

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): October 23, 2012

**ACADIA REALTY TRUST**

(Exact name of registrant as specified in its charter)

Maryland  
(State or other  
jurisdiction of incorporation)

1-12002  
(Commission  
File Number)

23-2715194  
(I.R.S. Employer  
Identification No.)

1311 Mamaroneck Avenue  
Suite 260  
White Plains, New York 10605  
(Address of principal executive offices) (Zip Code)

(914) 288-8100  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425 )
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02. Results of Operations and Financial Condition.**

On October 23, 2012, Acadia Realty Trust (the "Company") issued a press release announcing its consolidated financial results for the quarter and nine months ended September 30, 2012. A copy of this press release is attached to this report on Form 8-K as Exhibit 99.1 and incorporated herein by reference. In addition, on October 23, 2012, the Company made available supplemental information concerning the ownership, operations and portfolio of the Company as of and for the quarter and nine months ended September 30, 2012. A copy of this supplemental information is attached to this report on Form 8-K as Exhibit 99.2 and incorporated herein by reference. The information included in this Item 2.02, including the information included in Exhibits 99.1 and 99.2 attached hereto, is intended to be furnished solely pursuant to this Item 2.02, and is not deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference into any filing under the Securities Act of 1933, as amended ("Securities Act") or the Exchange Act, or otherwise subject to the liabilities of Sections 11 and 12 (a) (2) of the Securities Act.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release of the Company dated October 23, 2012.
99.2	Financial and Operating Reporting Supplement of the Company for the quarter and nine months ended September 30, 2012.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ACADIA REALTY TRUST**  
(Registrant)

Date: October 26, 2012

By: /s/ Jonathan Grisham  
Name: Jonathan Grisham  
Title: Sr. Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

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**Acadia Realty Trust Reports Third Quarter 2012 Operating Results**

**WHITE PLAINS, N.Y. -- (BUSINESS WIRE)** -- October 23, 2012 -- Acadia Realty Trust (NYSE: AKR) today reported operating results for the quarter ended September 30, 2012. All per share amounts are on a fully diluted basis.

**Third Quarter 2012 Highlights****Earnings**

- Funds from operations (“FFO”) of \$0.27 per share for third quarter 2012
- Earnings per share (“EPS”) from continuing operations of \$0.13 for third quarter 2012

**Core Portfolio – Substantial Acquisition Pipeline and Strong Portfolio Performance**

- During and subsequent to the third quarter, closed on the acquisitions of properties located in Manhattan (SoHo) and Bloomfield, New Jersey for an aggregate purchase price of \$24.0 million
- Currently under contract to purchase properties for an aggregate \$175.3 million
- Same store net operating income (“NOI”) for the third quarter up 6.2% compared to 2011; excluding the impact of re-anchoring activities, same store NOI increased 3.2%
- September 30, 2012 physical portfolio occupancy of 92.9%; including leased space not yet open, leased occupancy was 94.8%

**Opportunity Funds – Fund IV Closed; Fund III Completes Acquisition Phase and Continues to Monetize Assets**

- During the quarter, completed the final closing for Fund IV for a total of \$540.6 million of total equity commitments
  - Fund III closed on its final three investments located in Washington D.C. (Georgetown), Westchester County (Mohegan Lake), New York and Glen Burnie, Maryland for an aggregate purchase price of \$31.6 million
  - Fund III sold 125 Main Street located in Westport, Connecticut for \$33.5 million
-

## Balance Sheet – Match-Funding Core and Fund Acquisitions

- Renewed the Company's at-the-market ("ATM") equity program providing for up to \$125.0 million in Common Share issuance
- Raised \$34.1 million of net proceeds under the ATM during third quarter 2012 to fund acquisitions
- Core portfolio debt net of cash on hand ("Net Debt") to EBITDA ratio of 4.2x at September 30, 2012; 5.1x including pro-rata share of Opportunity Funds
- Combined Net Debt to Total Market Capitalization of 25% at September 30, 2012

## Third Quarter 2012 Operating Results

FFO and Net Income from Continuing Operations for the quarter ended September 30, 2012 were \$12.7 million and \$6.3 million, respectively, as compared to \$8.9 million and \$3.8 million, respectively, for the quarter ended September 30, 2011. For the nine months ended September 30, 2012, FFO and Net Income from Continuing Operations were \$34.2 million and \$16.7 million, respectively, compared to \$32.1 million and \$16.1 million, respectively, for the nine months ended September 30, 2011.

Earnings for the quarters and nine months ended September 30, 2012 and 2011, on a per share basis, were as follows:

	Quarters ended September 30,			Nine Months ended September 30,		
	2012	2011	Variance	2012	2011	Variance
FFO per share	\$ 0.27	\$ 0.22	\$ 0.05	\$ 0.75	\$ 0.78	\$ (0.03)
EPS from continuing operations	\$ 0.13	\$ 0.09	\$ 0.04	\$ 0.37	\$ 0.40	\$ (0.03)
EPS from discontinued operations	\$ 0.03	\$ 0.01	\$ 0.02	\$ 0.04	\$ 0.68	\$ (0.64)
EPS	\$ 0.16	\$ 0.10	\$ 0.06	\$ 0.41	\$ 1.08	\$ (0.67)

The following significant items contributed to the above variances in EPS from continuing operations:

	Variance	
	2012 v. 2011	
	Quarter	Nine Months
Income from 2011/2012 acquisitions and redevelopment projects	\$ 0.02	\$ 0.06
2012 acquisition costs	--	(0.02)
2011 distributions from RCP ventures, net of taxes	(0.01)	(0.01)
2011 additional mortgage interest income	--	(0.10)
2011 additional interest and finance expense	0.02	0.08
2011 loss (gain) on extinguishment of debt	0.01	(0.03)
Other items, net	--	(0.01)
Total variance	<u>\$ 0.04</u>	<u>\$ (0.03)</u>

EPS from discontinued operations of \$0.68 for the nine months ended September 30, 2011 was primarily attributable to a \$0.8 million gain, net of noncontrolling interests' share, on the sale of a Fund II leasehold interest at the Oakbrook Center during the first quarter 2011 and a \$28.6 million gain from the sale of the Ledgewood Mall during the second quarter 2011.

**Core Portfolio – \$24.0 Million of Acquisitions Completed During the Quarter; \$175.3 Million Currently under Contract to Purchase**

Acadia's core portfolio is comprised of properties that are owned in whole or in part by Acadia outside of its opportunity funds (the "Funds").

Acquisition Activity – Investing in Urban/Street Retail and High-Density Markets

Year-to-date, Acadia has acquired a total of eleven properties for \$135.2 million, including the following two properties aggregating \$24.0 million:

- New York (SoHo) – As previously announced, Acadia acquired 83 Spring Street, a 4,800 square foot single-tenant (Paper Source), net-leased property, for \$11.5 million during July 2012. The property is located directly off Broadway in SoHo, one of the premier retail submarkets in New York City.
- Bloomfield, New Jersey – Subsequent to the third quarter, the Company acquired a 129,000 square foot stand-alone Home Depot located in Bloomfield, New Jersey for \$12.5 million. Situated in Northern New Jersey, the property is supported by a population in excess of 300,000 within three miles of the property.

In addition to these acquisitions, Acadia has entered into contracts to purchase properties in locations including Chicago and Washington D.C. for an aggregate purchase price of \$175.3 million. The majority of these potential transactions are still under due diligence review by the Company. Furthermore, the closings of these transactions currently under contract are subject to customary closing conditions and, in certain instances, lender's approval for the assumption of first mortgage debt. As such, no assurance can be given that the Company will successfully complete these transactions.

#### Core Portfolio Anchor Recycling

As previously announced during 2011, Acadia commenced the re-anchoring of the Bloomfield Town Square, located in Bloomfield Hills, Michigan, and two former A&P supermarkets located in the New York City metropolitan area (collectively, the “Re-anchoring Activities”). Earlier in the year, the Company completed the Bloomfield Hills re-anchoring with Dick’s Sporting Goods, Ulta and Five Below now open and operating. Subsequent to the third quarter, LA Fitness opened for business in 45,000 square feet at the Branch Plaza, replacing the majority of space previously occupied by one of the above-mentioned A&P supermarkets.

#### Occupancy and Same-Store NOI

At September 30, 2012, Acadia’s core portfolio physical occupancy was 92.9%, up 30 basis points from second quarter 2012. Including space currently leased but not yet occupied, the core portfolio is 94.8% leased.

Core portfolio same-store NOI increased 6.2% for the third quarter 2012 over third quarter 2011. Excluding the impact of the Re-anchoring Activities, core portfolio same-store NOI increased 3.2% within the balance of the portfolio for third quarter 2012 compared to 2011.

#### Rent Spreads on New and Renewal Leases

Year-to-date through September 30, 2012, the Company realized an increase in average rents of 7.6% in its core portfolio on 229,000 square feet of executed new and renewal leases. Excluding the effect of the straight-lining of rents, the Company experienced a decrease of 0.4% in average rents in its core portfolio.

#### **Opportunity Funds – Completed Fund IV Closing; Fund III Completes Acquisition Phase and Continues to Monetize Assets**

##### Fund IV

As previously announced, during the third quarter, Acadia completed the final closing of Acadia Strategic Opportunity Fund IV LLC (“Fund IV”), which has received total capital commitments of \$540.6 million since its initial closing on May 16, 2012. Acadia’s share of this capital commitment is \$125.0 million (23%). This is the fourth in a series of institutional funds dedicated to making opportunistic and value-add investments in retail real estate. With leverage, Fund IV has up to \$1.5 billion of buying power.



### Fund III Acquisitions

During August 2012, Fund III closed on its final three investments for an aggregate purchase price of \$31.6 million as follows:

- Washington D.C. (Georgetown) – Fund III acquired 3104 M Street for a purchase price of \$3.0 million. The 4,900 square foot, single-tenant, street retail property is located in the Georgetown neighborhood of Washington D.C. between 31<sup>st</sup> Street and Wisconsin Avenue. Acadia plans to redevelop the four-level building to include a high-end retail tenant on at least three levels.
- Westchester County (Mohegan Lake), New York – The fund also acquired a parcel of land situated on Route 6 in Mohegan Lake, New York for \$11.0 million. The site is located directly across the street from the fund's Cortlandt Town Center which draws shoppers from beyond a fifteen-mile radius and faces limited competition. The plan for the new site is to build a 150,000 square foot shopping center.
- Glen Burnie, Maryland – Fund III, together with an unaffiliated joint venture partner, purchased the Arundel Plaza, a 256,000 square foot shopping center anchored by a Lowe's and Giant supermarket for \$17.6 million.

### Fund III Dispositions

During the quarter, Fund III sold 125 Main Street, located in Westport, Connecticut, for \$33.5 million, resulting in a gain of \$5.9 million. As part of the redevelopment of this building, Acadia installed The Gap in three levels of the building (two of which were former office space), consolidating three of their Gap-branded concepts previously located at three separate sites on Main Street.

### Other Fund Activity – Additional Pre-Leasing at Fund II's City Point Project

As previously announced, during May 2012, Fund II executed a lease with Century 21 for a 124,000 square foot department store at City Point in its Phase II which is currently under construction. During the current quarter, Fund II continued its pre-leasing at the project with the signing of a lease with Armani Exchange for 6,500 square feet. The store is expected to open in Phase I of the development during November 2012.

### **Balance Sheet – Match-Funding Core and Fund Acquisitions; Maintaining Appropriate Leverage**

During August 2012, the Company renewed its ATM equity program with an additional aggregate offering amount of up to \$125.0 million of its Common Shares. To date, Acadia has used the net proceeds of these offerings primarily to fund the core and its share of the Fund acquisition activities as discussed above. During the quarter, the Company issued 1.4 million Common Shares, which generated net proceeds of \$34.1 million.

Acadia continues to maintain a secure balance sheet with available liquidity and low leverage as evidenced by the following as of September 30, 2012:

- The Company had total liquidity of \$122.0 million, including \$57.5 million of cash on hand and \$64.5 million available under existing lines of credit, excluding the Funds' cash and credit facilities
- Core portfolio Net Debt to EBITDA ratio of 4.2x
- Including the Company's Core portfolio debt and pro-rata share of the Company's Fund debt ("Combined"), a Net Debt to EBITDA ratio of 5.1x
- Combined Net Debt to Total Market Capitalization of 25%
- Core portfolio fixed-charge coverage ratio of 3.4 to 1
- Combined fixed-charge coverage ratio, including the core portfolio and the Company's pro-rata share of the Funds, was 3.2 to 1

#### **Outlook - Earnings Guidance for 2012**

The Company reaffirms its previously announced 2012 FFO and EPS forecast. On a fully diluted basis, the Company forecasts that its 2012 annual FFO will range from \$1.00 to \$1.05 per share and 2012 EPS from \$0.54 to \$0.60 per share.

#### **Management Comments**

"Our third quarter and year-to-date results and activities reflect our team's continued focus on long-term value creation across our complementary, dual platforms," stated Kenneth F. Bernstein, President and CEO of Acadia Realty Trust. "Consistent with plan, we enhanced our core portfolio through both our successful re-anchoring projects and the selective addition of high-quality properties. With respect to our fund platform, we completed Fund III's investment phase and positioned the company to deliver strong external growth by completing Fund IV's final closing. This was another productive quarter, during which we laid important groundwork for future value creation."

#### **Investor Conference Call**

Management will conduct a conference call on Wednesday, October 24, 2012 at 12:00 PM EDT to review the Company's earnings and operating results. The live conference call can be accessed by dialing 888-771-4371. The pass code is "33506594" or "Acadia Realty". The call will also be webcast and can be accessed in a listen-only mode at Acadia's web site at [www.acadiarealty.com](http://www.acadiarealty.com). If you are unable to participate during the live webcast, the call will be archived and available on Acadia's website. Alternatively, to access the replay by phone, dial 888-843-7419, and the passcode will be "33506594#". The phone replay will be available through Wednesday, October 31, 2012.

## **About Acadia Realty Trust**

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 and urban/infill mixed-use properties with a strong retail component located primarily in 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 its opportunistic/value-add investment funds. Additional information may be found on the Company's website at [www.acadiarealty.com](http://www.acadiarealty.com).

Certain matters in this press release may constitute forward-looking statements within the meaning of federal securities law and as such may involve known and unknown risks, uncertainties and other factors that may cause the actual results, performances or achievements of Acadia to be materially different from any future results, performances or achievements expressed or implied by such forward-looking statements. These forward-looking statements include statements regarding Acadia's future financial results and its ability to capitalize on potential opportunities arising from continued economic uncertainty. Factors that could cause the Company's forward-looking statements to differ from its future results include, but are not limited to, those discussed under the headings "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's most recent annual report on Form 10-K filed with the SEC on February 28, 2012 ("Form 10-K") and other periodic reports filed with the SEC, including risks related to: (i) the current global financial environment and its effect on retail tenants; (ii) the Company's reliance on revenues derived from major tenants; (iii) the Company's limited control over joint venture investments; (iv) the Company's partnership structure; (v) real estate and the geographic concentration of our properties; (vi) market interest rates; (vii) leverage; (viii) liability for environmental matters; (ix) the Company's growth strategy; (x) the Company's status as a REIT; (xi) uninsured losses and (xii) the loss of key executives. Copies of the Form 10-K and the other periodic reports Acadia files with the SEC are available on the Company's website at [www.acadiarealty.com](http://www.acadiarealty.com). Any forward-looking statements in this press release speak only as of the date hereof. Acadia expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in Acadia's expectations with regard thereto or change in events, conditions or circumstances on which any such statement is based.

**(Financial Tables Follow)**

**ACADIA REALTY TRUST AND SUBSIDIARIES**  
Financial Highlights <sup>1</sup>  
**For the Quarters and Nine Months ended September 30, 2012 and 2011**  
*(dollars and Common Shares in thousands, except per share data)*

	<b>For the Quarters ended</b>		<b>For the Nine Months ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
<b>Revenues</b>	<b>2012</b>	<b>2011</b>	<b>2012</b>	<b>2011</b>
Minimum rents	\$ 34,970	\$ 28,012	\$ 96,889	\$ 81,455
Percentage rents	58	63	348	286
Mortgage interest income	1,866	1,585	5,996	9,493
Expense reimbursements	6,007	5,291	17,973	16,049
Other property income	950	666	2,370	1,849
Management fee income	290	252	1,166	1,169
Total revenues	<u>44,141</u>	<u>35,869</u>	<u>124,742</u>	<u>110,301</u>
	<b>Operating expenses</b>			
Property operating	8,325	6,965	24,391	21,553
Real estate taxes	5,861	4,900	15,903	13,683
General and administrative	7,004	5,758	18,154	17,149
Depreciation and amortization	10,365	8,183	29,326	23,960
Total operating expenses	<u>31,555</u>	<u>25,806</u>	<u>87,774</u>	<u>76,345</u>
Operating income	12,586	10,063	36,968	33,956
Equity in (loss) earnings of unconsolidated affiliates	(2,538)	3,110	1,997	3,025
Other interest income	55	105	131	219
Interest expense and other finance costs	(9,563)	(9,692)	(26,675)	(27,450)
(Loss) gain on extinguishment of debt	--	(303)	--	1,268
Income from continuing operations before				
Income taxes	540	3,283	12,421	11,018
Income tax (benefit) provision	(97)	(488)	1,137	(4)
Income from continuing operations	<u>637</u>	<u>3,771</u>	<u>11,284</u>	<u>11,022</u>

ACADIA REALTY TRUST AND SUBSIDIARIES

Financial Highlights <sup>1</sup>

For the Quarters and Nine Months ended September 30, 2012 and 2011  
(dollars and Common Shares in thousands, except per share data)

	For the Quarters ended September 30,		For the Nine Months ended September 30,	
	2012	2011	2012	2011
Discontinued operations:				
Operating income from discontinued operations	101	876	783	2,745
Impairment of asset	--	--	--	(6,925)
Gain on sale of property	5,917	--	8,585	32,498
Income from discontinued operations	<u>6,018</u>	<u>876</u>	<u>9,368</u>	<u>28,318</u>
Net income	<u>6,655</u>	<u>4,647</u>	<u>20,652</u>	<u>39,340</u>
Loss (income) attributable to noncontrolling interests:				
Continuing operations	5,628	(2)	5,381	5,035
Discontinued operations	<u>(4,702)</u>	<u>(634)</u>	<u>(7,604)</u>	<u>(707)</u>
Net loss (income) attributable to noncontrolling interests	<u>926</u>	<u>(636)</u>	<u>(2,223)</u>	<u>4,328</u>
Net income attributable to Common Shareholders	<u>\$ 7,581</u>	<u>\$ 4,011</u>	<u>\$ 18,429</u>	<u>\$ 43,668</u>
<b>Supplemental Information</b>				
Income from continuing operations attributable to Common Shareholders	\$ 6,265	\$ 3,769	\$ 16,665	\$ 16,057
Income from discontinued operations attributable to Common Shareholders	<u>1,316</u>	<u>242</u>	<u>1,764</u>	<u>27,611</u>
Net income attributable to Common Shareholders	<u>\$ 7,581</u>	<u>\$ 4,011</u>	<u>\$ 18,429</u>	<u>\$ 43,668</u>
<i>Net income attributable to Common Shareholders per Common Share – Basic</i>				
Net income per Common Share – Continuing operations	\$ 0.13	\$ 0.09	\$ 0.37	\$ 0.40
Net income per Common Share – Discontinued operations	<u>0.03</u>	<u>0.01</u>	<u>0.04</u>	<u>0.68</u>
Net income per Common Share	<u>\$ 0.16</u>	<u>\$ 0.10</u>	<u>\$ 0.41</u>	<u>\$ 1.08</u>
Weighted average Common Shares	<u>46,338</u>	<u>40,340</u>	<u>44,447</u>	<u>40,330</u>
<i>Net income attributable to Common Shareholders per Common Share – Diluted <sup>2</sup></i>				
Net income per Common Share – Continuing operations	\$ 0.13	\$ 0.09	\$ 0.37	\$ 0.40
Net income per Common Share – Discontinued operations	<u>0.03</u>	<u>0.01</u>	<u>0.04</u>	<u>0.68</u>
Net income per Common Share	<u>\$ 0.16</u>	<u>\$ 0.10</u>	<u>\$ 0.41</u>	<u>\$ 1.08</u>
Weighted average Common Shares	<u>46,773</u>	<u>40,629</u>	<u>44,871</u>	<u>40,622</u>

ACADIA REALTY TRUST AND SUBSIDIARIES

Financial Highlights <sup>1</sup>

For the Quarters and Nine Months ended September 30, 2012 and 2011

(dollars and Common Shares in thousands, except per share data)

RECONCILIATION OF NET INCOME TO FUNDS FROM OPERATIONS <sup>3</sup>

	For the Quarters ended September 30,		For the Nine Months ended September 30,	
	2012	2011	2012	2011
Net income attributable to Common Shareholders	\$ 7,581	\$ 4,011	\$ 18,429	\$ 43,668
Depreciation of real estate and amortization of leasing costs (net of noncontrolling interests' share):				
Consolidated affiliates	5,827	4,527	16,308	13,582
Unconsolidated affiliates	374	338	1,155	1,071
Gain on sale (net of noncontrolling interests' share):				
Consolidated affiliates	(1,178)	--	(1,391)	(29,360)
Unconsolidated affiliates	--	--	(609)	--
Impairment of asset <sup>5</sup>	--	--	--	2,616
Income attributable to noncontrolling interests' in Operating Partnership	105	59	269	536
Distributions – Preferred OP Units	4	5	14	14
Funds from operations	<u>\$ 12,713</u>	<u>\$ 8,940</u>	<u>\$ 34,175</u>	<u>\$ 32,127</u>
<i>Funds from operations per share – Diluted</i>				
Weighted average Common Shares and OP Units <sup>4</sup>	<u>47,410</u>	<u>41,147</u>	<u>45,513</u>	<u>41,099</u>
Funds from operations, per share	<u>\$ 0.27</u>	<u>\$ 0.22</u>	<u>\$ 0.75</u>	<u>\$ 0.78</u>

**ACADIA REALTY TRUST AND SUBSIDIARIES**  
 Financial Highlights <sup>1</sup>  
**For the Quarters and Nine Months ended September 30, 2012 and 2011**  
*(dollars in thousands)*

**RECONCILIATION OF OPERATING INCOME TO NET PROPERTY  
 OPERATING INCOME ("NOI") <sup>3</sup>**

	<b>For the Quarters ended September 30,</b>		<b>For the Nine Months ended September 30,</b>	
	<b>2012</b>	<b>2011</b>	<b>2012</b>	<b>2011</b>
Operating income	\$ 12,586	\$ 10,063	\$ 36,968	\$ 33,956
Add back:				
General and administrative	7,004	5,758	18,154	17,149
Depreciation and amortization	10,365	8,183	29,326	23,960
Less:				
Management fee income	(290)	(252)	(1,166)	(1,169)
Mortgage interest income	(1,866)	(1,585)	(5,996)	(9,493)
Straight line rent and other adjustments	(3,136)	(1,510)	(8,144)	(6,180)
Consolidated NOI	<u>24,663</u>	<u>20,657</u>	<u>69,142</u>	<u>58,223</u>
Noncontrolling interest in NOI	(8,304)	(6,611)	(20,919)	(17,561)
Pro-rata share of NOI	16,359	14,046	48,223	40,662
Operating Partnerships' interest in Opportunity Funds	(2,828)	(2,805)	(8,932)	(7,544)
NOI – Core Portfolio	<u>\$ 13,531</u>	<u>\$ 11,241</u>	<u>\$ 39,291</u>	<u>\$ 33,118</u>

**SELECTED BALANCE SHEET INFORMATION**

	<b>As of</b>	
	<b>September 30, 2012</b>	<b>December 31, 2011</b>
	<i>(dollars in thousands)</i>	
Cash and cash equivalents	\$ 85,297	\$ 89,812
Rental property, at cost	1,473,510	1,216,278
Total assets	1,899,583	1,653,319
Notes payable	872,173	768,080
Total liabilities	970,964	884,010

**ACADIA REALTY TRUST AND SUBSIDIARIES**  
Financial Highlights  
**For the Quarters and Nine Months ended September 30, 2012 and 2011**  
*(dollars and Common Shares in thousands, except per share data)*

**Notes:**

<sup>1</sup> For additional information and analysis concerning the Company's results of operations, reference is made to the Company's Quarterly Supplemental Disclosure furnished on Form 8-K to the SEC and included on the Company's website at [www.acadiarealty.com](http://www.acadiarealty.com).

<sup>2</sup> Reflects the potential dilution that could occur if securities or other contracts to issue Common Shares were exercised or converted into Common Shares. The effect of the conversion of Common OP Units is not reflected in the above table as they are exchangeable for Common Shares on a one-for-one basis. The income allocable to such units is allocated on this same basis and reflected as noncontrolling interests in the consolidated financial statements. As such, the assumed conversion of these units would have no net impact on the determination of diluted earnings per share.

<sup>3</sup> The Company considers funds from operations ("FFO") as defined by the National Association of Real Estate Investment Trusts ("NAREIT") and net property operating income ("NOI") to be appropriate supplemental disclosures of operating performance for an equity REIT due to its widespread acceptance and use within the REIT and analyst communities. FFO and NOI are presented to assist investors in analyzing the performance of the Company. They are helpful as they exclude various items included in net income that are not indicative of the operating performance, such as gains (losses) from sales of depreciated property, depreciation and amortization, and impairment of depreciable real estate. In addition, NOI excludes interest expense. The Company's method of calculating FFO and NOI 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 (losses) from sales of depreciated property, plus depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures.

<sup>4</sup> In addition to the weighted average Common Shares outstanding, basic and diluted FFO also assumes full conversion of a weighted average 612 and 493 OP Units into Common Shares for the quarters ended September 30, 2012 and 2011, respectively and 617 and 477 OP Units into Common Shares for the nine months ended September 30, 2012 and 2011, respectively. Diluted FFO also includes the assumed conversion of Preferred OP Units into 25 Common Shares for each of the quarters and nine months ended September 30, 2012 and 2011. In addition, diluted FFO also includes the effect of 435 and 289 employee share options, restricted share units and LTIP units for the quarters ended September 30, 2012 and 2011, respectively and 424 and 267 employee share options, restricted share units and LTIP units for the nine months ended September 30, 2012 and 2011, respectively.

<sup>5</sup> Reflects the exclusion of an impairment of depreciable real estate that was previously included in FFO for the nine months ended September 30, 2011.

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**REPORTING SUPPLEMENT**  
**ACADIA REALTY TRUST**

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

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**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 and urban/infill mixed-use properties with a strong retail component located primarily in 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 its 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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**Total Market Capitalization***(including pro-rata share of Opportunity Fund debt, dollars in thousands)*

	Percent of Total Equity	Total Market Capitalization \$	%	Capitalization based on Net Debt <sup>1</sup>
<b>Equity Capitalization</b>				
Total Common Shares Outstanding	98.8%	47,139		
Common Operating Partnership ("OP") Units	1.3%	615		
Combined Common Shares and OP Units		47,754		
Share Price at September 30, 2012		\$ 24.82		
Equity Capitalization - Common Shares and OP Units		\$ 1,185,254		
Preferred OP Units		622 <sup>2</sup>		
<b>Total Equity Capitalization</b>		<b>1,185,876</b>	<b>72%</b>	<b>75%</b>
<b>Debt Capitalization</b>				
Consolidated debt		872,671		
Adjustment to reflect pro-rata share of debt		(412,007)		
<b>Total Debt Capitalization</b>		<b>460,664</b>	<b>28%</b>	<b>25%</b>
<b>Total Market Capitalization</b>		<b>\$ 1,646,540</b>	<b>100%</b>	<b>100%</b>

**Weighted Average Outstanding Common Shares and OP Units***(in thousands)*

	September 30, 2012		September 30, 2011	
	Year-to-date	Quarter	Year-to-date	Quarter
Weighted average Common Shares - Basic EPS	44,447	46,338	40,330	40,340
Dilutive potential Common Shares	424	435	292	289
Weighted average Common Shares - Diluted EPS	44,871	46,773	40,622	40,629
OP Units	617	612	477	493
Dilutive potential OP Units	-	-	-	25
Weighted average Common Shares and OP Units - Diluted FFO	45,488	47,385	41,099	41,147

**Notes:**<sup>1</sup> Reflects debt net of Core Portfolio and pro-rata share of Opportunity Funds cash balance ("Net Debt"). Cash balance as of September 30, 2012 was \$66,562<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 September 30, 2012						Three months ended September 30, 2012					
	Core Retail		Opportunity Funds		Total	Core Retail		Opportunity Funds		Total		
	Wholly Owned	Joint Ventures <sup>2</sup>	Total Continuing Operations	Continuing Operations		Discontinued Operations	Wholly Owned	Joint Ventures <sup>2</sup>	Total Continuing Operations		Continuing Operations	Discontinued Operations
<b>CORE PORTFOLIO AND OPPORTUNITY FUND INCOME</b>												
<b>PROPERTY REVENUES</b>												
Minimum rents	\$ 38,453	\$ 5,150	\$ 43,603	\$ 11,488	\$ 357	\$ 55,448	\$ 13,762	\$ 1,712	\$ 15,474	\$ 3,969	\$ 37	\$ 19,480
Percentage rents	329	58	387	29	-	416	58	-	58	3	-	61
Expense reimbursements - CAM	2,872	493	3,365	955	24	4,344	1,003	139	1,142	292	-	1,434
Expense reimbursements - Taxes	5,867	815	6,682	1,195	103	7,980	2,193	287	2,480	363	6	2,849
Other property income	46	23	69	520	-	589	20	11	31	161	-	192
<b>Total Property Revenues</b>	<b>47,567</b>	<b>6,539</b>	<b>54,106</b>	<b>14,186</b>	<b>485</b>	<b>68,777</b>	<b>17,036</b>	<b>2,149</b>	<b>19,185</b>	<b>4,788</b>	<b>43</b>	<b>24,016</b>
<b>PROPERTY EXPENSES</b>												
Property operating - CAM	3,810	641	4,451	1,186	29	5,666	1,310	203	1,513	408	2	1,923
Other property operating (Non-CAM)	2,079	230	2,309	2,245	25	4,579	904	109	1,013	915	5	1,933
Real estate taxes	7,364	965	8,329	1,939	73	10,341	2,811	317	3,128	669	7	3,804
<b>Total Property Expenses</b>	<b>13,253</b>	<b>1,836</b>	<b>15,089</b>	<b>5,369</b>	<b>128</b>	<b>20,586</b>	<b>5,025</b>	<b>629</b>	<b>5,654</b>	<b>1,992</b>	<b>14</b>	<b>7,660</b>
<b>NET OPERATING INCOME - PROPERTIES</b>	<b>34,314</b>	<b>4,703</b>	<b>39,017</b>	<b>8,817</b>	<b>357</b>	<b>48,191</b>	<b>12,011</b>	<b>1,520</b>	<b>13,531</b>	<b>2,796</b>	<b>29</b>	<b>16,356</b>
<b>OTHER INCOME (EXPENSE)</b>												
Mezzanine interest income	4,547	-	4,547	355	-	4,902	1,401	-	1,401	116	-	1,517
Other interest income	159	-	159	6	-	165	83	-	83	4	-	87
Straight-line rent income, net	1,162	37	1,199	898	23	2,120	387	(4)	383	331	3	717
Straight-line ground rent expense	-	-	-	(63)	-	(63)	-	-	-	(20)	-	(20)
ASC 805 rent, net	581	105	686	261	-	947	191	35	226	173	-	399
ASC 805 interest expense	(71)	-	(71)	48	-	(23)	(32)	-	(32)	16	-	(16)
Interest expense	(10,600)	(3,207)	(13,807)	(3,024)	(87)	(16,918)	(3,887)	(1,046)	(4,933)	(1,012)	(9)	(5,954)
Amortization of finance costs	(229)	-	(229)	(420)	-	(649)	(115)	-	(115)	(155)	-	(270)
Asset and property management expense	(105)	(37)	(142)	(308)	(3)	(453)	(79)	(18)	(97)	-	-	(97)
Other income	404	-	404	15	-	419	80	-	80	1	-	81
Acquisition costs	(1,194)	-	(1,194)	(385)	-	(1,579)	(424)	-	(424)	(103)	-	(527)
<b>CORE PORTFOLIO AND OPPORTUNITY FUND INCOME</b>	<b>28,968</b>	<b>1,601</b>	<b>30,569</b>	<b>6,200</b>	<b>290</b>	<b>37,059</b>	<b>9,616</b>	<b>487</b>	<b>10,103</b>	<b>2,147</b>	<b>23</b>	<b>12,273</b>
<b>FEE INCOME</b>												
Asset and property management fees	11,596	-	11,596	80	-	11,676	4,814	-	4,814	80	-	4,894
Transactional fees <sup>3</sup>	5,111	-	5,111	43	-	5,154	2,137	-	2,137	43	-	2,180
Provision for income taxes	(1,848)	-	(1,848)	163	-	(1,685)	(141)	-	(141)	48	-	(93)
<b>FEE INCOME</b>	<b>14,859</b>	<b>-</b>	<b>14,859</b>	<b>286</b>	<b>-</b>	<b>15,145</b>	<b>6,810</b>	<b>-</b>	<b>6,810</b>	<b>171</b>	<b>-</b>	<b>6,981</b>
<b>PROMOTE, RCP AND OTHER INCOME</b>												
Equity in earnings from RCP investments	-	-	-	(63)	-	(63)	-	-	-	(348)	-	(348)
Promote income - RCP	-	-	-	(6)	-	(6)	-	-	-	(6)	-	(6)
Lease termination income	-	12	12	103	-	115	-	-	-	32	-	32
Provision for income taxes (RCP)	(94)	(1)	(95)	(2)	-	(97)	-	-	-	-	-	-
<b>Total Promote, RCP and Other Income</b>	<b>(94)</b>	<b>11</b>	<b>(83)</b>	<b>32</b>	<b>-</b>	<b>(51)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(322)</b>	<b>-</b>	<b>(322)</b>
<b>GENERAL AND ADMINISTRATIVE</b>	<b>(17,270)</b>	<b>(28)</b>	<b>(17,298)</b>	<b>(658)</b>	<b>-</b>	<b>(17,956)</b>	<b>(5,530)</b>	<b>(7)</b>	<b>(5,537)</b>	<b>(428)</b>	<b>-</b>	<b>(5,965)</b>
Depreciation and amortization	(11,518)	(1,156)	(12,674)	(3,535)	(53)	(16,262)	(4,027)	(374)	(4,401)	(1,146)	-	(5,547)
ASC 805 amortization	(1,183)	-	(1,183)	(536)	(25)	(1,744)	(543)	-	(543)	(256)	-	(799)
(Loss) gain on sale of properties	(248)	-	(248)	1,699	1,069	2,520	-	-	-	-	1,069	1,069
<b>Income before noncontrolling interests</b>	<b>13,514</b>	<b>428</b>	<b>13,942</b>	<b>3,488</b>	<b>1,281</b>	<b>18,711</b>	<b>6,326</b>	<b>106</b>	<b>6,432</b>	<b>166</b>	<b>1,092</b>	<b>7,690</b>
Noncontrolling interest - OP	(278)	-	(278)	-	(4)	(282)	(105)	-	(105)	-	(4)	(109)
<b>NET INCOME</b>	<b>\$ 13,236</b>	<b>\$ 428</b>	<b>\$ 13,664</b>	<b>\$ 3,488</b>	<b>\$ 1,277</b>	<b>\$ 18,429</b>	<b>\$ 6,221</b>	<b>\$ 106</b>	<b>\$ 6,327</b>	<b>\$ 166</b>	<b>\$ 1,088</b>	<b>\$ 7,581</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>Represents the Company's pro-rata share unconsolidated investments which are detailed on pages 32 and 33.  
<sup>3</sup>Consists of development, construction, leasing and legal fees.

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

	Year-to-date ended September 30, 2012																	Total AKR Pro-rata share		
	Fund I Continuing Operations	Fund I Discontinued Operations	Fund I Consolidated Operations	Continuing Operations AKR Pro-rata share <sup>4</sup> 37.78	Discontinued Operations AKR Pro-rata share <sup>4</sup> 37.78	Mervyns I	Pro-rata share <sup>4</sup> 37.78%	Fund II Consolidated Operations	Continuing Operations AKR Pro-rata share 20.00%	Mervyns II	AKR Pro-rata share 20.00%	Continuing Operations	Pro-rata share of Fund III unconsolidated affiliates <sup>3</sup>	Fund III Discontinued Operations	Consolidated Operations	Continuing Operations AKR Pro-rata share 19.90%	Discontinued Operations AKR Pro-rata share 19.90%		Fund IV	Pro-rata share 23.12%
<b>PROPERTY REVENUES</b>																				
Minimum rents	\$ 163	\$ 390	\$ 553	\$ 62	\$ 147	\$ -	\$ -	\$ 25,470	\$ 5,092	\$ -	\$ -	\$ 25,778	\$ 6,419	\$ 187	\$ 32,010	\$ 6,334	\$ 210	\$ -	\$ -	\$ 11,845
Percentage rents	-	-	-	-	-	-	-	-	-	-	-	18	124	-	142	29	-	-	-	29
Expense reimbursements - CAM	3	52	55	1	20	-	-	2,604	521	-	-	1,106	1,069	1	2,174	433	4	-	-	979
Expense reimbursements - Taxes	-	221	221	-	83	-	-	2,264	452	-	-	3,098	690	29	3,759	742	20	-	-	1,298
Other property income	284	-	284	107	-	-	-	402	80	-	-	1,451	224	-	1,675	333	-	-	-	520
<b>Total Property Revenues</b>	<b>450</b>	<b>663</b>	<b>1,113</b>	<b>170</b>	<b>251</b>	<b>-</b>	<b>-</b>	<b>30,740</b>	<b>6,145</b>	<b>-</b>	<b>-</b>	<b>31,451</b>	<b>8,526</b>	<b>217</b>	<b>39,760</b>	<b>7,871</b>	<b>234</b>	<b>-</b>	<b>-</b>	<b>14,671</b>
<b>PROPERTY EXPENSES</b>																				
Property operating - CAM	19	58	77	7	22	-	-	3,532	707	-	-	1,495	900	8	2,387	472	7	-	-	1,215
Other property operating (Non-CAM)	212	46	258	80	17	-	-	4,040	808	-	-	4,904	1,969	24	6,849	1,357	8	-	-	2,270
Real estate taxes	19	128	147	7	48	-	-	3,367	673	-	-	5,022	1,379	35	6,366	1,259	25	-	-	2,012
<b>Total Property Expenses</b>	<b>250</b>	<b>232</b>	<b>482</b>	<b>94</b>	<b>88</b>	<b>-</b>	<b>-</b>	<b>10,939</b>	<b>2,188</b>	<b>-</b>	<b>-</b>	<b>11,421</b>	<b>4,248</b>	<b>67</b>	<b>15,602</b>	<b>3,088</b>	<b>40</b>	<b>-</b>	<b>-</b>	<b>5,497</b>
<b>NET OPERATING INCOME - PROPERTIES</b>	<b>200</b>	<b>431</b>	<b>631</b>	<b>76</b>	<b>163</b>	<b>-</b>	<b>-</b>	<b>19,801</b>	<b>3,957</b>	<b>-</b>	<b>-</b>	<b>20,030</b>	<b>4,278</b>	<b>150</b>	<b>24,158</b>	<b>4,783</b>	<b>194</b>	<b>-</b>	<b>-</b>	<b>9,174</b>
<b>OTHER INCOME (EXPENSE)</b>																				
Mezzanine interest income	431	-	431	163	-	-	-	-	-	-	-	948	18	-	966	192	-	-	-	355
Other interest income	4	-	4	2	-	-	-	-	-	-	-	2	17	-	19	4	-	-	-	6
Straight-line rent income, net	-	28	28	-	11	-	-	3,561	713	-	-	432	524	13	943	185	12	-	-	921
Straight-line ground rent	-	-	-	-	-	-	-	(314)	(63)	-	-	-	-	-	-	-	-	-	-	(63)
ASC 805 rent, net	-	-	-	-	-	-	-	-	-	-	-	(43)	1,355	-	1,312	261	-	-	-	261
ASC 805 interest expense	-	-	-	-	-	-	-	-	-	-	-	-	243	-	243	48	-	-	-	48
Interest expense	(1)	(91)	(92)	(0)	(34)	-	-	(7,554)	(1,511)	-	-	(5,110)	(2,579)	(44)	(7,645)	(1,512)	(53)	-	-	(3,111)
Amortization of finance costs	(12)	-	(12)	(5)	-	-	-	(954)	(191)	-	-	(1,129)	-	-	(1,129)	(224)	-	-	-	(420)
Asset and property management expense <sup>2</sup>	17	(11)	6	-	-	7	-	(4,086)	-	(429)	-	(7,452)	(1,865)	(5)	(9,312)	(308)	(3)	-	-	(311)
Promote expense <sup>2</sup>	(707)	-	(707)	-	-	60	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Other income	-	-	-	-	-	-	-	-	-	-	-	-	5	-	5	1	-	-	-	1
Acquisition costs	-	-	-	-	-	-	-	-	-	-	-	(1,631)	(302)	-	(1,933)	(385)	-	-	-	(385)
<b>OPPORTUNITY FUND INCOME</b>	<b>(68)</b>	<b>357</b>	<b>289</b>	<b>235</b>	<b>140</b>	<b>67</b>	<b>-</b>	<b>10,454</b>	<b>2,905</b>	<b>(429)</b>	<b>-</b>	<b>6,047</b>	<b>1,694</b>	<b>114</b>	<b>7,627</b>	<b>3,045</b>	<b>150</b>	<b>-</b>	<b>-</b>	<b>6,476</b>
<b>FEE INCOME</b>																				
Asset and property management fees	-	-	-	-	-	-	-	-	-	-	-	-	401	-	401	80	-	-	-	80
Transactional fees	-	-	-	-	-	-	-	-	-	-	-	-	218	-	218	43	-	-	-	43
Provision for income taxes	13	-	13	5	-	-	-	(26)	(6)	-	-	826	-	-	826	164	-	-	-	163
<b>Total Fee Income</b>	<b>13</b>	<b>-</b>	<b>13</b>	<b>5</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(26)</b>	<b>(6)</b>	<b>-</b>	<b>-</b>	<b>826</b>	<b>619</b>	<b>-</b>	<b>1,445</b>	<b>287</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>286</b>
<b>PROMOTE, RCP AND OTHER INCOME</b>																				
Equity in earnings from RCP investments	-	-	-	-	-	(321)	(121)	-	-	263	53	-	-	-	-	-	-	-	-	(69)
Lease termination income	-	-	-	-	-	-	-	-	-	-	-	160	357	-	517	103	-	-	-	103
Provision for income taxes (RCP)	-	-	-	-	-	(2)	(1)	-	-	(5)	(1)	-	-	-	-	-	-	-	-	(2)
<b>Total Promote, RCP and Other Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(323)</b>	<b>(122)</b>	<b>-</b>	<b>-</b>	<b>258</b>	<b>52</b>	<b>160</b>	<b>357</b>	<b>-</b>	<b>517</b>	<b>103</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>32</b>
<b>GENERAL AND ADMINISTRATIVE</b>	<b>(82)</b>	<b>(1)</b>	<b>(83)</b>	<b>(31)</b>	<b>(0)</b>	<b>(14)</b>	<b>(5)</b>	<b>(2,006)</b>	<b>(401)</b>	<b>(25)</b>	<b>(4)</b>	<b>(526)</b>	<b>(1)</b>	<b>(527)</b>	<b>(105)</b>	<b>-</b>	<b>(409)</b>	<b>(111)</b>	<b>-</b>	<b>(658)</b>
Depreciation and amortization	(8)	(73)	(81)	(3)	(28)	-	-	(8,834)	(1,767)	-	-	(6,735)	(2,008)	-	(8,743)	(1,741)	-	-	-	(3,588)
ASC 805 amortization	-	-	-	-	-	-	-	-	-	-	-	(1,325)	(1,490)	-	(2,815)	(561)	(50)	-	-	(561)
Gain on sale of properties	-	2,885	2,885	-	1,090	-	-	-	-	-	-	5,374	3,062	5,374	3,062	609	1,069	-	-	2,768
<b>Income before noncontrolling interest</b>	<b>(145)</b>	<b>3,168</b>	<b>3,023</b>	<b>206</b>	<b>1,202</b>	<b>(270)</b>	<b>(127)</b>	<b>(445)</b>	<b>725</b>	<b>(196)</b>	<b>48</b>	<b>3,821</b>	<b>2,233</b>	<b>5,488</b>	<b>566</b>	<b>1,637</b>	<b>1,169</b>	<b>(409)</b>	<b>(111)</b>	<b>4,755</b>
Noncontrolling interest - OP	-	-	-	-	-	-	-	-	-	-	-	-	-	(18)	18	-	(4)	-	-	(4)
Noncontrolling interests	-	-	-	-	-	-	-	(33)	(6)	-	-	102	-	-	102	20	-	-	-	14
<b>NET INCOME</b>	<b>\$ (145)</b>	<b>\$ 3,168</b>	<b>\$ 3,023</b>	<b>\$ 206</b>	<b>\$ 1,202</b>	<b>\$ (270)</b>	<b>\$ (127)</b>	<b>\$ (445)</b>	<b>\$ 725</b>	<b>\$ (196)</b>	<b>\$ 48</b>	<b>\$ 3,923</b>	<b>\$ 2,233</b>	<b>\$ 5,470</b>	<b>\$ 686</b>	<b>\$ 1,657</b>	<b>\$ 1,165</b>	<b>\$ (409)</b>	<b>\$ (111)</b>	<b>\$ 4,765</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. The Company currently invests in Funds I, II, III &amp; 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.

<sup>3</sup> Represents the Company's pro-rata share unconsolidated investments which are detailed on page 24.

<sup>4</sup> Represents a 20% promote earned by Acadia in addition to our 22.22% pro-rata share of the remaining 80% after promote (20%+22.22%\*80% = 37.78%)

**Income Statements Opportunity Funds<sup>1</sup>**

(in thousands)

	Three months ended September 30, 2012																
	Fund I Consolidated Operations	Continuing Operations AKR Pro- rata share <sup>4</sup> 37.78%	Mervyns I	AKR Pro- rata share <sup>4</sup> 37.78%	Fund II Consolidated Operations	Continuing Operations AKR Pro- rata share 20.00%	Mervyns II	AKR Pro- rata share 20.00%	Fund III Continuing Operations	Pro-rata share of Fund III unconsolidated affiliates <sup>3</sup>	Fund III Discontinued Operations	Fund III Consolidated Operations	Continuing Operations AKR Pro- rata share 19.90%	Discontinued Operations 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	\$ 51	\$ 19	\$ -	\$ -	\$ 8,887	\$ 1,777	\$ -	\$ -	\$ 9,128	\$ 2,165	\$ 187	\$ 11,106	\$ 2,173	\$ 37	\$ -	\$ -	\$ 4,006
Percentage rents	-	-	-	-	-	-	-	-	-	14	-	14	3	-	-	-	3
Expense reimbursements - CAM	3	1	-	-	733	147	-	386	341	1	726	144	-	-	-	-	292
Expense reimbursements - Taxes	-	-	-	-	896	179	-	741	244	29	956	184	6	-	-	-	369
Other property income	(2)	(1)	-	-	169	34	-	575	68	-	643	128	-	-	-	-	161
<b>Total Property Revenues</b>	<b>52</b>	<b>20</b>	<b>-</b>	<b>-</b>	<b>10,685</b>	<b>2,137</b>	<b>-</b>	<b>10,830</b>	<b>2,832</b>	<b>217</b>	<b>13,445</b>	<b>2,632</b>	<b>43</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4,831</b>
<b>PROPERTY EXPENSES</b>																	
Property operating - CAM	8	3	-	-	1,208	242	-	524	313	8	829	163	2	-	-	-	410
Other property operating (Non-CAM)	126	48	-	-	1,395	279	-	1,564	1,441	24	2,981	588	5	-	-	-	920
Real estate taxes	3	1	-	-	1,184	237	-	1,808	426	35	2,199	431	7	-	-	-	676
<b>Total Property Expenses</b>	<b>137</b>	<b>52</b>	<b>-</b>	<b>-</b>	<b>3,787</b>	<b>758</b>	<b>-</b>	<b>3,896</b>	<b>2,180</b>	<b>67</b>	<b>6,009</b>	<b>1,182</b>	<b>14</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,006</b>
<b>NET OPERATING INCOME - PROPERTIES</b>	<b>(85)</b>	<b>(32)</b>	<b>-</b>	<b>-</b>	<b>6,898</b>	<b>1,379</b>	<b>-</b>	<b>6,934</b>	<b>652</b>	<b>150</b>	<b>7,436</b>	<b>1,450</b>	<b>29</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,825</b>
<b>OTHER INCOME (EXPENSE)</b>																	
Mezzanine interest income	145	55	-	-	-	-	-	307	-	-	307	61	-	-	-	-	116
Other interest income	-	-	-	-	-	-	-	2	17	-	19	4	-	-	-	-	4
Straight-line rent income, net	-	-	-	-	1,320	264	-	176	187	13	350	67	3	-	-	-	334
Straight-line ground rent	-	-	-	-	(102)	(20)	-	-	-	-	-	-	-	-	-	-	(20)
ASC 805 rent, net	-	-	-	-	-	-	-	246	625	-	871	173	-	-	-	-	173
ASC 805 interest expense	-	-	-	-	-	-	-	-	81	-	81	16	-	-	-	-	16
Interest expense	(2)	(1)	-	-	(2,636)	(527)	-	(1,635)	(886)	(44)	(2,477)	(484)	(9)	-	-	-	(1,021)
Amortization of finance costs	-	-	-	-	(329)	(66)	-	(449)	-	-	(449)	(89)	-	-	-	-	(155)
Asset and property management expense <sup>2</sup>	2	-	7	-	(1,377)	-	(143)	(2,646)	(107)	(5)	(2,748)	-	-	-	-	-	-
Promote expense <sup>2</sup>	(16)	-	-	-	-	-	-	-	3	-	3	1	-	-	-	-	1
Other income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Acquisition costs	-	-	-	-	-	-	-	(245)	(273)	-	(518)	(103)	-	-	-	-	(103)
<b>OPPORTUNITY FUND INCOME</b>	<b>44</b>	<b>22</b>	<b>7</b>	<b>-</b>	<b>3,774</b>	<b>1,030</b>	<b>(143)</b>	<b>2,690</b>	<b>299</b>	<b>114</b>	<b>2,875</b>	<b>1,096</b>	<b>23</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,170</b>
<b>FEE INCOME</b>																	
Asset and property management fees	-	-	-	-	-	-	-	-	401	-	401	80	-	-	-	-	80
Transactional fees	-	-	-	-	-	-	-	-	218	-	218	43	-	-	-	-	43
Provision for income taxes	-	-	-	-	-	-	-	241	-	-	241	48	-	-	-	-	48
<b>Total Fee Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>241</b>	<b>619</b>	<b>-</b>	<b>860</b>	<b>171</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>171</b>
<b>PROMOTE, RCP AND OTHER INCOME</b>																	
Equity in earnings from RCP investments	-	-	(28)	(11)	-	-	(1,714)	(343)	-	-	-	-	-	-	-	-	(354)
Lease termination income	-	-	-	-	-	-	-	160	-	-	160	32	-	-	-	-	32
Provision for income taxes (RCP)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Promote, RCP and Other Income</b>	<b>-</b>	<b>-</b>	<b>(28)</b>	<b>(11)</b>	<b>-</b>	<b>-</b>	<b>(1,714)</b>	<b>(343)</b>	<b>160</b>	<b>-</b>	<b>160</b>	<b>32</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(322)</b>
<b>GENERAL AND ADMINISTRATIVE</b>	<b>(32)</b>	<b>(12)</b>	<b>(7)</b>	<b>(3)</b>	<b>(1,768)</b>	<b>(354)</b>	<b>(7)</b>	<b>(166)</b>	<b>-</b>	<b>-</b>	<b>(166)</b>	<b>(33)</b>	<b>-</b>	<b>(109)</b>	<b>(25)</b>	<b>(428)</b>	
Depreciation and amortization	(1)	(0)	-	-	(3,006)	(601)	-	(2,013)	(726)	-	(2,739)	(545)	-	-	-	-	(1,146)
ASC 805 amortization	-	-	-	-	-	-	-	(687)	(599)	-	(1,286)	(256)	-	-	-	-	(256)
Gain on sale of properties	-	-	-	-	-	-	-	5,374	-	5,374	-	-	1,069	-	-	-	1,069
<b>Income before noncontrolling interest</b>	<b>11</b>	<b>9</b>	<b>(28)</b>	<b>(13)</b>	<b>(1,000)</b>	<b>75</b>	<b>(1,864)</b>	<b>(344)</b>	<b>5,599</b>	<b>(407)</b>	<b>5,488</b>	<b>(296)</b>	<b>465</b>	<b>1,092</b>	<b>(109)</b>	<b>(25)</b>	<b>1,258</b>
Noncontrolling interest - OP	-	-	-	-	-	-	-	-	-	(18)	18	-	(4)	-	-	-	(4)
Noncontrolling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>NET INCOME</b>	<b>\$ 11</b>	<b>\$ 9</b>	<b>\$ (28)</b>	<b>\$ (13)</b>	<b>\$ (1,000)</b>	<b>\$ 75</b>	<b>\$ (1,864)</b>	<b>\$ (344)</b>	<b>\$ 5,599</b>	<b>\$ (407)</b>	<b>\$ 5,470</b>	<b>\$ (278)</b>	<b>\$ 465</b>	<b>\$ 1,088</b>	<b>\$ (109)</b>	<b>\$ (25)</b>	<b>\$ 1,254</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. 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 to and promotes the Company. As it is the recipient of such fees, the Company does not recognize its pro-rata share of these expenses.

<sup>3</sup> Represents the Company's pro-rata share unconsolidated investments which are detailed on page 24.

<sup>4</sup> Represents a 20% promote earned by Acadia in addition to our 22.22% pro-rata share of the remaining 80% after promote (20%+22.22%\*80% = 37.78%)

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

	2012		2011		2011	
	Current Year-to-Date Period ended September 30, 2012	Current Quarter 3 months ended September 30, 2012	Previous Quarter 3 months ended June 30, 2012	Previous Quarter 3 months ended March 31, 2012	Historic Year-to-Date Period ended September 30, 2011	Historic Quarter 3 months ended September 30, 2011
<b>Funds from operations ("FFO"):</b>						
Net Income	\$ 18,429	\$ 7,581	\$ 6,839	\$ 4,010	\$ 43,668	\$ 4,011
Add back:						
Depreciation of real estate and amortization of leasing costs: (net of noncontrolling interest share)						
Consolidated affiliates	16,308	5,827	5,653	4,828	13,582	4,527
Unconsolidated affiliates	1,155	374	389	392	1,071	338
Gain on sale of properties (net of noncontrolling interest share)						
Consolidated affiliates	(1,391)	(1,178)	(213)	-	(29,360)	-
Unconsolidated affiliates	(609)	-	(609)	-	-	-
Impairment of asset					2,616	-
Income attributable to noncontrolling interests' share in Operating Partnership	269	105	101	63	536	59
Distributions on Preferred OP Units	14	4	5	5	14	5
<b>FFO</b>	<b>\$ 34,175</b>	<b>\$ 12,713</b>	<b>\$ 12,165</b>	<b>\$ 9,298</b>	<b>\$ 32,127</b>	<b>\$ 8,940</b>
<b>Adjusted Funds from operations ("AFFO"):</b>						
Diluted FFO	\$ 34,176	\$ 12,713	\$ 12,165	\$ 9,298	\$ 32,127	\$ 8,940
Straight line rent, net	(2,122)	(719)	(775)	(628)	(1,352)	(356)
Straight-line ground rent expense	63	20	21	22	66	22
ASC 805 rent, net	(947)	(399)	(386)	(162)	255	185
ASC 805 interest expense	23	16	28	(21)	(52)	(21)
Amortization of discount on convertible debt	-	-	-	-	720	180
Non real estate depreciation	338	108	112	118	347	115
Amortization of finance costs	761	270	284	207	866	305
Amortization of cost of management contracts	20	-	-	20	195	60
Leasing commissions	(1,569)	(947)	(316)	(306)	(1,077)	(191)
Tenant improvements	(3,361)	(366)	(1,412)	(1,583)	(5,817)	(2,000)
Capital expenditures	(1,079)	(692)	(323)	(64)	(218)	-
(Gain) loss on extinguishment of debt	-	-	-	-	(1,268)	303
<b>AFFO</b>	<b>\$ 26,303</b>	<b>\$ 10,004</b>	<b>\$ 9,398</b>	<b>\$ 6,901</b>	<b>\$ 24,792</b>	<b>\$ 7,542</b>
AFFO	\$ 26,303	\$ 10,004	\$ 9,398	\$ 6,901	\$ 24,792	\$ 7,542
Scheduled principal repayments	(3,171)	(1,268)	(997)	(906)	(1,953)	(654)
<b>FAD</b>	<b>\$ 23,132</b>	<b>\$ 8,736</b>	<b>\$ 8,401</b>	<b>\$ 5,995</b>	<b>\$ 22,839</b>	<b>\$ 6,888</b>
<b>Total weighted average shares and OP Units:</b>						
Basic	45,089	46,976	44,889	43,382	40,807	40,833
Diluted	45,513	47,410	45,317	43,792	41,099	41,147
<b>FFO per share:</b>						
FFO per share - Basic	\$ 0.76	\$ 0.27	\$ 0.27	\$ 0.21	\$ 0.79	\$ 0.22
FFO per share - Diluted	\$ 0.75	\$ 0.27	\$ 0.27	\$ 0.21	\$ 0.78	\$ 0.22
AFFO per share - Basic	\$ 0.58	\$ 0.21	\$ 0.21	\$ 0.16	\$ 0.61	\$ 0.18
AFFO per share - Diluted	\$ 0.58	\$ 0.21	\$ 0.21	\$ 0.16	\$ 0.60	\$ 0.18
FAD per share - Basic	\$ 0.51	\$ 0.19	\$ 0.19	\$ 0.14	\$ 0.56	\$ 0.17
FAD per share - Diluted	\$ 0.51	\$ 0.18	\$ 0.19	\$ 0.14	\$ 0.56	\$ 0.17

**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.



**Income Statements - EBITDA**  
(in thousands)

	Year-to-Date					Current Quarter						
	Period ended September 30, 2012					Three Months Ended September 30, 2012						
	Wholly Owned	Joint Ventures	Continuing Operations	Continuing Operations	Discontinued Operations	Core Retail					TOTAL	
					Wholly Owned	Joint Ventures	Continuing Operations	Continuing Operations	Discontinued Operations		TOTAL	
<b>NET INCOME</b>	\$ 13,236	\$ 428	\$ 13,664	\$ 3,488	\$ 1,277	\$ 18,429	\$ 6,221	\$ 106	\$ 6,327	\$ 166	\$ 1,088	\$ 7,581
<b>Add back:</b>												
Depreciation and amortization	11,518	1,156	12,674	3,535	53	16,262	4,027	374	4,401	1,146	-	5,547
ASC 805 amortization	1,183	-	1,183	536	25	1,744	543	-	543	256	-	799
Interest expense	10,600	3,207	13,807	3,024	87	16,918	3,887	1,046	4,933	1,012	9	5,954
Amortization of finance costs	229	-	229	420	-	649	115	-	115	155	-	270
ASC 805 interest expense	71	-	71	(48)	-	23	32	-	32	(16)	-	16
Gain on sale of properties	248	-	248	-	(1,069)	(2,520)	-	-	-	-	(1,069)	(1,069)
Provision for income taxes	1,942	1	1,943	(161)	-	1,782	-	-	141	(48)	-	93
Noncontrolling interest - OP	278	-	278	-	4	282	105	-	105	-	4	109
<b>EBITDA</b>	<b>\$ 39,305</b>	<b>\$ 4,792</b>	<b>\$ 44,097</b>	<b>\$ 10,794</b>	<b>\$ 377</b>	<b>\$ 53,569</b>	<b>\$ 15,071</b>	<b>\$ 1,526</b>	<b>\$ 16,597</b>	<b>\$ 2,671</b>	<b>\$ 32</b>	<b>\$ 19,300</b>

**Core Portfolio**

Net Operating Income (NOI) - Same Property Performance <sup>1</sup>  
(in thousands)

	Quarter			Year-to-Date		
	Three months ended		Growth in Same Property NOI - Continuing Operations Favorable (unfavorable)	Period ended		Growth in Same Property NOI - Continuing Operations Favorable (unfavorable)
	September 30, 2012	September 30, 2011		September 30, 2012	September 30, 2011	
<b>Reconciliation of total NOI to same property NOI:</b>						
NOI - Core properties	\$ 13,531	\$ 11,241		\$ 39,017	\$ 33,117	
NOI - Discontinued Operations	-	-		-	849	
Total NOI	13,531	11,241		39,017	33,966	
NOI - Properties acquired, in redevelopment and Discontinued Operations	(3,104)	(1,425)		(9,277)	(5,383)	
Total	\$ 10,427	\$ 9,816	6.2%	\$ 29,740	\$ 28,583	4.0%
<b>Same property NOI by revenues/expenses:</b>						
Revenues	\$ 14,771	\$ 13,835	6.8%	\$ 41,262	\$ 41,344	-0.2%
Expenses	4,344	4,019	-8.1%	11,522	12,761	9.7%
<b>Total Core Portfolio</b>	\$ 10,427	\$ 9,816	6.2%	\$ 29,740	\$ 28,583	4.0%

**Notes:**

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

**Income Statements - Fee income by Opportunity Fund**
*(in thousands)*
**Nine months ended September 30, 2012**

	<b>Fund I</b>	<b>Fund II</b>	<b>Fund III</b>	<b>Fund IV</b>	<b>Other</b>	<b>Total</b>
Asset and property management fees	\$ 221	\$ 3,329	\$ 5,071	\$ 2,423	\$ 552	\$ 11,596
Transactional fees	30	2,525	2,089	-	467	5,111
Total management fees	\$ 251	\$ 5,854	\$ 7,160	\$ 2,423	\$ 1,019	\$ 16,707

**Current Quarter ended September 30, 2012**

	<b>Fund I</b>	<b>Fund II</b>	<b>Fund III</b>	<b>Fund IV <sup>1</sup></b>	<b>Other</b>	<b>Total</b>
Asset and property management fees	\$ 67	\$ 1,059	\$ 1,676	\$ 1,949	\$ 63	\$ 4,814
Transactional fees	2	1,071	1,004	-	60	2,137
Total management fees	\$ 69	\$ 2,130	\$ 2,680	\$ 1,949	\$ 123	\$ 6,951

**Previous Quarter ended June 30, 2012**

	<b>Fund I</b>	<b>Fund II</b>	<b>Fund III</b>	<b>Fund IV</b>	<b>Other</b>	<b>Total</b>
Asset and property management fees	\$ 65	\$ 1,167	\$ 1,678	\$ 474	\$ 219	\$ 3,603
Transactional fees	14	628	581	-	244	1,467
Total management fees	\$ 79	\$ 1,795	\$ 2,259	\$ 474	\$ 463	\$ 5,070

**Previous Quarter ended March 31, 2012**

	<b>Fund I</b>	<b>Fund II</b>	<b>Fund III</b>	<b>Fund IV</b>	<b>Other</b>	<b>Total</b>
Asset and property management fees	\$ 89	\$ 1,103	\$ 1,717	\$ -	\$ 270	\$ 3,179
Transactional fees	14	826	504	-	163	1,507
Total management fees	\$ 103	\$ 1,929	\$ 2,221	\$ -	\$ 433	\$ 4,686

<sup>1</sup> Includes \$365 of asset management fee due for the period May 16, 2012 (initial closing date) through June 30, 2012 for investors closed subsequent to June 30, 2012.

**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>
<b>ASSETS</b>				
<i>Real estate</i>				
Land	\$ 355,586	\$ (170,163)	\$ 16,961	\$ 202,384
Buildings and improvements	1,107,680	(508,602)	71,172	670,250
Construction in progress	10,244	(4,052)	1,362	7,554
	<u>1,473,510</u>	<u>(682,817)</u>	<u>89,495</u>	<u>880,188</u>
Less: accumulated depreciation	(203,404)	54,741	(12,993)	(161,656)
Net real estate	<u>1,270,106</u>	<u>(628,076)</u>	<u>76,502</u>	<u>718,532</u>
Net real estate under development	229,808 <sup>3</sup>	(187,700)	189	42,297
Cash and cash equivalents	85,297	(21,226)	2,491	66,562
Cash in escrow	19,030	(11,449)	1,367	8,948
Investments in and advances to unconsolidated affiliates	88,572	(58,948)	(16,984)	12,640
Rents receivable, net	3,345	(2,350)	(9)	986
Straight-line rents receivable, net	27,204	(13,479)	1,789	15,514
Notes Receivable	78,826	(23,139)	-	55,687
Deferred charges, net	30,326	(24,339)	1,709	7,696
Prepaid expenses and other assets	38,003	24,351	1,424	63,778 <sup>4</sup>
Acquired lease intangibles	29,066	(10,957)	1,252	19,361
Assets of discontinued operations	-	-	-	-
<b>Total Assets</b>	<u>\$ 1,899,583</u>	<u>\$ (957,312)</u>	<u>\$ 69,730</u>	<u>\$ 1,012,001</u>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>				
Mortgage notes payable	\$ 871,741	(497,435)	\$ 85,580	\$ 459,886
Notes payable	930	-	-	930
Valuation of debt at acquisition, net of amortization	(498)	-	129	(369)
Acquired lease intangibles	9,420	(2,996)	2,443	8,867
Accounts payable and accrued expenses	34,691	(11,581)	2,515	25,625
Dividends and distributions payable	8,757	-	-	8,757
Share of losses in excess of inv. in unconsolidated affiliates	22,409	-	(22,217)	192
Accounts payable to related parties	902	-	-	902
Other liabilities	22,612	(8,857)	1,280	15,035
Liabilities of discontinued operations	-	-	-	-
Total liabilities	<u>970,964</u>	<u>(520,869)</u>	<u>69,730</u>	<u>519,825</u>
Shareholders' equity:				
Common shares	47	-	-	47
Additional paid-in capital	450,165	-	-	450,165
Accumulated other comprehensive income	(4,765)	-	-	(4,765)
Retained earnings	33,269	-	-	33,269
Total controlling interest	<u>478,716</u>	<u>-</u>	<u>-</u>	<u>478,716</u>
Non-controlling interest in subsidiary	449,903	(436,443)	-	13,460
<b>Total shareholders' equity</b>	<u>928,619</u>	<u>(436,443)</u>	<u>-</u>	<u>492,176</u>
Total Liabilities and Shareholders' Equity	<u>\$ 1,899,583</u>	<u>\$ (957,312)</u>	<u>\$ 69,730</u>	<u>\$ 1,012,001</u>

**Notes**

<sup>1</sup> The interim consolidated balance sheet is unaudited, although it reflect 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 above asset and liability line items. Similarly, the above presentation also includes the Company's 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	\$ 202,022
Fund III	27,304
Total Opportunity Funds	<u>229,326</u>
Core Portfolio	482
Total	<u>\$ 229,808</u>

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

Due from Fund Investors	\$ 35,976
Contract deposits	7,953
Prepaid expenses	4,655
Accrued interest on Notes Receivable	2,635
Unsettled At-The-Market proceeds	1,772
Income tax receivables	1,186
Corporate assets	1,127
Other	8,474
Total	<u>\$ 63,778</u>

**Notes Receivable**  
(in thousands)

Investment	Balance at June 30, 2012	Third Quarter Activity	Balance at September 30, 2012		Total	Stated Interest Rate	Effective Interest Rate <sup>1</sup>	Maturity Dates	Extension Options	Underlying third-party first mortgage	
	Principal		Principal <sup>2</sup>	Accrued Interest						Amount	Maturity Dates
First mortgage and other notes	\$ 5,669	\$ -	\$ 5,669	\$ 162	\$ 5,831	13.57%	17.52%	2012 to 2017	-	n/a	n/a
Short-term notes related to acquisitions	22,500	-	22,500	715	23,215	11.62%	11.62%	2012 to 2017	-	n/a	n/a
Mezzanine notes	18,853	100	18,953	1,065	20,018	12.79%	14.40%	2013 to 2017	-	311,581	2012 thru 2019
<b>Total notes receivable</b>	<b>\$ 47,022</b>	<b>\$ 100</b>	<b>\$ 47,122</b>	<b>\$ 1,942</b>	<b>\$ 49,064</b>	<b>12.33%</b>	<b>13.45%</b>				

**Notes:**

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

<sup>2</sup> Reconciliation of Notes Receivable to the Consolidated Balance Sheet

Total Notes Receivable per above	\$ 47,122
Fund I first mortgage loan - related to Kroger/Safeway sale	12,609
Fund III first mortgage investments	18,500
Fund III non-real estate loans	595
<b>Total Notes Receivable per Consolidated Balance Sheet</b>	<b>\$ 78,826</b>

**2012 Guidance - Highlights***(in millions except per share amounts, all per share amounts are fully diluted)***Overall:**

Fully diluted Common Shares and OP Units

<b>Current 2012 Guidance</b>	<b>2011 Actual</b>
45,500 - 48,000	41,467
<u>\$ 1.00 to \$1.05</u>	<u>\$ 0.97</u>
<u>\$ 0.54 to \$0.60</u>	<u>\$ 1.26</u>

Full year Funds from Operations ("FFO") per share

Earnings per Share ("EPS")

**FFO Components:**

Core and pro-rata share of opportunity Fund ("Fund") portfolio income

Asset and property management fee income, net of TRS taxes

Transactional fee income, net of TRS taxes

Promote, RCP and other income, net of TRS taxes

General and administrative expense

<u>\$ 48.0 to \$51.0</u>	<u>\$ 43.9</u>
<u>\$ 14.0 to \$14.5</u>	<u>\$ 12.1</u>
<u>\$ 5.0 to \$6.5</u>	<u>\$ 6.2</u>
<u>\$ 1.0 to \$1.5</u>	<u>\$ 1.5</u>
<u>\$ (22.5) to \$(23.0)</u>	<u>\$ (23.4)</u>
<u>\$ 45.5 to \$50.5</u>	<u>\$ 40.3</u>

**Total**

**Net Asset Valuation Information**

(in thousands)

	CORE	FUND I		FUND II				FUND III				
		Fund Level	AKR pro-rata share		Fund Level		AKR Pro-rata Share		Fund Level		AKR pro-rata share	
			%	\$	Quarterly	Annualized (x4)	%	\$	Quarterly	Annualized (x4)	%	\$
<b>Current NOI</b>												
Operating properties <sup>1</sup>	\$ 13,531	--		\$ -	\$ -	20.00%	\$ -	\$ 2,743	\$ 10,972	19.90%	\$ 2,183	
Operating properties - Unconsolidated Affiliates <i>Development Portfolio</i>				-	-			652	2,608		519	
Construction complete - Stabilized	-			3,895	15,580		3,116	-	-		-	
Construction complete - Pre-stabilized	-			2,528	10,112		2,022	642	2,568		511	
Storage portfolio	-			475	1,900		380	3,549	14,196		2,825	
<b>Total NOI</b>	<b>\$ 13,531</b>			<b>\$ 6,898</b>	<b>\$ 27,592</b>		<b>\$ 5,518</b>	<b>\$ 7,586</b>	<b>\$ 30,344</b>		<b>\$ 6,039</b>	
<b>Cost to Date<sup>2</sup></b>												
Construction complete (both stabilized and pre-stabilized)				\$ 427,400		\$ 85,480		\$ -			\$ -	
Under construction				128,200		25,640		-			-	
In-design				34,600		6,920		95,500		19,005		
Storage portfolio				-		-		190,600		37,930		
<b>Costs to Complete<sup>2</sup></b>												
Construction complete (both stabilized and pre-stabilized)				\$ 3,200		\$ 640		\$ -			\$ -	
Under construction				121,800		24,360		-			-	
In-design				-		-		-			-	
<b>Annual NOI Upon Stabilization (Mid-Point of Range)</b>												
Construction complete (both stabilized and pre-stabilized)				\$ 34,448		\$ 6,890		\$ -			\$ -	
Storage portfolio				-		-		15,248		3,034		
Under construction				20,000		4,000		-		-		
<b>Debt</b>	<b>\$ 333,471</b>	<b>\$ -</b>		<b>\$ 230,318</b>		<b>\$ 42,570</b>		<b>\$ 313,740</b>		<b>\$ 58,042</b>		
Gross asset value <sup>1</sup>				16,000								
Net Asset Value				<u>\$ 16,000</u>	37.78%	<u>\$ 6,045</u>						

**Notes:**
<sup>1</sup>Fund I value is based on property appraisals. Pro-rata share is 20% (AKR promote) + 22% x 80% (AKR remaining share after promote) = 37.78%.

<sup>2</sup>See detail on pages 28 and 29 of this supplement.

**Selected Operating Ratios**  
(in thousands)

	Three months ended September 30,		Period ended September 30, 2012	
	2012	2011	2012	2011
<b>COVERAGE RATIOS<sup>1</sup></b>				
EBITDA <sup>2</sup>	\$ 19,300	\$ 14,797	\$ 53,569	\$ 47,128
Divided by Interest expense	5,954	5,772	16,918	17,677
<b>Interest Coverage Ratio</b>	3.24x	2.56x	3.17x	2.67x
EBITDA	\$ 19,300	\$ 14,797	\$ 53,569	\$ 47,128
Divided by (Interest expense Plus: Preferred Dividends) <sup>3</sup>	5,954 4	5,772 5	16,918 14	17,677 14
<b>Fixed Charge Coverage Ratio</b>	3.24x	2.56x	3.16x	2.66x
EBITDA	\$ 19,300	\$ 14,797	\$ 53,569	\$ 47,128
Divided by (Interest expense Plus: Principal Amortization)	5,954 1,268	5,772 654	16,918 3,171	17,677 1,953
<b>Debt Service Coverage Ratio</b>	2.67x	2.30x	2.67x	2.40x
<b>Payout Ratios</b>				
Dividends (Shares) & Distributions (OP Units) paid FFO	\$ 8,482 12,713	\$ 7,507 8,940	\$ 24,493 34,175	\$ 22,518 32,127
<b>FFO Payout Ratio</b>	67%	84%	72%	70%
Dividends (Shares) & Distributions (OP Units) paid AFFO	\$ 8,482 10,004	\$ 7,507 7,542	\$ 24,493 26,303	\$ 22,518 24,792
<b>AFFO Payout Ratio</b>	85%	100%	93%	91%
Dividends (Shares) & Distributions (OP Units) paid FAD	\$ 8,482 8,736	\$ 7,507 6,888	\$ 24,493 23,132	\$ 22,518 22,839
<b>FAD Payout Ratio</b>	97%	109%	106%	99%

**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 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 Opportunity Funds cash balance at end of period.

	Three months ended September 30,	Three months ended June 30,
	2012	2012
<b>LEVERAGE RATIOS</b>		
Debt <sup>4</sup>	\$ 460,664	\$ 450,700
Total Market Capitalization	1,646,540	1,524,886
<b>Debt/Total Market Capitalization</b>	28%	30%
Debt <sup>4,6</sup>	\$ 394,102	\$ 408,503
Total Market Capitalization	1,579,978	1,482,689
<b>Net Debt/Total Market Capitalization</b>	25%	28%
Debt + Preferred Equity (Preferred O.P. Units)	\$ 461,286	\$ 451,281
Total Market Capitalization	1,646,540	1,524,886
<b>Debt+Preferred Equity/Total Market Capitalization</b>	28%	30%
Debt	\$ 333,471	\$ 327,925
EBITDA (Annualized)	66,388	60,576
<b>Debt/EBITDA - Core Portfolio</b>	5.02x	5.41x
Debt <sup>5</sup>	\$ 275,966	\$ 295,027
EBITDA (Annualized)	66,388	60,576
<b>Net Debt/EBITDA - Core Portfolio</b>	4.16x	4.87x
Debt	\$ 460,664	\$ 450,700
EBITDA (Annualized)	77,072	76,485
<b>Debt/EBITDA - Core Portfolio and Opportunity Funds</b>	5.98x	5.89x
Debt <sup>6</sup>	\$ 394,102	\$ 408,503
EBITDA (Annualized)	77,072	76,485
<b>Net Debt/EBITDA - Core Portfolio and Opportunity Funds</b>	5.11x	5.34x
NOI (Annualized)	\$ 54,124	\$ 53,896
Debt	333,471	327,925
<b>Debt Yield - Core Portfolio</b>	16.2%	16.4%
NOI (Annualized)	\$ 54,124	\$ 53,896
Debt <sup>5</sup>	275,966	295,027
<b>Net Debt Yield - Core Portfolio</b>	19.6%	18.3%
NOI (Annualized)	\$ 65,308	\$ 66,885
Debt	460,664	450,700
<b>Debt Yield - Core Portfolio and Opportunity Funds</b>	14.2%	14.8%
NOI (Annualized)	\$ 65,308	\$ 66,885
Debt <sup>6</sup>	394,102	408,503
<b>Net Debt Yield - Core Portfolio and Opportunity Funds</b>	16.6%	16.4%



**Portfolio Debt - Summary**

Reconciliation from Pro-Rata Share of Debt to GAAP Debt per Financial Statement  
(in thousands)

	Acadia Pro-Rata Share of Debt <sup>2</sup>						Reconciliation to Consolidated Debt as Reported			
	Core Portfolio		Opportunity Funds		Total			Add: Noncontrolling Interest Share of Consolidated Debt <sup>3</sup>	Less: Pro-rata Share of Unconsolidated Debt <sup>4</sup>	Acadia Consolidated Debt
	Principal	Interest	Principal	Interest	Principal	Interest	Fixed vs Variable			
Mortgage Notes Payable	Balance	Rate	Balance	Rate	Balance	Rate	Variable			As Reported
Fixed-Rate Debt <sup>1</sup>	\$ 359,535	5.4%	\$ 38,342	4.2%	\$ 397,877	5.3%	86%	\$ 166,313	\$ (75,229)	\$ 488,961
Variable-Rate Debt	(26,064)	1.8%	88,850	2.3%	62,786	1.9%	14%	331,277	(10,353)	383,710
<b>Total</b>	<b>\$ 333,471</b>	<b>5.4%</b>	<b>\$ 127,193</b>	<b>3.1%</b>	<b>\$ 460,664</b>	<b>4.8%</b>	<b>100%</b>	<b>\$ 497,590</b>	<b>\$ (85,582)</b>	<b>872,671</b>
ASC 805 purchase price debt allocation										(498)
<b>Total debt as reported</b>										<b>\$ 872,173</b>

**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.

**Debt Analysis**  
(in thousands)

Property	Entity	Principal Balance at September 30, 2012	Acadia's Pro-rata Share		Interest Rate	Maturity Date	Extension Options
			Percent	Amount			
<b><u>CORE PORTFOLIO</u></b>							
<b><u>Fixed-Rate Debt</u></b>							
Clark Diversey	Acadia	\$ 4,384	100.0%	\$ 4,384	6.35%	7/1/2014	None
New Loudon Center	Acadia	13,699	100.0%	13,699	5.64%	9/6/2014	None
Crossroads Shopping Center	Crossroads JV	59,624	49.0%	29,215	5.37%	12/1/2014	None
Crescent Plaza	Acadia	17,093	100.0%	17,093	4.98%	9/6/2015	None
Pacesetter Park Shopping Center	Acadia	11,794	100.0%	11,794	5.12%	11/6/2015	None
Elmwood Park Shopping Center	Acadia	33,382	100.0%	33,382	5.53%	1/1/2016	None
Chicago Portfolio	Acadia	15,902	100.0%	15,902	5.61%	2/1/2016	None
The Gateway Shopping Center	Acadia	20,107	100.0%	20,107	5.44%	3/1/2016	None
Cambridge (Whole Foods)	Acadia	6,959	100.0%	6,959	6.26%	5/1/2016	None
Cambridge (Rite Aid)	Acadia	4,224	100.0%	4,224	3.68%	5/1/2016	1 x 60 mos.
Brandywine Town Center	Brandywine JV	166,200	22.2%	36,933	5.99%	7/1/2016	None
Walnut Hill Plaza	Acadia	23,263	100.0%	23,263	6.06%	10/1/2016	None
Rhode Island Place Shopping Center	Acadia	16,479	100.0%	16,479	6.35%	12/1/2016	None
Acadia Realty Trust (Convertible Notes)	Acadia	930	100.0%	930	3.75%	12/15/2016	None
239 Greenwich Avenue	Acadia	26,000	75.0%	19,500	5.42%	2/11/2017	None
Merrillville Plaza	Acadia	26,228	100.0%	26,228	5.88%	8/1/2017	None
Georgetown Portfolio	Acadia	6,322	50.0%	3,161	6.15%	6/15/2020	None
Georgetown Portfolio	Acadia	975	50.0%	488	5.50%	5/26/2021	None
A & P Shopping Plaza	Acadia	8,000	60.0%	4,800	4.20%	9/6/2022	None
Interest rate swaps <sup>1</sup>	Acadia	70,994	100.0%	70,994	4.34%	Various	None
<b>Sub-Total Fixed-Rate Debt</b>		<b>532,559</b>		<b>359,535</b>	<b>5.37%</b>		
<b><u>Variable-Rate Debt</u></b>							
Georgetown Portfolio	Acadia	2,701	50.0%	1,351	Libor + 210	10/31/2012	None
Various <sup>2</sup> (Secured Line of Credit)	Acadia	-	100.0%	-	Libor + 125	12/1/2012	None
Branch Plaza	Acadia	12,585	100.0%	12,585	Libor + 225	9/30/2014	1 x 36 mos.
Village Commons Shopping Center	Acadia	9,222	100.0%	9,222	Libor + 140	6/30/2018	None
West Diversey	Acadia	15,372	100.0%	15,372	Libor + 190	4/27/2019	None
4401 N White Plains Road	Acadia	6,400	100.0%	6,400	Libor + 190	9/1/2022	None
Interest rate swaps <sup>1</sup>	Acadia	(70,994)	100.0%	(70,994)			
<b>Sub-Total Variable-Rate Debt</b>		<b>(24,714)</b>		<b>(26,064)</b>	<b>Libor + 163</b>		
<b>Total Core Portfolio Debt</b>		<b>\$ 507,845</b>		<b>\$ 333,471</b>	<b>5.44%</b>		

**Debt Analysis (continued)**  
(in thousands)

Property	Entity	Principal Balance at September 30, 2012	Acadia's Pro-rata Share		Interest Rate	Maturity Date	Extension Options
			Percent	Amount			
<b>OPPORTUNITY FUNDS</b>							
<b>Fixed-Rate Debt</b>							
Lincoln Park Centre	Fund III	19,587	19.9%	3,899	5.85%	12/1/2013	None
Lincoln Road <sup>7</sup>	Fund III	19,972	18.9%	3,777	6.14%	8/11/2014	None
CityPoint	Fund II	20,000	18.8%	3,766	7.25%	11/1/2014	None
Arundel Plaza <sup>8</sup>	Fund III	9,239	17.9%	1,655	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	Fund II	5,262	18.8%	991	1.00%	8/23/2019	None
Interest rate swaps <sup>1</sup>	Funds II & III	119,174	16.1%	19,200	2.97%	Various	None
<b>Sub-Total Fixed-Rate Debt</b>		<b>218,734</b>		<b>38,342</b>	<b>4.19%</b>		
<b>Variable-Rate Debt</b>							
Acadia Strategic Opportunity Fund III, LLC <sup>5</sup>	Fund III	82,940	19.9%	16,505	Libor + 225	10/10/2012	None
Liberty Avenue	Fund II	9,249	19.8%	1,833	Libor + 325	11/1/2012	None
161st Street <sup>3</sup>	Fund II	28,900	19.8%	5,728	Libor + 600	4/1/2013	None
CityPoint	Fund II	20,650	18.8%	3,888	Libor + 250	8/12/2013	2 x 12 mos.
Storage Post - Various <sup>4</sup>	Fund III	41,947	18.9%	7,930	Libor + 415	8/31/2013	None
Pelham Manor Shopping Plaza <sup>3</sup>	Fund II	33,905	19.8%	6,720	Libor + 275	12/1/2013	None
Acadia Strategic Opportunity Fund II, LLC	Fund II	32,400	20.0%	6,480	Libor + 290	12/22/2014	None
Parkway Crossing <sup>8</sup>	Fund III	13,861	17.9%	2,483	Libor + 220	1/1/2015	2 x 12 mos.
Canarsie Plaza	Fund II	68,963	15.9%	10,934	Libor + 225	5/1/2015	None
Atlantic Avenue	Fund II	10,642	13.3%	1,419	Libor + 335	6/30/2015	None
640 Broadway	Fund III	22,750	10.0%	2,264	Libor + 295	7/1/2015	1 x 12 mos.
Heritage Shops	Fund III	21,000	19.9%	4,179	Libor + 225	8/10/2015	2 x 12 mos.
Fordham Place <sup>3</sup>	Fund II	83,261	19.8%	16,502	Libor + 300	9/25/2015	2 x 12 mos.
Cortland Towne Center	Fund III	73,692	19.9%	14,665	Libor + 190	10/26/2015	None
White City Shopping Center <sup>6</sup>	Fund III	38,991	16.7%	6,519	Libor + 260	12/23/2017	1 x 36 mos.
Interest rate swaps <sup>1</sup>	Funds II & III	(119,174)	16.1%	(19,200)			
<b>Sub-Total Variable-Rate Debt</b>		<b>463,977</b>		<b>88,850</b>	<b>Libor + 209</b>		
<b>Total Opportunity Funds Portfolio Debt</b>		<b>\$ 682,711</b>		<b>\$ 127,192</b>	<b>3.12%</b>		

**Debt Analysis - Notes**  
(in thousands)

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

	<u>Notional principal</u>	<u>Pro-rata Share</u>	<u>Average Swap rate</u>	<u>Maturity Date</u>
Core Portfolio	\$ 15,000	\$ 15,000	3.79%	11/30/2012
	15,000	15,000	3.41%	11/30/2012
	10,000	10,000	2.65%	11/30/2012
	9,222	9,222	2.90%	7/2/2018
	15,372	15,372	1.57%	5/1/2019
	6,400	6,400	1.75%	9/1/2022
	70,994	70,994	2.77%	
Opportunity Funds				
	35,916	5,695	0.70%	5/1/2015
	33,047	5,240	0.70%	5/1/2015
	21,000	4,179	0.52%	8/10/2015
	19,474	3,256	2.90%	12/26/2017
	9,737	1,628	3.02%	12/26/2017
	119,174	19,998	1.21%	
<b>Total Core Portfolio and Opportunity Funds</b>	<b>\$ 190,168</b>	<b>\$ 90,992</b>	<b>2.43%</b>	

<sup>2</sup>This is a revolving facility for up to \$64,500 and is collateralized by Bloomfield Town Square, Hobson West Plaza, Marketplace of Absecon, Abington Towne Center, Methuen Shopping Center and Town Line Plaza.

<sup>3</sup>Fund II is a 99.1% joint venture partner on this investment. As such, Acadia's pro-rata share of the above debt is 99.1% x 20%, or 19.8%.

<sup>4</sup>The loan is collateralized by Storage Post locations - Linden, Webster Avenue, Jersey City, Fordham Road, Lawrence and Ridgewood.

<sup>5</sup>This is an acquisition facility with no current additional capacity.

<sup>6</sup>Fund III is an 84.0% joint venture partner on this investment. As such, Acadia's pro-rata share of the above debt is 84.0% x 19.9%, or 16.7%.

<sup>7</sup>Fund III is a 95.0% joint venture partner on this investment. As such, Acadia's pro-rata share of the above debt is 95.0% x 19.9%, or 18.9%.

<sup>8</sup>Fund III is a 90.0% joint venture partner on this investment. As such, Acadia's pro-rata share of the above debt is 90.0% x 19.9%, or 17.9%.

**Future Debt Maturities - Including Extension Options**
*(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
2012	\$ 1,296	\$ 2,701	\$ 3,997	\$ 1,128	\$ 1,351	\$ 2,479	2.35%	n/a	2.35%
2013	5,306	-	5,306	4,612	-	4,612	n/a	n/a	n/a
2014	5,401	74,406	79,807	4,667	45,280	49,947	5.47%	5.47%	n/a
2015	4,058	27,344	31,402	3,904	27,344	31,248	5.04%	5.04%	n/a
2016	2,566	276,634	279,200	2,402	147,367	149,769	5.91%	5.91%	n/a
Thereafter	4,604	103,529	108,133	3,995	91,421	95,416	4.39%	5.60%	2.14%
<b>Total</b>	<b>\$ 23,231</b>	<b>\$ 484,614</b>	<b>\$ 507,845</b>	<b>\$ 20,708</b>	<b>\$ 312,763</b>	<b>\$ 333,471</b>			

**Opportunity 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
2012	\$ 1,675	\$ 92,190	\$ 93,865	\$ 206	\$ 18,427	\$ 18,633	3.74%	n/a	3.74%
2013	7,025	140,229	147,254	894	27,817	28,711	4.56%	5.85%	4.36%
2014	6,479	54,179	60,658	829	10,674	11,503	5.72%	6.71%	3.15%
2015	5,020	173,382	178,402	525	31,242	31,767	2.37%	n/a	2.37%
2016	2,820	21,233	24,053	369	2,234	2,603	2.97%	n/a	2.97%
Thereafter	15,406	163,073	178,479	2,700	31,275	33,975	4.25%	6.24%	2.74%
<b>Total</b>	<b>\$ 38,425</b>	<b>\$ 644,286</b>	<b>\$ 682,711</b>	<b>\$ 5,523</b>	<b>\$ 121,669</b>	<b>\$ 127,192</b>			

**Future Debt Maturities - Not Including Extension Options**
*(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
2012	\$ 1,296	\$ 2,701	\$ 3,997	\$ 1,128	\$ 1,351	\$ 2,479	2.32%	n/a	2.32%
2013	5,306	-	5,306	4,612	-	4,612	n/a	n/a	n/a
2014	5,361	86,502	91,863	4,627	57,376	62,003	5.05%	5.47%	2.47%
2015	3,823	27,344	31,167	3,669	27,344	31,013	5.04%	5.04%	n/a
2016	2,271	280,440	282,711	2,107	151,173	153,280	5.88%	5.88%	n/a
Thereafter	3,812	88,989	92,801	3,203	76,881	80,084	4.53%	5.71%	1.95%
<b>Total</b>	<b>\$ 21,869</b>	<b>\$ 485,976</b>	<b>\$ 507,845</b>	<b>\$ 19,346</b>	<b>\$ 314,125</b>	<b>\$ 333,471</b>			

**Opportunity 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
2012	\$ 1,675	\$ 92,190	\$ 93,865	\$ 206	\$ 18,427	\$ 18,633	2.57%	n/a	2.57%
2013	7,026	160,879	167,905	894	31,705	32,599	4.31%	5.85%	4.10%
2014	6,410	54,179	60,589	816	10,674	11,490	5.71%	6.71%	3.12%
2015	3,877	288,598	292,475	399	51,818	52,217	2.78%	5.60%	2.69%
2016	577	-	577	96	-	96	n/a	n/a	n/a
Thereafter	576	66,724	67,300	96	12,061	12,157	3.81%	4.97%	2.82%
<b>Total</b>	<b>\$ 20,141</b>	<b>\$ 662,570</b>	<b>\$ 682,711</b>	<b>\$ 2,507</b>	<b>\$ 124,685</b>	<b>\$ 127,192</b>			

Overview of Acadia Strategic Opportunity Funds

Item	FUND I	FUND II	FUND III	FUND IV
<b>Date formed</b>	September 2001	June 2004	May 2007	May 2012
<b>Capital commitment</b>	\$90 million	\$300 million	\$475 million (Original was \$503 million)	\$540.6 million
<b>Funding</b>	Fully funded	Fully funded	\$341.0 million funded through September 30, 2012	\$0 funded through September 30, 2012
<b>Partnership structure</b>				
Equity Contribution and Cash flow distribution:	22.22% - Acadia 77.78% - Four institutional investors	20% - Acadia 80% - Six institutional investors	20% - Acadia 80% - 14 institutional investors	23% - Acadia 77% - 19 institutional investors
Promote:	20% to Acadia once all partners (including Acadia) have received 9% preferred return and return of equity	20% to Acadia once all partners (including Acadia) have received 8% preferred return and return of equity	20% to Acadia once all partners (including Acadia) have received 6% preferred return and return of equity	20% to Acadia once all partners (including Acadia) have received 6% preferred return and return of equity
	Remaining 80% is distributed to all the partners (including Acadia).	Remaining 80% is distributed to all the partners (including Acadia).	Remaining 80% is distributed to all the partners (including Acadia).	Remaining 80% is distributed to all the partners (including Acadia).
	All original capital and accumulated preference has been paid. Acadia is entitled to a Promote on all future distributions.	All unfunded capital is anticipated to be used to complete existing projects	All unfunded capital is anticipated to be used to complete existing projects	Formation date May 16, 2012
<b>Fees to Acadia</b>	Priority distribution fee equal to 1.5% of implied capital	Asset management fee equal to 1.5% of total committed capital	Asset management fee equal to 1.5% of total committed capital	Priority distribution fee equal to 1.5% of total committed capital
	Priority distribution fee equal to 4% of gross property revenues	Property management fee equal to 4% of gross property revenues	Property management fee equal to 4% of gross property revenues	Property management fee equal to 4% of gross property revenues
	Market rate leasing fees	Market rate leasing fees	Market rate leasing fees	Market rate leasing fees
	Market rate construction/project management fees	Market rate construction/project management fees	Market rate construction/project management fees	Market rate construction/project management fees
			Development fee equal to 3% of total project cost	Development fee equal to 3% of total project cost

**Opportunity Fund Retail Properties - Detail**

	Anchors	Ownership %	Gross Leasable Area			In Place Occupancy			Leased Occupancy	Annualized Base Rent						
			Anchors	Shops	Total	Anchors	Shops	Total	Total	Anchors	Shops	Total	Anchors	Shops	Per Sq. Ft.	
<b>Fund I Portfolio Detail:</b>																
VARIOUS																
<b>Total - Fund I</b>	Kroger/Safeway Portfolio (3 Properties)	75%	<b>97,500</b>	-	<b>97,500</b>	<b>69.23%</b>	-	<b>69.23%</b>	<b>69.23%</b>	<b>\$ 302,076</b>	<b>\$ -</b>	<b>\$ 302,076</b>	<b>\$ 4.48</b>	<b>\$ -</b>	<b>\$ 4.48</b>	
<b>Fund II Portfolio Detail <sup>2</sup></b>																
NEW YORK																
<b>New York</b>																
	Pellham Manor Shopping Plaza	BJ's Wholesale Club, PetSmart, Storage Post	99.1%	169,512	58,981	228,493	100.00%	71.76%	92.71%	94.41%	\$ 4,287,282	\$ 1,476,440	\$ 5,763,722	\$ 25.29	\$ 34.88	\$ 27.21
	Fordham Place - Retail	Walgreens, Best Buy, 24 Hour Fitness, Sears	99.1%	74,899	44,547	119,446	100.00%	100.00%	100.00%	100.00%	2,873,228	2,646,532	5,519,760	38.36	59.41	46.21
	Liberty Avenue	CVS, Storage Post	99.1%	10,880	15,245	26,125	100.00%	100.00%	100.00%	100.00%	432,480	478,512	910,992	39.75	31.39	34.87
	Canarsie Plaza	BJ's Wholesale Club, Planet Fitness, PetSmart	79.3%	172,770	100,772	273,542	100.00%	89.60%	96.17%	96.17%	5,100,000	2,957,289	8,057,289	29.52	32.75	30.63
	216th Street	NYC Human Resources Administration	99.1%	60,000	-	60,000	100.00%	0.00%	100.00%	100.00%	2,574,000	120,000	2,694,000	42.90	-	44.90
	161st Street <sup>1</sup>	Various New York City & State agencies	99.1%	107,026	125,376	232,402	100.00%	71.48%	84.61%	100.00%	2,836,189	2,419,012	5,255,201	26.50	26.99	26.72
<b>Total - Fund II</b>			<b>595,087</b>	<b>344,921</b>	<b>940,008</b>	<b>100.00%</b>	<b>81.77%</b>	<b>93.31%</b>	<b>97.53%</b>	<b>\$ 18,103,179</b>	<b>\$ 10,097,785</b>	<b>\$ 28,200,964</b>	<b>\$ 30.42</b>	<b>\$ 35.80</b>	<b>\$ 32.15</b>	
<b>Fund III Portfolio Detail <sup>2</sup></b>																
NEW YORK																
<b>New York</b>																
	Cortlandt Towne Center	Wal-Mart, Best Buy, A&P	100.0%	472,901	168,324	641,225	95.63%	83.73%	92.51%	92.51%	6,185,123	3,264,909	9,450,032	13.68	23.17	15.93
	654 Broadway	-	100.0%	-	2,896	2,896	-	0.00%	0.00%	0.00%	-	-	-	-	-	-
	640 Broadway	Swatch	50.0%	-	4,483	4,483	-	74.21%	74.21%	74.21%	-	647,381	647,381	-	194.59	194.59
	New Hyde Park Shopping Center	-	100.0%	-	31,431	31,431	-	91.23%	91.23%	91.23%	-	904,986	904,986	-	31.56	31.56
NEW ENGLAND																
<b>Massachusetts</b>																
	White City Shopping Center <sup>4</sup>	Shaw's (Supervalu)	84.0%	131,839	124,200	256,039	85.36%	77.08%	81.35%	82.47%	1,657,656	3,066,637	4,724,293	14.73	32.03	22.68
MID-ATLANTIC																
<b>Maryland</b>																
	Parkway Crossing <sup>3</sup>	Home Depot, Shop Rite, Big Lots	90.0%	192,836	67,405	260,241	100.00%	78.64%	94.47%	94.47%	704,710	1,239,389	1,944,099	3.65	23.38	7.91
	Arundel Plaza	Giant Food, Lowe's	90.0%	231,920	33,196	265,116	100.00%	78.31%	97.28%	97.28%	905,209	540,067	1,445,276	3.90	20.78	5.60
SOUTHEAST																
<b>Florida</b>																
	Lincoln Road <sup>5</sup>	Starbucks, Sushi Samba	95.0%	-	61,443	61,443	-	25.84%	25.84%	47.76%	-	1,750,198	1,750,198	-	110.25	110.25
MIDWEST																
<b>Illinois</b>																
	Heritage Shops	LA Fitness, Loft	100.0%	49,878	55,707	105,585	100.00%	54.39%	75.94%	75.94%	1,077,752	2,011,000	3,088,752	21.61	66.37	38.52
	Lincoln Park Centre	-	100.0%	-	62,745	62,745	-	59.76%	59.76%	59.76%	-	1,607,359	1,607,359	-	42.87	42.87
<b>Total - Fund III</b>			<b>1,079,374</b>	<b>611,830</b>	<b>1,691,204</b>	<b>96.30%</b>	<b>70.50%</b>	<b>86.97%</b>	<b>87.93%</b>	<b>\$ 10,530,450</b>	<b>\$ 15,031,926</b>	<b>\$ 25,562,376</b>	<b>\$ 10.13</b>	<b>\$ 34.85</b>	<b>\$ 17.38</b>	

**Notes:**

General note - The above occupancy and rent amounts do not include space which is currently leased, but for which rent payment has not yet commenced.

The following Fund II and Fund III properties are currently undergoing construction or are in the design phase as further detailed under Redevelopment Projects.

Property	Ownership %
Sherman Avenue	99.1%
CityPoint	94.2%
Sheepshead Bay	100.0%

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

<sup>2</sup>Fund II and Fund III portfolio detail does not include the Storage Portfolio. Storage Portfolio property detail is reported separately on page 31 of this supplement.

<sup>3</sup>Fund III has a 90.0% interest in this unconsolidated investment.

<sup>4</sup>Fund III has an 84.0% interest in this unconsolidated investment.

<sup>5</sup>Fund III has an 95.0% interest in this unconsolidated investment.



**Opportunity Funds Lease Expirations**

<i>FUND I:</i>	No. of Leases Expiring	Gross Leased Area		Annual Base Rent		
		Square Footage	Percent of Total	Amount	Percent of Total	Avg. per Sq. Ft.
<b>Anchor Tenants</b>						
2014	2	67,500	100.00%	\$ 302,076	100.00%	\$ 4.48
<b>Total</b>	<b>2</b>	<b>67,500</b>	<b>100.00%</b>	<b>\$ 302,076</b>	<b>100.00%</b>	<b>\$ 4.48</b>
Total Vacant		30,000				
<b>Total Square Feet</b>		<b>97,500</b>				

**Opportunity Funds Lease Expirations**

FUND II:	No. of Leases Expiring	Gross Leased Area		Annual Base Rent		
		Square Footage	Percent of Total	Amount	Percent of Total	Avg. per Sq. Ft.
<b>Anchor Tenants</b>						
2013	2	127,175	21.37%	3,400,361	18.78%	26.74
2019	1	39,705	6.67%	1,747,020	9.65%	44.00
2021	1	19,958	3.35%	423,110	2.34%	21.20
2023	1	35,194	5.91%	1,126,208	6.22%	32.00
2027	1	60,000	10.08%	2,574,000	14.22%	42.90
2030	1	172,770	29.03%	5,100,000	28.17%	29.52
2032	1	10,880	1.83%	432,480	2.39%	39.75
2033	1	129,405	21.75%	3,300,000	18.23%	25.50
<b>Total</b>	<b>9</b>	<b>595,087</b>	<b>100.00%</b>	<b>\$ 18,103,179</b>	<b>100.00%</b>	<b>\$ 30.42</b>
Total Vacant		-				
<b>Total Square Feet</b>		<b>595,087</b>				
<b>Shop Tenants</b>						
Month to Month	1	9,967	3.53%	\$ 99,670	0.99%	\$ 10.00
2012	1	15,500	5.50%	372,000	3.68%	24.00
2014	1	5,081	1.80%	193,078	1.91%	38.00
2016	2	2,000	0.71%	86,000	0.85%	43.00
2018	3	3,600	1.28%	156,600	1.55%	43.50
2019	5	19,336	6.86%	812,251	8.04%	42.01
2020	3	16,309	5.78%	547,183	5.42%	33.55
2021	10	22,869	8.11%	837,044	8.29%	36.60
2022	6	26,046	9.24%	1,023,516	10.14%	39.30
2023	1	31,417	11.14%	1,131,012	11.20%	36.00
2027	1	7,702	2.73%	280,649	2.78%	36.44
2031	5	81,492	28.89%	2,473,212	24.49%	30.35
2032	1	30,712	10.89%	885,570	8.77%	28.83
2048	1	10,000	3.55%	1,200,000	11.88%	120.00
<b>Total</b>	<b>41</b>	<b>282,031</b>	<b>100.00%</b>	<b>\$ 10,097,785</b>	<b>100.00%</b>	<b>\$ 35.80</b>
Total Vacant		62,890				
<b>Total Square Feet</b>		<b>344,921</b>				
<b>Total Anchor and Shop Tenants</b>						
Month to Month	1	9,967	1.14%	\$ 99,670	0.36%	\$ 10.00
2012	1	15,500	1.77%	372,000	1.33%	24.00
2013	2	127,175	14.50%	3,400,361	12.06%	26.74
2014	1	5,081	0.58%	193,078	0.68%	38.00
2016	2	2,000	0.23%	86,000	0.30%	43.00
2018	3	3,600	0.41%	156,600	0.56%	43.50
2019	6	59,041	6.73%	2,559,271	9.08%	43.35
2020	3	16,309	1.86%	547,183	1.94%	33.55
2021	11	42,827	4.88%	1,260,154	4.47%	29.42
2022	6	26,046	2.97%	1,023,516	3.63%	39.30
2023	2	66,611	7.59%	2,257,220	8.00%	33.89
2027	2	67,702	7.72%	2,854,649	10.12%	42.16
2030	1	172,770	19.70%	5,100,000	18.08%	29.52
2031	5	81,492	9.29%	2,473,212	8.77%	30.35
2032	2	41,592	4.74%	1,318,050	4.67%	31.69
2033	1	129,405	14.75%	3,300,000	11.70%	25.50
2048	1	10,000	1.14%	1,200,000	4.26%	120.00
<b>Total</b>	<b>50</b>	<b>877,118</b>	<b>100.00%</b>	<b>\$ 28,200,964</b>	<b>100.00%</b>	<b>\$ 32.15</b>
Total Vacant		62,890				
<b>Total Square Feet</b>		<b>940,008</b>				

**Opportunity Funds Lease Expirations**

FUND III:	No. of Leases Expiring	Gross Leased Area		Annual Base Rent		
		Square Footage	Percent of Total	Amount	Percent of Total	Avg. per Sq. Ft.
<b>Anchor Tenants</b>						
2013	2	48,855	4.70%	\$ 877,689	8.33%	\$ 17.97
2014	2	56,379	5.42%	908,695	8.63%	16.12
2015	3	81,465	7.84%	571,648	5.43%	7.02
2016	2	45,611	4.39%	519,580	4.93%	11.39
2017	2	52,131	5.02%	957,350	9.09%	18.36
2018	3	238,706	22.97%	2,607,354	24.76%	10.92
2019	1	179,944	17.31%	831,009	7.89%	4.62
2021	1	35,601	3.43%	382,967	3.64%	10.76
2022	1	65,028	6.26%	1,040,448	9.88%	16.00
2023	1	19,536	1.88%	263,736	2.50%	13.50
2025	1	49,878	4.80%	1,077,752	10.23%	21.61
2032	2	166,275	16.00%	492,222	4.67%	2.96
<b>Total</b>	<b>21</b>	<b>1,039,409</b>	<b>100.00%</b>	<b>\$ 10,530,450</b>	<b>100.00%</b>	<b>\$ 10.13</b>
Total Vacant		39,965				
<b>Total Square Feet</b>		<b>1,079,374</b>				
<b>Shop Tenants</b>						
Month to Month	5	9,800	2.27%	\$ 225,740	1.50%	\$ 23.03
2012	1	9,150	2.12%	21,000	0.14%	2.30
2013	16	62,505	14.49%	2,171,152	14.44%	34.74
2014	22	76,624	17.76%	2,268,711	15.09%	29.61
2015	10	22,575	5.23%	896,870	5.97%	39.73
2016	20	65,103	15.09%	2,232,119	14.85%	34.29
2017	11	44,332	10.28%	1,317,321	8.76%	29.71
2018	12	33,761	7.83%	1,259,976	8.38%	37.32
2019	4	19,566	4.54%	1,138,255	7.57%	58.18
2020	3	6,175	1.43%	140,472	0.93%	22.75
2021	6	29,110	6.75%	972,603	6.47%	33.41
2022	4	11,010	2.55%	334,022	2.22%	30.34
2023	1	17,611	4.08%	776,250	5.16%	44.08
2024	1	8,266	1.92%	500,000	3.33%	60.49
2026	2	9,110	2.11%	342,983	2.28%	37.65
2027	1	3,050	0.71%	152,500	1.01%	50.00
2028+	2	3,600	0.83%	281,952	1.88%	78.32
<b>Total</b>	<b>121</b>	<b>431,348</b>	<b>100.00%</b>	<b>\$ 15,031,926</b>	<b>100.00%</b>	<b>\$ 34.85</b>
Total Vacant		180,482				
<b>Total Square Feet</b>		<b>611,830</b>				
<b>Total Anchor and Shop Tenants</b>						
Month to Month	5	9,800	0.67%	\$ 225,740	0.88%	\$ 23.03
2012	1	9,150	0.62%	21,000	0.08%	2.30
2013	18	111,360	7.57%	3,048,841	11.93%	27.38
2014	24	133,003	9.04%	3,177,406	12.43%	23.89
2015	13	104,040	7.07%	1,468,518	5.74%	14.11
2016	22	110,714	7.53%	2,751,699	10.76%	24.85
2017	13	96,463	6.56%	2,274,671	8.90%	23.58
2018	15	272,467	18.53%	3,867,330	15.13%	14.19
2019	5	199,510	13.57%	1,969,264	7.70%	9.87
2020	3	6,175	0.42%	140,472	0.55%	22.75
2021	7	64,711	4.40%	1,355,570	5.30%	20.95
2022	5	76,038	5.17%	1,374,470	5.38%	18.08
2023	2	37,147	2.53%	1,039,986	4.07%	28.00
2024	1	8,266	0.56%	500,000	1.96%	60.49
2025	1	49,878	3.39%	1,077,752	4.22%	21.61
2026	2	9,110	0.62%	342,983	1.34%	37.65
2027	1	3,050	0.21%	152,500	0.60%	50.00
2028	2	3,600	0.24%	281,952	1.10%	78.32
2032	2	166,275	11.31%	492,222	1.93%	2.96
<b>Total</b>	<b>142</b>	<b>1,470,757</b>	<b>100.00%</b>	<b>\$ 25,562,376</b>	<b>100.00%</b>	<b>\$ 17.38</b>
Total Vacant		220,447				
<b>Total Square Feet</b>		<b>1,691,204</b>				

**Urban/Street Retail Developments - Operating Properties**

(\$ in millions)

Property	Location	Sq. Ft.	Leased (%) <sup>4</sup>	Anchors/Tenants	Acquisition & Development Costs			Outstanding Debt
					Incurred	Estimated Future	Estimated Total	
<b>FUND II</b>								
Fordham Place	Bronx	262,000	100% Retail					
Pelham Manor Shopping Plaza <sup>1</sup>	Westchester	320,000	100% Office	Walgreens, Best Buy, 24 Hour Fitness, Sears	\$ 137.0	\$ -	\$ 137.0	\$ 83.3
216th Street	Manhattan	60,000	94%	BJ's Wholesale Club, PetSmart, Storage Post	63.6	0.5	64.1	33.9
Liberty Avenue <sup>1</sup>	Queens	125,000	100%	NYC Human Resources Administration	27.7	-	27.7	25.5
161st Street <sup>2</sup>	Bronx	232,000	100%	CVS, Storage Post	16.0	-	16.0	9.2
Atlantic Avenue	Brooklyn	110,000	n/a	Various New York City and State Agencies	68.2	2.7	70.9	28.9
Canarsie Plaza <sup>3</sup>	Brooklyn	274,000	96%	Storage Post	22.8	-	22.8	10.6
				BJ's Wholesale Club, Planet Fitness, PetSmart	92.1	-	92.1	69.0
<b>SUBTOTAL - FUND II, OPERATING</b>		<b>1,383,000</b>	<b>97% Retail 100% Office</b>		<b>\$ 427.4</b>	<b>\$ 3.2</b>	<b>\$ 430.6</b>	<b>\$ 260.4</b>

**Notes:**

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

<sup>2</sup> Redevelopment currently in progress.

<sup>3</sup> Incurred cost is net of lease termination income of \$23.9 million from former anchor tenant.

<sup>4</sup> Excludes the self-storage facilities at Pelham Manor Shopping Plaza, Liberty Avenue, and Atlantic Avenue.

Reconciliation of total incurred development costs to the Balance Sheet:

<b>By Balance Sheet Line Item:</b>	
Operating Real Estate	\$ 461.0
Net Real Estate Under Development	229.3
Net Real Estate Under Development - Unconsolidated Affiliates	53.1
Gain From Bargain Purchase (CityPoint)	(33.8)
Lease Termination Income (Canarsie Plaza)	(23.9)
<b>Total Incurred Development Costs</b>	<b>\$ 685.7</b>
<b>By Project Status:</b>	
Operating Properties	\$ 427.4
Under Construction	128.2
In Design	130.1
<b>Total Incurred Development Costs</b>	<b>\$ 685.7</b>

**Urban/Street Retail Developments - Construction & Design**  
 (\$ in millions)

Property	Location	Estimated Completion	Sq. Ft.	Leased (%)	Anchors/Tenants	Acquisition & Development Costs			Outstanding Debt
						Incurred	Estimated Future	Estimated Total	
<b>FUND II</b>									
<b>Under Construction</b>									
City Point <sup>1</sup>	Brooklyn	TBD	685,000-710,000	27% <sup>2</sup>	Century 21	\$ 128.2	\$ 121.8-\$ 211.8	\$ 250.0-\$ 340.0	\$ 46.0
<b>In Design</b>									
Sherman Plaza	Manhattan	TBD	TBD	-	TBD	\$ 34.6	TBD	TBD	\$ -
<b>FUND III</b>									
<b>In Design</b>									
Sheepshead Bay	Brooklyn	TBD	TBD	-	TBD	\$ 22.8	TBD	TBD	\$ -
Lincoln Road Portfolio <sup>3</sup>	Miami Beach, FL	TBD	60,720	48%	Starbucks, Sushi Samba	53.1	TBD	TBD	20.0
Cortlandt Crossing	Mohegan Lake, NY	TBD	150,000 - 170,000	0%	TBD	11.1	\$ 35.9 - \$44.9	\$ 47.0 - \$56.0	-
Broad Hollow Commons	Farmingdale, NY	TBD	180,000 - 200,000	0%	TBD	8.5	\$ 41.5 - \$51.5	\$ 50.0 - \$60.0	-
<b>SUBTOTAL - Fund III, In Design</b>						<b>\$ 95.5</b>	<b>TBD</b>	<b>TBD</b>	<b>\$ 20.0</b>

Notes:  
<sup>1</sup> Acquired a leasehold interest in this property. The first 50,000 square feet of the project (Phase 1) has been completed. Construction of the next approximately 625,000 square feet (Phase 2) is underway.  
<sup>2</sup> Leased percentage calculated on approximately 475,000 rentable square feet.  
<sup>3</sup> Data reflects the status of the portfolio as of 9/30/12; certain properties are in the design phase pending redevelopment.

**Retailer Controlled Property ("RCP") Venture - Overview**

\*\*\* Note - The RCP Venture is not a separate AKR Fund, rather it is a venture in which AKR, Funds I and II have invested approximately \$62 million in equity. \*\*\*

Item	Description
Date formed	August 2004
<b>Partnership structure</b>	
Equity Contribution:	Up to \$300 million of total equity
	Up to 20% (\$60 million) - AKR Fund I (\$20 million) and Fund II (\$40 million)
	80% - Klaff Realty LP and Lubert-Adler
Cash flow distribution:	20% - AKR Funds 80% - Four institutional investors
Promote:	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)
	Remaining 80% is distributed to all the partners (including Klaff)

**RCP Venture - Investments**

The following table summarizes the RCP Venture investments from inception through September 30, 2012

Investor	Investment	Years acquired	Invested capital	Distributions		Equity Multiple
				Current year-to-date	From inception	
Mervyns I and Mervyns II	Mervyns	2004 through 2007	\$ 32,575	\$ -	\$ 49,524	1.5x
Mervyns II	Albertson's	2006 through 2007	23,133	3,099	86,372	3.7x
Fund II and Mervyns II	Other investments <sup>1</sup>	2006 through 2008	6,476	783	5,921	0.9x
<b>Total</b>			<b>\$ 62,184</b>	<b>\$ 3,882</b>	<b>\$ 141,817</b>	<b>2.3x</b>

**Notes:**

<sup>1</sup>Represents investments in Shopko, Marsh and Rex Stores.

Storage Portfolio Property Detail

Operating Properties	Location	Net Rentable Square Feet
<b>Fund III</b>		
Suffern	Suffern, New York	78,750
Yonkers	Westchester, New York	94,572
Jersey City	Jersey City, New Jersey	76,620
Webster Ave	Bronx, New York	36,271
Linden	Linden, New Jersey	84,035
Bruckner Blvd	Bronx, New York	89,386
New Rochelle	Westchester, New York	42,195
Lawrence	Lawrence, New York	97,743
Long Island City	Queens, New York	133,704
Fordham Road	Bronx, New York	85,155
Ridgewood	Queens, New York	87,520
<b>Fund II</b>		
Liberty Avenue	Queens, New York	72,900
Pelham Plaza	Pelham Manor, New York	61,606
Atlantic Avenue	Brooklyn, New York	75,486
<b>Total</b>		<b><u>1,115,943</u></b>

Quarter ended:	Portfolio Occupancy
September 30, 2012	92.8%
June 30, 2012	91.6%
March 31, 2012	88.3%
December 31, 2011	87.0%
September 30, 2011	87.2%
At Acquisition (2008)	72.2%

Core Portfolio Retail Properties - Detail

Property	Anchors	Acadia's interest	Gross Leaseable Area			In Place Occupancy			Leased Occupancy	Annualized Base Rent					
			Anchors	Shops	Total	Anchors	Shops	Total	Total	Anchors	Shops	Total	Anchors	Shops	Per Sq. Ft.
<b>NEW YORK</b>															
<b>Connecticut</b>															
239 Greenwich Avenue <sup>1</sup>	-	75.0%	-	16,834	16,834	-	100.00%	100.00%	100.00%	\$ -	\$ 1,554,663	\$ 1,554,663	\$ -	\$ 92.35	\$ 92.35
<b>New Jersey</b>															
Elmwood Park Shopping Center	Walgreens, Pathmark (A&P)	100.0%	62,610	86,652	149,262	100.00%	86.16%	91.97%	96.87%	1,486,006	1,863,909	3,349,915	23.73	24.97	24.40
A & P Shopping Plaza	A&P	60.0%	49,463	13,278	62,741	100.00%	100.00%	100.00%	100.00%	950,000	393,723	1,343,723	19.21	29.65	21.42
<b>Total - New Jersey</b>			<b>112,073</b>	<b>99,930</b>	<b>212,003</b>	<b>100.00%</b>	<b>88.00%</b>	<b>94.34%</b>	<b>97.80%</b>	<b>2,436,006</b>	<b>2,257,632</b>	<b>4,693,638</b>	<b>21.74</b>	<b>25.67</b>	<b>23.47</b>
<b>New York</b>															
Village Commons Shopping Center	-	100.0%	-	87,330	87,330	-	95.27%	95.27%	95.27%	-	2,544,656	2,544,656	-	30.59	30.59
Branch Plaza	LA Fitness, CVS	100.0%	74,050	52,223	126,273	14.92%	92.69%	47.08%	96.98%	251,388	1,400,067	1,651,455	22.75	28.92	27.78
Amboy Center	Stop & Shop (Ahold)	100.0%	37,266	22,824	60,090	100.00%	100.00%	100.00%	100.00%	745,320	884,194	1,629,514	20.00	38.74	27.12
Bartow Avenue	-	100.0%	-	14,676	14,676	-	92.75%	92.75%	92.75%	-	415,483	415,483	-	30.51	30.51
Pacesetter Park Shopping Center	Stop & Shop (Ahold)	100.0%	52,052	45,531	97,583	100.00%	86.70%	93.79%	94.59%	428,875	714,342	1,143,217	8.24	18.10	12.49
LA Fitness	LA Fitness	100.0%	55,000	-	55,000	100.00%	-	100.00%	100.00%	1,391,500	-	1,391,500	25.30	-	25.30
West 54th Street	-	100.0%	-	9,797	9,797	-	90.48%	90.48%	95.40%	-	2,291,924	2,291,924	-	258.56	258.56
East 17th Street	Barnes & Noble	100.0%	19,622	-	19,622	100.00%	-	100.00%	100.00%	625,000	-	625,000	31.85	-	31.85
Crossroads Shopping Center <sup>3</sup>	Kmart, Home Goods	49.0%	201,296	108,191	309,487	74.84%	75.19%	74.96%	78.98%	1,296,093	3,596,034	4,892,127	8.60	44.21	21.09
Third Avenue	Planet Fitness	100.0%	21,650	18,670	40,320	100.00%	55.26%	79.28%	79.28%	468,631	198,000	666,631	21.65	19.19	20.85
Mercer Street	-	100.0%	-	6,225	6,225	-	100.00%	100.00%	100.00%	-	383,160	383,160	-	61.55	61.55
28 Jericho Turnpike	Kohl's	100.0%	96,363	-	96,363	100.00%	-	100.00%	100.00%	1,650,000	-	1,650,000	17.12	-	17.12
4401 White Plains Road	Walgreens	100.0%	-	12,964	12,964	-	100.00%	100.00%	100.00%	-	625,000	625,000	-	48.21	48.21
83 Spring Street	-	100.0%	-	3,000	3,000	-	100.00%	100.00%	100.00%	-	623,884	623,884	-	207.96	207.96
<b>Total - New York</b>			<b>557,299</b>	<b>381,431</b>	<b>938,730</b>	<b>79.61%</b>	<b>86.58%</b>	<b>82.44%</b>	<b>90.61%</b>	<b>6,856,807</b>	<b>13,676,744</b>	<b>20,533,551</b>	<b>15.46</b>	<b>41.42</b>	<b>26.53</b>
<b>Total New York</b>			<b>669,372</b>	<b>498,195</b>	<b>1,167,567</b>	<b>83.02%</b>	<b>87.32%</b>	<b>84.85%</b>	<b>92.05%</b>	<b>\$ 9,292,813</b>	<b>\$ 17,489,039</b>	<b>\$ 26,781,852</b>	<b>\$ 16.72</b>	<b>\$ 40.20</b>	<b>\$ 27.03</b>
<b>NEW ENGLAND</b>															
<b>Connecticut</b>															
Town Line Plaza <sup>2</sup>	Wal-Mart, Stop & Shop (Ahold)	100.0%	163,159	43,187	206,346	100.00%	95.30%	99.02%	99.02%	\$ 969,144	\$ 717,329	\$ 1,686,473	\$ 14.72	\$ 17.43	\$ 15.76
<b>Massachusetts</b>															
Methuen Shopping Center	Wal-Mart, Market Basket	100.0%	120,004	10,017	130,021	100.00%	100.00%	100.00%	100.00%	799,145	228,791	1,027,936	6.66	22.84	7.91
Crescent Plaza	Home Depot, Shaw's (Supervalu)	100.0%	156,985	61,152	218,137	100.00%	78.95%	94.10%	94.10%	1,178,872	479,383	1,658,255	7.51	9.93	8.08
Cambridge	Whole Foods, Rite Aid	100.0%	54,226	-	54,226	100.00%	-	100.00%	100.00%	1,130,470	-	1,130,470	20.85	-	20.85
<b>Total - Massachusetts</b>			<b>331,215</b>	<b>71,169</b>	<b>402,384</b>	<b>100.00%</b>	<b>81.91%</b>	<b>96.80%</b>	<b>96.80%</b>	<b>3,108,487</b>	<b>708,174</b>	<b>3,816,661</b>	<b>9.39</b>	<b>12.15</b>	<b>9.80</b>
<b>New York</b>															
New Loudon Center	Marshalls, Price Chopper, Raymour & Flanigan	100.0%	251,058	4,615	255,673	100.00%	100.00%	100.00%	100.00%	1,828,706	130,418	1,959,124	7.28	28.26	7.66
<b>Rhode Island</b>															
Walnut Hill Plaza	Sears, Shaw's (Supervalu), CVS	100.0%	196,710	88,007	284,717	95.53%	76.14%	89.54%	89.54%	1,263,777	845,520	2,109,297	6.73	12.62	8.27
<b>Vermont</b>															
The Gateway Shopping Center	Shaw's (Supervalu)	100.0%	73,184	28,471	101,655	100.00%	93.72%	98.24%	98.24%	1,353,904	558,325	1,912,229	18.50	20.92	19.15
<b>Total New England</b>			<b>1,015,326</b>	<b>235,449</b>	<b>1,250,775</b>	<b>99.13%</b>	<b>83.99%</b>	<b>96.28%</b>	<b>96.28%</b>	<b>\$ 8,524,018</b>	<b>\$ 2,959,766</b>	<b>\$ 11,483,784</b>	<b>\$ 9.37</b>	<b>\$ 14.97</b>	<b>\$ 10.37</b>

Notes:

General note - The above occupancy and rent amounts do not include space which is currently leased, but for which rent payment has not yet commenced.  
<sup>1</sup>239 Greenwich Avenue contains 16,834 square feet of retail GLA and 21 residential units encompassing 14,434 square feet. Residential activities are not included above.  
<sup>2</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>3</sup>The Company has a 49% interest in this unconsolidated investment.



Core Portfolio Retail Properties - Detail (continued)

Property	Anchors	Acadia's interest	Gross Leaseable Area			Occupancy			Leased Occupancy	Annualized Base Rent					Per Sq. Ft.
			Anchors	Shops	Total	Anchors	Shops	Total	Total	Anchors	Shops	Total	Anchors	Shops	
<b>MIDWEST</b>															
<b>Illinois</b>															
Hobson West Plaza	Garden Fresh Markets	100.0%	51,692	47,445	99,137	100.00%	88.30%	94.40%	94.40%	\$ 225,436	\$ 844,944	\$ 1,070,380	\$ 4.36	\$ 20.17	\$11.44
Clark Diversey	The Vitamin Shoppe	100.0%	-	19,265	19,265	0.00%	95.72%	95.72%	100.00%	-	818,648	818,648	-	44.40	44.40
West Diversey	Trader Joe's, Urban Outfitters	100.0%	16,500	29,759	46,259	100.00%	100.00%	100.00%	100.00%	900,000	984,925	1,884,925	54.55	33.10	40.75
Chicago Street Retail Portfolio <sup>1</sup>	-	100.0%	-	75,693	75,693	-	100.00%	100.00%	100.00%	-	4,002,108	4,002,108	-	52.87	52.87
<b>Total - Illinois</b>			<b>68,192</b>	<b>172,162</b>	<b>240,354</b>	<b>100.00%</b>	<b>96.30%</b>	<b>97.35%</b>	<b>97.69%</b>	<b>1,125,436</b>	<b>6,650,625</b>	<b>7,776,061</b>	<b>16.50</b>	<b>40.12</b>	<b>33.23</b>
<b>Indiana</b>															
Merrillville Plaza	JC Penney, Office Max, TJ Maxx	100.0%	123,369	112,455	235,824	100.00%	82.17%	91.50%	91.50%	1,251,160	1,631,515	2,882,675	10.14	17.66	13.36
<b>Michigan</b>															
Bloomfield Towne Square	Best Buy, Home Goods, TJ Maxx, Dick's Sporting Goods	100.0%	153,839	82,837	236,676	100.00%	91.10%	96.88%	97.90%	1,683,030	1,675,242	3,358,272	10.94	22.20	14.65
<b>Ohio</b>															
Mad River Station <sup>2</sup>	Babies 'R' Us, Office Depot,	100.0%	58,185	67,944	126,129	100.00%	65.65%	81.50%	81.50%	552,195	718,132	1,270,327	9.49	16.10	12.36
<b>Total Midwest</b>			<b>403,585</b>	<b>435,398</b>	<b>838,983</b>	<b>100.00%</b>	<b>86.88%</b>	<b>93.19%</b>	<b>93.57%</b>	<b>\$ 4,611,821</b>	<b>\$ 10,675,514</b>	<b>\$ 15,287,335</b>	<b>\$ 11.43</b>	<b>\$ 28.22</b>	<b>\$19.55</b>
<b>MID-ATLANTIC</b>															
<b>New Jersey</b>															
Marketplace of Absecon	Rite Aid, Dollar Tree	100.0%	47,915	56,847	104,762	56.74%	87.43%	73.39%	73.39%	\$ 539,040	\$ 737,356	\$ 1,276,396	\$ 19.83	\$ 14.84	\$16.60
<b>Delaware</b>															
Brandywine Town Center <sup>6</sup>	Lowes, Bed Bath & Beyond, Target, Dicks Sporting Goods	22.2%	827,471	48,208	875,679	96.98%	82.94%	96.21%	96.71%	12,325,537	601,304	12,926,841	15.36	15.04	15.34
Market Square Shopping Center <sup>6</sup>	TJ Maxx, Trader Joe's	22.2%	42,850	59,197	102,047	100.00%	96.94%	98.22%	98.22%	703,062	1,778,473	2,481,535	16.41	30.99	24.76
Naamans Road <sup>7</sup>	-	22.2%	-	19,984	19,984	0.00%	100.00%	100.00%	100.00%	-	837,541	837,541	-	41.91	41.91
<b>Total - Delaware</b>			<b>870,321</b>	<b>127,389</b>	<b>997,710</b>	<b>97.13%</b>	<b>92.12%</b>	<b>96.49%</b>	<b>96.93%</b>	<b>13,028,599</b>	<b>3,217,318</b>	<b>16,245,917</b>	<b>15.41</b>	<b>27.42</b>	<b>16.88</b>
<b>Pennsylvania</b>															
Mark Plaza	Kmart	100.0%	104,956	1,900	106,856	100.00%	100.00%	100.00%	100.00%	204,664	36,000	240,664	1.95	18.95	2.25
Plaza 422	Home Depot, Dunham Sports	100.0%	139,968	16,311	156,279	100.00%	100.00%	100.00%	100.00%	643,503	152,349	795,852	4.60	9.34	5.09
Route 6 Plaza	Kmart, Rite Aid	100.0%	146,498	29,021	175,519	100.00%	100.00%	100.00%	100.00%	806,351	373,261	1,179,612	5.50	12.86	6.72
Chestnut Hill <sup>8</sup>	-	100.0%	-	37,916	37,916	0.00%	75.52%	75.52%	75.52%	-	513,425	513,425	-	17.93	17.93
Abington Towne Center <sup>4</sup>	Target, TJ Maxx	100.0%	184,616	31,753	216,369	100.00%	65.27%	94.90%	94.90%	283,500	670,853	954,353	10.50	32.37	20.00
<b>Total - Pennsylvania</b>			<b>576,038</b>	<b>116,901</b>	<b>692,939</b>	<b>100.00%</b>	<b>82.63%</b>	<b>97.07%</b>	<b>97.07%</b>	<b>1,938,018</b>	<b>1,745,888</b>	<b>3,683,906</b>	<b>4.63</b>	<b>18.08</b>	<b>7.15</b>
<b>District of Columbia</b>															
Rhode Island Place Shopping Center	TJ Maxx	100.0%	24,996	32,533	57,529	100.00%	100.00%	100.00%	100.00%	312,450	1,310,179	1,622,629	12.50	40.27	28.21
Georgetown Portfolio <sup>5</sup>	-	50.0%	-	27,666	27,666	0.00%	100.00%	100.00%	100.00%	-	1,825,616	1,825,616	-	65.99	65.99
<b>Total - District of Columbia</b>			<b>24,996</b>	<b>60,199</b>	<b>85,195</b>	<b>100.00%</b>	<b>100.00%</b>	<b>100.00%</b>	<b>100.00%</b>	<b>312,450</b>	<b>3,135,795</b>	<b>3,448,245</b>	<b>12.50</b>	<b>52.09</b>	<b>40.47</b>
<b>Total Mid-Atlantic</b>			<b>1,519,270</b>	<b>361,336</b>	<b>1,880,606</b>	<b>96.99%</b>	<b>89.62%</b>	<b>95.57%</b>	<b>95.81%</b>	<b>\$ 15,818,107</b>	<b>\$ 8,836,357</b>	<b>\$ 24,654,464</b>	<b>\$ 12.02</b>	<b>\$ 27.29</b>	<b>\$15.04</b>
<b>TOTAL CORE PROPERTIES</b>			<b>3,607,553</b>	<b>1,530,378</b>	<b>5,137,931</b>	<b>95.34%</b>	<b>87.22%</b>	<b>92.92%</b>	<b>94.71%</b>	<b>\$ 38,246,759</b>	<b>\$ 39,960,676</b>	<b>\$ 78,207,435</b>	<b>\$ 12.01</b>	<b>\$ 29.94</b>	<b>\$17.31</b>
<b>TOTAL CORE PROPERTIES - weighted based on ownership interest<sup>6</sup></b>			<b>2,808,171</b>	<b>1,352,765</b>	<b>4,160,936</b>	<b>95.62%</b>	<b>87.14%</b>	<b>92.86%</b>	<b>94.83%</b>	<b>\$ 27,072,107</b>	<b>\$ 34,165,306</b>	<b>\$ 61,237,413</b>	<b>\$ 10.08</b>	<b>\$ 28.98</b>	<b>\$15.85</b>

Notes:

General note - The above occupancy and rent amounts do not include space which is currently leased, but for which rent payment has not yet commenced.

<sup>1</sup>Includes 12 properties (56 E. Walton, 841 W. Armitage, 2731 N. Clark, 2140 N. Clybourn, 853 W. Armitage, 2299 N. Clybourn, 1521 Milwaukee, 843-45 W. Armitage, 1521 W. Belmont, 2206-08 N. Halsted, 2633 N. Halsted and 930 N Rush St.)

<sup>2</sup>The GLA for this property excludes 29,857 square feet of office space.

<sup>3</sup>This consists of two separate buildings.

<sup>4</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.

<sup>5</sup>Includes six properties (1533 Wisconsin Ave., 3025 M St., 3034 M St., 3146 M St., 3259-61 M St. and 2809 M St.) The Company has a 50% interest in this unconsolidated portfolio.

<sup>6</sup>The Company has a 22.2% interest in this unconsolidated investment.

<sup>7</sup>Weighted based on Acadia's ownership interest in the properties.

**Core Portfolio Retail Properties by State - Summary**

State	Ownership %	Percent of base rent <sup>1</sup>	Number of properties	Gross Leasable Area			Occupancy			Annualized Base Rent		
				Anchors <sup>2</sup>	Shops	Total	Anchors	Shops	Total	Anchors	Shops	Total
Connecticut	88.0%	4.7%	2	163,159	60,021	223,180	100.00%	96.62%	99.09%	\$ 969,144	\$ 2,271,992	\$ 3,241,136
Delaware	22.2%	5.9%	3	870,321	127,389	997,710	97.13%	92.12%	96.49%	13,028,599	3,217,318	16,245,917
District of Columbia	50.0%	4.1%	7	24,996	60,199	85,195	100.00%	100.00%	100.00%	312,450	3,135,795	3,448,245
Illinois	100.0%	12.7%	15	68,192	172,162	240,354	100.00%	96.30%	97.35%	1,125,436	6,650,625	7,776,061
Indiana	100.0%	4.7%	1	123,369	112,455	235,824	100.00%	82.17%	91.50%	1,251,160	1,631,515	2,882,675
Massachusetts	100.0%	6.2%	3	331,215	71,169	402,384	100.00%	81.91%	96.80%	3,108,487	708,174	3,816,661
Michigan	100.0%	5.5%	1	153,839	82,837	236,676	100.00%	91.10%	96.88%	1,683,030	1,675,242	3,358,272
New Jersey	88.5%	8.9%	3	159,988	156,777	316,765	87.04%	87.79%	87.41%	2,975,046	2,994,988	5,970,034
New York	87.8%	32.7%	15	808,357	386,046	1,194,403	85.94%	86.74%	86.20%	8,685,513	13,807,162	22,492,675
Ohio	100.0%	2.1%	1	58,185	67,944	126,129	100.00%	65.65%	81.50%	552,195	718,132	1,270,327
Pennsylvania	100.0%	6.0%	5	576,038	116,901	692,939	100.00%	82.63%	97.07%	1,938,018	1,745,888	3,683,906
Rhode Island	100.0%	3.4%	1	196,710	88,007	284,717	95.53%	76.14%	89.54%	1,263,777	845,520	2,109,297
Vermont	100.0%	3.1%	1	73,184	28,471	101,655	100.00%	93.72%	98.24%	1,353,904	558,325	1,912,229
<b>Total - Core Portfolio</b>		<b>100.0%</b>	<b>58</b>	<b>3,607,553</b>	<b>1,530,378</b>	<b>5,137,931</b>	<b>95.34%</b>	<b>87.22%</b>	<b>92.92%</b>	<b>\$ 38,246,759</b>	<b>\$ 39,960,676</b>	<b>\$ 78,207,435</b>

**Notes:**

General note - The above occupancy and rent amounts do not include space which is currently leased, but for which rent payment has not yet commenced.

<sup>1</sup> The Company's pro-rata share of base rent from joint venture properties has been included for the purpose of calculating percentage of base rent by state.

<sup>2</sup> Anchor GLA includes a total of 254,916 square feet 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	Gross						Pro-Rata			
		Wholly Owned		Joint Ventures <sup>1</sup>		Combined		Combined		Percentage of Total	
		GLA	Base Rent	GLA	Base Rent	GLA	Base Rent	GLA	Base Rent	Percentage of Portfolio GLA	Base Rent
Supervalu (Shaws)	3	175,801	\$ 2,420,980	-	\$ -	175,801	\$ 2,420,980	175,801	\$ 2,420,980	4.2%	4.0%
Ahold (Stop and Shop)	3	155,177	1,936,339	-	-	155,177	1,936,339	155,177	1,936,339	3.7%	3.2%
Kohl's	1	96,363	1,650,000	-	-	96,363	1,650,000	96,363	1,650,000	2.3%	2.7%
A&P	2	97,236	2,001,006	-	-	97,236	2,001,006	77,451	1,621,006	1.9%	2.6%
TJX Companies	8	190,054	1,590,604	56,108	951,655	246,162	2,542,259	209,198	1,616,339	5.0%	2.6%
-- T.J. Maxx	5	113,196	1,085,550	31,175	428,062	144,371	1,513,612	120,123	854,724	2.9%	1.4%
-- Marshalls	1	37,212	158,151	-	-	37,212	158,151	37,212	158,151	0.9%	0.3%
-- Homegoods	2	39,646	346,903	24,933	523,593	64,579	870,496	51,863	603,464	1.2%	1.0%
Sears	4	285,314	1,150,615	100,725	566,250	386,039	1,716,865	334,669	1,428,078	8.0%	2.3%
-- Kmart	3	224,614	892,615	100,725	566,250	325,339	1,458,865	273,969	1,170,078	6.6%	1.9%
-- Sears	1	60,700	258,000	-	-	60,700	258,000	60,700	258,000	1.5%	0.4%
Walgreens	3	37,499	1,366,748	-	-	37,499	1,366,748	37,499	1,366,748	0.9%	2.2%
Home Depot	2	211,003	1,099,996	-	-	211,003	1,099,996	211,003	1,099,996	5.1%	1.8%
Trader Joe's	2	16,500	900,000	11,675	275,000	28,175	1,175,000	19,094	961,105	0.5%	1.6%
Dicks Sporting Goods	2	48,805	695,471	50,000	700,000	98,805	1,395,471	59,805	849,471	1.4%	1.4%
Sleepy's	5	32,619	789,858	3,700	140,600	36,319	930,458	33,441	821,102	0.8%	1.3%
Rite Aid	2	26,633	764,030	-	-	26,633	764,030	26,633	764,030	0.6%	1.2%
Citibank	4	10,486	520,494	8,470	451,395	18,956	971,889	13,283	680,772	0.3%	1.1%
JP Morgan Chase Bank	5	21,104	552,043	3,745	325,000	24,849	877,043	22,039	658,145	0.5%	1.1%
Dollar Tree	7	63,816	653,499	-	-	63,816	653,499	63,816	653,499	1.5%	1.1%
Pier 1 Imports	3	19,255	462,466	8,818	348,576	28,073	811,042	23,576	633,268	0.6%	1.0%
Coach	2	4,541	388,573	6,810	476,700	11,351	865,273	6,811	529,780	0.2%	0.9%
Payless Shoesource	6	18,236	465,232	3,090	114,330	21,326	579,562	19,750	521,254	0.5%	0.9%
Drexel Heritage	2	13,315	352,848	18,893	415,646	32,208	768,494	17,509	445,205	0.4%	0.7%
CVS	2	25,500	356,583	-	-	25,500	356,583	34,300	356,583	0.8%	0.6%
<b>TOTAL</b>	<b>68</b>	<b>1,549,257</b>	<b>\$ 20,117,385</b>	<b>272,034</b>	<b>\$ 4,765,152</b>	<b>1,821,291</b>	<b>\$ 24,882,537</b>	<b>1,637,219</b>	<b>\$ 21,013,699</b>	<b>39.3%</b>	<b>34.3%</b>

Notes:

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

**Core Portfolio Lease Expirations**

	No. of Leases Expiring	Gross Leased Area		Annual Base Rent		
		Square Footage	Percent of Total	Amount	Percent of Total	Avg. Per Sq. Ft.
<b>Anchor Tenants</b>						
2012	2	110,717	3.48%	\$ 742,396	1.94%	\$ 6.71
2013	10	353,426	11.10%	4,444,321	11.62%	12.57
2014	7	258,558	8.12%	2,183,597	5.71%	8.45
2015	6	274,639	8.63%	3,835,262	10.03%	13.96
2016	8	287,962	9.04%	2,813,094	7.36%	9.77
2017	5	260,114	8.17%	3,317,966	8.68%	12.76
2018	4	330,649	10.38%	3,764,816	9.84%	11.39
2019	6	136,521	4.29%	1,137,580	2.97%	8.33
2020	6	329,713	10.36%	3,983,034	10.41%	12.08
2021	8	310,001	9.74%	3,602,917	9.42%	11.62
2022	2	69,837	2.19%	1,826,500	4.78%	26.15
2023	1	48,805	1.53%	695,471	1.82%	14.25
2024	3	188,506	5.92%	3,273,050	8.56%	17.36
2027	1	21,650	0.68%	468,631	1.23%	21.65
2028	4	202,935	6.37%	2,158,124	5.64%	10.63
<b>Total</b>	<b>73</b>	<b>3,184,033</b>	<b>100.00%</b>	<b>\$ 38,246,759</b>	<b>100.00%</b>	<b>\$ 12.01</b>

Anchor GLA Owned by Tenants	254,916
Total Vacant	168,604
<b>Total Square Feet</b>	<b>3,607,553</b>

<b>Shop Tenants</b>						
Month to month	3	8,409	0.63%	\$ 174,342	0.44%	\$ 20.73
2012	9	29,597	2.22%	552,981	1.38%	18.68
2013	58	163,124	12.22%	4,898,504	12.26%	30.03
2014	60	223,916	16.77%	6,626,888	16.58%	29.60
2015	34	159,779	11.97%	3,079,050	7.71%	19.27
2016	48	229,747	17.21%	5,305,610	13.28%	23.09
2017	36	165,913	12.43%	6,167,420	15.43%	37.17
2018	21	68,892	5.16%	3,071,699	7.69%	44.59
2019	17	44,335	3.32%	2,268,088	5.68%	51.16
2020	13	30,970	2.32%	928,695	2.32%	29.99
2021	17	81,922	6.14%	2,176,015	5.45%	26.56
2022	17	65,524	4.91%	2,740,792	6.86%	41.83
2023	3	19,512	1.46%	417,860	1.05%	21.42
2025	1	1,542	0.12%	23,053	0.06%	14.95
2027	1	3,120	0.23%	29,047	0.07%	9.31
2028	1	21,859	1.64%	550,632	1.38%	25.19
2030	2	3,745	0.28%	325,000	0.81%	86.78
2060	1	12,964	0.97%	625,000	1.56%	48.21
<b>Total</b>	<b>342</b>	<b>1,334,870</b>	<b>100.00%</b>	<b>\$ 39,960,676</b>	<b>100.00%</b>	<b>\$ 29.94</b>

Total Vacant	195,508
<b>Total Square Feet</b>	<b>1,530,378</b>

**Core Portfolio Lease Expirations**

	No. of Leases Expiring	Gross Leased Area		Annual Base Rent		
		Square Footage	Percent of Total	Amount	Percent of Total	Avg. Per Sq. Ft.
<b>Total Anchor and Shop Tenants</b>						
Month to month	3	8,409	0.19%	\$ 174,342	0.22%	\$ 20.73
2012	11	140,314	3.11%	1,295,377	1.66%	9.23
2013	68	516,550	11.43%	9,342,825	11.95%	18.09
2014	67	482,474	10.68%	8,810,485	11.27%	18.26
2015	40	434,418	9.61%	6,914,312	8.84%	15.92
2016	56	517,709	11.46%	8,118,704	10.38%	15.68
2017	41	426,027	9.43%	9,485,386	12.13%	22.26
2018	25	399,541	8.84%	6,836,515	8.74%	17.11
2019	23	180,856	4.00%	3,405,668	4.35%	18.83
2020	19	360,683	7.98%	4,911,729	6.28%	13.62
2021	25	391,923	8.67%	5,778,932	7.39%	14.75
2022	19	135,361	3.00%	4,567,292	5.84%	33.74
2023	3	68,317	1.51%	1,113,331	1.42%	16.30
2024	3	188,506	4.17%	3,273,050	4.19%	17.36
2025	1	1,542	0.03%	23,053	0.03%	14.95
2027	2	24,770	0.55%	497,678	0.64%	20.09
2028	5	224,794	4.97%	2,708,756	3.46%	12.05
2030	2	3,745	0.08%	325,000	0.42%	86.78
2060	1	12,964	0.29%	625,000	0.80%	48.21
<b>Total</b>	<b>414</b>	<b>4,518,903</b>	<b>100.00%</b>	<b>\$ 78,207,435</b>	<b>100.00%</b>	<b>\$ 17.31</b>

Anchor GLA Owned by Tenants	254,916
Total Vacant	364,112
<b>Total Square Feet</b>	<b>5,137,931</b>

**Core Portfolio - New and Renewal Rent Spreads <sup>1</sup>**  
Based on Lease Execution Dates

	<i>Period ended</i>		<i>3 months ended</i>		<i>3 months ended</i>		<i>3 months ended</i>	
	<b>September 30, 2012</b>		<b>September 30, 2012</b>		<b>June 30, 2012</b>		<b>March 31, 2012</b>	
	<b>Cash<sup>2</sup></b>	<b>GAAP<sup>3</sup></b>	<b>Cash<sup>2</sup></b>	<b>GAAP<sup>3</sup></b>	<b>Cash<sup>2</sup></b>	<b>GAAP<sup>3</sup></b>	<b>Cash<sup>2</sup></b>	<b>GAAP<sup>3</sup></b>
<b>New leases</b>								
Number of new leases executed	15	15	8	8	5	5	2	2
GLA	41,412	41,412	20,019	20,019	16,669	16,669	4,724	4,724
New base rent	\$22.74	\$23.77	\$22.09	\$22.82	\$22.33	\$23.23	\$26.91	\$29.70
Previous base rent (and percentage rent)	\$24.54	\$23.07	\$23.09	\$21.50	\$27.83	\$26.08	\$19.07	\$19.07
Percentage growth in base rent	-7.3%	3.1%	-4.3%	6.1%	-19.8%	-10.9%	41.1%	55.7%
Average cost per square foot	\$37.05	\$37.05	\$31.81	\$31.81	\$38.14	\$38.14	\$55.45	\$55.45
Weighted Average Lease Term (years)	8.3	8.3	7.2	7.2	9.5	9.5	8.5	8.5
<b>Renewal leases</b>								
Number of renewal leases executed	30	30	10	10	7	7	13	13
GLA	187,354	187,354	27,903	27,903	60,957	60,957	98,494	98,494
New base rent	\$15.56	\$16.05	\$26.15	\$26.26	\$13.90	\$14.00	\$13.58	\$14.43
Expiring base rent (and percentage rent)	\$15.23	\$14.70	\$24.22	\$24.06	\$14.07	\$13.64	\$13.40	\$12.71
Percentage growth in base rent	2.1%	9.2%	8.0%	9.1%	-1.2%	2.6%	1.3%	13.5%
Average cost per square foot	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Weighted Average Lease Term (years)	3.5	3.5	3.8	3.8	2.3	2.3	4.1	4.1
<b>Total new and renewal Leases</b>								
Number of new and renewal leases executed	45	45	18	18	12	12	15	15
GLA commencing	228,766	228,766	47,922	47,922	77,626	77,626	103,218	103,218
New base rent	\$16.86	\$17.45	\$24.45	\$24.82	\$15.71	\$15.98	\$14.19	\$15.13
Expiring base rent (and percentage rent)	\$16.91	\$16.22	\$23.75	\$22.99	\$17.02	\$16.31	\$13.66	\$13.00
Percentage growth in base rent	-0.35%	7.60%	3.0%	8.0%	-7.7%	-2.0%	3.9%	16.4%
Average cost per square foot	\$6.71	\$6.71	\$13.29	\$13.29	\$8.19	\$8.19	\$2.54	\$2.54
Weighted Average Lease Term (years)	3.2	3.2	5.2	5.2	3.8	3.8	4.3	4.3

**Notes:**

<sup>1</sup>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 basis.

**Core Portfolio Capital Expenditures**

Current Quarter

	<b>Year-to-Date Period ended September 30, 2012</b>	<b>Current Quarter 3 months ended September 30, 2012</b>	<b>Previous Quarter 3 months ended June 30, 2012</b>	<b>Previous Quarter 3 months ended March 31, 2012</b>	<b>Prior Year ended December 31, 2011</b>
Leasing Commissions	\$ 1,569	\$ 947	\$ 316	\$ 306	\$ 1,265
Tenant Improvements	3,361	366	1,412	1,583	5,823
Capital Expenditures	1,079	692	323	64	471
Total capital expenditures	6,009	2,005	2,051	1,953	7,559
Re-anchoring costs <sup>1</sup>	9,723	1,274	4,811	3,638	1,578
<b>Total</b>	<b>\$ 15,732</b>	<b>\$ 3,279</b>	<b>\$ 6,862</b>	<b>\$ 5,591</b>	<b>\$ 9,137</b>

**Notes:**<sup>1</sup> Represents costs associated with the Bloomfield Town Square and The Branch Plaza re-anchoring as discussed by the Company.

Property Demographics - Core

Property	City	State	Trade Area (Miles)	Base Rent	Total GLA	3-Mile Radius <sup>2</sup>			
						Total Pop.	# HH	Median HH Income	Avg. HH Income
<b>Core</b>									
239 Greenwich Avenue	Greenwich	CT	3	1,554,663	16,834	66,764	24,760	126,648	180,475
Elmwood Park Shopping Center	Elmwood Park	NJ	3	3,349,915	149,262	254,598	84,884	59,534	70,827
A & P Shopping Plaza	Boonton	NJ	3	1,343,723	62,741	46,839	17,923	103,943	129,441
Village Commons Shopping Center	Smithtown	NY	3	2,544,656	87,330	66,766	23,288	111,019	137,242
The Branch Plaza	Smithtown	NY	3	1,651,455	126,273	66,916	23,389	110,173	136,382
Amboy Road	Staten Island	NY	3	1,629,514	60,090	147,590	54,454	87,821	103,110
Barrow Avenue	Bronx	NY	3	415,483	14,676	571,167	212,683	47,950	59,131
Pacesetter Park Shopping Center	Pomona	NY	3	1,143,217	97,583	35,902	11,177	106,212	124,240
LA Fitness	Staten Island	NY	3	1,391,500	55,000	121,318	43,079	78,203	90,627
West 54th Street	Manhattan	NY	3	2,291,924	9,797	1,223,652	627,833	89,958	147,056
East 17th Street	Manhattan	NY	3	625,000	19,622	1,059,535	542,170	91,411	144,163
Crossroads Shopping Center	White Plains	NY	3	4,892,127	309,487	108,529	42,787	93,274	125,433
Third Avenue	Yonkers	NY	3	666,631	40,320	1,218,498	437,804	35,045	51,736
Mercer Street	Manhattan	NY	3	383,160	6,225	923,759	452,623	85,085	129,584
4401 White Plains Road	White Plains	NY	3	623,884	3,000	565,820	212,940	52,461	66,174
Town Line Plaza	Rocky Hill	CT	3	1,686,473	206,346	46,398	19,516	78,060	91,541
Methuen Shopping Center	Methuen	MA	3	1,027,936	130,021	93,621	33,353	51,101	60,867
Crescent Plaza	Brockton	MA	3	1,658,255	218,137	98,732	35,274	57,418	66,869
Cambridge	Cambridge	MA	3	1,130,470	54,226	489,136	215,122	68,158	97,306
New Loudon Center	Latham	NY	3	1,959,124	255,673	45,708	18,694	65,042	78,848
Walnut Hill Plaza	Woonsocket	RI	3	2,109,297	284,717	63,856	25,805	56,673	65,553
The Gateway Shopping Center	So. Burlington	VT	3	1,912,229	101,655	50,684	19,217	51,090	66,456
Hobson West Plaza	Naperville	IL	3	1,070,380	99,137	124,307	43,292	107,747	133,753
Clark & Diversey	Chicago	IL	3	818,648	19,265	403,737	217,875	74,156	112,282
West Diversey	Chicago	IL	3	1,884,925	46,259	406,188	218,945	74,095	112,128
Chicago Urban/Street Retail Portfolio <sup>1</sup>	Chicago	IL	3	4,002,108	75,693	441,107	231,488	75,124	112,564
Merrillville Plaza	Hobart	IN	3	2,882,675	235,824	28,084	11,444	51,584	58,223
Bloomfield Town Square	Bloomfield Hills	MI	3	3,358,272	236,676	56,262	22,488	70,867	102,286
Mad River Station	Dayton	OH	3	1,270,327	126,129	63,784	27,917	58,431	70,473
Marketplace of Absecon	Absecon	NJ	3	1,276,396	104,762	32,818	11,478	62,164	74,221
Brandywine/Mkt Sq./Naamans Rd.	Wilmington	DE	3	16,245,917	997,710	43,888	17,592	98,322	121,132
Mark Plaza	Edwardsville	PA	3	240,664	106,856	88,065	37,263	37,520	47,049
Plaza 422	Lebanon	PA	3	795,852	156,279	45,898	18,145	43,042	52,403
Route 6 Plaza	Honesdale	PA	3	1,179,612	175,519	45,996	18,427	97,614	119,789
Chestnut Hill	Philadelphia	PA	3	513,425	37,916	144,928	61,588	62,496	78,437
Abington Towne Center	Abington	PA	3	954,353	216,369	89,061	35,063	76,999	95,632
Georgetown Portfolio	Georgetown	DC	3	1,825,616	27,666	310,075	155,858	85,815	118,080
28 Jericho Turnpike	Westbury	NY	3	1,650,000	96,363	107,066	34,486	104,342	132,026
Rhode Island Place Shopping Center	Washington	DC	3	1,622,629	57,529	336,016	153,378	65,558	87,768
83 Spring Street	Manhattan	NY	3	623,884	3,000	963,271	475,088	85,441	130,755
<b>Total Core<sup>2</sup></b>						<b>312,716</b>	<b>147,391</b>	<b>75,764</b>	<b>102,358</b>
Average - Total				1,533,457	100,548				
Weighted Average - Based on base rent						223,315	101,728	77,685	101,490

Notes:

<sup>1</sup> Calculations comprised of twelve individual properties.

<sup>2</sup> Calculations have been pro-rated based on the Company's ownership % in joint ventures.



**Property Demographics - Funds**

Property	City	State	Trade Area (Miles)	Base Rent	Total GLA	3-Mile Radius <sup>2</sup>			
						Total Pop.	# HH	Median HH Income	Avg. HH Income
<b>Fund II</b>									
Pelham Manor Shopping Plaza	Westchester	NY	3	5,763,722	228,493	374,733	141,676	57,019	73,516
400 East Fordham Road	Bronx	NY	3	5,519,760	119,446	1,200,592	421,615	37,257	48,075
Liberty Avenue	Queens	NY	3	910,992	26,125	608,079	205,151	55,864	67,708
Canarsie	Brooklyn	NY	3	8,057,289	273,542	911,000	333,487	45,787	56,307
216th Street	Manhattan	NY	3	2,694,000	60,000	935,948	329,442	37,176	55,430
161st Street	Bronx	NY	3	5,255,201	232,402	1,251,086	444,325	32,321	47,196
Average - Total				4,700,161	156,668	880,240	312,616	44,237	58,039
Weighted Average - Based on base rent						914,235	327,306	43,264	56,829
<b>Fund III</b>									
Cortlandt Towne Center	Mohegan Lake	NY	3	9,450,032	641,225	49,183	17,702	88,812	104,358
654 Broadway	Manhattan	NY	3	-	2,896	988,935	493,404	86,546	133,779
640 Broadway	Manhattan	NY	3	647,381	4,483	987,988	492,393	86,341	133,275
New Hyde Park Shopping Center	New Hyde Park	NY	3	904,986	31,431	195,564	70,172	101,624	129,444
White City	Shrewsbury	MA	3	4,724,293	256,039	101,062	40,736	52,003	64,348
Parkway Crossing	Parkville	MD	3	1,445,276	265,116	184,242	74,094	59,047	70,053
Lincoln Road	Miami Beach	FL	3	1,750,198	61,443	57,171	32,620	61,991	89,803
Heritage Shops	Chicago	IL	3	3,088,752	105,585	289,135	155,570	76,609	116,432
Lincoln Park Center	Chicago	IL	3	1,607,359	62,745	438,736	235,290	77,360	116,754
Arundel Plaza	Glen Burnie	MD	3	1,445,276	265,116	76,060	28,613	58,913	65,941
Average - Total				2,506,355	169,608	336,808	164,059	74,925	102,419
Weighted Average - Based on base rent						152,175	71,654	79,934	102,004
<b>Total - Core and Funds<sup>1</sup></b>									
Average - Total				1,962,251	115,881	367,135	164,675	72,815	98,398
Weighted Average - Based on base rent						270,097	116,573	75,274	98,210

**Notes:**

<sup>1</sup> Does not include the Kroger/Safeway Portfolio.

<sup>2</sup> Calculations have been pro-rated based on the Company's ownership % in joint ventures.

**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.