

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): November 2, 2017

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.)

411 Theodore Fremd Avenue
Suite 300
Rye, New York 10580

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02. Results of Operations and Financial Condition.

On November 2, 2017, Acadia Realty Trust (the “Company”) issued a press release announcing its consolidated financial results for the quarter ended September 30, 2017. 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 November 2, 2017, the Company made available supplemental information concerning the ownership, operations and portfolio of the Company as of and for the quarter ended September 30, 2017. 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>
<u>99.1</u>	Press release of the Company dated November 2, 2017.
<u>99.2</u>	Financial and Operating Reporting Supplement of the Company for the quarter ended September 30, 2017.

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.

Dated:

ACADIA REALTY TRUST
(Registrant)

November 3, 2017

By: /s/ John Gottfried

Name: John Gottfried
Title: Sr. Vice President
and Chief Financial Officer

ACADIA REALTY TRUST REPORTS THIRD QUARTER 2017 OPERATING RESULTS

RYE, NY (November 2, 2017) - Acadia Realty Trust (NYSE:AKR) (“Acadia” or the “Company”) today reported operating results for the quarter ended September 30, 2017. All per share amounts are on a fully-diluted basis.

Acadia operates dual platforms, comprised of a high-quality core real estate portfolio (“Core Portfolio”), which owns and operates meaningful concentrations of assets in the nation’s most dynamic urban and street-retail corridors, and a series of discretionary, institutional funds (“Funds”) that target opportunistic and value-add investments.

Please refer to the tables and notes accompanying this press release for further details on operating results and additional disclosures related to FFO and net income.

Highlights

- **Earnings:** Generated earnings per share of \$0.15 and funds from operations (“FFO”) per share of \$0.37 for the third quarter
- **Core Portfolio Operating Results:** Same-property net operating income growth was stable (0.0%) for the third quarter; reported a leased occupancy rate of 95.0% as of quarter end
- **Core Acquisition and Structured Finance Investments:** The Company did not acquire any investments in the Core Portfolio during the third quarter. The Company anticipates repayments of approximately \$32 million of structured finance investments during 2017, of which \$12 million has been repaid through September 30th
- **Fund Acquisitions:** Fund V acquired two high-yield investments during the third quarter for \$70 million; year-to-date Fund acquisition volume totals \$141 million
- **Fund Dispositions:** Completed \$53 million of Fund dispositions during the third quarter; year-to-date disposition volume totals \$212 million across Funds II, III and IV, including \$106 million completed during October; the Fund platform also has \$29 million of dispositions under contract
- **Fund III Promote:** During 2017, generated approximately \$1 million (approximately \$0.01 per share) of net promote income for the Company from Fund III asset sales, including \$0.4 million recognized during the third quarter
- **Balance Sheet:** Maintained conservative leverage levels during 2017; Acadia did not issue any equity during the third quarter

“During the third quarter, our portfolio performed in line with our expectations and we remained disciplined,” stated Kenneth F. Bernstein, President and CEO of Acadia Realty Trust. “Our core growth plan is well underway, which is laying the groundwork for long-term, above-average growth. Within our fund platform, we remain opportunistic buyers and successful sellers while continuing to execute on our existing value-add projects. Looking ahead, given our solid balance sheet and the significant capital availability within our fund platform, we are also well-positioned to opportunistically respond to opportunities that are beginning to form.”

FINANCIAL RESULTS

Net income attributable to common shareholders for the quarter ended September 30, 2017 was \$13 million, or \$0.15 per share inclusive of \$3 million, or \$0.04 per share, attributable to an aggregate gain on dispositions of Fund properties which was partially offset by our proportionate share of aggregate impairment and other charges of \$2 million, or \$0.03 per share, consisting primarily of transaction costs related to the sale of a Fund property. Net income attributable to common shareholders for the quarter ended September 30, 2016 was \$6 million, or \$0.08 per share, reflecting the negative effect of \$4 million and \$3 million, or \$0.05 and \$0.04 per share, of retirement-related and acquisition fee expenses, respectively.

Net income attributable to common shareholders for the nine months ended September 30, 2017 was \$41 million or \$0.48 per share inclusive of \$7 million, or \$0.08 per share, attributable to an aggregate gain on dispositions of Fund properties which was partially offset by our proportionate share of aggregate impairment and other charges of \$2 million, or \$0.03 per share, consisting primarily of transaction costs related to the sale of a Fund property. Net income attributable to common shareholders for the nine months ended September 30, 2016 was \$53 million, or \$0.71 per share, which included \$19 million, or \$0.27 per share, of gain from two Fund property dispositions.

FFO for the quarter ended September 30, 2017 was \$33 million, or \$0.37 per share. This compares to FFO for the quarter ended September 30, 2016 of \$23 million, or \$0.27 per share, which reflects the effect of \$4 million and \$3 million, or \$0.05 and \$0.04 per share, of retirement-related and acquisition fee expenses, respectively.

FFO for the nine months ended September 30, 2017 was \$102 million, or \$1.14 per share, which was net of \$0.4 million of acquisition costs. This compares to FFO for the nine months ended September 30, 2016 of \$83 million, or \$1.05 per share, net of \$4 million, or \$0.05 per share, of acquisition fee expenses.

CORE PORTFOLIO

Core Operating Results

Consistent with forecast, same-property NOI growth in the Core Portfolio was 0.0% for the quarter ended September 30, 2017, compared to 2016, excluding redevelopment activities. The Company is revising and tightening its full year same property NOI growth from a previous range of 0.0% to 2.0% to 0.0% to 1.0%, primarily relating to a slower-than-initially-anticipated leasing velocity.

The Core Portfolio was 94.2% occupied and 95.0% leased as of September 30, 2017, compared to 95.0% occupied and 95.2% leased as of June 30, 2017. The leased rate includes space that is leased but not yet occupied.

During the quarter, the Company generated a 14.1% increase in average rents on a GAAP basis, and a 6.8% increase on a cash basis, on 15 new and renewal leases aggregating approximately 61,000 square feet.

FUND PLATFORM

Fund Acquisitions

Through September 30, 2017, the Company has completed \$141 million of Fund acquisitions, including \$70 million completed during third quarter 2017 as follows:

Hickory Ridge, Hickory, NC (Fund V). In July 2017, Fund V acquired a 381,000 square foot power center in Hickory, NC, 60 miles northwest of Charlotte, for \$44 million. The property is 99% occupied and anchored by Kohl's, Dick's Sporting Goods, TJ Maxx and Old Navy. This investment is consistent with the Fund platform's high-yield opportunistic strategy.

New Towne Plaza, Canton, MI (Fund V). In August 2017, Fund V acquired a 187,000 square foot suburban shopping center in Canton, MI, 30 miles west of Detroit, for \$26 million. The property is 96% leased and anchored by Kohl's, Jo-Ann Fabrics, DSW and Ulta. This investment is consistent with the Fund platform's high-yield opportunistic strategy.

Fund Dispositions

Through September 30, 2017, the Company has completed \$106 million of Fund dispositions, including \$53 million completed during third quarter 2017 as follows:

New Hyde Park Shopping Center, New Hyde Park, NY (Fund III). As previously discussed, in July 2017, Fund III completed the sale of New Hyde Park Shopping Center, a 32,000-square foot retail strip center in New Hyde Park, NY, for \$22 million. This compares to an all-in cost basis of \$18 million. During its 5.5-year hold period, the fund recaptured and re-tenanted a 16,000-square foot, below-market Annie Sez with PetSmart and Chop't, completed a façade renovation, and executed new small-shop leases with Smashburger, European Wax Center, and Club Pilates. This sale generated a 14% IRR and 1.6x multiple on the fund's equity investment.

216th St, New York, NY (Fund II). In September 2017, Fund II completed the sale of 216th St (4055 10th Ave), a newly-built, single-tenant office building in the Inwood section of northern Manhattan, for \$31 million. This compares to an all-in cost basis of \$28 million. During its 11.8-year hold period, the fund created steady, long-term cash flows by redeveloping this site and executing a long-term lease with a New York City agency. The property also has a rooftop parking lot. This sale generated a 15% IRR and 3.3x multiple on the fund's equity investment.

In October 2017, the Company completed \$106 million of Fund dispositions as follows:

7 Dekalb (City Point Residential Tower 1), Brooklyn, NY (Fund II). In October 2017, Fund II, in partnership with Washington Square Partners and BFC Partners, completed the sale of 7 Dekalb (City Point's Residential Tower 1) in Brooklyn, NY for \$96 million to the Brodsky Organization. 7 Dekalb has 23 stories and 250 apartments, of which 200 are affordable units for low-income and middle-income tenants. At exit, the property was fully leased. In mid-2010, Fund II and Washington Square Partners (collectively, the "City Point JV") opportunistically acquired all of City Point's residential component, totaling 1.1 million square feet of development rights. 7 Dekalb is the last of three towers sold by the City Point JV.

Broughton St Collection (4* of 23 properties), Savannah, GA (Fund IV). In October 2017, Fund IV completed the sale of four properties in its Broughton St Collection in Savannah, GA for \$10 million. The total Broughton St Collection contains 23 properties and approximately 200,000 square feet of retail, residential, and office space. The four sold properties total 17,000 square feet and are 100% occupied; Vineyard Vines, L'Occitane, and Savannah Taphouse are the key retail tenants.

**301 W Broughton St, 103 W Broughton St, 101 W Broughton St and 125 E Broughton St*

Acadia does not report return metrics for partial sales of its investments.

The Fund platform also has \$29 million of dispositions under contract (the "Pending Disposition Amount"). As the Pending Disposition Amount is subject to customary closing conditions, no assurance can be given that the Company will successfully close on the Pending Disposition Amount.

Fund Promote

During the nine months ended September 30, 2017, the Company generated \$1.0 million (\$0.01 per share) of net promote income from Fund III including \$0.4 million recognized during the third quarter.

BALANCE SHEET

The Company did not issue any equity during 2017.

GUIDANCE

The Company is tightening its full year 2017 guidance for FFO per share from a previous range of \$1.44 to \$1.54 to a revised range of \$1.45 to \$1.49, primarily to reflect the reduced acquisition volumes in its core and fund businesses, as well as projected early repayments of structured finance investments. Similarly, it is revising its full-year earnings per share guidance from a range of \$0.58 to \$0.63 to a revised range of \$0.50 to \$0.55. The guidance is before any acquisition-related costs, and gains/losses on sale or impairment of depreciated and non-operating properties.

CONFERENCE CALL

Management will conduct a conference call on Friday, November 3, 2017 at 11:00 AM ET to review the Company's earnings and operating results. Dial-in and webcast information is listed below.

Live Conference Call:

Date: Friday, November 3, 2017

Time: 11:00 AM ET

Dial#: 844-309-6711

Passcode: "Acadia Realty" or "91096166"

Webcast (Listen-only): www.acadiarealty.com under Investors, Presentations & Events

Phone Replay:

Dial#: 855-859-2056

Passcode: "91096166"

Available Through: Friday, November 10, 2017

Webcast Replay: www.acadiarealty.com under Investors, Presentations & Events

About Acadia Realty Trust

Acadia Realty Trust is an equity real estate investment trust focused on delivering long-term, profitable growth via its dual - Core and Fund - operating platforms and its disciplined, location-driven investment strategy. Acadia Realty Trust is accomplishing this goal by building a best-in-class core real estate portfolio with meaningful concentrations of assets in the nation's most dynamic urban and street-retail corridors; making profitable opportunistic and value-add investments through its series of discretionary, institutional funds; and maintaining a strong balance sheet. For further information, please visit www.acadiarealty.com.

Safe Harbor Statement

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 investment opportunities. 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 24, 2017 ("Form 10-K") and other periodic reports filed with the SEC, including risks related to: (i) political and economic uncertainty; (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 the Company's 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; (xii) information technology security threats and (xiii) 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. 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.

ACADIA REALTY TRUST AND SUBSIDIARIES

Consolidated Statements of Operations ^(a)

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

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2017	2016	2017	2016
Revenues				
Rental income	\$ 51,707	\$ 35,710	\$ 148,760	\$ 109,486
Expense reimbursements	9,957	7,192	32,347	22,920
Other	1,014	953	3,074	3,412
Total revenues	62,678	43,855	184,181	135,818
Operating expenses				
Depreciation and amortization	26,652	15,217	77,245	46,744
General and administrative	7,953	12,869	25,286	30,742
Real estate taxes	8,822	6,195	27,462	18,000
Property operating	9,417	5,055	26,978	15,697
Other operating	250	3,265	987	4,094
Impairment of an asset	3,840	—	3,840	—
Total operating expenses	56,934	42,601	161,798	115,277
Operating income	5,744	1,254	22,383	20,541
Equity in earnings (losses) and gains (losses) of unconsolidated affiliates inclusive of gains (losses) on disposition of properties of \$0, (\$726), \$14,771 and (\$726), respectively	4,001	(102)	21,044	3,592
Interest income	6,461	7,245	23,648	19,298
Interest expense	(15,428)	(7,982)	(39,666)	(24,917)
Income from continuing operations before income taxes	778	415	27,409	18,514
Income tax provision	(465)	(89)	(1,017)	(123)
Income from continuing operations before gain on disposition of properties	313	326	26,392	18,391
Gain on disposition of properties, net of tax	12,972	—	12,972	81,965
Net income	13,285	326	39,364	100,356
Net loss (income) attributable to noncontrolling interests	(418)	5,786	1,194	(47,401)
Net income attributable to Acadia	\$ 12,867	\$ 6,112	\$ 40,558	\$ 52,955
Less: net income attributable to participating securities	(135)	(58)	(488)	(617)
Net income attributable to Common Shareholders - basic	\$ 12,732	\$ 6,054	\$ 40,070	\$ 52,338
Weighted average shares for diluted earnings per share	83,700	78,621	83,669	74,133
Net Earnings per share - basic and diluted ^(b)	\$ 0.15	\$ 0.08	\$ 0.48	\$ 0.71

ACADIA REALTY TRUST AND SUBSIDIARIES

Reconciliation of Consolidated Net Income to Funds From Operations ^(a, c)
(dollars and Common Shares and Units in thousands, except per share data)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2017	2016	2017	2016
Net income attributable to Acadia	\$ 12,867	\$ 6,112	\$ 40,558	\$ 52,955
Depreciation of real estate and amortization of leasing costs (net of noncontrolling interests' share)	20,309	16,340	62,935	45,780
Gain on sale (net of noncontrolling interests' share)	(2,294)	—	(5,789)	(19,257)
Income attributable to Common OP Unit holders	758	370	2,400	3,334
Impairment of an asset (net of noncontrolling interests' share)	1,088	—	1,088	—
Distributions - Preferred OP Units	138	6	415	417
Funds from operations attributable to Common Shareholders and Common OP Unit holders	<u>\$ 32,866</u>	<u>\$ 22,828</u>	<u>\$ 101,607</u>	<u>\$ 83,229</u>
<i>Funds From Operations per Share - Diluted</i>				
Weighted average number of Common Shares and Common OP Units ^(d)	<u>89,000</u>	<u>83,163</u>	<u>88,999</u>	<u>79,138</u>
Diluted Funds from operations, per Common Share and Common OP Unit	<u>\$ 0.37</u>	<u>\$ 0.27</u>	<u>\$ 1.14</u>	<u>\$ 1.05</u>

ACADIA REALTY TRUST AND SUBSIDIARIES

Reconciliation of Consolidated Operating Income to Net Property Operating Income ("NOI") ^(a)
(dollars in thousands)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2017	2016	2017	2016
Consolidated Operating Income	\$ 5,744	\$ 1,254	\$ 22,383	\$ 20,541
Add back:				
General and administrative	7,953	12,869	25,286	30,742
Depreciation and amortization	26,652	15,217	77,245	46,744
Impairment of an asset	3,840	—	3,840	—
Less:				
Above/below market rent, straight-line rent and other adjustments	(4,728)	—	(14,671)	(5,900)
Consolidated NOI	39,461	29,340	114,083	92,127
Noncontrolling interest in consolidated NOI	(8,877)	(3,400)	(22,462)	(15,600)
Less: Operating Partnership's interest in Fund NOI included above	(2,569)	(900)	(6,545)	(3,400)
Add: Operating Partnership's share of unconsolidated joint ventures NOI ^(e)	4,728	4,764	14,415	11,818
NOI - Core Portfolio	<u>\$ 32,743</u>	<u>\$ 29,804</u>	<u>\$ 99,491</u>	<u>\$ 84,945</u>

ACADIA REALTY TRUST AND SUBSIDIARIES

Consolidated Balance Sheets ^(a)
(dollars in thousands)

	As of	
	September 30, 2017	December 31, 2016
ASSETS		
Investments in real estate, at cost		
Land	\$ 659,547	\$ 693,252
Buildings and improvements	2,484,397	2,048,508
Construction in progress	22,052	19,789
Properties under capital lease	76,965	76,965
	<u>3,242,961</u>	<u>2,838,514</u>
Less: accumulated depreciation	(337,961)	(287,066)
Operating real estate, net	2,905,000	2,551,448
Real estate under development, at cost	237,434	543,486
Net investments in real estate	<u>3,142,434</u>	<u>3,094,934</u>
Notes receivable, net	250,194	276,163
Investments in and advances to unconsolidated affiliates	270,245	272,028
Other assets, net	213,018	192,786
Cash and cash equivalents	48,255	71,805
Rents receivable, net	53,479	43,842
Restricted cash	19,473	22,904
Assets of properties held for sale	95,859	21,498
Total assets	<u>\$ 4,092,957</u>	<u>\$ 3,995,960</u>
LIABILITIES		
Mortgage and other notes payable, net	\$ 1,045,877	\$ 1,055,728
Unsecured notes payable, net	497,970	432,990
Unsecured line of credit	59,000	—
Accounts payable and other liabilities	211,206	208,672
Capital lease obligation	70,498	70,129
Dividends and distributions payable	23,350	36,625
Distributions in excess of income from, and investments in, unconsolidated affiliates	15,262	13,691
Total liabilities	<u>1,923,163</u>	<u>1,817,835</u>
Commitments and contingencies		
EQUITY		
Acadia Shareholders' Equity		
Common shares, \$0.001 par value, authorized 200,000,000 and 100,000,000 shares, issued and outstanding 83,680,337 and 83,597,741 shares, respectively	84	84
Additional paid-in capital	1,594,332	1,594,926
Accumulated other comprehensive loss	(553)	(798)
Distributions in excess of accumulated earnings	(30,325)	(5,635)
Total Acadia shareholders' equity	<u>1,563,538</u>	<u>1,588,577</u>
Noncontrolling interests	606,256	589,548
Total equity	<u>2,169,794</u>	<u>2,178,125</u>
Total liabilities and equity	<u>\$ 4,092,957</u>	<u>\$ 3,995,960</u>

ACADIA REALTY TRUST AND SUBSIDIARIES

Notes to Financial Highlights:

- (a) 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.
- (b) Diluted earnings per share 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 the 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.
- (c) 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 their 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, impairment of depreciable real estate, and after adjustments for unconsolidated partnerships and joint ventures.
- (d) In addition to the weighted-average Common Shares outstanding, basic and diluted FFO also assume full conversion of a weighted-average 4,737 thousand and 4,343 thousand OP Units into Common Shares for the quarters ended September 30, 2017 and 2016 and 4,749 thousand and 4,422 thousand OP Units into Common Shares for the nine months ended September 30, 2017 and 2016, respectively. Diluted FFO also includes: (i) the assumed conversion of Preferred OP Units into 512 thousand and 25 thousand Common Shares for the quarters ended September 30, 2017 and 2016 and 507 thousand and 428 thousand Common Shares for the nine months ended September 30, 2017 and 2016, respectively; and (ii) the effect of 51 thousand and 346 thousand employee share options, restricted share units and LTIP units for the quarters ended September 30, 2017 and 2016 and 77 thousand and 239 thousand for the nine months ended September 30, 2017 and 2016, respectively.
- (e) The Pro-rata portion share of NOI is based upon our stated ownership percentages in each operating agreement. Does not include the Operating Partnership's share of NOI from unconsolidated joint ventures within the Funds



T.J. maxx

AVENUE

ACADIA
REALTY TRUST

Q3
2017

SUPPLEMENTAL REPORTING INFORMATION

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Visit www.acadiarealty.com for additional investor and portfolio information

Company Information

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

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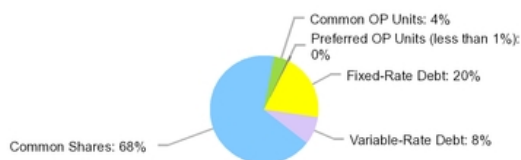
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Market Capitalization

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

	Total Market Capitalization (\$)	%	Capitalization Based on Net Debt ¹	Changes in Total Outstanding Common Shares and OP Units (in thousands)				Weighted Average			
				Common Shares	Common OP Units	Total	Diluted EPS		FFO		
							Quarter	YTD	Quarter	YTD	
Equity Capitalization											
Common Shares	83,680			Balance at 12/31/2016	83,598	4,529	88,127				
Common Operating Partnership ("OP") Units	4,729			Other	7	248	255				
Combined Common Shares and OP Units	88,409			OP Conversions	25	(25)	—				
Share Price at September 30, 2017	\$ 28.62			Balance at 3/31/2017	83,630	4,752	88,382	83,647	83,647	89,024	89,024
Equity Capitalization - Common Shares and OP Units	\$ 2,530,266			OP Conversions	16	(12)	4				
Preferred OP Units	14,664 ²			Equity Issuance	—	—	—				
Total Equity Capitalization	2,544,930	72%	72%	Other	13	11	24				
Debt Capitalization											
Consolidated debt	1,619,171			Balance at 6/30/2017	83,659	4,751	88,410	83,662	83,654	88,973	88,998
Adjustment to reflect pro-rata share of debt	(620,256)			OP Conversions	20	(20)	—				
Total Debt Capitalization	998,915	28%	28%	Other	1	(2)	(1)				
				Balance at 9/30/2017	83,680	4,729	88,409	83,700	83,669	89,000	88,999
Total Market Capitalization	\$ 3,543,845³	100%	100%								

1. Reflects debt net of Core Portfolio cash of \$16,274 and pro-rata share of Funds cash of \$11,006, for total cash netted against debt of \$27,280.
2. Represents 188 Series A and 140,343 Series C Preferred OP Units convertible into 25,067 and 487,299 Common OP Units, respectively, multiplied by the Common Share price at quarter end.
3. Market capitalization comprises (fixed-rate debt includes notional principal fixed through interest rate swap transactions):



Income Statements

(in thousands)

CONSOLIDATED INCOME STATEMENT

Revenues

Rental income
Expense reimbursements
Other
Total revenues

Operating expenses

Depreciation and amortization
General and administrative
Real estate taxes
Property operating
Other operating
Impairment of an asset
Total operating expenses

Operating income

Equity in earnings and gains of unconsolidated affiliates inclusive of gains on disposition of properties of \$0 and \$14,771, respectively

Interest income
Interest expense
Income from continuing operations before income taxes
Income tax provision
Income from continuing operations before gain on disposition of properties
Gain on disposition of properties, net of tax
Net income
Net loss attributable to noncontrolling interests
Net income attributable to Acadia

		September 30, 2017 ¹	
		Quarter	Year to Date
\$	51,707	\$	148,760
	9,957		32,347
	1,014		3,074
	62,678		184,181
	26,652		77,245
	7,953		25,286
	8,822		27,462
	9,417		26,978
	250		987
	3,840		3,840
	56,934		161,798
	5,744		22,383
	4,001		21,044
	6,461		23,648
	(15,428)		(39,666)
	778		27,409
	(465)		(1,017)
	313		26,392
	12,972		12,972
	13,285		39,364
	(418)		1,194
\$	12,867	\$	40,558

Income Statements - Detail

(in thousands)

CORE PORTFOLIO AND FUND INCOME

PROPERTY REVENUES

Minimum rents	
Percentage rents	
Expense reimbursements - CAM	
Expense reimbursements - Taxes	
Other property income	
Total Property Revenues	

PROPERTY EXPENSES

Property operating - CAM	
Other property operating (Non-CAM)	
Real estate taxes	
Total Property Expenses	

NET OPERATING INCOME - PROPERTIES

OTHER INCOME (EXPENSE)

Interest income	
Straight-line rent income	
Above/below-market rent	
Interest expense ²	
Amortization of finance costs	
Above/below-market interest expense	
Asset and property management expense	
Other income/expense	
Transaction costs	
Capital lease interest	
Impairment of an asset	
CORE PORTFOLIO AND FUND INCOME	

FEE INCOME

Asset and property management fees	
Promote income from funds, net	
Transactional fees ³	
Income tax provision	
Total Fee Income	

General and Administrative

Depreciation and amortization	
Non-real estate depreciation and amortization	
Gain on disposition of properties	
Income before equity in earnings and noncontrolling interests	
Equity in earnings of unconsolidated affiliates	
Noncontrolling interests	
NET INCOME ATTRIBUTABLE TO ACADIA	

		September 30, 2017 ¹	
		Quarter	Year to Date
	\$	47,009	\$ 133,930
		71	159
		3,511	11,624
		6,446	20,723
		592	2,018
		57,629	168,454
		7,752	22,191
		1,593	4,621
		8,822	27,462
		18,167	54,274
		39,462	114,180
		6,461	23,648
		2,336	7,603
		2,279	7,074
		(13,306)	(34,162)
		(1,492)	(3,996)
		116	456
		(62)	(180)
		3	(94)
		(251)	(933)
		(746)	(1,964)
		(3,840)	(3,840)
		30,960	107,792
		305	886
		—	—
		117	217
		(465)	(1,017)
		(43)	86
		(7,953)	(25,286)
		(26,521)	(76,842)
		(131)	(402)
		12,972	12,972
		9,284	18,320
		4,001	21,044
		(418)	1,194
	\$	12,867	\$ 40,558

Income Statements - Pro Rata Adjustments

(in thousands)

	Quarter Ended September 30, 2017		Year to Date September 30, 2017	
	Noncontrolling Interest in Consolidated Subsidiaries ⁴	Company's Interest in Unconsolidated Subsidiaries ⁵	Noncontrolling Interest in Consolidated Subsidiaries ⁴	Company's Interest in Unconsolidated Subsidiaries ⁵
CORE PORTFOLIO AND FUND INCOME				
PROPERTY REVENUES				
Minimum rents	\$ (14,644)	\$ 7,200	\$ (38,840)	\$ 21,962
Percentage rents	(54)	16	(136)	77
Expense reimbursements - CAM	(937)	757	(2,886)	2,213
Expense reimbursements - Taxes	(1,043)	1,429	(2,763)	3,845
Other property income	(327)	13	(1,000)	39
Total Property Revenues	(17,005)	9,415	(45,625)	28,136
PROPERTY EXPENSES				
Property operating - CAM	(3,715)	984	(10,056)	2,748
Other property operating (Non-CAM)	(808)	307	(2,195)	890
Real estate taxes	(2,284)	1,677	(6,649)	4,470
Total Property Expenses	(6,807)	2,968	(18,900)	8,108
NET OPERATING INCOME - PROPERTIES	(10,198)	6,447	(26,725)	20,028
OTHER INCOME (EXPENSE)				
Interest income	(1,681)	—	(5,406)	—
Straight-line rent income	(1,233)	200	(3,857)	632
Above/below-market rent	(516)	405	(1,542)	958
Interest expense	6,589	(1,914)	14,653	(5,553)
Amortization of finance costs	1,008	(119)	2,648	(374)
Above/below-market interest expense	—	21	—	62
Asset and property management expense	70	(156)	186	(628)
Other income/expense	(2,206)	2,907	(2,462)	2,984
Transaction costs	158	—	476	106
Capital lease interest	—	—	—	—
Impairment of an asset	2,752	—	2,752	—
CORE PORTFOLIO AND FUND INCOME	(5,257)	7,791	(19,277)	18,215
FEE INCOME				
Asset and property management fees	3,951	68	11,585	560
Promote income from funds, net	402	—	978	—
Transactional fees	1,438	44	4,221	51
Income tax provision	10	(3)	115	(15)
Total Fee Income	5,801	109	16,899	596
General and Administrative	437	(17)	1,789	(127)
Depreciation and amortization	10,037	(3,882)	26,261	(12,411)
Non-real estate depreciation and amortization	—	—	—	—
Gain on disposition of properties	(10,678)	—	(22,078)	14,771
Income before equity in earnings and noncontrolling interests	340	4,001	3,594	21,044
Equity in earnings of unconsolidated affiliates	—	—	—	—
Noncontrolling interests ⁶	(758)	—	(2,400)	—
NET INCOME ATTRIBUTABLE TO ACADIA	\$ (418)	\$ 4,001	\$ 1,194	\$ 21,044

Consolidated Balance Sheet ⁷

(in thousands)

	Consolidated Balance Sheet As Reported	Line Item Details:	
ASSETS			
<u>Real estate</u>			
Land	\$ 659,547		
Buildings and improvements	2,484,397		
Construction in progress	22,052		
Properties under capital lease	76,965		
	3,242,961		
Less: accumulated depreciation	(337,961)		
Operating real estate, net	2,905,000		
Real estate under development, at cost	237,434		
Net investments in real estate	3,142,434		
Notes receivable, net	250,194		
Investments in and advances to unconsolidated affiliates	270,245		
Other assets, net	213,018		
Cash and cash equivalents	48,255		
Straight-line rents receivable, net	37,300		
Rents receivable, net	16,179		
Restricted cash	19,473		
Assets of properties held for sale	95,859		
	\$ 4,092,957		
Total Assets	\$ 4,092,957		
LIABILITIES AND SHAREHOLDERS' EQUITY			
Mortgage and other notes payable, net	\$ 1,045,877		
Unsecured notes payable, net	497,970		
Unsecured line of credit	59,000		
Accounts payable and other liabilities	211,206		
Capital lease obligation	70,498		
Dividends and distributions payable	23,350		
Distributions in excess of income from, and investments in, unconsolidated affiliates	15,262		
	1,923,163		
Total Liabilities	1,923,163		
<u>Shareholders' equity</u>			
Common shares	84		
Additional paid-in capital	1,594,332		
Accumulated other comprehensive loss	(553)		
Distributions in excess of accumulated earnings	(30,325)		
Total controlling interest	1,563,538		
Noncontrolling interests	606,256		
Total Shareholders' Equity	2,169,794		
Total Liabilities and Shareholders' Equity	\$ 4,092,957		
		The components of Real estate under development, at cost are as follows:	
		Fund II	\$ 36,689
		Fund III	57,113
		Fund IV	135,433
		Core	8,199
		Total	\$ 237,434
		Summary of other assets, net:	
		Lease intangibles, net	\$ 123,593
		Deferred charges, net	28,365
		Prepaid expenses	18,173
		Other receivables	9,440
		Accrued interest receivable	12,030
		Deposits	4,422
		Due from seller	4,300
		Deferred tax assets	3,719
		Derivative financial instruments	2,661
		Due from related parties	1,773
		Corporate assets	2,408
		Income taxes receivable	2,134
		Total	\$ 213,018
		Summary of accounts payable and other liabilities:	
		Lease intangibles, net	\$ 104,663
		Accounts payable and accrued expenses	57,326
		Deferred income	32,717
		Tenant security deposits, escrow and other	11,214
		Derivative financial instruments	3,468
		Income taxes payable	1,818
		Total	\$ 211,206

Pro-Rata Balance Sheet Adjustments ⁷

(in thousands)

ASSETS

Real estate

Land
Buildings and improvements
Construction in progress
Properties under capital lease

Less: accumulated depreciation
Operating real estate, net
Real estate under development, at cost
 Net investments in real estate
Notes receivable, net
Investments in and advances to unconsolidated affiliates
Other assets, net
Cash and cash equivalents
Straight-line rents receivable, net
Rents receivable, net
Restricted cash
Assets of properties held for sale

Total Assets

LIABILITIES AND SHAREHOLDERS' EQUITY

Mortgage and other notes payable, net
Unsecured notes payable, net
Unsecured line of credit
Accounts payable and other liabilities
Capital lease obligation
Dividends and distributions payable
Distributions in excess of income from, and investments in, unconsolidated affiliates

Total Liabilities

Shareholders' equity

Common shares
Additional paid-in capital
Accumulated other comprehensive loss
Distributions in excess of accumulated earnings
Total controlling interest
Noncontrolling interests
Total Shareholders' Equity

Total Liabilities and Shareholders' Equity

	Noncontrolling Interest in Consolidated Subsidiaries ⁴	Company's Interest in Unconsolidated Subsidiaries ⁵
	\$ (147,732)	\$ 72,041
	(782,179)	294,151
	(13,825)	629
	—	—
	(943,736)	366,821
	42,725	(42,270)
	(901,011)	324,551
	(162,006)	4,764
	(1,063,017)	329,315
	(38,017)	—
	(72,010)	(196,664)
	(9,972)	31,494
	(26,792)	5,817
	(11,810)	4,370
	(2,813)	3,106
	(14,397)	1,247
	(65,267)	—
	<u>\$ (1,304,095)</u>	<u>\$ 178,685</u>
	\$ (578,617)	\$ 161,696
	(193,955)	—
	—	—
	(68,210)	32,251
	—	—
	—	—
	—	(15,262)
	(840,782)	178,685
	—	—
	—	—
	—	—
	—	—
	(463,313)	—
	(463,313)	—
	<u>\$ (1,304,095)</u>	<u>\$ 178,685</u>

Notes to income statements, balance sheet and pro rata adjustments:

1. Quarterly and year-to-date 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.
2. Net of capitalized interest of \$2.5 million and \$12.1 million for the quarterly and year-to-date periods, respectively.
3. Consists of development, construction, leasing and legal fees.
4. Noncontrolling interests represent limited partners' interests in consolidated partnerships' activities.
5. Represents the Company's share of co-investment partnerships' activities, of which each are included on a single line presentation in the Company's consolidated financial statements in accordance with GAAP.
6. Adjustment to noncontrolling interests exclude income allocable to Operating Partnership Units of \$0.9 million and \$2.8 million for the quarter and year-to-date period, respectively, ended September 30, 2017.
7. The Company currently invests in Funds II, III, IV & V and Mervyns I & II which are consolidated within the Company's financial statements.

Funds from Operations ("FFO") ¹

(in thousands)

	Quarter Ended March 31, 2017	Quarter Ended June 30, 2017	Quarter Ended September 30, 2017	Year to Date September 30, 2017
Funds from operations ("FFO"):				
Net Income	\$ 15,631	\$ 12,060	\$ 12,867	\$ 40,558
Add back:				
Depreciation of real estate and amortization of leasing costs (net of noncontrolling interest share)	21,533	21,093	20,309	62,935
Impairment of an asset	—	—	1,088	1,088
Gain on disposition of properties (net of noncontrolling interest share)	(2,742)	(753)	(2,294)	(5,789)
Income attributable to noncontrolling interests' share in Operating Partnership	1,062	857	896	2,815
FFO to Common Shareholders and Common OP Unit holders	\$ 35,484	\$ 33,257	\$ 32,866	\$ 101,607
Add back: Transaction costs	36	222	93	351
FFO before transaction costs	\$ 35,520	\$ 33,479	\$ 32,959	\$ 101,958
Adjusted Funds from operations ("AFFO"):				
Diluted FFO	\$ 35,484	\$ 33,257	\$ 32,866	\$ 101,607
Straight-line rent, net	(1,824)	(1,251)	(1,303)	(4,378)
Above/below-market rent	(2,197)	(2,125)	(2,168)	(6,490)
Amortization of finance costs	574	545	603	1,722
Above/below-market interest	(199)	(182)	(137)	(518)
Non-real estate depreciation	231	40	131	402
Leasing commissions	(474)	(202)	(189)	(865)
Tenant improvements	(1,747)	(1,622)	(1,036)	(4,405)
Capital expenditures	(47)	(59)	(1,306)	(1,412)
AFFO to Common Shareholders and Common OP Unit holders	\$ 29,801	\$ 28,401	\$ 27,461	\$ 85,663
Total weighted average diluted shares and OP Units	89,024	88,973	89,000	88,999
Diluted FFO per Common share and OP Unit:				
FFO	\$ 0.40	\$ 0.37	\$ 0.37	\$ 1.14
FFO before transaction costs	\$ 0.40	\$ 0.38	\$ 0.37	\$ 1.15

1. 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.

EBITDA

(in thousands)

	Quarter Ended September 30, 2017			Year to Date September 30, 2017		
	Core Portfolio	Funds	Total	Core Portfolio	Funds	Total
NET INCOME ATTRIBUTABLE TO ACADIA	\$ 12,161	\$ 706	\$ 12,867	\$ 37,297	\$ 3,261	\$ 40,558
Adjustments:						
Depreciation and amortization	17,529	2,968	20,497	55,311	8,083	63,394
Impairment of an asset	—	1,088	1,088	—	1,088	1,088
Interest expense	6,632	1,999	8,631	20,937	4,125	25,062
Amortization of finance costs	299	304	603	920	802	1,722
Above/below-market interest	(137)	—	(137)	(518)	—	(518)
Gain on disposition of properties	—	(2,294)	(2,294)	124	(5,789)	(5,665)
Transaction costs	53	40	93	223	128	351
Provision for income taxes	455	3	458	880	37	917
Noncontrolling interest - OP	758	—	758	2,400	—	2,400
EBITDA	\$ 37,750	\$ 4,814	\$ 42,564	\$ 117,574	\$ 11,735	\$ 129,309

Core Portfolio

Same Property Performance ¹
(in thousands)

	Quarter Ended		Change Favorable/(Unfavorable)	Year to Date		Change Favorable/(Unfavorable)
	September 30, 2017	September 30, 2016		September 30, 2017	September 30, 2016	
Summary						
Minimum rents	\$ 27,203	\$ 26,952	0.9 %	\$ 80,668	\$ 79,643	1.3 %
Expense reimbursements	7,194	6,469	11.2 %	22,778	19,091	19.3 %
Other property income	57	58	(1.7)%	260	459	(43.4)%
Total Revenue	34,454	33,479	2.9 %	103,706	99,193	4.5 %
Expenses						
Property operating - CAM & Real estate taxes	8,316	7,545	(10.2)%	25,828	22,407	(15.3)%
Other property operating (Non-CAM)	485	279	(73.8)%	1,546	983	(57.3)%
Total Expenses	8,801	7,824	(12.5)%	27,374	23,390	(17.0)%
Same Property NOI - Core properties	<u>\$ 25,653</u>	<u>\$ 25,655</u>	<u>— %</u>	<u>\$ 76,332</u>	<u>\$ 75,803</u>	<u>0.7 %</u>
Reconciliation of Same Property NOI to Core NOI						
NOI of Properties excluded from Same Property NOI	7,090	4,149		23,159	9,142	
Core NOI	<u>\$ 32,743</u>	<u>\$ 29,804</u>		<u>\$ 99,491</u>	<u>\$ 84,945</u>	
Other same property information						
Physical Occupancy	95.4%	96.9%				
Leased Occupancy	96.2%	97.1%				

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

Fee Income by Fund

(in thousands)

	Fund II	Fund III	Fund IV	Fund V	Other	Total
Year to Date September 30, 2017						
Asset and property management fees	\$ 1,694	\$ 2,071	\$ 4,028	\$ 4,849	\$ 389	\$ 13,031
Transactional fees	1,576	926	1,365	484	138	4,489
Total fees	<u>\$ 3,270</u>	<u>\$ 2,997</u>	<u>\$ 5,393</u>	<u>5,333</u>	<u>\$ 527</u>	<u>\$ 17,520</u>
Quarter Ended September 30, 2017						
Asset and property management fees and priority distributions	\$ 575	\$ 665	\$ 1,351	\$ 1,609	\$ 124	\$ 4,324
Transactional fees	394	407	566	174	58	1,599
Total management fees and priority distributions	<u>\$ 969</u>	<u>\$ 1,072</u>	<u>\$ 1,917</u>	<u>1,783</u>	<u>\$ 182</u>	<u>\$ 5,923</u>
Quarter Ended June 30, 2017						
Asset and property management fees	\$ 568	\$ 678	\$ 1,337	1,558	\$ 131	\$ 4,272
Transactional fees	914	149	435	276	32	1,806
Total fees	<u>\$ 1,482</u>	<u>\$ 827</u>	<u>\$ 1,772</u>	<u>1,834</u>	<u>\$ 163</u>	<u>\$ 6,078</u>
Quarter Ended March 31, 2017						
Asset and property management fees	\$ 551	\$ 728	\$ 1,340	1,682	\$ 134	\$ 4,435
Transactional fees	268	370	364	34	48	1,084
Total fees	<u>\$ 819</u>	<u>\$ 1,098</u>	<u>\$ 1,704</u>	<u>1,716</u>	<u>\$ 182</u>	<u>\$ 5,519</u>

Structured Financing Portfolio

(in thousands)

Investment	June 30, 2017			Current Period					Stated Interest Rate	Effective Interest Rate ¹	Maturity Dates
	Principal Balance	Accrued Interest	Total	Advances	Repayments	Current Principal ²	Accrued Interest	Balance at September 30, 2017			
First mortgage notes	\$ 178,395	\$ 4,013	\$ 182,408	\$ —	\$ —	\$ 178,395	\$ 4,886	\$ 183,281	7.91%	7.95%	Jun-18 to Apr-19
Mezzanine, preferred equity and other notes ³	20,000	67	20,067	—	—	20,000	67	20,067	8.00%	8.67%	Sep-19
Total Core notes receivable	\$ 198,395	\$ 4,080	\$ 202,475	\$ —	\$ —	\$ 198,395	\$ 4,953	\$ 203,348	7.92%	8.03%	

1. Inclusive of points and exit fees.

2. Reconciliation of Notes Receivable to the Consolidated Balance Sheet (Pro Rata):

Total Notes Receivable per above	\$ 198,395
Pro-rata share of Fund loans	13,782
Total Pro-rata Notes Receivable	<u>\$ 212,177</u>

3. The Company has been notified of the borrower's intention to prepay this investment during the fourth quarter of 2017.

Transactional Activity

(in thousands)

PROPERTY ACQUISITIONS AND DISPOSITIONS

Property Name	Location	Key Tenants	Date of Transaction	Transaction Amount	Ownership %	Fund Share	Acadia Share
ACQUISITIONS							
<u>Core:</u>							
907 King Street	Alexandria, VA	—	January 4, 2017	\$ 3,000	20.00%	\$ —	\$ 600
<u>Fund IV:</u>							
Lincoln Place Shopping Center	Fairview Heights, IL	Kohl's, Marshalls	March 13, 2017	35,400	100.00%	35,400	8,184
<u>Fund V:</u>							
Plaza Santa Fe	Santa Fe, NM	TJ Maxx, Ross Dress for Less	June 5, 2017	35,220	100.00%	35,220	7,079
Hickory Ridge	Hickory, NC	Kohl's, Best Buy, Dick's	July 28, 2017	44,020	100.00%	44,020	8,848
New Towne Plaza	Canton Township, MI	Kohl's, Jo-Ann Fabrics	August 4, 2017	26,000	100.00%	26,000	5,226
				105,240		105,240	21,153
				<u>\$ 143,640</u>		<u>\$ 140,640</u>	<u>\$ 29,937</u>
DISPOSITIONS							
<u>Fund II:</u>							
216th Street	New York, NY	City of New York	September 11, 2017	\$ 30,579	99.10%	\$ 30,304	\$ 8,585
City Point Condominium Tower I	New York, NY	—	October 13, 2017	96,000	94.15%	90,384	25,606
				126,579		120,688	34,191
<u>Fund III:</u>							
Arundel Plaza	Glen Burnie, MD	Giant Foods, Lowes	February 15, 2017	28,800	90.00%	25,920	10,272
New Hyde Park Shopping Center	New Hyde Park, NY	Petsmart	July 6, 2017	22,100	100.00%	22,100	8,758
				50,900		48,020	19,030
<u>Fund IV:</u>							
2819 Kennedy Boulevard	North Bergen, NJ	Aldi	January 31, 2017	19,000	90.00%	17,100	3,954
1701 Belmont Avenue	Catonsville, MD	—	June 30, 2017	5,600	90.00%	5,040	1,165
Broughton Street Portfolio (4 properties)	Savannah, GA	J Crew, L'Occitane	October 3, 2017	9,500	50.00%	4,750	1,098
				34,100		26,890	6,217
				<u>\$ 211,579</u>		<u>\$ 195,598</u>	<u>\$ 59,438</u>

STRUCTURED FINANCING ACTIVITY

Note Description	Transaction Type	Date of Transaction	Transaction Amount	Ownership %	Fund Share	Acadia Share
<u>Core:</u>						
Brandywine Portfolio	Conversion	May 1, 2017	\$ (16,005)	100.00%	\$ —	\$ (16,005)
182-186 Spring Street	Redemption	June 9, 2017	(12,000)	100.00%	—	(12,000)
Gotham	Additional Funding	June 30, 2017	10,000	100.00%	—	10,000
			(18,005)		—	(18,005)
<u>Fund IV:</u>						
Shaws Windham	Conversion	June 30, 2017	(9,000)	100.00%	(9,000)	(2,081)
			<u>\$ (27,005)</u>		<u>\$ (9,000)</u>	<u>\$ (20,086)</u>

2017 Annual Guidance

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

	2017 Guidance ¹	2016 Actual
Summary:		
Funds from Operations ("FFO") per share (before acquisition and other costs)	\$1.45 to \$1.49	\$1.55 ²
Earnings per Share ("EPS") (before acquisition and other costs)	\$0.50 to \$0.55	\$1.05
FFO Components:		
Core and pro-rata share of Fund portfolio income (before acquisition and other costs)	\$139.0 to \$141.6	\$125.9 ³
Fund fee income, net of taxes	\$21.9 to \$22.9	\$21.1
Other Fund and transactional income	\$1.0 to \$1.0	\$10.4 ⁴
General and administrative expense	\$(32.5) to \$(33.0)	\$(31.0)
FFO	\$128.9 to \$133.0	\$126.4
Additional Guidance Assumptions:		
Fully diluted Common Shares and OP Units - weighted average	89.0 to 89.5	81.25
Same property net operating income ("NOI") growth	0.0% to 1.0%	
Core acquisitions	\$0	
Fund acquisitions	\$140.0 to \$300.0	

1. 2017 FFO and EPS guidance and comparable 2016 results are before acquisition and gains/losses on sale or impairment of depreciated and non-operating properties.
2. Before 2016 acquisition and retirement costs, which totaled \$0.06 and \$0.05 per share, respectively.
3. 2016 acquisition and retirement costs totaled \$5.1 million and \$4.2 million, respectively.
4. Net of projected payments under the Company's Long-Term Fund Investment Alignment Program ("FIAP").

Net Asset Valuation Information

(in thousands)

	CORE		FUND II				FUND III				FUND IV				FUND V			
	Fund Level		Fund Level		AKR Pro-rata Share		Fund Level		AKR Pro-rata share		Fund Level		AKR Pro-rata share		Fund Level		AKR Pro-rata share	
	Quarterly	Annualized (x4)	Quarterly	Annualized (x4)	%	\$	Quarterly	Annualized (x4)	%	\$	Quarterly	Annualized (x4)	%	\$	Quarterly	Annualized (x4)	%	\$
Current NOI																		
Net Operating Income ¹	\$ 32,743	\$ 130,972	\$ 2,059	\$ 8,236	28.3%	\$ 2,333	\$ 784	\$ 3,136	39.6%	\$ 1,243	\$ 7,571	\$ 30,284	23.1%	\$ 7,002	\$ 194	\$ 1,960	20.1%	\$ 394
Less:																		
(Income) loss from properties sold or under contract	—	—	(319)	(1,276)		(361)	54	216		86	12	48		11	—	—		—
(Income) loss from pre-stabilized assets ²	—	—	(1,773)	(7,092)		(2,009)	(844)	(3,376)		(1,338)	(1,332)	(5,328)		(1,232)	—	—		—
(Income) loss from development projects ³	—	—	33	132		37	10	40		16	(1,032)	(4,128)		(954)	—	—		—
Net Operating Income of stabilized assets	<u>\$ 32,743</u>	<u>\$ 130,972</u>	<u>\$ —</u>	<u>\$ —</u>		<u>\$ —</u>	<u>\$ 4</u>	<u>\$ 16</u>		<u>\$ 7</u>	<u>\$ 5,219</u>	<u>\$ 20,876</u>		<u>\$ 4,827</u>	<u>\$ 194</u>	<u>\$ 1,960</u>		<u>\$ 394</u>
Assets under contract for sale, net of debt																		
			<u>\$ 13,914</u>			<u>\$ 3,942</u>		<u>\$ —</u>		<u>\$ —</u>		<u>\$ —</u>		<u>\$ —</u>		<u>\$ —</u>		<u>\$ —</u>
Costs to Date																		
Pre-stabilized assets ²	\$ —		\$ 699,677			\$ 198,218		\$ 55,345		\$ 21,933		\$ 147,733		\$ 34,156		\$ —		\$ —
Development projects ³	<u>23,000</u>		<u>36,600</u>			<u>10,369</u>		<u>49,300</u>		<u>19,538</u>		<u>301,800</u>		<u>69,776</u>		<u>—</u>		<u>—</u>
Total Costs to Date	<u>\$ 23,000</u>		<u>\$ 736,277</u>			<u>\$ 208,587</u>		<u>\$ 104,645</u>		<u>\$ 41,471</u>		<u>\$ 449,533</u>		<u>\$ 103,932</u>		<u>\$ —</u>		<u>\$ —</u>
Debt	<u>\$ 741,073</u>		<u>\$ 401,454</u>			<u>\$ 107,456</u>		<u>\$ 69,632</u>		<u>\$ 20,013</u>		<u>\$ 482,603</u>		<u>\$ 107,620</u>		<u>\$ 113,200</u>		<u>\$ 22,753</u>

- Does not include a full quarter of NOI for those assets purchased during the current quarter. See ["Transactional Activity"](#) page in this Supplemental Report for descriptions of those acquisitions.
- Consists of the following projects for Fund II: 161st Street, City Point; Fund III: 640 Broadway, 654 Broadway and Nostrand; Fund IV: Paramus Plaza, 17 East 71st Street, 1035 Third Avenue, 1151 Third Avenue and Eden Square.
- See ["Development Activity"](#) page in this Supplemental Report.

Selected Financial Ratios

(in thousands)

	Quarter Ended		Year to Date		Quarter Ended	
	September 30,		September 30,		September 30,	June 30, 2017
	2017	2016	2017	2016	2017	
COVERAGE RATIOS ¹						
Fixed-Charge Coverage Ratios						
EBITDA ² divided by:	\$ 37,750	\$ 35,702	\$ 117,574	\$ 104,738		
Interest expense	6,632	6,215	20,937	18,028		
Principal Amortization	1,059	1,108	3,605	3,126		
Preferred Dividends ³	138	139	415	417		
Fixed-Charge Coverage Ratio - Core Portfolio	4.8x	4.8x	4.7x	4.9x		
EBITDA divided by:	\$ 42,564	\$ 37,549	\$ 129,309	\$ 111,624		
Interest expense	8,631	6,798	25,062	19,685		
Principal Amortization	1,246	1,312	4,165	3,699		
Preferred Dividends	138	139	415	417		
Fixed-Charge Coverage Ratio - Core Portfolio and Funds	4.3x	4.6x	4.4x	4.7x		
Payout Ratios						
Dividends declared (per share/OP Unit)	\$ 0.26	\$ 0.25	\$ 0.78	\$ 0.75		
Dividends (Shares) & Distributions (OP Units) declared	\$ 23,355	\$ 21,681	\$ 70,057	\$ 61,175		
FFO	32,866	22,828	101,607	83,229		
FFO Payout Ratio	71%	95%	69%	74%		
FFO Payout Ratio before acquisition costs	71%	83%	69%	70%		
Dividends (Shares) & Distributions (OP Units) declared	\$ 23,355	\$ 21,681	\$ 70,057	\$ 61,175		
AFFO	27,461	14,568	85,663	66,590		
AFFO Payout Ratio	85%	149%	82%	92%		
AFFO Payout Ratio before acquisition costs	85%	122%	81%	86%		
LEVERAGE RATIOS						
Debt/Market Capitalization Ratios						
Debt + Preferred Equity (Preferred O.P. Units)	\$ 1,013,579	\$ 999,017				
Total Market Capitalization	3,543,845	3,456,816				
Debt+Preferred Equity/Total Market Capitalization	29%	29%				
Debt ⁶	\$ 986,299	\$ 969,306				
Total Market Capitalization	3,543,845	3,456,816				
Net Debt+Preferred Equity/Total Market Capitalization	28%	28%				
Debt/EBITDA Ratios						
Debt	\$ 741,073	\$ 735,602				
EBITDA (Annualized) ⁷	150,370	157,492				
Debt/EBITDA - Core Portfolio	4.9x	4.7x				
Debt ⁵	\$ 724,799	\$ 714,600				
EBITDA (Annualized) ⁷	150,370	157,492				
Net Debt/EBITDA - Core Portfolio	4.8x	4.5x				
Debt ⁴	\$ 998,915	\$ 984,773				
EBITDA (Annualized) ⁷	169,626	170,768				
Debt/EBITDA - Core Portfolio and Funds	5.9x	5.8x				
Debt ⁶	\$ 971,635	\$ 955,062				
EBITDA (Annualized) ⁷	169,626	170,768				
Net Debt/EBITDA - Core Portfolio and Funds	5.7x	5.6x				

1. Quarterly results are unaudited, although they reflect all adjustments, which in the opinion of management, are necessary for a fair presentation of operating results for the interim periods. The coverage ratios include the Company's pro-rata share of FFO, AFFO, EBITDA, interest expense and principal amortization related to both the Company's consolidated and unconsolidated investments in joint ventures.
2. See [EBITDA](#) page in this Supplemental Report for a reconciliation of EBITDA to Net Income attributable to Acadia.
3. Represents preferred distributions on Preferred Operating partnership Units.
4. Includes the Company's pro-rata share of consolidated and unconsolidated joint venture debt.
5. Reflects debt net of the current Core Portfolio cash balance at end of period.
6. Reflects debt net of the current Core Portfolio and pro-rata share of the Funds cash balance at end of period.
7. Annualized EBITDA is adjusted to include the amount of net Promote income to be earned during 2017:

Reconciliation of EBITDA to Adjusted EBITDA

Core EBITDA as reported	\$ 37,750
Less promote for quarter	<u>(402)</u>
Adjusted Core EBITDA	37,348
Annualized	149,392
Add: Annualized net Promote	<u>978</u>
Adjusted Annualized Core EBITDA	150,370
Add in Funds	<u>19,256</u>
Adjusted Annualized EBITDA Core and Funds	<u>\$ 169,626</u>

Portfolio Debt - Summary

(in thousands)

	Acadia Pro-Rata Share of Debt ²						Reconciliation to Consolidated Debt as Reported			
	Core Portfolio		Funds		Total		Add: Noncontrolling Interest Share of Debt ³	Less: Pro-rata Share of Unconsolidated Debt ⁴	Acadia Consolidated Debt as Reported	
	Principal Balance	Interest Rate	Principal Balance	Interest Rate	Principal Balance	Interest Rate				
Unsecured Debt										
Fixed-Rate Debt ¹	\$ 273,541	3.0%	\$ —	n/a	\$ 273,541	3.0%	27%	\$ —	\$ —	\$ 273,541
Variable-Rate Debt	85,459	2.6%	44,375	3.1%	129,834	2.8%	13%	155,245	—	285,079
							40%			
Mortgage and Other Notes Payable										
Fixed-Rate Debt ¹	339,994	4.2%	85,749	4.1%	425,743	4.1%	43%	277,109	(116,643)	586,209
Variable-Rate Debt	42,079	2.9%	127,718	3.9%	169,797	3.7%	17%	350,578	(46,033)	474,342
							60%			
Total	\$ 741,073	3.5%	\$ 257,842	3.8%	\$ 998,915	3.6%	100%	\$ 782,932	\$ (162,676)	1,619,171
Unamortized premium										881
Unamortized loan costs										(17,205)
Total										\$ 1,602,847

1. Fixed-rate debt includes notional principal fixed through swap transactions.
2. Represents the Company's pro-rata share of debt based on its percent ownership.
3. Represents the noncontrolling interest pro-rata share of consolidated partnership debt based on its percent ownership.
4. Represents the Company's pro-rata share of unconsolidated partnership debt based on its percent ownership.

Portfolio Debt - Detail

(in thousands)

Property	Principal Balance at	Acadia's Pro-rata Share		Interest	Maturity	Extension	
	September 30, 2017	Percent	Amount	Rate	Date	Options	
CORE PORTFOLIO							
Fixed-Rate Debt							
Brandywine ²	\$ 26,250	22.22%	\$ 5,833	6.00%	7/1/2016	None	
163 Highland Avenue	9,175	100.00%	9,175	4.66%	2/1/2024	None	
Crossroads Shopping Center	67,500	49.00%	33,075	3.94%	10/6/2024	None	
555 9th Street	60,000	100.00%	60,000	3.99%	1/1/2025	None	
840 N. Michigan	73,500	88.43%	64,996	4.36%	2/10/2025	None	
Georgetown Portfolio (2008 Investment)	16,986	50.00%	8,493	4.72%	12/10/2027	None	
State & Washington	25,104	100.00%	25,104	4.40%	9/5/2028	None	
239 Greenwich Avenue	27,000	75.00%	20,250	3.88%	1/10/2029	None	
North & Kingsbury	13,023	100.00%	13,023	4.01%	11/5/2029	None	
151 North State Street	14,251	100.00%	14,251	4.03%	12/1/2029	None	
Concord & Milwaukee	2,820	100.00%	2,820	4.40%	6/1/2030	None	
California & Armitage	2,635	100.00%	2,635	5.89%	4/15/2035	None	
Unsecured interest rate swaps ¹	273,541	100.00%	273,541	3.01%	Various		
Secured interest rate swaps ¹	80,491	99.81%	80,339	3.94%	Various		
Sub-Total Fixed-Rate Debt	692,276		613,535	3.65%			
Secured Variable-Rate Debt							
664 N. Michigan	40,899	100.00%	40,899	LIBOR+165	6/28/2018	1 x 60 mos.	
4401 N. White Plains Road	5,780	100.00%	5,780	LIBOR+190	9/1/2022	None	
28 Jericho Turnpike	14,522	100.00%	14,522	LIBOR+190	1/23/2023	None	
60 Orange Street	7,585	98.00%	7,433	LIBOR+175	4/3/2023	None	
Gotham Plaza	20,569	49.00%	10,079	LIBOR+160	6/10/2023	None	
Georgetown Portfolio (2016 Investment)	160,000	20.00%	32,000	LIBOR+170	8/1/2023	None	
330-340 River Street	11,705	100.00%	11,705	LIBOR+170	6/1/2026	None	
Secured interest rate swaps ¹	(80,491)	99.81%	(80,339)	LIBOR+271			
Unsecured Variable-Rate Debt							
Unsecured Line of Credit ³	59,000	100.00%	59,000	LIBOR+140	6/27/2020	2 x 6 mos.	
Unsecured Term Loan	50,000	100.00%	50,000	LIBOR+130	7/2/2020	None	
Unsecured Term Loan	50,000	100.00%	50,000	LIBOR+130	1/4/2021	None	
Unsecured Term Loan	150,000	100.00%	150,000	LIBOR+130	6/27/2021	None	
Unsecured Term Loan	50,000	100.00%	50,000	LIBOR+160	12/18/2022	None	
Unsecured interest rate swaps ¹	(273,541)	100.00%	(273,541)	LIBOR+178			
Sub-Total Variable-Rate Debt	266,028		127,538	LIBOR+147			
Total Debt - Core Portfolio	\$ 958,304		\$ 741,073	3.49%			
Funds							
Fixed-Rate Debt							
CityPoint ⁴	Fund II	\$ 19,000	25.39%	\$ 4,824	1.25%	12/23/2017	None
CityPoint ^{4,5}	Fund II	5,262	26.67%	1,403	1.00%	8/23/2019	None
CityPoint ⁴	Fund II	200,000	26.67%	53,341	4.75%	5/29/2020	None
1964 Union Street ⁴	Fund IV	1,463	20.80%	304	3.80%	10/1/2025	None
2207 Fillmore Street ⁴	Fund IV	1,120	20.80%	233	4.50%	10/31/2025	None
2208-2216 Fillmore Street ⁴	Fund IV	5,606	20.80%	1,166	3.40%	6/1/2026	None
1861 Union Street ⁴	Fund IV	2,315	20.80%	482	3.40%	6/1/2026	None
Interest rate swaps ¹	Funds II & IV	100,773	23.81%	23,996	3.45%	Various	
Sub-Total Fixed-Rate Debt		335,539		85,749	4.10%		

Portfolio Debt - Detail

(in thousands)

Property		Principal Balance at September 30, 2017	Acadia's Pro-rata Share		Interest Rate	Maturity Date	Extension Options
			Percent	Amount			
Variable-Rate Debt							
Acadia Strategic Opportunity IV LLC	Fund IV	34,500	23.12%	7,976	LIBOR+275	10/11/2017	None
210 Bowery	Fund IV	10,800	23.12%	2,497	LIBOR+275	10/15/2017	1 x 12 mos.
Promenade at Manassas ⁴	Fund IV	25,000	22.78%	5,696	LIBOR+170	11/19/2017	1 x 12 mos.
CityPoint ⁴	Fund II	62,000	25.39%	15,742	SIFMA+160	12/23/2017	None
Acadia Strategic Opportunity IV LLC	Fund IV	20,420	23.12%	4,721	LIBOR+165	12/31/2017	None
654 Broadway	Fund III	4,968	39.63%	1,969	LIBOR+170	3/1/2018	1 x 12 mos.
230/240 W. Broughton	Fund IV	10,210	11.56%	1,180	LIBOR+300	5/1/2018	None
Nostrand Avenue	Fund III	10,747	39.63%	4,259	LIBOR+265	5/1/2018	2 x 12 mos.
Sherman Plaza	Fund II	14,250	28.07%	4,001	LIBOR+325	7/1/2018	1 x 12 mos.
1151 Third Avenue	Fund IV	12,481	23.12%	2,886	LIBOR+175	12/3/2018	2 x 12 mos.
Paramus Plaza ⁴	Fund IV	18,594	11.56%	2,149	LIBOR+170	2/20/2019	None
Lake Montclair	Fund IV	14,202	23.12%	3,284	LIBOR+215	5/1/2019	None
146 Geary Street	Fund IV	27,700	23.12%	6,404	LIBOR+340	7/14/2019	2 x 12 mos.
938 W. North Avenue	Fund IV	14,100	23.12%	3,260	LIBOR+265	9/1/2019	1 x 12 mos.
Broughton Street Portfolio	Fund IV	30,000	23.12%	6,936	LIBOR+300	11/8/2019	1 x 12 mos.
161st Street ⁴	Fund II	49,826	28.07%	13,988	LIBOR+250	12/2/2019	2 x 12 mos.
717 N. Michigan Avenue	Fund IV	63,900	23.12%	14,774	LIBOR+395	12/9/2019	2 x 12 mos.
640 Broadway ⁴	Fund III	49,470	25.02%	12,375	LIBOR+465	1/9/2020	2 x 12 mos.
Wake Forest Crossing	Fund IV	24,000	23.12%	5,549	LIBOR+160	2/14/2020	2 x 12 mos.
Lincoln Place	Fund IV	23,100	23.12%	5,341	LIBOR+185	3/13/2020	None
650 Bald Hill Road	Fund IV	9,757	20.81%	2,030	LIBOR+265	4/27/2020	None
Subscription Line	Fund V	113,200	20.10%	22,753	LIBOR+160	5/4/2020	None
Eden Square ⁴	Fund IV	22,500	22.78%	5,127	LIBOR+200	6/1/2020	1 x 12 mos.
17 E. 71st Street	Fund IV	19,000	23.12%	4,393	LIBOR+190	6/9/2020	None
Cortlandt Crossing ⁷	Fund III	—	39.63%	—	LIBOR+300	6/19/2020	None
Acadia Strategic Opportunity Fund II, LLC	Fund II	31,500	28.33%	8,925	LIBOR+165	9/20/2020	2 x 12 mos.
1035 Third Avenue	Fund IV	41,499	23.12%	9,595	LIBOR+235	1/27/2021	None
Restaurants at Fort Point	Fund IV	6,481	23.12%	1,498	LIBOR+235	8/25/2021	None
3104 M Street ^{4,6}	Fund III	4,447	31.70%	1,410	Prime+50	12/10/2021	None
Airport Mall	Fund IV	5,646	23.12%	1,305	LIBOR+200	4/1/2022	None
Colonie Plaza	Fund IV	11,890	23.12%	2,749	LIBOR+225	4/1/2022	None
Dauphin Plaza	Fund IV	10,331	23.12%	2,389	LIBOR+200	4/1/2022	None
JFK Plaza	Fund IV	4,517	23.12%	1,044	LIBOR+200	4/1/2022	None
Shaw's Plaza	Fund IV	8,083	23.12%	1,869	LIBOR+200	4/1/2022	None
Wells Plaza	Fund IV	3,388	23.12%	783	LIBOR+200	4/1/2022	None
CityPoint ⁴	Fund II	19,616	26.67%	5,232	LIBOR+139	10/1/2030	None
Interest rate swaps ¹	Funds II & IV	(100,773)	23.81%	(23,996)	LIBOR+222		
Sub-Total Variable-Rate Debt		731,350		172,093	LIBOR+245		
Total Debt - Funds		\$ 1,066,889		\$ 257,842	3.82%		
Total Debt - Core Portfolio and Funds		\$ 2,025,193		\$ 998,915	3.58%		

- The Company has hedged a portion of its variable-rate debt with variable to fixed-rate swap agreements.
- This loan is in default as of September 30, 2017 and is accruing interest for accounting purposes at the default rate of 11%.
- This is an unsecured revolving facility which has a current capacity up to \$150,000 and can be increased to \$300,000. The interest rate will vary based on levels of leverage. As of September 30, 2017, the interest rate is LIBOR + 140 basis points.
- Acadia's interest in this Fund debt is also reflected net of other JV interests at the investment level.
- This loan was made in connection with the New Markets Tax Credit and contains a borrower option to purchase the loan for one dollar at the end of the term.
- Bears interest at the greater of 4% or the Prime Rate plus 50 basis points.
- No amounts were drawn on this construction loan as of September 30, 2017.

Future Debt Maturities ¹

(in thousands)

Core Portfolio

Year	Total Debt Maturities			Acadia's Pro-rata Share			Weighted Average Interest Rate		
	Scheduled Amortization	Maturities	Total	Scheduled Amortization	Maturities	Total	Total Debt	Fixed-Rate Debt	Variable-Rate Debt
2017 (Remainder)	\$ 1,475	\$ 26,250	\$ 27,725	\$ 1,218	\$ 5,833	\$ 7,051	6.00%	6.00%	n/a
2018	5,259	40,058	45,317	4,215	40,058	44,273	2.88%	n/a	2.88%
2019	5,349	—	5,349	4,153	—	4,153	n/a	n/a	n/a
2020	5,592	109,000	114,592	4,344	109,000	113,344	2.59%	n/a	2.59%
2021	5,837	200,000	205,837	4,532	200,000	204,532	2.53%	n/a	2.53%
Thereafter	29,478	530,006	559,484	24,601	343,119	367,720	3.72%	4.17%	2.91%
Total	\$ 52,990	\$ 905,314	\$ 958,304	\$ 43,063	\$ 698,010	\$ 741,073			

Funds

Year	Total Debt Maturities			Acadia's Pro-rata Share			Weighted Average Interest Rate		
	Scheduled Amortization	Maturities	Total	Scheduled Amortization	Maturities	Total	Total Debt	Fixed-Rate Debt	Variable-Rate Debt
2017 (Remainder)	\$ 764	\$ 171,719	\$ 172,483	\$ 202	\$ 41,457	\$ 41,659	2.60%	1.25%	2.78%
2018	2,794	52,453	55,247	627	14,214	14,841	3.79%	n/a	3.79%
2019	2,761	222,543	225,304	642	52,000	52,642	4.03%	1.00%	4.11%
2020	4,607	489,071	493,678	1,019	119,089	120,108	4.00%	4.75%	3.47%
2021	1,472	50,050	51,522	351	11,953	12,304	3.72%	n/a	3.72%
Thereafter	595	68,060	68,655	148	16,140	16,288	3.13%	3.57%	3.07%
Total	\$ 12,993	\$ 1,053,896	\$ 1,066,889	\$ 2,989	\$ 254,853	\$ 257,842			

1. Does not include any applicable extension options.

Core Portfolio Retail Properties - Detail ¹

Property	Key Tenants	Year Acquired	Acadia's Interest	Gross Leasable Area (GLA)				In Place Occupancy				Leased		
				Street	Anchors	Shops	Total	Street	Anchors	Shops	Total	Occupancy Total	Annualized Base Rent Total	Annualized Base Rent PSF Total
STREET AND URBAN RETAIL														
Chicago Metro														
664 N. Michigan Avenue	Tommy Bahama, Ann Taylor Loft	2013	100.0%	18,141	—	—	18,141	100.0%	—%	—%	100.0%	100.0%	\$ 4,597,909	\$ 253.45
840 N. Michigan Avenue	H & M, Verizon Wireless	2014	88.4%	87,135	—	—	87,135	100.0%	—%	—%	100.0%	100.0%	7,673,433	88.06
Rush and Walton Streets Collection - 5 properties	Lululemon, BHLDN, Marc Jacobs	2011/12	100.0%	32,501	—	—	32,501	85.3%	—%	—%	85.3%	85.3%	5,791,370	208.90
651-671 West Diversey	Trader Joe's, Urban Outfitters	2011	100.0%	46,259	—	—	46,259	100.0%	—%	—%	100.0%	100.0%	2,008,816	43.43
Clark Street and W. Diversey Collection - 3 properties	Ann Taylor, Akira	2011/12	100.0%	23,531	—	—	23,531	91.3%	—%	—%	91.3%	91.3%	1,237,831	57.62
Halsted and Armitage Collection - 9 properties	Club Monaco	2011/12	100.0%	44,658	—	—	44,658	76.7%	—%	—%	76.7%	76.7%	1,235,966	36.08
North Lincoln Park Chicago Collection - 6 properties	Forever 21, Aldo, Carhart	2011/14	100.0%	22,125	—	28,836	50,961	100.0%	—%	73.5%	85.0%	85.0%	1,733,715	40.02
State and Washington	H & M, Nordstrom Rack	2016	100.0%	78,819	—	—	78,819	100.0%	—%	—%	100.0%	100.0%	2,969,482	37.67
151 N. State Street	Walgreens	2016	100.0%	27,385	—	—	27,385	100.0%	—%	—%	100.0%	100.0%	1,430,000	52.22
North and Kingsbury	Old Navy, Pier 1 Imports	2016	100.0%	41,700	—	—	41,700	100.0%	—%	—%	100.0%	100.0%	1,601,752	38.41
Concord and Milwaukee	—	2016	100.0%	13,105	—	—	13,105	87.8%	—%	—%	87.8%	87.8%	355,976	30.94
California and Armitage	—	2016	100.0%	—	—	18,275	18,275	—%	—%	70.6%	70.6%	70.6%	611,130	47.37
Roosevelt Galleria	Petco, Vitamin Shoppe	2015	100.0%	—	—	37,995	37,995	—%	—%	63.4%	63.4%	63.4%	701,982	29.14
Sullivan Center	Target, DSW	2016	100.0%	176,181	—	—	176,181	98.6%	—%	—%	98.6%	98.6%	6,432,369	37.03
				611,540	—	85,106	696,646	96.5%	—%	68.4%	93.1%	93.1%	38,381,731	59.18
New York Metro														
83 Spring Street	Paper Source	2012	100.0%	3,000	—	—	3,000	100.0%	—%	—%	100.0%	100.0%	686,272	228.76
152-154 Spring Street	—	2014	100.0%	2,936	—	—	2,936	100.0%	—%	—%	100.0%	100.0%	2,344,250	798.45
15 Mercer Street	3 X 1 Denim	2011	100.0%	3,375	—	—	3,375	100.0%	—%	—%	100.0%	100.0%	444,187	131.61
5-7 East 17th Street	Union Fare	2008	100.0%	11,467	—	—	11,467	100.0%	—%	—%	100.0%	100.0%	1,300,014	113.37
200 West 54th Street	Stage Coach Tavern	2007	100.0%	5,777	—	—	5,777	77.8%	—%	—%	77.8%	77.8%	1,941,814	432.04
61 Main Street	—	2014	100.0%	3,400	—	—	3,400	—%	—%	—%	—%	—%	—	—
181 Main Street	TD Bank	2012	100.0%	11,350	—	—	11,350	100.0%	—%	—%	100.0%	100.0%	870,274	76.68
4401 White Plains Road	Walgreens	2011	100.0%	—	12,964	—	12,964	—%	100.0%	—%	100.0%	100.0%	625,000	48.21
Bartow Avenue	Mattress Firm	2005	100.0%	—	—	14,590	14,590	—%	—%	100.0%	100.0%	100.0%	485,495	33.28
239 Greenwich Avenue	Betteridge Jewelers	1998	75.0%	16,553	—	—	16,553	100.0%	—%	—%	100.0%	100.0%	1,546,912	93.45
252-256 Greenwich Avenue	Madewell, Calypso, Jack Wills	2014	100.0%	7,986	—	—	7,986	100.0%	—%	—%	100.0%	100.0%	1,347,655	168.75
2914 Third Avenue	Planet Fitness	2006	100.0%	—	21,650	18,670	40,320	—%	100.0%	100.0%	100.0%	100.0%	963,001	23.88
868 Broadway	Dr. Martens	2013	100.0%	2,031	—	—	2,031	100.0%	—%	—%	100.0%	100.0%	745,315	366.97
313-315 Bowery ²	John Varvatos, Patagonia	2013	100.0%	6,600	—	—	6,600	100.0%	—%	—%	100.0%	100.0%	479,160	72.60
120 West Broadway	HSBC Bank, Citibank	2013	100.0%	13,838	—	—	13,838	100.0%	—%	—%	100.0%	100.0%	2,255,814	163.02
131-135 Prince Street	Folli Follie, Uno De 50	2014	100.0%	3,200	—	—	3,200	100.0%	—%	—%	100.0%	100.0%	1,332,456	416.39
2520 Flatbush Avenue	Bob's Discount Furniture, Capital One	2014	100.0%	—	—	29,114	29,114	—%	—%	100.0%	100.0%	100.0%	1,064,374	36.56
991 Madison Avenue	Vera Wang, Perrin Paris	2016	100.0%	7,513	—	—	7,513	65.6%	—%	—%	65.6%	65.6%	1,553,292	315.16
Shops at Grand	Stop & Shop (Ahold)	2014	100.0%	—	52,336	47,639	99,975	—%	100.0%	93.7%	97.0%	97.0%	2,980,556	30.74
Gotham Plaza	Bank of America, Children's Place	2016	49.0%	—	—	26,182	26,182	—%	—%	80.9%	80.9%	80.9%	1,169,835	55.23
				99,026	86,950	136,195	322,171	92.7%	100.0%	94.1%	95.3%	95.3%	24,135,676	78.61
San Francisco Metro														
City Center	City Target, Best Buy	2015	100.0%	—	174,311	30,337	204,648	—%	100.0%	87.3%	98.1%	98.1%	7,759,488	38.65
555 9th Street	Bed, Bath & Beyond, Nordstrom Rack	2016	100.0%	—	119,862	28,970	148,832	—%	100.0%	100.0%	100.0%	100.0%	6,104,504	41.02
				—	294,173	59,307	353,480	—%	100.0%	93.5%	98.9%	98.9%	13,863,992	39.66

Core Portfolio Retail Properties - Detail ¹

Property	Key Tenants	Year Acquired	Acadia's Interest	Gross Leasable Area (GLA)				In Place Occupancy				Leased		
				Street	Anchors	Shops	Total	Street	Anchors	Shops	Total	Occupancy	Annualized Base Rent Total	Annualized Base Rent PSF Total
District of Columbia Metro														
1739-53 & 1801-03 Connecticut Avenue	Ruth Chris Steakhouse, TD Bank	2012	100.0%	20,669	—	—	20,669	100.0%	—%	—%	100.0%	100.0%	1,262,316	61.07
Rhode Island Place Shopping Center	Ross Dress for Less	2012	100.0%	—	24,996	32,533	57,529	—%	—%	80.7%	45.6%	93.4%	1,246,065	47.50
M Street and Wisconsin Corridor - 25 Properties ²	Lululemon, North Face, Coach	2011/16	25.4%	241,182	—	—	241,182	89.7%	—%	—%	89.7%	89.7%	15,392,664	71.15
				261,851	24,996	32,533	319,380	90.5%	—%	80.7%	82.4%	91.0%	17,901,045	68.02
Boston Metro														
330-340 River Street	Whole Foods	2012	100.0%	—	40,800	13,426	54,226	—%	100.0%	100.0%	100.0%	100.0%	1,200,045	22.13
165 Newbury Street	Starbucks	2016	100.0%	1,050	—	—	1,050	100.0%	—%	—%	100.0%	100.0%	254,153	242.05
				1,050	40,800	13,426	55,276	100.0%	100.0%	100.0%	100.0%	100.0%	1,454,198	26.31
Total Street and Urban Retail				973,467	446,919	326,567	1,746,953	94.5%	94.4%	86.2%	92.9%	94.5%	\$ 95,736,642	\$ 58.99
Acadia Share Total Street and Urban Retail				779,324	449,849	313,214	1,539,457	95.5%	93.8%	86.4%	93.4%	95.1%	\$ 82,559,152	\$ 57.42
SUBURBAN PROPERTIES														
New Jersey														
Elmwood Park Shopping Center	Walgreens, Acme	1998	100.0%	—	62,610	81,300	143,910	—%	100.0%	95.0%	97.2%	97.2%	\$ 3,857,681	\$ 27.58
Marketplace of Absecon	Rite Aid, Dollar Tree	1998	100.0%	—	46,724	57,832	104,556	—%	100.0%	82.4%	90.3%	90.3%	1,362,152	14.43
60 Orange Street	Home Depot	2012	98.0%	—	101,715	—	101,715	—%	100.0%	—%	100.0%	100.0%	695,000	6.83
New York														
Village Commons Shopping Center	—	1998	100.0%	—	—	87,128	87,128	—%	—%	91.1%	91.1%	91.1%	2,585,174	32.57
Branch Plaza	LA Fitness, The Fresh Market	1998	100.0%	—	76,264	47,114	123,378	—%	100.0%	77.5%	91.4%	92.2%	2,885,905	25.59
Amboy Center	Stop & Shop (Ahold)	2005	100.0%	—	37,266	26,024	63,290	—%	100.0%	100.0%	100.0%	100.0%	2,069,138	32.69
Pacesetter Park Shopping Center	Stop & Shop (Ahold)	1999	100.0%	—	52,052	45,754	97,806	—%	100.0%	100.0%	100.0%	100.0%	1,337,992	13.68
LA Fitness	LA Fitness	2007	100.0%	—	55,000	—	55,000	—%	100.0%	—%	100.0%	100.0%	1,485,287	27.01
Crossroads Shopping Center	Home Goods, PetSmart, Kmart, DSW	1998	49.0%	—	202,727	109,231	311,958	—%	100.0%	82.0%	93.7%	94.6%	6,673,662	22.83
New Loudon Center	Price Chopper, Marshalls	1993	100.0%	—	251,058	4,615	255,673	—%	100.0%	100.0%	100.0%	100.0%	2,149,907	8.41
28 Jericho Turnpike	Kohl's	2012	100.0%	—	96,363	—	96,363	—%	100.0%	—%	100.0%	100.0%	1,815,000	18.84
Bedford Green	Shop Rite, CVS	2014	100.0%	—	37,981	52,608	90,589	—%	100.0%	74.0%	84.9%	84.9%	2,494,665	32.44
Connecticut														
Town Line Plaza ⁴	Wal-Mart, Stop & Shop (Ahold)	1998	100.0%	—	163,159	43,187	206,346	—%	100.0%	93.6%	98.7%	98.7%	1,754,129	16.30
Massachusetts														
Methuen Shopping Center	Wal-Mart, Market Basket	1998	100.0%	—	120,004	10,017	130,021	—%	100.0%	100.0%	100.0%	100.0%	1,360,858	10.47
Crescent Plaza	Home Depot, Shaw's (Supervalu)	1993	100.0%	—	156,985	61,163	218,148	—%	100.0%	67.7%	90.9%	90.9%	1,764,520	8.90
201 Needham Street	Michael's	2014	100.0%	—	20,409	—	20,409	—%	100.0%	—%	100.0%	100.0%	591,861	29.00
163 Highland Avenue	Staples, Petco	2015	100.0%	—	40,505	—	40,505	—%	100.0%	—%	100.0%	100.0%	1,311,747	32.38
Vermont														
The Gateway Shopping Center	Shaw's (Supervalu)	1999	100.0%	—	73,184	28,471	101,655	—%	100.0%	89.4%	97.0%	100.0%	2,013,724	20.42
Illinois														
Hobson West Plaza	Garden Fresh Markets	1998	100.0%	—	51,692	47,445	99,137	—%	100.0%	67.5%	84.4%	84.4%	895,698	10.70
Indiana														
Merrillville Plaza	Jo-Ann Fabrics, TJ Maxx	1998	100.0%	—	123,220	112,867	236,087	—%	100.0%	93.4%	96.8%	96.8%	3,346,184	14.64
Michigan														
Bloomfield Town Square	Best Buy, Home Goods, TJ Maxx, Dick's Sporting Goods	1998	100.0%	—	153,839	81,947	235,786	—%	100.0%	69.2%	89.3%	89.3%	3,198,577	15.19

Core Portfolio Retail Properties - Detail ¹

Property	Key Tenants	Year Acquired	Acadia's Interest	Gross Leasable Area (GLA)				In Place Occupancy				Leased Occupancy		Annualized Base Rent Total	Annualized Base Rent PSF Total
				Street	Anchors	Shops	Total	Street	Anchors	Shops	Total	Total			
Ohio															
Mad River Station	Babies 'R' Us	1999	100.0%	—	58,185	65,150	123,335	—%	100.0%	56.7%	77.1%	82.7%	1,251,245	13.16	
Delaware															
Brandywine Town Center	Lowes, Bed Bath & Beyond, Target, Dick's Sporting Goods	2003	22.2%	—	775,803	48,608	824,411	—%	89.1%	80.0%	88.6%	89.3%	11,939,860	16.35	
Market Square Shopping Center	Trader Joe's, TJ Maxx	2003	61.1%	—	42,850	59,197	102,047	—%	100.0%	100.0%	100.0%	100.0%	3,032,180	29.71	
Naamans Road	—	2006	100.0%	—	—	19,984	19,984	—%	—%	29.9%	29.9%	29.9%	433,785	72.60	
Pennsylvania															
Mark Plaza	Kmart	1993	100.0%	—	104,956	1,900	106,856	—%	100.0%	100.0%	100.0%	100.0%	244,279	2.29	
Plaza 422	Home Depot	1993	100.0%	—	139,968	16,311	156,279	—%	100.0%	100.0%	100.0%	100.0%	850,978	5.45	
Route 6 Plaza	Kmart	1994	100.0%	—	146,568	29,021	175,589	—%	100.0%	100.0%	100.0%	100.0%	1,324,488	7.54	
Chestnut Hill	—	2006	100.0%	—	—	37,646	37,646	—%	—%	100.0%	100.0%	100.0%	940,139	24.97	
Abington Towne Center ⁵	Target, TJ Maxx	1998	100.0%	—	184,616	31,662	216,278	—%	100.0%	70.4%	95.7%	95.7%	1,011,141	18.01	
Total Suburban Properties					—	3,375,703	1,206,182	4,581,885	—%	97.5%	83.4%	93.8%	94.2%	\$ 66,676,956	\$ 16.43
Acadia Share Total Suburban Properties					—	2,650,035	1,089,630	3,739,664	—%	99.3%	83.2%	94.6%	95.0%	\$ 52,790,759	\$ 16.01
TOTAL CORE PROPERTIES					973,467	3,822,622	1,532,749	6,328,838	94.5%	97.1%	84.0%	93.6%	94.3%	\$ 162,413,598	\$ 28.57
Acadia Share Total Core Properties					779,324	3,099,884	1,402,844	5,279,121	95.5%	98.5%	83.9%	94.2%	95.0%	\$ 135,349,911	\$ 28.60

1. The above occupancy and rent amounts do not include space which is currently leased, other than "leased occupancy", but for which rent payment has not yet commenced. Residential and office GLA is excluded.
2. Represents the annual base rent paid to Acadia pursuant to a master lessee and does not reflect the rent paid by the retail tenants at the property.
3. Excludes 94,000 of office GLA.
4. 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.
5. Anchor GLA includes a 157,616 square foot Target store which is not owned by the Company. This square footage has been excluded for calculating annualized base rent per square foot.

Core Portfolio Top Tenants - Ranked by Annual Base Rent (ABR) ¹

Tenant	Number of Stores in Core Portfolio	Pro-Rata			
		Combined		Percentage of Total	
		GLA	ABR	GLA	ABR
Target	3	302,586	\$ 6,979,002	5.7%	5.2%
H & M	2	81,246	5,309,815	1.5%	3.9%
Royal Ahold ²	4	207,513	3,653,227	3.9%	2.7%
Walgreens	5	78,254	3,598,966	1.5%	2.7%
Best Buy	2	86,686	3,594,913	1.6%	2.7%
Nordstrom, Inc.	2	88,982	3,339,492	1.7%	2.5%
Albertsons Companies ³	3	171,182	3,154,331	3.2%	2.3%
Ascena Retail Group ⁴	5	23,233	2,566,755	0.4%	1.9%
LA Fitness International LLC	2	100,000	2,430,287	1.9%	1.8%
Bed, Bath, and Beyond ⁵	3	95,448	2,387,812	1.8%	1.8%
Lululemon	3	7,533	2,268,281	0.1%	1.7%
Trader Joe's	3	32,351	1,990,455	0.6%	1.5%
Home Depot	3	312,718	1,893,791	5.9%	1.4%
TJX Companies ⁶	7	184,202	1,737,451	3.5%	1.3%
Gap	3	28,643	1,501,004	0.5%	1.1%
Kate Spade	2	4,250	1,463,174	0.1%	1.1%
JP Morgan Chase	7	28,715	1,405,144	0.5%	1.0%
Ulta Salon Cosmetic & Fragrance	3	31,497	1,395,401	0.6%	1.0%
DSW	2	35,842	1,318,894	0.7%	1.0%
Mattress Firm	9	39,936	1,242,050	0.8%	0.9%
TOTAL	73	1,940,817	\$ 53,230,245	36.8%	39.3%

1. Does not include tenants that operate at only one Acadia Core location

2. Stop and Shop (4 locations)

3. Shaw's (2 locations), Acme (1 location)

4. Ann Taylor Loft (2 locations), Catherine's (1 location), Dress Barn (1 location), Lane Bryant (1 location)

5. Bed Bath and Beyond (2 locations), Christmas Tree Shops (1 location)

6. TJ Maxx (4 locations), Marshalls (1 location), HomeGoods (2 locations)

Core Portfolio Lease Expirations

Year	Street Tenants					Anchor Tenants					Shop Tenants					Total Tenants				
	GLA			ABR		GLA			ABR		GLA			ABR		GLA			ABR	
	Leases Expiring	Expiring SF	Percent of Total	Percent PSF	Percent of Total	Leases Expiring	Expiring SF	Percent of Total	Percent PSF	Percent of Total	Leases Expiring	Expiring SF	Percent of Total	Percent PSF	Percent of Total	Leases Expiring	Expiring SF	Percent of Total	Percent PSF	Percent of Total
M to M ¹	—	—	—%	\$ —	—%	—	—	—%	\$ —	—%	4	17,844	1.4%	\$ 13.53	0.6%	4	17,844	0.4%	\$ 13.53	0.1%
2017	3	9,409	1.0%	84.51	1.1%	—	—	—%	—	—%	8	20,328	1.6%	29.00	1.5%	11	29,737	2.9%	46.57	0.9%
2018	6	22,755	2.5%	89.24	2.9%	8	463,370	13.4%	18.92	16.5%	53	169,614	13.2%	30.03	13.0%	67	655,739	10.1%	24.24	9.8%
2019	11	65,482	7.1%	59.94	5.6%	9	363,457	10.5%	10.11	6.9%	35	113,490	8.8%	27.43	7.9%	55	542,429	9.7%	19.75	6.6%
2020	14	47,751	5.2%	101.03	6.9%	8	451,178	13.0%	12.51	10.6%	34	103,614	8.1%	27.77	7.3%	56	602,543	10.8%	22.15	8.2%
2021	23	131,030	14.2%	57.76	10.8%	14	599,685	17.3%	14.52	16.4%	41	172,637	13.4%	24.35	10.7%	78	903,352	15.7%	22.67	12.6%
2022	12	62,923	6.8%	82.04	7.4%	6	296,390	8.6%	12.88	7.2%	38	141,134	11.0%	31.77	11.4%	56	500,447	8.4%	26.90	8.3%
2023	12	164,577	17.9%	65.89	15.5%	7	254,795	7.4%	17.03	8.2%	19	93,926	7.3%	29.68	7.1%	38	513,298	6.9%	35.01	11.1%
2024	13	94,855	10.3%	82.50	11.2%	7	330,390	9.6%	20.41	12.7%	24	114,259	8.9%	31.28	9.1%	44	539,504	9.4%	33.63	11.2%
2025	11	47,816	5.2%	133.53	9.1%	6	178,571	5.2%	18.57	6.2%	24	79,893	6.2%	38.60	7.9%	41	306,280	5.3%	41.74	7.9%
2026	11	46,392	5.0%	80.16	5.3%	2	32,570	0.9%	17.71	1.1%	17	75,166	5.8%	30.95	5.9%	30	154,128	2.6%	42.96	4.1%
Thereafter	17	227,184	24.8%	75.01	24.2%	9	487,938	14.1%	15.32	14.2%	31	184,799	14.3%	37.10	17.6%	57	899,921	17.8%	34.86	19.2%
Total	133	920,174	100.0%	\$ 76.22	100.0%	76	3,458,344	100.0%	\$ 15.32	100.0%	328	1,286,704	100.0%	\$ 30.47	100.0%	537	5,665,222	100.0%	\$ 28.57	100.0%
Anchor GLA Owned by Tenants	—					254,916					—					254,916				
Total Vacant	53,293					109,362					246,045					408,700				
Total Square Feet	973,467					3,822,622					1,532,749					6,328,838				

1. Leases currently under month to month or in process of renewal

Core Portfolio - New and Renewal Rent Spreads ¹

	Quarter Ended March 31, 2017		Quarter Ended June 30, 2017		Quarter Ended September 30, 2017		Year to Date September 30, 2017	
	GAAP ²	Cash ³	GAAP ²	Cash ³	GAAP ²	Cash ³	GAAP ²	Cash ³
<u>New leases</u>								
Number of new leases executed	4	4	4	4	4	4	12	12
GLA	8,121	8,121	15,969	15,969	31,722	31,722	55,812	55,812
New base rent	\$149.48	\$139.58	\$27.27	\$26.79	\$19.61	\$18.57	\$40.70	\$38.53
Previous base rent	\$124.63	\$136.13	\$24.48	\$24.81	\$17.12	\$17.18	\$34.87	\$36.67
Average cost per square foot	\$123.79	\$123.79	\$63.69	\$63.69	\$21.24	\$21.24	\$48.31	\$48.31
Weighted Average Lease Term (years)	9.4	9.4	10.0	10.0	9.8	9.8	9.8	9.8
Percentage growth in base rent	19.9%	2.5%	11.4%	8.0%	14.5%	8.1%	16.7%	5.1%
<u>Renewal leases</u>								
Number of renewal leases executed	15	15	16	16	11	11	42	42
GLA	156,327	156,327	157,478	157,478	29,532	29,532	343,337	343,337
New base rent	\$19.11	\$18.80	\$22.81	\$22.36	\$25.79	\$25.73	\$21.38	\$21.03
Expiring base rent	\$15.73	\$17.34	\$19.83	\$20.38	\$22.65	\$24.32	\$18.21	\$19.33
Average cost per square foot	\$0.24	\$0.24	\$0.00	\$0.00	\$0.31	\$0.31	\$0.14	\$0.14
Weighted Average Lease Term (years)	3.4	3.4	5.4	5.4	3.7	3.7	4.3	4.3
Percentage growth in base rent	21.5%	8.4%	15.0%	9.7%	13.9%	5.8%	17.4%	8.8%
<u>Total new and renewal leases</u>								
Number of new and renewal leases executed	19	19	20	20	15	15	54	54
GLA commencing	164,448	164,448	173,447	173,447	61,254	61,254	399,149	399,149
New base rent	\$25.55	\$24.76	\$23.22	\$22.77	\$22.59	\$22.02	\$24.08	\$23.47
Expiring base rent	\$21.11	\$23.21	\$20.26	\$20.79	\$19.79	\$20.62	\$20.54	\$21.76
Average cost per square foot	\$6.34	\$6.34	\$5.86	\$5.86	\$11.15	\$11.15	\$6.87	\$6.87
Weighted average lease term (years)	3.7	3.7	5.8	5.8	6.9	6.9	5.1	5.1
Percentage growth in base rent	21.0%	6.7%	14.6%	9.5%	14.1%	6.8%	17.2%	7.9%

1. Based on lease execution dates. Does not include leased square footage and costs related to first generation space and the Company's major redevelopment projects; renewal leases include exercised options.
2. Rents are calculated on a straight-line ("GAAP") basis.
3. 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.

Core Portfolio Capital Expenditures

	Quarter Ended March 31, 2017	Quarter Ended June 30, 2017	Quarter Ended September 30, 2017	Year to Date September 30, 2017	Prior Year Ended December 31, 2016
Leasing Commissions	\$ 474	\$ 202	\$ 189	\$ 865	\$ 2,252
Tenant Improvements	1,747	1,622	1,036	4,405	9,477
Capital Expenditures	47	59	1,306	1,412	1,074
Total Capital Expenditures	<u>\$ 2,268</u>	<u>\$ 1,883</u>	<u>\$ 2,531</u>	<u>\$ 6,682</u>	<u>\$ 12,803</u>

Fund Overview

I. KEY METRICS

General Information:

	Fund I	Fund II	Fund III	Fund IV	Fund V	Total
Vintage	Sep-2001	Jun-2004	May-2007	May-2012	Aug-2016	
Fund Size	\$ 90.0 Million	\$ 300.0 Million	\$ 502.5 Million	\$ 540.6 Million	\$ 520.0 Million	\$ 1,953.1 Million
Acadia's Commitment	\$ 20.0 Million	\$ 85.0 Million	\$ 123.3 Million	\$ 125.0 Million	\$ 104.5 Million	\$ 457.8 Million
Acadia's Pro Rata Share	22.2%	28.3%	24.5%	23.1%	20.1%	23.4%
Acadia's Promoted Share ¹	37.8%	42.6%	39.6%	38.5%	36.1%	38.7%
Preferred Return	9.0%	8.0%	6.0%	6.0%	6.0%	6.4%

Current-Quarter, Fund-Level Information:

Cumulative Contributions ²	\$ 86.6 Million	\$ 347.1 Million	\$ 396.7 Million	\$ 390.7 Million	\$ 0.0 Million	\$ 1,221.1 Million
Cumulative Net Distributions ³	\$ 194.5 Million	\$ 131.6 Million	\$ 551.9 Million	\$ 101.9 Million	\$ 0.0 Million	\$ 979.9 Million
Net Distributions/Contributions	224.6%	37.9%	139.1%	26.1%	N/A	80.2%
Unfunded Commitment ⁴	\$0.0 Million	\$0.0 Million	\$ 53.3 Million	\$ 139.3 Million	\$ 520.0 Million	\$ 712.6 Million
Acquisition Dry Powder ⁵	N/A	N/A	N/A	N/A	\$ 466.4 Million	\$ 466.4 Million
Investment Period Closes	Closed	Closed	Closed	Closed	Aug-2019	
Currently in a Promote Position? (Yes/No)	Yes	No	Yes	No	No	

II. FEES & PRIORITY DISTRIBUTIONS EARNED BY ACADIA

Type:	Applicable to	Description
Asset Management ⁶	Fund I, II & III	1.5% of Implied Capital
Asset Management ⁶	Fund IV & V	1.5% of Implied Capital during the investment period, 1.25% of Implied Capital post-investment period
Property Management	All funds	4.0% of gross property revenues
Leasing	All funds	Market-rate leasing commissions
Construction/Project Management	All funds	Market-rate fees
Development	Fund III, IV & V	3.0% of total project costs

- Acadia's "Promoted Share" reflects Acadia's share of fund profits once all partners (including Acadia) have received a return of their cumulative contributions plus their cumulative preferred return. Acadia's Promoted Share equals a 20% promote plus Acadia's pro rata share of the remaining 80%.
- With regard to Fund II, the additional contributions over original Fund Size reflects a prior-period distribution that was re-contributed to the Fund during 2016 to fund the on-going redevelopment of existing Fund II investments.
- Net of fees and promote.
- Unfunded Commitments are set aside to complete leasing and development at existing fund investments, to acquire new identified Fund IV investments and to make new Fund V investments. The Unfunded Commitment will not equal Fund Size less Cumulative Contributions in those instances where certain fund distributions have been marked as recallable or where the fund has released commitments due to, among other reasons, the closing of the fund's investment period or accelerated asset sales.
- Unfunded Commitments available to deploy into new unidentified investments.
- Implied Capital is Fund Size less capital attributed to sold investments or released. Post-investment period, Fund IV Implied Capital also excludes \$50.0 million of general reserves.

Fund Retail Properties - Detail ¹

	Anchors	Year Acquired	Ownership %	Gross Leasable Area				In Place Occupancy				Leased	Annualized	Annualized
				Street	Anchors	Shops	Total	Street	Anchors	Shops	Total	Occupancy	Base Rent	Base Rent
												Total	Total	PSF
Fund II Portfolio Detail														
NEW YORK														
<u>New York</u>														
City Point - Phase I and II	—	2007	94.2%	—	307,049	167,951	475,000	—%	100.0%	19.1%	71.4%	79.9%	\$ 9,068,720	\$ 26.74
161st Street ²	Various New York City & State agencies	2005	99.1%	—	166,005	99,662	265,667	—%	46.8%	61.7%	52.4%	74.3%	4,824,028	34.65
Total - Fund II				—	473,054	267,613	740,667	—%	81.3%	35.0%	64.6%	77.9%	\$ 13,892,748	\$ 29.04
Fund III Portfolio Detail														
NEW YORK														
<u>New York</u>														
654 Broadway	Penguin (Perry Ellis)	2011	100.0%	2,896	—	—	2,896	100.0%	—%	—%	100.0%	100.0%	\$ 601,000	\$ 207.53
640 Broadway	Swatch	2012	63.1%	4,247	—	—	4,247	70.6%	—%	—%	70.6%	70.6%	954,218	318.24
3104 M Street	—	2012	80.0%	—	—	3,608	3,608	—%	—%	—%	—%	—	—	—
Nostrand Avenue	—	2013	100.0%	—	—	42,628	42,628	—%	—%	87.3%	87.3%	93.5%	1,728,270	46.44
Total - Fund III				7,143	—	46,236	53,379	82.5%	—%	80.5%	80.8%	85.7%	\$ 3,283,488	\$ 76.13
Fund IV Portfolio Detail														
NEW YORK														
<u>New York</u>														
1151 Third Avenue	Vineyard Vines	2013	100.0%	13,250	—	—	13,250	100.0%	—%	—%	100.0%	100.0%	\$ 1,793,600	\$ 135.37
17 East 71st Street	The Row	2014	100.0%	8,432	—	—	8,432	100.0%	—%	—%	100.0%	100.0%	1,988,159	235.79
1035 Third Avenue ³	—	2015	100.0%	7,617	—	—	7,617	67.1%	—%	—%	67.1%	67.1%	968,770	189.55
Colonie Plaza	Price Chopper, Big Lots	2016	100.0%	—	96,000	57,483	153,483	—%	100.0%	91.7%	96.9%	96.9%	1,671,420	11.24
<u>New Jersey</u>														
Paramus Plaza	Babies R Us, Ashley Furniture	2013	50.0%	—	64,235	88,274	152,509	—%	61.1%	79.8%	71.9%	88.3%	1,835,118	16.74
BOSTON														
<u>Massachusetts</u>														
Restaurants at Fort Point	—	2016	100.0%	15,711	—	—	15,711	100.0%	—%	—%	100.0%	100.0%	326,305	20.77
NORTHEAST														
<u>Maine</u>														
Airport Mall	Hannaford, Marshalls	2016	100.0%	—	131,042	90,718	221,760	—%	100.0%	73.3%	89.1%	89.1%	1,317,588	6.67
Wells Plaza	Reny's, Dollar Tree	2016	100.0%	—	62,471	27,963	90,434	—%	100.0%	75.5%	92.4%	94.4%	650,143	7.78
Shaw's Plaza (Waterville)	Shaw's	2016	100.0%	—	87,492	31,523	119,015	—%	100.0%	100.0%	100.0%	100.0%	1,407,316	11.82
Shaw's Plaza (Windham)	Shaw's	2017	100.0%	—	66,698	57,632	124,330	—%	100.0%	70.8%	86.5%	86.5%	1,008,393	9.38
JFK Plaza	Hannaford, TJ Maxx	2016	100.0%	—	104,426	46,681	151,107	—%	100.0%	28.9%	78.0%	78.0%	761,510	6.46
<u>Pennsylvania</u>														
Dauphin Plaza	Price Rite, Ashley Furniture	2016	100.0%	—	122,621	83,106	205,727	—%	100.0%	60.9%	84.2%	84.2%	1,618,791	9.35
Mayfair Shopping Center	—	2016	100.0%	—	25,673	89,738	115,411	—%	—%	80.2%	62.4%	62.4%	1,353,365	18.79
MID-ATLANTIC														
<u>Virginia</u>														
Promenade at Manassas	Home Depot	2013	98.6%	—	194,038	71,404	265,442	—%	85.6%	95.1%	88.2%	88.2%	3,175,073	13.56
Lake Montclair	Food Lion	2013	100.0%	—	33,000	72,832	105,832	—%	100.0%	89.0%	92.4%	98.5%	1,888,335	19.31
<u>Delaware</u>														
Eden Square	Giant Food, LA Fitness	2014	98.6%	—	115,973	115,471	231,444	—%	100.0%	46.0%	73.1%	87.7%	2,418,575	14.30

Fund Retail Properties - Detail ¹

	Anchors	Year Acquired	Ownership %	Gross Leasable Area				In Place Occupancy				Leased	Annualized	Annualized
				Street	Anchors	Shops	Total	Street	Anchors	Shops	Total	Occupancy	Base Rent	Base Rent
												Total	Total	PSF
MIDWEST														
<u>Illinois</u>														
938 W. North Avenue	Sephora	2013	100.0%	33,228	—	—	33,228	16.1%	—%	—%	16.1%	16.1%	326,350	61.00
Lincoln Place	Kohl's, Marshall's	2017	100.0%	—	—	271,866	271,866	—%	—%	90.4%	90.4%	91.2%	2,812,561	11.44
SOUTHEAST														
<u>Georgia</u>														
Broughton Street Portfolio - 20 properties ⁴	J. Crew, L'Occitane, Lululemon, Michael Kors	2014	50.0%	115,290	—	—	115,290	85.0%	—%	—%	85.0%	85.0%	3,879,446	39.59
<u>North Carolina</u>														
Wake Forest Crossing	—	2016	100.0%	—	113,353	89,653	203,006	—%	100.0%	95.3%	97.9%	99.1%	2,917,708	14.68
WEST														
<u>California</u>														
146 Geary Street	—	2015	100.0%	11,436	—	—	11,436	100.0%	—%	—%	100.0%	100.0%	300,000	26.23
Union and Fillmore Collection - 4 properties	—	2015	90.0%	10,048	—	—	10,048	92.0%	—%	—%	92.0%	92.0%	677,790	73.32
Total - Fund IV				215,012	1,217,022	1,194,344	2,626,378	77.5%	93.5%	78.4%	85.3%	88.1%	\$ 35,096,316	\$ 15.67
Fund V Portfolio Detail														
SOUTHWEST														
<u>New Mexico</u>														
Santa Fe Plaza	TJ Maxx, Best Buy, Ross Dress for Less	2017	100.0%	—	93,578	130,645	224,223	—%	100.0%	80.0%	88.3%	97.3%	3,399,544	17.17
MIDWEST														
<u>Michigan</u>														
New Towne Plaza	Kohl's, Jo-Ann's, DSW	2017	100.0%	—	91,122	99,408	190,530	—%	100.0%	93.0%	96.3%	96.3%	2,159,651	11.77
SOUTHEAST														
<u>North Carolina</u>														
Hickory Ridge	Kohl's, Best Buy, Dick's	2017	100.0%	—	176,584	203,981	380,565	—%	100.0%	97.5%	98.7%	98.7%	4,139,634	11.02
Total - Fund V				—	361,284	434,034	795,318	—%	100.0%	91.2%	95.2%	97.7%	\$ 9,698,829	\$ 12.81

1. Excludes properties under development, see "[Development Activity](#)" page of this Supplemental Report. The above occupancy and rent amounts do not include space which is currently leased, other than "leased occupancy," but for which rent payment has not yet commenced. Residential and office GLA is excluded.
2. Currently operating, but redevelopment activities have commenced.
3. Property also includes 12,371 sf of 2nd floor office space and 29,760 sf parking garage (131 spaces).
4. Represents 20 of the 23 properties in this portfolio that have been leased. The remaining properties are still in development.

Fund Lease Expirations

Year	FUND II						FUND III					
	Gross Leased Area			Base Rent			Gross Leased Area			Base Rent		
	Leases Expiring	Expiring SF	Percent of Total	Amount	PSF	Percent of Total	Leases Expiring	Expiring SF	Percent of Total	Amount	PSF	Percent of Total
M to M ¹	1	9,967	2.1%	\$ 99,670	\$ 10.00	0.7%	—	—	—%	\$ —	\$ —	—%
2017	—	—	—	—	—	—%	—	—	—%	—	—	—%
2018	—	—	—	—	—	—%	3	5,247	12.2%	262,273	49.99	8.0%
2019	—	—	—	—	—	—%	1	3,037	7.0%	124,106	40.86	3.8%
2020	—	—	—	—	—	—%	2	2,976	6.9%	129,590	43.55	3.9%
2021	—	—	—	—	—	—%	2	4,238	9.8%	172,076	40.60	5.2%
2022	—	—	—	—	—	—%	3	5,430	12.6%	418,932	77.15	12.8%
2023	—	—	—	—	—	—%	3	3,546	8.2%	852,052	240.29	25.9%
2024	—	—	—	—	—	—%	1	3,081	7.1%	173,703	56.38	5.3%
2025	—	—	—	—	—	—%	2	2,810	6.5%	295,398	105.12	9.0%
2026	2	3,185	0.7%	274,000	86.03	2.0%	3	2,279	5.3%	511,272	224.34	15.6%
Thereafter	15	465,208	97.2%	13,519,078	29.06	97.3%	3	10,464	24.4%	344,086	32.88	10.5%
Total	18	478,360	100.0%	\$13,892,748	\$ 29.04	100.0%	23	43,108	100.0%	\$ 3,283,488	\$ 76.13	100.0%
		262,307	Total Vacant				10,271	Total Vacant				
		740,667	Total Square Feet				53,379	Total Square Feet				

Year	FUND IV						FUND V					
	Gross Leased Area			Base Rent			Gross Leased Area			Base Rent		
	Leases Expiring	Expiring SF	Percent of Total	Amount	PSF	Percent of Total	Leases Expiring	Expiring SF	Percent of Total	Amount	PSF	Percent of Total
M to M ¹	2	6,500	0.3%	\$ 139,680	\$ 21.49	0.4%	—	—	—%	\$ —	\$ —	—%
2017	13	44,071	2.0%	952,966	21.62	2.7%	2	4,059	0.5%	94,433	23.27	1.0%
2018	41	221,835	9.9%	2,618,738	11.80	7.5%	5	19,405	2.6%	445,533	22.96	4.6%
2019	28	170,966	7.6%	1,949,524	11.40	5.6%	5	42,189	5.6%	564,528	13.38	5.8%
2020	29	219,096	9.8%	2,348,344	10.72	6.7%	11	253,889	33.5%	2,597,808	10.23	26.8%
2021	35	336,839	15.0%	4,411,523	13.10	12.6%	12	137,563	18.2%	2,066,667	15.02	21.3%
2022	27	256,853	11.5%	3,450,918	13.44	9.8%	5	52,302	6.9%	995,636	19.04	10.3%
2023	13	142,102	6.3%	1,840,343	12.95	5.2%	5	57,134	7.5%	810,938	14.19	8.4%
2024	15	191,520	8.5%	4,257,024	22.23	12.1%	1	30,900	4.1%	372,963	12.07	3.8%
2025	22	142,033	6.3%	4,927,670	34.69	14.0%	—	—	—%	—	—	—%
2026	21	134,892	6.0%	2,778,496	20.60	7.9%	2	44,836	5.9%	670,406	14.95	6.9%
Thereafter	23	374,618	16.8%	5,421,090	14.47	15.5%	4	114,810	15.2%	1,079,917	9.41	11.1%
Total	269	2,241,325	100.0%	\$35,096,316	\$ 15.67	100.0%	52	757,087	100.0%	\$ 9,698,829	\$ 12.81	100.0%
		385,053	Total Vacant				38,231	Total Vacant				
		2,626,378	Total Square Feet				795,318	Total Square Feet				

1. Leases currently under month to month or in process of renewal

Development Activity

(\$ in millions)

Property	Ownership	Location	Estimated Stabilization	Est. SQFT Upon Completion	Leased Rate ¹	Key Tenants	Acquisition & Development Costs					Outstanding Debt
							Incurred	Estimated Future Range		Estimated Total Range		
FUND II												
Sherman Plaza	99.1%	New York, NY	TBD	TBD	—	TBD	\$ 36.6	TBD	TBD	TBD	TBD	\$ 14.3
							<u>\$ 36.6</u>	<u>TBD</u>	<u>TBD</u>	<u>TBD</u>	<u>TBD</u>	<u>\$ 14.3</u>
FUND III												
Cortlandt Crossing	100.0%	Mohegan Lake, NY	2018	130,000	50%	ShopRite	\$ 33.0	\$ 34.2 to \$ 39.2	\$ 60.0 to \$ 65.0			\$ —
Broad Hollow Commons	100.0%	Farmingdale, NY	2018	180,000 - 200,000	—	TBD	16.3	33.9 to 43.9	50.0 to 60.0			—
							<u>\$ 49.3</u>	<u>\$ 68.1</u>	<u>\$ 83.1</u>	<u>\$ 110.0</u>	<u>\$ 125.0</u>	<u>\$ —</u>
FUND IV												
210 Bowery	100.0%	New York, NY	2017	16,000	—	TBD	\$ 23.9	\$ 0.5 to \$ 1.5	\$ 24.0 to \$ 24.5			\$ 10.8
Broughton Street Portfolio ²	50.0%	Savannah, GA	2017	190,000	89%	J. Crew, Lululemon, H&M	77.4	2.9 to 7.9	80.0 to 85.0			30.0
27 E. 61st Street	100.0%	New York, NY	2017	9,500	—	TBD	25.0	1.4 to 4.4	26.5 to 28.5			—
801 Madison Avenue	100.0%	New York, NY	2017	5,000	20%	TBD	38.3	2.6 to 5.6	40.0 to 43.0			—
650 Bald Hill Road	90.0%	Warwick, RI	2017	161,000	72%	Dick's Sporting Goods, Burlington Coat Factory	28.0	2.2 to 7.2	30.0 to 34.0			9.8
717 N. Michigan Avenue	100.0%	Chicago, IL	2018	62,000	25%	Disney Store	109.2	11.8 to 19.3	120.0 to 127.5			63.9
							<u>\$ 301.8</u>	<u>\$ 21.4</u>	<u>\$ 45.9</u>	<u>\$ 320.5</u>	<u>\$ 342.5</u>	<u>\$ 114.5</u>
CORE												
613-623 West Diversey	100.0%	Chicago, IL	2018	30,000	75%	TJ Maxx	\$ 15.1	\$ 9.8 to \$ 11.3	\$ 23.0 to \$ 24.5			\$ —
56 E Walton Street	100.0%	Chicago, IL	2018	TBD	—	TBD	7.9	2.7 to 3.7	10.5 to 11.5			—
							<u>\$ 23.0</u>	<u>\$ 12.5</u>	<u>\$ 15.0</u>	<u>\$ 33.5</u>	<u>\$ 36.0</u>	<u>\$ —</u>

1. The leased rate excludes pre-redevelopment tenants.
2. This portfolio includes 23 buildings, including 21 which are operating.

Reconciles to Consolidated Balance Sheet as follows:

Development costs above	\$	410.7
Development held as operating real estate		(61.3)
Development costs of unconsolidated properties		(105.4)
Deferred costs and other amounts		(6.6)
Total per consolidated balance sheet	<u>\$</u>	<u>237.4</u>

Important Notes

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. 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 supplemental adjustment more appropriately reflects the results of its operations. The Company also provides one other supplemental disclosure of operating performance, adjusted funds from operations ("AFFO"). 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.

USE OF NON-GAAP FINANCIAL MEASURES

Non-GAAP financial measures such as EBITDA, NOI, Same-Property NOI and lease spreads 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. Same-Property NOI includes properties in our Core Portfolio that we owned for both the current and prior periods presented, but excludes those properties which we acquired, sold or expected to sell, and redeveloped during these periods. The Company's method of calculating EBITDA, NOI and Same-Property NOI may be different from methods used by other REITs and, accordingly, may not be comparable to such other REITs. EBITDA, NOI and Same-Property 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.