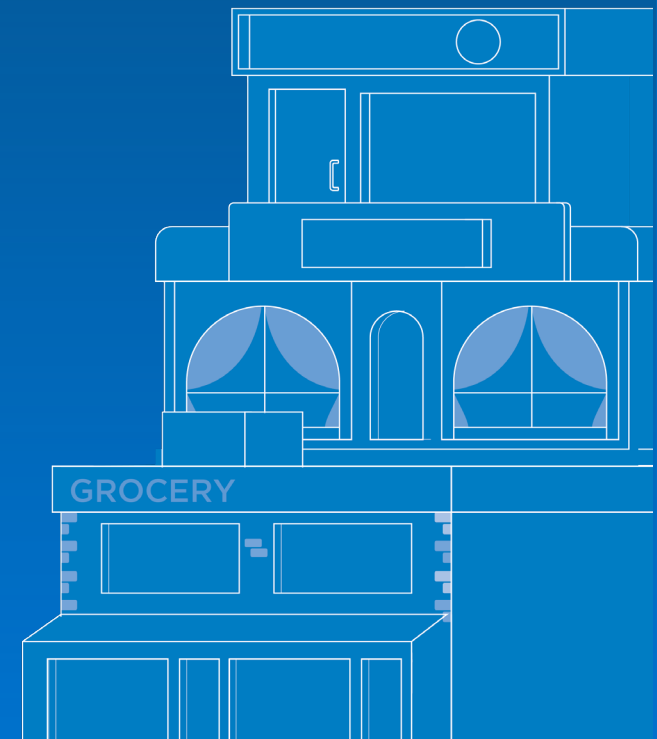




GROW with PECO

November 2023

Grocery Centered.
Community **Focused**.



Safe Harbor and Non-GAAP Disclosures

GROW
with
PECO



PECO's Safe Harbor Statement

This presentation contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Phillips Edison & Company, Inc. (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 the safe harbor provisions. Such forward-looking statements can generally be identified by the Company's use of forward-looking terminology such as "may," "will," "expect," "intend," "anticipate," "estimate," "believe," "continue," "seek," "objective," "goal," "strategy," "plan," "focus," "priority," "should," "could," "potential," "possible," "look forward," "optimistic," or other similar words. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this earnings release. Such statements include but are not limited to: (a) statements about the Company's plans, strategies, initiatives, and prospects; (b) statements about the Company's underwritten incremental yields; and (c) statements about the Company's future results of operations, capital expenditures, and liquidity. Such statements are subject to known and unknown risks and uncertainties, which could cause actual results to differ materially from those projected or anticipated, including, without limitation: (i) changes in national, regional, or local economic climates; (ii) local market conditions, including an oversupply of space in, or a reduction in demand for, properties similar to those in the Company's portfolio; (iii) vacancies, changes in market rental rates, and the need to periodically repair, renovate, and re-let space; (iv) competition from other available shopping centers and the attractiveness of properties in the Company's portfolio to its tenants; (v) the financial stability of the Company's tenants, including, without limitation, their ability to pay rent; (vi) the Company's ability to pay down, refinance, restructure, or extend its indebtedness as it becomes due; (vii) increases in the Company's borrowing costs as a result of changes in interest rates and other factors; (viii) potential liability for environmental matters; (ix) damage to the Company's properties from catastrophic weather and other natural events, and the physical effects of climate change; (x) the Company's ability and willingness to maintain its qualification as a REIT in light of economic, market, legal, tax, and other considerations; (xi) changes in tax, real estate, environmental, and zoning laws; (xii) information technology security breaches; (xiii) the Company's corporate responsibility initiatives; (xiv) loss of key executives; (xv) the concentration of the Company's portfolio in a limited number of industries, geographies, or investments; (xvi) the economic, political, and social impact of, and uncertainty relating to, pandemics or other health crises; (xvii) the Company's ability to re-lease its properties on the same or better terms, or at all, in the event of non-renewal or in the event the Company exercises its right to replace an existing tenant; (xviii) the loss or bankruptcy of the Company's tenants; (xix) to the extent the Company is seeking to dispose of properties, the Company's ability to do so at attractive prices or at all; and (xx) the impact of inflation on the Company and on its tenants. Additional important factors that could cause actual results to differ are described in the filings made from time to time by the Company with the SEC and include the risk factors and other risks and uncertainties described in the Company's 2022 Annual Report on Form 10-K, filed with the SEC on February 21, 2023, as updated from time to time in the Company's periodic and/or current reports filed with the SEC, which are accessible on the SEC's website at www.sec.gov. Therefore, such statements are not intended to be a guarantee of the Company's performance in future periods. Except as required by law, the Company does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

Non-GAAP Disclosures

Same-Center Net Operating Income: The Company presents Same-Center NOI as a supplemental measure of its performance. The Company defines NOI as total operating revenues, adjusted to exclude non-cash revenue items, less property operating expenses and real estate taxes. For the three and nine months ended September 30, 2023 and 2022, Same-Center NOI represents the NOI for the 262 properties that were wholly-owned and operational for the entire portion of all comparable reporting periods. The Company believes Same-Center NOI provides useful information to its investors about its financial and operating performance because it provides a performance measure of the revenues and expenses directly involved in owning and operating real estate assets and provides a perspective not immediately apparent from net income (loss). Because Same-Center NOI excludes the change in NOI from properties acquired or disposed of after December 31, 2021, it highlights operating trends such as occupancy levels, rental rates, and operating costs on properties that were operational for all comparable periods. Other REITs may use different methodologies for calculating Same-Center NOI, and accordingly, PECO's Same-Center NOI may not be comparable to other REITs. Same-Center NOI should not be viewed as an alternative measure of the Company's financial performance as it does not reflect the operations of its entire portfolio, nor does it reflect the impact of general and administrative expenses, depreciation and amortization, interest expense, other income (expense), or the level of capital expenditures and leasing costs necessary to maintain the operating performance of the Company's properties that could materially impact its results from operations. **Nareit Funds from Operations and Core Funds from Operations** Nareit FFO is a non-GAAP financial performance measure that is widely recognized as a measure of REIT operating performance. The National Association of Real Estate Investment Trusts ("Nareit") defines FFO as net income (loss) computed in accordance with GAAP, excluding: (i) gains (or losses) from sales of property and gains (or losses) from change in control; (ii) depreciation and amortization related to real estate; and (iii) impairment losses on real estate and impairments of in-substance real estate investments in investees that are driven by measurable decreases in the fair value of the depreciable real estate held by the unconsolidated partnerships and joint ventures. Adjustments for unconsolidated partnerships and joint ventures are calculated to reflect Nareit FFO on the same basis. The Company calculates Nareit FFO in a manner consistent with the Nareit definition. Core FFO is an additional financial performance measure used by the Company as Nareit FFO includes certain non-comparable items that affect its performance over time. The Company believes that Core FFO is helpful in assisting management and investors with the assessment of the sustainability of operating performance in future periods, and that it is more reflective of its core operating performance and provides an additional measure to compare PECO's performance across reporting periods on a consistent basis by excluding items that may cause short-term fluctuations in net income (loss). To arrive at Core FFO, the Company adjusts Nareit FFO to exclude certain recurring and non-recurring items including, but not limited to: (i) depreciation and amortization of corporate assets; (ii) changes in the fair value of the earn-out liability; (iii) amortization of unconsolidated joint venture basis differences; (iv) gains or losses on the extinguishment or modification of debt and other; (v) other impairment charges; (vi) transaction and acquisition expenses; and (vii) realized performance income. Nareit FFO and Core FFO should not be considered alternatives to net income (loss) under GAAP, as an indication of the Company's liquidity, nor as an indication of funds available to cover its cash needs, including its ability to fund distributions. Core FFO may not be a useful measure of the impact of long-term operating performance on value if the Company does not continue to operate its business plan in the manner currently contemplated. Accordingly, Nareit FFO and Core FFO should be reviewed in connection with other GAAP measurements and should not be viewed as more prominent measures of performance than net income (loss) or cash flows from operations prepared in accordance with GAAP. The Company's Nareit FFO and Core FFO, as presented, may not be comparable to amounts calculated by other REITs. **Earnings Before Interest, Taxes, Depreciation, and Amortization for Real Estate and Adjusted EBITDAre.** Nareit defines Earnings Before Interest, Taxes, Depreciation, and Amortization for Real Estate ("EBITDAre") as net income (loss) computed in accordance with GAAP before: (i) interest expense; (ii) income tax expense; (iii) depreciation and amortization; (iv) gains or losses from disposition of depreciable property; and (v) impairment write-downs of depreciable property. Adjustments for unconsolidated partnerships and joint ventures are calculated to reflect EBITDAre on the same basis. Adjusted EBITDAre is an additional performance measure used by the Company as EBITDAre includes certain non-comparable items that affect the Company's performance over time. To arrive at Adjusted EBITDAre, the Company excludes certain recurring and non-recurring items from EBITDAre, including, but not limited to: (i) changes in the fair value of the earn-out liability; (ii) other impairment charges; (iii) amortization of basis differences in the Company's investments in its unconsolidated joint ventures; (iv) transaction and acquisition expenses; and (v) realized performance income. The Company uses EBITDAre and Adjusted EBITDAre as additional measures of operating performance which allow it to compare earnings independent of capital structure, determine debt service and fixed cost coverage, and measure enterprise value. Additionally, the Company believes they are a useful indicator of its ability to support its debt obligations. EBITDAre and Adjusted EBITDAre should not be considered as alternatives to net income (loss), as an indication of the Company's liquidity, nor as an indication of funds available to cover its cash needs, including its ability to fund distributions. Accordingly, EBITDAre and Adjusted EBITDAre should be reviewed in connection with other GAAP measurements and should not be viewed as more prominent measures of performance than net income (loss) or cash flows from operations prepared in accordance with GAAP. The Company's EBITDAre and Adjusted EBITDAre, as presented, may not be comparable to amounts calculated by other REITs.

PECO at a Glance

GROW
with
PECO



Founded/IPO

**1991/
2021**

Nasdaq

PECO

ABR from
Grocery Centers

97%

Properties

275

Total GLA

31.4M

Square Feet

Portfolio Leased
Occupancy

98%

We create great omni-channel grocery-anchored shopping experiences and improve our communities one center at a time.

Grocery Centered.
Community Focused.

We are an experienced owner and operator *exclusively focused on* grocery-anchored neighborhood shopping centers.

Management
Ownership

8%

Total Enterprise
Value

\$6.4B

ABR from
Necessity-Based
Neighbors

71%

ABR from #1 or
#2 Grocery
Anchor by Sales

86%

Dividend
Yield

3.5%

Portfolio
Retention Rate

93%



Q3 2023 **GROWTH** Results

GROW
with
PECO



OPERATIONAL STRENGTH

97.8% leased occupancy

26.3% and 16.9%
new and renewal leasing spreads,
respectively⁽²⁾

93% portfolio retention rate

LIQUIDITY STRENGTH

Net debt to annualized adjusted EBITDA¹ was lower at 4.9x as of September 30, 2023, compared to 5.3x as of December 31, 2022

PECO increased the midpoint of its guidance range and now expects to close on \$250M to \$300M in net acquisitions in 2023

With a fortress balance sheet and over \$700M of liquidity, PECO is prepared for future opportunities

FINANCIAL RESULTS⁽³⁾

Net income attributable to stockholders of \$12.2M

Same-Center NOI growth of 3.2% over Q3 2022

The midpoint of full year 2023 Core FFO guidance represents growth of 2.6% over full year 2022, despite interest expense headwinds

1. Data as of September 30, 2023
2. For comparable leases during the quarter ended September 30, 2023
3. For the quarter ended September 30, 2023 (See reconciliation tables in the appendix of this presentation for more details)

Focused and Differentiated GROWTH Strategy

GROW
with
PECO



Key Elements of Our Strategy



✓ #1 or #2 grocery anchor by sales (86% of ABR)



✓ 97% of ABR from omni-channel grocery-anchored neighborhood centers



✓ Right-sized centers averaging 114,000 SF with strategic locations in fast-growing markets



✓ Ecommerce resistant: 71% ABR from necessity-based goods and services



✓ Last mile solution for necessity-based and essential retailers



✓ Targeted trade areas where leading grocers and small shop neighbors are successful

Cycle-Tested and Resilient Advantage

✓ 98% portfolio leased occupancy with continued strong Neighbor demand

✓ Experienced, cycle-tested team with local expertise and strong Neighbor relationships

✓ Strong-credit Neighbors and diversified mix

✓ Lack of distressed retailers in PECO's portfolio

✓ Growing pipeline of ground-up outparcel development and redevelopment opportunities

✓ Balance sheet and liquidity strength with trailing 12-month net debt / adj. EBITDAre of 4.9x



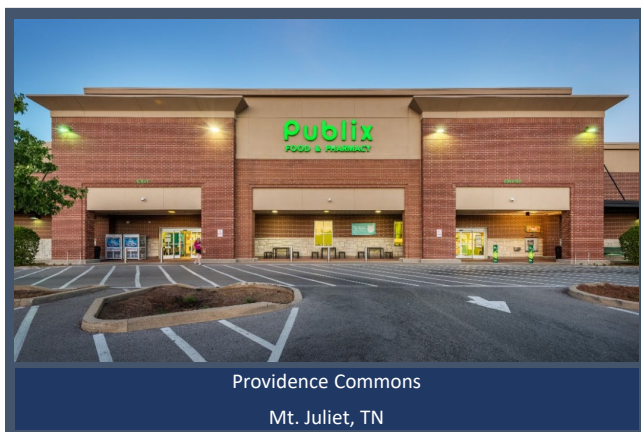
Focused and Differentiated GROWTH Strategy

GROW
with
PECO



PECO Executed Accretive Acquisitions at a Weighted Average 6.5% Cap Rate⁽¹⁾

As previously announced, PECO increased the midpoint of its guidance range and now expects to close on \$250M to \$300M in net acquisitions in 2023



2023 Acquisitions YTD	Location	GLA	Contract Price (in thousands)	Grocery Anchor
Providence Commons	Mt. Juliet, TN	110,137	\$27,100	Publix
Village Shoppes at Windermere	Suwanee, GA	73,442	\$19,550	Publix
Town Center at Jensen Beach	Jensen Beach, FL	109,326	\$17,200	Publix
Shops at Sunset Lakes	Miramar, FL	70,288	\$14,800	Publix
Oconomowoc Development Land	Oconomowoc, WI	N/A	\$510	N/A
Lake Pointe Market	Rowlett, TX	40,616	\$12,900	Tom Thumb
Total		403,809	\$92,060	

1. as of September 30, 2023

Focused and Differentiated **GROWTH** Strategy

GROW
with
PECO



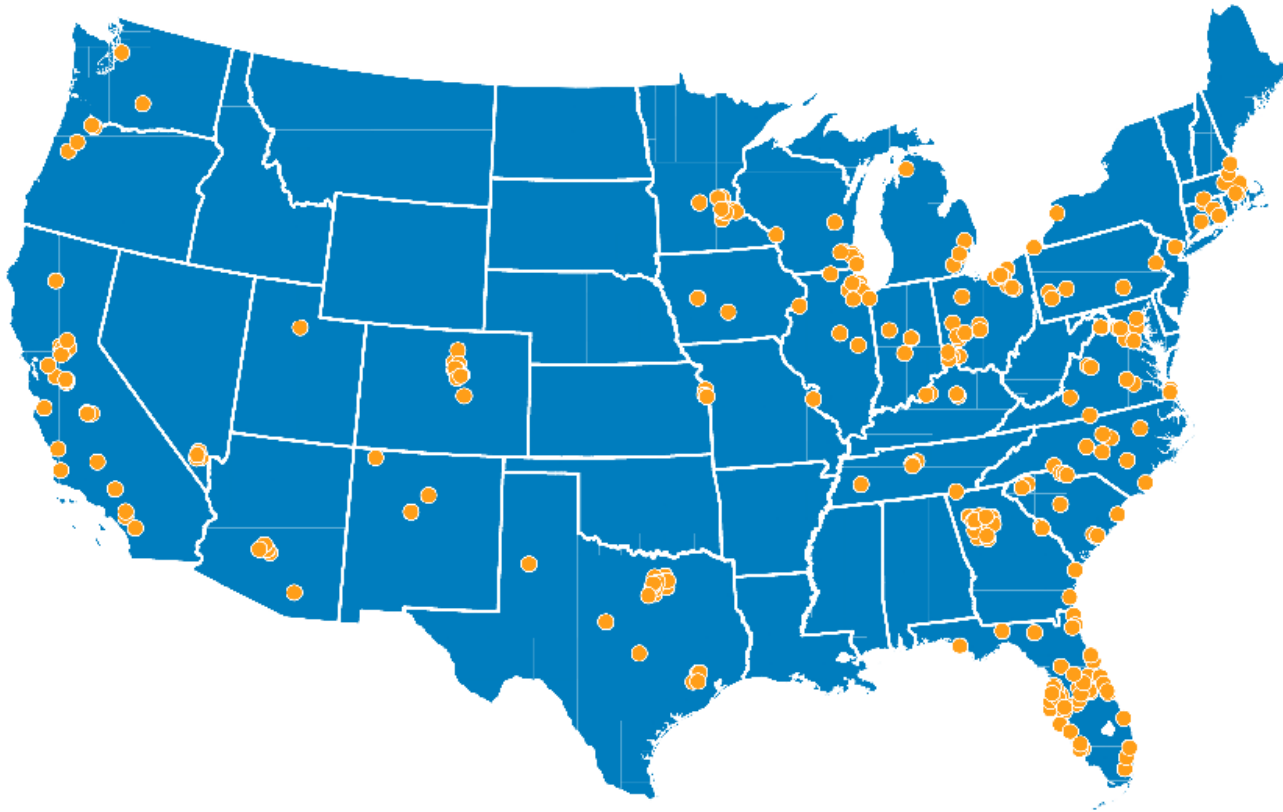
Continued Focus on Our Pipeline of Accretive Ground-Up Development and Redevelopment Projects

- **12 projects** under active construction, which are being developed on land PECO already owned
- PECO's total investment in these projects is estimated to be **\$39M** with an **average estimated yield between 9% to 12%**
- **10 projects** were stabilized year-to-date, and **we delivered over 223,000 SF** of space to our Neighbors, with **incremental NOI of approximately \$2.9M annually**



These Projects are Expected to Provide Superior Risk-Adjusted Returns and Have Meaningful Impact on NOI Growth

PECO is one of the nation's largest owners and operators exclusively focused on grocery-anchored neighborhood shopping centers



295

Shopping Centers⁽¹⁾

\$6.4 Billion

Total Enterprise Value⁽²⁾

97%

Grocery-Anchored⁽³⁾

Kroger & Publix

PECO'S #1 and #2 Neighbors:

Kroger's Largest Landlord⁽⁴⁾

Publix's Second Largest Landlord⁽⁴⁾

1. By count, as of September 30, 2023, includes properties partially owned through joint ventures.

2. Total Enterprise Value ("TEV") calculation uses balance sheet information as of September 30, 2023. Closing stock price as of September 30, 2023.

3. As of September 30, 2023, based on ABR.

4. As of September 30, 2023. By property count, includes properties owned through joint ventures.

REGULAR INCOME; STRONG RETURNS ⁽¹⁾

GROW
with
PECO



Stock Price Increase
from IPO:

+20.8%

Current Dividend
Distribution Yield:

3.5%

September 2023 Increase to
the Monthly Dividend
Distribution Rate:

+4.5%

Current Annualized
Dividend Distribution:

\$1.17

Earnings Per Diluted Share
Increase from Q3 2022:

+11.1%

Same-Center NOI Growth
Compared to Q3 2022:

3.2%

1. Data as of September 30, 2023; Stock price and dividend yield as of October 20, 2023 and is based on an annualized rate of \$1.17 per share.

OMNI-CHANNEL LANDLORD

GROW
with
PECO



PECO's neighborhood shopping centers are complementary to e-commerce and are positioned to thrive in today's omni-channel environment



Click & Collect
"BOPIS"



Ship from
Store



Ship to
Store



Reserve in
Store



Return to
Store



Online
Availability

BOPIS

Our Centers Facilitate Buy Online and Pick-up in Store or "BOPIS"

LAST MILE DELIVERY

Situated Near Customers, Our Centers Offer Attractive Last Mile Delivery Solutions

96%

PECO Centers Providing Front Row to Go[®] Curbside Pick-up Program

91%

PECO Grocers Offering BOPIS

WELL-ALIGNED & EXPERIENCED

GROW
with
PECO



PECO is committed to being a responsible corporate citizen

 ALWAYS KEEP LEARNING. <small>THINGS CONSTANTLY CHANGE, AND THE BEST WAY TO BE SUCCESSFUL IS THROUGH CONSTANTLY LEARNING.</small>			
 HAVE FUN & GET IT DONE. <small>WE KNOW WHEN IT'S TIME TO WORK HARD AND WORK SMART, BUT MOST IMPORTANTLY WE KNOW WHEN IT'S TIME TO HAVE FUN.</small>			
 DO THE RIGHT THING. <small>WE DO THE RIGHT THING, EVEN IF IT ISN'T ALWAYS THE EASY THING.</small>			
 THINK BIG. ACT SMALL. <small>WE HAVE BIG DREAMS AND GOALS THAT WE'LL ACHIEVE BY WORKING TOGETHER AS A FAMILY AND PRESERVING OUR SMALL COMPANY MENTALITY.</small>			

30+ YEARS

Well-Aligned and Cycle-Tested Experience

8%

Insider Ownership of the Company

249

Properties Retrofitted to LED Parking Lot Lighting

186

Electric Vehicle Charging Stations Installed

17

Solar Roofs Installed

Top Place to Work

Named a Top Place to Work 7 Years in a Row

In 2023, PECO was named a Top Place to Work for the 7th year in a row

How We **GROW**: Our Value Proposition

GROW
with
PECO



STRATEGY



PORTFOLIO



RESULTS & OPPORTUNITIES

Neighborhood centers anchored by the #1 or #2 grocer in a market

Vertically-integrated, locally-smart, cycle-tested platform

Right-sized format centers located in the neighborhood

Exclusively focused on grocery-anchored neighborhood centers

Diverse geographic and Neighbor exposure

\$6+ billion national portfolio – one of the largest in the U.S.

Cycle-tested history of delivering more alpha with less beta

Consistent track record of adding stockholder value

Great long-term investment opportunity

GROW with PECO



GROCERY
ANCHORED

REGULAR INCOME;
STRONG RETURNS

OMNI-CHANNEL
LANDLORD

WELL-ALIGNED
& EXPERIENCED

Q3 2023 Quarterly Infographic

GROW
with
PECO



PECO Third Quarter 2023 Highlights

97.8%

PORTFOLIO LEASING OCCUPANCY

4.5%

DIVIDEND DISTRIBUTION INCREASE

3.2%

SAME-CENTER NOI GROWTH

\$12.2M

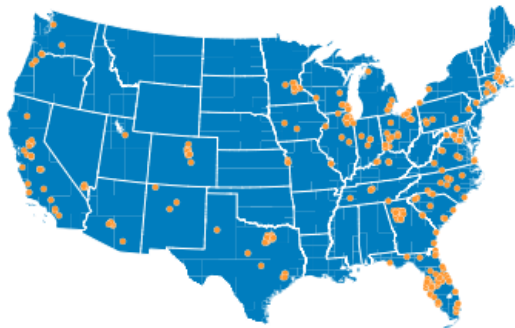
NET INCOME ATTRIBUTABLE TO STOCKHOLDERS

Our Differentiated Strategy

Our differentiated and focused strategy of exclusively owning and operating small-format, neighborhood shopping centers anchored by the #1 or #2 grocer by sales in a market continues to result in strong financial and operating performance.

- #1 or #2 Grocery Anchor** by sales (86% of ABR)
- 97% of ABR** from omni-channel grocery-anchored centers
- Format Drives Results:** Small-Format Centers with Strategic Neighborhood Locations
- 71% of rents** from necessity-based goods and services
- Last mile solution** for necessity-based and essential retailers
- Targeted trade areas** where leading grocers and small shop neighbors are successful

Portfolio Highlights



275
NEIGHBORHOOD CENTERS

31.4M
SQUARE FEET

31
STATES

Investment Grade Balance Sheet

with significant liquidity position and net debt to annualized adjusted EBITDA_{re} at 4.9x

Important Measures of Quality:

- 16.9%
Renewal Spread
- 26.3%
New Rent Spread
- 94.9%
Inline Leased Occupancy
- Kroger is PECO's #1 Neighbor
- Publix is PECO's #2 Neighbor
- 93%
Portfolio Retention Rate

Strength and Resiliency of our Grocers

\$670 | Average annual grocer sales per square foot as of September 30, 2023

2.3% | Grocer health ratio as of September 30, 2023

Corporate Responsibility

Being a responsible corporate citizen has always been integral to PECO's strategy. PECO's approach focuses on environmental stewardship, social responsibility and corporate governance.

- 249 properties retrofitted to LED parking lot lighting
- 186 electric vehicle charging stations installed
- 17 solar roofs installed
- Named a 'Top Place to Work' 7 years in a row

Quarterly Infographic

Available on our Investor Relations Website

Highlights Operating and Financial Performance on Quarterly Basis

Be Sure to Check it Out
Investors.PhillipsEdison.com



Thank you for your continued support!

InvestorRelations@phillipsedison.com

Investors.PhillipsEdison.com

Investors and Transactions: (888) 518-8073

Advisors: (833) 347-5717

PECO
Nasdaq Listed

Appendix



Non-GAAP Reconciliations

GROW
with
PECO



Below is a reconciliation of Net Income to NOI for real estate investments and Same-Center NOI (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2023	2022	2023	2022
Net income	\$ 13,729	\$ 12,173	\$ 48,574	\$ 38,826
Adjusted to exclude:				
Fees and management income	(2,168)	(2,081)	(7,192)	(9,323)
Straight-line rental income ⁽¹⁾	(2,265)	(3,932)	(8,129)	(9,060)
Net amortization of above- and below-market leases	(1,294)	(1,081)	(3,784)	(3,161)
Lease buyout income	(587)	(221)	(1,016)	(2,362)
General and administrative expenses	10,385	10,843	33,604	33,751
Depreciation and amortization	58,706	60,013	176,871	178,008
Interest expense, net	21,522	17,569	61,663	52,895
(Gain) loss on disposal of property, net	(53)	10	(1,070)	(4,151)
Other expense, net	4,883	3,916	6,542	9,738
Property operating expenses related to fees and management income	649	704	1,675	3,061
NOI for real estate investments	\$ 103,507	\$ 97,913	\$ 307,738	\$ 288,222
Less: Non-same-center NOI ⁽²⁾	(3,606)	(1,119)	(10,375)	(3,530)
Total Same-Center NOI	\$ 99,901	\$ 96,764	\$ 297,363	\$ 284,692

Notes:

1. Includes straight-line rent adjustments for Neighbors deemed to be non-creditworthy
2. Includes operating revenues and expenses from non-same-center properties which includes properties acquired or sold and corporate activities

Non-GAAP Reconciliations

GROW
with
PECO



Below is a reconciliation of Net Income to NOI for real estate investments and Same-Center NOI (in thousands):

	Three Months Ended March 31,		Three Months Ended June 30,	
	2023	2022	2023	2022
Net income	\$ 18,636	\$ 11,398	\$ 16,209	\$ 15,255
Adjusted to exclude:				
Fees and management income	(2,478)	(2,461)	(2,546)	(4,781)
Straight-line rental income ⁽¹⁾	(2,580)	(1,809)	(3,284)	(3,319)
Net amortization of above- and below-market leases	(1,228)	(1,002)	(1,262)	(1,078)
Lease buyout income	(355)	(1,965)	(74)	(176)
General and administrative expenses	11,533	11,532	11,686	11,376
Depreciation and amortization	58,498	57,226	59,667	60,769
Interest expense, net	19,466	18,199	20,675	17,127
Gain on disposal of property, net	(942)	(1,368)	(75)	(2,793)
Other expense, net	755	4,365	904	1,457
Property operating expenses related to fees and management income	315	1,070	711	1,287
NOI for real estate investments	\$ 101,620	\$ 95,185	\$ 102,611	\$ 95,124
Less: Non-same-center NOI ⁽²⁾	(3,004)	(1,137)	(3,643)	(1,161)
Total Same-Center NOI	\$ 98,616	\$ 94,048	\$ 98,968	\$ 93,963

Notes:

1. Includes straight-line rent adjustments for Neighbors deemed to be non-creditworthy
2. Includes operating revenues and expenses from non-same-center properties which includes properties acquired or sold and corporate activities

Non-GAAP Reconciliations

GROW
with
PECO



The following table presents the Company's calculation of EBITDAre and Adjusted EBITDAre and provides additional information related to its operations (in thousands):

	Three Months Ended September 30,		Nine Months Ended September 30,		Year Ended December 31,	
	2023	2022	2023	2022	2022	
Calculation of EBITDAre						
Net income	\$ 13,729	\$ 12,173	\$ 48,574	\$ 38,826	\$ 54,529	
Adjustments:						
Depreciation and amortization	58,706	60,013	176,871	178,008	236,224	
Interest expense, net	21,522	17,569	61,663	52,895	71,196	
(Gain) loss on disposal of property, net	(53)	10	(1,070)	(4,151)	(7,517)	
Impairment of real estate assets	—	—	—	—	322	
Federal, state, and local tax expense	120	179	357	373	806	
Adjustments related to unconsolidated joint ventures	918	927	2,802	1,061	1,987	
EBITDAre	\$ 94,942	\$ 90,871	\$ 289,197	\$ 267,012	\$ 357,547	
Calculation of Adjusted EBITDAre						
EBITDAre	\$ 94,942	\$ 90,871	\$ 289,197	\$ 267,012	\$ 357,547	
Adjustments:						
Impairment of investment in third parties	3,000	—	3,000	—	—	
Change in fair value of earn-out liability	—	—	—	1,809	1,809	
Transaction and acquisition expenses	580	3,740	3,179	7,820	10,551	
Amortization of unconsolidated joint venture basis differences	4	1	12	220	220	
Realized performance income(1)	—	—	(75)	(2,742)	(2,742)	
Adjusted EBITDAre	\$ 98,526	\$ 94,612	\$ 295,313	\$ 274,119	\$ 367,385	

Notes:

1. Realized performance income includes fees received related to the achievement of certain performance targets in our NRP joint venture.

Non-GAAP Reconciliations

GROW
with
PECO



The following table presents the Company's calculation of net debt and total enterprise value, inclusive of the Company's prorated portion of net debt and cash and cash equivalents owned through its unconsolidated joint ventures, as of September 30, 2023 and December 31, 2022 (in thousands):

	September 30, 2023		December 31, 2022	
Net debt:				
Total debt, excluding discounts, market adjustments, and deferred financing expenses	\$	1,913,120	\$	1,937,142
Less: Cash and cash equivalents		4,075		5,740
Total net debt	\$	1,909,045	\$	1,931,402
Enterprise value:				
Net debt	\$	1,909,045	\$	1,931,402
Total equity market capitalization ⁽¹⁾⁽²⁾		4,480,340		4,178,204
Total enterprise value	\$	6,389,385	\$	6,109,606

Notes:

- Total equity market capitalization is calculated as diluted shares multiplied by the closing market price per share, which includes 133.6 million and 131.2 million diluted shares as of September 30, 2023 and December 31, 2022, respectively, and the closing market price per share of \$33.54 and \$31.84 as of September 30, 2023 and December 31, 2022, respectively.
- Fully diluted shares include common stock and OP units.

	September 30, 2023		December 31, 2022	
Net debt to Adjusted EBITDAre - annualized:				
Net debt	\$	1,909,045	\$	1,931,402
Adjusted EBITDAre - annualized ⁽¹⁾		388,579		367,385
Net debt to Adjusted EBITDAre - annualized		4.9x		5.3x
Net debt to total enterprise value:				
Net debt	\$	1,909,045	\$	1,931,402
Total enterprise value		6,389,385		6,109,606
Net debt to total enterprise value		29.9%		31.6%

Notes:

- Adjusted EBITDAre is based on a trailing twelve month period.