

# REPORTING SUPPLEMENTAL

2nd Quarter 2014



**ACADIA**  
REALTY TRUST

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Second Quarter 2014

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Visit [www.acadiarealty.com](http://www.acadiarealty.com) for additional investor and portfolio information

## Company Information

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Acadia Realty Trust, a fully-integrated equity real estate investment trust, is focused on the acquisition, ownership, management and redevelopment of high-quality retail properties located in key street and urban retail corridors as well as suburban locations within high-barrier-to-entry, densely-populated metropolitan areas along the East Coast and in Chicago. Acadia owns, or has an ownership interest in, these properties through its core portfolio and through a series of opportunistic/value-add investment funds. Additional information may be found on the Company's website at [www.acadiarealty.com](http://www.acadiarealty.com).

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### New York Stock Exchange

Symbol AKR

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## Total Market Capitalization

(including pro-rata share of Fund debt, dollars in thousands)

### Equity Capitalization

Total Common Shares Outstanding  
Common Operating Partnership ("OP") Units  
Combined Common Shares and OP Units

Share Price at June 30, 2014

Equity Capitalization - Common Shares and OP Units  
Preferred OP Units

### Total Equity Capitalization

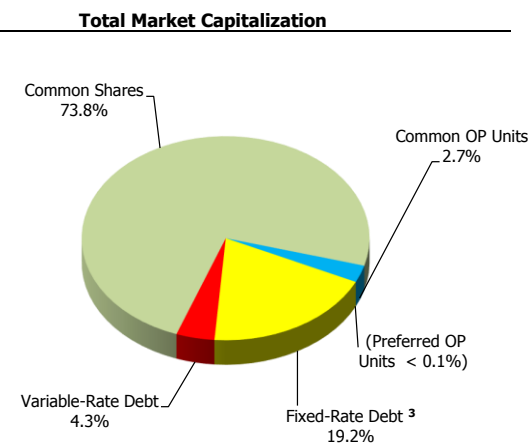
### Debt Capitalization

Consolidated debt  
Adjustment to reflect pro-rata share of debt

### Total Debt Capitalization

### Total Market Capitalization

	Percent of Total Equity	Total Market Capitalization \$	%	Capitalization based on Net Debt <sup>1</sup>
	96.4%	59,152		
	3.6%	2,196		
		61,348		
		\$ 28.09		
		\$ 1,723,265		
		704 <sup>2</sup>		
		<b>1,723,969</b>	<b>77%</b>	<b>79%</b>
		1,072,512		
		(544,108)		
		<b>528,404</b>	<b>23%</b>	<b>21%</b>
		<b>\$ 2,252,373</b>	<b>100%</b>	<b>100%</b>



### Weighted Average Outstanding Common Shares and OP Units

(in thousands)

Weighted average Common Shares - Basic EPS  
Dilutive potential Common Shares  
Weighted average Common Shares - Diluted EPS  
OP Units  
Dilutive potential OP Units  
Weighted average Common Shares and OP Units - Diluted FFO

	June 30, 2014	
	Year-to-date	Quarter
	56,988	58,013
	274	287
	57,262	58,300
	2,189	2,196
	25	25
	<b>59,476</b>	<b>60,521</b>

### Changes in Total Common Shares Outstanding

Balance @ 12/31/2013	55,643
Stock Issuance	3,410
Other	99
Balance @ 6/30/2014	<b>59,152</b>

### Notes:

<sup>1</sup> Reflects debt net of Core Portfolio cash balance of \$ 46,754  
pro-rata share of Funds cash balance of 7,012  
and restricted cash relating to City Point financing of 14,051  
for ("Net Debt") totaling - **\$ 67,817**

<sup>2</sup> Represents 188 Series A Preferred OP Units convertible into 25,067 Common OP units multiplied by the Common Share price at quarter end.

<sup>3</sup> Fixed-rate debt includes notional principal fixed through interest rate swap transactions.



**Income Statements - Pro-rata Consolidation <sup>1</sup>**
*(in thousands)*

	Year-to-date ended June 30, 2014			Three months ended June 30, 2014		
	Core Portfolio	Funds	Total	Core Portfolio	Funds	Total
<b>CORE PORTFOLIO AND FUND INCOME</b>						
<b>PROPERTY REVENUES</b>						
Minimum rents	\$ 41,684	\$ 5,898	\$ 47,582	\$ 21,208	\$ 2,961	\$ 24,169
Percentage rents	176	44	220	129	12	141
Expense reimbursements - CAM	4,608	847	5,455	2,048	378	2,426
Expense reimbursements - Taxes	5,633	858	6,491	2,824	417	3,241
Other property income	73	68	141	29	40	69
<b>Total Property Revenues</b>	<b>52,174</b>	<b>7,715</b>	<b>59,889</b>	<b>26,238</b>	<b>3,808</b>	<b>30,046</b>
<b>PROPERTY EXPENSES</b>						
Property operating - CAM	5,831	987	6,818	2,765	486	3,251
Other property operating (Non-CAM)	726	385	1,111	440	135	575
Real estate taxes	6,678	1,254	7,932	3,298	628	3,926
<b>Total Property Expenses</b>	<b>13,235</b>	<b>2,626</b>	<b>15,861</b>	<b>6,503</b>	<b>1,249</b>	<b>7,752</b>
<b>NET OPERATING INCOME - PROPERTIES</b>	<b>38,939</b>	<b>5,089</b>	<b>44,028</b>	<b>19,735</b>	<b>2,559</b>	<b>22,294</b>
<b>OTHER INCOME (EXPENSE)</b>						
Interest income	6,008	97	6,105	2,857	91	2,948
Straight-line rent income	1,356	381	1,737	769	243	1,012
Above/below market rent	1,300	536	1,836	616	331	947
Interest expense	(10,282)	(1,693)	(11,975)	(5,005)	(786)	(5,791)
Amortization of finance costs	(492)	(270)	(762)	(247)	(141)	(388)
Above/below market interest expense	350	48	398	175	24	199
Asset and property management expense	(69)	(120)	(189)	(36)	(80)	(116)
Other income/(expense)	2,013	11	2,024	2,013	83	2,096
Transaction costs	(1,500)	(298)	(1,798)	(862)	(262)	(1,124)
<b>CORE PORTFOLIO AND FUND INCOME</b>	<b>37,623</b>	<b>3,781</b>	<b>41,404</b>	<b>20,015</b>	<b>2,062</b>	<b>22,077</b>
<b>FEE INCOME</b>						
Asset and property management fees	7,854	-	7,854	3,890	-	3,890
Transactional fees <sup>2</sup>	3,739	-	3,739	1,558	-	1,558
Income tax benefit (provision)	(14)	(12)	(26)	91	-	91
<b>Total Fee Income</b>	<b>11,579</b>	<b>(12)</b>	<b>11,567</b>	<b>5,539</b>	<b>-</b>	<b>5,539</b>
<b>PROMOTE, RCP AND OTHER INCOME</b>						
Equity in earnings (losses) from RCP investments	-	86	86	-	-	-
Other income	732	-	732	-	-	-
Gain (loss) on extinguishment of debt	(3)	(85)	(88)	(3)	(13)	(16)
Provision for income taxes (RCP)	-	(2)	(2)	-	(2)	(2)
<b>Total Promote, RCP and Other Income</b>	<b>729</b>	<b>(1)</b>	<b>728</b>	<b>(3)</b>	<b>(15)</b>	<b>(18)</b>
<b>GENERAL AND ADMINISTRATIVE</b>	<b>(13,676)</b>	<b>(109)</b>	<b>(13,785)</b>	<b>(6,723)</b>	<b>(59)</b>	<b>(6,782)</b>
Depreciation and amortization	(15,878)	(2,302)	(18,180)	(7,883)	(1,264)	(9,147)
Gain on disposition of properties	12,393	254	12,647	-	254	254
<b>Income before noncontrolling interests</b>	<b>32,770</b>	<b>1,611</b>	<b>34,381</b>	<b>10,945</b>	<b>978</b>	<b>11,923</b>
Noncontrolling interest - OP	(1,260)	(62)	(1,322)	(421)	(38)	(459)
<b>NET INCOME</b>	<b>\$ 31,510</b>	<b>\$ 1,549</b>	<b>\$ 33,059</b>	<b>\$ 10,524</b>	<b>\$ 940</b>	<b>\$ 11,464</b>

**Notes:**
<sup>1</sup> Quarterly results are unaudited, although they reflect all adjustments, which in the opinion of management, are necessary for a fair presentation of operating results for the interim periods.

The Company's investments in consolidated and unconsolidated joint ventures are reflected separately for revenues and expenses by calculating its pro-rata share for each of the above line items.

In total, net income agrees with net income as reported in the Company's Form 10Q's and 10K for the corresponding periods.

<sup>2</sup> Consists of development, construction, leasing and legal fees.

**Income Statements - Funds <sup>1</sup>**
*(In thousands)*

Year-to-date ended June 30, 2014													
	Fund I	AKR Pro-rata share 22.22%	Mervyns I	AKR Pro-rata share 22.22%	Fund II	AKR Pro-rata share 20.00%	Mervyns II	AKR Pro-rata share 20.00%	Fund III	AKR Pro-rata share 19.90%	Fund IV	AKR Pro-rata share 23.12%	Total AKR Pro-rata share
<b>PROPERTY REVENUES</b>													
Minimum rents	\$ 76	\$ 17	\$ -	\$ -	\$ 6,083	\$ 1,217	\$ -	\$ -	\$ 15,316	\$ 3,048	\$ 6,987	\$ 1,616	\$ 5,898
Percentage rents	-	-	-	-	-	-	-	-	191	38	27	6	44
Expense reimbursements - CAM	-	-	-	-	699	140	-	-	2,566	511	849	196	847
Expense reimbursements - Taxes	-	-	-	-	232	46	-	-	2,969	591	960	221	858
Other property income	4	1	-	-	117	23	-	-	174	34	43	10	68
<b>Total Property Revenues</b>	<b>80</b>	<b>18</b>	<b>-</b>	<b>-</b>	<b>7,131</b>	<b>1,426</b>	<b>-</b>	<b>-</b>	<b>21,216</b>	<b>4,222</b>	<b>8,866</b>	<b>2,049</b>	<b>7,715</b>
<b>PROPERTY EXPENSES</b>													
Property operating - CAM	16	4	-	-	1,202	240	-	-	2,648	527	934	216	987
Other property operating (Non-CAM)	53	12	-	-	931	187	-	-	785	157	125	29	385
Real estate taxes	4	-	-	-	711	142	-	-	4,024	801	1,345	311	1,254
<b>Total Property Expenses</b>	<b>73</b>	<b>16</b>	<b>-</b>	<b>-</b>	<b>2,844</b>	<b>569</b>	<b>-</b>	<b>-</b>	<b>7,457</b>	<b>1,485</b>	<b>2,404</b>	<b>556</b>	<b>2,626</b>
<b>NET OPERATING INCOME - PROPERTIES</b>	<b>7</b>	<b>2</b>	<b>-</b>	<b>-</b>	<b>4,287</b>	<b>857</b>	<b>-</b>	<b>-</b>	<b>13,759</b>	<b>2,737</b>	<b>6,462</b>	<b>1,493</b>	<b>5,089</b>
<b>OTHER INCOME (EXPENSE)</b>													
Interest income	-	-	-	-	7	2	-	-	32	6	388	89	97
Straight-line rent income	-	-	-	-	549	110	-	-	938	187	364	84	381
Straight-line ground rent	-	-	-	-	4	-	-	-	-	-	-	-	-
Above/below market rent	-	-	-	-	-	-	-	-	971	193	1,485	343	536
Interest expense	(2)	-	-	-	(3,149)	(630)	-	-	(3,127)	(622)	(1,907)	(441)	(1,693)
Amortization of finance costs	-	-	-	-	(120)	(24)	-	-	(522)	(104)	(611)	(142)	(270)
Above/below market interest expense	-	-	-	-	-	-	-	-	244	48	-	-	48
Asset and property management expense <sup>2</sup>	-	-	-	-	(66)	(13)	-	-	(315)	(63)	(192)	(44)	(120)
Other income/(expense)	(87)	(19)	-	-	250	50	-	-	(15)	(3)	(76)	(17)	11
Transaction costs	-	-	-	-	(7)	(1)	-	-	(17)	(3)	(1,271)	(294)	(298)
<b>Fund Income</b>	<b>(82)</b>	<b>(17)</b>	<b>-</b>	<b>-</b>	<b>1,755</b>	<b>351</b>	<b>-</b>	<b>-</b>	<b>11,948</b>	<b>2,376</b>	<b>4,642</b>	<b>1,071</b>	<b>3,781</b>
<b>FEE INCOME</b>													
Asset and property management fees	-	-	-	-	-	-	-	-	-	-	-	-	-
Income tax benefit (provision)	(2)	-	-	-	(17)	(3)	-	-	(44)	(9)	-	-	(12)
<b>Total Fee Income</b>	<b>(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(17)</b>	<b>(3)</b>	<b>-</b>	<b>-</b>	<b>(44)</b>	<b>(9)</b>	<b>-</b>	<b>-</b>	<b>(12)</b>
<b>PROMOTE, RCP AND OTHER INCOME</b>													
Equity in earnings from RCP investments	-	-	-	-	-	-	429	86	-	-	-	-	86
Gain on extinguishment of debt	-	-	-	-	-	-	-	-	(423)	(85)	-	-	(85)
Provision for income taxes (RCP)	-	-	-	-	-	-	-	-	(9)	(2)	-	-	(2)
<b>Total Promote, RCP and Other Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>429</b>	<b>86</b>	<b>(432)</b>	<b>(87)</b>	<b>-</b>	<b>-</b>	<b>(1)</b>
<b>GENERAL AND ADMINISTRATIVE</b>													
Depreciation and amortization	-	-	-	-	(1,270)	(253)	-	-	(6,323)	(1,258)	(3,423)	(791)	(2,302)
Gain on sale of properties	-	-	-	-	(304)	(61)	-	-	1,584	315	-	-	254
<b>Income before noncontrolling interest</b>	<b>(36)</b>	<b>(7)</b>	<b>(2)</b>	<b>-</b>	<b>(8)</b>	<b>-</b>	<b>424</b>	<b>85</b>	<b>6,498</b>	<b>1,291</b>	<b>1,052</b>	<b>242</b>	<b>1,611</b>
Noncontrolling interest - OP	-	-	-	-	-	-	(15)	(3)	(251)	(50)	(39)	(9)	(62)
<b>NET INCOME</b>	<b>\$ (36)</b>	<b>\$ (7)</b>	<b>\$ (2)</b>	<b>\$ -</b>	<b>\$ (8)</b>	<b>\$ -</b>	<b>\$ 409</b>	<b>\$ 82</b>	<b>\$ 6,247</b>	<b>\$ 1,241</b>	<b>\$ 1,013</b>	<b>\$ 233</b>	<b>\$ 1,544</b>

**Notes:**

<sup>1</sup> Quarterly results are unaudited, although they reflect all adjustments, which in the opinion of management, are necessary for a fair presentation of operating results for the interim periods. The Company's investments in consolidated and unconsolidated joint ventures are reflected and expenses by calculating its pro-rata share for each of the above line items. In total, net income agrees with net income as reported in the Company's Form 10Q's and 10K for the corresponding periods. The Company currently invests in Funds I, II, III & IV and Mervyn's with the Company's financial statements.

<sup>2</sup> Funds I, II, III & IV and the Mervyn's entities pay various fees and promotes to the Company. As it is the recipient of such fees, the Company does not recognize its pro-rata share of these expenses.

**Income Statements - Funds <sup>1</sup>**
*(In thousands)*

Three months ended June 30, 2014													
	Fund I	AKR Pro-rata share 22.22%	Mervyns I	AKR Pro-rata share 22.22%	Fund II	AKR Pro-rata share 20.00%	Mervyns II	AKR Pro-rata share 20.00%	Fund III	AKR Pro-rata share 19.90%	Fund IV	AKR Pro-rata share 23.12%	Total AKR Pro-rata share
<b>PROPERTY REVENUES</b>													
Minimum rents	\$ 15	\$ 3	\$ -	\$ -	\$ 3,262	\$ 652	\$ -	\$ -	\$ 7,660	\$ 1,524	\$ 3,381	\$ 782	\$ 2,961
Percentage rents	-	-	-	-	-	-	-	-	62	12	-	-	12
Expense reimbursements - CAM	-	-	-	-	268	54	-	-	1,110	221	447	103	378
Expense reimbursements - Taxes	-	-	-	-	116	23	-	-	1,473	293	439	101	417
Other property income	4	1	-	-	50	10	-	-	103	20	40	9	40
<b>Total Property Revenues</b>	<b>19</b>	<b>4</b>	<b>-</b>	<b>-</b>	<b>3,696</b>	<b>739</b>	<b>-</b>	<b>-</b>	<b>10,408</b>	<b>2,070</b>	<b>4,307</b>	<b>995</b>	<b>3,808</b>
<b>PROPERTY EXPENSES</b>													
Property operating - CAM	4	1	-	-	517	103	-	-	1,299	259	532	123	486
Other property operating (Non-CAM)	16	4	-	-	363	73	-	-	264	53	23	5	135
Real estate taxes	2	-	-	-	355	71	-	-	2,003	399	683	158	628
<b>Total Property Expenses</b>	<b>22</b>	<b>5</b>	<b>-</b>	<b>-</b>	<b>1,235</b>	<b>247</b>	<b>-</b>	<b>-</b>	<b>3,566</b>	<b>711</b>	<b>1,238</b>	<b>286</b>	<b>1,249</b>
<b>NET OPERATING INCOME - PROPERTIES</b>	<b>(3)</b>	<b>(1)</b>	<b>-</b>	<b>-</b>	<b>2,461</b>	<b>492</b>	<b>-</b>	<b>-</b>	<b>6,842</b>	<b>1,359</b>	<b>3,069</b>	<b>709</b>	<b>2,559</b>
<b>OTHER INCOME (EXPENSE)</b>													
Interest income	-	-	-	-	4	1	-	-	16	3	378	87	91
Straight-line rent income	-	-	-	-	346	69	-	-	557	111	272	63	243
Straight-line ground rent	-	-	-	-	2	-	-	-	-	-	-	-	-
Above/below market rent	-	-	-	-	-	-	-	-	540	107	969	224	331
Interest expense	(1)	-	-	-	(1,056)	(211)	-	-	(1,585)	(315)	(1,124)	(260)	(786)
Amortization of finance costs	-	-	-	-	(51)	(10)	-	-	(302)	(60)	(305)	(71)	(141)
Above/below market interest expense	-	-	-	-	-	-	-	-	122	24	-	-	24
Asset and property management expense <sup>2</sup>	-	-	-	-	(34)	(7)	-	-	(144)	(29)	(192)	(44)	(80)
Other income/(expense)	-	-	-	-	250	50	-	-	20	4	124	29	83
Transaction costs	-	-	-	-	(7)	(1)	-	-	(7)	(1)	(1,124)	(260)	(262)
<b>Fund Income</b>	<b>(4)</b>	<b>(1)</b>	<b>-</b>	<b>-</b>	<b>1,915</b>	<b>383</b>	<b>-</b>	<b>-</b>	<b>6,059</b>	<b>1,203</b>	<b>2,067</b>	<b>477</b>	<b>2,062</b>
<b>FEE INCOME</b>													
Asset and property management fees	-	-	-	-	-	-	-	-	-	-	-	-	-
Income tax benefit (provision)	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Fee Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>PROMOTE, RCP AND OTHER INCOME</b>													
Equity in earnings (losses) from RCP investments	-	-	-	-	-	-	-	-	-	-	-	-	-
Gain on extinguishment of debt	-	-	-	-	-	-	-	-	(63)	(13)	-	-	(13)
Provision for income taxes (RCP)	-	-	-	-	-	-	-	-	(9)	(2)	-	-	(2)
<b>Total Promote, RCP and Other Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(72)</b>	<b>(15)</b>	<b>-</b>	<b>-</b>	<b>(15)</b>
<b>GENERAL AND ADMINISTRATIVE</b>	<b>(34)</b>	<b>(8)</b>	<b>-</b>	<b>-</b>	<b>(112)</b>	<b>(22)</b>	<b>-</b>	<b>-</b>	<b>(118)</b>	<b>(23)</b>	<b>(27)</b>	<b>(6)</b>	<b>(59)</b>
Depreciation and amortization	1	-	-	-	(757)	(151)	-	-	(3,116)	(620)	(2,134)	(493)	(1,264)
Gain on disposition of properties	-	-	-	-	(304)	(61)	-	-	1,584	315	-	-	254
<b>Income before noncontrolling interest</b>	<b>(37)</b>	<b>(9)</b>	<b>-</b>	<b>-</b>	<b>742</b>	<b>149</b>	<b>-</b>	<b>-</b>	<b>4,337</b>	<b>860</b>	<b>(94)</b>	<b>(22)</b>	<b>978</b>
Noncontrolling interest - OP	-	-	-	-	(30)	(6)	-	-	(166)	(33)	4	1	(38)
<b>NET INCOME</b>	<b>\$ (37)</b>	<b>\$ (9)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 712</b>	<b>\$ 143</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 4,171</b>	<b>\$ 827</b>	<b>\$ (90)</b>	<b>\$ (21)</b>	<b>\$ 940</b>

*Notes:*

<sup>1</sup> Quarterly results are unaudited, although they reflect all adjustments, which in the opinion of management, are necessary for a fair presentation of operating results for the interim periods. The Company's investments in consolidated and unconsolidated joint ventures are reflected and expenses by calculating its pro-rata share for each of the above line items. In total, net income agrees with net income as reported in the Company's Form 10Q's and 10K for the corresponding periods. The Company currently invests in Funds I, II, III & IV and Mervyn's which are consolidated with the Company's financial statements.

<sup>2</sup> Funds I, II, III & IV and the Mervyn's entities pay various fees and promotes to the Company. As it is the recipient of such fees, the Company does not recognize its pro-rata share of these expenses.

**Funds from Operations ("FFO")<sup>1</sup>**

(in thousands)

	2014			2013	
	Current Year-to-Date Period ended June 30, 2014	Current Quarter 3 months ended June 30, 2014	Previous Quarter 3 months ended March 31, 2014	Year-to-Date Period ended June 30, 2013	Quarter 3 months ended June 30, 2013
<b>Funds from operations ("FFO"):</b>					
Net Income	\$ 33,059	\$ 11,464	\$ 21,595	\$ 18,380	\$ 8,757
Add back:					
Depreciation of real estate and amortization of leasing costs: (net of noncontrolling interest share)					
Consolidated affiliates	16,238	8,098	8,140	13,587	7,043
Unconsolidated affiliates	1,603	889	713	1,201	650
Gain on sale of properties (net of noncontrolling interest share)					
Consolidated affiliates	(12,227)	166	(12,393)	(776)	(776)
Unconsolidated affiliates	-	-	-	-	-
Impairment of asset	-	-	-	1,500	1,500
Income attributable to noncontrolling interests' share in Operating Partnership	1,309	453	857	225	102
Distributions on Preferred OP Units <sup>2</sup>	13	6	6	11	5
<b>FFO</b>	<b>\$ 39,995</b>	<b>\$ 21,076</b>	<b>\$ 18,918</b>	<b>\$ 34,128</b>	<b>\$ 17,281</b>
<b>Adjusted Funds from operations ("AFFO"):</b>					
Diluted FFO	\$ 39,995	\$ 21,076	\$ 18,918	\$ 34,128	\$ 17,281
Straight line rent, net	(1,737)	(1,012)	(725)	(1,800)	(1,130)
Straight-line ground rent	-	-	-	42	21
Above/below market rent	(1,836)	(947)	(889)	(1,597)	(993)
Amortization of finance costs	762	388	374	662	363
Above/below market interest	(398)	(199)	(199)	(882)	(406)
Non real estate depreciation	257	130	127	211	109
Leasing commissions	(577)	(401)	(176)	(1,068)	(421)
Tenant improvements	(2,376)	(853)	(1,523)	(2,648)	(1,456)
Capital expenditures	(590)	(146)	(444)	(601)	(555)
Loss (gain) on extinguishment of debt	88	16	72	-	-
<b>AFFO</b>	<b>\$ 33,588</b>	<b>\$ 18,052</b>	<b>\$ 15,535</b>	<b>\$ 26,447</b>	<b>\$ 12,813</b>
<b>Funds Available for Distribution ("FAD"):</b>					
AFFO	\$ 33,588	\$ 18,052	\$ 15,535	\$ 26,447	\$ 12,813
Scheduled principal repayments	(2,524)	(1,059)	(1,465)	(2,966)	(1,514)
<b>FAD</b>	<b>\$ 31,064</b>	<b>\$ 16,993</b>	<b>\$ 14,070</b>	<b>\$ 23,481</b>	<b>\$ 11,299</b>
<b>Total weighted average shares and OP Units:</b>					
Basic	59,205	60,240	58,159	54,948	55,791
Diluted	59,476	60,521	58,419	55,378	56,215
<b>FFO per share:</b>					
FFO per share - Basic	\$ 0.68	\$ 0.35	\$ 0.33	\$ 0.62	\$ 0.31
FFO per share - Diluted	\$ 0.67	\$ 0.35	\$ 0.32	\$ 0.62	\$ 0.31
AFFO per share - Basic	\$ 0.57	\$ 0.30	\$ 0.27	\$ 0.48	\$ 0.23
AFFO per share - Diluted	\$ 0.56	\$ 0.30	\$ 0.27	\$ 0.48	\$ 0.23
FAD per share - Basic	\$ 0.52	\$ 0.28	\$ 0.24	\$ 0.43	\$ 0.20
FAD per share - Diluted	\$ 0.52	\$ 0.28	\$ 0.24	\$ 0.42	\$ 0.20

Notes:

<sup>1</sup> Quarterly results are unaudited, although they reflect all adjustments, which in the opinion of management are necessary for a fair presentation of operating results for the interim periods.

<sup>2</sup> Quarterly Preferred OP Unit distributions are added back for the purposes of calculating diluted FFO. Refer to "Market Capitalization" for weighted-average basic and diluted shares.



**EBITDA***(in thousands)*

	<i>Year-to-Date</i> Period ended June 30, 2014			<i>Current Quarter</i> Three months ended June 30, 2014		
	<i>Core Portfolio</i>	<i>Funds</i>	<i>TOTAL</i>	<i>Core Portfolio</i>	<i>Funds</i>	<i>TOTAL</i>
<b>NET INCOME</b>	<b>\$ 31,510</b>	<b>\$ 1,549</b>	<b>\$ 33,059</b>	<b>\$ 10,524</b>	<b>\$ 940</b>	<b>\$ 11,464</b>
<b>Add back:</b>						
Depreciation and amortization	15,878	2,302	18,180	7,883	1,264	9,147
Interest expense	10,282	1,693	11,975	5,005	786	5,791
Amortization of finance costs	492	270	762	247	141	388
Above/below market interest	(350)	(48)	(398)	(175)	(24)	(199)
Gain on disposition of properties	(12,393)	(254)	(12,647)	-	(254)	(254)
Provision for income taxes	14	14	28	(91)	2	(89)
Loss on extinguishment of debt	3	85	88	3	13	16
Noncontrolling interest - OP	1,260	62	1,322	421	38	459
<b>EBITDA</b>	<b>\$ 46,696</b>	<b>\$ 5,673</b>	<b>\$ 52,369</b>	<b>\$ 23,817</b>	<b>\$ 2,906</b>	<b>\$ 26,723</b>

## Core Portfolio

Same Property Performance <sup>1</sup>  
(in thousands)

	Quarter			Year-to-Date		
	Three months ended		Percentage Growth in Same Property NOI - % of Line Item	Period ended		Percentage Growth in Same Property NOI - % of Line Item
	June 30, 2014	June 30, 2013		June 30, 2014	June 30, 2013	
<b>Revenue</b>						
Minimum rents	\$ 16,583	\$ 15,864	4.5%	\$ 33,077	\$ 31,654	4.5%
Expense reimbursements	4,315	4,000	7.9%	9,163	8,355	9.7%
Other property income	239	176	35.8%	432	428	0.9%
Total Revenue	21,137	20,040	5.5%	42,672	40,437	5.5%
<b>Expenses</b>						
Property operating - CAM & Real estate taxes	5,014	4,548	-10.2%	10,354	9,217	-12.3%
Other property operating (Non-CAM)	464	569	18.5%	929	1,209	23.2%
Total Expenses	5,478	5,117	-7.1%	11,283	10,426	-8.2%
Same Property NOI - Core properties	\$ 15,659	\$ 14,923	4.9%	\$ 31,389	\$ 30,011	4.6%
<b>Other same property information</b>						
Physical Occupancy	96.5%	93.4%		96.5%	93.4%	
Leased Occupancy	96.8%	94.8%		96.8%	94.8%	

<sup>1</sup> The above amounts include the pro-rata activity related to the Company's Core consolidated and unconsolidated investments.

**Fee income by Fund***(in thousands)***Six Months ended June 30, 2014**

Asset and property management fees

Transactional fees

Total management fees and priority distributions

<u>Fund I</u>	<u>Fund II</u>	<u>Fund III</u>	<u>Fund IV</u>	<u>Other</u>	<u>Total</u>
\$ 22	\$ 1,299	\$ 2,824	\$ 3,443	\$ 266	\$ 7,854
15	1,852	933	435	504	3,739
<u>\$ 37</u>	<u>\$ 3,151</u>	<u>\$ 3,757</u>	<u>\$ 3,878</u>	<u>\$ 770</u>	<u>\$ 11,593</u>

**Current Quarter ended June 30, 2014**

Asset and property management fees

Transactional fees

Total management fees

<u>Fund I</u>	<u>Fund II</u>	<u>Fund III</u>	<u>Fund IV</u>	<u>Other</u>	<u>Total</u>
\$ 11	\$ 656	\$ 1,384	\$ 1,692	\$ 147	\$ 3,890
4	841	431	250	32	1,558
<u>\$ 15</u>	<u>\$ 1,497</u>	<u>\$ 1,815</u>	<u>\$ 1,942</u>	<u>\$ 179</u>	<u>\$ 5,448</u>

**Previous Quarter ended March 31, 2014**

Asset and property management fees

Transactional fees

Total management fees and priority distributions

<u>Fund I</u>	<u>Fund II</u>	<u>Fund III</u>	<u>Fund IV</u>	<u>Other</u>	<u>Total</u>
\$ 11	\$ 643	\$ 1,440	\$ 1,751	\$ 119	\$ 3,964
11	1,011	502	185	472	2,181
<u>\$ 22</u>	<u>\$ 1,654</u>	<u>\$ 1,942</u>	<u>\$ 1,936</u>	<u>\$ 591</u>	<u>\$ 6,145</u>

# Pro-Rata Consolidated Balance Sheet

(in thousands)

	Consolidated Balance Sheet As Reported <sup>1</sup>	Noncontrolling Interest in Consolidated Subsidiaries	Company's Interest in Unconsolidated Subsidiaries	Pro-Rata Consolidated Balance Sheet <sup>2</sup>	Notes
<b>ASSETS</b>					
<i>Real estate</i>					
Land	\$ 374,835	\$ (107,864)	\$ 32,133	\$ 299,104	<sup>1</sup> The interim consolidated balance sheet is unaudited, although it reflects all adjustments, which in the opinion of management, are necessary for the fair presentation of the consolidated balance sheet for the interim period.
Buildings and improvements	1,235,017	(344,677)	81,752	972,092	
Construction in progress	8,417	(5,021)	291	3,687	
	1,618,269	(457,562)	114,176	1,274,883	<sup>2</sup> The Company currently invests in Funds I, II, III & IV and Mervyns I & II which are consolidated with the Company's financial statements. To provide investors with supplemental information, the Company's investments in these joint ventures are reflected above on a pro-rata basis by calculating its ownership percentage for each of the asset and liability line items. Similarly, the presentation also includes the Company's pro-rata share of assets and liabilities for unconsolidated investments which are accounted for under the equity method of accounting for the Company's financial statements.
Less: accumulated depreciation	(241,446)	61,186	(9,659)	(189,919)	
Net real estate	1,376,823	(396,376)	104,517	1,084,964	
Net real estate under development	364,360 <sup>3</sup>	(294,883)	3,290	72,767	<sup>3</sup> The components of Net real estate under development are as follows:
Cash and cash equivalents	86,797	(34,161)	1,130	53,766	
Cash in escrow	25,363	(16,722)	763	9,404	
Restricted cash	71,282	(57,231)	-	14,051	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Investments in and advances to unconsolidated affiliates	183,126	(140,802)	(41,781)	543	
Rents receivable, net	5,624	(2,155)	1,143	4,612	
Straight-line rents receivable, net	25,215	(10,237)	1,458	16,436	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Notes Receivable	96,307	-	215	96,522	
Deferred charges, net	30,107	(16,694)	1,848	15,261	
Prepaid expenses and other assets	64,887	(5,026)	1,227	61,088	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Acquired lease intangibles	42,305	(11,917)	3,370	33,758	
<b>Total Assets</b>	<b>\$ 2,372,196</b>	<b>\$ (986,204)</b>	<b>\$ 77,180</b>	<b>\$ 1,463,172</b>	
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
Mortgage and other notes payable	\$ 1,072,512	\$ (622,617)	\$ 78,509	\$ 528,404	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Valuation of debt at acquisition, net of amortization	1,517	-	42	1,559	
Acquired lease intangibles	23,848	(6,486)	4,328	21,690	
Accounts payable and accrued expenses	39,584	(17,462)	1,628	23,750	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Dividends and distributions payable	14,340	-	-	14,340	
Share of losses in excess of inv. in unconsolidated affiliates	8,491	-	(8,491)	-	
Other liabilities	19,543	(4,711)	1,164	15,996	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
<b>Total liabilities</b>	<b>1,179,835</b>	<b>(651,276)</b>	<b>77,180</b>	<b>605,739</b>	
Shareholders' equity:					<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Common shares	59	-	-	59	
Additional paid-in capital	758,041	-	-	758,041	
Accumulated other comprehensive loss	(2,076)	-	-	(2,076)	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
Retained earnings	44,202	-	-	44,202	
Total controlling interest	800,226	-	-	800,226	
Noncontrolling interest in subsidiary	392,135	(334,928)	-	57,207	<sup>4</sup> The components of Prepaid expenses and other assets are as follows:
<b>Total shareholders' equity</b>	<b>1,192,361</b>	<b>(334,928)</b>	<b>-</b>	<b>857,433</b>	
<b>Total Liabilities and Shareholders' Equity</b>	<b>\$ 2,372,196</b>	<b>\$ (986,204)</b>	<b>\$ 77,180</b>	<b>\$ 1,463,172</b>	

<sup>1</sup> The interim consolidated balance sheet is unaudited, although it reflects all adjustments, which in the opinion of management, are necessary for the fair presentation of the consolidated balance sheet for the interim period.

<sup>2</sup> The Company currently invests in Funds I, II, III & IV and Mervyns I & II which are consolidated with the Company's financial statements. To provide investors with supplemental information, the Company's investments in these joint ventures are reflected above on a pro-rata basis by calculating its ownership percentage for each of the asset and liability line items. Similarly, the presentation also includes the Company's pro-rata share of assets and liabilities for unconsolidated investments which are accounted for under the equity method of accounting for the Company's financial statements.

<sup>3</sup> The components of Net real estate under development are as follows:

Fund II	\$ 332,247
Fund III	30,072
Fund IV	294
Other	1,747
<b>Total Funds</b>	<b>\$ 364,360</b>

<sup>4</sup> The components of Prepaid expenses and other assets are as follows:

Due from Fund Investors	\$ 26,931
Prepaid expenses	5,891
Contract deposits	5,100
Accrued interest on Notes Receivable	4,619
Unsettled ATM Trades	2,424
Other	16,123
<b>Total</b>	<b>\$ 61,088</b>

## Structured Financing

(in thousands)

Investment	Balance at March 31, 2014 Principal	Second Quarter Activity	Balance at June 30, 2014 Accrued			Stated Interest Rate	Effective Interest Rate <sup>1</sup>	Maturity Dates
			Principal	Interest	Total			
First mortgage notes	\$ 54,269	\$ (38,000)	\$ 16,269	\$ 192	\$ 16,461	6.69%	7.20%	2014 to 2015
Mezzanine and other notes	65,370	14,668	80,038	4,045	84,083	12.20%	12.59%	2015 to 2024
<b>Total notes receivable</b>	<b>\$ 119,639</b>	<b>\$ (23,332)</b>	<b>\$ 96,307</b>	<b>\$ 4,237</b>	<b>\$ 100,544</b>	<b>11.27%</b>	<b>11.68%</b>	

*Note:*

<sup>1</sup> Inclusive of points and exit fees.



**2014 Transactional Activity***(in thousands)***Acquisitions:**

Property Name	Purchase Price	Ownership %	Month of Transaction	Location	Key Tenants
<b><u>Core Portfolio:</u></b>					
<u>Included with 2013 transaction totals</u>					
11 E. Walton	\$ 44,000	100%	January	Chicago, IL	Marc Jacobs, Saint Laurent
<u>2014 Transactions</u>					
61 Main Street	\$ 7,300	100%	February	Westport, CT	Chico's
865 W. North Avenue	14,750	100%	March	Chicago, IL	Forever 21
252-256 Greenwich Avenue	24,450	100%	March	Greenwich, CT	Madwell, Calypso St. Barth, Jack Wills
152-154 Spring Street	38,000	90%	April	New York, NY	Kate Spade Saturday
2520 Flatbush Avenue	17,100	100%	May	New York, NY	Bob's Furniture, Capital One
Bedford Green	46,750	100%	July	Bedford Hills, NY	Shop Rite, CVS, Panera
Total	<u>\$ 148,350</u>				

**Funds:****Fund IV:**

Broughton Street Portfolio	\$ 26,006	50%	February-June	Savannah, GA	-
Eden Square	25,369	98%	July	Bear, DE	Lowe's, Giant
Total	<u>\$ 51,375</u>				

**Dispositions**

Property Name	Disposition Price	Ownership %	Month of Transaction	Location	Key Tenants
<b><u>Core Portfolio:</u></b>					
Walnut Hill	\$ 22,865	100%	March	Woonsocket, RI	Sears

**Funds:****Fund III:**

Sheepshead Bay	\$ 20,200	100%	April	Brooklyn, NY	-
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**Structured Finance Investments:**

Investment	Loan Amount	Effective Interest Rate	Month of Transaction	Maturity Date
<b><u>Core Portfolio:</u></b>				
<b><u>Advances:</u></b>				
First Mortgage	\$ 13,000	12.7%	April	October, 2015
Preferred Equity Investment	4,000	13.0%	May	May, 2016
Total	<u>\$ 17,000</u>			

**Repayments:**

First Mortgage	\$ 6,400	8.0%	January	
Mezzanine Note	2,742	17.5%	January	
First Mortgage	38,000	5.5%	April	
Mezzanine Note	2,933	12.0%	June	
Mezzanine Note	3,834	15.0%	June	
Total	<u>\$ 53,909</u>			

**2014 Guidance***(in millions except per share amounts, all per share amounts are fully diluted)*

	<b>2014 Guidance</b>	<b>2013 Actual</b>
<b><u>Overall:</u></b>		
Fully diluted Common Shares and OP Units - 2014 Weighted Average	62,000 - 62,500	55,954
Full year Funds from Operations ("FFO") per share	<sup>1</sup> \$1.35 to \$1.40	\$1.20
Earnings per Share ("EPS")	<sup>1</sup> \$0.72 to \$0.77	\$0.72
<b><u>FFO Components:</u></b>		
Core and pro-rata share of Fund ("Fund") portfolio income	\$87.0 to \$88.5	\$70.3
Asset and property management fee income, net of TRS taxes	\$15.0 to \$15.5	\$17.6
Transactional fee income, net of TRS taxes	\$7.0 to \$8.0	\$6.3
Promote, RCP and other income, net of TRS taxes	\$1.0 to \$1.5	(\$0.6)
General and administrative expense	\$(26.5) to \$(26.0)	\$(26.4)
<b>Total</b>	<b>\$83.5 to \$87.5</b>	<b>\$67.2</b>

**Note:**

<sup>1</sup> FFO and EPS guidance is before acquisition costs which totaled \$0.03 through June 30, 2014.  
EPS guidance is before gain/loss on disposition of property which totaled \$0.22 through June 30, 2014.

## Net Asset Valuation Information

(in thousands)

	CORE		FUND I		FUND II				FUND III				FUND IV			
					Fund Level		AKR Pro-rata Share		Fund Level		AKR pro-rata share		Fund Level		AKR pro-rata share	
	Quarterly	Annualized (x4)			Quarterly	Annualized (x4)	%	\$	Quarterly	Annualized (x4)	%	\$	Quarterly	Annualized (x4)	%	\$
<b>Current NOI</b>																
Net Operating Income	\$ 19,735 <sup>1</sup>	\$ 78,940		--	\$ 2,461	\$ 9,844	20.00%	\$ 1,969	\$ 6,842	\$ 27,368	19.90%	\$ 5,446	\$ 3,069	\$ 12,276	23.12%	\$ 2,838
Less:																
(Income)/ loss from pre-stabilized assets <sup>3</sup>					-	-		-	(866)	(3,464)		(689)	(1,421)	(5,684)		(1,314)
(Income)/ loss from development projects <sup>4</sup>					-	-		-	(163)	(652)		(130)	(35)	(140)		(32)
Net Operating Income of stabilized assets					<u>2,461</u>	<u>9,844</u>		<u>1,969</u>	<u>5,813</u>	<u>23,252</u>		<u>4,627</u>	<u>1,613</u>	<u>6,452</u>		<u>1,492</u>
<b>Costs to Date</b>																
Pre-stabilized assets <sup>3</sup>					\$ -	-		\$ -	\$ 84,448		\$ 16,806		\$ 179,462		\$ 41,492	
Development projects <sup>4</sup>						<u>340,700</u>		<u>68,140</u>	<u>36,500</u>		<u>7,264</u>		<u>38,300</u>		<u>8,855</u>	
Total Costs to Date					<u>\$ 340,700</u>		<u>\$ 68,140</u>		<u>\$ 120,948</u>		<u>\$ 24,069</u>		<u>\$ 217,762</u>		<u>\$ 50,347</u>	
<b>Debt</b>		<u>\$ 371,785</u>	\$ -		<u>\$ 328,444</u>		<u>\$ 62,477</u>		<u>\$ 285,906</u>		<u>\$ 52,200</u>		<u>\$ 194,769</u>		<u>\$ 41,942</u>	
Gross asset value <sup>2</sup>				2,400												
Net Asset Value				<u>\$ 2,400</u>	37.78%		<u>\$ 907</u>									

### Notes:

<sup>1</sup> Does not include a full quarter of NOI for those assets purchased during the second quarter 2014. See "Transactions Activity" page in this supplemental for descriptions of those acquisitions.

<sup>2</sup> AKR pro-rata share of Fund I is the promote of 20% plus its co-investment share of the remainder (22% x 80%) for a total of 37.78%.

<sup>3</sup> Consists of the following projects:

Fund III:

640 Broadway  
654 Broadway  
Nostrand  
Lincoln Park Centre

Fund IV:

719 Lincoln Rd  
1650 Meridian Avenue  
838 Lincoln Road  
2819 Kennedy Blvd  
Paramus Plaza  
1151 Third Avenue

<sup>4</sup> See "Redevelopment Activity" page in this supplemental

## Selected Financial Ratios

(in thousands)

	Three months ended June 30,		Period ended June 30,	
	2014	2013	2014	2013
<b><u>COVERAGE RATIOS</u><sup>1</sup></b>				
<b><u>Fixed-Charge Coverage Ratios</u></b>				
EBITDA <sup>2</sup> divided by:				
Interest expense	\$ 23,817	\$ 20,686	\$ 46,696	\$ 39,530
Principal Amortization	5,005	5,107	10,282	9,951
Preferred Dividends <sup>3</sup>	1,027	1,290	2,206	2,535
	6	5	13	11
<b>Fixed-Charge Coverage Ratio - Core Portfolio</b>	3.9x	3.2x	3.7x	3.2x
EBITDA divided by:				
Interest expense	\$ 26,723	\$ 23,390	\$ 52,369	\$ 45,874
Principal Amortization	5,791	6,083	11,975	11,859
Preferred Dividends	1,059	1,514	2,524	2,966
	6	5	13	11
<b>Fixed-Charge Coverage Ratio - Core Portfolio and Funds</b>	3.9x	3.1x	3.6x	3.1x
<b><u>Payout Ratios</u></b>				
Dividends (Shares) & Distributions (OP Units) paid FFO	\$ 14,365	\$ 11,981	\$ 28,106	\$ 23,744
	21,076	17,281	39,995	34,128
<b>FFO Payout Ratio</b>	68%	69%	70%	70%
Dividends (Shares) & Distributions (OP Units) paid AFFO	\$ 14,365	\$ 11,981	\$ 28,106	\$ 23,744
	18,052	12,813	33,588	26,447
<b>AFFO Payout Ratio</b>	80%	94%	84%	90%
Dividends (Shares) & Distributions (OP Units) paid FAD	\$ 14,365	\$ 11,981	\$ 28,106	\$ 23,744
	16,993	11,299	31,064	23,481
<b>FAD Payout Ratio</b>	85%	106%	90%	101%

### Notes:

<sup>1</sup>Quarterly results are unaudited, although they reflect all adjustments, which in the opinion of management, are necessary for a fair presentation of operating results for the interim periods. The coverage ratios include the Company's pro-rata share of FFO, AFFO, EBITDA, interest expense and principal amortization related to both the Company's consolidated and unconsolidated investments in joint ventures.

<sup>2</sup>See page 9 for a calculation of EBITDA.

<sup>3</sup>Represents preferred distributions on Preferred Operating partnership Units.

<sup>4</sup>Includes the Company's pro-rata share of consolidated and unconsolidated joint venture debt.

<sup>5</sup>Reflects debt net of the current Core Portfolio cash balance at end of period.

<sup>6</sup>Reflects debt net of the current Core Portfolio and pro-rata share of the Funds cash balance at end of period.

<sup>7</sup>Annualized EBITDA adjusted for income of \$1,993 relating to the collection of a previously reserved note receivable.

	Three months ended June 30,	Three months ended March 31,
	2014	2014
<b><u>LEVERAGE RATIOS</u></b>		
Debt <sup>4</sup>	\$ 528,404	\$ 562,899
Total Market Capitalization	2,252,373	2,118,292
<b>Debt/Total Market Capitalization</b>	23%	27%
Debt <sup>6</sup>	\$ 460,587	\$ 493,948
Total Market Capitalization	2,184,556	2,049,341
<b>Net Debt/Total Market Capitalization</b>	21%	24%
Debt + Preferred Equity (Preferred O.P. Units)	\$ 529,108	\$ 563,560
Total Market Capitalization	2,252,373	2,118,292
<b>Debt+Preferred Equity/Total Market Capitalization</b>	23%	27%
Debt	\$ 371,785	\$ 405,214
EBITDA (Annualized) <sup>7</sup>	89,289	91,516
<b>Debt/EBITDA - Core Portfolio</b>	4.2x	4.4x
Debt <sup>5</sup>	\$ 325,031	\$ 364,419
EBITDA (Annualized) <sup>7</sup>	89,289	91,516
<b>Net Debt/EBITDA - Core Portfolio</b>	3.6x	4.0x
Debt <sup>4</sup>	\$ 528,404	\$ 562,899
EBITDA (Annualized) <sup>7</sup>	100,913	102,584
<b>Debt/EBITDA - Core Portfolio and Funds</b>	5.2x	5.5x
Debt <sup>6</sup>	\$ 460,587	\$ 493,948
EBITDA (Annualized) <sup>7</sup>	100,913	102,584
<b>Net Debt/EBITDA - Core Portfolio and Funds</b>	4.6x	4.8x
NOI (Annualized)	\$ 78,940	\$ 76,816
Debt	371,785	405,214
<b>Debt Yield - Core Portfolio</b>	21%	19%
NOI (Annualized)	\$ 78,940	\$ 76,816
Debt <sup>5</sup>	325,031	364,419
<b>Net Debt Yield - Core Portfolio</b>	24%	21%
NOI (Annualized)	\$ 89,176	\$ 86,936
Debt <sup>4</sup>	528,404	562,899
<b>Debt Yield - Core Portfolio and Funds</b>	17%	15%
NOI (Annualized)	\$ 89,176	\$ 86,936
Debt <sup>6</sup>	460,587	493,848
<b>Net Debt Yield - Core Portfolio and Funds</b>	19%	18%

## Portfolio Debt - Summary

Reconciliation from Pro-Rata Share of Debt to Consolidated Debt per Financial Statement

(in thousands)

	Acadia Pro-Rata Share of Debt <sup>2</sup>						Reconciliation to Consolidated Debt as Reported			
	Core Portfolio		Funds		Total			Add:	Less:	Acadia
	Principal Balance	Interest Rate	Principal Balance	Interest Rate	Principal Balance	Interest Rate	Fixed vs Variable	Noncontrolling Interest Share of Consolidated Debt <sup>3</sup>	Pro-rata Share of Unconsolidated Debt <sup>4</sup>	Consolidated Debt As Reported
Mortgage Notes Payable										
Fixed-Rate Debt <sup>1</sup>	\$ 357,974	5.1%	\$ 73,837	4.6%	\$ 431,811	5.1%	82%	\$ 402,344	\$ (47,253)	\$ 786,902
Variable-Rate Debt	13,811	1.8%	82,782	2.1%	96,593	2.1%	18%	220,274	(31,257)	285,610
Total	\$ 371,785	5.0%	\$ 156,619	3.3%	\$ 528,404	4.5%	100%	\$ 622,618	\$ (78,510)	1,072,512
Unamortized premium										1,517
										\$ 1,074,029

### Notes:

<sup>1</sup> Fixed-rate debt includes notional principal fixed through swap transactions.

<sup>2</sup> Represents the Company's pro-rata share of debt based on its percent ownership.

<sup>3</sup> Represents the noncontrolling interest pro-rata share of consolidated partnership debt based on its percent ownership.

<sup>4</sup> Represents the Company's pro-rata share of unconsolidated partnership debt based on its percent ownership.



## Portfolio Debt - Detail

(in thousands)

Property	Entity	Principal Balance at June 30, 2014	Acadia's Pro-rata Share Percent	Acadia's Pro-rata Share Amount	Interest Rate	Maturity Date	Extension Options
<b><u>CORE PORTFOLIO</u></b>							
<b><u>Fixed-Rate Debt</u></b>							
Crossroads Shopping Center	Crossroads JV	\$ 57,689	49.0%	\$ 28,268	5.37%	12/1/2014	None
Crescent Plaza	Acadia	16,602	100.0%	16,602	4.98%	9/6/2015	None
Pacesetter Park Shopping Center	Acadia	11,420	100.0%	11,420	5.12%	11/6/2015	None
Elmwood Park Shopping Center	Acadia	32,473	100.0%	32,473	5.53%	1/1/2016	None
Chicago Portfolio	Acadia	15,412	100.0%	15,412	5.61%	2/1/2016	None
The Gateway Shopping Center	Acadia	19,594	100.0%	19,594	5.44%	3/1/2016	None
330-340 River Street	Acadia	10,787	100.0%	10,787	5.30%	5/1/2016	1 x 60 mos.
Brandywine Town Center	Brandywine JV	166,200	22.2%	36,933	5.99%	7/1/2016	None
Rhode Island Place Shopping Center	Acadia	16,092	100.0%	16,092	6.35%	12/1/2016	None
Convertible Notes	Acadia	380	100.0%	380	3.75%	12/15/2016	None
239 Greenwich Avenue	Acadia	26,000	75.0%	19,500	5.42%	2/11/2017	None
639 West Diversey	Acadia	4,294	100.0%	4,294	6.65%	3/1/2017	None
Merrillville Plaza	Acadia	25,671	100.0%	25,671	5.88%	8/1/2017	None
Georgetown Portfolio	Acadia	18,039	50.0%	9,020	4.72%	12/10/2027	None
Interest rate swaps <sup>1</sup>	Acadia	111,695	99.9%	111,528	4.15%	Various	
<b>Sub-Total Fixed-Rate Debt</b>		<b>532,348</b>		<b>357,974</b>	<b>5.14%</b>		
<b><u>Variable-Rate Debt</u></b>							
Unsecured Line of Credit <sup>2</sup>	Acadia	-	100.0%	-	Libor + 155	1/31/2016	1 x 12 mos.
664 N. Michigan	Acadia	45,000	100.0%	45,000	Libor + 165	6/28/2018	1 x 60 mos.
Unsecured Term Loan	Acadia	50,000	100.0%	50,000	Libor + 140	11/25/2018	None
4401 N White Plains Road	Acadia	6,202	100.0%	6,202	Libor + 190	9/1/2022	None
28 Jericho Turnpike	Acadia	15,957	100.0%	15,957	Libor + 190	1/23/2023	None
60 Orange Street	Acadia	8,347	98.0%	8,180	Libor + 175	4/3/2023	None
Interest rate swaps <sup>1</sup>	Acadia	(111,695)	99.9%	(111,528)	Libor + 190		
<b>Sub-Total Variable-Rate Debt</b>		<b>13,811</b>		<b>13,811</b>	<b>Libor + 160</b>		
<b>Total Core Portfolio Debt</b>		<b>\$ 546,159</b>		<b>\$ 371,785</b>	<b>5.01%</b>		

**Portfolio Debt - Detail (continued)**
*(in thousands)*

Property	Entity	Principal Balance at June 30, 2014	Acadia's Pro-rata Share Percent	Amount	Interest Rate	Maturity Date	Extension Options
<b><u>Funds</u></b>							
<b><u>Fixed-Rate Debt</u></b>							
Lincoln Road <sup>3</sup>	Fund III	\$ 19,232	18.9%	\$ 3,637	6.14%	8/11/2014	None
CityPoint <sup>3</sup>	Fund II	20,000	18.8%	3,766	7.25%	11/1/2014	None
Arundel Plaza <sup>3</sup>	Fund III	8,864	17.9%	1,588	5.60%	4/1/2015	None
216th Street <sup>3</sup>	Fund II	25,500	19.8%	5,054	5.80%	10/1/2017	None
CityPoint <sup>3</sup>	Fund II	198,500	18.8%	37,375	4.75%	2019 <sup>6</sup>	None
CityPoint <sup>3,5</sup>	Fund II	5,262	18.8%	991	1.00%	8/23/2019	None
Interest rate swaps <sup>1</sup>	Funds II & III	109,369	19.6%	21,426	3.59%	Various	
<b>Sub-Total Fixed-Rate Debt</b>		<b>386,727</b>		<b>73,837</b>	<b>4.65%</b>		
<b><u>Variable-Rate Debt</u></b>							
Parkway Crossing <sup>3</sup>	Fund III	13,134	17.9%	2,353	Libor + 220	1/1/2015	2 x 12 mos.
Liberty Avenue <sup>3</sup>	Fund II	9,032	19.8%	1,790	Libor + 275	4/30/2015	None
210 Bowery	Fund IV	4,600	23.1%	1,064	Libor + 195	6/1/2015	None
640 Broadway <sup>3</sup>	Fund III	22,750	10.0%	2,264	Libor + 295	7/1/2015	1 x 12 mos.
CityPoint <sup>3</sup>	Fund II	20,650	18.8%	3,888	Libor + 350	8/12/2015	None
CityPoint <sup>3</sup>	Fund II	20,000	18.8%	3,766	Libor + 500	8/23/2015	1 x 12 mos.
Cortlandt Towne Center	Fund III	84,351	19.9%	16,786	Libor + 165	10/26/2015	None
Acadia Strategic Opportunity IV LLC <sup>4</sup>	Fund IV	28,100	23.1%	6,497	Libor + 165	11/20/2015	1 x 12 mos.
Nostrand Avenue	Fund III	12,307	19.9%	2,449	Libor + 265	2/1/2016	2 x 12 mos.
Heritage Shops	Fund III	24,500	19.9%	4,876	Libor + 155	2/28/2016	2 x 12 mos.
Promenade at Manassas <sup>3</sup>	Fund IV	25,000	22.8%	5,696	Libor + 140	11/19/2016	2 x 12 mos.
Lincoln Park Centre	Fund III	23,000	19.9%	4,578	Libor + 145	12/3/2016	2 x 12 mos.
654 Broadway	Fund III	9,000	19.9%	1,791	Libor + 188	3/7/2017	2 x 12 mos.
New Hyde Park Shopping Center	Fund III	11,960	19.9%	2,380	Libor + 185	5/1/2017	2 x 12 mos.
938 W. North Avenue <sup>3</sup>	Fund IV	12,500	18.5%	2,312	Libor + 235	5/1/2017	1 x 12 mos.
1151 Third Avenue	Fund IV	12,500	23.1%	2,890	Libor + 175	6/3/2017	1 x 12 mos.
161st Street <sup>3</sup>	Fund II	29,500	19.8%	5,847	Libor + 250	4/1/2018	None
Lincoln Road <sup>3</sup>	Fund IV	84,000	22.0%	18,450	Libor + 160	6/14/2018	None
Paramus Plaza <sup>3</sup>	Fund IV	12,600	11.6%	1,457	Libor + 170	2/20/2019	None
Lake Montclair	Fund IV	15,469	23.1%	3,576	Libor + 215	5/1/2019	None
White City Shopping Center <sup>3</sup>	Fund III	56,808	16.7%	9,498	Libor + 215	2/19/2021	None
Interest rate swaps <sup>1</sup>	Funds II & III	(109,369)	19.6%	(21,426)	Libor + 232		
<b>Sub-Total Variable-Rate Debt</b>		<b>422,392</b>		<b>82,782</b>	<b>Libor + 195</b>		
<b>Total Funds Portfolio Debt</b>		<b>\$ 809,119</b>		<b>\$ 156,619</b>	<b>3.31%</b>		
<b>Total Debt</b>		<b>\$ 1,355,278</b>		<b>\$ 528,404</b>	<b>4.51%</b>		

## Portfolio Debt - Notes

(in thousands)

<sup>1</sup> The Company has hedged a portion of its variable-rate debt with variable to fixed-rate swap agreements

<sup>2</sup> This is an unsecured revolving facility which has a current capacity up to \$150,000 and can be increased to \$300,000. The interest rate will vary based on levels of leverage. As of June 30, 2014, the interest rate is LIBOR + 155 basis points.

<sup>3</sup> Acadia's interest in this Fund debt is also reflected net of other JV interests at the investment level.

<sup>4</sup> Total current availability under this facility is \$150,000. Fund IV also has the ability to increase the size of this facility to a total of \$239,881.

<sup>5</sup> This loan was made in connection with the New Markets Tax Credit and contains a borrower option to purchase the loan at the end of the term.

<sup>6</sup> The maturity date of this loan is five years after the final advancing of funds which is currently anticipated to occur by the end of 2014.

## Future Debt Maturities <sup>1</sup>

(in thousands)

### Core Portfolio

Year	<b>Total Debt Maturities</b>			<b>Acadia's Pro-rata Share</b>			<b>Weighted Average Interest Rate of Maturing Debt</b>		
	Scheduled Amortization	Maturities	Total	Scheduled Amortization	Maturities	Total	Total Debt	Fixed-Rate Debt	Variable-Rate Debt
2014	\$ 2,394	\$ 57,109	\$ 59,503	\$ 2,023	\$ 27,983	\$ 30,006	5.37%	5.37%	n/a
2015	3,681	27,344	31,025	3,517	27,344	30,861	5.04%	5.04%	n/a
2016	2,104	257,953	260,057	1,934	128,686	130,620	5.87%	5.87%	n/a
2017	1,460	54,549	56,009	1,281	48,049	49,330	5.72%	5.72%	n/a
2018	1,247	95,000	96,247	1,059	95,000	96,059	1.67%	n/a	1.67%
Thereafter	7,944	35,374	43,318	5,947	28,962	34,909	2.97%	4.72%	2.01%
<b>Total</b>	<b>\$ 18,830</b>	<b>\$ 527,329</b>	<b>\$ 546,159</b>	<b>\$ 15,761</b>	<b>\$ 356,024</b>	<b>\$ 371,785</b>			

### Funds

Year	<b>Total Debt Maturities</b>			<b>Acadia's Pro-rata Share</b>			<b>Weighted Average Interest Rate of Maturing Debt</b>		
	Scheduled Amortization	Maturities	Total	Scheduled Amortization	Maturities	Total	Total Debt	Fixed-Rate Debt	Variable-Rate Debt
2014	\$ 2,355	\$ 39,026	\$ 41,381	\$ 424	\$ 7,364	\$ 7,788	6.71%	6.71%	n/a
2015	3,621	209,103	212,724	677	39,602	40,279	2.71%	5.60%	2.58%
2016	1,970	83,897	85,867	392	17,422	17,814	1.78%	n/a	1.78%
2017	1,436	69,188	70,624	271	13,960	14,231	3.48%	5.80%	2.12%
2018	1,166	113,500	114,666	214	24,297	24,511	1.98%	n/a	1.98%
Thereafter	1,229	282,691	283,920	205	51,803	52,008	3.98%	4.65%	2.23%
<b>Total</b>	<b>\$ 11,777</b>	<b>\$ 797,405</b>	<b>\$ 809,182</b>	<b>\$ 2,183</b>	<b>\$ 154,448</b>	<b>\$ 156,631</b>			

Note:

<sup>1</sup> Does not include any applicable extension options

**Core Portfolio Retail Properties - Detail**

Property	Key Tenants	Year Acquired	Acadia's interest	Gross Leaseable Area			In Place Occupancy			Leased Occupancy	Annualized Base Rent PSF			Annualized Base Rent
				Anchors	Shops	Total	Anchors	Shops	Total	Total	Anchors	Shops	Total	Total
STREET RETAIL														
Chicago Metro														
664 N. Michigan Avenue	Tommy Bahama, Ann Taylor Loft	2013	100.0%	-	18,141	18,141	-	100.0%	100.0%	100.0%	\$ -	\$ 237.23	\$ 237.23	\$ 4,303,538
Rush and Walton Streets Collection - 6 properties	Lululemon, Brioni, BHLDN, Marc Jacobs	2011/12	100.0%	-	41,432	41,432	-	100.0%	100.0%	100.0%	-	149.40	149.40	6,189,744
651-671 West Diversey	Trader Joe's, Urban Outfitters	2011	100.0%	16,500	29,759	46,259	100.0%	100.0%	100.0%	100.0%	54.55	33.92	41.27	1,909,285
Clark Street and W. Diversey Collection - 3 properties	Ann Taylor, Akira	2011/12	100.0%	-	23,415	23,415	-	79.7%	79.7%	79.7%	-	55.07	55.07	1,027,825
Halsted and Armitage Collection - 9 properties	Intermix, BCBG, Club Monaco	2011/12	100.0%	20,580	24,078	44,658	100.0%	90.9%	95.1%	95.1%	20.70	63.93	42.98	1,824,696
North Lincoln Park Chicago Collection - 6 properties	Forever 21, Aldo, Carhartt, Chase Bank	2011/14	100.0%	-	51,255	51,255	-	96.5%	96.5%	96.5%	-	21.87	21.87	1,081,722
				37,080	188,080	225,160	100.0%	95.3%	96.1%	96.1%	35.76	87.72	78.82	17,056,810
New York Metro														
83 Spring Street	Paper Source	2012	100.0%	-	3,000	3,000	-	100.0%	100.0%	100.0%	-	207.96	207.96	623,884
152-154 Spring Street	Kate Spade Saturday	2014	100.0%	-	2,936	2,936	-	100.0%	100.0%	100.0%	-	728.66	728.66	2,139,360
Mercer Street	3 X 1 Denim	2011	100.0%	-	3,375	3,375	-	100.0%	100.0%	100.0%	-	120.44	120.44	406,494
West 54th Street	Stage Coach Tavern	2007	100.0%	-	5,773	5,773	-	100.0%	100.0%	100.0%	-	413.71	413.71	2,388,362
61 Main Street	Chicos	2014	100.0%	-	3,400	3,400	-	100.0%	100.0%	100.0%	-	103.40	103.40	351,560
181 Main Street	TD Bank	2012	100.0%	-	11,350	11,350	-	100.0%	100.0%	100.0%	-	74.77	74.77	848,683
4401 White Plains Road	Walgreens	2011	100.0%	12,964	-	12,964	100.0%	-	100.0%	100.0%	48.21	-	48.21	625,000
Bartow Avenue	Sleepy's	2005	100.0%	-	14,676	14,676	-	100.0%	100.0%	100.0%	-	31.38	31.38	460,545
239 Greenwich Avenue	Restoration Hardware	1998	75.0%	-	16,834	16,834	-	100.0%	100.0%	100.0%	-	92.35	92.35	1,554,663
252-256 Greenwich Avenue	Madewell, Calypso, Jack Wills	2014	100.0%	-	9,172	9,172	-	100.0%	100.0%	100.0%	-	131.14	131.14	1,202,772
Third Avenue	Planet Fitness	2006	100.0%	21,650	18,670	40,320	100.0%	100.0%	100.0%	100.0%	21.65	21.79	21.71	875,456
868 Broadway	Dr Martens	2013	100.0%	-	2,031	2,031	-	100.0%	100.0%	100.0%	-	326.05	326.05	662,202
313-315 Bowery <sup>1</sup>	John Varvatos, Patagonia	2013	100.0%	-	6,600	6,600	-	100.0%	100.0%	100.0%	-	66.00	66.00	435,600
120 West Broadway	HSBC Bank, Citibank	2013	100.0%	-	13,638	13,638	-	89.0%	89.0%	100.0%	-	141.75	141.75	1,720,569
2520 Flatbush Avenue	Bob's Discount Furniture, Capital One	2014	100.0%	-	29,114	29,114	-	100.0%	100.0%	100.0%	-	36.05	36.05	1,049,538
				34,614	140,569	175,183	100.0%	98.9%	99.1%	100.0%	31.60	102.47	88.35	15,344,688
District of Columbia Metro														
1739-53 & 1801-03 Connecticut Avenue	Ruth Chris Steakhouse, TD Bank	2012	100.0%	-	22,907	22,907	-	100.0%	100.0%	100.0%	-	57.49	57.49	1,316,844
Rhode Island Place Shopping Center	TJ Maxx	2012	100.0%	24,996	32,533	57,529	100.0%	92.3%	95.7%	95.7%	12.50	40.80	27.95	1,537,929
M Street and Wisconsin Corridor - 7 Properties	Lacoste, Juicy Couture, Coach	2011	63.6%	-	31,124	31,124	-	93.4%	93.4%	93.4%	-	82.71	82.71	2,405,471
				24,996	86,564	111,560	100.0%	95.4%	96.4%	97.8%	12.50	59.94	48.91	5,260,244
Boston Metro														
330-340 River Street	Whole Foods	2012	100.0%	40,800	13,426	54,226	100.0%	100.0%	100.0%	100.0%	17.05	32.38	20.85	1,130,470
				40,800	13,426	54,226	100.0%	100.0%	100.0%	100.0%	17.05	32.38	20.85	1,130,470
Total Street Retail				137,490	428,639	566,129	100.0%	96.7%	97.5%	98.0%	\$ 24.93	\$ 85.34	\$ 70.29	\$ 38,792,212
Acadia Share Total Street Retail				137,490	412,369	549,859	100.0%	96.7%	97.5%	98.0%	\$ 24.93	\$ 85.49	\$ 69.97	\$ 37,527,771

**Notes:**

General note - The above occupancy and rent amounts do not include space which is currently leased, other than "leased occupancy", but for which rent payment has not yet commenced. Residential and office GLA is excluded. East 17th and 613-623 West Diversey Parkway are under redevelopment

<sup>1</sup> Represents the annual base rent paid to Acadia pursuant to a master lessee and does not reflect the rent paid by the retail tenants at the property.



**Core Portfolio Retail Properties - Detail (continued)**

Property	Key Tenants	Year Acquired	Acadia's interest	Gross Leaseable Area			Occupancy			Leased Occupancy	Annualized Base Rent PSF			Annualized Base Rent
				Anchors	Shops	Total	Anchors	Shops	Total	Total	Anchors	Shops	Total	Total
SUBURBAN PROPERTIES														
New Jersey														
Elmwood Park Shopping Center	Walgreens, Pathmark (A&P)	1998	100.0%	62,610	86,460	149,070	100.0%	95.3%	97.3%	97.3%	\$ 25.26	\$ 25.44	\$ 25.36	\$ 3,678,349
Marketplace of Absecon	Rite Aid, Dollar Tree	1998	100.0%	46,724	57,832	104,556	100.0%	90.5%	94.8%	94.8%	13.32	15.26	14.35	1,421,546
60 Orange Street	Home Depot	2012	98.0%	101,715	-	101,715	100.0%	-	100.0%	100.0%	6.83	-	6.83	695,000
New York														
Village Commons Shopping Center	-	1998	100.0%	-	87,330	87,330	-	100.0%	100.0%	100.0%	-	31.30	31.30	2,733,855
Branch Plaza	LA Fitness, CVS	1998	100.0%	74,050	52,223	126,273	75.7%	76.5%	76.0%	76.0%	21.35	31.00	25.36	2,434,147
Amboy Center	Stop & Shop (Ahold)	2005	100.0%	37,266	26,024	63,290	100.0%	100.0%	100.0%	100.0%	20.00	46.17	30.76	1,946,877
Pacesetter Park Shopping Center	Stop & Shop (Ahold)	1999	100.0%	52,052	45,552	97,604	100.0%	76.2%	88.9%	88.9%	8.48	18.69	12.56	1,089,882
LA Fitness	LA Fitness	2007	100.0%	55,000	-	55,000	100.0%	-	100.0%	100.0%	25.30	-	25.30	1,391,500
Crossroads Shopping Center	Home Goods, PetSmart, Kmart	1998	49.0%	202,727	107,930	310,657	100.0%	79.1%	92.7%	95.4%	14.06	43.51	22.79	6,565,452
New Loudon Center	Price Chopper, Marshalls	1993	100.0%	251,058	4,615	255,673	100.0%	100.0%	100.0%	100.0%	7.35	31.03	7.78	1,989,333
28 Jericho Turnpike	Kohl's	2012	100.0%	96,363	-	96,363	100.0%	-	100.0%	100.0%	17.12	-	17.12	1,650,000
Connecticut														
Town Line Plaza <sup>1</sup>	Wal-Mart, Stop & Shop (Ahold)	1998	100.0%	163,159	43,187	206,346	100.0%	88.9%	97.7%	98.7%	14.72	17.74	15.83	1,650,467
Massachusetts														
Methuen Shopping Center	Wal-Mart, Market Basket	1998	100.0%	120,004	10,017	130,021	100.0%	100.0%	100.0%	100.0%	6.66	22.84	7.91	1,027,936
Crescent Plaza	Home Depot, Shaw's (Supervalu)	1993	100.0%	156,985	61,163	218,148	100.0%	78.9%	94.1%	96.0%	7.51	12.09	8.59	1,762,526
Vermont														
The Gateway Shopping Center	Shaw's (Supervalu)	1999	100.0%	73,184	28,471	101,655	100.0%	98.3%	99.5%	99.5%	19.00	22.24	19.90	2,012,739
Illinois														
Hobson West Plaza	Garden Fresh Markets	1998	100.0%	51,692	47,445	99,137	100.0%	90.5%	95.5%	95.5%	4.64	21.04	12.09	1,143,717
Indiana														
Merrillville Plaza	Jo-Ann Fabrics, TJ Maxx	1998	100.0%	123,220	112,867	236,087	100.0%	93.9%	97.1%	98.7%	10.72	17.76	13.97	3,203,334
Michigan														
Bloomfield Towne Square	Best Buy, Home Goods, TJ Maxx, Dick's Sporting Goods	1998	100.0%	153,839	81,947	235,786	100.0%	100.0%	100.0%	100.0%	11.12	22.43	15.05	3,548,369
Ohio														
Mad River Station	Babies 'R' Us, Office Depot	1999	100.0%	58,185	65,150	123,335	100.0%	67.4%	82.8%	82.8%	9.49	17.65	13.00	1,326,780
Delaware														
Brandywine Town Center	Lowes, Bed Bath & Beyond, Target, Dick's Sporting Goods	2003	22.2%	852,261	48,608	900,869	94.5%	91.4%	94.3%	94.3%	16.10	20.44	16.32	13,872,559
Market Square Shopping Center	Trader Joe's, TJ Maxx	2003	22.2%	42,850	59,197	102,047	100.0%	100.0%	100.0%	100.0%	17.05	32.33	25.91	2,644,439
Naamans Road	-	2006	22.2%	-	19,984	19,984	-	100.0%	100.0%	100.0%	-	43.41	43.41	867,517
Pennsylvania														
Mark Plaza	Kmart	1993	100.0%	104,956	1,900	106,856	100.0%	100.0%	100.0%	100.0%	1.95	18.95	2.25	240,664
Plaza 422	Home Depot	1993	100.0%	139,968	16,311	156,279	100.0%	100.0%	100.0%	100.0%	4.83	9.80	5.35	835,956
Route 6 Plaza	Kmart	1994	100.0%	146,568	29,021	175,589	100.0%	94.8%	99.1%	99.1%	6.04	13.83	7.27	1,266,178
Chestnut Hill	-	2006	100.0%	-	37,646	37,646	-	100.0%	100.0%	100.0%	-	24.04	24.04	904,845
Abington Towne Center <sup>2</sup>	Target, TJ Maxx	1998	100.0%	184,616	31,662	216,278	100.0%	100.0%	100.0%	100.0%	10.50	27.67	19.77	1,159,706
Total Suburban Properties				3,351,052	1,162,542	4,513,594	98.1%	90.4%	96.1%	96.5%	\$ 12.18	\$ 24.87	\$ 15.45	\$ 63,063,673
Acadia Share Total Suburban Properties				2,549,410	1,008,103	3,557,513	98.9%	90.4%	96.5%	96.9%	\$ 10.95	\$ 23.46	\$ 14.53	\$ 46,179,717
TOTAL CORE PROPERTIES				3,488,542	1,591,181	5,079,723	98.1%	92.1%	96.2%	96.7%	\$ 12.73	\$ 41.97	\$ 21.98	\$ 101,855,885
Acadia Share Total Core Properties				2,686,900	1,420,472	4,107,372	98.9%	92.2%	96.6%	97.0%	\$ 11.75	\$ 42.35	\$ 22.54	\$ 83,707,488

**Notes:**

General note - The above occupancy and rent amounts do not include space which is currently leased, other than "leased occupancy", but for which rent payment has not yet commenced. Residential and office GLA is excluded.

<sup>1</sup> Anchor GLA includes a 97,300 square foot Wal-Mart store which is not owned by the Company. This square footage has been excluded for calculating annualized base rent per square foot.

<sup>2</sup> Anchor GLA includes a 157,616 square foot Target store which is not owned by the Company. This square footage has been excluded for calculating annualized base rent per square foot.

## Core Portfolio Top Tenants - Ranked by Annual Base Rent (ABR)

Tenant	Number of stores in Core portfolio	Pro-Rata			
		Combined		Percentage of Total	
		GLA	Base Rent	Percentage of Portfolio GLA	Base Rent
LA Fitness	2	100,000	\$ 2,336,500	2.4%	2.8%
Ann Taylor Loft	2	14,174	2,150,210	0.3%	2.6%
Stop and Shop (Ahold)	3	155,177	1,948,635	3.8%	2.3%
Supervalu (Shaw's)	2	123,409	1,907,456	3.0%	2.3%
Home Depot	3	312,718	1,827,600	7.6%	2.2%
TJX Companies	8	209,198	1,625,642	5.1%	1.9%
-- TJ Maxx	5	120,123	854,724	2.8%	1.0%
-- Marshalls	1	37,212	167,454	0.9%	0.2%
-- Home Goods	2	51,863	603,464	1.3%	0.7%
Walgreens	3	37,499	1,412,716	0.9%	1.7%
Citibank	5	17,283	1,239,117	0.4%	1.5%
Kmart	3	273,969	1,170,078	6.7%	1.4%
Bob's Discount Furniture	2	34,723	1,062,507	0.8%	1.3%
TD Bank	2	15,560	1,060,904	0.4%	1.3%
JP Morgan Chase Bank	6	30,344	1,028,751	0.7%	1.2%
Trader Joe's	2	19,094	967,216	0.5%	1.2%
Urban Outfitters	2	19,902	879,450	0.5%	1.1%
Dicks Sporting Goods	2	59,805	860,471	1.5%	1.0%
Gap (Banana Republic and Old Navy)	3	13,835	856,466	0.3%	1.0%
Sleepy's	5	31,843	852,469	0.8%	1.0%
HSBC Bank	2	5,686	845,879	0.1%	1.0%
Capitol One	3	12,778	789,848	0.3%	0.9%
Rite Aid	2	26,633	764,030	0.6%	0.9%
<b>TOTAL</b>	<b>62</b>	<b>1,513,630</b>	<b>\$25,585,945</b>	<b>36.7%</b>	<b>30.6%</b>

### Notes:

General Note - Does not include tenants that operate at only one of Acadia's properties.

<sup>1</sup> Includes the Company's pro-rata share of unconsolidated joint ventures.

**Core Portfolio Lease Expirations**

Year	Anchor Tenants				
	No. of Leases Expiring	Gross Leased Area		Base Rent	
		Expiring SF	Percent of Total	PSF	Percent of Total
M to M <sup>1</sup>	-	-	0.0%	-	-
2014	3	174,074	5.5%	6.75	2.9%
2015	5	252,812	8.0%	13.58	8.5%
2016	9	315,062	9.9%	11.29	8.8%
2017	6	311,806	9.8%	11.80	9.1%
2018	7	416,882	13.2%	12.97	13.4%
2019	7	210,728	6.7%	10.54	5.5%
2020	6	329,713	10.4%	12.12	9.9%
2021	7	283,831	9.0%	13.13	9.2%
2022	2	69,837	2.2%	26.15	4.5%
2023	3	132,322	4.2%	11.63	3.8%
Thereafter	16	671,707	21.2%	14.57	24.3%
<b>Total</b>	<b>71</b>	<b>3,168,774</b>	<b>100.0%</b>	<b>\$ 12.73</b>	<b>100.0%</b>

	Shop Tenants				
	No. of Leases Expiring	Gross Leased Area		Base Rent	
		Expiring SF	Percent of Total	PSF	Percent of Total
	4	6,876	0.5%	\$ 29.83	0.3%
	27	80,675	5.5%	44.80	5.9%
	34	129,047	8.8%	32.76	6.9%
	56	231,571	15.8%	26.20	9.9%
	49	206,472	14.1%	38.47	12.9%
	56	179,804	12.3%	33.23	9.7%
	26	88,485	6.0%	53.02	7.6%
	21	76,841	5.2%	46.03	5.8%
	18	87,441	6.0%	36.98	5.3%
	24	97,150	6.6%	50.65	8.0%
	16	79,813	5.4%	45.79	5.9%
	33	201,064	13.7%	66.80	21.8%
<b>Total</b>	<b>364</b>	<b>1,465,239</b>	<b>100.0%</b>	<b>\$ 41.97</b>	<b>100.0%</b>

Total Tenants				
No. of Leases Expiring	Gross Leased Area		Base Rent	
	Expiring SF	Percent of Total	PSF	Percent of Total
4	6,876	0.1%	29.83	0.2%
30	254,749	5.5%	18.80	4.7%
39	381,859	8.2%	20.06	7.5%
65	546,633	11.8%	17.61	9.4%
55	518,278	11.2%	22.43	11.4%
63	596,686	12.9%	19.08	11.2%
33	299,213	6.5%	23.11	6.8%
27	406,554	8.8%	18.53	7.4%
25	371,272	8.0%	18.75	6.8%
26	166,987	3.6%	40.41	6.6%
19	212,135	4.6%	24.48	5.1%
49	872,771	18.8%	26.61	22.8%
<b>435</b>	<b>4,634,013</b>	<b>100.0%</b>	<b>\$ 21.98</b>	<b>100.0%</b>

254,916 Anchor GLA Owned by Tenants  
64,852 Total Vacant  
**3,488,542 Total Square Feet**

125,942 Total Vacant  
**1,591,181 Total Square Feet**

254,916 Anchor GLA Owned by Tenants  
190,794 Total Vacant  
**5,079,723 Total Square Feet**

**Note:**

<sup>1</sup> Leases currently under month to month or in process of renewal

## Core Portfolio - New and Renewal Rent Spreads <sup>1</sup>

	Period ended June 30, 2014		3 months ended June 30, 2014		3 months ended March 31, 2014	
	GAAP <sup>3</sup>	Cash <sup>2</sup>	GAAP <sup>3</sup>	Cash <sup>2</sup>	GAAP <sup>3</sup>	Cash <sup>2</sup>
<b>New leases</b>						
Number of new leases executed	5	5	2	2	3	3
GLA	22,124	22,124	5,635	5,635	16,489	16,489
New base rent	\$85.40	\$74.45	\$41.67	\$38.72	\$100.35	\$86.66
Previous base rent	\$40.32	\$41.20	\$23.34	\$25.38	\$46.12	\$46.61
Average cost per square foot	\$140.96	\$140.96	\$1.62	\$1.62	\$188.58	\$188.58
Weighted Average Lease Term (years)	13.8	13.8	6.5	6.5	16.3	16.3
Percentage growth in base rent	<b>111.8%</b>	<b>80.7%</b>	<b>78.5%</b>	<b>52.6%</b>	<b>117.6%</b>	<b>85.9%</b>
<b>Renewal leases</b>						
Number of renewal leases executed	16	16	13	13	3	3
GLA	192,922	192,922	185,472	185,472	7,450	7,450
New base rent	\$20.45	\$19.23	\$20.18	\$18.96	\$27.05	\$25.99
Expiring base rent	\$17.73	\$18.13	\$17.55	\$17.97	\$22.23	\$22.23
Average cost per square foot	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Weighted Average Lease Term (years)	4.8	4.8	4.8	4.8	5.3	5.3
Percentage growth in base rent	<b>15.3%</b>	<b>6.1%</b>	<b>15.0%</b>	<b>5.5%</b>	<b>21.7%</b>	<b>16.9%</b>
<b>Total new and renewal Leases</b>						
Number of new and renewal leases executed	21	21	15	15	6	6
GLA commencing	215,046	215,046	191,107	191,107	23,939	23,939
New base rent	\$27.13	\$24.91	\$20.81	\$19.54	\$77.54	\$67.78
Expiring base rent	\$20.05	\$20.50	\$17.72	\$18.19	\$38.69	\$39.02
Average cost per square foot	\$14.50	\$14.50	\$0.05	\$0.05	\$129.89	\$129.89
Weighted Average Lease Term (years)	5.7	5.7	4.8	4.8	12.9	12.9
Percentage growth in base rent	<b>35.3%</b>	<b>21.5%</b>	<b>17.5%</b>	<b>7.4%</b>	<b>100.4%</b>	<b>73.7%</b>

### Notes:

<sup>1</sup> Based on lease execution dates. Does not include leased square footage and costs related to first generation space and the Company's major redevelopment projects; renewal leases include exercised options.

<sup>2</sup> Rents have not been calculated on a straight-line basis. Previous/expiring rent is that as of time of expiration and includes any percentage rent paid as well. New rent is that which is paid at commencement.

<sup>3</sup> Rents are calculated on a straight-line ("GAAP") basis.

## Core Portfolio Capital Expenditures

Current Quarter

	Year-to-Date Period ended June 30, 2014	Current Quarter 3 months ended June 30, 2014	Previous Quarter 3 months ended March 31, 2014	Prior Year ended December 31, 2013
Leasing Commissions	\$ 577	\$ 401	\$ 176	\$ 1,676
Tenant Improvements	2,376	853	1,523	4,057
Capital Expenditures	590	146	444	2,592
Total Capital Expenditures	<b>\$ 3,543</b>	<b>\$ 1,400</b>	<b>\$ 2,143</b>	<b>\$ 8,325</b>
Other redevelopment and re-anchoring related activities	<b>\$ -</b>	<b>\$ -</b>		<b>\$ 5,953</b> <sup>1</sup>

*Note:*

<sup>1</sup> Consists of \$2,278 of costs associated with the re-anchoring of Crossroads, \$1,948 of costs associated with the re-tenanting of Merrillville Plaza, \$890 of costs associated with the re-anchoring of Branch Plaza and \$836k of costs associated with the installation of a new tenant at a Chicago Street Retail asset.



**Property Demographics - Core**

Property	City	State	Base Rent	Total GLA	3-Mile Radius			
					Total Pop.	# HH	Median HH Income	Avg. HH Income
<u>Core - Street Retail</u>								
664 N. Michigan Avenue	Chicago	IL	\$ 4,303,538	18,141	295,897	163,646	\$ 74,143	\$ 115,275
Rush and Walton Streets Collection - 6 properties	Chicago	IL	6,189,744	41,432	319,505	178,056	75,196	116,122
613-623 West Diversey Parkway	Chicago	IL	-	653,559	404,680	217,820	70,480	105,904
651-671 West Diversey	Chicago	IL	1,909,285	46,259	413,506	220,785	70,198	105,234
Clark Street and W. Diversey Collection - 3 properties	Chicago	IL	1,027,825	23,415	406,523	217,890	70,388	105,694
Halsted and Armitage Collection - 9 properties	Chicago	IL	1,824,696	44,658	443,549	238,098	72,697	108,583
North Lincoln Park Chicago Collection - 6 properties	Chicago	IL	1,801,722	51,255	496,377	247,811	68,233	99,096
83 Spring Street	Manhattan	NY	623,884	3,000	981,658	479,147	85,920	121,994
Mercer Street	Manhattan	NY	406,494	3,375	942,758	457,309	85,389	121,063
West 54th Street	Manhattan	NY	2,388,362	5,773	1,249,501	636,418	91,179	137,662
181 Main Street	Westport	CT	848,683	11,350	46,401	17,290	132,350	187,954
4401 White Plains Road	Bronx	NY	625,000	12,964	571,325	214,126	52,977	65,542
Bartow Avenue	Bronx	NY	460,545	14,676	578,872	215,091	47,890	58,583
239 Greenwich Avenue	Greenwich	CT	1,554,663	16,834	67,092	24,790	112,373	169,820
252-256 Greenwich Avenue	Greenwich	CT	1,202,772	9,172	67,228	25,117	110,894	176,008
Third Avenue	Bronx	NY	875,456	40,320	1,239,993	443,231	35,628	49,095
868 Broadway	Manhattan	NY	662,202	2,031	1,077,976	547,276	91,410	134,095
313-315 Bowery	Manhattan	NY	435,600	6,600	1,032,158	506,284	85,730	122,785
120 West Broadway	Manhattan	NY	1,720,569	13,638	878,321	422,645	85,293	121,409
152-154 Spring Street	Manhattan	NY	2,139,360	2,936	918,561	473,494	87,476	126,722
2520 Flatbush Avenue	Brooklyn	NY	1,049,538	29,114	553,769	211,713	56,343	68,554
1739-53 & 1801-03 Connecticut Avenue	Washington	DC	1,316,844	22,907	338,815	164,797	81,801	108,533
Rhode Island Place Shopping Center	Washington	DC	1,537,929	57,529	348,349	157,678	66,984	86,314
M Street and Wisconsin Corridor - 7 properties	Georgetown	DC	2,405,471	31,124	321,861	160,430	87,539	114,211
330-340 River Street	Cambridge	MA	1,130,470	54,226	492,750	214,634	65,037	91,540
<b>Total Core Street Retail</b>					509,599	251,558	\$ 79,264	\$ 115,820
Weighted Average - Based on annual base rent								

**Property Demographics - Core (continued)**

Property	City	State	Base Rent	Total GLA	3-Mile Radius						
					Total Pop.	# HH	Median HH Income	Avg. HH Income			
<b><u>Core - Suburban Properties</u></b>											
Elmwood Park Shopping Center	Elmwood Park	NJ	\$	3,678,349	149,070	252,982	84,585	\$	60,290	\$	69,299
Marketplace of Absecon	Absecon	NJ		1,421,546	104,556	32,668	11,471		61,717		73,395
60 Orange Street	Bloomfield	NJ		695,000	101,715	338,909	125,166		56,211		67,492
Village Commons Shopping Center	Smithtown	NY		2,733,855	87,330	67,473	22,922		109,170		123,046
Branch Plaza	Smithtown	NY		2,434,147	126,273	67,554	22,991		108,660		122,359
Amboy Center	Staten Island	NY		1,946,877	63,290	151,900	55,451		87,868		98,504
Pacesetter Park Shopping Center	Pomona	NY		1,089,882	97,604	36,144	11,216		112,281		126,247
LA Fitness	Staten Island	NY		1,391,500	55,000	128,131	45,167		79,348		89,832
Crossroads Shopping Center	White Plains	NY		6,565,452	310,657	109,134	42,516		96,092		118,263
New Loudon Center	Latham	NY		1,989,333	255,673	42,827	17,479		67,391		81,548
28 Jericho Turnpike	Westbury	NY		1,650,000	96,363	95,953	29,144		108,872		129,163
Town Line Plaza	Rocky Hill	CT		1,650,467	206,346	46,399	19,437		72,685		86,521
Methuen Shopping Center	Methuen	MA		1,027,936	130,021	99,701	34,864		50,705		60,706
Crescent Plaza	Brockton	MA		1,762,526	218,148	98,838	34,781		57,332		64,961
The Gateway Shopping Center	So. Burlington	VT		2,012,739	101,655	48,384	19,261		51,446		63,537
Hobson West Plaza	Naperville	IL		1,143,717	99,137	94,989	34,059		103,910		126,405
Merrillville Plaza	Hobart	IN		3,203,334	236,087	26,123	10,805		47,909		58,578
Bloomfield Towne Square	Bloomfield Hills	MI		3,548,369	235,786	56,773	22,617		62,547		94,909
Mad River Station	Dayton	OH		1,326,780	123,335	65,307	28,938		56,592		69,153
Mark Plaza	Edwardsville	PA		240,664	106,856	86,196	36,839		37,495		45,983
Plaza 422	Lebanon	PA		835,956	156,279	45,792	18,157		44,301		52,611
Route 6 Plaza	Honesdale	PA		1,266,178	175,589	6,832	2,962		37,786		44,999
Chestnut Hill	Philadelphia	PA		904,845	37,646	147,436	62,292		58,777		77,506
Abington Towne Center	Abington	PA		1,159,706	216,278	89,439	35,119		78,159		95,124
Total annual base rent						93,495	34,221	\$	75,389	\$	90,793
Total annual base rent						283,644	133,539	\$	77,160	\$	102,230
Brandywine/Mkt Sq./Naamans Rd <sup>1</sup>	Wilmington	DE	\$	17,384,515	1,022,900	507,575	193,705	\$	72,923	\$	88,573

**Note:**

<sup>1</sup> Based on 10 mile radius demographics given the unique trade market for this asset. This has been excluded from the average calculations of 3-mile radius due to its unique trade market.

**Property Demographics - Funds**

Property	City	State	Base Rent	Total GLA	Total Pop.	# HH	Median HH Income	Avg. HH Income
<b>Fund II</b>								
216th Street	Manhattan	NY	\$ 2,574,000	60,000	963,175	337,894	\$ 37,629	\$ 48,228
161st Street	Bronx	NY	6,002,214	232,252	1,274,128	450,383	33,329	45,066
Liberty Avenue	Queens	NY	937,724	26,125	639,405	213,464	55,561	67,368
<b>Fund II</b>					1,180,801	416,621	\$ 34,620	\$ 46,015
Weighted Average - Based on annual base rent								
<b>Fund III</b>								
Cortlandt Towne Center	Mohegan Lake	NY	\$ 9,809,539	639,353	49,966	17,759	\$ 84,926	\$ 97,340
640 Broadway	Manhattan	NY	874,566	4,145	1,006,693	496,773	86,613	124,108
654 Broadway	Manhattan	NY	550,000	2,896	1,007,518	497,906	86,836	124,507
New Hyde Park Shopping Center	New Hyde Park	NY	1,227,624	32,602	199,698	70,745	102,010	122,658
White City	Shrewsbury	MA	4,000,307	180,379	99,189	39,649	51,215	62,391
Parkway Crossing	Parkville	MD	1,837,311	260,241	185,935	74,271	59,022	68,972
Lincoln Road	Miami Beach	FL	2,586,411	59,677	58,869	33,379	52,126	85,417
Heritage Shops	Chicago	IL	3,140,685	81,730	288,116	154,272	71,414	110,831
Lincoln Park Centre	Chicago	IL	2,331,200	61,761	431,527	230,716	73,011	109,736
Nostrand Avenue	Brooklyn	NY	1,428,327	40,315	544,351	203,713	51,528	65,388
Arundel Plaza	Glen Burnie	MD	1,318,478	265,116	77,759	29,166	59,786	64,793
<b>Fund III</b>					194,180	88,635	\$ 79,165	\$ 101,054
Weighted Average - Based on annual base rent								
<b>Fund IV</b>								
1701 Belmont Avenue	Catonsville	MD	\$ 936,166	58,674	110,450	43,613	\$ 60,575	\$ 68,732
Lincoln Road	Miami Beach	FL	4,590,048	54,864	58,869	33,379	52,126	85,417
2819 Kennedy Boulevard	North Bergen	NJ	100,000	41,477	526,721	241,698	78,834	110,806
Promenade at Manassas	Manassas	VA	3,348,312	265,442	57,996	18,940	74,390	84,467
Paramus Plaza	Paramus	NJ	1,781,178	152,060	106,906	37,209	119,131	132,518
1151 Third Avenue	Manhattan	NY	534,396	12,881	1,270,132	636,996	87,522	131,326
Lake Montclair	Prince William County	VA	1,885,609	105,850	55,900	18,373	93,338	103,028
938 W. North Avenue	Chicago	IL	928,510	33,228	453,690	239,813	72,447	108,382
<b>Fund IV</b>					112,294	51,028	\$ 100,412	\$ 136,377
Weighted Average - Based on annual base rent								
<b>Total - Funds</b>					352,678	140,763	\$ 66,026	\$ 84,815
Weighted Average - Based on annual base rent								

Weighted Average - Based on annual base rent

## Overview of Acadia Funds

As of June 30, 2014	FUND I	FUND II	FUND III	FUND IV
<b>Date formed</b>	September 2001	June 2004	May 2007	May 2012
<b>Capital committed</b>	\$86.6 million	\$300.0 million	\$475.0 million	\$540.6 million
<b>Capital funded</b>	Fully funded	Fully funded <sup>2</sup>	\$366.6 million	\$121.0 million
<b>As a percentage of commitments</b>	100.0%	100.0%	77.2% All unfunded capital is anticipated to be used to complete existing projects	22.4%
<b>Distributions</b>	\$191.5 million	\$131.6 million	\$262.6 million	\$0
<b>As a percentage of funded capital</b>	221.1%	43.9%	71.6%	0.0%
	All original capital and accumulated preferred return has been paid. Acadia is entitled to a Promote on all future distributions.			
<b>Fund structure</b>				
Equity contribution and Cash flow distribution:	22.2% - Acadia 77.8% - Four institutional investors	20.0% - Acadia 80.0% - Six institutional investors	19.9% - Acadia 80.1% - 14 institutional investors	23.1% - Acadia 76.9% - 17 institutional investors
Distributions:	20% to Acadia once all partners (including Acadia) have received cumulative preferred return and return of equity			
	Remaining 80% is distributed pro-rata to all the partners (including Acadia)			
Preferred return rate:	9%	8%	6%	6%
<b>Fees/Priority Distributions to Acadia</b>	Asset management fee/Priority distribution equal to 1.5% of implied capital <sup>1</sup>			
	Property management fee/Priority distribution equal to 4% of gross property revenues			
	Market rate leasing fees			
	Market rate construction/project management fees			
	Development fee equal to 3% of total project cost			

### Notes:

<sup>1</sup> Committed capital as reduced by capital attributed to sold investments.

<sup>2</sup> During the fourth quarter of 2013, a distribution of \$47.1 million was made to the Fund II investors. Until December 2016, this amount is subject to recontribution to Fund II by the investors, if needed to fund the on-going redevelopment of existing projects.

**Fund Retail Properties - Detail**

		Year Acquired	Ownership %	Gross Leasable Area			In Place Occupancy			Leased Occupancy	Annualized Base Rent PSF			
Anchors				Anchors	Shops	Total	Anchors	Shops	Total	Total	Anchors	Shops	Total	
Fund I Portfolio Detail														
VARIOUS														
Total - Fund I		Kroger/Safeway Portfolio (3 Properties)	2003	60.0%	97,500	-	97,500	34.9%	-	34.9%	34.9%	\$ 3.03	\$ -	\$ 3.03
Fund II Portfolio Detail														
NEW YORK														
New York														
Liberty Avenue	CVS	2005	99.1%	10,880	15,245	26,125	100.0%	100.0%	100.0%	100.0%	\$ 39.75	\$ 37.23	\$ 35.89	
216th Street	NYC Human Resources Administration	2005	99.1%	60,000	-	60,000	100.0%	-	100.0%	100.0%	42.90	-	42.90	
161st Street <sup>1</sup>	Various New York City & State agencies	2005	99.1%	107,026	125,226	232,252	100.0%	87.6%	93.3%	93.3%	26.50	28.85	27.69	
Total - Fund II				177,906	140,471	318,377	100.0%	89.0%	95.1%	95.1%	\$ 32.84	\$ 29.38	\$ 31.41	
Fund III Portfolio Detail														
NEW YORK														
New York														
Cortlandt Towne Center	Wal-Mart, Best Buy, A&P	2009	100.0%	472,420	166,933	639,353	95.7%	83.7%	92.6%	96.7%	\$ 14.05	\$ 24.71	\$ 16.57	
654 Broadway	Penguin (Perry Ellis)	2011	100.0%	-	2,896	2,896	-	100.0%	100.0%	100.0%	-	189.92	189.92	
640 Broadway	Swatch	2012	50.0%	-	4,145	4,145	-	91.8%	91.8%	100.0%	-	229.91	229.91	
New Hyde Park Shopping Center	PetSmart	2011	100.0%	13,507	19,095	32,602	100.0%	80.4%	88.5%	88.5%	35.00	49.18	42.54	
Nostrand Avenue	-	2013	100.0%	-	40,315	40,315	-	75.9%	75.9%	75.9%	-	46.67	46.67	
NEW ENGLAND														
Massachusetts														
White City Shopping Center	Shaw's (Supervalu)	2010	84.0%	131,839	125,936	257,775	85.6%	98.7%	92.0%	92.0%	15.60	35.05	25.80	
MID-ATLANTIC														
Maryland														
Parkway Crossing	Home Depot, Shop Rite	2011	94.3%	192,836	67,405	260,241	100.0%	82.1%	95.4%	95.4%	3.65	20.48	7.40	
Arundel Plaza	Giant Food, Lowe's	2012	94.3%	231,920	33,196	265,116	100.0%	58.8%	94.8%	94.8%	3.90	21.18	5.24	
SOUTHEAST														
Florida														
Lincoln Road	Starbucks, Sushi Samba	2011	95.0%	-	59,677	59,677	-	34.2%	34.2%	36.2%	-	126.57	126.57	
MIDWEST														
Illinois														
Heritage Shops	LA Fitness, Ann Taylor Loft	2011	100.0%	49,878	31,852	81,730	100.0%	89.7%	96.0%	96.0%	21.61	72.18	40.03	
Lincoln Park Centre	Design Within Reach	2012	100.0%	-	61,761	61,761	-	87.6%	87.6%	100.0%	-	43.09	43.09	
Total - Fund III				1,092,400	613,211	1,705,611	96.4%	80.7%	90.8%	92.8%	\$ 10.71	\$ 40.32	\$ 20.17	
Fund IV Portfolio Detail														
NEW YORK														
New York														
1151 Third Avenue		2013	100.0%	-	12,881	12,881	-	36.0%	36.0%	100.0%	\$ -	\$ 115.34	\$ 115.34	
New Jersey														
Paramus Plaza	Babies R Us, Ashley Furniture	2013	50.0%	76,222	75,838	152,060	100.0%	29.5%	64.8%	64.8%	20.80	8.75	18.07	
MID-ATLANTIC														
Virginia														
Promenade at Manassas	Home Depot, HH Gregg	2013	98.6%	194,038	71,404	265,442	100.0%	92.5%	98.0%	98.4%	9.73	22.11	12.87	
Lake Montclair	Food Lion	2013	100.0%	33,000	72,850	105,850	100.0%	93.4%	95.5%	95.5%	9.50	23.10	18.66	
Maryland														
1701 Belmont Avenue	Best Buy	2012	98.6%	58,674	-	58,674	100.0%	-	100.0%	100.0%	15.96	-	15.96	
MIDWEST														
Illinois														
938 W. North Avenue	Restoration Hardware, Sephora	2013	80.0%	-	33,228	33,228	-	62.6%	62.6%	62.6%	-	44.66	44.66	
SOUTHEAST														
Florida														
Lincoln Road	Aldo, Fossil, Spris	2012	95.0%	-	54,864	54,864	-	68.9%	68.9%	71.1%	-	121.46	121.46	
Total - Fund IV				361,934	321,065	682,999	100.0%	68.4%	85.2%	86.7%	\$ 13.05	\$ 42.25	\$ 24.08	

**Notes:**

General note - The above occupancy and rent amounts do not include space which is currently leased, other than "leased occupancy", but for which rent payment has not yet commenced. Residential and office GLA is excluded.

The following Fund II, Fund III and Fund IV properties are currently under redevelopment as further detailed under "Redevelopment Activity."

Property	Fund Ownership %
Sherman Avenue	99.1%
City Point	94.2%
Cortlandt Crossing	100.0%
Broad Hollow Commons	100.0%
3104 M Street	100.0%
210 Bowery	100.0%
2819 Kennedy Boulevard	98.6%
Broughton Street Portfolio	50.0%

<sup>1</sup> Currently operating, but redevelopment activities have commenced.

**Funds Lease Expirations**
**Fund I:**

Year	Anchor Tenants				
	Gross Leased Area			Base Rent	
	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total
2019	1	34,000	100.0%	\$ 3.03	100.0%
<b>Total</b>	<b>1</b>	<b>34,000</b>	<b>100.0%</b>	<b>\$ 3.03</b>	<b>100.0%</b>

63,500 Total Vacant  
**97,500** Total Square Feet

**Fund II:**

Year	Anchor Tenants					Shop Tenants				
	Gross Leased Area			Base Rent		Gross Leased Area			Base Rent	
	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total
M to M <sup>1</sup>	-	-	-	\$ -	-	1	9,967	8.0%	\$ 10.00	2.7%
2014	1	107,026	60.2%	26.50	48.5%	-	-	-	-	-
2015	-	-	-	-	-	-	-	-	-	-
2016	-	-	-	-	-	-	-	-	-	-
2017	-	-	-	-	-	-	-	-	-	-
2018	-	-	-	-	-	-	-	-	-	-
2019	-	-	-	-	-	1	4,575	3.7%	27.81	3.5%
2020	-	-	-	-	-	-	-	-	-	-
2021	-	-	-	-	-	-	-	-	-	-
2022	-	-	-	-	-	1	4,462	3.6%	31.00	3.8%
2023	-	-	-	-	-	-	-	-	-	-
Thereafter	2	70,880	39.8%	42.42	51.5%	6	105,967	84.7%	31.20	90.1%
<b>Total</b>	<b>3</b>	<b>177,906</b>	<b>100.0%</b>	<b>\$ 32.84</b>	<b>100.0%</b>	<b>9</b>	<b>124,971</b>	<b>100.0%</b>	<b>\$ 29.38</b>	<b>100.0%</b>

- Total Vacant  
**177,906** Total Square Feet

15,500 Total Vacant  
**140,471** Total Square Feet

**Fund III:**

Year	Anchor Tenants					Shop Tenants				
	Gross Leased Area			Base Rent		Gross Leased Area			Base Rent	
	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total
M to M <sup>1</sup>	-	-	-	\$ -	-	2	4,000	0.8%	\$ 22.23	0.4%
2014	-	-	-	-	-	12	44,416	9.0%	27.01	6.0%
2015	3	81,465	7.7%	7.11	5.1%	12	23,069	4.7%	42.28	4.9%
2016	1	26,561	2.5%	8.00	1.9%	23	54,548	11.0%	40.21	11.0%
2017	2	52,131	4.9%	18.36	8.5%	13	54,065	10.9%	28.12	7.6%
2018	5	287,562	27.3%	12.54	32.0%	23	82,228	16.6%	30.44	12.5%
2019	3	236,323	22.4%	7.57	15.9%	12	37,437	7.6%	67.09	12.6%
2020	-	-	-	-	-	5	15,546	3.1%	21.48	1.7%
2021	1	35,601	3.4%	10.76	3.4%	7	28,392	5.7%	36.22	5.2%
2022	1	65,028	6.2%	17.00	9.8%	10	32,038	6.5%	45.79	7.4%
2023	2	38,836	3.7%	15.49	5.3%	12	43,421	8.8%	56.61	12.3%
Thereafter	3	229,660	21.8%	8.89	18.1%	16	75,481	15.3%	48.56	18.4%
<b>Total</b>	<b>21</b>	<b>1,053,167</b>	<b>100.0%</b>	<b>\$ 10.71</b>	<b>100.0%</b>	<b>147</b>	<b>494,641</b>	<b>100.0%</b>	<b>\$ 40.32</b>	<b>100.0%</b>

39,233 Total Vacant  
**1,092,400** Total Square Feet

118,570 Total Vacant  
**613,211** Total Square Feet

**Fund IV:**

Year	Anchor Tenants					Shop Tenants				
	Gross Leased Area			Base Rent		Gross Leased Area			Base Rent	
	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total	No. of Leases Expiring	Expiring SF	Percent of Total	PSF	Percent of Total
M to M <sup>1</sup>	-	-	-	\$ -	-	3	5,587	2.5%	\$ 41.69	2.5%
2014	-	-	-	-	-	4	19,699	9.0%	79.21	16.8%
2015	-	-	-	-	-	2	2,726	1.2%	116.92	3.4%
2016	-	-	-	-	-	6	16,800	7.6%	37.90	6.9%
2017	1	58,674	16.2%	15.96	19.8%	5	21,188	9.6%	40.04	9.1%
2018	-	-	-	-	-	13	38,816	17.7%	26.80	11.2%
2019	1	39,220	10.8%	19.52	16.2%	9	54,938	25.0%	24.29	14.4%
2020	1	27,926	7.7%	12.00	7.1%	3	18,364	8.4%	17.55	3.5%
2021	1	32,144	8.9%	11.50	7.8%	3	5,235	2.4%	93.49	5.3%
2022	1	26,568	7.3%	10.14	5.7%	5	16,009	7.3%	109.99	19.0%
2023	1	33,000	9.1%	9.50	6.6%	3	14,063	6.4%	27.50	4.2%
Thereafter	2	144,402	40.0%	12.00	36.7%	2	6,250	2.8%	56.10	3.8%
<b>Total</b>	<b>8</b>	<b>361,934</b>	<b>100.0%</b>	<b>\$ 13.05</b>	<b>100.0%</b>	<b>58</b>	<b>219,675</b>	<b>100.0%</b>	<b>\$ 42.25</b>	<b>100.0%</b>

- Total Vacant  
**361,934** Total Square Feet

101,390 Total Vacant  
**321,065** Total Square Feet

*Note:*

<sup>1</sup> Leases currently under month to month or in process of renewal

## Development Activity

(\$ in millions)

Property	Ownership	Location	Estimated Construction Completion	Estimated Sq.Ft. Upon Completion	Leased Rate <sup>6</sup>	Key Tenants	Acquisition & Development Costs					Outstanding Debt		
							Incurred	Estimated Future Range		Estimated Total Range				
FUND II														
City Point <sup>1</sup> Sherman Plaza	94.2%	Brooklyn, NY	2015	675,000	65% <sup>2</sup>	Century 21, CityTarget, Alamo	\$305.6	\$(25.6)	to	\$ 4.4	<sup>3</sup> \$280.0	to	<sup>3</sup> \$310.0	\$ 264.4
	99.1%	New York, NY	TBD	TBD	-	Drafthouse, Armani Exchange TBD	35.1	TBD		TBD	TBD		TBD	-
							\$340.7	TBD		TBD	TBD		TBD	\$ 264.4
FUND III														
723 N. Lincoln Lane <sup>4</sup>	95.0%	Miami Beach, FL	TBD	TBD	-	TBD	\$ 6.7	TBD		TBD	TBD		TBD	- <sup>5</sup>
Cortlandt Crossing	100.0%	Mohegan Lake, NY	2016	150,000 - 170,000	-	TBD	12.8	34.2	to	43.2	47.0	to	56.0	-
3104 M Street NW	80.0%	Washington, D.C.	TBD	10,000	-	TBD	3.2	3.8	to	5.3	7.0	to	8.5	-
Broad Hollow Commons	100.0%	Farmingdale, NY	2016	180,000 - 200,000	-	TBD	13.8	36.2	to	46.2	50.0	to	60.0	-
							\$ 36.5	TBD		TBD	TBD		TBD	\$ -
FUND IV														
210 Bowery	100.0%	New York, NY	2016	10,000	-	TBD	\$ 7.9	\$ 3.6	to	\$ 4.1	\$ 11.5	to	\$ 12.0	\$ 4.6
Broughton Street Portfolio <sup>7</sup>	50.0%	Savannah, GA	2016	200,000	-	TBD	30.4	31.6	to	37.6	62.0	to	68.0	-
							\$ 38.3	\$ 35.2		\$ 41.7	\$ 73.5		\$ 80.0	\$ 4.6

### Notes:

<sup>1</sup> Acquired a leasehold interest in this property.

<sup>2</sup> Leased rate calculated on approximately 475,000 rentable square feet.

<sup>3</sup> Net of anticipated reimbursements from retail tenants and proceeds from residential tower sales.

<sup>4</sup> This property is part of a three-property portfolio. The other two are operating properties.

<sup>5</sup> The loan on Fund III's Lincoln Road Portfolio includes this property as collateral. For the purpose of this schedule, the outstanding debt was not allocated among the Portfolio's three properties.

<sup>6</sup> The leased rate excludes pre-redevelopment tenants.

<sup>7</sup> The portfolio will be acquired through a series of transactions. Costs incurred are for those acquisitions completed as of June 30, 2014 (18 buildings). Estimated total costs reflect acquisition costs for the remaining 6 buildings as well as development costs to complete the entire portfolio.

Reconciles to Consolidated Balance Sheet as follows:

Development costs above	\$ 415.5
Less development held as operating real estate	(7.9)
Less development costs of unconsolidated properties	(40.3)
Less deferred costs and other amounts	(2.9)
Total per consolidated balance sheet	<u>\$ 364.4</u>

## Retailer Controlled Property ("RCP") Venture - Overview <sup>1</sup>

Item	Description
Date formed	August 2004
Partnership structure	
Equity Contribution:	<p>\$300 million of total equity - Fully invested</p> <p>20% (\$63 million) - AKR Fund I (\$15 million) and Fund II (\$48 million)</p> <p>80% - Klaff Realty LP and Lubert-Adler</p>
Cash flow distribution:	<p>20% - AKR Funds</p> <p>80% - Four institutional investors</p>
Promote:	<p>20% to Klaff once all partners (including Klaff) have received 10% preferred return and return of equity (50% of first \$40 million of AKR Fund equity is not subject to this promote)</p> <p>Remaining 80% is distributed to all the partners (including Klaff)</p>

### RCP Venture - Investments

The following table summarizes the RCP Venture investments from inception through June 30, 2014

Investor	Investment	Years acquired	Invested capital	Distributions		Equity Multiple
				Current year-to-date	From inception	
Mervyns I and Mervyns II	Mervyns	2004 through 2007	\$ 33,605	\$ 601	\$ 52,851	1.6x
Mervyns II	Albertson's	2006 through 2007	23,133	-	86,458	3.7x
Fund II and Mervyns II	Other investments <sup>2</sup>	2006 through 2008	6,476	429	7,484	1.2x
<b>Total</b>			<b>\$ 63,214</b>	<b>\$ 1,030</b>	<b>\$146,793</b>	<b>2.3x</b>

#### Notes:

<sup>1</sup> The RCP Venture is not a separate AKR Fund, rather it is a venture in which AKR, Funds I and II have invested approximately \$63 million in equity.

<sup>2</sup> Represents investments in Shopko, Marsh and Rex Stores.



### ***SPECIAL NOTE REGARDING FORWARD-LOOKING STATEMENTS***

Certain statements contained in this supplemental disclosure may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities and Exchange Act of 1934 and as such may involve known and unknown risks, uncertainties and other factors which may cause the Company's actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements, which are based on certain assumptions and describe the Company's future plans, strategies and expectations are generally identifiable by use of the words "may," "will," "should," "expect," "anticipate," "estimate," "believe," "intend" or "project" or the negative thereof or other variations thereon or comparable terminology. Factors which could have a material adverse effect on the operations and future prospects of the Company include, but are not limited to those set forth under the heading "Risk Factors" in the Company's Annual Report on Form 10-K. These risks and uncertainties should be considered in evaluating any forward-looking statements contained or incorporated by reference herein.

### ***USE OF FUNDS FROM OPERATIONS AS NON-GAAP FINANCIAL MEASURE***

The Company considers funds from operations ("FFO") as defined by the National Association of Real Estate Investment Trusts ("NAREIT") to be an appropriate supplemental disclosure of operating performance for an equity REIT due to its widespread acceptance and use within the REIT and analyst communities. FFO is presented to assist investors in analyzing the performance of the Company. It is helpful as it excludes various items included in net income that are not indicative of the operating performance, such as gains (or losses) from sales of property and depreciation and amortization. However, the Company's method of calculating FFO may be different from methods used by other REITs and, accordingly, may not be comparable to such other REITs. FFO does not represent cash generated from operations as defined by generally accepted accounting principles ("GAAP") and is not indicative of cash available to fund all cash needs, including distributions. It should not be considered as an alternative to net income for the purpose of evaluating the Company's performance or to cash flows as a measure of liquidity. Consistent with the NAREIT definition, the Company defines FFO as net income (computed in accordance with GAAP), excluding gains (or losses) from sales of depreciated property, plus depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures. In addition, the Company also discloses FFO as adjusted to include the extraordinary gain from its RCP investment in Albertson's. The Company believes that income or gains derived from its RCP investments, including its investment in Albertson's, are private-equity investments and, as such, should be treated as operating income and therefore FFO. The Company believes that this supplement adjustment more appropriately reflects the results of its operations. The Company also provides two other supplemental disclosures of operating performance, adjusted funds from operations ("AFFO") and funds available for distribution ("FAD"). The Company defines AFFO as FFO adjusted for straight line rent, non-real estate depreciation, amortization of finance costs and costs of management contracts, tenant improvements, leasing commissions and capital expenditures. The Company defines FAD as AFFO adjusted for scheduled debt principal payments.

### ***USE OF EBITDA AND NOI AS NON-GAAP FINANCIAL MEASURES***

EBITDA and NOI are widely used financial measures in many industries, including the REIT industry, and are presented to assist investors and analysts in analyzing the performance of the Company. They are helpful as they exclude various items included in net income that are not indicative of operating performance, such as gains (or losses) from sales of property and depreciation and amortization and is used in computing various financial ratios as a measure of operational performance. The Company computes EBITDA as the sum of net income before extraordinary items plus interest expense, depreciation, income taxes and amortization, less any gains (losses including impairment charges) on the sale of income producing properties. The Company computes NOI by taking the difference between Property Revenues and Property Expenses as detailed in this reporting supplement. The Company's method of calculating EBITDA and NOI may be different from methods used by other REITs and, accordingly, may not be comparable to such other REITs. EBITDA and NOI do not represent cash generated from operations as defined by GAAP and are not indicative of cash available to fund all cash needs, including distributions. They should not be considered as an alternative to net income for the purpose of evaluating the Company's performance or to cash flows as a measure of liquidity.