



Supplemental Financial Reporting Package

# Second Quarter 2016

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

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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.



# **Investor Company Summary**

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
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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
National Securities Corporation	John R. Benda
Stifel Nicolaus & Co.	John W. Guinee
Wells Fargo Securities	Blaine Heck
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<sup>(1)</sup>

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

			Three Months Ended		
	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Financial Results:					
Total rental revenues	\$ 30,497	\$ 27,370	\$ 26,059	\$ 23,335	\$ 22,281
Net income	\$ 12,792	\$ 1,477	\$ 1,056	\$ 617	\$ 196
Net income per common share-basic and diluted	\$ 0.19	\$ 0.02	\$ 0.02	\$ 0.01	\$ 0.00
Company share of Core FFO	\$ 13,920	\$ 11,962	\$ 11,870	\$ 11,201	\$ 11,089
Core FFO per common share-basic and diluted	\$ 0.22	\$ 0.22	\$ 0.21	\$ 0.20	\$ 0.20
Company share of FFO	\$ 13,309	\$ 12,123	\$ 11,365	\$ 10,780	\$ 10,220
FFO per share-basic and diluted	\$ 0.21	\$ 0.22	\$ 0.21	\$ 0.20	\$ 0.19
Adjusted EBITDA	\$ 19,679	\$ 17,074	\$ 16,385	\$ 14,607	\$ 14,066
Dividend declared per common share	\$ 0.135	\$ 0.135	\$ 0.135	\$ 0.135	\$ 0.12
Portfolio Statistics:					
Portfolio SF - consolidated	13,640,820	12,152,138	11,955,455	11,078,912	10,649,768
Ending occupancy - consolidated portfolio	90.1%	88.1%	89.2%	88.8%	88.4%
Leased percentage - consolidated portfolio	90.3%	88.4%	89.3%	90.5%	90.0%
Leasing spreads-cash	11.0%	5.6%	6.4%	5.4%	7.0%
Leasing spreads-GAAP	23.5%	13.6%	12.9%	16.3%	15.4%
Same Property Performance:					
Same Property Portfolio SF	9,643,837	9,828,422	6,083,359	6,083,359	6,083,359
Total rental revenue growth	5.3%	8.4%	2.8%	5.0%	5.5%
Total property expense growth	1.0%	8.7%	-2.2%	-3.2%	3.8%
NOI growth	6.9%	8.3%	4.8%	8.4%	6.2%
Cash NOI growth	9.1%	8.2%	7.5%	7.1%	8.0%
Same Property Portfolio ending occupancy	92.5%	91.7%	94.4%	93.7%	92.6%
Stabilized Same Property Portfolio ending occupancy	95.7%	95.1%	95.6%	94.8%	94.0%
Same Property Portfolio occupancy growth (ppt) <sup>(2)</sup>	3.5%	1.0%	1.6%	2.4%	2.3%
Capitalization:					
Common stock price at quarter end	\$ 21.09	\$ 18.16	\$ 16.36	\$ 13.79	\$ 14.58
Common shares issued and outstanding	65,679,483	55,276,567	55,265,243	55,198,780	55,051,832
Total shares and units issued and outstanding at period end <sup>(3)</sup>	67,679,046	57,303,209	57,291,885	57,265,484	57,229,405
Weighted average shares outstanding - basic and diluted	64,063,337	55,269,598	55,244,664	55,145,963	54,963,093
Total equity market capitalization	\$ 1,427,351	\$ 1,040,626	\$ 937,295	\$ 789,691	\$ 834,405
Total consolidated debt	\$ 503,009	\$ 445,611	\$ 418,698	\$ 335,904	\$ 296,715
Total combined market capitalization (debt and equity)	\$ 1,901,183	\$ 1,479,835	\$ 1,350,792	\$ 1,120,512	\$ 1,121,132
Ratios:					
Net debt to total combined market capitalization	24.9%	29.7%	30.6%	29.5%	25.6%
Net debt to Adjusted EBITDA (quarterly results annualized)	6.0x	6.4x	6.3x	5.7x	5.1x

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures and reconciliations to their nearest GAAP equivalents, see the definitions section and reconciliation section beginning on page 29 and page 8 of this report, respectively.

(2) 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.

(3) Includes the following number of OP Units held by noncontrolling interests: 1,999,563 (Jun 30, 2016), 2,026,642 (Mar 31, 2016), 2,026,642 (Dec 31, 2015), 2,066,704 (Sep 30, 2015) and 2,177,573 (Jun 30, 2015). Excludes the following number of shares of unvested restricted stock: 356,249 (Jun 30, 2016), 380,861 (Mar 31, 2016), 333,441 (Dec 31, 2015), 389,123 (Sep 30, 2015) and 407,463 (Jun 30, 2015). Excludes 166,669 unvested LTIP Units and 315,998 unvested performance units granted during Q4-15.



## **Consolidated Balance Sheets**

(unaudited and in thousands)

	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Assets					
Land	\$ 605,694	\$ 501,972	\$ 492,704	\$ 445,454	\$ 420,349
Buildings and improvements	745,968	667,675	650,075	620,341	586,178
Tenant improvements	33,873	30,305	28,977	26,539	25,008
Furniture, fixtures, and equipment	175	188	188	188	188
Construction in progress	23,714	17,662	16,822	14,265	13,181
Total real estate held for investment	1,409,424	1,217,802	1,188,766	1,106,787	1,044,904
Accumulated depreciation	(117,590	) (111,167	) (103,623)	(96,403)	(89,539)
Investments in real estate, net	1,291,834	1,106,635	1,085,143	1,010,384	955,365
Cash and cash equivalents	29,177	6,402	5,201	5,083	9,988
Restricted cash	17,979	_	_	-	_
Notes receivable	-	_	-	-	13,137
Rents and other receivables, net	3,010	2,939	3,040	2,221	2,210
Deferred rent receivable	9,585	8,670	7,827	7,009	6,067
Deferred leasing costs, net	6,531	6,001	5,331	5,044	4,526
Deferred loan costs, net	1,146	1,296	1,445	1,595	1,745
Acquired lease intangible assets, net <sup>(1)</sup>	37,789	28,802	30,383	27,838	28,580
Indefinite-lived intangible	5,271	5,271	5,271	5,271	5,271
Other assets	5,589	5,580	5,523	5,491	5,221
Acquisition related deposits	400	400	_	1,250	1,400
Investment in unconsolidated real estate entities	4,203	4,144	4,087	4,056	4,018
Total Assets	\$ 1,412,514	\$ 1,176,140	\$ 1,153,251	\$ 1,075,242	\$ 1,037,528
Liabilities					
Notes payable	\$ 500,608	\$ 444,010	\$ 418,154	\$ 335,058	\$ 296,333
Interest rate swap liability	7,551	4,949	3,144	4,716	2,960
Accounts payable and accrued expenses	10,877	14,897	12,631	13,886	9,257
Dividends and distributions payable	9,212	7,814	7,806	7,504	6,655
Acquired lease intangible liabilities, net <sup>(2)</sup>	4,346	3,307	3,387	2,700	2,579
Tenant security deposits	13,769	11,995	11,539	10,523	9,711
Prepaid rents	3,367	2,667	2,846	1,935	2,517
Total Liabilities	549,730	489,639	459,507	376,322	330,012
Equity					
Common stock	657	554	553	552	550
Additional paid in capital	897,991	723,074	722,722	722,102	720,583
Cumulative distributions in excess of earnings	(50,733	) (54,192	) (48,103)	(41,613)	(34,702)
Accumulated other comprehensive loss	(7,328	) (4,728	) (3,033)	(4,546)	(2,847)
Total stockholders' equity	840,587	664,708		676,495	683,584
Noncontrolling interests	22,197	21,793		22,425	23,932
Total Equity	862,784	686,501	693,744	698,920	707,516
Total Liabilities and Equity	\$ 1,412,514	\$ 1,176,140	\$ 1,153,251	\$ 1,075,242	\$ 1,037,528

<sup>(1)</sup> Includes net above-market tenant lease intangibles of \$6,348 (June 30, 2016), \$5,818 (March 31, 2016), \$6,225 (December 31, 2015), \$5,621 (September 30, 2015) and \$5,725 (June 30, 2015).

<sup>(2)</sup> Includes net below-market tenant lease intangibles of \$4,149 (June 30, 2016), \$3,102 (March 31, 2016), 3,174 (December 31, 2015), \$2,479 (September 30, 2015) and \$2,350 (June 30, 2015).



**Quarterly Results** 

				Three Months Ended		
	J	une 30, 2016	 March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Revenues						
Rental income	\$	26,119	\$ 23,499	\$ 22,665	\$ 20,617	\$ 19,275
Tenant reimbursements		4,119	3,558	3,074	2,377	2,844
Other income		259	313	320	341	162
Total Rental Revenues		30,497	 27,370	26,059	23,335	22,281
Management, leasing, and development services		111	134	105	186	161
Interest income		_	_		153	280
Total Revenues		30,608	27,504	26,164	23,674	22,722
Operating Expenses						
Property expenses		7,959	7,543	7,118	6,237	5,874
General and administrative		4,521	3,602	3,952	3,778	3,740
Depreciation and amortization		12,610	 11,214	10,821	10,642	 10,490
Total Operating Expenses		25,090	 22,359	21,891	20,657	20,104
Other Expenses						
Acquisition expenses		635	475	528	528	847
Interest expense		3,716	 3,254	2,724	2,245	 1,658
Total Other Expenses		4,351	3,729	3,252	2,773	2,505
Total Expenses		29,441	 26,088	25,143	23,430	 22,609
Equity in income from unconsolidated real estate entities		62	 61	35	45	 12
Gain from early repayment of note receivable		_	—	—	581	—
(Loss) gain on extinguishment of debt		_	-	-	(253)	71
Gains on sale of real estate		11,563	 _			 —
Net Income		12,792	1,477	1,056	617	196
Less: net income attributable to noncontrolling interest		(418)	 (52)	(40)	(24)	 (8)
Net income attributable to Rexford Industrial Realty, Inc.		12,374	 1,425	1,016	593	 188
Less: earnings allocated to participating securities		(75)	 (78)	(71)	(53)	(49)
Net income attributable to common stockholders	\$	12,299	\$ 1,347	\$ 945	\$ 540	\$ 139
Earnings per Common Share - Basic and Diluted						
Net income attributable to common stockholders	\$	0.19	\$ 0.02	\$ 0.02	\$ 0.01	\$ 0.00
Weighted average shares outstanding - basic and diluted		64,063,337	55,269,598	55,244,664	55,145,963	54,963,093



# **Consolidated Statements of Operations**

**Quarterly Results** 

(unaudited and in thousands)

	$\begin{array}{c c c c c c c c c c c c c c c c c c c $						June 30,
		2016		2015	2016		2015
Rental Revenues							
Rental income	\$	26,119	\$	19,275	\$ 49,6	L8 \$	37,832
Tenant reimbursements		4,119		2,844	7,6	77	5,028
Other income		259		162	5	72	352
Total Rental Revenues		30,497		22,281	57,8	57	43,212
Management, leasing, and development services		111		161	2	15	293
Interest income				280			557
Total Revenues		30,608		22,722	58,1	12	44,062
Operating Expenses							
Property expenses		7,959		5,874	15,5	)2	11,645
General and administrative		4,521		3,740	8,1	23	7,286
Depreciation and amortization		12,610		10,490	23,8	24	20,374
Total Operating Expenses		25,090		20,104	47,4	19	39,305
Other Expense							
Acquisition expenses		635		847	1,1	10	1,080
Interest expense		3,716		1,658	6,9	70	3,484
Total Other Expense		4,351		2,505	8,0	30	4,564
Total Expenses		29,441		22,609	55,5	29	43,869
Equity in income from unconsolidated real estate entities		62		12	1	23	13
Gain on extinguishment of debt		_		71		_	71
Gains on sale of real estate		11,563			11,5	53	_
Net Income		12,792		196	14,2	59	277
Less: net income attributable to noncontrolling interest		(418)		(8)	(4	70)	(12
Net income attributable to Rexford Industrial Realty, Inc.		12,374		188	13,7	99	265
Less: earnings allocated to participating securities		(75)		(49)	(1	53)	(99
Net income attributable to common stockholders	Ś	12,299	Ś	139	\$ 13,6	16 \$	166



# Non-GAAP FFO and Core FFO Reconciliations<sup>(1)</sup>

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

				Re	xford Industrial Realty,	Inc.		
					Three Months Ended			
	J	une 30, 2016	ſ	March 31, 2016	December 31, 2015	Septemb	oer 30, 2015	June 30, 2015
Net Income	\$	12,792	\$	1,477	\$ 1,056	\$	617	\$ 196
Add:								
Depreciation and amortization		12,610		11,214	10,821		10,642	10,490
Depreciation and amortization from unconsolidated joint ventures		5		5	5		4	20
Deduct:								
Gains on sale of real estate		11,563		_	_		_	—
Funds From Operations (FFO) <sup>(2)</sup>		13,844		12,696	11,882		11,263	10,706
Less: FFO attributable to noncontrolling interests <sup>(3)</sup>		(421)		(449)	(418)		(407)	(410)
Less: FFO attributable to participating securities <sup>(4)</sup>		(114)		(124)	(99)		(76)	(76)
Company share of FFO <sup>(3)(4)</sup>	\$	13,309	\$	12,123	\$ 11,365	\$	10,780	\$ 10,220
FFO per share-basic and diluted	\$	0.21	\$	0.22	\$ 0.21	\$	0.20	\$ 0.19
FFO	\$	13,844	\$	12,696	\$ 11,882	\$	11,263	\$ 10,706
Add:								
Legal fees (reimbursements) <sup>(5)</sup>		_		(643)	-		(88)	64
Acquisition expenses		635		475	528		528	847
Core FFO <sup>(2)</sup>		14,479		12,528	12,410		11,703	11,617
Less: Core FFO attributable to noncontrolling interests <sup>(3)</sup>		(440)		(443)	(437)		(423)	(446)
Less: Core FFO attributable to participating securities <sup>(4)</sup>		(119)		(123)	(103)		(79)	(82)
Company share of Core FFO	\$	13,920	\$	11,962	\$ 11,870	\$	11,201	\$ 11,089
Core FFO per share-basic and diluted	\$	0.22	\$	0.22	\$ 0.21	\$	0.20	\$ 0.20
Weighted-average shares outstanding-basic and diluted		64,063,337		55,269,598	55,244,664		55,145,963	54,963,093
Weighted-average diluted shares and units		66,075,055		57,296,240	57,289,069		57,257,186	57,220,536

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

(2) FFO and Core 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 Core 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> 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 Industrial Realty,	Inc.	
				Three Months Ended	-	
	June 30, 2016		March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Funds From Operations <sup>(2)</sup>	\$ 13,8	44 \$	\$ 12,696	\$ 11,882	\$ 11,263	\$ 10,706
Add:						
Amortization of deferred financing costs	2	64	221	194	200	209
Net fair value lease revenue (expense)		60	(4)	48	69	46
Non-cash stock compensation	9	53	934	494	443	467
Straight line corporate office rent expense adjustment	(	11)	(1)	(1)	21	37
Loss (gain) on extinguishment of debt		_	_	_	253	(71)
Deduct:						
Straight line rental revenue adjustment <sup>(3)</sup>	9	22	1,095	1,409	1,039	612
Capitalized payments <sup>(4)</sup>	7	35	795	651	548	497
Note receivable discount amortization		—	-	-	38	71
Note payable premium amortization		59	59	33	33	33
Gain from early repayment of note receivable		_	-	-	581	-
Recurring capital expenditures <sup>(5)</sup>	8	48	586	1,346	921	871
2nd generation tenant improvements and leasing commissions <sup>(6)</sup>	1,4	83	461	762	701	893
Unconsolidated joint venture AFFO adjustments		9	3	4	5	(4)
Adjusted Funds From Operations (AFFO)	\$ 11,0	54 🗧	\$ 10,847	\$ 8,412	\$ 8,383	\$ 8,421

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

<sup>(2)</sup> A reconciliation of net income to Funds From Operations is set forth on page 9 of this report.

(3) The straight line rental revenue adjustment includes concessions of \$767, \$848, \$727, \$870, and \$485 for the three months ended June 30, 2016, March 31, 2016, December 31, 2015, September 30, 2015 and June 30, 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 \$5,430, \$4,238, \$4,018, \$4,222, and \$3,312 for the three months ended June 30, 2016, March 31, 2016, December 31, 2015, September 30, 2015 and June 30, 2015, respectively.

(6) Excludes 1st generation tenant improvements and leasing commissions of \$1,064, \$989, \$418, \$624 and \$996 for the three months ended June 30, 2016, March 31, 2016, December 31, 2015, September 30, 2015 and June 30, 2015, respectively.



(unaudited and in thousands)

		Rex	ford Industrial Realty,	Inc.	
			Three Months Ended		
	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Rental income	\$ 26,119	\$ 23,499	\$ 22,665	\$ 20,617	\$ 19,275
Tenant reimbursements	4,119	3,558	3,074	2,377	2,844
Other income	259	313	320	341	162
Total Rental Revenues	30,497	27,370	26,059	23,335	22,281
Property Expenses	7,959	7,543	7,118	6,237	5,874
Net Operating Income (NOI)	\$ 22,538	\$ 19,827	\$ 18,941	\$ 17,098	\$ 16,407
Net fair value lease revenue (expense)	60	(4)	48	69	46
Straight line rental revenue adjustment	(922)	(1,095)	(1,409)	(1,039)	(612)
Cash NOI	\$ 21,676	\$ 18,728	\$ 17,580	\$ 16,128	\$ 15,841
Net Income	\$ 12,792	\$ 1,477	\$ 1,056	\$ 617	\$ 196
Add:					
General and administrative	4,521	3,602	3,952	3,778	3,740
Depreciation and amortization	12,610	11,214	10,821	10,642	10,490
Acquisition expenses	635	475	528	528	847
Interest expense	3,716	3,254	2,724	2,245	1,658
Loss (gain) on extinguishment of debt	_	-	-	253	(71)
Subtract:					
Management, leasing, and development services	111	134	105	186	161
Interest income	—	—	—	153	280
Equity in income from unconsolidated real estate entities	62	61	35	45	12
Gain from early repayment of note receivable	_	_	—	581	_
Gains on sale of real estate	11,563				_
NOI	\$ 22,538	\$ 19,827	\$ 18,941	\$ 17,098	\$ 16,407
Net fair value lease revenue (expense)	60	(4)	48	69	46
Straight line rental revenue adjustment	(922)	(1,095)	(1,409)	(1,039)	(612)
Cash NOI	\$ 21,676	\$ 18,728	\$ 17,580	\$ 16,128	\$ 15,841

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.



# Statement of Operations Reconciliations - EBITDA and Adjusted EBITDA<sup>(1)</sup>

(unaudited and in thousands)

			Re	xford Industrial Realty,	Inc.	
				Three Months Ended		
	Jui	ne 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
Net income	\$	12,792	\$ 1,477	\$ 1,056	\$ 617	\$ 196
Interest expense		3,716	3,254	2,724	2,245	1,658
Depreciation and amortization		12,610	11,214	10,821	10,642	10,490
Proportionate share of real estate related depreciation and						
amortization from unconsolidated joint ventures		5	5	5	4	20
EBITDA	\$	29,123	\$ 15,950	\$ 14,606	\$ 13,508	\$ 12,364
Stock-based compensation amortization		953	934	494	443	467
Gains on sale of real estate		(11,563)	-	-	—	-
Loss (gain) on extinguishment of debt		—	-	-	253	(71)
Gain from early repayment of note receivable		—	-	-	(581)	-
Legal fees (reimbursements) <sup>(2)</sup>		—	(643)	-	(88)	64
Acquisition expenses		635	475	528	528	847
Pro forma effect of acquisitions <sup>(3)</sup>		567	358	757	544	395
Pro forma effect of dispositions <sup>(4)</sup>		(36)	-	-	_	_
Adjusted EBITDA	\$	19,679	\$ 17,074	\$ 16,385	\$ 14,607	\$ 14,066

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

<sup>(2)</sup> 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.

(3) Represents the estimated impact on EBITDA of Q2'16 acquisitions as if they had been acquired April 1, 2016, Q1'16 acquisitions as if they had been acquired January 1, 2016, Q4'15 acquisitions as if they had been acquired July 1, 2015 and Q2'15 acquisitions as if they had been acquired April 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.

<sup>(4)</sup> Represents the impact on Q2'16 EBITDA of Q2'16 dispositions as if they had been sold as of April 1, 2016. See page 26 for a detail of disposition properties.



## NOI and Cash NOI and Reconciliation to Net Income

### Same Property Portfolio NOI and Cash NOI:

	Three Months Ended June 30,								Six months ended June 30,								
	 2016		2015		\$ Change	% Change		201	.6		2015	\$	Change	% Change			
Rental income	\$ 19,230	\$	17,891	\$	1,339	7.5%	\$		38,253	\$	35,782	\$	2,471	6.9%			
Tenant reimbursements	2,558		2,818		(260)	(9.2)%			5,195		5,008		187	3.7%			
Other income	178		143		35	24.5%			352		320		32	10.0%			
Total rental revenues	21,966		20,852		1,114	5.3%			43,800		41,110		2,690	6.5%			
Property expenses	5,695		5,638		57	1.0%			11,778		11,261		517	4.6%			
Same property portfolio NOI	\$ 16,271	\$	15,214	\$	1,057	6.9%	\$		32,022	\$	29,849	\$	2,173	7.3%			
Straight-line rents	(147)		(394)		247	(62.7)%			(474)		(741)		267	(36.0)%			
Amort. above/below market leases	79		27		52	192.6%			65		73		(8)	(11.0)%			
Same property portfolio Cash NOI	\$ 16,203	\$	14,847	\$	1,356	9.1%	\$		31,613	\$	29,181	\$	2,432	8.3%			

### Reconciliation of Same Property Cash NOI and Same Property Portfolio NOI to Net Income:

		Three Mor	nths E	inded	June 30,				Six months e	nded June 30,	
	 2016	2015			\$ Change	% Change		2016	2015	\$ Change	% Change
Same property portfolio cash NOI	\$ 16,203	14,8	347				\$	31,613	 29,181		
Straight-line rents	147	3	894					474	741		
Amort. above/below market leases	(79)		(27)					(65)	(73)		
Same property portfolio NOI	\$ 16,271	\$ 15,2	214	\$	1,057	6.9%	\$	32,022	\$ 29,849	\$ 2,173	7.3%
Non-comparable property operating revenues	 8,531	1,4	29				_	14,067	2,102		
Non-comparable property expenses	(2,264)	(2	236)					(3,724)	(384)		
Total consolidated portfolio NOI	\$ 22,538	\$ 16,4	107	\$	6,131	37.4%	\$	42,365	\$ 31,567	\$ 10,798	34.2%
Add:	 		_				_				
Management, leasing and development services	111	1	161					245	293		
Interest income	—	2	280					-	557		
Equity in income from unconsolidated real estate entities	62		12					123	13		
Gains on sale of real estate	11,563		-					11,563	_		
Gain on extinguishment of debt	-		71					-	71		
Deduct:											
General and administrative	4,521	3,7	740					8,123	7,286		
Depreciation and amortization	12,610	10,4	190					23,824	20,374		
Acquisition expenses	635	8	347					1,110	1,080		
Interest expense	3,716	1,6	58					6,970	3,484		
Net income	\$ 12,792	\$ 1	.96	\$	12,596	6,426.5%	\$	14,269	\$ 277	\$ 13,992	5,051.3%

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

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# Same Property Portfolio Performance (1)

## Portfolio Summary and Occupancy

### Same Property Portfolio Summary:

	Same Property Portfolio <sup>(2)</sup>	Stabilized Same Property Portfolio <sup>(3)</sup>	
Number of properties	96	90	
Square Feet	9,643,837	9,325,373	

### Same Property Portfolio Occupancy:

	June 30	), 2016	Jun	e 30, 2015	Chan	ge (ppt)
	Same Property Portfolio	Stabilized Same Property Portfolio <sup>(2)</sup>	Same Property Portfolio	Stabilized Same y Property Portfolio <sup>(2)</sup>	Same Property Portfolio	Stabilized Same Property Portfolio <sup>(2)</sup>
Occupancy:						
Los Angeles County	91.8%	94.8%	88.9%	91.2%	2.9%	3.6%
Orange County	86.1%	97.9%	83.6%	96.2%	2.5%	1.7%
San Bernardino County	98.2%	98.2%	96.7%	96.7%	1.5%	1.5%
San Diego County	97.0%	97.0%	86.9%	86.9%	10.1%	10.1%
Ventura County	92.9%	92.9%	90.8%	90.8%	2.1%	2.1%
Total/Weighted Average	92.5%	95.7%	89.0%	91.3%	3.5%	4.4%

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

<sup>(2)</sup> The Same Property Portfolio statistics reflect the disposition of properties aggregating 183,111 rentable square feet. See page 26 for a detail of disposition properties.

<sup>(3)</sup> Reflects the square footage and occupancy of our Same Property Portfolio adjusted for space aggregating 318,464 rentable square feet at six of our properties that were classified as repositioning or leaseup as of June 30, 2016. For additional details, refer to pages 24 - 25 of this report.



# Joint Venture Financial Summary

**Balance Sheet** 

(unaudited and in thousands)

					Missi	on Oaks <sup>(1)</sup>				
	Jun	e 30, 2016	M	larch 31, 2016		ber 31, 2015	Septe	ember 30, 2015		June 30, 2015
Assets:										
Investments in real estate, net	\$	21,532	\$	21,416	\$	21,558	\$	21,153	\$	20,690
Cash and cash equivalents		2,702		2,837		2,474		2,631		2,891
Rents and other receivables, net		100		61		34		5		183
Deferred rent receivable		85		65		61		39		2
Deferred leasing costs and acquisition related intangible assets, net		156		177		140		152		74
Other assets		4		14		13		16		22
Total Assets	\$	24,579	\$	24,570	\$	24,280	\$	23,996	\$	23,862
Liabilities:										
Accounts payable, accrued expenses and other liabilities	\$	157	\$	603	\$	646	\$	686	\$	836
Tenant security deposits		436		436		436		429		429
Prepaid rents		33		43		168		130		177
Total Liabilities		626		1,082		1,250		1,245		1,442
									_	
Equity:										
Equity		8,202		8,202		8,202		8,202		8,202
Accumulated deficit and distributions		15,751		15,286		14,828		14,549		14,218
Total Equity		23,953		23,488		23,030		22,751		22,420
Total Liabilities and Equity	\$	24,579	\$	24,570	\$	24,280	\$	23,996	\$	23,862
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.



# Joint Venture Financial Summary<sup>(1)</sup>

### **Statement of Operations**

### **Statement of Operations**

					Mission Oaks <sup>(2)</sup>			
					Three Months Ended			
	Jur	ne 30, 2016	March 3	1, 2016	December 31, 2015	Sep	otember 30, 2015	 lune 30, 2015
Income Statement								
Rental revenues	\$	526	\$	549	\$ 526	\$	502	\$ 373
Tenant reimbursements		121		80	106		191	312
Other operating revenues		9		3	(2)		2	 —
Total revenue		656		632	630		695	685
Total operating expense		160		121	288		334	 423
NOI	\$	496	\$	511	\$ 342	\$	361	\$ 262
General and administrative		(2)		19	36		3	13
Depreciation and amortization		33		34	27		27	 138
Total expense		191		174	351	_	364	 574
Net Income	\$	465	\$	458	\$ 279	\$	331	\$ 111
EBITDA								
Net income	\$	465	\$	458	\$ 279	\$	331	\$ 111
Depreciation and amortization		33		34	27		27	 138
EBITDA	\$	498	\$	492	\$ 306	\$	358	\$ 249
Rexford Industrial Realty, Inc. Ownership %:		15%	159	%	15%		15%	15%
Reconciliation - Equity Income in Joint Venture								
Net income	\$	465	\$	458	\$ 279	\$	331	\$ 111
Rexford Industrial Realty, Inc. Ownership %:		15%		15%	15%	0	15%	15%
Company share		69		69	42		50	17
Intercompany eliminations/basis adjustments		(7)		(8)	(7)		(5)	(5)
Equity in net income from unconsolidated real estate entities	\$	62	\$	61	\$ 35	\$	45	\$ 12

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 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.



### Capitalization as of June 30, 2016

Description	June 30, 2016	March 31, 2016	De	cember 31, 2015	Sej	otember 30, 2015	June 30, 2015
Common shares outstanding <sup>(1)</sup>	65,679,483	55,276,567		55,265,243		55,198,780	55,051,832
Operating partnership units outstanding <sup>(2)</sup>	 1,999,563	 2,026,642		2,026,642		2,066,704	 2,177,573
Total shares and units outstanding at period end	 67,679,046	57,303,209		57,291,885		57,265,484	57,229,405
Share price at end of quarter	\$ 21.09	\$ 18.16	\$	16.36	\$	13.79	\$ 14.58
Total Equity Market Capitalization	\$ 1,427,351	\$ 1,040,626	\$	937,295	\$	789,691	\$ 834,405
Total Debt	\$ 503,009	\$ 445,611	\$	418,698	\$	335,904	\$ 296,715
Less: Cash and cash equivalents	 (29,177)	 (6,402)		(5,201)		(5,083)	 (9,988)
Net Debt	\$ 473,832	\$ 439,209	\$	413,497	\$	330,821	\$ 286,727
Total Combined Market Capitalization (Debt and Equity)	\$ 1,901,183	\$ 1,479,835	\$	1,350,792	\$	1,120,512	\$ 1,121,132
Net debt to total combined market capitalization	24.9%	29.7%		30.6%		29.5%	25.6%
Net debt to Adjusted EBITDA (quarterly results annualized) <sup>(3)</sup>	6.0x	6.4x		6.3x		5.7x	5.1x

<sup>(1)</sup> Excludes the following number of shares of unvested restricted stock: 356,249 (June 30, 2016), 380,861 (March 31, 2016), 333,441 (December 31, 2015), 389,123 (September 30, 2015) and 407,463 (June 30, 2015).

(2) 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 29 of this report.



### Debt Detail:

As of June 30, 2016

Debt Description	Maturity Date	Stated Interest Rate	Effective Interest Rate <sup>(1)</sup>	Princi	pal Balance	Maturity Date of Effective Swaps
Secured Debt:				_		
\$60M Term Loan	8/1/2019 <sup>(2)</sup>	LIBOR + 1.90%	3.818%	\$	60,000	2/15/2019
Gilbert/La Palma	3/1/2031	5.125%	5.125%		2,977	
12907 Imperial Highway	4/1/2018	5.950%	5.950%		5,242	
1065 Walnut St	2/1/2019 <sup>(3)</sup>	4.550%	4.550%		9,790	
Unsecured Debt:						
\$100M Term Loan Facility	6/11/2019	LIBOR +1.35% <sup>(4)</sup>	3.248%		100,000	12/14/2018
\$200M Revolving Credit Facility <sup>(5)</sup>	6/11/2018 <sup>(2)</sup>	LIBOR +1.40% <sup>(4)</sup>	1.865%		_	
\$225M Term Loan Facility <sup>(6)</sup>	1/14/2023	LIBOR +1.60% <sup>(4)</sup>	2.065%		225,000	
\$100M Senior Notes	8/6/2025	4.290%	4.290%		100,000	
Total Consolidated:			3.059%	\$	503,009	

(1) Includes the effect of interest rate swaps effective as of June 30, 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 \$225M 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 two interest rate swaps that will effectively fix this \$225M term loan as follows: (i) \$125M at 1.349% plus the applicable LIBOR margin from 2/14/18 to 1/14/22 and (ii) \$100M at 1.406% plus the applicable LIBOR margin from 8/14/18 to 1/14/22.

#### **Debt Composition:**

Category	Avg. Term Remaining (yrs) <sup>(1)</sup>	Stated Interest Rate	Effective Interest Rate	Balance	% of Total
Fixed <sup>(2)</sup>	5.3	3.86%	3.86%	\$278,009	55%
_Variable <sup>(2)</sup>	6.5	LIBOR + 1.60%	2.07%	\$225,000	45%
Secured	3.4		4.10%	\$78,009	16%
Unsecured	6.3		2.87%	\$425,000	84%

(1) The weighted average remaining term to maturity of our consolidated debt is 5.8 years.

(2) If all of our interest rate swaps were effective as of June 30, 2016, our consolidated debt would be 100% fixed and 0% variable. See footnote (6) above.

Debt Maturity Schedule:					
Year	Secured	Unsecured Debt	Total	% Total	Effective Interest Rate
2016-2017	\$ —	\$ —	\$ —	—%	—%
2018	5,242	-	5,242	1%	5.950%
2019	69,790	100,000	169,790	34%	3.524%
Thereafter	2,977	325,000	327,977	65%	2.771%
Total	\$ 78,009	\$ 425,000	\$ 503,009	100%	3.059%

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### Unsecured Revolving Credit Facility and Term Loan Facility Covenants<sup>(1)</sup>

	Covenant	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015
Maximum Leverage Ratio	less than 60%	36.2%	37.8%	36.3%	30.2%
Maximum Secured Leverage Ratio	less than 45%	5.6%	6.6%	5.9%	6.2%
Maximum Secured Recourse Debt	less than 15%	—%	—%	—%	—%
Minimum Tangible Net Worth	\$582,432,000	\$913,570,000	\$755,296,000	\$753,641,000	\$755,982,000
Minimum Fixed Charge Coverage Ratio	at least 1.50 to 1.00	4.40 to 1.00	4.42 to 1.00	4.72 to 1.00	5.26 to 1.00
Unencumbered Leverage Ratio	less than 60%	34.1%	35.4%	33.6%	27.1%
Unencumbered Interest Coverage Ratio	at least 1.75 to 1.00	3.20 to 1.00	3.15 to 1.00	3.31 to 1.00	3.87 to 1.00

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



# **Portfolio Overview**

## at 6/30/16

### **Consolidated Portfolio:**

		Re	entable Square Fee	t		Occup	oancy		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) <sup>(2)</sup>	per SF		
Central LA	4	238,153	149,157	387,310	80.1%	100.0%	87.7%	100.0%	\$ 3,449	\$10.15		
Greater San Fernando Valley	25	2,450,458	347,953	2,798,411	90.7%	56.8%	86.5%	92.8%	22,735	\$9.39		
Mid-Counties	9	369,350	302,740	672,090	98.4%	79.1%	89.7%	99.0%	5,762	\$9.56		
San Gabriel Valley	14	1,213,095	520,969	1,734,064	98.6%	100.0%	99.0%	99.0%	12,568	\$7.32		
South Bay	12	635,741	337,082	972,823	83.4%	100.0%	89.1%	96.4%	7,975	\$9.20		
Los Angeles County	64	4,906,797	1,657,901	6,564,698	91.8%	87.1%	90.6%	96.1%	52,489	\$8.83		
North Orange County	6	579,446	64,570	644,016	98.0%	100.0%	98.2%	98.2%	5,996	\$9.48		
OC Airport	8	511,270	243,371	754,641	66.8%	100.0%	77.5%	98.1%	5,443	\$9.31		
South Orange County	3	46,178	283,280	329,458	100.0%	100.0%	100.0%	100.0%	2,793	\$8.48		
West Orange County	3	170,865	322,865	493,730	100.0%	100.0%	100.0%	100.0%	4,283	\$8.68		
Orange County	20	1,307,759	914,086	2,221,845	86.1%	100.0%	91.8%	98.9%	18,514	\$9.07		
Inland Empire East	2	85,282	_	85,282	100.0%	—%	100.0%	100.0%	558	\$6.54		
Inland Empire West	13	961,184	568,109	1,529,293	98.1%	97.3%	97.8%	97.8%	10,465	\$7.00		
San Bernardino County	15	1,046,466	568,109	1,614,575	98.2%	97.3%	97.9%	97.9%	11,023	\$6.97		
Ventura	11	1,057,369	87,181	1,144,550	92.9%	78.9%	91.8%	91.8%	8,845	\$8.42		
Ventura County	11	1,057,369	87,181	1,144,550	92.9%	78.9%	91.8%	91.8%	8,845	\$8.42		
Central San Diego	13	664,487	769,706	1,434,193	97.7%	50.4%	72.3%	97.8%	11,567	\$11.15		
North County San Diego	6	584,258	-	584,258	96.0%	-%	96.0%	96.0%	5,370	\$9.58		
South County San Diego	1	76,701		76,701	99.4%	-%	99.4%	99.4%	705	\$9.25		
San Diego County	20	1,325,446	769,706	2,095,152	97.0%	50.4%	79.9%	97.3%	17,642	\$10.54		
CONSOLIDATED TOTAL / WTD AVG	130	9,643,837	3,996,983	13,640,820	92.5%	84.3%	90.1%	96.5%	\$ 108,513	\$8.83		
Unconsolidated Joint Ventures:												
Ventura	1	68,370	_	68,370	55.0%	0.0%	55.0%	55.0%	\$ 317	\$8.43		
UNCONSOLIDATED TOTAL / WTD AVG	1	68,370	_	68,370	55.0%	0.0%	55.0%	55.0%	\$ 317	\$8.43		
Total Portfolio:												
GRAND TOTAL / WTD AVG	131	9,712,207	3,996,983	13,709,190	92.3%	84.3%	89.9%	96.3%	\$ 108,830	\$8.83		

(1) Excludes space aggregating 905,708 square feet at 10 of our properties that were in various stages of repositioning or lease-up as of June 30, 2016. See pages 24 - 25 for additional details on these properties. (2) Calculated for each property as monthly contracted base rent per the terms of the lease(s) at such property, as of June 30, 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 and Leasing Trends**

(unaudited results, data represents consolidated portfolio only)

June 30, 2016	Mar 31, 2016	Dec 31, 2015	Sep 30, 2015	June 30, 2015
90.6%	89.3%	91.4%	86.1%	87.7%
91.8%	88.1%	86.4%	85.1%	84.4%
97.9%	96.7%	97.0%	97.2%	96.7%
91.8%	91.6%	95.3%	94.7%	90.8%
79.9%	77.2%	75.8%	91.7%	87.5%
90.1%	88.1%	89.2%	88.8%	88.4%
13,640,820	12,152,138	11,955,455	11,078,912	10,649,768
	90.6% 91.8% 97.9% 91.8% 79.9% 90.1%	90.6% 89.3%   91.8% 88.1%   97.9% 96.7%   91.8% 91.6%   79.9% 77.2%   90.1% 88.1%	90.6% 89.3% 91.4%   91.8% 88.1% 86.4%   97.9% 96.7% 97.0%   91.8% 91.6% 95.3%   79.9% 77.2% 75.8%   90.1% 88.1% 89.2%	90.6% 89.3% 91.4% 86.1%   91.8% 88.1% 86.4% 85.1%   97.9% 96.7% 97.0% 97.2%   91.8% 91.6% 95.3% 94.7%   79.9% 77.2% 75.8% 91.7%   90.1% 88.1% 89.2% 88.8%

#### Leasing Activity:

			Three Months Ended		
	June 30, 2016	Mar 31, 2016	Dec 31, 2015	Sep 30, 2015	June 30, 2015
Leasing Activity (SF): <sup>(2)</sup>					
New leases	476,858	248,520	343,876	216,499	283,695
Renewal	598,301	712,771	237,935	323,085	442,019
Gross leasing	1,075,159	961,291	581,811	539,584	725,714
Expiring leases	936,655	1,071,075	378,694	455,677	857,483
Net absorption	138,504	(109,784)	203,117	83,907	(131,769) <sup>(3)</sup>
Retention rate	64%	67%	63%	71%	52% <sup>(3)</sup>

### Weighted Average New/Renewal Leasing Spreads:

			Three Months Ended		
	June 30, 2016	Mar 31, 2016	Dec 31, 2015	Sep 30, 2015	June 30, 2015
GAAP Rent Change	23.5%	13.6%	12.9%	16.3%	15.4%
Cash Rent Change	11.0%	5.6%	6.4%	5.4%	7.0%

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

<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 Statistics**

Leasing Activity:					
	# Leases Signed	SF of Leasing	Wtd. Avg. Lease Term	Rent Change - GAAP	Rent Change - Cash
Second Quarter 2016:					
New <sup>(1)</sup>	65	476,858	4.1	29.1%	14.8%
Renewal <sup>(2)</sup>	78	598,301	4.7	20.7%	9.0%
Total/Weighted Average	143	1,075,159	4.4	23.5%	11.0%

#### 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	8,796	179	\$ 52,668	90.7%	\$8.84
Orange County	2,840	37	18,551	92.0%	\$9.08
San Bernardino County	6,245	63	11,086	98.3%	\$6.99
San Diego County	9,335	108	17,750	80.4%	\$10.54
Ventura County			8,845	91.8%	\$8.42
Total/Weighted Average	27,216	\$ 387	\$ 108,900	90.3%	\$8.84

#### 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	_	1,320,630	\$ —	-%	\$-
MTM Tenants	98	155,044	2,578	2.4%	\$16.63
2016	227	1,434,417	12,064	11.1%	\$8.41
2017	382	2,330,082	20,591	18.9%	\$8.84
2018	285	1,582,504	15,012	13.8%	\$9.49
2019	150	1,619,727	13,831	12.7%	\$8.54
2020	59	1,481,864	12,425	11.4%	\$8.38
2021	63	1,908,303	16,290	15.0%	\$8.54
2022	10	377,542	2,440	2.2%	\$6.46
2023	9	251,599	2,952	2.7%	\$11.73
2024	6	491,018	3,827	3.5%	\$7.79
2025	4	260,467	2,477	2.3%	\$9.51
Thereafter	6	427,623	4,413	4.0%	\$10.32
Total Portfolio	1,299	13,640,820	\$ 108,900	100.0%	\$8.84

(1) The GAAP and cash rent spreads for new leases excludes 26 leases aggregating 200,762 rentable square feet for which there was no comparable lease data. Comparable leases generally exclude: (i) space that has never been occupied under our ownership, (ii) repositioned/redeveloped space, (iii) space that has been vacant for over one year, (iv) space with different lease structures (for example a change from a gross lease to a modified gross lease or a increase or decrease in the leased square footage) or (v) lease terms shorter than six months.

(2) The GAAP and cash rent spreads for renewal leases excludes 15 leases aggregating 122,550 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	1.9%	\$13.80	3/31/2026 <sup>(1)</sup>
Money Mailer Holding Corporation	West Orange County	207,953	1.9%	\$9.71	12/31/2016
Cosmetic Laboratories of America, LLC	Greater San Fernando Valley	319,348	1.7%	\$5.95	6/30/2020
Valeant Pharmaceuticals International, Inc.	West Orange County	170,865	1.3%	\$8.24	12/31/2019
Triumph Processing, Inc.	South Bay	164,662	1.2%	\$8.22	5/31/2030
Senior Operations, Inc.	Greater San Fernando Valley	130,800	1.1%	\$8.88	11/30/2024
Cox Communications California, LLC	South Orange County	102,299	1.1%	\$11.16	9/30/2021
Biosense Webster	San Gabriel Valley	89,920	1.0%	\$12.63	10/31/2020 <sup>(2)</sup>
KT's Kitchen's, Inc.	South Bay	87,420	1.0%	\$12.79	4/30/2021
Warehouse Specialists, Inc.	San Gabriel Valley	245,961	1.0%	\$4.50	11/30/2017
Top 10 Total / Weighted Average	-	1,668,385	13.2%	\$8.63	

<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.

<sup>(2)</sup> Includes (i) 12,800 rentable square feet expiring September 30, 2017, (ii) 1,120 rentable square feet expiring September 30, 2019 and (iii) 76,000 rentable square feet expiring October 31, 2020.

### Lease Segmentation by Size:

Square Feet	Number of Leases	Rentable SF	Leased %	. Base Rent thousands)	% of Total Ann. Base Rent	Ann. Base Rent per SF
<4,999	905	2,042,060	91.2%	\$ 21,303	19.6%	\$11.44
5,000-9,999	152	1,108,909	93.6%	10,622	9.7%	\$10.23
10,000-24,999	148	2,532,239	92.1%	21,661	19.9%	\$9.29
25,000-49,999	38	1,529,067	87.4%	12,051	11.1%	\$9.02
>50,000	56	6,428,545	89.5%	43,263	39.7%	\$7.52
Total / Weighted Average	1,299	13,640,820	90.3%	\$ 108,900	100.0%	\$8.84



# **Capital Expenditure Summary**

(unaudited results, in thousands, except square feet and per square foot data)

(data represents consolidated portfolio only)

#### Three Months Ended June 30, 2016

	Amount	<b>SF</b> <sup>(1)</sup>	PSF
Tenant Improvements:			
New Leases-1st Generation <sup>(2)</sup>	\$ 791	123,171	\$ 6.42
New Leases-2nd Generation	\$ 659	263,408	\$ 2.50
Renewals	\$ 60	73,340	\$ 0.82
Leasing Commissions & Lease Costs:			
New Leases-1st Generation	\$ 273	356,292	\$ 0.77
New Leases-2nd Generation	\$ 602	335,471	\$ 1.79
Renewals	\$ 162	477,416	\$ 0.34
Total Recurring Capex:			
Recurring Capex	\$ 848	13,441,111	\$ 0.06
Recurring Capex % of NOI	3.8%		
Recurring Capex % of Operating Revenue	2.8%		
Nonrecurring Capex	\$ 5,430	5,594,405	\$ 0.97
Six months ended June 30, 2016			

	Amount	SF <sup>(1)</sup>	PSF
Tenant Improvements:			
New Leases -1st Generation	\$ 996	274,995	\$ 3.62
New Leases-2nd Generation	\$ 782	360,648	\$ 2.17
Renewals	\$ 102	97,922	\$ 1.04
Leasing Commissions & Lease Costs:			
New Leases-1st Generation	\$ 1,057	592,095	\$ 1.79
New Leases-2nd Generation	\$ 781	474,824	\$ 1.64
Renewals	\$ 279	736,504	\$ 0.38
Total Recurring Capex:			
Recurring Capex	\$ 1,434	12,706,805	\$ 0.11
Recurring Capex % NOI	3.4%		
Recurring Capex % Operating Revenue	2.5%		
Nonrecurring Capex	\$ 9,668	5,975,269	\$ 1.62

<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.

(2) Includes a tenant improvement allowance payment of \$499 to a tenant located at 2431-2433 Impala. Excluding this allowance payment, 1st generation tenant improvements were (i) \$293 for 110,702 SF or \$2.65 PSF for the three months ended June 30, 2016 and (ii) \$498 for 262,526 SF or \$1.90 PSF for the six months ended June 30, 2016.



### As of June 30, 2016

#### **Repositioning Properties**

			Est. Const	ruction Period			Co	sts Incurred									
Property (Submarket)	Rentable Square Feet	Same Property Portfolio	Start	Target Completion	Р	Purchase Price	Rep	oositioning	Inv	mulative vestment o date <sup>(1)</sup>	rojected Total estment <sup>(2)</sup>	Occ % 6/30/16	(	ctual Cash NOI -2016 <sup>(3)</sup>	Sta	Annual abilized h NOI <sup>(4)</sup>	Est.Period until Stabilized (months) <sup>(5)</sup>
CURRENT REPOSITIONING:																	
1601 Alton Pkwy. (OC Airport)	124,000	Y	4Q-2014	3Q-2016	\$	13,276	\$	3,405	\$	16,681	\$ 19,078	40%	\$	93	\$	1,359	4 - 10
24105 Frampton Ave. (South Bay)	49,841	Y	2Q-2015	3Q-2016	\$	3,930	\$	1,517	\$	5,447	\$ 5,447	0%	\$	(22)	\$	362	1 - 7
9615 Norwalk Blvd. (Mid-Counties) <sup>(6)</sup>	38,362	Ν	3Q-2015	2Q-2018	\$	9,642	\$	184	\$	9,826	\$ 23,682	0%	\$	171	\$	1,556	See footnote (6)
2535 Midway Drive (Central SD)	373,744	Ν	4Q-2015	1Q-2018	\$	19,295	\$	142	\$	19,437	\$ 46,680	0%	\$	(113)	\$	4,189	27 - 32
12247 Lakeland Rd. (Mid-Counties)	24,875	Ν	1Q-2016	3Q-2016	\$	4,257	\$	328	\$	4,585	\$ 4,925	0%	\$	(8)	\$	297	0 - 3
679-691 S. Anderson St. (Central LA)	47,490	Y	1Q-2016	3Q-2016	\$	6,490	\$	486	\$	6,976	\$ 7,125	0%	\$	(6)	\$	585	3 - 9
TOTAL/WEIGHTED AVERAGE	658,312				\$	56,890	\$	6,062	\$	62,952	\$ 106,937	8%	\$	115 (7)	\$	8,348	
COMPLETED REPOSITIONING/LEASE-UP:																	
2610 & 2701 S. Birch St. (OC Airport) <sup>(8)</sup>	98,230	Y	2Q-2015	4Q-2015	\$	11,000	\$	2,606	\$	13,606	\$ 13,606	15%	\$	67	\$	868	0 - 5
9401 De Soto Ave. (SF Valley) <sup>(8)(9)</sup>	150,263	Ν	2Q-2015	1Q-2016	\$	14,075	\$	2,486	\$	16,561	\$ 16,992	0%	\$	(34)	\$	1,007	0 - 5
TOTAL/WEIGHTED AVERAGE	248,493				\$	25,075	\$	5,092	\$	30,167	\$ 30,598	6%	\$	33 (7)	\$	1,875	

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

(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.

(3) Represents the actual net operating income for each property for the three months ended June 30, 2016. For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

(4) Based on current management estimates. Actual results may vary materially from our estimates. The Company does not provide a reconciliation to net income on a consolidated basis, because it is unable to provide a meaningful or accurate estimation of reconciling items due to the inherent difficulty of forecasting the timing and/or amount of various items that would impact net income.

- (5) Represents the estimated remaining number of months, as of June 30, 2016, for the property to reach stabilization. Includes time to complete construction and lease-up the property. Actual number of months required to reach stabilization may vary materially from our estimates.
- (6) 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.
- (7) Actual NOI for the three months ended June 30, 2016, reflects the capitalization of \$140 of real estate property taxes and insurance for current repositioning and \$48 for completed repositioning/lease-up properties, 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.

(8) As of June 30, 2016, this property is in lease-up.

(9) As of June 30, 2016, we have substantially completed the repositioning of 9401 DeSoto Avenue.



### Repositioning Space

				Construc	tion Period		Costs curred							
Property (Submarket)	Rentable Square Feet	Space Under Repositioning	Same Property Portfolio	Start	Target Completion	Repo	sitioning	Т	jected Total Stment <sup>(1)</sup>	Occ % 6/30/16	ial Cash NOI 2016 <sup>(2)</sup>	Sta	Annual bilized h NOI <sup>(3)</sup>	Est.Period until Stabilized (months) <sup>(4)</sup>
15140 & 15148 Bledsoe St. (SF Valley) <sup>(5)</sup>	133,356	39,670	Y	1Q-2015	2Q-2016	\$	1,256	\$	1,277	70%	\$ 101	\$	882	0 - 2
228th Street (South Bay) <sup>(6)</sup>	88,580	23,093	Y	1Q-2016	3Q-2016	\$	325	\$	1,841	67%	\$ (8)	\$	207	8 - 11
TOTAL/WEIGHTED AVERAGE	221,936	62,763				\$	1,581	\$	3,118	69%	\$ 93 (7)	\$	1,089	

#### **Completed and Leased Repositionings**

Property (Submarket)	Rentable Square Feet	Stabilized Period	Stabilized Yield
7110 Rosecrans Ave. (South Bay)	73,439	2Q-2015	7.9%
7900 Nelson Rd. (SF Valley)	202,905	4Q-2015	6.6%
605 8th Street (SF Valley)	55,715	4Q-2015	6.8%
TOTAL/WEIGHTED AVERAGE	332,059		6.9%

(1) 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.

- (2) Represents the actual net operating income for each property for the three months ended June 30, 2016. For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.
- (3) Based on current management estimates. Actual results may vary materially from our estimates. The Company does not provide a reconciliation to net income on a consolidated basis, because it is unable to provide a meaningful or accurate estimation of reconciling items due to the inherent difficulty of forecasting the timing and/or amount of various items that would impact net income.
- (4) Represents the estimated remaining number of months, as of June 30, 2016, for the property to reach stabilization. Includes time to complete construction and lease-up the property. Actual number of months required to reach stabilization may vary materially from our estimates.
- (5) As of June 30, 2016, we have substantially completed the repositioning of 15140 & 15148 Bledsoe Street.
- (6) The property located at 228th Street includes eight buildings, of which three buildings aggregating 23,093 rentable square feet were under repositioning as of June 30, 2016. The amounts presented on this page represent the actual and estimated costs and cash NOI of only these three buildings.
- (7) Actual NOI for the three months ended June 30, 2016, reflects the capitalization of \$27 for repositioning space. 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.



2016 Acquisit	ions						
Acquisition Date	Property Address	County	Submarket	Rentable Square Feet	Acquisition Price (\$ in MM)	Occ. % at Acquisition	Occ.% at June 30, 2016
3/15/2016	8525 Camino Santa Fe	San Diego	Central San Diego	59,399	\$8.5	100%	100%
3/29/2016	28454 Livingston Ave	Valencia	Greater San Fernando Valley	134,287	\$16.0	100%	100%
4/15/2016	REIT Portfolio	Various <sup>(1)</sup>	Various <sup>(1)</sup>	1,530,814	\$191.2	100%	100%
5/3/2016	10750-10826 Lower Azusa Road	Los Angeles	San Gabriel Valley	79,050	\$7.7	92%	100%
6/30/2016	525 Park Avenue	Los Angeles	Greater San Fernando Valley	63,403	\$7.6	100%	100%

<sup>(1)</sup> The REIT Portfolio consists of nine properties located in four of the Company's core infill submarkets, including Orange County, Los Angeles - San Gabriel Valley, Inland Empire West and Central San Diego. For more information, see our Form 8-K filed on April 11, 2016 with the SEC.

2016 Dispositions						
Disposition Date	Property Address	County	Submarket	Rentable Square Feet	Sale Price (\$ in MM)	Reason for Selling
5/2/2016	6010 North Paramount Boulevard	Los Angeles	South Bay	16,534	\$2.5	User Sale
5/25/2016	1840 Dana Street	Los Angeles	Greater San Fernando Valley	13,497	\$4.3	User Sale
6/7/2016	12910 East Mulberry Drive	Los Angeles	Mid-Counties	153,080	\$15.0	User Sale



## **Net Asset Value Components**

### At 6/30/2016

Net Operating Income				
ProForma Net Operating Income (NOI) <sup>(1)</sup>	Three Months E	Three Months Ended June 30, 2016		
Total operating revenues	\$	30,497		
Property operating expenses		(7,959)		
Pro forma effect of uncommenced leases <sup>(2)</sup>		97		
Pro forma effect of acquisitions <sup>(3)</sup>		567		
Pro forma effect of dispositions <sup>(4)</sup>		(36)		
Pro forma NOI effect of properties and space under repositioning <sup>(5)</sup>		2,586		
ProForma NOI		25,752		
Fair value lease revenue		60		
Straight line rental revenue adjustment		(922)		
ProForma Cash NOI	\$	24,890		

#### **Balance Sheet Items**

Other assets and liabilities	Jun	e 30, 2016
Cash and cash equivalents	\$	29,177
Restricted cash		17,979
Rents and other receivables, net		3,010
Other assets		5,589
Acquisition related deposits		400
Accounts payable, accrued expenses and other liabilities		(10,877)
Dividends payable		(9,212)
Tenant security deposits		(13,769)
Prepaid rents		(3,367)
Total other assets and liabilities	\$	18,930
Debt and Shares Outstanding		
Total consolidated debt <sup>(6)</sup>	\$	503,009
Common shares outstanding <sup>(7)</sup>		

Common shares outstanding"	65,679,483
Operating partnership units outstanding <sup>(8)</sup>	1,999,563
Total common shares and operating partnership units outstanding	67,679,046

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures, see the definitions section beginning on page 29 of this report.

<sup>(2)</sup> Represents the estimated incremental base rent from uncommenced leases as if they had commenced as of April 1, 2016.

- (3) Represents the estimated incremental NOI from Q2'16 acquisitions as if they had been acquired on April 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 April 1, 2016.
- <sup>(4)</sup> Represents the actual Q2'16 NOI for properties sold during the current quarter. See page 26 for a detail of disposition properties.
- (5) Represents the estimated incremental NOI from the 10 properties that were classified as repositioning/lease-up properties as of June 30, 2016, assuming that all repositioning work had been completed and the properties/space were fully stabilized as of April 1, 2016. See pages 24 25 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 April 1, 2016.
- <sup>(6)</sup> Excludes net deferred loan fees and net loan premium aggregating \$2,401.
- <sup>(7)</sup> Represents outstanding shares of common stock of the Company, which excludes 356,249 shares of unvested restricted stock.
- <sup>(8)</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.



	For the Three Months Ended				
	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015
EBITDA <sup>(1)</sup>	29,123	15,950	14,606	13,508	12,364
Cash distributions from unconsolidated joint ventures	75	74	46	54	37
Fair value lease expense	60	(4)	48	69	46
Non-cash stock compensation	953	934	494	443	467
Straight line corporate office rent expense adjustment	(11)	(1)	(1)	21	37
Gains on sale of real estate	(11,563)	—	—	_	_
Loss (gain) on extinguishment of debt	-	_	_	253	(71)
Straight line rental revenue adjustment	(922)	(1,095)	(1,409)	(1,039)	(612)
Capitalized payments	(292)	(356)	(345)	(296)	(311)
Note receivable discount amortization	_	—	—	(38)	(71)
Gain from early repayment of note receivable	-	-	—	(581)	-
Recurring capital expenditures	(848)	(586)	(1,346)	(921)	(871)
2nd generation tenant improvements and leasing commissions	(1,483)	(461)	(762)	(701)	(893)
Unconsolidated joint venture AFFO adjustments	(9)	(3)	(4)	(5)	4
Cash flow for fixed charge coverage calculation	15,083	14,452	11,327	10,767	10,126
Cash interest expense calculation detail:					
Interest expense	3,716	3,254	2,724	2,245	1,658
Capitalized interest	443	439	306	252	186
Note payable premium amortization	59	59	33	33	33
Amortization of deferred financing costs	(264)	(221)	(194)	(200)	(209)
Cash interest expense	3,954	3,531	2,869	2,330	1,668
Fixed Charge Coverage Ratio	3.8x	4.1x	3.9x	4.6x	6.1x

<sup>(1)</sup> For a definition and discussion of non-GAAP financial measures and reconciliations to their nearest GAAP equivalents, see the definitions section and reconciliation section beginning on page 29 and page 8 of this report, respectively.



Adjusted Funds from Operations (AFFO): We calculate adjusted funds from operations, or AFFO, by adding to or subtracting from FFO, as defined below, the following items: (i) certain non-cash operating revenues and expenses, (ii) capitalized operating expenditures such as leasing and construction 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, (v) 2nd generation tenant improvements and leasing commissions, (vi) gain (loss) on extinguishment of debt and (vii) gain from early repayment of note receivable. 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.

**Core Funds From Operations (Core FFO):** We calculate Core FFO by adjusting FFO, as defined below, to exclude the impact of certain items that we do not consider reflective of our core revenue or expense streams. These adjustments consist of acquisition expenses and legal expenses or reimbursements related to prior litigation. For more information on prior litigation, see Item 3. Legal Proceedings in our 2014 Annual Report on Form 10-K. Management believes that Core 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. Because certain of these adjustments have a real economic impact on our financial condition and results from operations, the utility of core FFO as a measure of our performance is limited. Other REITs may not calculate core FFO in a consistent manner. Accordingly, our core FFO may not be comparable to other REITs' core FFO. Core FFO should be considered only as a supplement to net income computed in accordance with GAAP as a measure of our performance.

**EBITDA** and Adjusted EBITDA: EBITDA is calculated as earnings (net income) before interest expense, tax expense and depreciation and amortization, including our proportionate share from our unconsolidated joint venture. We calculate Adjusted EBITDA by adding or subtracting the following items: (i) non-cash stock based compensation expense, (ii) gains on sale of real estate, (iii) gain (loss) on extinguishment of debt, (iv) gain from early repayment of note receivable, (v) legal expenses or reimbursements related to prior litigation, (vi) acquisition expenses and (vii) the pro-forma effects of acquisitions and dispositions. We believe that EBITDA and Adjusted EBITDA are 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 these measures in ratios to compare our performance to that of our industry peers. In addition, we believe EBITDA and Adjusted EBITDA are frequently used by securities analysts, investors and other interested parties in the evaluation of Equity REITs. However, because EBITDA and Adjusted EBITDA are not adjusted for capital expenditures or other recurring cash charges including interest expense and income taxes, and are not adjusted for capital expenditures or other recurring cash requirements of our business, their utility as a measure of our liquidity is limited. Accordingly, EBITDA and Adjusted EBITDA should not be considered alternatives to cash flow from operating activities (as computed in accordance with GAAP) as a measure of our liquidity. EBITDA and Adjusted EBIT



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 performance.

Net Operating Income (NOI): NOI includes the revenue and expense directly attributable to our real estate properties calculated in accordance with GAAP. NOI is calculated as total revenue from real estate operations including i) rental revenues ii) tenant reimbursements, and iii) other income less property-level operating expenses. We use NOI as a supplemental performance measure because, in excluding real estate depreciation and amortization expense, general and administrative expenses, interest expense, gains (or losses) on sale of real estate and other non-operating 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.

**Proforma NOI:** Proforma NOI is calculated by adding to NOI the following adjustments: (i) the estimated impact on NOI of uncommenced leases as if they had commenced as the beginning of the reportable period, (ii) the estimated impact on NOI of uncommenced leases as if they had commenced as the beginning of the reportable period, (ii) the estimated impact on NOI of current period acquisitions as if they had been acquired at the beginning of the reportable period, (iii) the actual NOI of properties sold during the current period and (iv) the estimated incremental NOI from properties that were classified as repositioning/lease-up properties as of the end of the reportable period, assuming that all repositioning work had been completed and the properties/space were fully stabilized as of 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.

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 June 30, 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.

