




# AGREE REALTY

## RETHINK RETAIL

AUGUST 2023





# Agree Realty Overview (NYSE: ADC)

NET LEASE REIT FOCUSED ON THE ACQUISITION & DEVELOPMENT OF HIGH-QUALITY RETAIL PROPERTIES

## OUR COMPANY

Founded in 1971 by Executive Chairman, Richard Agree

Public on the NYSE since 1994

\$8.6 billion<sup>(1)</sup> retail net lease REIT headquartered in Bloomfield Hills, Michigan

2,004 retail properties totaling approximately 42 million square feet in 49 states

Investment grade issuer ratings of Baa1 from Moody's and BBB from S&P

## RETHINK RETAIL

Capitalize on distinct market positioning in the retail net lease space

Focus on industry-leading retailers through our three unique external growth platforms

Leverage our real estate acumen and relationships to identify superior risk-adjusted opportunities

Maintain a conservative and flexible capital structure that enables our growth trajectory

Provide consistent, high-quality earnings growth and a well-covered, growing dividend

# RETHINKING RETAIL





# consistency

[ kuh n-sis-tuh n-see ]

*noun*

steadfast adherence to the same principles, course, or form



# Recent Highlights

Increased full-year 2023 acquisition guidance to at least \$1.3 billion of high-quality retail net lease assets<sup>(1)</sup>

- Surpassed the 2,000-property mark in 49 states including Alaska during Q2 2023
- Acquired 92 high-quality retail net lease assets for over \$305 million in Q2 2023 at a weighted average cap rate of 6.8%
- Approximately 73% of base rents acquired in Q2 2023 derived from investment grade retailers<sup>(2)</sup>
- 31 development or DFP projects completed or under construction for a record of approximately \$126 million as of June 30<sup>th</sup><sup>(3)</sup>
- Ground lease portfolio represents 11.9% of annualized base rents as of June 30<sup>th</sup>

Closed a \$350 million 5.5-year term loan on July 31<sup>st</sup> at a 4.52% fixed rate inclusive of prior hedging activity

Fortress-like balance sheet with approximately \$1.3 billion of total liquidity including the recently closed term loan<sup>(4)(5)</sup>

Approximately 2.9 million shares of outstanding forward equity available at quarter end for net proceeds of \$202 million

Declared a monthly cash dividend of \$0.243 per common share for July, representing a 3.8% year-over-year increase<sup>(6)</sup>

4.1x Proforma Net Debt to Recurring EBITDA at quarter end<sup>(5)</sup>

As of June 30, 2023, unless otherwise noted. (1) Reflects increased full-year 2023 acquisition guidance provided by the Company on August 1, 2023. (2) Refer to footnote 1 on slide 7 for the Company's definition of Investment Grade. (3) The Company disclosed on its earnings call on August 2, 2023 that it changed the name of Partner Capital Solutions ("PCS") to Developer Funding Platform ("DFP"). (4) Includes \$350 million of proceeds from the 5.5-year term loan closed on July 31, 2023. (5) Proforma for the settlement of the Company's outstanding forward equity as of June 30, 2023. (6) Declared by the Company on July 17, 2023.



# The Country's Leading Retail Portfolio



# Agree Realty Snapshot





















## Company Overview

Share Price <sup>(1)</sup>	\$64.78
Equity Market Capitalization <sup>(1)(2)</sup>	\$6.3 Billion
Property Count	2,004 properties
Net Debt to EBITDA	4.5x / 4.1x <sup>(3)</sup>
Investment Grade % <sup>(4)</sup>	67.9%

## Retail Sectors (\$ in millions)

TENANT SECTOR	ANNUALIZED BASE RENT	% OF TOTAL
Grocery Stores	\$51.7	10.1%
Home Improvement	45.8	8.9%
Tire & Auto Service	44.8	8.7%
Dollar Stores	40.3	7.9%
Convenience Stores	38.7	7.5%
General Merchandise	31.6	6.2%
Auto Parts	30.8	6.0%
Off-Price Retail	30.3	5.9%
Farm & Rural Supply	24.3	4.7%
Pharmacy	22.7	4.4%
Other	152.2	29.7%
<b>Total</b>	<b>\$513.2</b>	<b>100.0%</b>

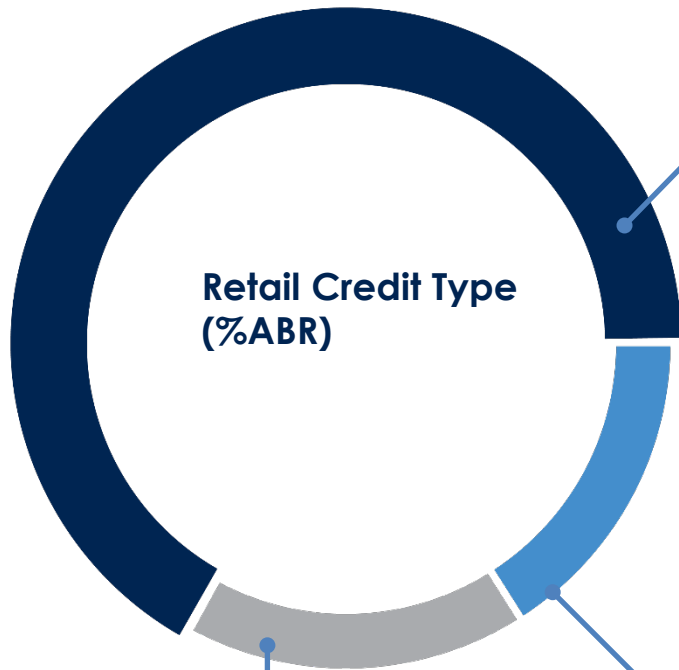
## Tenants (\$ in millions)

TENANT / CONCEPT	ANNUALIZED BASE RENT	% OF TOTAL
 Walmart	\$33.1	6.5%
 DOLLAR GENERAL	25.1	4.9%
 TSC TRACTOR SUPPLY CO	22.6	4.4%
 BEST BUY	19.5	3.8%
 DOLLAR TREE	16.5	3.2%
 Kroger	16.3	3.2%
 CVS pharmacy	15.9	3.1%
 TJX	15.6	3.0%
 O'Reilly AUTO PARTS	15.4	3.0%
 HOBBY LOBBY	14.2	2.8%
 LOWE'S	13.2	2.6%
 Burlington	11.4	2.2%
 SUNBELT RENTALS	11.2	2.2%
 SHERWIN-WILLIAMS	10.9	2.1%
 Wawa	10.2	2.0%
 gerber COLLISION & GLASS	10.0	2.0%
 FIRESTONE	8.9	1.7%
 7-ELEVEN	8.3	1.6%
 TBC CORPORATION	7.9	1.5%
 AutoZone	7.7	1.5%
Other	219.3	42.7%
<b>Total</b>	<b>\$513.2</b>	<b>100.0%</b>

As of June 30, 2023, unless otherwise noted. Any differences are a result of rounding. (1) As of July 31, 2023. (2) Reflects common shares and OP units outstanding multiplied by the closing price as of July 31, 2023. (3) Proforma for the settlement of the Company's outstanding forward equity as of June 30, 2023. (4) Refer to footnote 1 on slide 7 for the Company's definition of Investment Grade.

# Strong Investment Grade Portfolio

BEST-IN-CLASS RETAILERS WITH CONSERVATIVE BALANCE SHEETS



68%

INVESTMENT GRADE<sup>(1)</sup>

- TJ-maxx
- LOWE'S Home Improvement Retailer
- COSTCO WHOLESALE
- Wawa
- TSC TRACTOR SUPPLY CO
- Walmart
- amazon
- THE HOME DEPOT
- SHERWIN WILLIAMS
- SUNBELT RENTALS
- AutoZone
- TARGET
- 7 ELEVEN
- O'Reilly AUTO PARTS
- STARBUCKS COFFEE
- BEST BUY
- Chick-fil-z
- HomeGoods
- Wegmans
- SHEETZ
- DOLLAR GENERAL
- ROSS
- DOLLAR TREE

16%

SUB-INVESTMENT GRADE

- FLOOR DECOR & BJS
- Burlington
- GOODYEAR

16%

NOT RATED

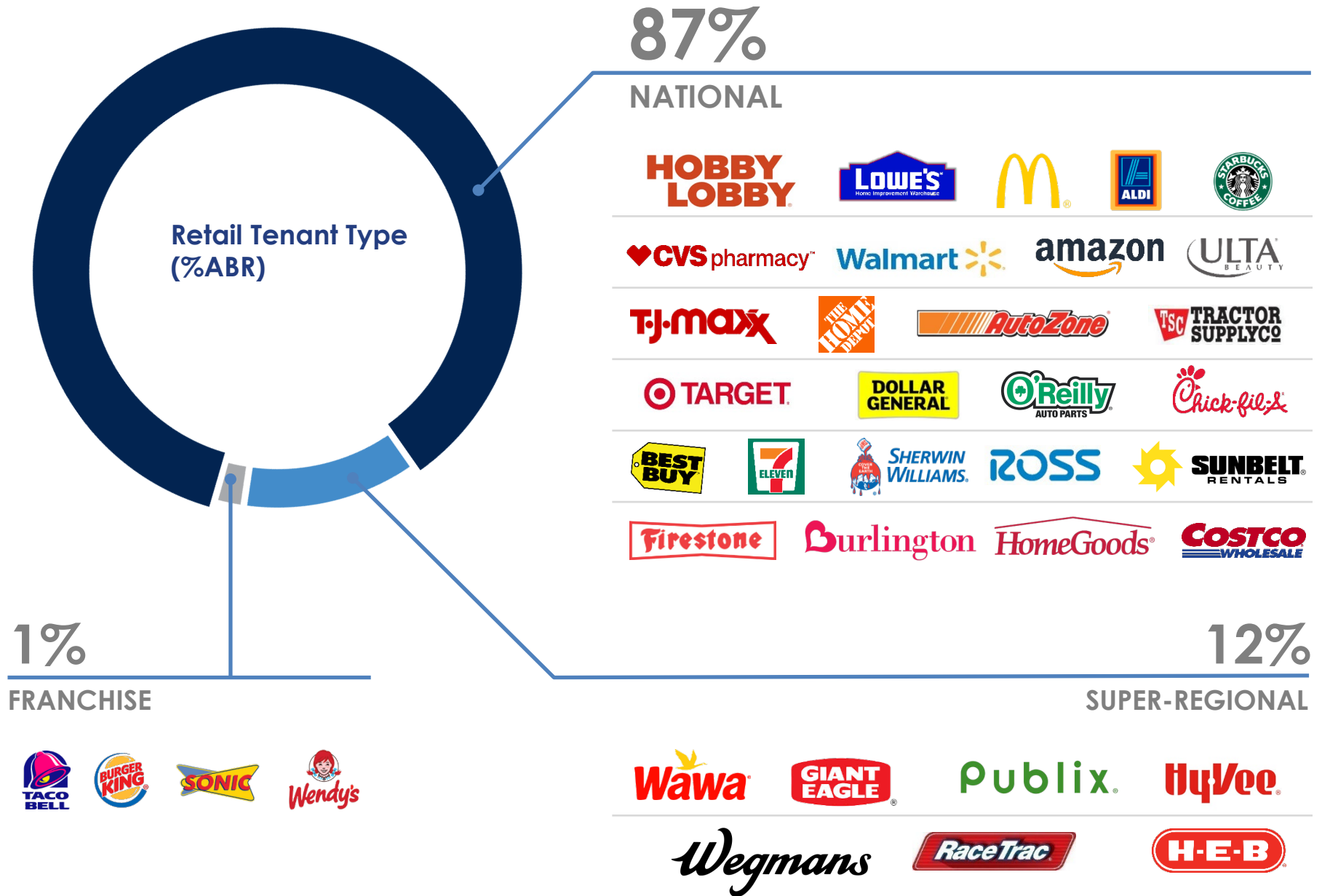
- BOOT BARN
- ULTA BEAUTY
- HOBBY LOBBY
- ALDI
- Publix
- gerber COLLISION & GLASS

As of June 30, 2023. Any differences are a result of rounding. (1) Based on ABR derived from tenants, or parent entities thereof, with an investment grade credit rating from S&P Global Ratings, Moody's Investors Service, Fitch Ratings, or the National Association of Insurance Commissioners.



# National and Super-Regional Retailers

INDUSTRY-LEADERS OPERATING IN E-COMMERCE RESISTANT SECTORS



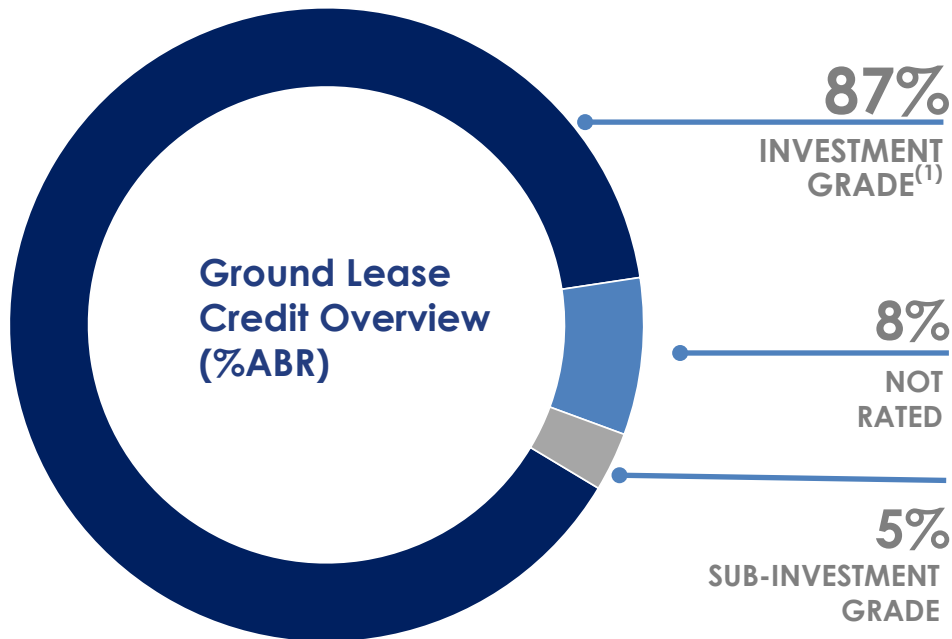
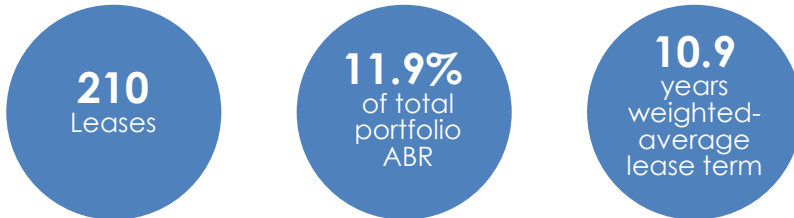
As of June 30, 2023. Any differences are a result of rounding.



# Ground Lease Portfolio Breakdown

FEE SIMPLE OWNERSHIP + SIGNIFICANT TENANT INVESTMENT

## Ground Lease Portfolio Overview



## Top Ground Lease Tenants (% ABR)



As of June 30, 2023. (1) Refer to footnote 1 on slide 7 for the Company's definition of Investment Grade. Any differences are a result of rounding.



# Ground Lease Value Creation

FIRST EXPIRATION HIGHLIGHTS EMBEDDED VALUE WITH 159% RECAPTURE RATE

## Chase Bank - Stockbridge, GA



### Prior Lease

Rent Per Square Foot	\$29.26
Remaining Lease Term <sup>(1)</sup>	0.1 years
Rental Increases	None Remaining
Options	None Remaining
Annualized Base Rent	\$110,007

### New Lease

Rent Per Square Foot	\$46.54
New Lease Term	15 Years
Rental Increases	10% Every 5 Years
Options	3 x 5 Years x 10%
Annualized Base Rent	\$193,083

Note: Recapture rate reflects current rent per square foot vs. prior rent per square foot. (1) Reflects remaining lease term at the time the lease extension was executed.



# Disciplined Investment Strategy & Active Portfolio Management



# Our Investment Strategy

Agree leverages its three distinct investment platforms to target industry-leading retailers in e-commerce and recession resistant sectors



ACQUISITIONS

DEVELOPMENT

DEVELOPER FUNDING PLATFORM

RETAILER RELATIONSHIPS

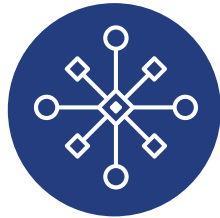
Engage in consistent dialogue to understand store performance and tenant sustainability  
Leverage relationships to identify the best risk-adjusted opportunities





# What Has ADC Been Investing In?

The retail landscape continues to dynamically evolve as market forces cause disruption and change. To mitigate risk in a period of continued disruption, the Company adheres to a number of investment criteria, with a **focus on four core principles**:



## OMNI-CHANNEL CRITICAL

(E-COMMERCE RESISTANCE)

Focus on leading operators that have matured in omni-channel structure or those in e-commerce resistant sectors



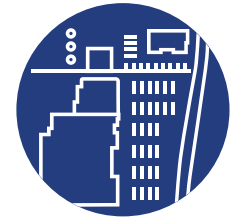
## RECESSION RESISTANCE

Emphasize a balanced portfolio with exposure to counter-cyclical sectors and retailers with strong credit profiles



## AVOIDANCE OF PRIVATE EQUITY SPONSORSHIP

Strong emphasis on leading operators with strong balance sheets and avoidance of private equity sponsored retailers



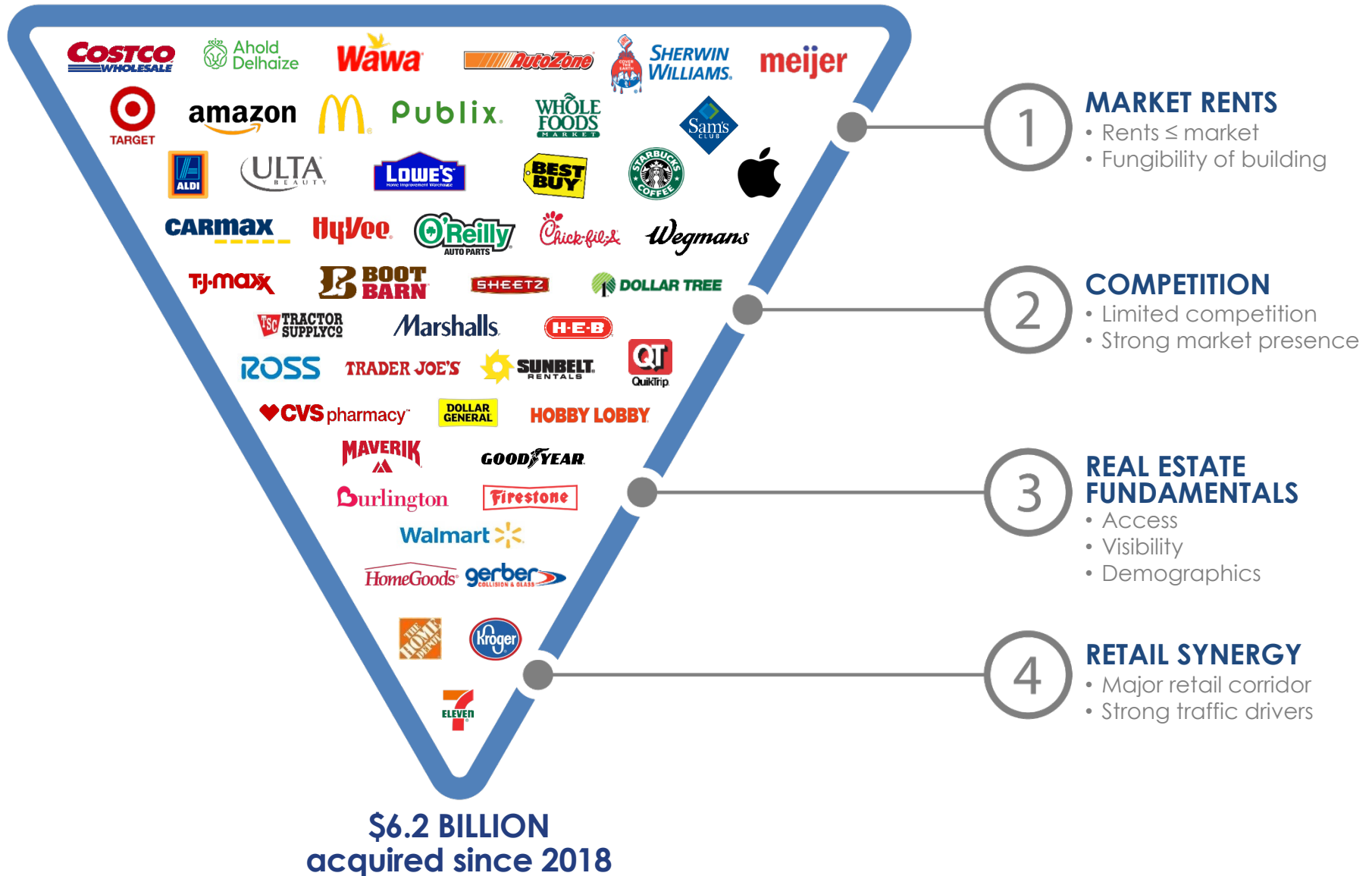
## STRONG REAL ESTATE FUNDAMENTALS & FUNGIBLE BUILDINGS

Protects against unforeseen changes to our top-down investment philosophy

# Large & Fragmented Opportunity Set

TOP-DOWN FOCUS ON LEADING RETAILERS IN THE U.S. PAIRED WITH A BOTTOMS-UP REAL ESTATE ANALYSIS

ADC reviewed almost \$63 billion of opportunities since 2018



As of June 30, 2023.



# Sandbox Offers Runway for Growth

162,000 NET LEASE OPPORTUNITIES AND GROWING WITH BEST-IN-CLASS RETAILERS

10,700+  
Grocery  
Stores



8,600+  
Home  
Improvement Stores



7,000+  
Tire & Auto  
Service Stores



35,700+  
Dollar  
Stores



23,500+  
Convenience  
Stores



7,100+  
General  
Merchandise Stores



23,300+  
Auto Parts  
Stores



6,100+  
Off-Price  
Retail Stores



2,300+  
Farm & Rural  
Supply Stores



1,200+  
Consumer  
Electronics Stores



900+  
Crafts &  
Novelties Stores



1,400+  
Warehouse  
Clubs



1,000+  
Equipment  
Rental Stores



32,200+  
Quick-Service  
Restaurants



200+  
Dealerships



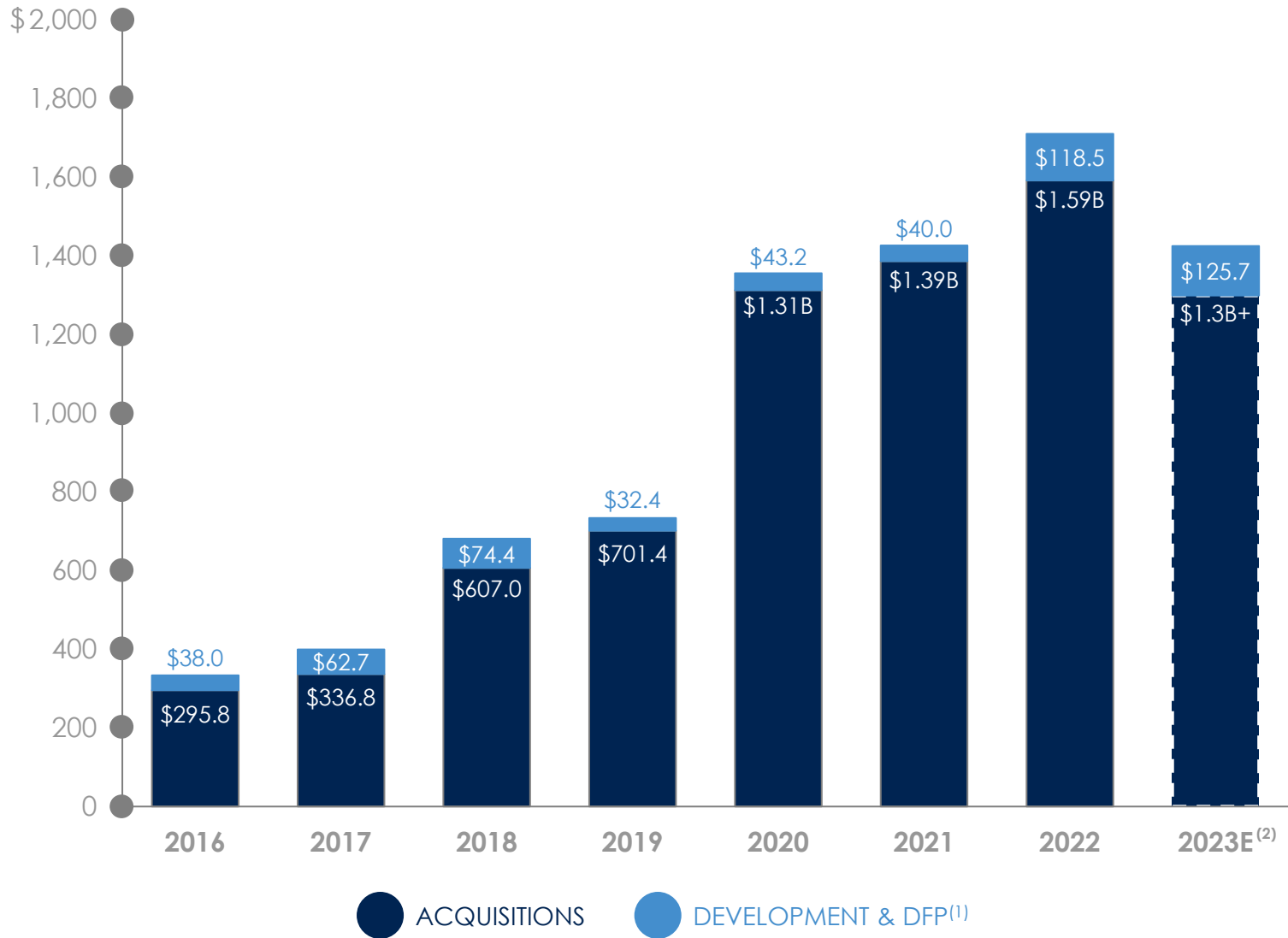
As of July 31, 2023. Store counts obtained from company filings and third-party sources including CT Insider, Deseret News, Forbes, Insider, Philly Voice, Progressive Grocer and Store Brands. Table is representative and does not include all retailers.

# Robust Investment Activity

ADC HAS INVESTED \$8.1 BILLION IN HIGH-QUALITY RETAIL NET LEASE PROPERTIES SINCE 2010

## Investment Activity

(\$ in millions)



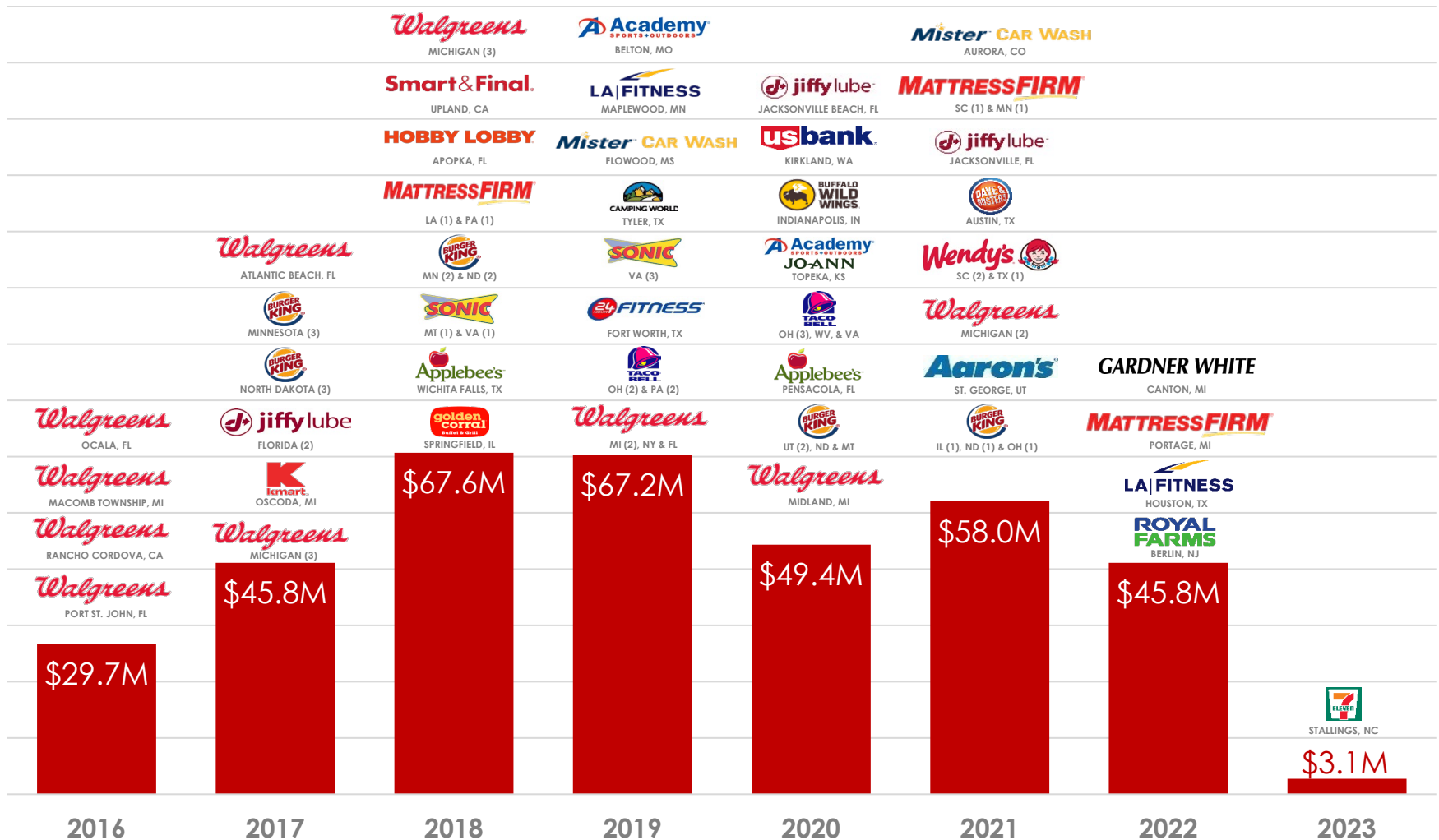
As of June 30, 2023. (1) Represents development & DFP activity, completed or commenced. (2) Reflects full-year 2023 acquisition guidance provided by the Company on August 1, 2023.



# Active Portfolio Management

FOCUSED ON NON-CORE ASSET SALES & CAPITAL RECYCLING

**Total Dispositions 2010-2023: \$453 million**



As of June 30, 2023. Graph is representative and does not include all dispositions.

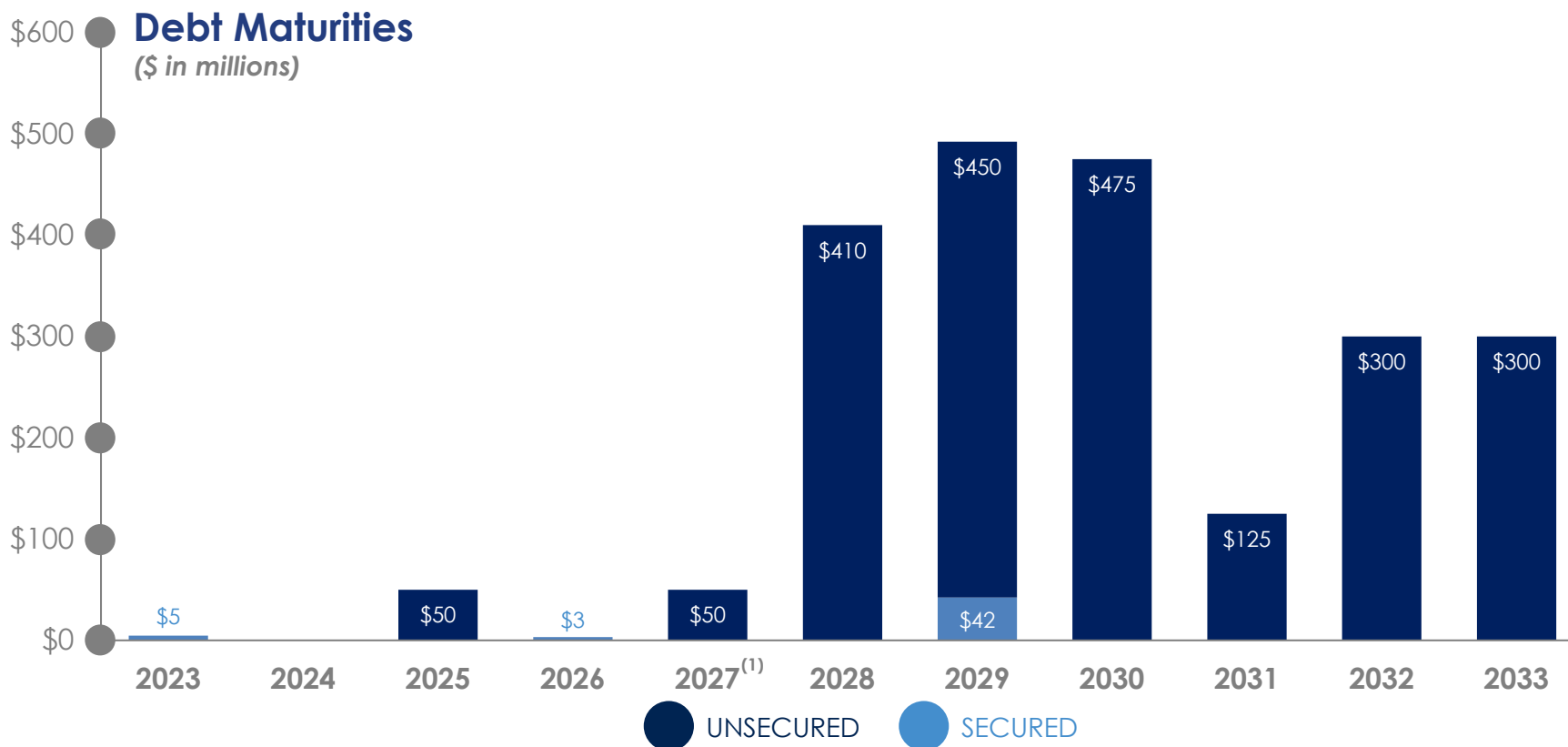
# Fortified Balance Sheet





# Leading With Our “Fortress” Balance Sheet

NO MATERIAL DEBT MATURITIES UNTIL 2028 + ALL OUTSTANDING DEBT IS CURRENTLY FIXED RATE<sup>(1)</sup>



CAPITALIZATION STATISTICS	
Equity Market Capitalization	\$6.3 Billion
Enterprise Value <sup>(2)</sup>	\$8.6 Billion
Total Debt to Enterprise Value <sup>(3)</sup>	25.0%

CREDIT METRICS	
Fixed Charge Coverage Ratio <sup>(3)</sup>	5.1x
Net Debt to Recurring EBITDA <sup>(3)(4)</sup>	4.5x / 4.1x <sup>(5)</sup>
Issuer Ratings	Baa1 / BBB
Ratings Outlooks	Stable / Stable

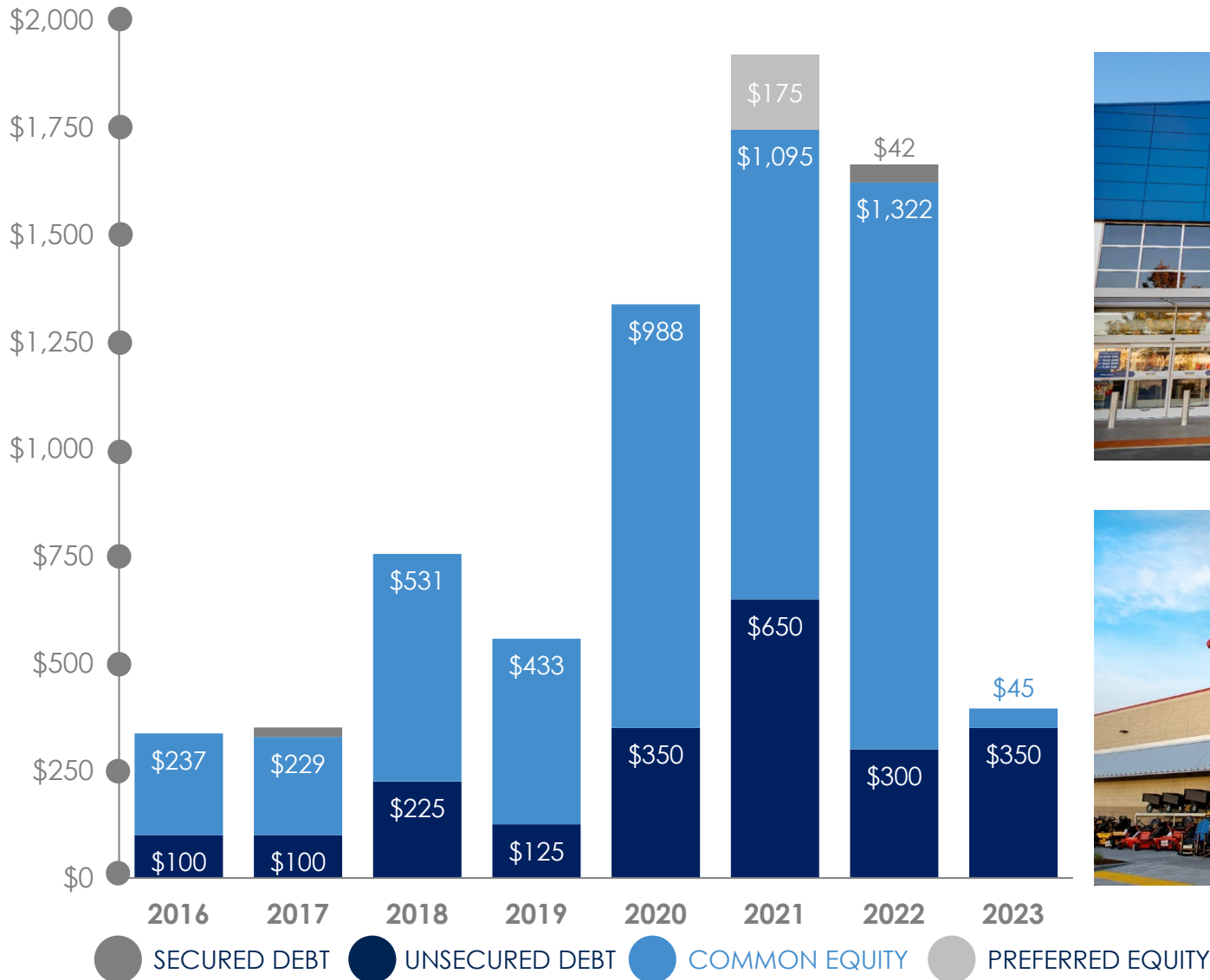
As of July 31, 2023, unless otherwise noted. (1) There are no outstanding borrowings on the Company's \$1.0 billion Revolving Credit Facility as of July 31, 2023; assumes two 6-month extension options are exercised. (2) Enterprise value is calculated as the sum of net debt, the liquidation value of preferred equity and equity market capitalization. (3) As of June 30, 2023. (4) Reflects net debt to annualized Q2 2023 recurring EBITDA. (5) Proforma for the settlement of the Company's outstanding forward equity as of June 30, 2023.

# Capital Markets Track Record

STRONG CAPITAL MARKETS EXECUTION HAS PROVIDED AMPLE LIQUIDITY; \$7.9 BILLION OF ACTIVITY SINCE 2010

## Capital Markets Activity

(\$ in millions)

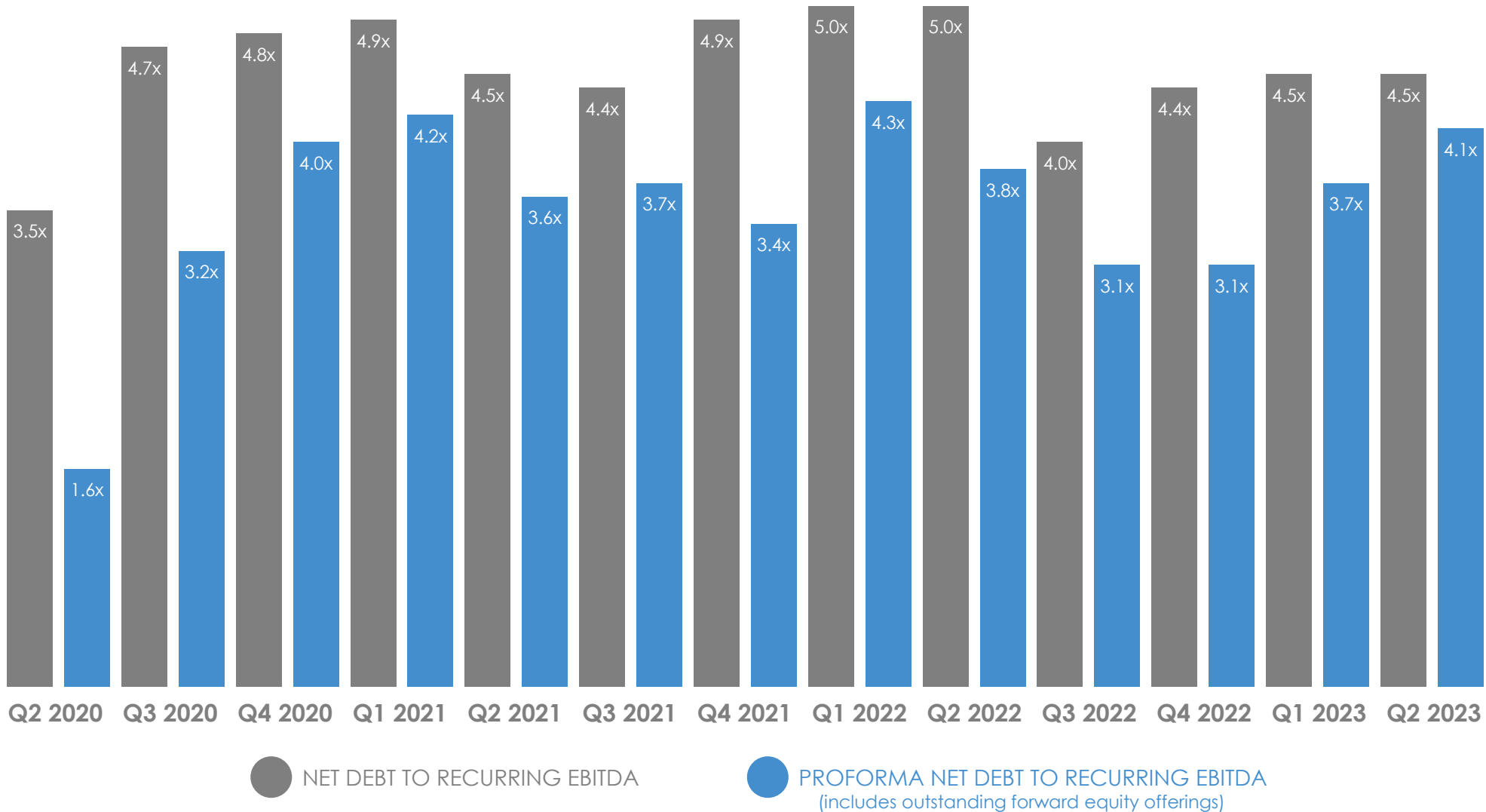


Reflects gross proceeds for equity and long-term debt raised through June 30, 2023, adjusted to include the \$350 million 5.5-year term loan that closed on July 31, 2023. Forward equity offerings are shown in the year they were raised, rather than settled.



# Low Leverage = Strong Positioning

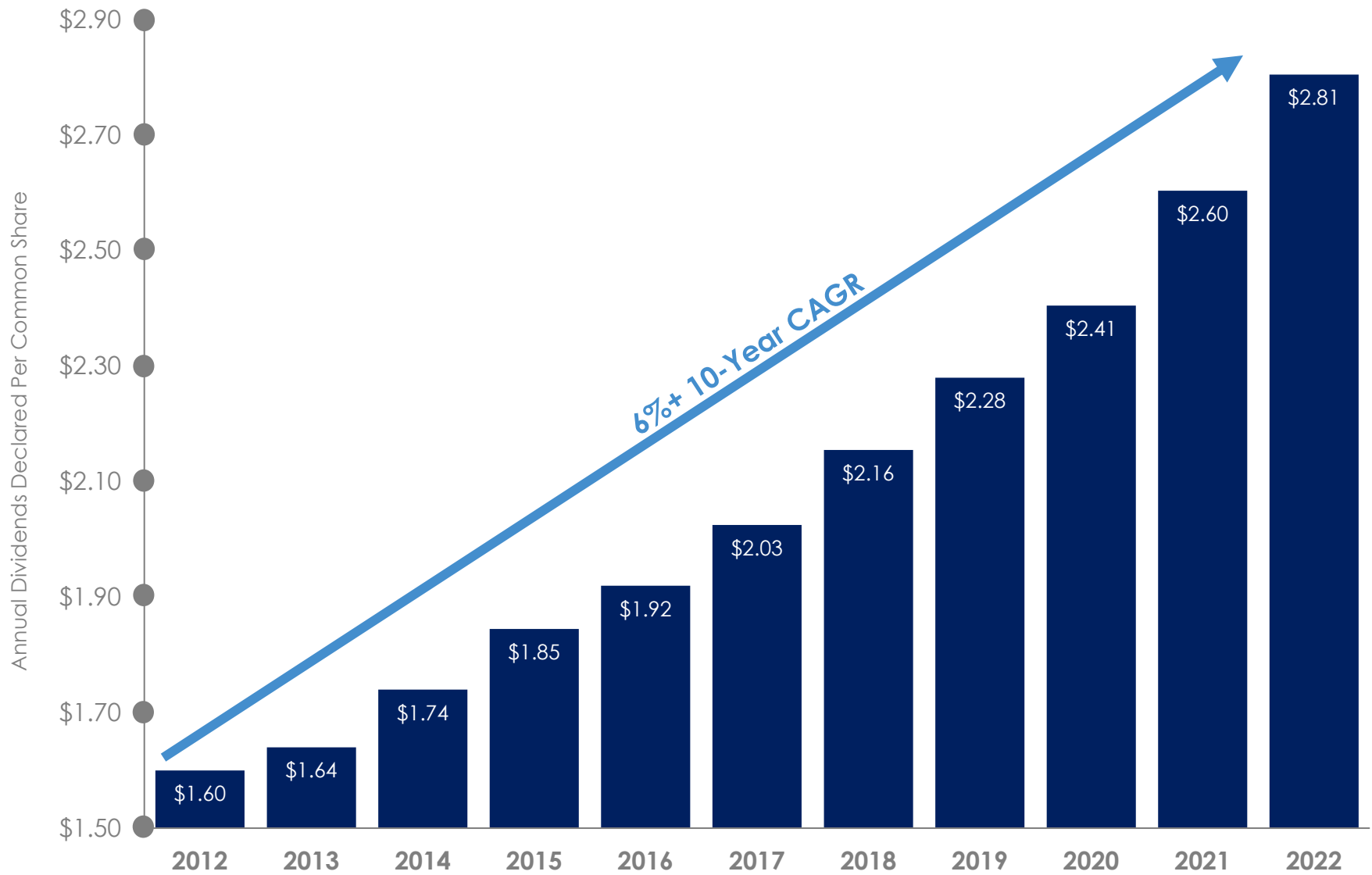
ADC HAS BEEN AT OR BELOW 4.3X PROFORMA NET DEBT TO RECURRING EBITDA SINCE 2018



As of June 30, 2023. Proforma Net Debt to Recurring EBITDA deducts the Company's outstanding forward equity offerings for each period from the Company's net debt for each period.

# Growing, Well-Covered Monthly Dividend

137 CONSECUTIVE COMMON DIVIDENDS PAID; AVERAGE AFFO PAYOUT RATIO OF 76% OVER PAST 10 YEARS



As of July 31, 2023. Reflects common dividends per share declared in each year, rounded to two decimals.



# Agree Realty's ESG Practices

DEDICATED TO SUSTAINABILITY AND GOOD CORPORATE CITIZENSHIP



## ENVIRONMENTAL PRACTICES

Focus on industry leading, national & super-regional retailers provides for a relationship with some of the most environmentally conscientious retailers in the world

The Company anticipates its new headquarters will achieve LEED certification, with features including EV charging stations, motion activated lighting and high-quality building materials

Executed several green leases with tenants, resulting in the achievement of Gold Level recognition from the Green Lease Leaders organization



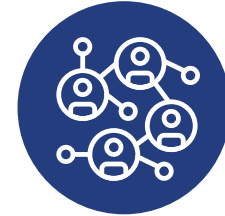
## SOCIAL RESPONSIBILITY

The Agree Wellness program focuses on Health Wellness & Financial Wellness to enhance employee well-being

Ongoing professional development is offered to help all team members advance their careers

The Company has recently sponsored charities including Michigan Veteran's Foundation, Leader Dogs for the Blind and Kids Kicking Cancer

ADC has received awards from Globe St, Crain's Detroit Business, and Best and Brightest in Wellness recognizing its outstanding corporate culture and wellness initiatives



## CORPORATE GOVERNANCE

ADC's Board has nine directors, seven of whom are independent; five new independent directors added since 2018

The Board has committed to adding a third female Director within the next two years

The Nominating & Governance Committee has formal oversight responsibility for the Company's ESG program

The Company adopted the Sustainability Accounting Standards Board and the Task Force on Climate-related Financial Disclosures frameworks to align our disclosures with the issues most relevant to our stakeholders

# Investment Summary Highlights

FORTIFIED  
BALANCE SHEET

Robust  
growth  
trajectory

Well-covered  
& consistent  
dividend

**HIGHEST-QUALITY RETAIL REAL ESTATE**

**MULTI-YEAR  
TRACK RECORD  
OF EXECUTION**

**INVESTMENT GRADE  
ISSUER RATINGS**

# APPENDIX



# Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act") and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995 and includes this statement for purposes of complying with these safe harbor provisions. Forward-looking statements are generally identifiable by use of forward-looking terminology such as "may," "will," "should," "potential," "intend," "expect," "seek," "anticipate," "estimate," "approximately," "believe," "could," "project," "predict," "forecast," "continue," "assume," "plan," references to "outlook" or other similar words or expressions. Forward-looking statements are based on certain assumptions and can include future expectations, future plans and strategies, financial and operating projections and forecasts and other forward-looking information and estimates. These forward-looking statements are subject to various risks and uncertainties, many of which are beyond the Company's control, which could cause actual results to differ materially from such statements. Certain factors could occur that might cause actual results to vary, including the potential adverse effect of ongoing worldwide economic uncertainties, disruptions in the banking system and financial markets, increased inflation and interest rates on the financial condition, results of operations, cash flows and performance of the Company and its tenants, the real estate market and the global economy and financial markets, the general deterioration in national economic conditions, weakening of real estate markets, decreases in the availability of credit, increases in interest rates, adverse changes in the retail industry, the Company's continuing ability to qualify as a REIT and other risks and uncertainties as described in greater detail in the Company's filings with the Securities and Exchange Commission (the "SEC"), including, without limitation, the Company's Annual Report on Form 10-K and subsequent quarterly reports. Except as required by law, the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

For further information about the Company's business and financial results, please refer to the "Management's Discussion and Analysis of Financial Condition and Results of Operations" and "Risk Factors" sections of the Company's SEC filings, including, but not limited to, its Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, copies of which may be obtained at the Investors section of the Company's website at [www.agreerealty.com](http://www.agreerealty.com).

All information in this presentation is as of June 30, 2023, unless otherwise noted. The Company undertakes no duty to update the statements in this presentation to conform the statements to actual results or changes in the Company's expectations.

# Non-GAAP Financial Measures

This presentation includes a non-GAAP financial measure, Net Debt to Recurring EBITDA, which is presented on an actual and proforma basis. A reconciliation of this non-GAAP financial measure to the most directly comparable GAAP measure is included in the following pages. The components of this ratio and their use and utility to management are described further in the section below.

## Components of Net Debt to Recurring EBITDA

**EBITDAre** is defined by Nareit to mean net income computed in accordance with GAAP, plus interest expense, income tax expense, depreciation and amortization, any gains (or losses) from sales of real estate assets and/or changes in control, any impairment charges on depreciable real estate assets, and after adjustments for unconsolidated partnerships and joint ventures. The Company considers the non-GAAP measure of EBITDAre to be a key supplemental measure of the Company's performance and should be considered along with, but not as an alternative to, net income or loss as a measure of the Company's operating performance. The Company considers EBITDAre a key supplemental measure of the Company's operating performance because it provides an additional supplemental measure of the Company's performance and operating cash flow that is widely known by industry analysts, lenders and investors. The Company's calculation of EBITDAre may not be comparable to EBITDAre reported by other REITs that interpret the Nareit definition differently than the Company.

**Recurring EBITDA** The Company defines Recurring EBITDA as EBITDAre with the addback of noncash amortization of above- and below- market lease intangibles, and after adjustments for the run-rate impact of the Company's investment and disposition activity for the period presented, as well as adjustments for non-recurring benefits or expenses. The Company considers the non-GAAP measure of Recurring EBITDA to be a key supplemental measure of the Company's performance and should be considered along with, but not as an alternative to, net income or loss as a measure of the Company's operating performance. The Company considers Recurring EBITDA a key supplemental measure of the Company's operating performance because it represents the Company's earnings run rate for the period presented and because it is widely followed by industry analysts, lenders and investors. Our Recurring EBITDA may not be comparable to Recurring EBITDA reported by other companies that have a different interpretation of the definition of Recurring EBITDA. Our ratio of net debt to Recurring EBITDA is used by management as a measure of leverage and may be useful to investors in understanding the Company's ability to service its debt, as well as assess the borrowing capacity of the Company. Our ratio of net debt to Recurring EBITDA is calculated by taking annualized Recurring EBITDA and dividing it by our net debt per the consolidated balance sheet.

**Net Debt** The Company defines Net Debt as total debt less cash, cash equivalents and cash held in escrows. The Company considers the non-GAAP measure of Net Debt to be a key supplemental measure of the Company's overall liquidity, capital structure and leverage. The Company considers Net Debt a key supplemental measure because it provides industry analysts, lenders and investors useful information in understanding our financial condition. The Company's calculation of Net Debt may not be comparable to Net Debt reported by other REITs that interpret the definition differently than the Company. The Company presents Net Debt on both an actual and proforma basis, assuming the Anticipated Net Proceeds from Outstanding Forwards are used to pay down debt. The Company believes the proforma measure may be useful to investors in understanding the potential effect of the Anticipated Net Proceeds from Outstanding Forwards on the Company's capital structure, its future borrowing capacity, and its ability to service its debt.

**Anticipated Net Proceeds from Outstanding Forwards** Since the first quarter of 2018, the Company has utilized forward sale agreements to sell shares of common stock. Selling common stock through forward sale agreements enables the Company to set the price of such shares upon pricing the offering (subject to certain adjustments) while delaying the issuance of such shares and the receipt of the net proceeds by the Company. Given the Company's frequent use of forward sale agreements, the Company considers the non-GAAP measure of Anticipated Net Proceeds from Outstanding Forwards to be a key supplemental measure of the Company's overall liquidity, capital structure and leverage. The Company defines Anticipated Net Proceeds from Outstanding Forwards as the number of shares outstanding under forward sale agreements at the end of each quarter, multiplied by the applicable forward sale price for each agreement, respectively.

# Non-GAAP Financial Measures

This presentation also includes the non-GAAP measures of Annualized Base Rent (“ABR”), Funds From Operations (“FFO” or “Nareit FFO”), Core Funds From Operations (“Core FFO”) and Adjusted Funds From Operations (“AFFO”). ABR represents the annualized amount of contractual minimum rent required by tenant lease agreements, computed on a straight-line basis. ABR is not, and is not intended to be, a presentation in accordance with GAAP. The Company believes annualized contractual minimum rent is useful to management, investors, and other interested parties in analyzing concentrations and leasing activity. FFO, Core FFO and AFFO are reconciled to the most directly comparable GAAP measure in the following pages and are described in further detail below.

## Components of Funds from Operations, Core Funds from Operations, and Adjusted Funds from Operations

**Funds from Operations (“FFO” or “Nareit FFO”)** is defined by the National Association of Real Estate Investment Trusts, Inc. (“Nareit”) to mean net income computed in accordance with GAAP, excluding gains (or losses) from sales of real estate assets and/or changes in control, plus real estate related depreciation and amortization and any impairment charges on depreciable real estate assets, and after adjustments for unconsolidated partnerships and joint ventures. Historical cost accounting for real estate assets in accordance with GAAP implicitly assumes that the value of real estate assets diminishes predictably over time. Since real estate values instead have historically risen or fallen with market conditions, most real estate industry investors consider FFO to be helpful in evaluating a real estate company’s operations. FFO should not be considered an alternative to net income as the primary indicator of the Company’s operating performance, or as an alternative to cash flow as a measure of liquidity. Further, while the Company adheres to the Nareit definition of FFO, its presentation of FFO is not necessarily comparable to similarly titled measures of other REITs due to the fact that all REITs may not use the same definition.

**Core Funds from Operations (“Core FFO”)** The Company defines Core FFO as Nareit FFO with the addback of (i) noncash amortization of acquisition purchase price related to above- and below- market lease intangibles and discount on assumed debt and (ii) certain infrequently occurring items that reduce or increase net income in accordance with GAAP. Management believes that its measure of Core FFO facilitates useful comparison of performance to its peers who predominantly transact in sale-leaseback transactions and are thereby not required by GAAP to allocate purchase price to lease intangibles. Unlike many of its peers, the Company has acquired the substantial majority of its net-leased properties through acquisitions of properties from third parties or in connection with the acquisitions of ground leases from third parties. Core FFO should not be considered an alternative to net income as the primary indicator of the Company’s operating performance, or as an alternative to cash flow as a measure of liquidity. Further, the Company’s presentation of Core FFO is not necessarily comparable to similarly titled measures of other REITs due to the fact that all REITs may not use the same definition.

**Adjusted Funds from Operations (“AFFO”)** is a non-GAAP financial measure of operating performance used by many companies in the REIT industry. AFFO further adjusts FFO and Core FFO for certain non-cash items that reduce or increase net income computed in accordance with GAAP. Management considers AFFO a useful supplemental measure of the Company’s performance, however, AFFO should not be considered an alternative to net income as an indication of its performance, or to cash flow as a measure of liquidity or ability to make distributions. The Company’s computation of AFFO may differ from the methodology for calculating AFFO used by other equity REITs, and therefore may not be comparable to such other REITs.



## Reconciliation of Net Debt to Recurring EBITDA

	Q2 2020	Q3 2020	Q4 2020	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022	Q2 2022	Q3 2022	Q4 2022	Q1 2023	Q2 2023
Net Income	\$25,424	\$21,416	\$23,760	\$30,278	\$22,461	\$36,830	\$33,306	\$36,289	\$36,130	\$39,577	\$41,039	\$41,774	\$41,015
Interest expense, net	8,479	10,158	11,791	11,653	12,549	13,066	13,111	13,931	15,512	17,149	16,843	17,998	19,948
Income tax expense	260	306	260	1,009	485	390	517	719	698	720	723	783	709
Depreciation of rental real estate assets	11,316	12,669	13,980	15,292	16,127	17,019	18,293	19,470	21,299	23,073	24,843	26,584	28,145
Amortization of lease intangibles - in-place leases and leasing costs	4,170	4,523	5,567	6,050	6,905	7,310	8,116	8,924	10,550	11,836	12,800	13,770	14,328
Non-real estate depreciation	121	135	144	147	156	159	156	167	101	248	261	292	277
Provision for impairment	1,128	2,868	141	0	0	0	1,919	1,015	0	0	0	0	1,315
(Gain) loss on sale of assets, net	(4,952)	(970)	(437)	(3,062)	(6,753)	(3,470)	(1,826)	(2,285)	8	(2,885)	(97)	0	(319)
<b>EBITDAre</b>	<b>\$45,947</b>	<b>\$51,105</b>	<b>\$55,206</b>	<b>\$61,367</b>	<b>\$51,930</b>	<b>\$71,304</b>	<b>\$73,592</b>	<b>\$78,230</b>	<b>\$84,298</b>	<b>\$89,718</b>	<b>\$96,412</b>	<b>\$101,201</b>	<b>\$105,418</b>
Run-Rate Impact of Investment, Disposition & Leasing Activity	\$3,015	\$5,093	\$3,973	\$4,175	\$3,939	\$3,491	\$3,372	\$4,654	\$4,104	\$4,217	4,742	4,147	4,259
Amortization of above (below) market lease intangibles, net	3,779	3,964	4,333	4,756	5,260	6,615	7,654	8,178	8,311	8,374	8,474	8,611	8,711
Other expense (income)	(23)	0	0	0	14,614	0	0	0	0	0	0	0	0
<b>Recurring EBITDA</b>	<b>\$52,717</b>	<b>\$60,162</b>	<b>\$63,512</b>	<b>\$70,298</b>	<b>75,743</b>	<b>\$81,410</b>	<b>\$84,618</b>	<b>\$91,062</b>	<b>\$96,713</b>	<b>\$102,309</b>	<b>\$109,628</b>	<b>\$113,959</b>	<b>\$118,388</b>
<b>Annualized Recurring EBITDA</b>	<b>\$210,868</b>	<b>\$240,648</b>	<b>\$254,048</b>	<b>\$281,192</b>	<b>302,972</b>	<b>\$325,640</b>	<b>\$338,472</b>	<b>\$364,248</b>	<b>\$386,852</b>	<b>\$409,236</b>	<b>\$438,512</b>	<b>\$455,836</b>	<b>\$473,552</b>
Total Debt	\$783,878	\$1,153,642	\$1,225,433	\$1,371,238	\$1,543,040	\$1,542,839	\$1,702,635	\$1,862,428	\$1,954,467	\$1,884,253	\$1,960,395	\$2,056,173	\$2,162,949
Cash, cash equivalents and cash held in escrows	(36,384)	(16,230)	(7,955)	(7,369)	(188,381)	(102,808)	(45,250)	(25,766)	(27,107)	(251,514)	(28,909)	(12,940)	(12,247)
<b>Net Debt</b>	<b>\$747,494</b>	<b>\$1,137,412</b>	<b>\$1,217,478</b>	<b>\$1,363,869</b>	<b>\$1,354,659</b>	<b>\$1,440,031</b>	<b>\$1,657,385</b>	<b>\$1,836,662</b>	<b>\$1,927,360</b>	<b>\$1,632,738</b>	<b>\$1,931,486</b>	<b>\$2,043,233</b>	<b>\$2,150,702</b>
<b>Net Debt to Recurring EBITDA</b>	<b>3.5x</b>	<b>4.7x</b>	<b>4.8x</b>	<b>4.9x</b>	<b>4.5x</b>	<b>4.4x</b>	<b>4.9x</b>	<b>5.0x</b>	<b>5.0x</b>	<b>4.0x</b>	<b>4.4x</b>	<b>4.5x</b>	<b>4.5x</b>
Anticipated Net Proceeds from Outstanding Forwards	\$411,062	\$376,396	\$203,211	\$189,577	\$258,749	\$226,455	\$519,183	\$262,940	\$475,768	\$381,708	\$557,364	\$362,125	\$202,026
Proforma Net Debt	336,432	\$761,016	\$1,014,267	\$1,174,291	\$1,095,909	\$1,213,576	\$1,138,202	\$1,573,722	\$1,451,592	1,251,030	\$1,374,122	\$1,681,108	\$1,948,676
<b>Proforma Net Debt to Recurring EBITDA</b>	<b>1.6x</b>	<b>3.2x</b>	<b>4.0x</b>	<b>4.2x</b>	<b>3.6x</b>	<b>3.7x</b>	<b>3.4x</b>	<b>4.3x</b>	<b>3.8x</b>	<b>3.1x</b>	<b>3.1x</b>	<b>3.7x</b>	<b>4.1x</b>

## Reconciliation of Net Income to FFO, Core FFO and AFFO

	2012	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022
Net Income	\$18,604	\$20,190	\$18,913	\$39,762	\$45,797	\$58,790	\$58,798	\$80,763	\$91,972	\$122,876	\$153,035
Series A Preferred Stock Dividends	0	0	0	0	0	0	0	0	0	(2,148)	(7,437)
<b>Net Income attributable to OP Common Unitholders</b>	<b>\$18,604</b>	<b>\$20,190</b>	<b>\$18,913</b>	<b>\$39,762</b>	<b>\$45,797</b>	<b>\$58,790</b>	<b>\$58,798</b>	<b>\$80,763</b>	<b>\$91,972</b>	<b>\$120,728</b>	<b>\$145,598</b>
Depreciation of rental real estate assets	\$5,726	\$6,930	\$8,362	\$11,466	\$15,200	\$19,507	\$24,553	\$34,349	\$48,367	\$66,732	\$88,685
Amortization of lease intangibles - in-place leases and leasing costs	1,131	1,747	2,616	4,957	8,135	7,076	8,271	11,071	17,882	28,379	44,107
Provision for impairment	0	450	3,020	0	0	0	2,319	1,609	4,137	1,919	1,015
(Gain) loss on sale or involuntary conversion of assets, net	(2,097)	(946)	405	(12,135)	(9,964)	(14,193)	(11,180)	(13,306)	(8,004)	(15,111)	(5,258)
<b>Funds from Operations - OP Common Unitholders</b>	<b>\$23,364</b>	<b>\$28,370</b>	<b>\$33,316</b>	<b>\$44,050</b>	<b>\$59,168</b>	<b>\$71,180</b>	<b>\$82,761</b>	<b>\$114,486</b>	<b>\$154,354</b>	<b>\$202,647</b>	<b>\$274,147</b>
Loss on extinguishment of debt & settlement of related hedges	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$14,614	\$0
Amortization of above (below) market lease intangibles	0	0	0	0	0	5,091	10,668	13,501	15,885	24,284	33,563
<b>Core Funds from Operations - OP Common Unitholders</b>	<b>\$23,364</b>	<b>\$28,370</b>	<b>\$33,316</b>	<b>\$44,050</b>	<b>\$59,168</b>	<b>\$76,271</b>	<b>\$93,429</b>	<b>\$127,987</b>	<b>\$170,239</b>	<b>\$241,545</b>	<b>\$307,710</b>
Straight-line accrued rent	(\$738)	(\$1,148)	(\$1,416)	(\$2,450)	(\$3,582)	(\$3,548)	(\$4,648)	(\$7,093)	(\$7,818)	(\$11,857)	(\$13,176)
Stock based compensation expense	1,657	1,813	1,987	1,992	2,441	2,589	3,227	4,106	4,995	5,467	6,464
Amortization of financing costs	285	326	398	494	516	574	578	706	826	1,197	3,141
Loss on extinguishment of debt	0	0	0	180	333	0	0	0	0	0	0
Non-real estate depreciation	66	67	123	62	72	78	146	283	509	618	778
Other	(463)	(463)	(463)	(463)	(541)	(230)	0	(475)	0	0	0
<b>Adjusted Funds from Operations - OP Common Unitholders</b>	<b>\$24,171</b>	<b>\$28,964</b>	<b>\$33,945</b>	<b>\$43,865</b>	<b>\$58,407</b>	<b>\$75,734</b>	<b>\$92,732</b>	<b>\$125,514</b>	<b>\$168,751</b>	<b>\$236,970</b>	<b>\$304,917</b>
FFO Per Common Share and OP Unit - Diluted	\$2.03	\$2.10	\$2.18	\$2.39	\$2.54	\$2.54	\$2.53	\$2.75	\$2.93	\$3.00	\$3.45
Core FFO Per Common Share and OP Unit - Diluted	\$2.03	\$2.10	\$2.18	\$2.39	\$2.54	\$2.72	\$2.85	\$3.08	\$3.23	\$3.58	\$3.87
Adjusted FFO Per Common Share and OP Unit - Diluted	\$2.10	\$2.14	\$2.22	\$2.38	\$2.51	\$2.70	\$2.83	\$3.02	\$3.20	\$3.51	\$3.83
Weighted Average Number of Common Shares and OP Units Outstanding - Diluted	11,484,529	13,505,124	15,314,514	18,413,034	23,307,418	28,047,966	32,748,741	41,571,233	52,744,353	67,486,698	79,512,005

Note: The Company began reporting Core FFO in 2018.

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