilings shall stop within 2'-0" of the demising walls within the Tenant sales area. Suspended ceilings shall be terminated with a soffit, cove lighting detail or other means of a finished edge along partition walls. Exposed edges shall be properly finished. Wall-to-wall suspended ceilings are not allowed.
- 7. All ceilings, related framing, blocking and accessories shall be non-combustible. No combustible materials may be used above finished ceiling surfaces.

LIGHTING

Lighting can greatly contribute to the design of a Tenant's store, emphasizing architectural forms, highlighting signage and adding color and visual drama to walls and other design elements. The creative use of dramatic lighting is encouraged at entries, show windows and merchandise displays.

- 1. The DCA of the Tenant space must employ lighting fixtures consistent with the character of the storefront design. All lighting fixtures within the DCA must be recessed down lights, MR16 low voltage or similar types. Fluorescent fixtures will not be permitted.
- 2. Fixtures must be positioned so that bright glare is not directed onto the public areas.

Lighting and Walls/Partitions

SCOTTSDALE FASHION SQUARE THE LUXURY WING

- 3. All incandescent, LED and HID lighting fixtures in public Tenant areas, other than track and decorative fixtures, shall be recessed with no directly visible lamp sources.
- 4. Bare lamp fluorescent or incandescent fixtures may be used only in concealed areas and/or stockrooms. Fluorescent fixtures shall have a maximum size of 2' x 2' and have silver parabolic louvers or metallic finished egg-crate diffusers. All lighting fixtures shall bear the U.L. label.
- 5. Concealed light coves to highlight architectural elements within the storefront are highly encouraged.
- 6. Wall sconces or decorative lamping may be used to cast light onto storefront forms, provided that bare bulbs are not exposed and that the finish and form of these fixtures coordinate with the overall storefront design. Fixture cut sheets will be required to be submitted if this light form is used.
- 7. Exterior mounted decorative light fixtures are encouraged where appropriate for the storefront design concept. Fixture cut sheets must be submitted for review.
- 8. All lighting must be reviewed and approved by Landlord. Tenant is responsible for maintenance of all lighting within the entire Leased Premises.
- 9. Tenant shall comply with all applicable energy conservation and building codes.
- 10. No strobe, spinner or chase type lighting shall be used.
- 11. All showcases and display cases must be adequately lit and ventilated. Direct visual exposure of incandescent bulbs and/or fluorescent tubes is prohibited.

WALLS / PARTITIONS

- 1. Demising walls may be provided between two Tenants and/or Tenant and exit/service corridors. Walls will typically consist of 3 5/8" or 6" metal studs (provided by Landlord), and 5/8", type X fire-rated drywall, taped from floor to bottom of roof deck, or deck above (or as required by governing code) on each side (provided by Tenants). At Landlord's option, demising partitions shall be of unfinished masonry, concrete or metal studs. Demising walls are not designed to accommodate cantilevered or eccentric loads. If Tenant plans to use a demising wall for support of shelf standards, light soffits or heavy attachments, Tenant shall reinforce the wall as required by providing additional steel studs or independent supports for the shelf standards.
- 2. Existing corridor separation walls adjacent to Tenant's space have finishes by the Landlord on the corridor side only. Tenant shall finish the interior as required by code for fire rated wall.
- 3. Demising walls and ceiling shall be sound insulated to achieve a minimum STC rating of 50 by Tenants who produce above 80 dB (including but not limited to music stores, arcades, etc.). The Landlord will strictly enforce all Tenant's right to quiet enjoyment of their Leased Premises.
- 4. Tenant shall protect fireproofed columns and braces with gypsum board, and furring as required.
- 5. Tenant Premises adjacent to a two-hour wall condition will be required to apply two (2) layers of 5/8" type "x" gypsum board or other material to adequately complete the wall construction to provide a two-hour rating.

Floor and Wall Base, Exiting and Displays and Merchandising

SCOTTSDALE FASHION SQUARE THE LUXURY WING

- 6. Stockroom Partitions. When Tenant chooses not to install a ceiling within Tenant's stockroom, Tenant shall extend the partition separating the stockroom from other areas of the store, to the underside of the structure above in order to isolate the stockroom from the sales area attic space. Tenant to verify if this is allowed by code.
- 7. Wall Finishes. All interior wall surfaces must be finished in an appropriate manner and be in compliance with all applicable codes. All Tenant space interior wall finishes are to meet a Class III flame-spread rating or as required by local code.
- 8. Metal or plastic laminate inserts are required for slatwall. No visible substrate at slats. Slatwall is not allowed within the first 8'-0" of store entry doors.
- 9. Recessed wall standards are permitted. No open shelving with visible brackets or surface mounted systems are allowed.

FLOOR AND WALL BASE

Tenants shall install a floor covering in Tenant's sales area which conform to the following criteria:

- 1. Hard surface floor and base required through the entire DCA, including any permitted pop out areas. Carpet, vinyl or rubber materials of any sort will not be permitted within the DCA.
- 2. Exposed concrete floors shall be sealed.
- 3. Wood installations shall be hardwood with wear resistant surface.
- 4. Ceramic, quarry and stone tile installations must be commercial grade with non-slip surface.
- 5. Carpet must be commercial grade and must have proper fire ratings to meet local codes. Carpeting will not be permitted where color, quality or weave is not suitable for high traffic areas. Note: Carpet may not be used at the store entry within the DCA.

- 6. Sheet or modular vinyl may be used in support or stock rooms not visible from the sales area.
- 7. Tenant shall provide a transition strip between opposing floor finishes. This includes, but is not limited to carpet and wood or carpet and tile.
- 8. Tenant shall provide hard surface base in sales area.
- 9. Any floor materials other than those mentioned above will not be allowed. Samples of all finishes must be submitted for approval and included in Tenant's preliminary submissions.

EXITING

All retail Tenant spaces must provide two exits from the premises if required by code and/or Landlord's Tenant Coordinator. All exits must be engineered in compliance with all applicable ADA & Building Department Codes.

DISPLAYS AND MERCHANDISING

Successful merchandise presentation is well organized, easy to shop, as well as colorful and entertaining. The layout should be logical for your customer's convenience with merchandise adjacencies that make sense, placing like items together.

After categorizing the merchandise, organize your products by color with each main category. Color is actually the FIRST thing a customer notices - even before price and style.

Using color successfully can help to maximize your sales efforts. Place key items at eye level on wall and floor fixtures. This will make it more convenient for your shoppers to scan the merchandise selection. Items placed at eye level are also perceived by shoppers to have a higher 'value' than items placed on the floor or on lower shelves.

Materials

SCOTTSDALE FASHION SQUARE THE LUXURY WING

Create themed display windows and focal points throughout the store. Focal points are highly visible areas within your store such as; inside the store entrance, the back wall and behind the cash wrap. Change displays every two weeks to keep shopper interest high. The average mall shopper visits the mall twice a month.

Use display lighting to draw customer attention to products. The human eye is automatically drawn to the brightest object in its' field of vision.

Avoid leaving empty merchandising shelves or fixtures on the selling floor. Half-empty shelves are a turn off for shoppers who are looking for a full selection to choose from and won't waste their time in your store if it doesn't look fully stocked.

MATERIALS

General Material Requirements

- 1. The use of natural materials is encouraged. All materials used in storefronts must be durable and non-corrosive.
- 2. Careful attention to the detailing or joinery of differing materials is necessary. A carefully defined edge must be established between different materials and surfaces on the storefront as well as between the Tenant and Landlord finishes.
- 3. All finished store materials within 6'-0" of the storefront point of closure shall be durable such as glass, tile, metal, stone, terrazzo, plaster, hard-wood or similar materials approved by the Landlord. Reflective wall paper, vinyl wall coverings, plastic laminates, mirror, slatwall or tambour will not be permitted.
- 4. Any wood material used for storefront construction must comply with all code requirements.

Metals

- 1. All storefront metal panels must meet LL requirements below (this note must appear on final drawing set).
- 2. All seams between metal panels must be identified on the storefront elevation and must be properly addressed during design review process. Metal panels will not be allowed to directly come into contact with adjacent panel. Reveals, turn-in seams, welding or similar must be specified and detailed out on the plans for approval.
- 3. Minimum 18 gauge metal panels are required. This must be called out on their plans for approval.
- 4. No visible fasteners.
- 5. Min ½" thick fire-rated plywood substrate is required and must be called out on the plans.
- 6. High quality is expected for all metal applications. Metal such as shop painted aluminum and steel, stainless steel, solid brass, bronze, pewter or enamel coated steel may be used for hardware, trim and panels when well designed and detailed.
- 7. Lap joints and seams must be even and straight and concealed when possible. Outside corners are to be mitered or continuous break shaped.
- 8. Fabrication must be either heavy gauge material or thinner gauge material shop laminated to solid backing. In no case is oil canning (resulting from light reflection from an uneven or buckled surface), scratches, warps, dents, occlusions, visible seams or other imperfections allowed.
- 9. Sealants on natural metals are required to prevent tarnishing and must be maintained by Tenant at Tenant's expense.

Materials

SCOTTSDALE FASHION SQUARE THE LUXURY WING

- 10. Textured or brushed stainless steel, galvanized, sandblasted and etched metals are encouraged in creative applications.
- 11. Unique treatments such as patina, rusted, etched and imprinted metals will be considered for special design objectives.
- 12. Polished metals should be solid, not plated and limited to accent trim.
- 13. Simulated finishes such as metallic laminates and anodized aluminum are not permitted.

Stone

Granite, marble, limestone, slate, adoquin and other natural stone materials may be used in storefront applications. Stone may be polished, unpolished, sandblasted, flamed, honed, split-face or carved. Careful craftsman-like attention to detail is required at all connections and transitions to other materials.

- 1. Edge details must prevent visible unfinished edges. Exposed edges must be quirk mitered, chamfered or polished to match adjacent surface finish.
- 2. The transition between stone and adjoining materials must be defined by use of metal reveals.
- 3. Stone used as a paving material must be flush when meeting other flooring materials.
- 4. Natural stone must be protected against staining and discoloration by means of sealers appropriate to the material.

Tile

Tile may be used in diverse applications. Its use is encouraged to introduce light, decorative texture or graphic quality to a storefront.

- 1. Porcelain, ceramic or glass tiles in glazed or natural finishes may be used as accents and in limited field applications. Patterns used over large areas are expected to have a sophisticated, well executed design concept.
- 2. Small and intricate mosaic tile patterns may be utilized for detail and accent only.
- 3. All tile must be carefully detailed at outside corners with bull nose edges or special corner trims. Lapped or butt joints are not permitted.
- 4. Grout color should match the background color of the tile so as not to emphasize a grid pattern.

Pre-cast Stone and Concrete

Many pre-cast stone and concrete products are currently available that may be acceptable for storefront applications. The use of these materials is at the discretion of the Landlord.

Materials

SCOTTSDALE FASHION SQUARE THE LUXURY WING

Acceptable Materials



TEMPERED GLASS



FROSTED GLASS



TILE



HARDWOODS



METALS



STONE



PORCELAIN TILE



SOLID SURFACE



PAINTED SURFACES



TEXTURED METAL



TEXTURED GLASS



CUTOUT METAL

Prohibited Materials

The following is a list of prohibited materials. In rare instances, special consideration may be given for the use of a prohibited material if its application is highly original, creative and essential to the theme or design concept of the storefront. Exceptions will be determined by the Landlord during design review:

- Plastic laminates
- Glossy or large expanses of acrylic or Plexiglas
- Pegboard
- Mirror
- Highly polished or plated metals except as trim
- Reflective glass
- Simulated materials such as brick, stone or wood veneer
- Distressed woods such as pecky cedar, rough sawn lumber, softwoods
- Anodized aluminum
- Vinyl, fabric or paper wall coverings
- Plywood or particle board
- Sheet or modular vinyl
- Luminous ceilings, including "egg crate"
- Vinyl awnings
- Shingles, shakes, rustic siding
- Rough stucco finish or painted drywall
- 4"x4", 6"x6", 12"x12"tiles
- Glazed tiles
- Other materials deemed unacceptable by the Landlord

SCOTTSDALE FASHION SQUARE THE LUXURY WING

PRIMARY SIGNAGE EXAMPLES



HALO LIT



CAST METAL LETTERS



METAL LETTERS ON GLASS



PARTIAL SIDE LIT LETTERS



BOLD & ARCHITECTURAL



ACE LIT LETTERS



PIN MOUNTED BACK LIT LETTERS

SECONDARY SIGNAGE EXAMPLES



GOLD LEAF ON GLASS



ENGRAVED SIGNS



GLAZING SIGNS



PROFESSIONALLY PRINTED DECALS



VISUALLY TRANSPARENT GRAPHICS AND SIGNAGE

SCOTTSDALE FASHION SQUARE THE LUXURY WING

General Signage Requirements

Tenant signs are vital to the successful functioning of the Shopping Center. Uncontrolled signs can create a verbal jungle and fail in their goal to communicate effectively.

The ultimate goal is to produce a colorful collage of signs that tastefully inform, delight and stimulate the shopper.

All sign materials must be consistent with the design theme, enhancing the storefront and evoking a positive retail image. Due to the variety of architectural treatments within Scottsdale Fashion Square, each storefront sign will be carefully considered in relationship to its particular location. What may be appropriate in one location may not work in another. Each proposed sign will be evaluated on its originality and compatibility with neighboring signs as well as its overall image within the Shopping Center.

The Landlord reserves the right to disapprove any sign design that is not compatible with these criteria and the aesthetics of the Shopping Center. Exceptions to these specifications are extremely rare and must be approved in advance by the Landlord.

As with all undertakings, the ultimate success of the Mall depends on the positive contribution of all participants.

Refer to the Signage Criteria Manual on the center's website for more detailed sign information.

General Requirements for Primary Sign Design

The following requirements apply to all Tenant signs:

- 1. All primary storefront signs must be illuminated. External illumination designs are subject to Landlord approval.
- 2. Imaginative signs utilizing a variety of materials are encouraged. Adaptation of current sign practices may be necessary in order to comply with these criteria.
- 3. Sign Shop Drawings for all signs, logos and graphics visible from the common area are to be submitted to the Landlord for final approval prior to fabrication/installation.
- 4. Sign wording is limited to the Tenant's trade name and shall not include specification of merchandise sold or services rendered, regardless of the Tenant's legal name. Corporate crests, logos or insignia may be acceptable pending the Landlord's approval and provided they are part of the Tenant's name.
- 5. One sign is permitted per store frontage. Tenants occupying corner spaces may utilize one sign per elevation with a maximum of two (2) signs, or one sign on a diagonal corner.
- 6. Signs shall be designed as an integral part of the storefront, with letter size and location proportional to the overall storefront design, and in compliance with design district criteria.
- 7. Signs may project as shown in storefront conditions.
- 8. Sign height above floor: bottom of sign to be 9'-0"A.F.F. minimum.
- 9. Letter size: proportional letter required; max allowed for height of letter is 13% of overall storefront height. Example a storefront that is 12'-0" in height will be allowed to have a maximum letter height of 18.72".

SCOTTSDALE FASHION SQUARE THE LUXURY WING

- 10. Letter dimensions of greater proportions may be considered if, in the Landlord's opinion, the sign design is of exceptional merit and architectural quality.
- 11. All storefront signage and lighting both interior and exterior is required to be on a separate circuit and controlled by a time clock. Storefront Signage and lighting are required to be on during operational hours and off during non-operation hours. This includes exterior building storefront signage.
- 12. Advertising placards, banners, pennants, names, insignia, trademarks and other descriptive material may not be attached to the storefront or glazing.
- 13. Back-lit components must be contained wholly within the depth of the letter.
- 14. Premium quality fabrications are required. Hums, flickers and light leaks are not permitted. Attachment devices, bolts, clips, threaded rods, fasteners, tubes, raceways, conduit and other mechanisms are to be concealed from public view.
- 15. Electrical raceways are not to be visible.
- 16. Signs must comply with all codes and regulations, must bear the U.L. label and must have current sign permits.
- 17. Storefront signs are to state the store name and/or logo as stated on the Lease and may not advertise or list items sold.
- 18. Tenant may use Landlord bulkhead for lateral bracing only.
- 19. Threaded rods or anchor bolts shall be used to mount sign letters spaced out from back ground pane. Angle clips attached to letter sides will not be permitted. All bolts, fastenings and clips shall be of hot-dipped galvanized iron, stainless steel, aluminum, brass or bronze and no black iron materials of any type shall be permitted.
- 20. All signage shall not exceed a maximum brightness of 100 foot-candles.

Primary Signage Design

The zone for Tenant's primary signage is located directly above the entry portal. Optional locations are located immediately adjacent to the entry above the display window. The following are sign types that are required:

- 1. Reverse channel (halo letters) minimum of 3" deep and must be projected from the background.
- 2. Internally illuminated metal face with push-through acrylic graphics.
- 3. Dimensional graphics or letter forms pinned off storefront or attached to a sign power shelf.
- 4. Consideration will be given to internally illuminated sign housings having unique shapes with letters routed out and formed letters protruding beyond the routed out letter.
- 5. Edge-lit, sandblasted glass (with a continuous light source).
- 6. Cast metal letters, raised or flush with fascia surface.
- 7. Gold leaf on glass or stone.
- 8. Silk-screened glass or metal panels.
- 9. Indirect illumination or non-internally illuminated signs (artisan type panel signs).

SCOTTSDALE FASHION SQUARE THE LUXURY WING

Secondary Signage

Storefront Window Signs

If the Tenant wishes to provide additional Tenant identity, it is to be located at the pedestrian level on the inside face of the storefront glass.

- 1. Storefront window signs may include only the Tenant's logo and name.
- 2. Glazing signs are to be translucent (similar to frosted glass), reverse-reading and applied directly to the interior of the glass surface.
- 3. Tenant graphics on storefront glass shall be computer cut flat vinyl graphics (text/letter/logos).
- 4. Maximum allowable area of signage is subject to Landlord's review and approval.
- 5. Tenant graphics/logo will be limited to a maximum of 3" in height. Unless approved by Landlord.

Threshold Signs

In addition to storefront signs, Tenants are encouraged to incorporate signs into their entry way flooring. Landlord will review threshold signs on an individual basis.

- 1. Threshold signs are to be graphics comprised of logos, crests and accent.
- 2. Finish is to be flush with adjacent materials and consistent with entry flooring quality.
- 3. Recommended materials are wood, tile, stone, metal and terrazzo inlays.
- 4. Threshold sign may not extend beyond the lease line into the Center.



INSET FLOOR LOGO



MOSAIC FLOOR LOGO



GOLD LEAF ON GLASS



METAL LETTERS ON GLASS



DIGITAL DISPLAY

SCOTTSDALE FASHION SQUARE THE LUXURY WING

Digital Display

- 1. Digital display is required to become part of the storefront design.
- 2. Pole mounted monitors are not allowed.
- 3. Free standing units are not allowed.

Refer to Digital Signage Manual on the center's website for more information.

Blade Signs

- 1. Blade signs within the Luxury wing are subject to prior written approval of the Landlord:
- 2. A projected or suspended (blade) sign at the storefront (If in the opinion of the Landlord, additional signage is merited due to the visibility or location of the storefront sign).
- 3. Placement to be reviewed with consideration of all adjacent signs.
- 4. Blade signs are required to be 9 feet above finished floor. Maximum blade sign size is 4 square feet, Maximum projection is 2'-6" including bracket.
- 5. Internal illumination of blade signs is required, no other form of blade illumination will be allowed.
- 6. Trade name and/or logo only, no tag-lines, slogans, or advertising allowed.
- 7. Blade sign materials shall be of high quality such as decorative metals, glass, or stained hardwood. Landlord will be sole judge as to the acceptability of materials and designs.
- 8. No plywood, sign plastic, vinyl letters, or painted signs are permitted.













SCOTTSDALE FASHION SQUARE THE LUXURY WING

Sign Area Calculations

Sign area calculations shall be made by circumscribing a "box" around the main body of the sign.

All signage shall conform to the following requirements:

- 1. Area of the sign shall be calculated by:
 - - Store footprint or "Lease line" width multiplied by 2/3 equals the maximum sign area in square feet.
- 2. Width of the sign shall be calculated by
 - - Dividing the overall sign area, by the maximum letter height.

Sample Sign Area Calculation:

- 1. Lease line width at 25'-0", times 0.667 = 16.68 square feet of sign area.
- 2. If the maximum letter height of 1'-6" is desired, it will be divided into the maximum area which yields a maximum width of 11'-1.5" by 1'-6" in height.

 $25 \times 0.667 = 16.68$ (area of sign in SF)

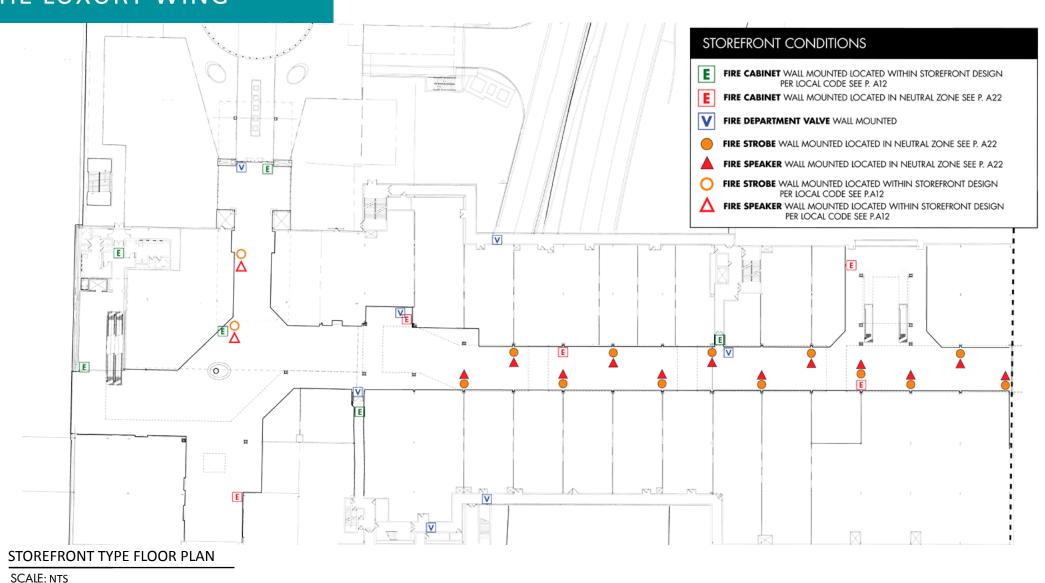
16.68 divided by 1.5 = 11'-1.5"

Prohibited Signs/Materials:

- Internally illuminated plexi-faced channel letters.
- Vacuum-formed or injection-molded plastic signs.
- Cabinet or standard "can type" signs with illuminated translucent back-grounds and silhouetted letters.
- Exposed skeleton neon applied directly to fascia element.
- Temporary or "sales" signs attached to storefront.
- Freestanding tripod signs.
- Flashing, scintillating, moving, sequencing, audible or odor producing signs.
- Paper, cardboard and Styrofoam signs.
- Credit card and advertising placards, decals, stickers or trademarks.
- Manufacturer labels.
- Carpet or rubber entry mat signs.
- Internally illuminated awnings.
- Other signs deemed unsuitable by the Landlord.
- Signs employing unedged or uncapped plastic logos or letters with no returns and exposed fastenings.
- No simulated materials (i.e., wood grained plastic laminates, Zolatone etc.) or wall covering permitted.
- No radioactive material shall be allowed to be used or installed as part of any tenant construction scope of work. Furthermore, no radioactive signs such as Tritium exit signs shall be allowed in our shopping centers.

STOREFRONT TYPE FLOOR

Fire and Safety Floor Plan



ADDITIONAL INFORMATION

SCOTTSDALE FASHION SQUARE THE LUXURY WING

SECTION GENERAL INFORMATION CRITERIA - Overall Scottsdale Fashion Square Mall information, Mall contact directory, List of mall Contractors, Building code information.

TENANT SUBMISSION AND APPROVALS DOCUMENT - Submission and approvals procedures.

MECHANICAL, ELECTRICAL, PLUMBING, AND HVAC - Per Phase10 Barney's Expansion Book or MAC overall MEP criteria.

SECTION SIGNAGE CRITERIA - Additional Signage examples, Sign Construction and Installation, Plan Submittal Guidelines.

DIGITAL SIGNAGE BOOK - Additional Digital Signage examples.

SUSTAINABILITY TENANT HANDBOOK - MAC Sustainability.