# **UNITED STATES** SEC

	SECURI	Washington, D.C. 20549	SSION
	_	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): May 4, 2016	
	REXFOR	RD INDUSTRIAL REALT (Exact name of registrant as specified in its charter)	Y, INC.
	Maryland (State or other jurisdiction of incorporation)	001-36008 (Commission File Number)	46-2024407 (IRS Employer Identification No.)
		uite 1000, Los Angeles, California cipal executive offices)	90025 (Zip Code)
	Regi	istrant's telephone number, including area code: (310) 966-1680 N/A	
	_	(Former name or former address, if changed since last report.)	
	k the appropriate box below if the Form 8-K filing i ral Instructions A.2.):	s intended to simultaneously satisfy the filing obligation of the regis	strant under any of the following provisions (see
o	Written communications pursuant to Rule 425 un	der the Securities Act (17 CFR 230.425)	
o	Soliciting material pursuant to Rule 14a-12 under	the Exchange Act (17 CFR 240.14a-12)	
o	Pre-commencement communications pursuant to	Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))	
o	Pre-commencement communications pursuant to	Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))	

### ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On May 4, 2016, Rexford Industrial Realty, Inc. ("Rexford Industrial") issued a press release announcing its earnings for the quarter ended March 31, 2016 and distributed certain supplemental financial information. On May 4, 2016, Rexford Industrial also posted the supplemental financial information on its website located at www.rexfordindustrial.com. Copies of the press release and supplemental financial information are furnished herewith as Exhibits 99.1 and 99.2, respectively.

The information included in this Current Report on Form 8-K under this Item 2.02 (including Exhibits 99.1 and 99.2 hereto) are being "furnished" and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of the Exchange Act, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, as amended (the "Securities Act"), or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

### ITEM 7.01 REGULATION FD DISCLOSURE

As discussed in Item 2.02 above, Rexford Industrial issued a press release announcing its earnings for the quarter ended March 31, 2016 and distributed certain supplemental information. On May 4, 2016, Rexford Industrial also posted the supplemental financial information on its website located at www.rexfordindustrial.com.

The information included in this Current Report on Form 8-K under this Item 7.01 (including Exhibit 99.1 and 99.2 hereto) is being "furnished" and shall not be deemed to be "filed" for the purposes of the Exchange Act, or otherwise subject to the liabilities of the Exchange Act, nor shall it be incorporated by reference into a filing under the Securities Act or the Exchange Act, except as shall be expressly set forth by specific reference in such filing. The information included in this Current Report on Form 8-K under this Item 7.01 (including Exhibit 99.1 and 99.2 hereto) will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.

### ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

- (d) Exhibits.
- 99.1 Press Release dated May 4, 2016
- 99.2 First Quarter 2016 Supplemental Financial Report

### **SIGNATURES**

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

### EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release dated May 4, 2016
99.2	First Quarter 2016 Supplemental Financial Report



### REXFORD INDUSTRIAL ANNOUNCES FIRST QUARTER 2016 FINANCIAL RESULTS

- Reports Recurring FFO of \$0.22 per Diluted Share for First Quarter- Same Property NOI Up 8.3% Compared to First Quarter 2015 - Stabilized Same Property Portfolio Occupancy At 95.1%, Up 320 Basis Points Year-Over-Year

Los Angeles, California - May 4, 2016 - Rexford Industrial Realty, Inc. (the "Company" or "Rexford Industrial") (NYSE: REXR), a real estate investment trust ("REIT") that specializes in acquiring, owning and operating industrial properties located in Southern California infill markets, today announced financial results for the first guarter 2016.

### First Quarter 2016 Financial and Operational Highlights:

- Recurring Funds From Operations (FFO) of \$0.22 per diluted share for the quarter ended March 31, 2016. Including non-recurring items, FFO was \$0.22 per diluted share.
- Total rental revenues of \$27.4 million, which represents an increase of 30.8% year-over-year. Property Net Operating Income (NOI) of \$19.8 million, which represents an increase of 30.8% year-over-year.
- Same Property Portfolio NOI increased 8.3% in the first quarter of 2016 compared to the first quarter of 2015, driven by an 8.4% increase in Same Property Portfolio total rental revenue and an 8.7% increase in Same Property Portfolio operating expenses. Same Property Portfolio Cash NOI increased 8.2% compared to the first quarter 2015.
- Signed new and renewal leases totaling 961,291 rentable square feet. Rental rates on new and renewal leases were 13.6% higher than prior rents on a GAAP basis and 5.6% higher on a cash basis.
- Stabilized Same Property Portfolio occupancy was 95.1%, which represents an increase of 320 basis points year-over-year. Same Property Portfolio occupancy was 91.7%, which represents an increase of 100 basis points year-over-year.
- At March 31, 2016, the consolidated portfolio including repositioning assets was 88.1% occupied, which represents a decrease of 140 basis points
  year-over-year. At March 31, 2016, the consolidated portfolio, excluding repositioning assets aggregating 937,420 rentable square feet, was 95.5%
  occupied.
- During the first quarter 2016, the Company acquired two industrial properties for an aggregate purchase price of \$24.5 million.
- Subsequent to quarter end, the Company acquired a private REIT comprising a portfolio of nine industrial properties for a total purchase price of approximately \$191.0 million.
- Subsequent to quarter end, the Company issued 10.35 million additional shares of its common stock, for net proceeds of approximately \$175.1 million.
- Subsequent to quarter end, the Company exercised the \$100.0 million accordion on the \$125.0 million 7-year term loan.

"We are pleased with our strong start to 2016, measured by accretive internal and external growth," stated Michael Frankel and Howard Schwimmer, Co-Chief Executive Officers of the Company. "During the quarter, we grew consolidated revenue by over 30% and generated an 8.3% increase in our Same Property Portfolio NOI compared to the prior year quarter. Our team leased over 961,000 rentable square feet, with rental rates on new and renewal leases increasing by 13.6%, our tenth consecutive quarter of positive double-digit leasing spreads, and we acquired two high quality industrial properties. Subsequent to quarter end, we acquired a portfolio of nine industrial properties in four of our target infill submarkets, adding in excess of 1.5 million square feet to our portfolio, which was partially funded with \$175.1 million in net proceeds from our recent equity offering. Looking ahead, the Company is well-positioned to continue to enhance shareholder value as we capitalize upon our substantial internal and external growth opportunities within a strong performing infill Southern California industrial market."

#### **Financial Results:**

The Company reported net income attributable to common stockholders of \$1.3 million for the three months ended March 31, 2016, as compared to net income attributable to common stockholders of \$27,000 for the three months ending March 31, 2015.

The Company reported Company share of Recurring FFO of \$12.0 million, or \$0.22 per diluted share of common stock, for the three months ended March 31, 2016, as compared to Company share of Recurring FFO of \$10.1 million, or \$0.20 per diluted share of common stock, for the three months ending March 31, 2015. Including non-recurring legal fee reimbursements of \$0.6 million and acquisition expenses of \$0.5 million reported during the first quarter of 2016, Company share of FFO was \$12.1 million, or \$0.22 per diluted share of common stock, as compared to Company share of FFO of \$9.5 million, or \$0.19 per diluted share of common stock, for the three months ending March 31, 2015.

### **Operating Results:**

For the three months ended March 31, 2016, the Company's Same Property Portfolio NOI increased 8.3% compared to the first quarter of 2015, driven by an 8.4% increase in Same Property Portfolio total rental revenue, and an 8.7% increase in Same Property Portfolio expenses. Same Property Portfolio Cash NOI increased 8.2% compared to the first quarter 2015.

In the first quarter of 2016, the Company signed 126 new and renewal leases in its consolidated portfolio, totaling 961,291 rentable square feet. Average rental rates on comparable new and renewal leases were up 13.6% on a GAAP basis and up 5.6% on a cash basis. The Company signed 46 new leases for 248,520 rentable square feet, with GAAP rents up 28.8% compared to the prior in place leases. The Company signed 80 renewal leases for 712,771 rentable square feet, with GAAP rents up 11.7% compared to the prior in-place leases. For the 46 new leases, cash rents were up 15.0%, and for the 80 renewal leases, cash rents were up 4.4%, compared to the ending cash rents for the prior leases.

The Company has included in a supplemental information package the detailed results and operating statistics that reflect the activities of the Company for the three months ended March 31, 2016. See below for information regarding the supplemental information package.

### **Transaction Activity:**

In the first quarter 2016, the Company acquired two industrial properties, for an aggregate purchase price of \$24.5 million, as detailed below.

In March 2016, the Company acquired 8525 Camino Santa Fe, a four tenant industrial building containing 59,399 square feet in the Central San Diego submarket for \$8.5 million, or approximately \$142 per square foot.

In March 2016, the Company acquired 28454 Livingston Avenue, a single-tenant industrial building containing 134,287 square feet in Valencia within the Los Angeles' San Fernando Valley submarket for \$16.0 million, or approximately \$119 per square foot.

### **Subsequent Events:**

In April 2016, the Company acquired a private REIT comprised of a portfolio of nine industrial properties for a total purchase price of approximately \$191.0 million, or approximately \$125 per square foot, exclusive of closing costs. The portfolio consists of nine properties located in four of the Company's core infill Southern California industrial markets, including Orange County, Los Angeles-San Gabriel Valley, Inland Empire West, and Central San Diego, totaling approximately 1.53 million rentable square feet.

In April 2016, the Company issued 10.35 million shares of its common stock at \$17.65 per share, for net proceeds of approximately \$175.1 million after deducting the underwriting discount and offering expenses. In addition, the Company exercised the \$100 million accordion on the \$125 million 7-year term loan. The proceeds from the equity offering and the accordion expansion were used to fund the \$191 million portfolio acquisition completed in April and to pay down the outstanding balance on the revolving credit facility.

### **Balance Sheet:**

At March 31, 2016, the Company had \$445.6 million of outstanding debt, with an average interest rate of 3.158% and an average term-to-maturity of 5.6 years. As of March 31, 2016, \$160 million of the Company's floating-rate debt has been effectively fixed at 3.461% through the use of interest rate swaps. As a result of interest rate swaps and the issuance of \$100 million of fixed-rate notes last year, approximately \$278.1 million, or 62%, of the Company's outstanding debt was fixed-rate with an average interest rate of 3.86% and an average term-to-maturity of 5.5 years. The remaining \$167.5 million, or 38%, of the Company's outstanding debt was floating-rate, with an average interest rate of LIBOR + 1.55% and an average term-to-maturity of 5.6 years.

During the first quarter of 2016, the Company closed on a seven-year \$125 million unsecured term loan facility. The term loan facility matures on January 14, 2023 and bears interest at LIBOR plus an applicable Eurodollar rate margin that will range from 1.50% to 2.25% per annum depending on the Company's leverage ratio. The proceeds were used to repay amounts outstanding under the Company's unsecured revolving credit facility and for general corporate purposes.

During the first quarter of 2016, the Company also executed a forward interest swap that will effectively fix the \$125 million unsecured term loan facility at 1.349% plus an applicable Eurodollar rate margin from February 14, 2018 to January 14, 2022. If this interest rate swap was effective as of March 31, 2016, the Company's consolidated debt would be 90% fixed and 10% variable.

#### Guidance

The Company is increasing its full year 2016 guidance range for Company share of Recurring FFO to a range of \$0.85 to \$0.88 per diluted share of common stock. This Recurring FFO guidance refers only to the Company's in-place portfolio as of May 4, 2016 and does not include any assumptions for acquisitions or dispositions that may occur later during the year. Full year guidance otherwise remains unchanged and assumes the following: year-end Same Property Portfolio occupancy within a range of 94% to 95%, Same Property Portfolio NOI growth for the year of 5% to 7% and general & administrative expenses of \$16.5 to \$17.0 million dollars.

### Dividend:

On May 2, 2016, the Board of Directors declared a dividend of \$0.135 per share for the second quarter of 2016, payable in cash on July 15, 2016, to stockholders and unit holders of record on June 30, 2016.

### **Supplemental Information:**

Details regarding these results can be found in the Company's supplemental financial package available on the Company's investor relations website at www.ir.rexfordindustrial.com.

### Earnings Release, Investor Conference Webcast and Conference Call:

The Company will host a webcast and conference call on Wednesday, May 4, 2016, at 5:00 p.m. Eastern time to review first quarter results and discuss recent events. The live webcast will be available on the Company's investor relations website at ir.rexfordindustrial.com. To participate in the call, please dial 877-407-0789 (domestic) or 201-689-8562 (international). A replay of the conference call will be available through June 4, 2016, by dialing 877-870-5176 (domestic) or 858-384-5517 (international) and entering the pass code 13634196.

### **About Rexford Industrial:**

Rexford Industrial is a real estate investment trust focused on owning and operating industrial properties in Southern California infill markets. The Company owns interests in 131 properties with approximately 13.8 million rentable square feet and manages an additional 19 properties with approximately 1.2 million rentable square feet.

For additional information, visit www.rexfordindustrial.com.

### **Forward Looking Statements:**

This press release may contain forward-looking statements within the meaning of the federal securities laws, which are based on current expectations, forecasts and assumptions that involve risks and uncertainties that could cause actual outcomes and results to differ materially. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. In some cases, you can identify forward-looking statements by the use of forward-looking terminology such as "may," "will," "should," "expects," "intends," "plans," "anticipates," "believes," "estimates," "predicts," or "potential" or the negative of these words and phrases or similar words or phrases which are predictions of or indicate future events or trends and which do not relate solely to historical matters. While forward-looking statements reflect the Company's good faith beliefs, assumptions and expectations, they are not guarantees of future performance. For a further discussion of these and other factors that could cause the Company's future results to differ materially from any forward-looking statements, see the reports and other filings by the Company with the U.S. Securities and Exchange Commission, including the Company's Annual Report on Form 10-K for the year ended December 31, 2015, and subsequent filings with the Securities and Exchange Commission. The Company disclaims any obligation to publicly update or revise any forward-looking statement to reflect changes in underlying assumptions or factors, of new information, data or methods, future events or other changes.

### **Definitions / Discussion of Non-GAAP Financial Measures:**

Funds from Operations (FFO): We calculate FFO in accordance with the standards established by the National Association of Real Estate Investment Trusts ("NAREIT"). FFO represents net income (loss) (computed in accordance with GAAP), excluding gains (or losses) from sales of depreciable operating property, real estate related depreciation and amortization (excluding amortization of deferred financing costs) and after adjustments for unconsolidated partnerships and joint ventures. Management uses FFO as a supplemental performance measure because, in excluding real estate related depreciation and amortization, gains and losses from property dispositions, other than temporary impairments of unconsolidated real estate entities, and impairment on our investment in real estate, it provides a performance measure that, when compared year over year, captures trends in occupancy rates, rental rates and operating costs. We also believe that, as a widely recognized measure of performance used by other REITs, FFO may be used by investors as a basis to compare our operating performance with that of other REITs. However, because FFO excludes depreciation and amortization and captures neither the changes in the value of our properties that result from use or market conditions nor the level of capital expenditures and leasing commissions necessary to maintain the operating performance of our properties, all of which have real economic effects and could materially impact our results from operations, the utility of FFO as a measure of our performance is limited. Other equity REITs may not calculate or interpret FFO in accordance with the NAREIT definition as we do, and, accordingly, our FFO may not be comparable to such other REITs' FFO. FFO should not be used as a measure of our liquidity, and is not indicative of funds available for our cash needs, including our ability to pay dividends. A reconciliation of FFO to net income, the nearest GAAP equivalent, is set forth below.

Recurring Funds from Operations (Recurring FFO): We calculate Recurring FFO by adjusting FFO to exclude the impact of certain items that we do not consider indicative of our on-going operating performance. These adjustments consist of non-recurring legal expenses or reimbursements related to prior litigation and acquisition expenses. Management believes that Recurring FFO is a useful supplemental measure as it provides a more meaningful and consistent comparison of operating performance and allows investors to more easily compare the Company's operating results. A reconciliation of FFO to Recurring FFO is set forth below.

**Net Operating Income (NOI):** Includes the revenue and expense directly attributable to our real estate properties calculated in accordance with GAAP. Calculated as total revenue from real estate operations including i) rental revenues ii) tenant reimbursements, and iii) other income less property expenses (before interest expense, depreciation and amortization). We use NOI as a supplemental performance measure because, in excluding real estate depreciation and amortization expense and gains (or losses) from property dispositions, it provides a performance measure that, when compared year over year, captures trends in occupancy rates, rental rates and operating costs. We also believe that NOI will be useful to investors as a basis to compare our operating performance with that of other REITs. However, because NOI excludes depreciation and amortization expense and captures neither the changes in the value of our properties that result from use or market conditions, nor the level of capital expenditures and leasing commissions necessary to maintain the operating performance of our properties (all of which have real economic effect and could materially impact our results from operations), the utility of NOI as a measure of our performance is limited. Other equity REITs may not calculate NOI in a similar manner and, accordingly, our NOI may not be comparable to such other REITs' NOI. Accordingly, NOI should be considered only as a supplement to net income as a measure of our

performance. NOI should not be used as a measure of our liquidity, nor is it indicative of funds available to fund our cash needs.

NOI should not be used as a substitute for cash flow from operating activities in accordance with GAAP. We use NOI to help evaluate the performance of the Company as a whole, as well as the performance of our Same Property Portfolio. A calculation of NOI for our Same Property Portfolio, as well as a reconciliation of NOI for our Same Property Portfolio to net income for our Same Property Portfolio, is set forth below.

Cash NOI: Cash NOI is a non-GAAP measure, which we calculate by adding or subtracting from NOI i) fair value lease revenue and ii) straight-line rent adjustment. We use Cash NOI, together with NOI, as a supplemental performance measure. Cash NOI should not be used as a measure of our liquidity, nor is it indicative of funds available to fund our cash needs. Cash NOI should not be used as a substitute for cash flow from operating activities computed in accordance with GAAP. We use Cash NOI to help evaluate the performance of the Company as a whole, as well as the performance of our Same Property Portfolio. A calculation of Cash NOI for our Same Property Portfolio to net income for our Same Property Portfolio, is set forth below.

Same Property Portfolio: Our Same Property Portfolio is a subset of our consolidated portfolio and includes properties that were wholly-owned by us as of January 1, 2015 and still owned by us as of March 31, 2016. Therefore, we excluded from our Same Properties Portfolio any properties that were acquired or sold during the period from January 1, 2015 through March 31, 2016. The Company's computation of same property performance may not be comparable to other REITs.

**Stabilized Same Property Portfolio:** Our Stabilized Same Property Portfolio represents the properties included in our Same Property Portfolio, adjusted to exclude space at properties that were in various stages of repositioning or lease-up. As of March 31, 2016, space aggregating 350,176 rentable square feet at six of our Same Property Portfolio properties were in various stages of repositioning or lease-up.

#### Contact:

Investor Relations:

Stephen Swett 424 256 2153 ext 401 investorrelations@rexfordindustrial.com

### Rexford Industrial Realty, Inc. Consolidated Balance Sheets (In thousands)

	Mai	rch 31, 2016	December 31, 2015		
	(1	unaudited)			
ASSETS					
Land	\$	501,972	\$	492,704	
Buildings and improvements		667,675		650,075	
Tenant improvements		30,305		28,977	
Furniture, fixtures, and equipment		188		188	
Construction in progress		17,662	,	16,822	
Total real estate held for investment		1,217,802		1,188,766	
Accumulated depreciation		(111,167)		(103,623)	
Investments in real estate, net		1,106,635		1,085,143	
Cash and cash equivalents		6,402		5,201	
Rents and other receivables, net		2,939		3,040	
Deferred rent receivable, net		8,670		7,827	
Deferred leasing costs, net		6,001		5,331	
Deferred loan costs, net		1,296		1,445	
Acquired lease intangible assets, net		28,802		30,383	
Acquired indefinite-lived intangible		5,271		5,271	
Other assets		5,580		5,523	
Acquisition related deposits		400		_	
Investment in unconsolidated real estate entities		4,144		4,087	
Total Assets	\$	1,176,140	\$	1,153,251	
LIABILITIES & EQUITY					
Liabilities					
Notes payable	\$	444,010	\$	418,154	
Interest rate swap liability		4,949		3,144	
Accounts payable, accrued expenses and other liabilities		14,897		12,631	
Dividends payable		7,814		7,806	
Acquired lease intangible liabilities, net		3,307		3,387	
Tenant security deposits		11,995		11,539	
Prepaid rents		2,667		2,846	
Total Liabilities		489,639		459,507	
Equity		,		,	
Rexford Industrial Realty, Inc. stockholders' equity					
Common Stock, \$0.01 par value 490,000,000 authorized and 55,657,428 and 55,598,684 outstanding as of March 31, 2016 and December 31, 2015, respectively		554		553	
Additional paid in capital		723,074		722,722	
Cumulative distributions in excess of earnings		(54,192)		(48,103)	
Accumulated other comprehensive loss		(4,728)		(3,033)	
Total stockholders' equity		664,708		672,139	
Noncontrolling interests		21,793		21,605	
Total Equity		686,501		693,744	
Total Liabilities and Equity	\$	1,176,140	\$	1,153,251	

# Rexford Industrial Realty, Inc. Consolidated Statements of Operations (Unaudited and in thousands)

	Three Months Ended March 31,				
	 2016				
RENTAL REVENUES					
Rental revenues	\$ 23,499	\$	18,557		
Tenant reimbursements	3,558		2,184		
Other income	313		190		
TOTAL RENTAL REVENUES	27,370		20,931		
Management, leasing and development services	134		132		
Interest income	_		277		
TOTAL REVENUES	27,504		21,340		
OPERATING EXPENSES					
Property expenses	7,543		5,771		
General and administrative	3,602		3,546		
Depreciation and amortization	11,214		9,884		
TOTAL OPERATING EXPENSES	 22,359		19,201		
OTHER EXPENSE					
Acquisition expenses	475		233		
Interest expense	3,254		1,826		
TOTAL OTHER EXPENSE	 3,729		2,059		
TOTAL EXPENSES	 26,088		21,260		
Equity in income from unconsolidated real estate entities	 61		1		
NET INCOME	 1,477		81		
Less: net income attributable to noncontrolling interest	(52)		(4)		
NET INCOME ATTRIBUTABLE TO REXFORD INDUSTRIAL REALTY, INC.	 1,425		77		
Less: earnings attributable to participating securities	(78)		(50)		
NET INCOME ATTRIBUTABLE TO COMMON STOCKHOLDERS	\$ 1,347	\$	27		
Net income available to common stockholders per share - basic and diluted	\$ 0.02	\$	_		

# Rexford Industrial Realty, Inc. Same Property Portfolio Statements of Operations and NOI Reconciliation (Unaudited and in thousands)

### Same Property Portfolio Statement of Operations:

	 Three Months Ended March 31,						
	2016			\$ Change	% Change		
Rental Revenues							
Rental income	\$ 19,253	\$ 18,092	\$	1,161	6.4%		
Tenant reimbursements	2,652	2,214		438	19.8%		
Other income	 299	176		123	69.9%		
Total Rental Revenues	22,204	20,482		1,722	8.4%		
Interest income	 _				0.0%		
Total Revenues	22,204	20,482		1,722	8.4%		
Operating Expenses							
Property expenses	6,170	5,678		492	8.7%		
Depreciation and amortization	 8,841	9,457		(616)	(6.5)%		
Total Operating Expenses	15,011	15,135		(124)	(0.8)%		
Other Expense							
Interest expense	(205)	533		(738)	(138.5)%		
Total Other Expense	(205)	533		(738)	(138.5)%		
Total Expenses	14,806	15,668		(862)	(5.5)%		
Net Income	\$ 7,398	\$ 4,814	\$	2,584	53.7%		

### Same Property Portfolio NOI Reconciliation:

	Three Months Ended March 31,								
NOI		2016	2015	;	\$ Change	% Change			
Net Income		7,398	4,814						
Add:									
Interest expense		(205)	533						
Depreciation and amortization		8,841	9,457						
Deduct:									
Interest income		_	_						
NOI	\$	16,034	\$ 14,804	\$	1,230	8.3%			
Straight-line rents		(315)	(337)						
Amort. above/below market leases		(14)	46						
Cash NOI	\$	15,705	\$ 14,513	\$	1,192	8.2%			

### Same Property Portfolio NOI Reconciliation Continued:

	Three Months Ended March 31,							
	2016		2015		\$ Change	% Change		
Rental income	\$ 19,253	\$	18,092	\$	1,161	6.4%		
Tenant reimbursements	2,652		2,214		438	19.8%		
Other income	 299		176		123	69.9%		
Total rental revenues	22,204		20,482		1,722	8.4%		
Property expenses	 6,170		5,678		492	8.7%		
NOI	\$ 16,034	\$	14,804	\$	1,230	8.3%		
Straight-line rents	(315)		(337)		22	(6.5)%		
Amort. above/below market leases	 (14)		46		(60)	(130.4)%		
Cash NOI	\$ 15,705		14,513	\$	1,192	8.2%		

### Same Property Portfolio Occupancy:

	March 3	31, 2016	March	31, 2015	Chang	je (ppt)
	Same Property Portfolio	Stabilized Same Property Portfolio <sup>(1)</sup>	Same Property Portfolio	Stabilized Same Property Portfolio <sup>(1)</sup>	Same Property Portfolio	Stabilized Same Property Portfolio <sup>(1)</sup>
Occupancy:						
Los Angeles County	90.9%	94.5%	89.4%	90.6%	1.5%	3.9%
Orange County	86.5%	98.4%	92.2%	97.7%	(5.7)%	0.7%
San Bernardino County	97.7%	97.7%	96.3%	96.3%	1.4%	1.4%
Ventura County	92.3%	92.3%	91.8%	91.8%	0.5%	0.5%
San Diego County	94.7%	94.7%	88.7%	88.7%	6.0%	6.0%
Total/Weighted Average	91.7%	95.1%	90.7%	91.9%	1.0%	3.2%

<sup>(1)</sup> Reflects the occupancy of our Same Property Portfolio adjusted for space aggregating 350,176 rentable square feet at six properties that were in various stages of repositioning or lease-up as of March 31, 2016.

### Rexford Industrial Realty, Inc. Funds From Operations (Unaudited and in thousands)

	 Three Months I	Ended Ma	nded March 31,		
	2016		2015		
Funds From Operations (FFO)		,			
Net income	\$ 1,477	\$	81		
Add:					
Depreciation and amortization	11,214		9,884		
Depreciation and amortization from unconsolidated joint ventures <sup>(1)</sup>	 5		28		
FFO	\$ 12,696	\$	9,993		
Less: Noncontrolling interest <sup>(2)</sup>	(449)		(409)		
Less: Participating securities <sup>(3)</sup>	(124)		(71)		
Company share of FFO	\$ 12,123	\$	9,513		
FFO .	\$ 12,696	\$	9,993		
Add:					
Non-recurring legal fees (reimbursements)	(643)		369		
Acquisition expenses	475		233		
Recurring FFO	\$ 12,528	\$	10,595		
Less: Noncontrolling interest <sup>(2)</sup>	(443)		(435)		
Less: Participating securities <sup>(3)</sup>	(123)		(75)		
Company share of Recurring FFO	\$ 11,962	\$	10,085		
Weighted-average shares outstanding - basic and diluted	55,269,598		50,683,528		
Weighted-average diluted shares and units	57,296,240		52,989,102		

- (1) Amount represents our 15% ownership interest in a joint venture that owns the property located at 3233 Mission Oaks Boulevard.
- (2) Noncontrolling interest represent holders of outstanding common units of the Company's operating partnership that are owned by unit holders other than the Company.
- (3) Participating securities include unvested shares of restricted stock, unvested LTIP units and unvested performance units.





# **Supplemental Financial Reporting Package**

### First Quarter 2016

Rexford Industrial Realty, Inc. NYSE: REXR 11620 Wilshire Blvd Suite 1000 Los Angeles, CA 90025 310-966-1680

www.RexfordIndustrial.com

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### Disclosures:

Forward Looking Statements: This supplemental package contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. We caution investors that any forward-looking statements presented herein are based on management's beliefs and assumptions and information currently available to management. Such statements are subject to risks, uncertainties and assumptions and may be affected by known and unknown risks, trends, uncertainties and factors that are beyond our control. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those anticipated, estimated or projected. These risks and uncertainties include, without limitation: general risks affecting the real estate industry (including, without limitation, the market value of our properties, the inability to enter into or renew leases at favorable rates, dependence on tenants' financial condition, and competition from other developers, owners and operators of real estate); risks associated with the disruption of credit markets or a global economic slowdown; risks associated with the potential loss of key personnel (most importantly, members of senior management); risks associated with our failure to maintain our status as a Real Estate Investment Trust under the Internal Revenue Code of 1986, as amended; possible adverse changes in tax and environmental laws; litigation, including costs associated with prosecuting or defending pending or threatened claims and any adverse outcomes, and potential liability for uninsured losses and environmental contamination.

For a further discussion of these and other factors that could cause our future results to differ materially from any forward-looking statements, see Item 1A. Risk Factors in our 2015 Annual Report on Form 10-K, which was filed with the Securities and Exchange Commission ("SEC") on February 25, 2016. We disclaim any obligation to publicly update or revise any forward-looking statement to reflect changes in underlying assumptions or factors, of new information, data or methods, future events or other changes.

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### **Investor Company Summary**

Senior Management Team	
Howard Schwimmer	Co-Chief Executive Officer, Director
Michael S. Frankel	Co-Chief Executive Officer, Director
Adeel Khan	Chief Financial Officer
David Lanzer	General Counsel
Patrick Schlehuber	Senior Vice President, Acquisitions
Bruce Herbkersman	Senior Vice President, Development & Construction
Shannon Lewis	Senior Vice President, Leasing
Ashley Arthur	Vice President, Operations
Board of Directors	
Richard Ziman	Chairman
Howard Schwimmer	Co-Chief Executive Officer, Director
Michael S. Frankel	Co-Chief Executive Officer, Director
Robert L. Antin	Director
Steven C. Good	Director
Peter Schwab	Director
Tyler H. Rose	Director
Company Contact Information	
11620 Wilshire Blvd, Suite 1000	
Los Angeles, CA 90025	
310-966-1680	
www.RexfordIndustrial.com	
Investor Relations Information	
ICR	
Stephen Swett www.icrinc.com	
212-849-3882	
Equity Research Coverage	
Bank of America Merrill Lynch	Juan C. Sanabria
Capital One	Thomas J. Lesnick, CFA
Citigroup Investment Research	Emmanuel Korchman
D.A Davidson	Barry Oxford
J.P. Morgan	Michael W. Mueller, CFA
Jefferies LLC	Jonathan Petersen
Stifel Nicolaus & Co.	John W. Guinee
Wells Fargo Securities	Brendan Maiorana, CFA
Wunderlich Securities	Craig Kucera

Disclaimer: This list may not be complete and is subject to change as firms add or delete coverage of our company. Please note that any opinions, estimates, forecasts or predictions regarding our historical or predicted performance made by these analysts are theirs alone and do not represent opinions, estimates, forecasts or predictions of Rexford Industrial Realty, Inc. or its management. We are providing this listing as a service to our stockholders and do not by listing these firms imply our endorsement of, or concurrence with, such information, conclusions or recommendations. Interested persons may obtain copies of analysts' reports on their own; we do not distribute these reports.



### Financial and Portfolio Highlights and Common Stock Data (1)

(in thousands except share and per share data and portfolio statistics)

	Three Months Ended									
	M	arch 31, 2016	Dec	ember 31, 2015	Sep	tember 30, 2015		June 30, 2015		March 31, 2015
inancial Results:										
Total rental revenues	\$	27,370	\$	26,059	\$	23,335	\$	22,281	\$	20,931
Net income	\$	1,477	\$	1,056	\$	617	\$	196	\$	81
Net income per common share-basic and diluted	\$	0.02	\$	0.02	\$	0.01	\$	0.00	\$	0.00
Company share of Recurring FFO	\$	11,962	\$	11,870	\$	11,201	\$	11,089	\$	10,085
Recurring FFO per common share-basic and diluted	\$	0.22	\$	0.21	\$	0.20	\$	0.20	\$	0.20
Company share of FFO	\$	12,123	\$	11,365	\$	10,780	\$	10,220	\$	9,513
FFO per share-basic and diluted	\$	0.22	\$	0.21	\$	0.20	\$	0.19	\$	0.19
Adjusted EBITDA	\$	17,074	\$	16,385	\$	14,607	\$	14,066	\$	12,927
Dividend declared per common share	\$	0.135	\$	0.135	\$	0.135	\$	0.12	\$	0.12
ortfolio Statistics:										
Portfolio SF - consolidated		12,152,138		11,955,455		11,078,912		10,649,768		10,253,580
Ending occupancy - consolidated portfolio		88.1%		89.2 %		88.8 %		88.4%		89.5
Leased percentage - consolidated portfolio		88.4%		89.3 %		90.5 %		90.0%		90.8
Leasing spreads-cash		5.6%		6.4 %		5.4 %		7.0%		4.5
Leasing spreads-GAAP		13.6%		12.9 %		16.3 %		15.4%		11.6
ame Property Performance:										
Same Property Portfolio SF		9,828,422		6,083,359		6,083,359		6,083,359		6,083,359
Total rental revenue growth		8.4%		2.8 %		5.0 %		5.5%		4.2
Total property expense growth		8.7%		-2.2 %		-3.2 %		3.8%		-3.4
NOI growth		8.3%		4.8 %		8.4 %		6.2%		7.4
Cash NOI growth		8.2%		7.5 %		7.1 %		8.0%		7.3
Same Property Portfolio ending occupancy		91.7%		94.4 %		93.7 %		92.6%		92.4
Stabilized Same Property Portfolio ending occupancy		95.1%		95.6 %		94.8 %		94.0%		94.9
Same Property Portfolio occupancy growth (ppt) (2)		1.0%		1.6 %		2.4 %		2.3%		2.1
apitalization:										
Common stock price at quarter end	\$	18.16	\$	16.36	\$	13.79	\$	14.58	\$	15.81
Common shares issued and outstanding		55,276,567		55,265,243		55,198,780		55,051,832		54,909,083
Total shares and units issued and outstanding at period end (3)		57,303,209		57,291,885		57,265,484		57,229,405		57,205,769
Weighted average shares outstanding - basic and diluted		55,269,598		55,244,664		55,145,963		54,963,093		50,683,528
Total equity market capitalization	\$	1,040,626	\$	937,295	\$	789,691	\$	834,405	\$	904,423
Total consolidated debt	\$	445,611	\$	418,698	\$	335,904	\$	296,715	\$	269,879
Total combined market capitalization (debt and equity)	\$	1,479,835	\$	1,350,792	\$	1,120,512	\$	1,121,132	\$	1,126,761
atios:										
Net debt (pro-rata) to total combined market capitalization		29.7%		30.6 %		29.5 %		25.6%		19.7
Net debt (pro-rata) to adjusted EBITDA (quarterly results annualized)		6.4x		6.3x		5.7x		5.1x		4.3x

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

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<sup>(2)</sup> Represents the year over year percentage point change in ending occupancy of the Same Property Portfolio for the reported period. See page 13 for a summary of our current period Same Property Portfolio and page 19 for a definition of Same Property Portfolio. For prior periods ending in 2015, the Same Property Portfolio includes all properties that were wholly-owned by us as of January 1, 2014 and still owned by us as of the reporting date.

<sup>(3)</sup> Includes the following number of OP Units held by noncontrolling interests: 2,026,642 (Mar 31, 2016), 2,026,642 (Dec 31, 2015), 2,066,704 (Sep 30, 2015), 2,177,573 (Jun 30, 2015) and 2,296,686 (Mar 31, 2015). Excludes the following number of shares of unvested restricted stock: 380,861 (Mar 31, 2016), 333,441 (Dec 31, 2015), 389,123 (Sep 30, 2015), 407,463 (Jun 30, 2015) and 420,280 (Mar 31, 2015). Excludes 166,669 unvested LTIP Units and 315,998 unvested performance units granted during Q4-15.

	Rexford Industrial Realty, Inc.									
	Ма	rch 31, 2016	Dec	ember 31, 2015	Septe	ember 30, 2015		June 30, 2015		March 31, 2015
sets										
Land	\$	501,972	\$	492,704	\$	445,454	\$	420,349	\$	392,594
Buildings and improvements		667,675		650,075		620,341		586,178		557,382
Tenant improvements		30,305		28,977		26,539		25,008		22,417
Furniture, fixtures, and equipment		188		188		188		188		188
Construction in progress		17,662		16,822		14,265		13,181		13,306
Total real estate held for investment		1,217,802		1,188,766		1,106,787		1,044,904		985,887
Accumulated depreciation		(111,167)		(103,623)		(96,403)		(89,539)		(83,140)
Investments in real estate, net		1,106,635		1,085,143		1,010,384		955,365		902,747
Cash and cash equivalents		6,402		5,201		5,083		9,988		47,541
Notes receivable		_		_		_		13,137		13,135
Rents and other receivables, net		2,939		3,040		2,221		2,210		1,892
Deferred rent receivable		8,670		7,827		7,009		6,067		5,520
Deferred leasing costs, net		6,001		5,331		5,044		4,526		3,744
Deferred loan costs, net		1,296		1,445		1,595		1,745		1,895
Acquired lease intangible assets, net(1)		28,802		30,383		27,838		28,580		26,504
Indefinite-lived intangible		5,271		5,271		5,271		5,271		5,271
Other assets		5,580		5,523		5,491		5,221		5,534
Acquisition related deposits		400		_		1,250		1,400		250
Investment in unconsolidated real estate entities		4,144		4,087		4,056		4,018		4,013
tal Assets	\$	1,176,140	\$	1,153,251	\$	1,075,242	\$	1,037,528	\$	1,018,046
abilities										
Notes payable	\$	444,010	\$	418,154	\$	335,058	\$	296,333	\$	269,541
Interest rate swap liability		4,949		3,144		4,716		2,960		3,279
Accounts payable and accrued expenses		14,897		12,631		13,886		9,257		11,566
Dividends payable		7,814		7,806		7,504		6,655		6,639
Acquired lease intangible liabilities, net(2)		3,307		3,387		2,700		2,579		2,903
Tenant security deposits		11,995		11,539		10,523		9,711		9,112
Prepaid rents		2,667		2,846		1,935		2,517		1,144
tal Liabilities		489,639		459,507		376,322		330,012	-	304,184
uity									_	
Common stock		554		553		552		550		549
Additional paid in capital		723,074		722,722		722,102		720,583		719,199
Cumulative distributions in excess of earnings		(54,192)		(48,103)		(41,613)		(34,702)		(28,235)
Accumulated other comprehensive loss		(4,728)		(3,033)		(4,546)		(2,847)		(3,147)
Total stockholders' equity		664,708		672,139		676,495	-	683,584		688,366
Noncontrolling interests		21,793		21,605		22,425	-	23,932		25,496
tal Equity		686,501		693,744		698,920		707,516	-	713,862
tal Liabilities and Equity	\$	1,176,140	\$	1,153,251	\$	1,075,242	\$	1,037,528	\$	1,018,046

(1) Includes net above-market tenant lease intangibles of \$5,818 (March 31, 2016), \$6,225 (Dec. 31, 2015), \$5,621 (Sept. 30, 2015), \$5,725 (June 30, 2015) and \$3,312 (March 31, 2015). (2) Includes net below-market tenant lease intangibles of \$3,102 (March 31, 2016), \$3,174 (Dec. 31, 2015), \$2,479 (Sept. 30, 2015), \$2,350 (June 30, 2015) and \$2,666 (March 31, 2015).

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Supplemental Financial Reporting Package



# **Consolidated Statements of Operations**

### **Quarterly Results**

(unaudited and in thousands, except share and per share data)

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					Three	Months Ended	ı			
	Ma	rch 31, 2016	De	ecember 31, 2015	Se	ptember 30, 2015	Jı	ıne 30, 2015	Ма	rch 31, 2015
Revenues	·			_						
Rental income	\$	23,499	\$	22,665	\$	20,617	\$	19,275	\$	18,557
Tenant reimbursements		3,558		3,074		2,377		2,844		2,184
Other income		313		320		341		162		190
Total Rental Revenues		27,370		26,059		23,335		22,281		20,931
Management, leasing, and development services		134		105		186		161		132
Interest income						153		280		277
Total Revenues		27,504		26,164		23,674		22,722		21,340
Operating Expenses										
Property expenses		7,543		7,118		6,237		5,874		5,771
General and administrative		3,602		3,952		3,778		3,740		3,546
Depreciation and amortization		11,214		10,821		10,642		10,490		9,884
Total Operating Expenses		22,359		21,891		20,657		20,104		19,201
Other Expense										
Acquisition expenses		475		528		528		847		233
Interest expense		3,254		2,724		2,245		1,658		1,826
Total Other Expense		3,729		3,252		2,773		2,505		2,059
Total Expenses		26,088		25,143		23,430		22,609		21,260
Equity in income from unconsolidated real estate entities		61		35		45		12		1
Gain from early repayment of note receivable		_		_		581		_		_
(Loss) gain on extinguishment of debt						(253)		71		
Net Income		1,477		1,056		617		196		81
Less: net income attributable to noncontrolling interest		(52)		(40)		(24)		(8)		(4)
Net income attributable to Rexford Industrial Realty, Inc.		1,425		1,016		593		188		77
Less: earnings allocated to participating securities		(78)		(71)		(53)		(49)		(50)
Net income attributable to common stockholders	\$	1,347	\$	945	\$	540	\$	139	\$	27
Earnings per Common Share - Basic and Diluted										
Net income attributable to common stockholders	\$	0.02	\$	0.02	\$	0.01	\$	0.00	\$	0.00
Weighted average shares outstanding - basic and diluted		55,269,598		55,244,664		55,145,963		54,963,093		50,683,528

First Quarter 2016 Supplemental Financial Reporting Package



# **Consolidated Statements of Operations**

Quarterly Results (unaudited and in thousands)

		Three Months Ended	d March 31,
	<u> </u>	2016	2015
Rental Revenues			
Rental income	\$	23,499 \$	18,55
Tenant reimbursements		3,558	2,18
Other income		313	19
Total Rental Revenues		27,370	20,93
Management, leasing, and development services		134	13
Interest income			27
Total Revenues		27,504	21,34
Operating Expenses			
Property expenses		7,543	5,77
General and administrative		3,602	3,54
Depreciation and amortization		11,214	9,88
Total Operating Expenses		22,359	19,20
Other Expense			
Acquisition expenses		475	23
Interest expense		3,254	1,82
Total Other Expense		3,729	2,05
Total Expenses		26,088	21,26
Equity in income from unconsolidated real estate entities		61	
Net Income		1,477	8
Less: net income attributable to noncontrolling interest		(52)	(
Net income attributable to Rexford Industrial Realty, Inc.		1,425	7
Less: earnings allocated to participating securities		(78)	(5
Net income attributable to common stockholders	\$	1,347 \$	2

First Quarter 2016
Supplemental Financial Reporting Package

Rexford

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				Rex	ford I	ndustrial Realty	, Inc.	ı		
					Three	e Months Ended	i			
	Mai	rch 31, 2016	D	ecember 31, 2015	S	eptember 30, 2015	J	une 30, 2015	М	arch 31, 2015
Funds From Operations (FFO)	_									
Net Income	\$	1,477	\$	1,056	\$	617	\$	196	\$	81
Add:										
Depreciation and amortization		11,214		10,821		10,642		10,490		9,884
Depreciation and amortization from unconsolidated joint ventures		5		5		4		20		28
FFO (2)		12,696		11,882		11,263		10,706		9,993
Less: FFO attributable to noncontrolling interests(3)		(449)		(418)		(407)		(410)		(409)
Less: FFO attributable to participating securities <sup>(4)</sup>		(124)		(99)		(76)		(76)		(71)
Company share of FFO (3)(4)	\$	12,123	\$	11,365	\$	10,780	\$	10,220	\$	9,513
FFO per share-basic and diluted	\$	0.22	\$	0.21	\$	0.20	\$	0.19	\$	0.19
								,	_	
FFO	\$	12,696	\$	11,882	\$	11,263	\$	10,706	\$	9,993
Add:										
Non-recurring legal fees (reimbursements) <sup>(5)</sup>		(643)		_		(88)		64		369
Acquisition expenses		475		528		528		847		233
Recurring FFO (2)	-	12,528		12,410		11,703		11,617		10,595
Less: Recurring FFO attributable to noncontrolling interests(3)		(443)		(437)		(423)		(446)		(435)
Less: Recurring FFO attributable to participating securities(4)		(123)		(103)		(79)		(82)		(75)
Company share of Recurring FFO	\$	11,962	\$	11,870	\$	11,201	\$	11,089	\$	10,085
					-					
Recurring FFO per share-basic and diluted	\$	0.22	\$	0.21	\$	0.20	\$	0.20	\$	0.20
	<u> </u>				<del>-</del>				÷	
Weighted-average shares outstanding-basic and diluted		55,269,598		55,244,664		55,145,963		54,963,093		50,683,528
Weighted-average diluted shares and units		57,296,240		57,289,069		57,257,186		57,220,536		52,989,102

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

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Supplemental Financial Reporting Package

Rexford
INDUSTRIAL

<sup>(2)</sup> FFO and Recurring FFO for the three months ended September 30, 2015, includes the following: (i) \$581 gain from the early repayment of the Calle Perfecto note receivable and (ii) \$253 loss on extinguishment of debt. FFO and Recurring FFO for the three months ended June 30, 2015, includes a \$71 gain on extinguishment of debt.

<sup>(3)</sup> Noncontrolling interests represent holders of outstanding common units of the Company's operating partnership that are owned by unit holders other than us.

<sup>(4)</sup> Participating securities include unvested shares of restricted stock, unvested LTIP units and unvested performance units.

<sup>(5)</sup> Non-recurring legal fees (reimbursements) relate to prior litigation of the Company. For more information, see Item 3. Legal Proceedings in our 2014 Annual Report on Form 10-K.

				Re	xford Inc	dustrial Realt	y, Inc.			
					Three	Months Ende	ed			
	Marc	ch 31, 2016	December 31, 2015		September 30, 2015		March 31, 2015(2)		D	ecember 31, 2014 <sup>(2)</sup>
Adjusted Funds From Operations (AFFO)										
Funds From Operations	\$	12,696	\$	11,882	\$	11,263	\$	10,706	\$	9,993
Add:										
Amortization of deferred financing costs		221		194		200		209		209
Net fair value lease revenue (expense)		(4)		48		69		46		39
Non-cash stock compensation		934		494		443		467		348
Straight line corporate office rent expense adjustment		(1)		(1)		21		37		24
Loss (gain) on extinguishment of debt		_		_		253		(71)		_
Deduct:										
Straight line rental revenue adjustment(3)		1,095		1,409		1,039		612		365
Capitalized payments(4)		795		651		548		497		344
Note receivable discount amortization		_		_		38		71		69
Note payable premium amortization		59		33		33		33		92
Gain from early repayment of note receivable		_		_		581		_		_
Recurring capital expenditures(5)		586		1,346		921		871		392
2nd generation tenant improvements and leasing commissions(6)		461		762		701		893		706
Unconsolidated joint venture AFFO adjustments		3		4		5		(4)		(9)
AFFO	\$	10,847	\$	8,412	\$	8,383	\$	8,421	\$	8,654

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

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INDUSTRIAL

<sup>(2)</sup> For comparability, prior period amounts have been reclassified to conform to current period presentation.

<sup>(3)</sup> The straight line rental revenue adjustment includes concessions of \$848, \$727, \$870, \$485, and \$358 for the three months ended March 31, 2016, December 31, 2015, September 30, 2015, June 30, 2015 and March 31, 2015, respectively. The straight line rental revenue adjustment includes \$245 and \$554 of free rent under a license agreement at one of our properties for the three months ended March 31, 2016 and December 31, 2015, respectively.

<sup>(4)</sup> Includes capitalized interest, and leasing and construction development compensation.

<sup>(5)</sup> Excludes nonrecurring capital expenditures of \$4,238, \$4,018, \$4,222, \$3,312, and \$2,920 for the three months ended March 31, 2016, December 31, 2015, September 30, 2015, June 30, 2015 and March 31, 2015, respectively.

<sup>(6)</sup> Excludes 1st generation tenant improvements and leasing commissions of \$989, \$418, \$624, \$996 and \$236 for the three months ended March 31, 2016, December 31, 2015, September 30, 2015, June 30, 2015 and March 31, 2015, respectively.

(unaudited and in thousands)

				Rex	ford In	dustrial Realty	, Inc.			
					Three	Months Ended	ı			
	Mar	ch 31, 2016	Dec	cember 31, 2015	Sep	otember 30, 2015	Jui	ne 30, 2015	Mar	ch 31, 2015
Net Operating Income (NOI)										
Rental income	\$	23,499	\$	22,665	\$	20,617	\$	19,275	\$	18,557
Tenant reimbursements		3,558		3,074		2,377		2,844		2,184
Other income		313		320		341		162		190
Total Rental Revenues		27,370		26,059		23,335		22,281		20,931
Property Expenses		7,543		7,118		6,237		5,874		5,771
NOI	\$	19,827	\$	18,941	\$	17,098	\$	16,407	\$	15,160
Net fair value lease revenue (expense)		(4)		48		69	-	46	-	39
Straight line rental revenue adjustment		(1,095)		(1,409)		(1,039)		(612)		(365)
Cash NOI	\$	18,728	\$	17,580	\$	16,128	\$	15,841	\$	14,834
Net Income	\$	1,477	\$	1,056	\$	617	\$	196	\$	81
Add:										
General and administrative		3,602		3,952		3,778		3,740		3,546
Depreciation and amortization		11,214		10,821		10,642		10,490		9,884
Acquisition expenses		475		528		528		847		233
Interest expense		3,254		2,724		2,245		1,658		1,826
Loss (gain) on extinguishment of debt		_		_		253		(71)		_
Subtract:										
Management, leasing, and development services		134		105		186		161		132
Interest income		_		_		153		280		277
Equity in income from unconsolidated real estate entities		61		35		45		12		1
Gain from early repayment of note receivable		_		_		581		_		_
NOI	\$	19,827	\$	18,941	\$	17,098	\$	16,407	\$	15,160
Net fair value lease revenue (expense)		(4)	-	48	_	69	_	46	_	39
Straight line rental revenue adjustment		(1,095)		(1,409)		(1,039)		(612)		(365)
Cash NOI	\$	18,728	\$	17,580	\$	16,128	\$	15,841	\$	14,834

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

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# Statement of Operations Reconciliations (1)

(unaudited and in thousands)

	Rexford Industrial Realty, Inc.										
		Three Months Ended									
	Marc	ch 31, 2016	Dec	cember 31, 2015	Sep	tember 30, 2015	Ju	ne 30, 2015	Mar	ch 31, 2015	
Net income	\$	1,477	\$	1,056	\$	617	\$	196	\$	81	
Interest expense		3,254		2,724		2,245		1,658		1,826	
Depreciation and amortization		11,214		10,821		10,642		10,490		9,884	
Proportionate share of real estate related depreciation and											
amortization from unconsolidated joint ventures		5		5		4		20		28	
EBITDA	\$	15,950	\$	14,606	\$	13,508	\$	12,364	\$	11,819	
Stock-based compensation amortization		934		494		443		467		348	
Loss (gain) on extinguishment of debt		_		_		253		(71)		_	
Gain from early repayment of note receivable		_		_		(581)		_		_	
Non-recurring legal fees (reimbursements) <sup>(2)</sup>		(643)		_		(88)		64		369	
Acquisition expenses		475		528		528		847		233	
Pro forma effect of acquisitions(3)		358		757		544		395		158	
Adjusted EBITDA	\$	17,074	\$	16,385	\$	14,607	\$	14,066	\$	12,927	

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

<sup>(3)</sup> Represents the estimated impact on EBITDA of Q1'16 acquisitions as if they had been acquired January 1, 2016, Q4'15 acquisitions as if they had been acquired January 1, 2015 and Q1'15 acquisitions as if they had been acquired April 1, 2015 and Q1'15 acquisitions as if they had been acquired April 1, 2015 and Q1'15 acquisitions as if they had been acquired January 1, 2015. We have made a number of assumptions in such estimates and there can be no assurance that we would have generated the projected levels of EBITDA had we owned the acquired entities as of the beginning of each period.

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<sup>(2)</sup> Non-recurring legal fees (reimbursements) relate to prior litigation of the Company. For more information, see Item 3. Legal Proceedings in our 2014 Annual Report on Form 10-K.

### Same Property Portfolio Performance (1)

**Statement of Operations and NOI Reconciliation** 

(unaudited and in thousands)

### Same Property Portfolio Statement of Operations:

		Three Months	Ended March 31,	
	2016	2015	\$ Change	% Change
Rental Revenues				
Rental income	\$ 19,253	\$ 18,092	\$ 1,161	6.4%
Tenant reimbursements	2,652	2,214	438	19.8%
Other income	 299	176	123	69.9%
Total Rental Revenues	22,204	20,482	1,722	8.4%
Interest income	 	_	_	0.0%
otal Revenues	22,204	20,482	1,722	8.4%
Operating Expenses				
Property expenses	6,170	5,678	492	8.7%
Depreciation and amortization	 8,841	9,457	(616)	(6.5)%
otal Operating Expenses	15,011	15,135	(124)	(0.8)%
Other Expense				
Interest expense	 (205)	533	(738)	(138.5)%
otal Other Expense	(205)	533	(738)	(138.5)%
otal Expenses	14,806	15,668	(862)	(5.5)%
Net Income	\$ 7,398	\$ 4,814	\$ 2,584	53.7%

### Same Property Portfolio NOI Reconciliation:

	 Three Months Ended March 31,									
NOI	 2016		2015	\$ Change	% Change					
Net Income	\$ 7,398	\$	4,814							
Add:										
Interest expense	(205)		533							
Depreciation and amortization	 8,841		9,457							
NOI	\$ 16,034	\$	14,804	\$ 1,230	8.3%					
Straight-line rents	(315)		(337)							
Amort. above/below market leases	 (14)		46							
Cash NOI	\$ 15,705	\$	14,513	\$ 1,192	8.2%					

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

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## **Same Property Portfolio Performance**

(1)

NOI Reconciliation, Portfolio Summary and Occupancy

(unaudited and dollars in thousands)

### Same Property Portfolio NOI Reconciliation Continued:

			Th	ree Months I	Ended	March 31,	
	2016			2015		Change	% Change
Rental income	\$	19,253	\$	18,092	\$	1,161	6.4%
Tenant reimbursements		2,652		2,214		438	19.8%
Other income		299		176		123	69.9%
Total rental revenues		22,204		20,482		1,722	8.4%
Property expenses		6,170		5,678		492	8.7%
IOI	\$	16,034	\$	14,804	\$	1,230	8.3%
Straight-line rents		(315)		(337)		22	(6.5)%
Amort. above/below market leases		(14)		46		(60)	(130.4)%
Cash NOI	\$	15,705		14,513	\$	1,192	8.2%

### Same Property Portfolio Summary:

	Same Property Portfolio	Stabilized Same Property Portfolio(2)	
Number of properties	98	92	
Square Feet	9,828,422	9,478,246	

### Same Property Portfolio Occupancy:

	March :	31, 2016	March :	31, 2015	Chang	je (ppt)
	Same Property Portfolio	Stabilized Same Property Portfolio(2)	Same Property Portfolio	Stabilized Same Property Portfolio(2)	Same Property Portfolio	Stabilized Same Property Portfolio(2)
Occupancy:						
Los Angeles County	90.9%	94.5%	89.4%	90.6%	1.5%	3.9%
Orange County	86.5%	98.4%	92.2%	97.7%	(5.7)%	0.7%
San Bernardino County	97.7%	97.7%	96.3%	96.3%	1.4%	1.4%
Ventura County	92.3%	92.3%	91.8%	91.8%	0.5%	0.5%
San Diego County	94.7%	94.7%	88.7%	88.7%	6.0%	6.0%
Total/Weighted Average	91.7%	95.1%	90.7%	91.9%	1.0%	3.2%

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

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<sup>(2)</sup> Reflects the square footage and occupancy of our Same Property Portfolio adjusted for space aggregating 350,176 rentable square feet at six of our properties that were classified as repositioning or lease-up as of March 31, 2016. For additional details, refer to page 24 of this report.

# **Joint Venture Financial Summary**

Balance Sheet (unaudited and in thousands)

	Mission Oaks (1)				sion Oaks (1)					
	Mar	ch 31, 2016	De	ecember 31, 2015	Sep	otember 30, 2015	Ju	ne 30, 2015	Mar	ch 31, 2015
Assets:										
Investments in real estate, net	\$	21,416	\$	21,558	\$	21,153	\$	20,690	\$	20,635
Cash and cash equivalents		2,837		2,474		2,631		2,891		2,573
Rents and other receivables, net		61		34		5		183		220
Deferred rent receivable		65		61		39		2		_
Deferred leasing costs and acquisition related intangible assets, net		177		140		152		74		164
Acquired above-market leases, net		_		_		_		_		44
Other assets		14		13		16		22		28
Total Assets	\$	24,570	\$	24,280	\$	23,996	\$	23,862	\$	23,664
Liabilities:										
Accounts payable, accrued expenses and other liabilities	\$	603	\$	646	\$	686	\$	836	\$	930
Deferred rent payable		_		_		_		_		4
Tenant security deposits		436		436		429		429		292
Prepaid rents		43		168		130		177		129
Total Liabilities		1,082		1,250		1,245		1,442		1,355
Equity:										
Equity		8,202		8,202		8,202		8,202		8,202
Accumulated deficit and distributions		15,286		14,828		14,549		14,218		14,107
Total Equity		23,488		23,030		22,751		22,420		22,309
Total Liabilities and Equity	\$	24,570	\$	24,280	\$	23,996	\$	23,862	\$	23,664
Rexford Industrial Realty, Inc. Ownership %:		15%		15%		15%		15%		15%

<sup>(1)</sup> These financial statements represent amounts attributable to the joint venture entities and do not represent our 15% proportionate share.

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# Joint Venture Financial Summary(1)

Statement of Operations (unaudited and in thousands)

Statement of Operations										
					Missi	on Oaks (2)				
					Three M	onths Ended	i			
	Marc	h 31, 2016	Decem	ber 31, 2015		tember 30, 2015	Jun	e 30, 2015	Mar	ch 31, 2015
Income Statement										
Rental revenues	\$	549	\$	526	\$	502	\$	373	\$	348
Tenant reimbursements		80		106		191		312		315
Other operating revenues		3		(2)		2		_		_
Total revenue		632		630		695		685		663
Total operating expense		121		288		334		423		425
NOI	\$	511	\$	342	\$	361	\$	262	\$	238
General and administrative		19		36		3		13		12
Depreciation and amortization		34		27		27		138		185
Total expense	-	174		351	-	364	-	574		622
Net Income	\$	458	\$	279	\$	331	\$	111	\$	41
EBITDA										
Net income	\$	458	\$	279	\$	331	\$	111	\$	41
Depreciation and amortization		34		27		27		138		185
EBITDA	\$	492	\$	306	\$	358	\$	249	\$	226
Rexford Industrial Realty, Inc. Ownership %:		15%		15%		15%		15%		15%
Reconciliation - Equity Income in Joint Venture										
Net income	\$	458	\$	279	\$	331	\$	111	\$	41
Rexford Industrial Realty, Inc. Ownership %:		15%		15%		15%		15%		15%
Company share		69		42		50		17		6
Intercompany eliminations/basis adjustments		(8)		(7)		(5)		(5)		(5)
Equity in net income from unconsolidated real estate entities	\$	61	\$	35	\$	45	\$	12	\$	1

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

<sup>(2)</sup> These financial statements represent amounts attributable to the joint venture entities and do not represent our 15% proportionate share.

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### Capitalization as of March 31, 2016

March 31, 2016		ecember 31, 2015		eptember 30, 2015	J	une 30, 2015	М	arch 31, 2015
55,276,567		55,265,243		55,198,780		55,051,832		54,909,083
2,026,642		2,026,642		2,066,704		2,177,573		2,296,686
57,303,209		57,291,885		57,265,484		57,229,405		57,205,769
18.16	\$	16.36	\$	13.79	\$	14.58	\$	15.81
1,040,626	\$	937,295	\$	789,691	\$	834,405	\$	904,423
445,611	\$	418,698	\$	335,904	\$	296,715	\$	269,879
(6,402)		(5,201)		(5,083)		(9,988)		(47,541)
439,209	\$	413,497	\$	330,821	\$	286,727	\$	222,338
1,479,835	\$	1,350,792	\$	1,120,512	\$	1,121,132	\$	1,126,761
29.7%		30.6%		29.5%		25.6%		19.7%
6.4x		6.3x		5.7x		5.1x		4.3x
	2,026,642 57,303,209 18.16 1,040,626 445,611 (6,402) 439,209 1,479,835	2,026,642 57,303,209 18.16 \$ 1,040,626 \$ 445,611 \$ (6,402) 439,209 \$ 1,479,835 \$	2,026,642     2,026,642       57,303,209     57,291,885       18.16     \$ 16.36       1,040,626     \$ 937,295       445,611     \$ 418,698       (6,402)     (5,201)       439,209     \$ 413,497       1,479,835     \$ 1,350,792       29.7%     30.6%	2,026,642     2,026,642       57,303,209     57,291,885       18.16     \$ 16.36       1,040,626     \$ 937,295       445,611     \$ 418,698       (6,402)     (5,201)       439,209     \$ 413,497       \$ 1,479,835     \$ 1,350,792       \$ 29.7%     \$ 30.6%	2,026,642     2,026,642     2,066,704       57,303,209     57,291,885     57,265,484       18.16     \$ 16.36     \$ 13.79       1,040,626     \$ 937,295     \$ 789,691       445,611     \$ 418,698     \$ 335,904       (6,402)     (5,201)     (5,083)       439,209     \$ 413,497     \$ 330,821       1,479,835     \$ 1,350,792     \$ 1,120,512       29.7%     30.6%     29.5%	2,026,642       2,026,642       2,066,704         57,303,209       57,291,885       57,265,484         18.16       \$ 16.36       \$ 13.79         1,040,626       \$ 937,295       \$ 789,691         445,611       \$ 418,698       \$ 335,904         (6,402)       (5,201)       (5,083)         439,209       \$ 413,497       \$ 330,821         1,479,835       \$ 1,350,792       \$ 1,120,512         29.7%       30.6%       29.5%	2,026,642       2,026,642       2,066,704       2,177,573         57,303,209       57,291,885       57,265,484       57,229,405         18.16       \$ 16.36       \$ 13.79       \$ 14.58         1,040,626       \$ 937,295       \$ 789,691       \$ 834,405         445,611       \$ 418,698       \$ 335,904       \$ 296,715         (6,402)       (5,201)       (5,083)       (9,988)         439,209       \$ 413,497       \$ 330,821       \$ 286,727         1,479,835       \$ 1,350,792       \$ 1,120,512       \$ 1,121,132         29.7%       30.6%       29.5%       25.6%	2,026,642       2,026,642       2,066,704       2,177,573         57,303,209       57,291,885       57,265,484       57,229,405         18.16       \$ 16.36       \$ 13.79       \$ 14.58       \$         1,040,626       \$ 937,295       \$ 789,691       \$ 834,405       \$         445,611       \$ 418,698       \$ 335,904       \$ 296,715       \$         (6,402)       (5,201)       (5,083)       (9,988)         439,209       \$ 413,497       \$ 330,821       \$ 286,727       \$         1,479,835       \$ 1,350,792       \$ 1,120,512       \$ 1,121,132       \$         29.7%       30.6%       29.5%       25.6%

<sup>(1)</sup> Excludes the following number of shares of unvested restricted stock: 380,861 (March 31, 2016), 333,441 (December 31, 2015), 389,123 (September 30, 2015), 407,463 (June 30, 2015) and 420,280 (March 31, 2015).

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<sup>(2)</sup> Represents outstanding common units of the Company's operating partnership, Rexford Industrial Realty, LP, that are owned by unit holders other than Rexford Industrial Realty, Inc. Represents the noncontrolling interest in our operating partnership. Excludes 166,669 unvested LTIP Units and 315,998 unvested performance units which were granted during Q4-15.

<sup>(3)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

### Debt Detail:

As of March 31, 2016

Debt Description	Maturity Date	Stated Interest Rate	Effective Interest Rate <sup>(1)</sup>	Princ	ipal Balance	Maturity Date of Effective Swaps
Secured Debt:						
\$60M Term Loan	8/1/2019(2)	LIBOR + 1.90%	3.818%	\$	60,000	2/15/2019
Gilbert/La Palma	3/1/2031	5.125%	5.125%		3,011	
12907 Imperial Highway	4/1/2018	5.950%	5.950%		5,271	
1065 Walnut St	2/1/2019(3)	4.550%	4.550%		9,829	
Unsecured Debt:						
\$100M Term Loan Facility	6/11/2019	LIBOR +1.35%(4)	3.248%		100,000	12/14/2018
\$200M Revolving Credit Facility(5)	6/11/2018(2)	LIBOR +1.40%(4)	1.837%		42,500	
\$125M Term Loan Facility(6)	1/14/2023	LIBOR +1.60%(4)	2.037%		125,000	
\$100M Senior Notes	8/6/2025	4.290%	4.290%		100,000	
Total Consolidated:			3.158%	\$	445,611	

- (1) Includes the effect of interest rate swaps effective as of March 31, 2016, and excludes the effect of discounts/premiums, deferred loan costs and the unused commitment fee.
- 2) One additional one-year extension is available, provided that certain conditions are satisfied.
- (3) One additional five-year extension is available, provided that certain conditions are satisfied.
- (4) The applicable LIBOR margin will range from 1.30% to 1.90% for the revolving credit facility, 1.25% to 1.85% for the \$100M term loan facility and 1.50% to 2.25% for the \$125M term loan facility depending on the ratio of our outstanding consolidated indebtedness to the value of our consolidated gross asset value, which is measured on a quarterly basis. As a result, the effective interest rate will fluctuate from period to period.
- 5) The credit facility is subject to an unused commitment fee which is calculated as 0.30% or 0.20% of the daily unused commitment if the balance is under \$100M or over \$100M, respectively.
- (6) We have executed a forward interest swap that will effectively fix this \$125M term loan at 1.349% plus the applicable LIBOR margin from 2/14/18 to 1/14/22.

Debt Composition:					
Category	Avg. Term Remaining (yrs) (1)	Stated Interest Rate	Effective Interest Rate	Balance	% of Total
Fixed(2)	5.5	3.86%	3.86%	\$278,111	62%
Variable <sup>(2)</sup>	5.6	LIBOR + 1.55%	1.99%	\$167,500	38%
Secured	3.6		4.10%	\$78,111	18%
Unsecured	6.0		2.96%	\$367,500	82%

(1) The weighted average remaining term to maturity of our consolidated debt is 5.6 years.

(2) If all of our interest rate swaps were effective as of March 31, 2016, our consolidated debt would be 90% fixed and 10% variable. See footnote (6) above.

Debt Maturity Schedule:							
Year	Sec	cured	Unse	cured Debt	Total	% Total	Interest Rate
2016-2017	\$	_	\$	_	\$ _	-%	-%
2018		5,271		42,500	47,771	11%	2.291%
2019		69,829		100,000	169,829	38%	3.524%
Thereafter		3,011		225,000	228,011	51%	3.066%
Total	\$	78,111	\$	367,500	\$ 445,611	100%	3.158%

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<b>Unsecured Revolv</b>	ing Credit Facility and Term Loan Facility
Covenants(1)	

	Covenant	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Maximum Leverage Ratio	less than 60%	37.8%	36.3%	30.2%	28.1%
Maximum Secured Leverage Ratio	less than 45%	6.6%	5.9%	6.2%	15.1%
Maximum Secured Recourse Debt(2)	less than 15%	<del>-</del> %	<del>-</del> %	<del>-</del> %	—%
Maximum Recourse Debt(2)	less than 15%				1.0%
Minimum Tangible Net Worth	\$582,432,000	\$755,296,000	\$753,641,000	\$755,982,000	\$756,231,000
Minimum Fixed Charge Coverage Ratio	at least 1.50 to 1.00	4.42 to 1.00	4.72 to 1.00	5.26 to 1.00	8.47 to 1.00
Unencumbered Leverage Ratio	less than 60%	35.4%	33.6%	27.1%	17.1%
Unencumbered Interest Coverage Ratio	at least 1.75 to 1.00	3.15 to 1.00	3.31 to 1.00	3.87 to 1.00	5.96 to 1.00

<sup>(1)</sup> Our actual performance for each covenant is calculated based on the definitions set forth in the loan agreement.

<sup>(2)</sup> On July 15, 2015, we amended our credit agreement. The amendment provides for, among other things, the replacement of the maximum recourse debt covenant with a maximum secured recourse debt covenant.

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at 3/31/16 (unaudited results)

		Re	Rentable Square Feet			Оссі	ıpancy		Annualized	Base Rent
Market	# Properties	Same Properties Portfolio	Non-Same Properties Portfolio	Total Portfolio	Same Properties Portfolio	Non-Same Properties Portfolio	Total Portfolio	Total Portfolio Excluding Repositioning <sup>(1)</sup>	Total (in thousands)(2)	per SF
Greater San Fernando Valley	24	2,465,431	284,550	2,749,981	88.0%	47.2%	83.8%	91.2%	\$ 21,695	\$9.4
San Gabriel Valley	12	1,213,095	116,119	1,329,214	99.3%	100.0%	99.3%	99.3%	10,591	\$8.02
Central LA	4	238,153	149,157	387,310	80.1%	100.0%	87.7%	100.0%	3,449	\$10.1
Mid-Counties	10	522,430	302,740	825,170	98.9%	79.1%	91.6%	99.2%	5,599	\$7.4
South Bay	13	652,275	337,082	989,357	84.0%	100.0%	89.4%	96.5%	8,059	\$9.1
Los Angeles County	63	5,091,384	1,189,648	6,281,032	90.9%	82.1%	89.3%	95.4%	49,393	\$8.8
North Orange County	6	579,446	64,570	644,016	98.2%	100.0%	98.4%	98.4%	5,926	\$9.35
West Orange County	2	170,865	114,912	285,777	100.0%	100.0%	100.0%	100.0%	2,263	\$7.92
South Orange County	1	46,178	_	46,178	100.0%	—%	100.0%	100.0%	371	\$8.04
OC Airport	6	511,270	_	511,270	67.4%	-%	67.4%	97.7%	3,373	\$9.78
Orange County	15	1,307,759	179,482	1,487,241	86.5%	100.0%	88.1%	98.6%	11,933	\$9.11
Inland Empire West	11	961,184	209,699	1,170,883	97.5%	92.0%	96.5%	96.5%	8,248	\$7.30
Inland Empire East	2	85,282		85,282	100.0%	—%	100.0%	100.0%	556	\$6.52
San Bernardino County	13	1,046,466	209,699	1,256,165	97.7%	92.0%	96.7%	96.7%	8,804	\$7.24
Ventura	11	1,057,367	87,181	1,144,548	92.3%	83.0%	91.6%	91.6%	8,759	\$8.35
Ventura County	11	1,057,367	87,181	1,144,548	92.3%	83.0%	91.6%	91.6%	8,759	\$8.35
North County San Diego	6	584,258	_	584,258	94.9%	—%	94.9%	94.9%	5,221	\$9.42
Central San Diego	12	664,487	657,706	1,322,193	98.2%	41.8%	70.2%	97.8%	10,436	\$11.25
South County San Diego	1	76,701	_	76,701	63.2%	—%	63.2%	63.2%	446	\$9.21
San Diego County	19	1,325,446	657,706	1,983,152	94.7%	41.8%	77.2%	95.1%	16,104	\$10.52
CONSOLIDATED TOTAL / WTD AVG	121	9,828,422	2,323,716	12,152,138	91.7%	73.0%	88.1%	95.5%	\$ 94,992	\$8.87
Unconsolidated Joint Ventures:										
Ventura	1	68,370		68,370	55.0%	0.0%	55.0%	55.0%	\$ 314	\$8.33
UNCONSOLIDATED TOTAL / WTD AVG	1	68,370		68,370	55.0%	0.0%	55.0%	55.0%	\$ 314	\$8.33
Total Portfolio:										
GRAND TOTAL / WTD AVG	122	9,896,792	2,323,716	12,220,508	91.5%	73.0%	88.0%	95.3%	\$ 95,306	\$8.87

<sup>(1)</sup> Excludes space aggregating 937,420 square feet at 10 of our properties that were in various stages of repositioning or lease-up as of March 31, 2016. See page 24 for additional details on these

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properties.
(2) Calculated for each property as monthly contracted base rent per the terms of the lease(s) at such property, as of March 31, 2016, multiplied by 12 and then multiplied by our ownership interest for such property, and then aggregated by market. Excludes billboard and antenna revenue and rent abatements.

Occupancy by County:					
	Mar 31, 2016 <sup>(1)</sup>	Dec 31, 2015	Sep 30, 2015	June 30, 2015	Mar 31, 2015
Occupancy:					
Los Angeles County	89.3%	91.4%	86.1%	87.7%	87.1%
Orange County	88.1%	86.4%	85.1%	84.4%	92.6%
San Bernardino County	96.7%	97.0%	97.2%	96.7%	96.3%
Ventura County	91.6%	95.3%	94.7%	90.8%	91.8%
San Diego County	77.2%	75.8%	91.7%	87.5%	89.0%
Total/Weighted Average	88.1%	89.2%	88.8%	88.4%	89.5%
Consolidated Portfolio SF	12,152,138	11,955,455	11,078,912	10,649,768	10,253,580

#### Leasing Activity: **Three Months Ended** Sep 30, 2015 Mar 31, 2016 Dec 31, 2015 June 30, 2015 Mar 31, 2015 Leasing Activity (SF): (2) 248,520 343,876 283,695 458,301 New leases 216,499 Renewal 712,771 237,935 323,085 442,019 319,849 Gross leasing 961,291 581,811 539,584 725,714 778,150 Expiring leases 1,071,075 378,694 455,677 857,483 625,534 Net absorption 203,117 83,907 (131,769)(3) (109,784)152,616 Retention rate 63% 71% 52%(3) 51%

# Weighted Average New/Renewal Leasing Spreads: Three Months Ended

			Tillee Months Ender	4	
	Mar 31, 2016	Dec 31, 2015	Sep 30, 2015	June 30, 2015	Mar 31, 2015
Cash Rent Change	5.6%	6.4%	5.4%	7.0%	4.5%
GAAP Rent Change	13.6%	12 9%	16.3%	15 4%	11.6%

<sup>(1)</sup> See page 19 for the occupancy by county of our total consolidated portfolio excluding repositioning space.

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<sup>(2)</sup> Excludes month-to-month tenants.

<sup>(3)</sup> Excluding the effect of two move-outs aggregating 146,133 square feet at two of our repositioning properties, Birch and Frampton, our net absorption was 14,364 square feet and our retention rate was 62%, respectively.

### Leasing Activity:

	# Leases Signed	SF of Leasing	Wtd. Avg. Lease Term	Rent Change - Cash	Rent Change - GAAP
First Quarter 2016:					
New(1)	46	248,520	4.6	15.0%	28.8%
Renewal (2)	80	712,771	3.0	4.4%	11.7%
Total/Weighted Average	126	961,291	3.4	5.6%	13.6%

### Uncommenced Leases by County:

Market	Leased SF	Uncommenced Leases Annual Base Rent (in thousands)	Total Pro Forma Annualized Base Rent (in thousands)	Pro Forma Occupancy	Pro Forma Annualized Base Rent per SF
Los Angeles County	22,288	144	\$ 49,538	89.6%	\$8.80
Orange County	_	_	11,933	88.1%	\$9.11
San Bernardino County	1,728	26	8,829	96.9%	\$7.26
Ventura County	_	_	8,759	91.6%	\$8.35
San Diego County	5,777	118	16,221	77.5%	\$10.56
Total/Weighted Average	29,793	\$ 288	\$ 95,280	88.4%	\$8.87

### Lease Expiration Schedule:

Year of Lease Expiration	# of Leases Expiring	Total Rentable SF	Annualized Base Rent (in thousands)	% of Annualized Base Rent	Annualized Base Rent per SF
Available	_	1,411,409	\$	-%	\$—
MTM Tenants	106	196,311	2,099	2.2%	\$10.69
2016	321	2,143,852	17,428	18.3%	\$8.13
2017	373	2,355,920	20,747	21.8%	\$8.81
2018	251	1,511,218	14,179	14.9%	\$9.38
2019	91	1,116,356	9,595	10.1%	\$8.60
2020	55	1,149,052	10,591	11.1%	\$9.22
2021	42	1,012,864	9,505	10.0%	\$9.38
2022	6	160,854	864	0.9%	\$5.37
2023	6	125,883	1,472	1.5%	\$11.69
2024	4	472,125	3,618	3.8%	\$7.66
2025	3	133,671	1,507	1.6%	\$11.27
Thereafter	4	362,623	3,675	3.8%	\$10.13
Total Portfolio	1,262	12,152,138	\$ 95,280	100.0%	\$8.87

<sup>(1)</sup> The cash and GAAP rent spreads for new leases excludes 17 leases aggregating 169,108 rentable square feet for which there was no comparable lease data. Comparable leases generally exclude: (i) space under repositioning, (ii) space that has been vacant for over one year, (iii) space with different lease structures (for example a change from a gross lease to a modified gross lease or a change in the leased square footage) or (iv) lease terms shorter than six months.

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<sup>(2)</sup> The cash and GAAP rent spreads for renewal leases excludes 10 leases aggregating 60,290 rentable square feet for which there was no comparable lease data, due to either (i) space with different lease structures or (ii) lease terms shorter than six months.

Top 10 Tenants:					
Tenant	Submarket	Leased SF	% of Total Ann. Base Rent	Ann. Base Rent per SF	Lease Expiration
32 Cold, LLC	Central LA	149,157	2.2%	\$13.80	3/31/2026(1)
Cosmetic Laboratories of America, LLC	Greater San Fernando Valley	319,348	2.0%	\$5.95	6/30/2020
Valeant Pharmaceuticals International, Inc.	West Orange County	170,865	1.5%	\$8.24	12/31/2019
Triumph Processing, Inc.	South Bay	164,662	1.4%	\$8.22	5/31/2030
Senior Operations, Inc.	Greater San Fernando Valley	130,800	1.2%	\$8.88	11/30/2024
Biosense Webster, Inc.	San Gabriel Valley	89,920	1.2%	\$12.82	10/31/2020(2)
KT's Kitchen	South Bay	87,420	1.2%	\$12.79	4/30/2021
Warehouse Specialists, Inc.	San Gabriel Valley	245,961	1.2%	\$4.50	11/30/2017
Department of Corrections	Inland Empire West	58,781	1.0%	\$18.25	3/31/2020
Stellar Microelectronics, Inc.	Greater San Fernando Valley	134,287	1.0%	\$7.11	3/31/2021
Top 10 Total / Weighted Average		1,551,201	13.9%	\$8.57	

<sup>(1)</sup> Includes (i) 78,280 rentable square feet expiring September 30, 2025 and (ii) 70,877 rentable square feet expiring March 31, 2026.

### Lease Segmentation by Size:

Square Feet	Number of Leases	Ann. Base Rent Leased SF (in thousands)		% of Total Ann. Base Rent	Ann. Base Rent per SF
<4,999	891	1,880,929	\$ 20,29	3 21.3%	\$10.79
5,000-9,999	145	998,760	10,23	7 10.8%	\$10.25
10,000-24,999	148	2,331,353	21,94	3 23.0%	\$9.41
25,000-49,999	34	1,212,814	10,310	10.8%	\$8.50
>50,000	44	4,316,873	32,49	2 34.1%	\$7.53
Total / Weighted Average	1,262	10,740,729	\$ 95,280	100.0%	\$8.87

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INDUSTRIAL

<sup>(2)</sup> Includes (i) 1,120 rentable square feet expiring September 30, 2016, (ii) 12,800 rentable square feet expiring September 30, 2017 and (iii) 76,000 rentable square feet expiring October 31, 2020.

### **Capital Expenditure Summary**

(unaudited results, in thousands, except square feet and per square foot data)
(data represents consolidated portfolio only)

Quarter Ended March 31, 2016					
	A	mount	SF(1)	PSF	
Tenant Improvements:					
New Leases-1st Generation	\$	205	151,824	\$ 1.35	
New Leases-2nd Generation	\$	123	97,240	\$ 1.26	
Renewals	\$	42	24,582	\$ 1.72	
Leasing Commissions & Lease Costs:					
New Leases-1st Generation	\$	784	235,803	\$ 3.32	
New Leases-2nd Generation	\$	179	139,353	\$ 1.28	
Renewals	\$	117	259,088	\$ 0.45	
Total Recurring Capex:					
Recurring Capex	\$	586	11,973,952	\$ 0.05	
Recurring Capex % of NOI		3.0%			
Recurring Capex % of Operating Revenue		2.1%			
Nonrecurring Capex	\$	4,238	3,833,818	\$ 1.11	

<sup>(1)</sup> For tenant improvements and leasing commissions, reflects the aggregate square footage of the leases in which we incurred such costs, excluding new/renewal leases in which there were no tenant improvements and/or leasing commissions. For recurring capex, reflects the weighted average square footage of our consolidated portfolio for the period. For nonrecurring capex, reflects the aggregate square footage of the properties in which we incurred such capital expenditures.

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### **Properties and Space Under** Repositioning

As of March 31, 2016

(unaudited results, in thousands, except square feet)

1,841

3,118

60%

52%

				Est. C	onstruction												
					Period		Co	sts Incurre	d								
Property (Submarket)	Rentable Square Feet	Acquisition Date	Same Property Portfolio	Start	Target Completion	Purchase Price	Rep	ositioning	In	umulative ivestment to date <sup>(1)</sup>	Projected Total restment <sup>(2)</sup>	Occ % 3/31/16	•	Actual Cash NOI 1Q- 016 <sup>(3)</sup>	s	Est. Annual tabilized ash NOI	Est.Perio until Stabilized (months)
CURRENT REPOSITIONING/LEASE- UP:																	
1601 Alton Pkwy. (OC Airport)	124,000	Jun 2014	Υ	4Q-2014	3Q-2016	\$ 13,276	\$	2,040	\$	15,316	\$ 19,078	40%	\$	106	\$	1,359	21 - 27
24105 Frampton Ave. (South Bay)	49,841	Mar 2014	Υ	2Q-2015	2Q-2016	\$ 3,930	\$	795	\$	4,725	\$ 5,447	0%	\$	(21)	\$	362	1 - 7
9615 Norwalk Blvd. (Mid- Counties) <sup>(5)</sup>	38,362	Apr 2015	N	3Q-2015	2Q-2017	\$ 9,642	\$	137	\$	9,779	\$ 23,682	0%	\$	204	\$	1,556	13 - 19
2535 Midway Drive (Central SD)	373,744	Oct 2015	N	4Q-2015	1Q-2018	\$ 19,295	\$	110	\$	19,405	\$ 46,680	0%	\$	(53)	\$	4,189	30 - 35
12247 Lakeland Rd. (Mid- Counties)	24,875	Dec 2015	N	1Q-2016	3Q-2016	\$ 4,257	\$	12	\$	4,269	\$ 4,925	0%	\$	(5)	\$	297	7 - 13
679-691 S. Anderson St. (Central LA)	47,490	Nov 2014	Υ	1Q-2016	2Q-2016	\$ 6,490	\$	225	\$	6,715	\$ 7,125	0%	\$	(15)	\$	585	3 - 9
TOTAL/WEIGHTED AVERAGE	658,312					\$ 56,890	\$	3,319	\$	60,209	\$ 106,937	8%	\$	216	(6) \$	8,348	
COMPLETED REPOSITIONIN	IG/LEASE-																
UP:																	
2610 & 2701 S. Birch St. (OC Airport) <sup>(7)</sup>	98,230	Jun 2014	Υ	2Q-2015	4Q-2015	\$ 11,000	\$	2,606	\$	13,606	\$ 13,606	15%	\$	(23)	\$	868	0 - 5
9401 De Soto Ave. (SF Valley) <sup>(7)(8)</sup>	150,263	Mar 2015	N	2Q-2015	1Q-2016	\$ 14,075	\$	1,923	\$	15,998	\$ 16,992	0%	\$	(47)	\$	1,007	0 - 5
TOTAL/WEIGHTED AVERAGE	248,493					\$ 25,075	\$	4,529	\$	29,604	\$ 30,598	6%	\$	(70)	(6) \$	1,875	
Repositioning Space																	
				Constru	ction Period		Cos	sts Incurred	ı				4	Actual			
Property (Submarket)	Rentable Square Feet	Space Under Repositioning	Same Property Portfolio	Start	Completion		Rep	ositioning			Projected Total restment <sup>(2)</sup>	Occ % 3/31/16	•	Cash NOI 1Q- 016 <sup>(3)</sup>	S	Est. Annual tabilized ash NOI	Est.Perio until Stabilized (months)
15140 & 15148 Bledsoe St. (SF Valley)	133,356	72,000	Y	1Q-2015	2Q- 2016 <sup>(3)</sup>		\$	1,217			\$ 1,277	46%	s	91	\$	882	0 - 3

<sup>(1)</sup>Cumulative investment-to-date includes the purchase price of the property and subsequent costs incurred for nonrecurring capital expenditures.

1Q-2016

(2) Projected total investment includes the purchase price of the property and an estimate of total expected nonrecurring capital expenditures to be incurred on each repositioning project to reach completion.

3Q-2016

1.217

(6) Actual NOI for the three months ended March 31, 2016, reflects the capitalization of \$105 of real estate property taxes and insurance for current repositioning, \$82 for completed repositioning/lease-up properties and \$21 for repositioning space, respectively. We will continue to capitalize real estate property taxes and insurance during the period in which construction is taking place to get each repositioning property ready for its intended use.

88,580

221.936

23,093

94.475

228th Street (South Bay)(9)

TOTAL/WEIGHTED

**AVERAGE** 

(7) As of March 31, 2016, this property is in lease-up.
(8) As of March 31, 2016, we have substantially completed the repositioning of 9401 De Soto. The remaining construction work, which consists of completing exterior improvements, is estimated to be completed in Q2-2016.

(9) The property located at 228th Street includes eight buildings, of which three buildings aggregating 23,093 rentable square feet were under repositioning as of March 31, 2016. The amounts presented on this page represent the actual and estimated costs and cash NOI of only these three buildings.

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80 (6) \$ 1,089

11 - 14

<sup>(3)</sup> Represents the actual net operating income for each property for the three months ended March 31, 2016. For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of

<sup>(4)</sup> Represents the estimated remaining number of months, as of March 31, 2016, for the property to reach stabilization. Includes time to complete construction and lease-up the property.

(5) 9615 Norwalk has 10.26 acres of partially paved storage yard/industrial land that is currently under a short-term lease. The current projected total investment reflects the cost of designing and constructing a new building after the short-term lease ends, and assumes we do not re-lease the land on a longer term basis. If we decide to re-lease the land on a longer term basis, the projected total investment would decrease to \$10,729, which reflects the cost of making improvements to the storage yard/land, including upgrading the paving and adding lighting.

# **Current Year Acquisitions Summary**

(unaudited results, data represents consolidated portfolio only)

Acquisition Date	Property Address	County	Submarket	Rentable Square Feet	Price (\$ in MM)	Occ. % at Acquisition	Occ.% at March 31, 2016
3/15/16	8525 Camino Santa Fe	San Diego	Central San Diego	59,399	\$8.5	100%	100%
3/29/16	28454 Livingston Ave	Valencia	Greater San Fernando Valley	134,287	\$16.0	100%	100%
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	For the Three Months Ended March 31, 2016		
ProForma Net Operating Income (NOI)(1)			
Total operating revenues	\$	27,370	
Property operating expenses		(7,543)	
Pro forma effect of acquisitions(2)		358	
Pro forma NOI effect of properties and space under repositioning(3)		2,603	
ProForma NOI		22,788	
Fair value lease revenue		(4)	
Straight line rental revenue adjustment		(1,095)	
ProForma Cash NOI	\$	21,689	
Balance Sheet Items			
Other assets and liabilities	March 31, 2016		
Cash and cash equivalents	\$	6,402	
Rents and other receivables, net		2,939	
Other assets		5,580	
Acquisition related deposits		400	
Accounts payable, accrued expenses and other liabilities		(14,897)	
Dividends payable		(7,814)	
Tenant security deposits		(11,995)	
Prepaid rents		(2,667)	
Total other assets and liabilities	\$	(22,052)	
Debt and Shares Outstanding			
Total consolidated debt(4)	\$	445.611	
	Ť		
Common shares outstanding(5)		55,276,567	
Operating partnership units outstanding(6)		2,026,642	

(1) For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 28 of this report.

(2) Represents the estimated incremental NOI from Q1'16 acquisitions as if they had been acquired on January 1, 2016. We have made a number of assumptions in such estimates and there can be no

assurance that we would have generated the projected levels of NOI had we actually owned the acquired entities as of January 1, 2016.

(3) Represents the estimated incremental NOI from the 10 properties that were classified as repositioning/lease-up properties as of March 31, 2016, assuming that all repositioning work had been completed and the properties/space were fully stabilized as of January 1, 2016. See page 24 for the properties included. We have made a number of assumptions in such estimates and there can be no assurance that we would have generated the projected levels of NOI had these properties actually been stabilized as of January 1, 2016.

<sup>(4)</sup> Excludes net deferred loan fees and net loan premium aggregating \$1,601.

<sup>(5)</sup> Represents outstanding shares of common stock of the Company, which excludes 380,861 shares of unvested restricted stock.

<sup>(6)</sup> Represents outstanding common units of the Company's operating partnership, Rexford Industrial Realty, L.P., that are owned by unit holders other than Rexford Industrial Realty, Inc.

# **Fixed Charge Coverage Ratio**

at 3/31/16 (unaudited and in thousands)

	For the Three Months Ended					
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015	
EBITDA	15,950	14,606	13,508	12,364	11,819	
Recurring cash distributions from unconsolidated joint ventures	74	46	54	37	34	
Fair value lease expense	(4)	48	69	46	39	
Non-cash stock compensation	934	494	443	467	348	
Straight line corporate office rent expense adjustment	(1)	(1)	21	37	24	
Loss (gain) on extinguishment of debt	_	_	253	(71)	_	
Straight line rental revenue adjustment	(1,095)	(1,409)	(1,039)	(612)	(365)	
Capitalized payments	(356)	(345)	(296)	(311)	(334)	
Note receivable discount amortization	_	_	(38)	(71)	(69)	
Gain from early repayment of note receivable	_	_	(581)	_	_	
Recurring capital expenditures	(586)	(1,346)	(921)	(871)	(392)	
2nd generation tenant improvements and leasing commissions	(461)	(762)	(701)	(893)	(706)	
Unconsolidated joint venture AFFO adjustments	(3)	(4)	(5)	4	9	
Cash flow for fixed charge coverage calculation	14,452	11,327	10,767	10,126	10,407	
Cash interest expense calculation detail:						
Interest expense	3,254	2,724	2,245	1,658	1,826	
Capitalized interest	439	306	252	186	10	
Note payable premium amortization	59	33	33	33	92	
Amortization of deferred financing costs	(221)	(194)	(200)	(209)	(209)	
Cash interest expense	3,531	2,869	2,330	1,668	1,719	
Fixed Charge Coverage Ratio	4.1x	3.9x	4.6x	6.1x	6.1>	
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#### **Definitions / Discussion of Non-GAAP Financial Measures**

Adjusted Funds from Operations (AFFO): We calculate adjusted funds from operations, or AFFO, by adding to or subtracting from FFO (i) non-cash operating revenues and expenses, (ii) capitalized operating expenditures such as leasing payroll, (iii) recurring capital expenditures required to maintain and re-tenant our properties, (iv) capitalized interest costs resulting from the repositioning/redevelopment of certain of our properties, and (v) 2nd generation tenant improvements and leasing commissions. Management uses AFFO as a supplemental performance measure because it provides a performance measure that, when compared year over year, captures trends in portfolio operating results. We also believe that, as a widely recognized measure of the performance of REITs, AFFO will be used by investors as a basis to assess our performance in comparison to other REITs. However, because AFFO may exclude certain non-recurring capital expenditures and leasing costs, the utility of AFFO as a measure of our performance is limited. Additionally, other Equity REITs may not calculate AFFO using the method we do. As a result, our AFFO may not be comparable to such other Equity REITs' AFFO. AFFO should be considered only as a supplement to net income (as computed in accordance with GAAP) as a measure of our performance.

Annualized Base Rent: Calculated for each lease as the latest monthly contracted base rent per the terms of such lease multiplied by 12. Excludes billboard and antenna revenue and rent abatements.

Capital Expenditures, Non-recurring: Expenditures made in respect of a property for improvement to the appearance of such property or any other major upgrade or renovation of such property, and further includes capital expenditures for seismic upgrades, or capital expenditures for deferred maintenance existing at the time such property was acquired.

Capital Expenditures, Recurring: Expenditures made in respect of a property for maintenance of such property and replacement of items due to ordinary wear and tear including, but not limited to, expenditures made for maintenance or replacement of parking lot, roofing materials, mechanical systems, HVAC systems and other structural systems. Recurring capital expenditures shall not include any of the following: (a) improvements to the appearance of such property or any other major upgrade or renovation of such property not necessary for proper maintenance or marketability of such property; (b) capital expenditures for seismic upgrades; or (c) capital expenditures for deferred maintenance for such property existing at the time such property was acquired.

Capital Expenditures, First Generation: Capital expenditures for newly acquired space, newly developed or redeveloped space, or change in use.

Cash NOI: Cash basis NOI is a non-GAAP measure, which we calculate by adding or subtracting from NOI (i) fair value lease revenue and (ii) straight-line rent adjustment. We use Cash NOI, together with NOI, as a supplemental performance measure. Cash NOI should not be used as a measure of our liquidity, nor is it indicative of funds available to fund our cash needs. Cash NOI should not be used as a substitute for cash flow from operating activities computed in accordance with GAAP. We use Cash NOI to help evaluate the performance of the Company as a whole, as well as the performance of our Same Property Portfolio.

EBITDA and Adjusted EBITDA: We believe that EBITDA is helpful to investors as a supplemental measure of our operating performance as a real estate company because it is a direct measure of the actual operating results of our industrial properties. We also use this measure in ratios to compare our performance to that of our industry peers. In addition, we believe EBITDA is frequently used by securities analysts, investors and other interested parties in the evaluation of Equity REITs. However, because EBITDA is calculated before recurring cash charges including interest expense and income taxes, and is not adjusted for capital expenditures or other recurring cash requirements of our business, its utility as a measure of our liquidity is limited. Accordingly, EBITDA should not be considered an alternative to cash flow from operating activities (as computed an alternative to recurring control of our operating performance. Other Equity REITs may calculate EBITDA differently than we do; accordingly, our EBITDA may not be comparable to such other Equity REITs' EBITDA. Adjusted EBITDA includes add backs of non-cash stock based compensation expense, gain on extinguishment of debt, loss on sale of real estate, non-recurring legal fees and the pro-forma effects of acquisitions and assets classified as held for sale.

Investment to Date and Total: Reflects the total purchase price for a property plus additional or planned tangible investment subsequent to acquisition.

Funds from Operations (FFO): We calculate FFO before non-controlling interest in accordance with the standards established by the National Association of Real Estate Investment Trusts ("NAREIT"). FFO represents net income (loss) (computed in accordance with GAAP), excluding gains (or losses) from sales of depreciable operating property, real estate related depreciation and amortization (excluding amortization of deferred financing costs) and after adjustments for unconsolidated partnerships and joint ventures. Management uses FFO as a supplemental performance measure because, in excluding real estate related depreciation and amortization, gains and losses from property dispositions, other than temporary impairments of unconsolidated real estate entities, and impairment on our investment in real estate, it provides a performance measure that, when compared year over year, captures trends in occupancy rates, rental rates and operating costs. We also believe that, as a widely recognized measure of performance used by other REITs, FFO may be used by investors as a basis to compare our operating performance with that of other REITs. However, because FFO excludes depreciation and amortization and captures neither the changes in the value of our properties that result from use or market conditions nor the level of capital expenditures and leasing commissions necessary to maintain the operating performance of our properties, all of which have real economic effects and could materially impact our results from operations, the utility of FFO as a measure of our performance is limited. Other equity REITs may not calculate or interpret FFO in accordance with the NAREIT definition as we do, and, accordingly, our FFO may not be comparable to such other REITs' FFO. FFO should not be used as a measure of our liquidity, and is not indicative of funds available for our cash needs, including our ability to pay dividends.

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### **Definitions / Discussion of Non-GAAP Financial Measures**

NOI: Includes the revenue and expense directly attributable to our real estate properties calculated in accordance with GAAP. Calculated as total revenue from real estate operations including i) rental revenues ii) tenant reimbursements, and iii) other income less property expenses and other property expenses (before interest expense, depreciation and amortization). We use NOI as a supplemental performance measure because, in excluding real estate depreciation and amortization expense and gains (or losses) from property dispositions, it provides a performance measure that, when compared year over year, captures trends in occupancy rates, rental rates and operating costs. We also believe that NOI will be useful to investors as a basis to compare our operating performance with that of other REITs. However, because NOI excludes depreciation and amortization expense and captures neither the changes in the value of our properties that result from use or market conditions, nor the level of capital expenditures and leasing commissions necessary to maintain the operating performance of our properties (all of which have real economic effect and could materially impact our results from operations), the utility of NOI as a measure of our performance is limited. Other equity REITs may not calculate NOI in a similar manner and, accordingly, our NOI may not be comparable to such other REITs' NOI. Accordingly, NOI should be considered only as a supplement to net income as a measure of our performance. NOI should not be used as a a substitute for cash flow from operating activities in accordance with GAAP. We use NOI to help evaluate the performance of the Company as a whole, as well as the performance of our Same Property Portfolio.

**Proforma NOI:** Proforma NOI is calculated by adding to NOI the estimated impact of current period acquisitions as if they had been acquired at the beginning of the reportable period. These estimates do not purport to be indicative of what operating results would have been had the acquisitions actually occurred at the beginning of the reportable period and may not be indicative of future operating results.

**Properties Under Repositioning:** Typically defined as properties where a significant amount of space is held vacant in order to implement capital improvements that improve the market rentability and leasing functionality of that space. Considered completed once investment is fully or nearly fully deployed and the property is marketable for leasing.

Recurring Funds From Operations (Recurring FFO): We calculate Recurring FFO by adjusting FFO to exclude the effect of non-recurring expenses and acquisition expenses

Rent Change - Cash: Compares the first month cash rent excluding any abatement on new leases to the last month rent for the most recent expiring lease. Data included for comparable leases only. Comparable leases generally exclude properties under repositioning, short-term leases, and space that has been vacant for over one year.

Rent Change - GAAP: Compares GAAP rent, which straightlines rental rate increases and abatement, on new leases to GAAP rent for the most recent expiring lease. Data included for comparable leases only. Comparable leases generally exclude properties under repositioning, short-term leases, and space that has been vacant for over one year.

Same Property Portfolio: Our Same Property Portfolio is a subset of our consolidated portfolio and includes properties that were wholly-owned by us as of January 1, 2015 and still owned by us as of March 31, 2016. The Company's computation of same property performance may not be comparable to other REITs.

Space Under Repositioning: Defined as space held vacant in order to implement capital improvements to change the leasing functionality of that space. Considered completed once the repositioning has been completed and the unit is marketable for leasing.

Stabilized Same Property Portfolio: Our Stabilized Same Property Portfolio represents the properties included in our Same Property Portfolio, adjusted to exclude space at properties that were in various stages of repositioning or lease-up.

Uncommenced Leases: Reflects signed leases that have not yet commenced as of the reporting date.

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