



Q3 2022 Investor Presentation

Grocery Centered. Community Focused.



Safe Harbor and Non-GAAP Disclosures



PECO's Safe Harbor Statement

Certain statements contained in this presentation ("we," the "Company," "our," or "us") other than historical facts may be considered forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the Private Securities Litigation Reform Act of 1995 (collectively with the Securities Act and the Exchange Act, the "Acts"). These forward-looking statements are based on current expectations, estimates, and projections about the industry and markets in which we operate, and beliefs of, and assumptions made by, management of our company and involve uncertainties that could significantly affect our financial results. We intend for all such forward-looking statements to be covered by the applicable safe harbor provisions for forward-looking statements contained in the Acts. Such forward-looking statements generally can be identified by the use of forward-looking terminology such as "may," "will," "can," "expect," "intend," "anticipate," "estimate," "believe," "continue," "possible," "initiatives," "focus," "seek," "objective," "goal," "strategy," "potential," "potentially," "projected," "future," "long-term," "once," "should," "could," "would," "might," "uncertainty," 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 presentation. Such statements include but are not limited to: (a) statements about our plans, strategies, initiatives, and prospects; (b) statements about the COVID-19 pandemic; (c) statements about our underwritten incremental yields; and (d) statements about our 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 our 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 our portfolio to our tenants; (v) the financial stability of our tenants, including, without limitation, their ability to pay rent; (vi) our ability to pay down, refinance, restructure, or extend our indebtedness as it becomes due; (vii) increases in our borrowing costs as a result of changes in interest rates and other factors; (viii) potential liability for environmental matters; (ix) damage to our properties from catastrophic weather and other natural events, and the physical effects of climate change; (x) our ability and willingness to maintain our 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) our corporate responsibility initiatives; (xiv) loss of key executives; (xv) the concentration of our portfolio in a limited number of industries, geographies, or investments; (xvi) the economic, political, and social impact of, and uncertainty relating to, the COVID-19 pandemic; (xvii) our ability to re-lease our properties on the same or better terms, or at all, in the event of non-renewal or in the event we exercise our right to replace an existing tenant; (xviii) the loss or bankruptcy of our tenants; (xix) to the extent we are seeking to dispose of properties, our ability to do so at attractive prices or at all; and (xx) the impact of inflation on us and on our 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 our 2021 Annual Report on Form 10-K. filed with the SEC on February 16, 2022, as updated from time to time in our 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 our performance in future periods. Except as required by law, we do 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 Disclosure: Same-Center Net Operating Income ("NOI")

We present Same-Center NOI as a supplemental measure of our performance. We calculate NOI as total operating revenues, adjusted to exclude non-cash revenue items, less property operating expenses and real estate taxes. We believe Same-Center NOI provides useful information to our investors about our 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 shopping centers acquired or disposed of outside the reporting periods, it highlights operating trends such as occupancy levels, rental rates, and operating costs on shopping centers that were operational for both comparable periods. Other REITs may use different methodologies for calculating Same-Center NOI, and accordingly, our Same-Center NOI may not be comparable to other REITs. Same-Center NOI should not be viewed as an alternative measure of our financial performance as it does not reflect the operations of our 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 our shopping centers that could materially impact our results from operations. We also present Same-Center NOI (Adjusted for Transactions), which is Same-Center NOI presented as if the PELP Transaction (1) and the Merger (2) had occurred on January 1 of the earliest comparable period. Same-Center NOI (Adjusted for Transactions) is not necessarily indicative of what actual Same-Center NOI and growth would have been if the PELP Transaction and the Merger had occurred on January 1 of the earliest comparable period.

Non-GAAP Disclosure: Earnings Before Interest, Taxes, Depreciation, and Amortization for Real Estate ("EBITDAre") and Adjusted EBITDAre

Nareit defines 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 us as EBITDAre includes certain non-comparable items that affect our performance over time. To arrive at Adjusted EBITDAre, we exclude 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 our investments in our unconsolidated joint ventures; (iv) transaction and acquisition expenses; and (v) realized performance income. We use EBITDAre and Adjusted EBITDAre as additional measures of operating performance which allow us to compare earnings independent of capital structure, determine debt service and fixed cost coverage, and measure enterprise value. Additionally, we believe they are a useful indicator of our ability to support our debt obligations. EBITDAre and Adjusted EBITDAre and Adjusted EBITDAre should not be considered as alternatives to net income (loss), as an indication of our liquidity, nor as an indication of funds available to cover our cash needs, including our ability to fund distributions. Accordingly, EBITDAre and Adjusted EBITDAre and Adjust

PECO at a Glance(1)



Founded 1991	Nasdaq PECO	ABR from Grocery Centers 97%	Properties 270	Total GLA 31M Square Feet	Leased 97.1%
grocery-anch experiences a	at omni-channel ored shopping nd improve our e center at a time.	Grocery (Communit		operator <u>exclus</u> grocery-anchore	ienced owner and <u>ively focused on</u> e <u>d</u> neighborhood g centers.
Management Ownership 8%	Total Enterprise Value \$5.6B	ABR from Necessity-Based Neighbors 71%	ABR from #1 or #2 Grocery Anchor by Sales 86%	Dividend Yield 3.4%	Renewal Spread 15.5%
		PODEX CODEX	ARMACE	SPEC	NAMES PROVIDE A

1. As of September 30, 2022

Our Focused and Differentiated Strategy



Exclusively Focused on Omni-Channel Grocery-Anchored Neighborhood Shopping Centers



Format Drives Results – PECO is Operating from a Position of Strength

Data as of September 30, 2022

Grocery-Anchored Centers Benefit from Trends that Provide Strong Tailwinds





Necessity-Based

- Consumer staple goods and services that are indispensable for day-to-day living
 - 71% of PECO ABR from necessitybased goods and services retailers ⁽¹⁾
- Recession-resistant across multiple cycles
- Highly resilient with minimal exposure to distressed retailers; only 0.7% of occupancy loss in 2020



High Traffic

- U.S. consumers visit grocery stores 1.6 times per week ⁽²⁾
- Approximately 23,000 average total trips per week to each PECO center⁽³⁾
- We believe strong foot traffic benefits inline Neighbor sales and enhances our ability to increase rents



Omni-Channel

- PECO centers are a critical component of our Neighbors' omni-channel strategies and provide an attractive last-mile solution
 - ~95% of portfolio with *Front Row To* Go^{TM} curbside pick-up program ⁽⁴⁾
 - ~ 90% of PECO grocers offer BOPIS option (Buy Online, Pick-Up In Store)⁽⁴⁾
- Economics of e-grocery delivery remain unattractive

^{1. %} of ABR as of September 30, 2022

^{2.} The Food Marketing Institute: U.S. Grocery Shopper Trends 2022

^{3.} According to Placer.ai, twelve months ended September 30, 2022

^{4.} Estimate as of September 30, 2022

Focused on Targeted Trade Areas Across a Broad National Footprint



Substantial Scale with a Targeted Trade Area Focus; ~50% of ABR from Sun Belt ⁽¹⁾

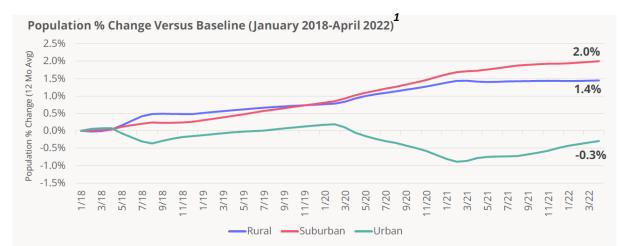


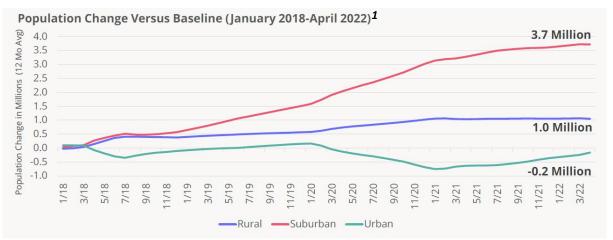
Based on total annualized base rent ("ABR") in market for wholly-owned portfolio as of September 30, 2022.

Retailers Continue to Recognize the Benefits of Growing Secondary Markets



Migration Changes Have Flipped the Script and Make Suburban Locations More Favorable to Retailers¹





Suburban Markets are Seeing Explosive Growth: Half of the highest U.S. population growth areas are suburban markets with population under 500K¹

Several Advantages for Retailers¹:

- Comparable (if not superior) visit per location trends compared to larger MSAs
- Less competition

٠

- Customer base diversification
 - Access to labor ("employer of choice")
 - Less expensive lease/buildout costs

Expansion into Suburban Markets: For chain retailers that have succeeded in smaller markets, it usually comes down to unique merchandise assortments that promote **higher visit frequency and large basket sizes**¹

Opening locations in smaller, suburban areas lets the retailer capitalize on reduced operating costs – and the foot traffic numbers show that **smaller locations are also bringing in more consumers per store**¹

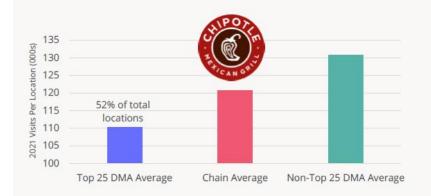
Looking at Q2 2022 visits per venue indicates that the **suburban markets are continuing to outperform** urban ones¹

Source: Placer.ai

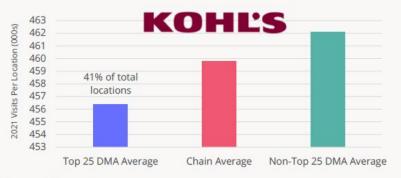
Smart Retailers are Getting Ahead of the Secondary Market Trend



Retailers Saw Higher Visits Per Location in Secondary Markets¹

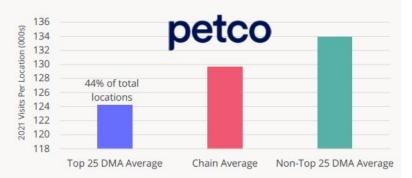


Chipotle¹: Raised its long-term store base target from 6,000 units to 7,000 because "smaller market locations have proven to deliver the same or better store-level economics as traditional locations"

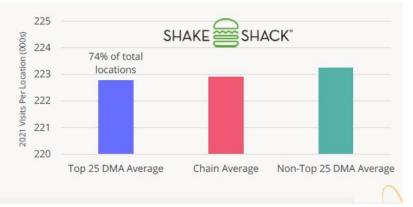


Source: Placer.ai

Kohl's¹: Planned openings for high-growth secondary markets in South Florida, Oklahoma City, North Carolina, Austin, San Antonio, Birmingham that collectively represent 10M households



Petco¹: Pet products represents a \$7B total addressable market in secondary markets; "Neighborhood Farm & Pet Supply" format combines traditional pet supplies, livestock merchandise, and services such as grooming



Fast Food¹: Strength in secondary markets, combined with Chipotle's new suburban expansion plans incentivize other restaurant chains to expand into smaller cities

Targeted Trade Areas In Line with Leading Grocer Demographics



Average 3-Mile Population (000s)



Average 3-Mile Household Income (\$000s)



Source: Synergos Technologies, Inc. and Company filings as of September 30, 2022

Leading Grocers Continue to Strengthen Their Businesses



Kroger

- Kroger said its "Leading with Fresh" and "Accelerating with Digital" initiatives continue to position Kroger for long-term sustainable growth
- Kroger is partnering with ghost kitchen industry leader Kitchen United to offer customers at select Kroger locations freshly prepared, on-demand restaurant food
- Kroger launched "Go Fresh & Local", which offers opportunities for local suppliers to become part of its supplier network

6.3% of ABR



- Ahold Delhaize added 270 click-andcollect locations, which led to a 68.9% increase in year-over-year sales
- "In 2022 and beyond, we will step up our investment in digital, automation and state-of-the-art infrastructure to drive innovation and support our accelerated growth plans" - Frans Muller, CEO

4.1% of ABR

Publix

- Publix partnered with Instacart to launch Publix Quick Picks, a virtual convenience offering which enables customers to receive rapid delivery
- Publix announced it is implementing nano-sized warehouses to allow for 15minute grocery delivery
- Publix also deployed in-store GPS technology that allows shoppers use an app to locate items in-store

5.5% of ABR

Walmart 🔀

- In 2022, Walmart announced the second phase of their store redesign, "Time Well Spent", focused on digitally-enabled in-store shopping experience for customers
- "In today's omni-channel world, customers still want to experience – touch, feel and try – items," said Alvis Washington, VP, store design, innovation and experience
- Walmart increased its Grocery Pickup service by 20% in 2021 and said they expect to increase capacity by another 35% in 2022

2.1% of ABR

Albertsons[®]

- The number of households who use Albertsons omni-channel services has increased fourfold since 2019
- Albertsons expanded its omni-channel services with new programs:
 - "Free Deals & Delivery" app
 - "Albertsons for U" loyalty program
 - FreshPass[™] an exclusive, unlimited grocery delivery service with member-only perks

4.2% of ABR



- Giant Eagle says it is constantly looking for ways to evolve, including innovation with "Inventory Robots" and "Scan & Go"
- Inventory Robots collect data for analysis by scanning each shelf for stock levels and product performance
- "Scan & Go" offers cashier-free trips as customers can scan and pay for groceries with smartphones or in-store devices

1.8% of ABR

Source: Retail Today Magazine & Progressive Grocer

Retailers Growing with PECO



Dedicated National Accounts Team Focused on Building Strong Connections with Leading and Expanding National Neighbors Across a Variety of Industries



Expansion with Local Neighbors



PECO Has a Long Track Record of Identifying Strong Local Operators





Westside Children's Therapy opened their first location with us in 2020 at Baker Hill Station; They have since expanded to another PECO location at Heritage Plaza Station in Carol Stream, IL





Total Men's Primary Care executed their first lease with us in 2019 when they decided to expand into the Dallas-Fort Worth area; They opened locations at three additional PECO centers in Texas, Murphy Marketplace, Plano Station, and Hickory Creek Plaza



THE BACKYARD KITCHEN & COCKTAILS

The Backyard executed their first lease with us in 2019; They have expanded, opening Yard Dawgs, a complementary sister location at Murphy Marketplace in Texas; They won Living Magazines' Best Patio & Bar Restaurant

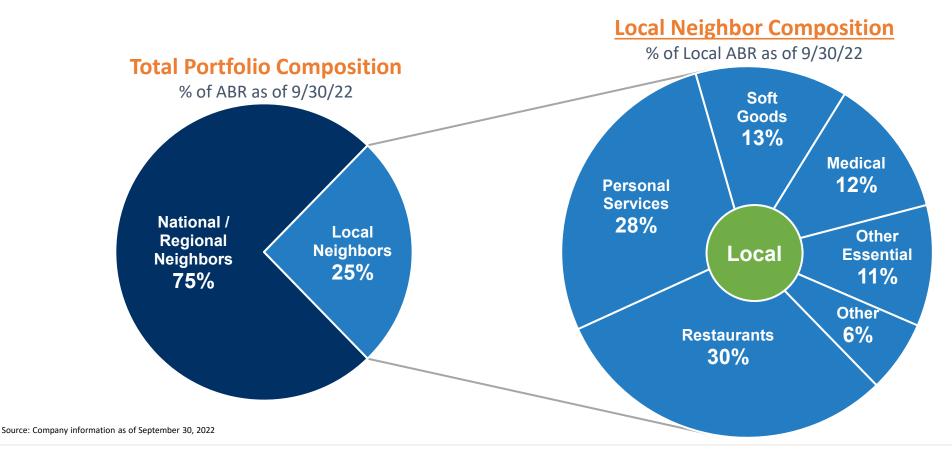
Strength and Resiliency of Local Neighbors



~25% of PECO's ABR is derived from Local Neighbors, comprised primarily of:

- Restaurants including quick service, fast casual and full service
- Personal services including hair and nail salons
- Soft goods including home, apparel and accessories
- Medical including dentists, chiropractors, urgent care

~64% of Local ABR is from necessity-based goods and services, with another 17% of Local ABR from full-service restaurants



Math Behind PECO's Local Neighbors



Our inline Local Neighbors are resilient and have been in PECO's centers an average of 8.7 years



This length of tenancy compares favorably to the capital investment payback period of 10 months for inline Local Neighbors



Over the last three years, PECO has retained 76% of our inline Local Neighbors

When PECO did replace these inline Local Neighbors, the average **releasing spread was 14%** on a trailing 12-month basis

Our inline Local Neighbors offer attractive economics, have high retention rates, and achieve inline renewal spreads, while differentiating our centers and providing unique experiences



Source: Company information as of August 31, 2022

Commitment to Small Businesses



PECO is Dedicated to Community-Driven Shops



Ridgeside K9, a one-of-a-kind dog training center, employs numerous active and retired police K9 trainers and military veterans and specializes in pet obedience and daycare; Ridgeline will soon be opening their second location as a PECO Neighbor





"Enjoy life one teaspoon at a time!" That sounds like a great mantra, and it's also the slogan from our Neighbors at Teaspoon; Teaspoon, a women-owned, new age bubble tea cafe serving unique tea drinks, snow ice and more, opened at our Rocky Ridge Town Center and further differentiates our Neighbor mix





Strong and Diversified Neighbor Mix



Top 20 Neighbors Dominated by Grocers and Necessity and Service-Based Businesses

leighbor			Location Count	% ABR ⁽¹⁾	Neighbor		Location Count	% ABR (1
Kröger)à	IG	61	6.3%	SUPERVALU.	į	5	0.7%
Publix.)à		57	5.5%	SUBWAY		70	0.6%
Albertsons SAFEWAY (S.)à		31	4.2%	LOWE'S'	IG	4	0.6%
🖗 Ahold Delhaize)à	IG	23	4.1%			31	0.6%
Walmart ¦ 🤇)à	IG	13	2.1%	KOHĽS	IG	4	0.5%
giant éagle)à		12	1.8%	Office DEPOT		8	0.5%
SPROUTS FARMERS MARKET)à		14	1.5%		≓	2	0.5%
TJX		IG	18	1.4%	Save Mart	≓	5	0.5%
DOLLAR TREE		IG	37	0.9%	STARBUCKS	IG	30	0.5%
Raleys	Ĵä		4	0.8%	petco		11	0.5%
					Total		440	34.1%

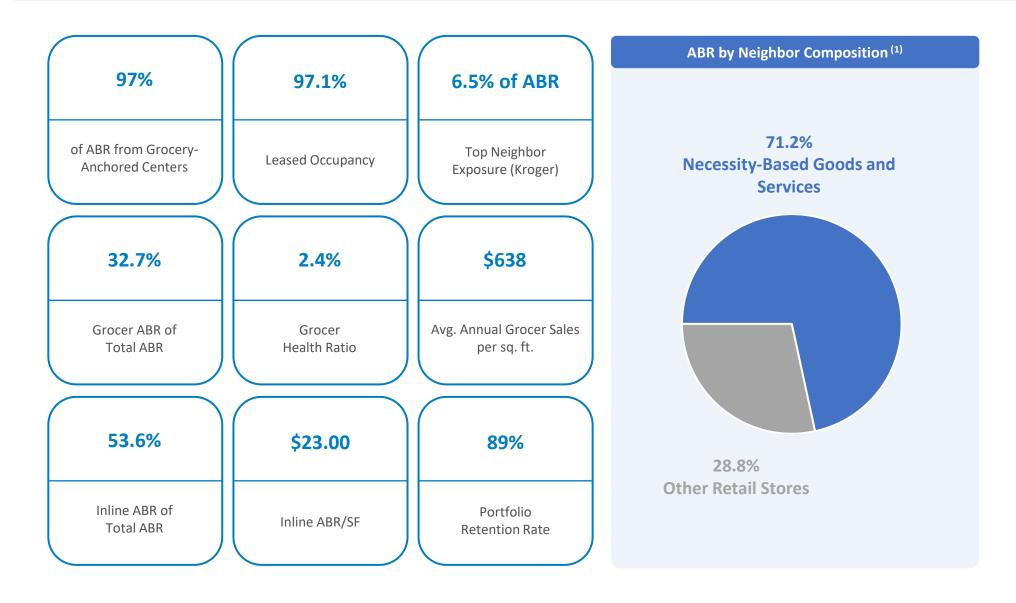
Notes:

1. % of ABR as of September 30, 2022

2. Investment Grade ratings represent the credit rating of our Neighbors, their subsidiaries or affiliated companies. Actual ratings based on S&P or Moody's are used

PECO's Portfolio Snapshot



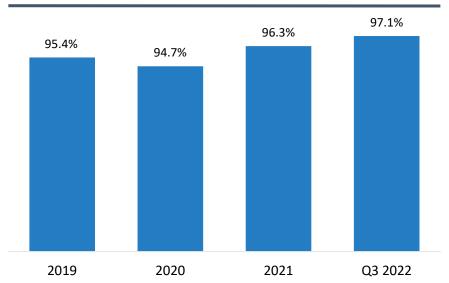


Portfolio statistics representative of wholly-owned portfolio as of September 30, 2022, unless otherwise noted 1. Includes pro rata share of unconsolidated JVs

PECO's Strong Historical Performance

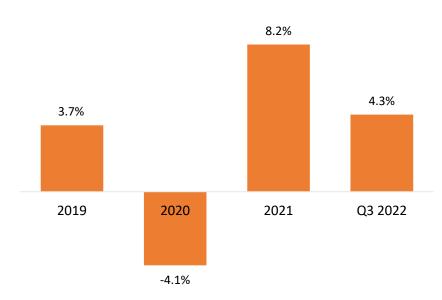


Record occupancy levels are driving immediate, measurable growth in our financial results



Leased Portfolio Occupancy⁽¹⁾

- PECO's leased portfolio occupancy has exceeded pre-COVID levels and increased to a record-high 97.1%
 - Inline occupancy⁽¹⁾: 93.6%
 - Anchor occupancy⁽¹⁾: 98.9%
 - Economic occupancy spread^{(1):} 70 basis points



Same-Center NOI Growth⁽²⁾

 PECO's high retention rates and focus on increasing occupancy, driving leasing spreads, executing redevelopment projects, and implementing rent bumps in new leases has driven strong NOI growth

As of September 30, 2022

2. Please see reconciliation tables in the appendix of this presentation for more details.

Investment Grade Balance Sheet

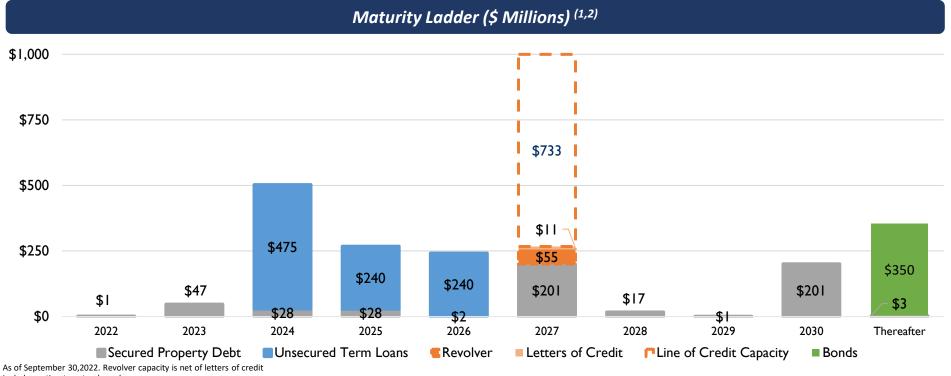


Liquidity ⁽¹⁾ Key Highlights ⁽¹⁾ Investment Grade Balance Sheet \$24.4M Moody's: Baa3 (stable); S&P: BBB- (stable) Significant liquidity position of \$758 M \$757.8M Net debt / adj. EBITDAre of 5.4x Approximately 82% of our assets are unencumbered

 Outstanding debt had a weighted average interest rate of 3.3% and a weighted average maturity of 4.6 years, and 87% of its total debt was fixed rate debt



Cash, Cash Equivalents & Restricted Cash Revolver Capacity



^{1.} Includes option to extend revolver 2.

Development and Redevelopment Activity Provide Long-Term Growth Opportunities



In Addition to PECO's strong Rental Growth Trends, We Continue to Focus on Our Pipeline of Ground-Up and Repositioning Projects

- 17 projects under active construction
- Of these, **14** are being developed on land PECO already owned and **3** are being developed on adjacent land that we acquired
- Our total investment in these projects is estimated to be \$55 million with an average estimated yield between 10% to 12%
- 5 projects were stabilized during Q3 2022, and we delivered over 131,000 SF of space to our Neighbors, with incremental NOI of approximately \$1.9 million annually





These projects provide superior risk-adjusted returns and have meaningful impact on NOI growth

Well Positioned to Capitalize on New Acquisition Opportunities as They Arise



Strong Track Record of Acquiring Material Volume of Strategically Aligned Centers

280 total acquisitions closed for **\$4.7B** of value from 2012-2018

Equated to an annual acquisition pace of **40** centers valued at **\$670M**

Ranked #1 as the largest acquirer of neighborhood centers among peers from 2018-2020 ^{(1) (2)}

Acquired 12 centers and 5 outparcels for \$496M from July 2021 – September 2022

Targeted return for new acquisitions: *unlevered IRR of 9% and above*



Source: Jl

- 1. Includes all third-party acquisitions by all predecessor entities; excludes mergers between our predecessor entities
- 2. Includes all REITs with > 50% neighborhood and community centers and > \$900M market cap

Why Phillips Edison?









APPENDIX

Additional Information

Our Commitment to ESG



We Are Committed to Making a Difference in Our Communities

Environmentally-Friendly Asset Management



Reducing energy consumption through LED lighting retrofits both internally and externally

• LED retrofits at 249 centers



Reducing water consumption with low flow fixtures and smart irrigation controls



Increasing use of sustainable resources such as solar panels and electric car ports

• EV charging available at 47 centers

Numerous Social Programs for Our Communities and Our Associates

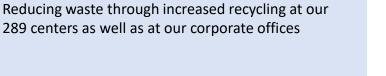
















Award-Winning Culture





PECO was named a TOP PLACE TO WORK by the Cincinnati Enquirer for the fifth year in a row.



Experienced Leadership Team



Deep Management Team with an Average of 30 Years of Experience



	 Name	Position	Years of Experience / Years at PECO	Name	Position	Years of Experience / Years at PECO
	Aaron Morris	Finance	19 / 13	Joseph Schlosser	Portfolio Management	24 / 17
	Cherilyn Megill	Chief Marketing Officer	37 / 9	Keith Rummer	Chief HR Officer	28 / 10
residents	David Wik	Acquisitions	23 / 12	Kevin McCann	Chief Information Officer	36 / 2
Senior Vice Presidents	Eric Richter	Property Management	31 / 21	Ron Meyers	Leasing	23 / 13
Se	Jennifer Robison	Chief Accounting Officer	25 / 8	Tony Haslinger	Construction	27 / 9
	Joseph Hoffmann	Тах	33 / 4			

Corporate Governance



	1	Experienced Board of Directors
	Jeff Edison Chairman	 Co-founded Phillips Edison & Company in 1991 Previous roles at NationsBank's South Charles Realty, Morgan Stanley, and Taubman Centers
	Leslie Chao Independent Director	 Retired CEO and former President and CFO of Chelsea Property Group Non-executive director of Value Retail PLC
	Paul Massey Independent Director	 Founder and former CEO of Massey Knakal Realty Services Former director of Brookfield Office Properties
	Stephen Quazzo Independent Director	 Co-founder and CEO of Pearlmark Real Estate Director of Marriott Vacations Worldwide
Ø	Elizabeth Fischer Independent Director	 Former Managing Director at Goldman Sachs Served as Co-head of Goldman Sachs' firmwide Women's Network
	Greg Wood Independent Director	 CFO, EVP of EnergySolutions, Inc. Former CFO of Actian Corp., Silicon Graphics, Liberate Technologies, and InterTrust Technologies
	Dr. John Strong Independent Director	 Chairman and CEO of Bankers Financial Corporation Former President and Managing Partner of Greensboro Radiology
	Jane Silfen Independent Director	 Founder of Mayfair Advisors LLC VP at Mayfair Management, an independent single-family office

Governance Highlights

- ✓ Seasoned 10+ year SEC filer with a wellestablished corporate governance structure
- Opted out of provisions of MUTA that would allow us to stagger our board without prior shareholder approval
- Opted out of Maryland control share acquisition statute
- ✓ No Stockholder Rights Plan⁽¹⁾
- ✓ 88% independent and 38% diverse
- ✓ 65% of independent director retainer in stock
- ✓ 8% ownership by officers and directors

Notes:

 Any future adoption is subject to shareholder approval or ratification within 12 months of adoption if board determines it is in our best interest to adopt plan without prior approval





APPENDIX

Non-GAAP Reconciliations



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

	Thr	ee Months Ended S	eptember 30,
		2022	2021
Net income	\$	12,173 \$	16,562
Adjusted to exclude:			
Fees and management income		(2,081)	(2,435
Straight-line rental income ⁽¹⁾		(3,932)	(2,476
Net amortization of above- and below-market leases		(1,081)	(908
Lease buyout income		(221)	(560
General and administrative expenses		10,843	11,627
Depreciation and amortization		60,013	53,901
Impairment of real estate assets		_	698
Interest expense, net		17,569	18,570
Loss (gain) on disposal of property, net		10	(14,093
Other expense, net		3,916	7,086
Property operating expenses related to fees and management income		704	1,489
NOI for real estate investments	\$	97,913 \$	89,461
Less: Non-same-center NOI ⁽²⁾		(5,397)	(794
Total Same-Center NOI	\$	92,516 \$	88,667

Notes:

1. Includes straight-line rent adjustments for Neighbors deemed to be non-creditworthy



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

	Year Ended December 31,			
		2021		2020
Net income	\$	17,233	\$	5,462
Adjusted to exclude:				
Fees and management income		(10,335)		(9,820)
Straight-line rental income ⁽¹⁾		(9,404)		(3,356)
Net amortization of above- and below-market leases		(3,581)		(3,173)
Lease buyout income		(3,485)		(1,237)
General and administrative expenses		48,820		41,383
Depreciation and amortization		221,433		224,679
Impairment of real estate assets		6,754		2,423
Interest expense, net		76,371		85,303
Gain on disposal of property, net		(30,421)		(6,494)
Other expense (income), net		34,361		(9,245)
Property operating expenses related to fees and management income		4,855		6,098
NOI for real estate investments	\$	352,601	\$	332,023
Less: Non-same-center NOI ⁽²⁾		(5,833)		(11,646)
Total Same-Center NOI	\$	346,768	\$	320,377

Notes:

1. Includes straight-line rent adjustments for Neighbors for whom revenue is being recorded on a cash basis



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

	Year Ended Dece	mber 31,
	2020	2019
let income (loss)	\$5,462	\$(72,826
Adjusted to exclude:		
Fees and management income	(9,820)	(11,680
Straight-line rental income ⁽¹⁾	(3,356)	(9,079
Net amortization of above- and below-market leases	(3,173)	(4,185
Lease buyout income	(1,237)	(1,166
General and administrative expenses	41,383	48,52
Depreciation and amortization	224,679	236,87
Impairment of real estate assets	2,423	87,39
Interest expense, net	85,303	103,17
Gain on disposal of property, net	(6,494)	(28,170
Other (income) expense, net	(9,245)	67
Property operating expenses related to fees and management income	6,098	6,26
NOI for real estate investments	332,023	355,79
ess: Non-same-center NOI (2)	(4,036)	(13,674
Total Same-Center NOI	\$327,987	\$342,12

Notes:

1. Includes straight-line rent adjustments for Neighbors for whom revenue is being recorded on a cash basis



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

	Year Ended Decer	
	2019	2018
let (loss) income	\$(72,826)	\$46,97
Adjusted to exclude:		
Fees and management income	(11,680)	(32,92
Straight-line rental income	(9,079)	(5,17
Net amortization of above- and below-market leases	(4,185)	(3,94
Lease buyout income	(1,166)	(51
General and administrative expenses	48,525	50,4
Depreciation and amortization	236,870	191,28
Impairment of real estate assets	87,393	40,73
Interest expense, net	103,174	72,64
Gain on sale or contribution of property, net	(28,170)	(109,30
Other	676	4,7
Property operating expenses related to fees and management income	6,264	17,5
OI for real estate investments	355,796	272,4
ess: Non-same-center NOI (1)	(16,175)	(44,19
OI from same-center properties acquired in the Merger, prior to acquisition	-	99,3
otal Same-Center NOI (Adjusted for Transactions)	4----	\$327,64
	\$339,621	

Notes:

1. Includes straight-line rent adjustments for Neighbors for whom revenue is being recorded on a cash basis



The following table presents the Company's calculation of EBITDAre and Adjusted EBITDAre (in thousands):

	1	Three Months End	led	September 30,	Nine Months End	ed S	September 30,
		2022		2021	2022		2021
Calculation of EBITDAre							
Net income	\$	12,173	\$	16,562	\$ 38,826	\$	23,069
Adjustments:							
Depreciation and amortization		60,013		53,901	178,008		165,829
Interest expense, net		17,569		18,570	52,895		57,765
Loss (gain) on disposal of property, net		10		(14,093)	(4,151)		(31,678)
Impairment of real estate assets		_		698	_		6,754
Federal, state, and local tax expense		179		165	373		496
Adjustments related to unconsolidated joint ventures		927		1,107	1,061		1,704
EBITDAre	\$	90,871	\$	76,910	\$ 267,012	\$	223,939
Calculation of Adjusted EBITDAre							
EBITDAre	\$	90,871	\$	76,910	\$ 267,012	\$	223,939
Adjustments:							
Change in fair value of earn-out liability		_		5,000	1,809		23,000
Transaction and acquisition expenses		3,740		1,775	7,820		2,850
Amortization of unconsolidated joint venture basis differences		1		80	220		905
Realized performance income ⁽¹⁾		_		_	(2,742)		_
Adjusted EBITDAre	\$	94,612	\$	83,765	\$ 274,119	\$	250,694

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



The following table presents the Company's calculation of EBITDAre and Adjusted EBITDAre (in thousands):

	Year Ended December 31,		
	2021		2020
Calculation of EBITDAre			
Net (loss) income	\$ 17,233	\$	5,462
Adjustments:			
Depreciation and amortization	221,433		224,679
Interest expense, net	76,371		85,303
Loss (gain) on disposal of property, net	(30,421)		(6,494)
Impairment of real estate assets	6,754		2,423
Federal, state, and local tax (income) expense	327		491
Adjustments related to unconsolidated joint ventures	1,431		3,355
EBITDAre	\$ 293,128	\$	315,219
Calculation of Adjusted EBITDAre			
EBITDAre	\$ 293,128	\$	315,219
Adjustments:			
Change in fair value of earn-out liability	30,436		(10,000)
Amortization of unconsolidated joint venture basis differences	1,167		1,883
Transaction and acquisition expenses	5,363		539
Realized performance income	(675)		_
Other impairment charges	_		359
Adjusted EBITDAre	\$ 329,419	\$	308,000



Financial Leverage Ratios

The following tables present 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, 2022 and December 31, 2021 (in thousands):

	September 30, 2022	December 31, 2021
Net debt:		
Total debt, excluding discounts, market adjustments, and deferred financing expenses	\$ 1,914,397 \$	1,941,504
Less: Cash and cash equivalents	5,249	93,109
Total net debt	\$ 1,909,148 \$	1,848,395
Enterprise value:		
Net debt	\$ 1,909,148 \$	1,848,395
Total equity market capitalization ⁽¹⁾⁽²⁾	3,678,197	4,182,996
Total enterprise value	\$ 5,587,345 \$	6,031,391

 Total equity market capitalization is calculated as diluted shares multiplied by the closing market price per share, which includes 131.1 million and 126.6 million diluted shares as of September 30, 2022 and December 31, 2021, respectively, and the closing market price per share of \$28.05 and \$33.04 as of September 30, 2022 and December 31, 2021, respectively.

2) Fully diluted shares include common stock and OP units as of September 30, 2022 and Class B common stock, common stock, and OP units as of December 31, 2021.

	September 30, 2022		December 31, 2021
Net debt to Adjusted EBITDAre - annualized:			
Net debt	\$ 1,909,148	\$	1,848,395
Adjusted EBITDA <i>re</i> - annualized ⁽¹⁾	352,844		329,419
Net debt to Adjusted EBITDAre - annualized	5.4x		5.6x
Net debt to total enterprise value:			
Net debt	\$ 1,909,148	\$	1,848,395
Total enterprise value	5,587,345		6,031,391
Net debt to total enterprise value	34.2 %	6	30.6 %
1) Adjusted EBITDAre is based on a trailing twelve month period.			