

## Investor Presentation

## November 2022

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For a description of factors that could cause actual results to differ materially from those set forth in the forward-looking statements, see the Company's earnings release and supplemental information package for the third quarter of 2022. Additional factors that may affect the Company's future results are contained in the Company's filings with the Securities Exchange Commission ("SEC"), which are available at the SEC's website at www.sec.gov.

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## The Orion Office REIT Story

History	<ul> <li>Formed as a result of spin-off from the Realty Income and VEREIT merger</li> <li>Portfolio comprised of substantially all the office properties of both companies</li> <li>High-quality, diversified portfolio of primarily mission-critical headquarters locations with favorable exposure to investment grade tenants</li> </ul>
Property Type and Management	<ul> <li>100% office exposure - predominantly single-tenant, suburban net lease</li> <li>Focused on single-tenant net lease office in attractive suburban markets, including the Sunbelt, that are experiencing economic and population growth</li> <li>Internally managed by an experienced team with deep knowledge of the portfolio and a public market track record of successfully acquiring and asset managing this property type</li> </ul>
Investment Objectives	<ul> <li>To provide investors with the unique opportunity to invest in suburban net lease office given limited public market focus on property type and demographic tailwinds associated with recent suburban migration</li> <li>Opportunity to achieve growth organically via active asset management and externally via value-added investment opportunities</li> <li>Current low-leveraged balance sheet positioned to accomplish modest growth objectives</li> </ul>



## **Proven Leadership**

Seasoned leadership team with significant net lease office and public REIT experience





## Investment Highlights

Differentiated Opportunity to Invest into Improving Suburban Office Fundamentals

**Operationally Essential Net Lease Office Portfolio with Attractive Investment Grade Credit** 

Unique Investment Strategy Focused on the Intersection of Suburban Office and Net Lease

Value Creation through Asset Management, Capital Recycling and External Growth

Moderate Leverage, Ample Liquidity and Robust Platform To Support Business Plan

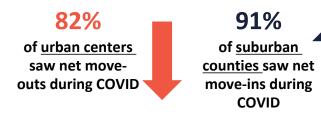
Experienced Team with Proven Net Lease Track Record and Strong Corporate Governance



## Large Opportunity in Suburban Net Lease Office

### **Continued De-Urbanization**

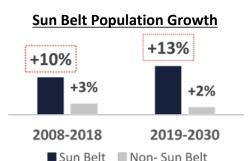
The COVID-19 pandemic accelerated the ongoing population shift from urban neighborhoods to non-urban communities



- SF, NY and LA experienced the highest levels of net move-outs during COVID; in 2021, these same metros continued to see larger population losses
- The increase in domestic migration remains driven by young, affluent and highly educated urban dwellers seeking more affordable and spacious options
- The number of Americans at home buying age is expected to grow by 4.1% over the next five years to peak levels (Millennials are the largest group of buyers), and the majority of home purchases are in the suburbs

### **Tailwinds for Sun Belt Markets**

The Sun Belt continues to benefit from this migration, further strengthening the real estate value within these markets



- TX, FL, AZ, NC and GA had the largest net population gains in 2021 with most migrators targeting large metro fringe areas
- The Sun Belt has accounted for 75% of U.S. population growth in the last 10 years and now represents 62% of the total population
- Corporations remain attracted to low-cost, tax-friendly Sun Belt markets with industry clusters in tech, life sciences and finance
- 8 of 10 lowest cost markets for real estate development are located in the Sun Belt

### **Corporate Office Repositioning**

Large corporations continue to operate and announce new commitments to offices / campuses that are situated in strong suburban and secondary markets

### **Recent Corporate Office Announcements**



- As they suburbanize, Millennials (one of the largest cohorts of today's workforce) disproportionately value convenience and proximity to work
- Employers seeking to attract and retain talent will need to address this need with flexible, amenitized and accessible office space



## Attractive Suburban Market Features

Focused on key suburban growth markets with strong fundamentals and demographic tailwinds





## **Compelling Net Lease Investment Profile**

Seeks stable cash flows primarily from long-term leases with high credit quality tenants and inflation protection from embedded rent growth

Tenant Credit	<ul> <li>Investment grade and non-investment grade tenants</li> <li>Strong underlying credit quality based on independent underwriting</li> </ul>
Tenant Industry	<ul> <li>Corporations and entities in economic sectors with durable growth prospects</li> </ul>
Lease Term	<ul> <li>Long-term leases (8 to 12 years on average)</li> <li>Lease extensions available</li> </ul>
Rent Escalations	Leases with annual rent escalations
Lease Type	<ul> <li>Triple net lease</li> <li>Double net lease</li> <li>Modified gross lease</li> </ul>



## Favorable Market Characteristics Drive Office Demand and Rent Growth

### Phoenix

- Residential population grew 18% from 2010 to 2021
- Unemployment rate hovering at 3% and is significantly below prepandemic rates
- Relatively high % of financial and tech-related professionals compared to national average
- Modest corporate income tax of 4.9%
- Top 10 MSA by total population

### **Dallas/Forth Worth**

- The share of financial services jobs as a % of total employment has risen by 9% since 2015
- Texas is 1 of 9 states with no individual income tax
- Net positive migration seen at both the residential and corporate level with notable relocations/ expansions that include Charles Schwab, CBRE, and Goldman Sachs
- Top 5 MSA by total population

### San Diego

- Office product under construction declined from 1.17 MM sq. ft. in Q4 2021 to 655 K sq. ft. in Q1 2022 with a shift toward life sciences
- Relatively high % of life science and tech-related professionals compared to national average
- Quality of Life rating in 98th percentile of all MSAs

### Atlanta

- Individual income grew 52% from 2010 to 2021
- Rental and housing affordability remains in line with national average
- Quality universities such as Emory, Georgia Institute of Technology, and University of Georgia feed into Atlanta's professional work force
- Top 10 MSA by total population



3003 North 3rd Street, Phoenix, AZ



1640 Dallas Parkway, Plano, TX





101 Riverview Parkway, Santee, CA

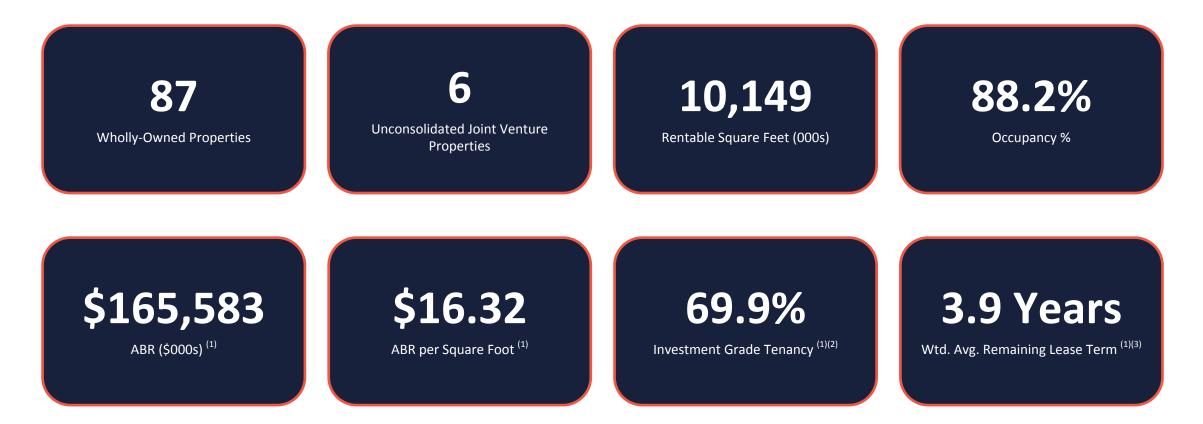


4205 River Green Parkway, Duluth, GA



## High-Quality, Diversified Portfolio

Single-tenant suburban office focused with strong occupancy and high investment grade tenancy



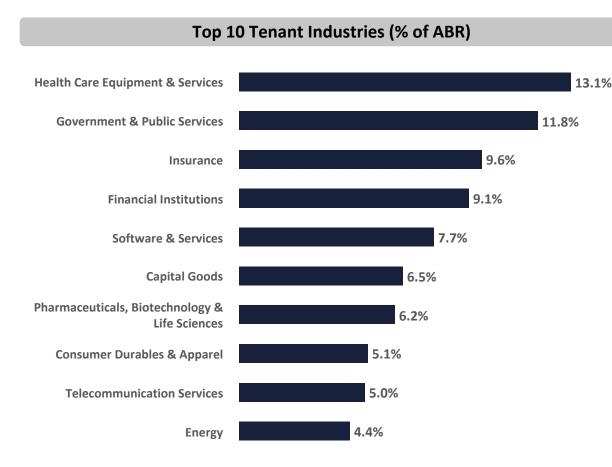
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Source: Company data as of 9/30/22. (1) When we refer to "ABR" in this presentation we mean "annualized base rent" which is the monthly aggregate cash amount charged to tenants under our leases (including monthly base rent receivables and certain contractually obligated reimbursements by our tenants), as of September 30, 2022, multiplied by 12, including the Company's pro rata share of such amounts from its unconsolidated joint venture with an affiliate of Arch Street Capital Partners. Annualized base rent is not indicative of future performance. (2) Represents percentage of ABR as of 9/30/22 from investment grade tenants. (3) Weighted by ABR.



## **Robust Industry and Tenant Diversification**

Portfolio well-diversified across economically resilient industries and primarily investment grade tenants



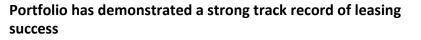
	Top 10 Tenants (% of ABR)				
#	Tenant	Credit Rating <sup>(1)</sup>	% of ABR		
1	GSA	AA+	11.5%		
2	MERRILL	A-	7.2%		
3	HIGHMARK . WESTERN NEW YORK	NR	5.0%		
4	RSΛ	BBB	4.4%		
5	🎇 Cigna.	A-	4.0%		
6	Walgreens	BBB	3.8%		
7	ଠ COTERRA	BBB	3.4%		
8	<b>T</b> Mobile <sup>®</sup>	BBB-	3.3%		
9	teva	BB-	3.2%		
10	U NOVARTIS	AA-	3.0%		
		Total Top 10	48.8%		

Source: Company data as of 9/30/22. (1) S&P credit ratings (or equivalent if Moody's credit rating); parent company credit ratings shown where applicable.



## Lease Maturities Present Value Creation Opportunities

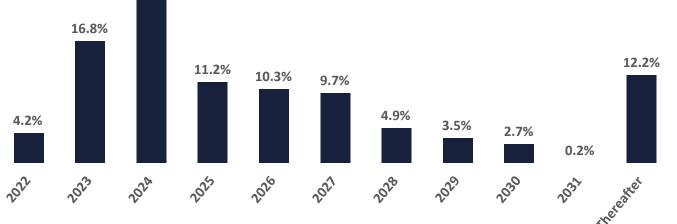
Strong, demonstrated track record of value creation via re-leasing / renewing at attractive rents and extended lease terms



### In-house leasing team provides significant control and flexibility throughout the leasing process

- Leverages deep tenant relationships to drive re-leasing and renewal activity, while minimizing leasing costs
- Leasing expertise provides flexibility to execute early renewals, subleases and potential multi-tenant conversions
- Approach offers better representation and can reduce transaction costs

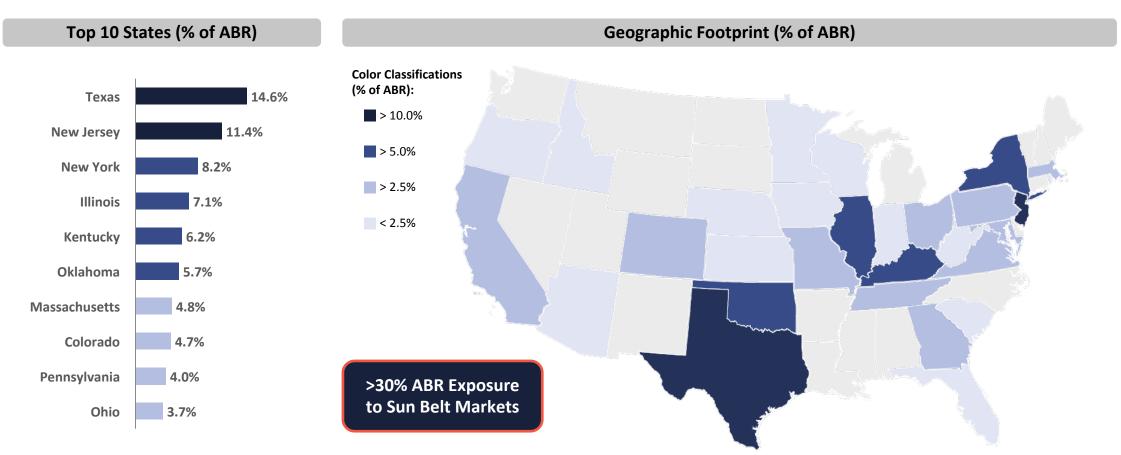






## National Portfolio Well-Diversified by Geography

National portfolio with concentrations in strong suburban office markets





## **Key Value Creation Drivers to Spur Growth**

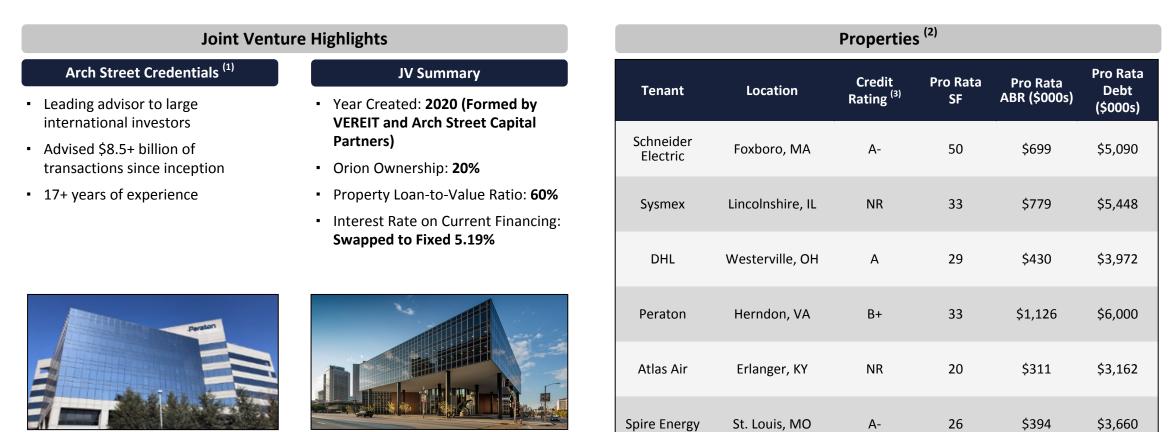
Seek to generate growth via active asset management, portfolio optimization through capital recycling and pursuit of accretive acquisitions

Active Asset Management	<ul> <li>In-house asset management allows control over entire leasing process</li> <li>Develop favorable relationships with tenants via visible and proactive asset management, property management and construction managements contacts</li> <li>Drive re-leasing and renewal activity through active dialogue with tenants before lease expiration</li> <li>Maximize rental rates and minimize leasing costs with insight from dedicated in-house leasing team</li> <li>Provide re-leasing flexibility through potential multi-tenant conversions</li> </ul>	
Capital Recycling	<ul> <li>Optimize overall portfolio quality through:</li> <li>Sale of non-core properties, and</li> <li>Redeployment of proceeds into assets that meet targeted investment criteria</li> </ul>	
External Growth	<ul> <li>Leverage management team's extensive tenant relationships to create and structure off-market opportunities – sale-leasebacks and build-to-suits</li> <li>Utilize marketed sourcing channels to uncover opportunities</li> <li>Evaluate one-off opportunities and portfolio transactions</li> <li>Leverage alternative sources of capital through the Arch Street JV</li> </ul>	



## Additional Growth Source - Arch Street Joint Venture

Assumption of JV enhances portfolio quality, lowers cost of capital and provides an additional capital source



Peraton – Herndon, VA

Spire Energy – St. Louis, MO

Source: Company data as of 9/30/22 and Arch Street provided information. (1) Statistics provided by Arch Street. (2) Legal ownership percentage in all properties is 20%. This percentage may, at times, not equal the Orion's economic interest because of various provisions in the joint venture agreement regarding capital contributions, distributions of cash flow based on capital account balances and allocations of profits and losses. (3) S&P credit ratings (or equivalent if Moody's credit rating).

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# **Balance Sheet Strategy**

Balance sheet provides ample liquidity for potential growth

Seeking to maintain a conservative leverage profile with a target leverage of 4.7x to 5.0x net debt / adjusted EBITDA over the long-

Conservative balance sheet strategy opens up access to multiple

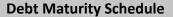
Opportunities for growth without an overreliance on the equity

term

capital sources

markets

Capitalization				
	Wtd. Avg. Maturity (Years)	Interest Rate <sup>(1)</sup>	9/30/2022 Balance (\$000s)	
Proportionate Share of Unconsolidated JV Debt <sup>(2)</sup>	2.2	5.19%	\$27,333	
Mortgages Payable, net <sup>(3)</sup>	4.4	4.97%	\$355,000	
Total Secured Debt	4.2	4.99%	\$382,333	
Credit Facility Term Loan <sup>(4)(5)</sup>	1.1	3.19%	\$175,000	
Credit Facility Revolver <sup>(5)</sup>	2.1	5.53%	\$31,000	
Total Unsecured Debt	1.3	3.55%	\$206,000	
Total Principal Outstanding	3.2	4.48%	\$588,333	





Source: Company data as of 9/30/22. (1) Weighted average interest rate for variable rate debt represents the interest rate in effect as of September 30, 2022. (2) The proportionate share of unconsolidated JV debt has a floating rate, however, the JV has entered into an interest rate swap transaction which effectively fixes the interest rate at 5.19% per annum. (3) On February 10, 2022, the \$355.0 million bridge loan facility was repaid in full and replaced by a \$355.0 million CMBS loan at a fixed rate of 4.97%. The CMBS loan matures on February 11, 2027. (4) The term loan is a floating rate facility, however, the Company has entered into an interest rate swap transaction which effectively fixes the interest rate on the term loan indebtedness at 3.19% per annum. (5) Under the related loan agreements, these borrowings, which are secured only by a pledge of equity interests, are treated as unsecured indebtedness.



## **Accomplishments Since Inception**

### Building strong momentum since the spin-off

### Acquisitions & Dispositions

Leasing

Activity

- Closed seven dispositions totaling 539 thousand square feet for an aggregate sale price of \$28.4 million, reducing existing vacancy and avoiding near term vacancy as the leases expired
- Acquired through JV six assets for total real estate investments of approximately \$227.1 million to date; active pipeline
  of potential acquisitions for JV and the balance sheet
- Good leasing momentum executing on close to 1.2 million square feet since inception
- Signed early lease extension for 11 years with tenant at Orion's largest property <sup>(1)</sup> in Hopewell, NJ in November 2021
- In 2022, completed more than 498 thousand square feet of renewal, expansion and new leases
- Active pipeline of several hundred thousand square feet of leases in various stages of negotiation and documentation

### Balance Sheet

- \$418.0 million of liquidity, comprised of \$24.0 million of cash on hand, including proportionate share of cash in the JV, and \$394.0 million of available capacity on the revolving credit facility
- Refinanced short-term bridge loan with \$355 million five-year, 4.971% fixed-rate CMBS loan collateralized by 19
  properties and funded \$35.5 million of required lender reserves for future rent concessions and tenant improvement
  allowances at the respective properties
- Approximately 94.7% of debt is fixed or swapped to fixed rate



## **ESG** Commitment

Committed to fulfilling our responsibility as an outstanding corporate citizen

### **Our Commitment**

Committed to making ESG an integral component of our long-term strategy for the success of our company, our **communities and our tenants** that we serve. Orion intends to collaborate with our tenants to implement ESG initiatives across our portfolio.



Environmental Stewardship

Committed to enacting environmentally friendly practices with regard to energy and water efficiency, alternative power sources, waste management and other initiatives that will help us and our tenants preserve and protect the environment.



Social

Responsibility

Our culture is driven by our team's connection to each other and the communities in which we live, serve and work. Community partnerships give our team opportunities to effect positive change within our company, our industry and our communities. We strive to provide an engaging, inclusive and safe work environment for our employees.



We are **committed to conducting business with integrity**. This core value is embedded in our culture and reflects our commitment to conducting all of our activities in accordance with the highest ethical standards, sound corporate governance policies and in compliance with all legal and regulatory requirements.











Investors

Team

Tenants

Community



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# Appendix

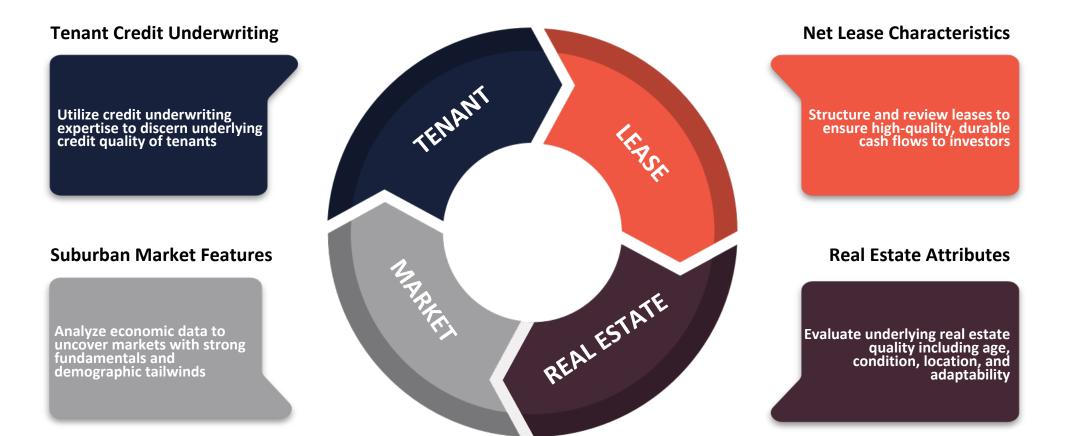






## **Proven Investment Evaluation Framework**

Guided by a four pronged framework to assess investment opportunities





## **Tenant Credit Underwriting**

Utilize a multi-faceted credit underwriting approach to diligently determine the underlying credit quality of every tenant

Conduct Independent Credit Analysis and Determine Shadow Rating Evaluate Credit Ratings From Major Agencies (S&P and Moody's)

Regularly Review Financial Statements and Other Disclosures

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Assess Competitive Position and Potential Business Risks

Evaluate Ownership Structure (Public, Private, Private Equity, etc.) Monitor Regulatory News, Market Conditions, Tenant M&A and Capital Markets Activity



## **Real Estate Attributes**

Dedicated to acquiring properties with high-quality real estate characteristics

Real Estate Use	<ul> <li>Mission-critical and/or headquarters locations</li> </ul>
Location within Suburban Market	<ul> <li>Easy access to commuter routes and public transit</li> </ul>
Leasing Track Record	<ul> <li>Expectation of "sticky" lease renewal or high likelihood of ability to backfill</li> </ul>
Fungibility	<ul> <li>Ability to convert potential vacancy to other single-tenant or multi-tenant use</li> </ul>
Parking	<ul> <li>Ample on-site parking, particularly where transit options are limited</li> </ul>
Amenities	<ul> <li>On-site dining and fitness options, lobby/rooftop common area, walking trails, etc.</li> </ul>
Workplace Productivity	<ul> <li>Modern floor plans configured to optimize collaboration and enhance employee productivity</li> </ul>
ESG Compliant	<ul> <li>Compliant with Orion's ESG framework and additive to its ESG strategy</li> </ul>



## **Board of Directors**

In addition to Paul McDowell, Orion's Board is comprised of four independent directors, each possessing diverse backgrounds with significant experience



### **Reginald H. Gilyard**

### CHAIRMAN OF THE BOARD

#### **Current Roles**

- Realty Income Corporation:
   Director
- First American Financial Corporation: Director
- CBRE, Group Inc.: Director
- Pacific Charter School Development: Board Chair
- Boston Consulting Group: Senior Advisor

#### History

- Argyros School of Business and Economics at Chapman University: Dean
- Boston Consulting Group: Partner and Managing Director
- U.S. Air Force: Program Manager



### Kathleen R. Allen, Ph.D.

### INDEPENDENT DIRECTOR

### **Current Roles**

- Principal and Director for a real estate investment and development company
- Board of Advisors for two life sciences companies
- University of Southern California: Professor Emerita at the Marshall School of Business, Founding Director of the Center for Technology Commercialization

#### History

- Realty Income Corporation: Director
- Gentech Corporation: Co-founder
   and Chairwoman
  - N2TEC Institute: Co-founder and Chief Executive Officer
  - Department of Homeland Security: Visiting Scholar



### **Richard Lieb**

### INDEPENDENT DIRECTOR

### Current Roles

- Greenhill & Co.: Senior Advisor
- AvalonBay Communities, Inc.:
- Director
- iStar, Inc.: Director

#### History

- Greenhill & Co.: Managing Director and Chairman of Real Estate, Head of Restructuring, Head of North American Corporate Advisory, Chief Financial Officer
- Goldman Sachs & Co.: Head of Real Estate Investment Banking
- CBL & Associates Properties, Inc.: Director
- VEREIT, Inc.: Director
- Domio, Inc.: Advisory Director



### Gregory J. Whyte

### INDEPENDENT DIRECTOR

### **Current Roles**

- Private real estate investor
- Gregory Whyte Advisor Services:
   Principal

### History

- TIER REIT: Independent Director
- UBS Securities: Senior Advisor in the Real Estate, Leisure, and Lodging Investment Banking Group
- Morgan Stanley: Managing Director, Global Head of Real Estate Equity Research
- Member of NAREIT since 1988



### **Paul McDowell**

Chief Executive Officer, Director

#### **Current Roles**

• Orion Office REIT: Chief Executive Office, Director

#### History

- VEREIT, Inc.: Executive Vice President and COO
- CapLease: Founder and Chief Executive Office; Chairman of the Board
- Sumitomo Corporation of America: Corporate Counsel
- Nutter, McClennen & Fish: Associate, Corporate Department