



Formed with
a handshake
between two friends...

Kimco Realty Corporation

2001 Annual Report



now with
525 properties

in
**42 states
& Canada,**

comprising approximately

70 million

square feet of leasable space.

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Corporate Profile

Kimco Realty Corporation, operating as a real estate investment trust (REIT), is the largest publicly traded owner and operator of neighborhood and community shopping centers in North America. In addition, the Company develops retail properties for sale, invests in real estate related securities and mortgages secured by retail real estate, and provides capital and expertise to retailers with surplus real estate.

Kimco held its public offering in November 1991, and has generated a total annualized return for shareholders, including the reinvestment of dividends, of 20.6 percent.

Financial Highlights

(thousands, except per share amounts)

	2001	2000	Percent Change
Operating Data			
Net income	\$ 236,538	\$ 205,025	15.4%
Net income per common share			
Basic	\$ 2.20	\$ 1.93	14.0%
Diluted	\$ 2.16	\$ 1.91	13.1%
Funds from operations	\$ 295,872	\$ 254,141	16.4%
Funds from operations per common share			
Basic	\$ 3.07	\$ 2.74	12.0%
Diluted	\$ 2.99	\$ 2.69	11.2%
Balance Sheet Data			
Real estate investments, before accumulated depreciation	\$ 3,480,417	\$ 3,329,857	4.5%
Total assets	\$ 3,384,779	\$ 3,171,348	6.7%
Total debt	\$ 1,328,079	\$ 1,325,663	0.2%
Equity market capitalization	\$ 3,626,693	\$ 3,119,777	16.2%

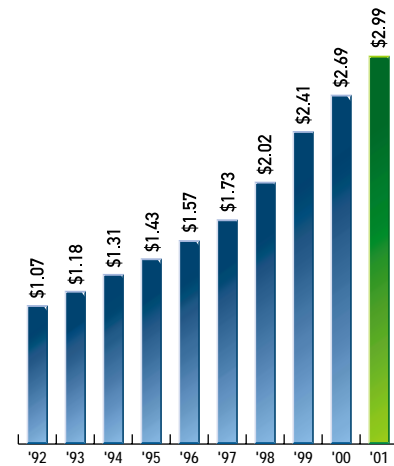
Note: See Glossary of Terms on page 52.

During 2001, Kimco Realty Corporation celebrated a significant milestone as we completed our tenth year as a public company. We have taken the opportunity later in this report to provide a snapshot of Kimco's public track record, but in this letter permit me to focus on our 2001 performance and our business strategy for the future.

2001 Performance

We completed an outstanding year, as reflected by our operating results and total returns delivered to our shareholders. Funds from operations (FFO) grew 16.4 percent to \$295.9 million and net income grew to \$236.5 million, an increase of 15.4 percent over our prior year results. On a per-share basis, FFO grew 11.2 percent and earnings per share grew 13.1 percent. (See Glossary of Terms on page 52)

Funds from Operations
(per diluted common share)

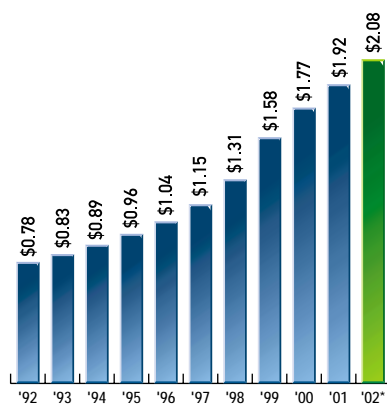


Milton Cooper, Chairman and Chief Executive Officer

Revenue from rental property was \$468.6 million, compared to \$459.4 million, and net operating income increased to \$353.4 million from \$351.4 million. Income from our real estate joint ventures, net of taxes, increased to \$41.1 million from \$14.6 million. This dramatic increase was largely the result of the performance and growth of our Kimco Income REIT (KIR) joint venture and our being able to take advantage of the opportunities provided by our purchase of asset designation rights from the bankrupt Montgomery Ward stores.

Our balance sheet remains very strong. During the year we raised approximately \$124.3 million, selling 3,750,000 shares of common stock in two separate

Dividend Growth
(per common share)



*Current annualized quarterly dividend

equity offerings at a weighted average price of \$33.14 per share. At year end we hadn't used our \$250 million revolving credit facility, while our long-term debt obligations, at \$1.3 billion, are only 27.0 percent of our total market capitalization. We generated net operating income of approximately 3.9 times our debt service requirements and 3.2 times our fixed charges, which includes our preferred dividend payments. Our common dividend per share, after our recent stock split, is \$0.52 per share, an 8.3 percent increase from a year ago. Our FFO payout ratio is at 62.5 percent, among the lowest in our industry.

Our Strategy – A Parent REIT and A Taxable Subsidiary

Kimco's strategy is to operate two businesses, a parent REIT and a taxable subsidiary. This strategy, which was facilitated by the REIT Modernization Act (RMA), leverages our core expertise in retail real estate to grow earnings and provide a safe, secure, growing dividend for our shareholders. At Kimco, we believe our pact with shareholders to provide a safe and growing dividend is sacrosanct. We also believe we have a covenant with our bondholders to provide sufficient cash flow, which we will protect, to meet our unsecured debt obligations. Our goal is to keep debt levels sufficiently low in the parent REIT so that we can provide investors comfort that our dividends and interest payments will not be in doubt.

The parent REIT is primarily engaged in the ownership and management of retail real estate, which generates large amounts of income, free of corporate taxation, to distribute as dividends to shareholders. Its primary source for cash flow is our portfolio of 393 shopping center properties. With 3,500 leases and 2,000 individual tenants, 52.9 million square feet and an average remaining lease term in excess of ten years, the portfolio provides a diversified and stable source of income. Although market rental rates remained flat during the weak economic environment of last year, the portfolio was able to achieve internal growth of 2.4 percent for the year.

In January 2002, our largest tenant, Kmart Corporation, filed for Chapter 11 bankruptcy protection in order to reorganize their business. Kimco had leased a total of 75 stores to Kmart, mostly as a result of our acquisition and re-leasing of the vacant Venture Stores, Inc. real estate in 1998. Kmart will continue to operate the majority of

their stores in our portfolio, but they will close a number of locations. The bankruptcy rules permit them to reject their long-term lease obligations on their closed stores. Therefore, we expect reduced occupancy and reduced rental revenue in 2002 while we work to re-lease the newly vacant sites. As a result of the Kmart bankruptcy, Kimco has a significant unsecured claim for damages and lost rent and, while our recovery cannot be determined at this time, we expect to receive substantial payments on this claim in the future. Leasing and recycling these stores is our top priority, but it will take time. Mike Flynn, Vice Chairman and President, together with Rob Nadler, President of our Midwest Region where most of these stores are located, will devote their energy to this task. Rob is a creative and talented team leader, and I am confident he is prepared to overcome this challenge.

Over the past few years the most significant contributor to the growth within our parent REIT has been our investment in the KIR portfolio, a strategic joint venture with institutional partners. KIR is a high quality portfolio of shopping centers that meets specific guidelines for financing, occupancy and growth. During 2001, we acquired 12 shopping centers for KIR, totaling \$348.8 million. KIR started out with approximately \$430 million in assets in 1999, and the venture has grown to more than \$1.3 billion in assets and has delivered a return for our shareholders in excess of 15.0 percent. In 2001, KIR produced FFO of \$23.5 million, which represented a very substantial increase of \$7.9 million, or 50.6 percent over that of the prior year. Occupancy in

this portfolio at year end remained very high, at 96.7%. The KIR portfolio now comprises 12.4 million square feet of gross leasable area with 973 individual leases.

KIR is also part of our expanding management business. We own approximately 43.3 percent of the venture and earn a management fee on the remaining 56.7 percent. Management fees earned from this venture were \$3.3 million for the year, compared to \$2.0 million a year earlier.



*Dave Henry (left), Vice Chairman and Chief Investment Officer
and Mike Flynn (right), Vice Chairman and President.*

Our Taxable Subsidiary

One of the keys to our success in 2001 was our gaining the freedom to grow the new businesses we launched as a result of the RMA, which removed many of the limitations of the REIT structure. The new law took effect on

When you earn
someone's
trust
and
respect,
you must remain
steadfast
in your
determination
to maintain it.

January 1, 2001, and we hit the ground running. Dave Henry, who joined Kimco last year as our Vice Chairman and Chief Investment Officer, has been named Chief Executive Officer of the taxable subsidiary. Dave has done a wonderful job motivating our management team and exploring new opportunities to generate superior investment returns. His wealth of experience has already created tremendous value for Kimco shareholders. Dave has taken us to Canada, negotiated our new agreement with G.E. Capital Real Estate and has leadership responsibility for a number of other business initiatives that are simmering and ready to come to a full boil. An increasing portion of Kimco's growth will come from these businesses in the coming years, and Dave's leadership will be critical as we monitor and measure the performance of these businesses.

Our primary operating businesses are:

- **Kimco Developers Inc.** - Merchant Building
- **Retail Property Solutions** - Capital and Consulting for Retailers
- **Kimco Select Investments** - Secondary Market Investments in Real Estate and Retail Related Securities
- **Kimco Preferred Equity** - Strategic Financing for Acquisitions of Shopping Centers
- **Kimco Exchange Place** - Facilitating 1031 Exchanges of Real Estate

Kimco Developers Inc. (KDI) generated significant after-tax gains in its first full year of operations. Jerry Friedman and his team continue to deliver excellent returns from this business strategy of building properties for retailers that have strong balance sheets and a desire to expand. These retailers have weathered the economic storm and now seek to take full advantage of their opportunity to increase their market share. Our development pipeline continues to enjoy strong leasing activity and, as we use local development partners that have received the necessary permits and entitlements and, in many instances, have signed anchor tenants, the time to construct our projects is short and our risk in development is reduced. We are able to identify, build, and sell projects quickly, thus increasing our investment returns.

Ray Edwards has joined us, and has the task of growing our Retail Property Solutions business. We worked with Ray on the Montgomery Ward asset designation rights acquisition and we were extremely impressed by his street smarts and savvy ability to generate profitable deals. Retail Property Solutions provides loans and invests equity via

**“Kimco Associates
are enthusiastic
and display
unbounded energy
and creativity
every day”**

“the real estate fundamentals in the Canadian market presented an excellent opportunity for our Company”

dealing directly with retailers and their inventory of fee and leasehold real estate. Ray and his team negotiated our debtor-in-possession financing loan to Ames, Inc. at attractive returns.

Our Kimco Select Investments business, led by David Samber, continues to expand in the area of opportunistic investments. Kimco Select creates value by purchasing bonds, mortgages or other securities that are secured by retail real estate or where we feel the value of the real estate is not being recognized by the market. Transactions initiated this past year included the discounted purchase of corporate bonds of

two retailers that own substantial real estate, Pep Boys and CKE Restaurants, which we were able to sell back into the secondary market at a substantial profit. We also acquired short-maturity bonds of Center Trust, Inc (a publicly traded REIT) that were fully repaid at maturity. In addition, by the end of the year we exceeded our pro forma projections on the redevelopment of a five-property, 460,000 square foot portfolio of former Hechinger Stores that was acquired in 2000 through the purchase of the defaulted mortgage bonds secured by these properties.

Not coincidentally, our Kimco Select Investments and Retail Property Solutions businesses are extremely active in the current economic environment. As expected, retailers are aggressively seeking assistance with their surplus real estate and lease liabilities. We will apply our tremendous experience to help them monetize their assets and reduce their liabilities so they may prosper in the future. Helping retailers in need of capital is a counter-cyclical business that benefits from a slowing economy and will help Kimco maintain a steady level of earnings.

In order to continue increasing our level of earning assets and more effectively compete in a tight market for retail shopping centers, John Greenwood and JoAnn Carpenter have joined us to start Kimco's Preferred Equity and Participating Loan Program. In this enterprise we lend money to undercapitalized real estate operators for the purchase or development of assets we would have otherwise acquired if the assets fit the strategy of our parent REIT or one of our investment portfolios. This strategy is an obvious complement to traditional acquisition activities because it leverages the knowledge we gain when underwriting numerous deals. We completed our first preferred equity transaction in February 2002, and we expect this business to grow rapidly in the coming years.

Kimco Exchange Place facilitates tax-free 1031 exchanges of real estate for individuals and institutions. Kimco Exchange Place now handles sales for several prominent institutional owners of property, generating and facilitating tax-free exchanges for their portfolios. Kimco Exchange has assisted Kimco Developers to generate strong sales prices by locating 1031 buyers for our recently developed properties.

New Investment Portfolios

In order to pursue additional shopping center assets that do not fit the KIR strategy, we formed the Kimco Retail Opportunity Portfolio in October 2001. The Kimco Retail Opportunity Portfolio is a strategic alliance with G.E. Capital Real Estate, and was created to acquire retail properties that present special opportunities for growth and income. Kimco owns a 20 percent interest in this alliance and earns a management fee on the remaining 80 percent. During the first quarter of 2002, we announced an initial transaction for 12 shopping centers targeted for this portfolio.

During this past year, we also determined that the real estate fundamentals in the Canadian market presented an excellent opportunity for our Company to expand northward with our U.S. based retailers. We have formed a 50/50 venture with the largest REIT in Canada, RioCan REIT, to acquire, develop, and renovate shopping centers throughout Canada. We announced the venture in October and have already acquired eight properties, comprising 1.9 million square feet of leasable area at a total cost of \$293 million (Canadian). Our Canadian partners at RioCan do an excellent job of originating and evaluating acquisition opportunities for the venture.

In summary, we like to compare our business model to the large Naval aircraft carrier that moves steadily through the sea, providing safety and security for its more nimble aircraft. Owning and operating retail real estate is the central focus of our business; it provides safety and security for our shareholders' dividends, while our taxable subsidiary businesses are the nimble vehicles of growth. While the pure ownership of real estate may not experience the rapid growth it enjoyed during the boom cycle of the recent past, our taxable subsidiary and its businesses should grow rapidly and provide an ever-increasing source of cash flow and retained earnings for reinvestment.

The Future

After more than 40 years in business, we have learned that the one certitude is change. I have never seen a time when the velocity of change was greater. 2001 was a year where a society's feeling of safety and security was changed

overnight, where large government budget surpluses disappeared and turned to deficits. 2001 was also a year of change at Kimco, as we expanded our operating businesses to more closely resemble the rest of Corporate America.

Change is nothing new to Kimco. We originally started our business as developers; we became acquirers of property when we recognized the opportunity to acquire, at bargain prices, excellent assets with growing rents. We resumed development when the economics became attractive. We were private entrepreneurs; we converted to public ownership when the opportunity presented itself. Before this year, REITs couldn't compete effectively with other operating businesses, but the passage of the RMA is eliminating that disability. I firmly believe that it is management's responsibility to continually seek ways to increase shareholder value, and this remains a cornerstone of our business strategy. Challenges, changes and crises will always arise in the ownership of retail real estate, but we believe that we are the best equipped to handle these issues and to turn them to our advantage.

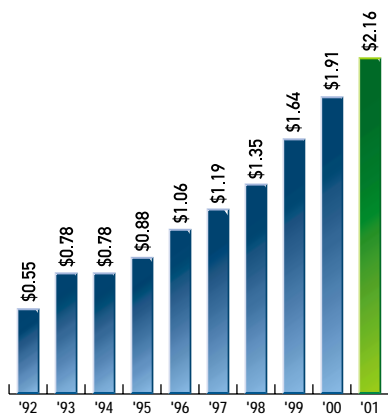
More than 40 years ago, Martin Kimmel, our Chairman Emeritus, and I acquired our first shopping center in South Florida with little more than a handshake and a commitment to succeed. Today, through ten presidential administrations and seven economic recessions, we remain committed to our Associates, our tenants and other partners, our bondholders and our shareholders. We believe that when you earn someone's trust and respect, you must remain steadfast in your determination to maintain it.

We have a wonderful, talented team led by Mike Flynn, Dave Henry and Mike Pappagallo, our Chief Financial Officer. Kimco Associates are enthusiastic and display unbounded energy and creativity every day. Most importantly, they are possessed of good character and the will to succeed – which gives me tremendous confidence that we will continue to "deliver the goods" for our shareholders, Associates and all those who rely on us.

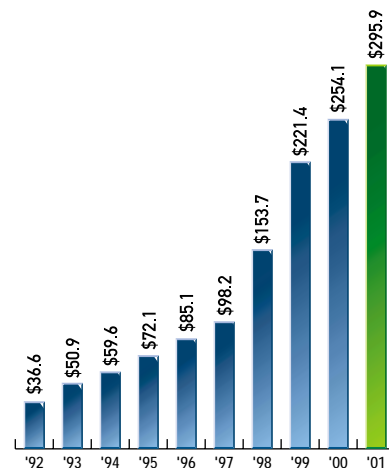
A handwritten signature in black ink, appearing to read "Milton Cooper". The signature is fluid and cursive, with a large initial "M" and a long, sweeping underline.

Milton Cooper
Chairman and Chief Executive Officer

Earnings Per Share
(diluted)



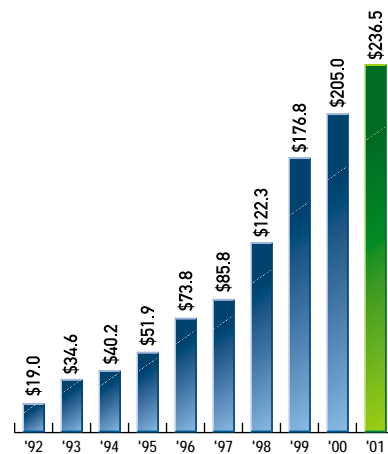
Funds from Operations
(in millions)



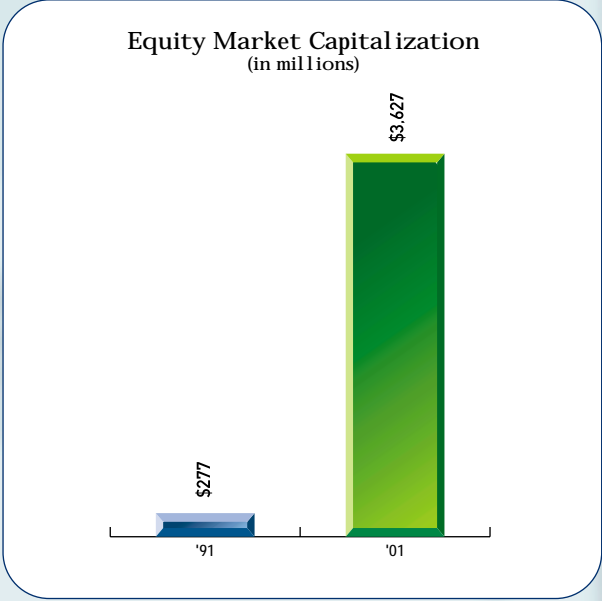
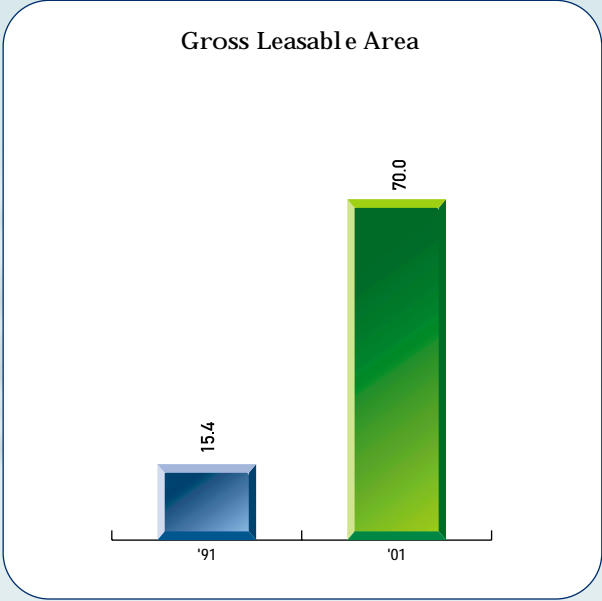
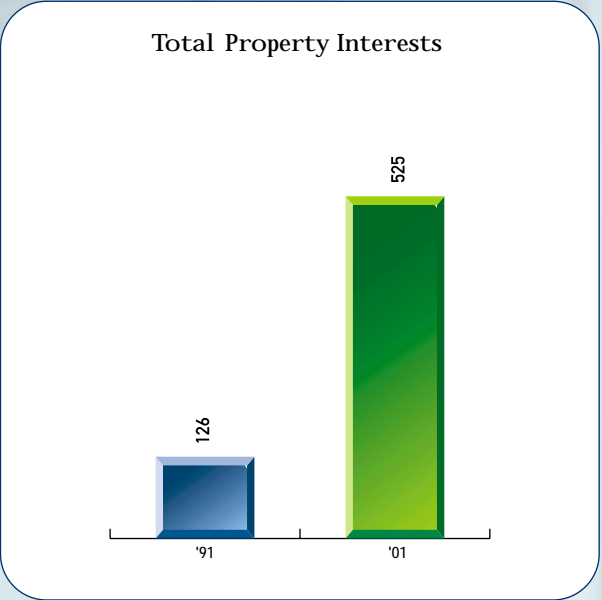
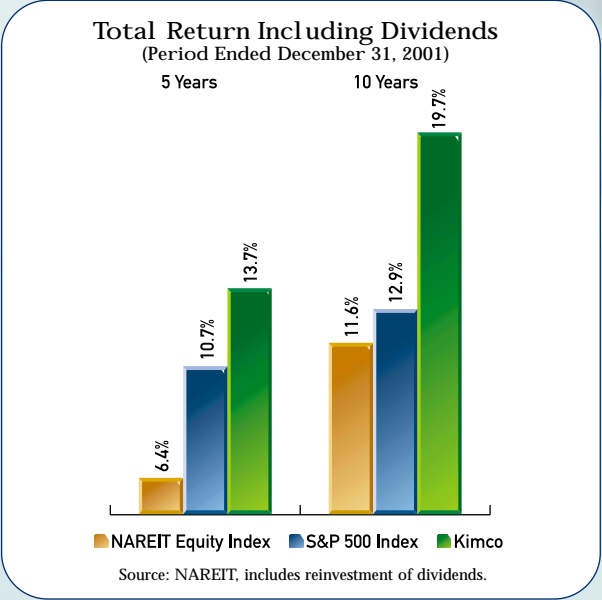
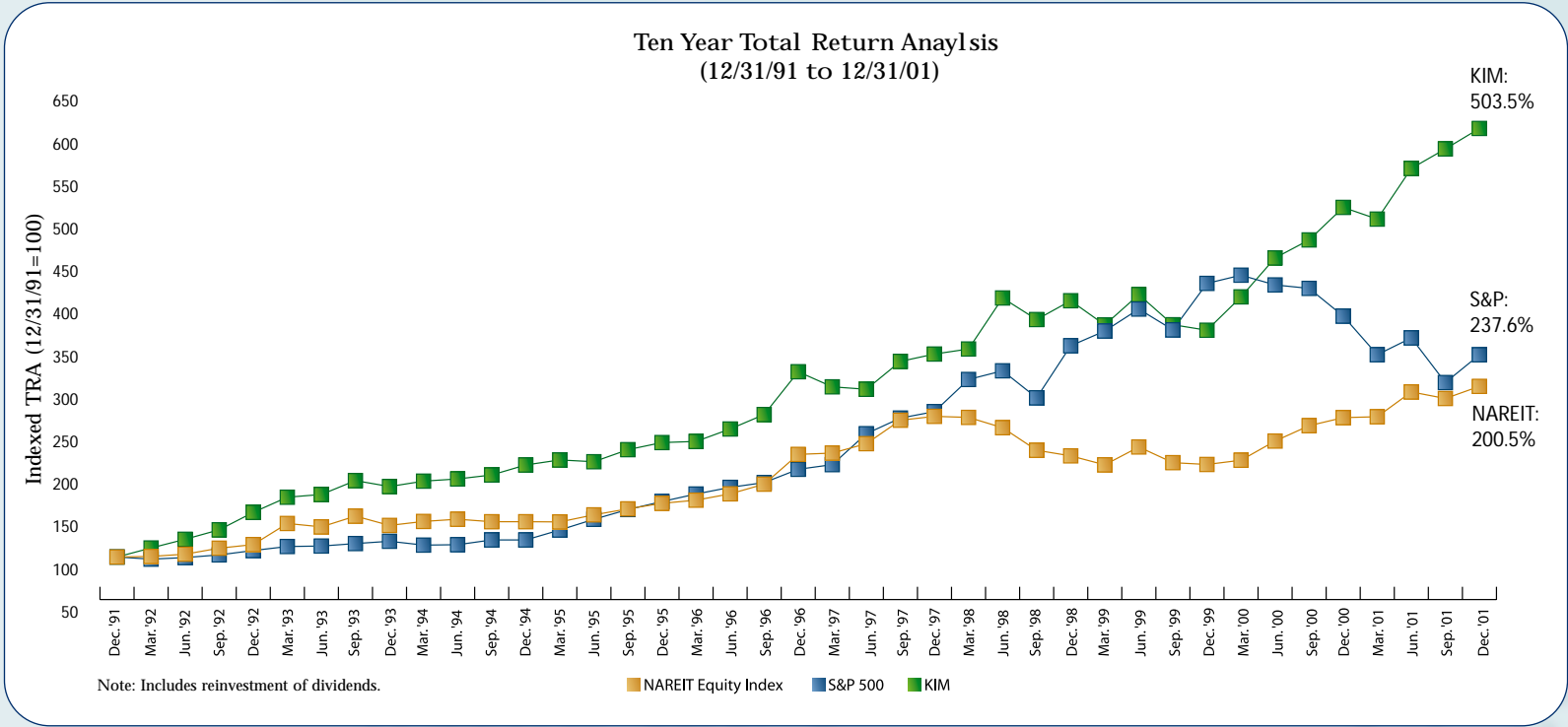
results

2001

Net Income
(in millions)



10 years of proven results





Portfolio of Properties

Portfolio of Properties

Kimco Realty Corporation

Interests Owned or Managed

Site#	Center Name	City	GLA
Alabama			
465	Hoover Center	Birmingham	115,347
480	Fairfield Shopping Center ("S.C.")	Birmingham	86,566
* 731	East Town S.C.	Birmingham	103,161
* 740	Bellevue Plaza	Birmingham	103,161

Alberta			
-	Shawnessy Towne Centre	Calgary	153,173
-	Shoppes @ Shawnessey	Calgary	162,989

Arizona			
Δ 429	Four Peaks Plaza	Phoenix	-
Δ 436	Hamstra Square	Phoenix	-
Δ 443	Gilbert Fiesta	Phoenix	-
Δ 476	Peoria Crossings	Phoenix	-
540	Hayden Plaza North	Phoenix	143,646
∞ 549	Costco Plaza	Phoenix	337,107
553	Metro Square	Phoenix	228,769
557	Costco Plaza	Phoenix	328,532
576-579	Talavi Towne Center	Phoenix	124,325
580/581	Costco Plaza	Phoenix	381,312
† 582	Goodyear	Phoenix	-
647	Plaza at Mountainside	Phoenix	124,989
679	Poca Fiesta	Phoenix	135,692
* 745	Hayden Plaza South	Phoenix	103,161

Arkansas			
* 754	North Little Rock S.C.	Little Rock	106,029

British Columbia			
-	Parkwood Place S.C.	Prince George	186,363
-	Abbotsford Power Centre	Vancouver	198,574
-	Clearbrook Town Centre	Vancouver	94,126
-	Langely Gate S.C.	Vancouver	151,802
-	Mission Valley S.C.	Vancouver	126,759
-	Peninsula Village S.C.	Vancouver	85,505

California			
∞ 037	Covina Town Square	Covina	263,699
◇ 951	POB Fremont Hub	Fremont	630,545
∞ 038	Torrance Promenade	Los Angeles	266,917
106	La Palma S.C.	Los Angeles	15,396
541	Costco Plaza	Los Angeles	200,634
546	Corona Hills Plaza	Los Angeles	475,908
551	La Mirada Theater Center	Los Angeles	204,169
∞ 556	Target Plaza	Los Angeles	171,580
559	Home Depot Plaza	Los Angeles	134,400
∞ 040	Montebello Town Square	Montebello	270,439
543	Madison Plaza	Sacramento	212,811
∞ 039	Vista Balboa Center	San Diego	112,410
544	Costco Plaza	San Diego	363,222

Site#	Center Name	City	GLA
705	Santee Town Center	San Diego	103,903
∞ 759	Magnolia Square S.C.	San Francisco	42,066
324	The Center	Stockton	146,346
∞ 762	Palm Plaza S.C.	Temecula	341,612

Colorado			
686	Spring Creek S.C.	Colorado Springs	107,310
* 780	Woodman Valley S.C.	Colorado Springs	61,453
680	West 38th Street S.C.	Denver	18,405
682	Village on the Park	Denver	145,826
683	Englewood S.C.	Denver	80,330
684	Heritage West S.C.	Denver	82,581
685	Qunicy Place S.C.	Denver	44,170
689	East Bank S.C.	Denver	111,085
367	Fort Collins S.C.	Fort Collins	117,862

Connecticut			
∞ 029	Elm Plaza	Enfield	162,459
548	West Farm S.C.	Hartford	184,572
∞ 034	Branhaven Plaza	New Haven	191,496
500	Hamden Mart	North Haven	341,502
554	Home Depot Plaza	North Haven	327,069
608	Waterbury Plaza	Waterbury	136,153

Delaware			
501	Blue Hen	Dover	423,953
278	Value City S.C.	Wilmington	111,600

Florida			
101	Camino Square	Boca Raton	73,549
∞ 005	Boynton West S.C.	Boynton Beach	192,759
152	Lakeside Plaza	Bradenton	24,700
698	Bayshore Gardens	Bradenton	162,997
∞ 011	Plaza at Brandon Town Center	Brandon	143,785
124	Wal-Mart Plaza	Clearwater	149,472
139	Tri-City Plaza	Clearwater	215,916
196	East Bay Junction	Clearwater	56,630
604	Peppertree Plaza	Coral Springs	260,896
623	Coral Square Promenade	Coral Springs	46,497
673	Maplewood Plaza	Coral Springs	83,500
147	Kmart Plaza	Fort Pierce	210,460
120	Reef Plaza	Ft. Lauderdale	112,476
251	Whole Foods Center	Ft. Lauderdale	60,414
290-293	Ft. Lauderdale S.C.	Ft. Lauderdale	179,726
207	Regency Plaza	Jacksonville	203,536
∞ 022	Tradewinds S.C.	Key Largo	207,361
123	Merchants Walk	Lakeland	229,383
136	Leesburg Shops	Leesburg	13,468
127	Nasa Plaza	Melbourne	168,737
616	Northgate S.C.	Melbourne	131,851
668	Shops at West Melbourne	Melbourne	148,003
-	Miami Justice	Miami	152,800
129	Grove Gate S.C.	Miami	104,968

Portfolio of Properties cont'd.

Interests Owned or Managed

Site#	Center Name	City	GLA
Florida cont'd.			
134	Coral Way Plaza	Miami	162,278
◊ 135	Coral Way Plaza	Miami	87,305
203	Homestead Towne Square	Miami	198,694
390	Miller Road S.C.	Miami	81,780
634	South Miami S.C.	Miami	60,804
◊ 702	Grove Gate S.C.	Miami	1,615
* 735	Opa Locka S.C.	Miami	103,161
677	Tri-Cities Shopping Plaza	Mount Dora	118,150
* 761	Southgate S.C.	New Port Richey	66,500
△ 470	Northwoods Centers	New Tampa	-
340	Ives Dairy Crossing	N. Miami Beach	92,130
665	Shady Oaks S.C.	Ocala	254,537
∞024	Bayhill Plaza	Orlando	179,065
115	Sun Plaza	Orlando	114,434
121	Fern Park Plaza	Orlando	131,646
125	Grant Square	Orlando	103,480
174	Sports Authority Plaza	Orlando	131,981
392	Seminole Centre	Orlando	210,692
574	Renaissance Centre	Orlando	271,095
613	Vine Street Square	Orlando	130,983
618	Sand Lake Plaza	Orlando	230,248
636	Pearl Arts S.C.	Orlando	94,193
638	Century Plaza	Orlando	126,356
* 739	Butler Plaza	Orlando	103,161
* 749	Lee Road S.C.	Orlando	103,161
195	Big Lots Plaza	Palatka	81,330
* 726	Pensacola S.C.	Pensacola	102,997
118	Sample Plaza	Pompano Beach	63,838
∞716	The Piers S.C.	Port Richey	103,294
113	Riviera Square	Riviera Beach	46,390
171	Tuttle Bee Plaza	Sarasota	102,485
378	Southeast Plaza	Sarasota	78,567
128	Oak Tree Plaza	St. Petersburg	118,979
619	Marketplace Square	Stuart	170,291
△ 317/318	Governors Marketplace	Tallahassee	144,000
715	Village Commons S.C.	Tallahassee	105,535
* 725	Tallahassee Center	Tallahassee	100,000
∞003	Plaza at Citrus Park	Tampa	324,846
664	Carrollwood Commons	Tampa	115,558
* 743	Busch Plaza	Tampa	106,986
111/511	Belmont Plaza	West Palm Beach	74,326
633	Babies R Us Plaza	West Palm Beach	80,845
208	Chain O' Lakes Plaza	Winter Haven	88,400
Georgia			
159	Gainesville Towne Center	Atlanta	142,288
187	Macon Plaza	Atlanta	127,260
442	Atlanta Center	Atlanta	165,314
* 724	Town & Country S.C.	Atlanta	105,405
∞044	Augusta Exchange	Augusta	531,039
635	Augusta Square	Augusta	119,930
185	Savannah Centre	Savannah	187,071
632	Largo Plaza	Savannah	88,325

Site#	Center Name	City	GLA
∞048	Snellville Pavilion	Snellville	311,164
215	Robins Plaza	Warner Robins	111,355
Illinois			
802	Beltline Highway S.C.	Alton	159,824
808	Belleville S.C.	Belleville	81,490
176	Bloomington Commons	Bloomington	188,250
825	Northfield Square Mall	Bradley	80,535
894	South Harlem S.C.	Bridgeview	88,069
848	Carbondale Mall	Carbondale	80,535
∞043	Pinetree Plaza	Champaign	111,720
870	Neil Street S.C.	Champaign	102,615
∞012	New York Square Shopping Plaza	Chicago	39,885
122	Lake Street Plaza	Chicago	93,289
224/387	Town & Country S.C.	Chicago	183,432
563	Woodgrove Festival	Chicago	163,573
695	Butterfield Square	Chicago	187,639
* 758	Marketplace of Oaklawn	Chicago	94,707
764	Downers Grove	Chicago	123,918
835	Oak Lawn Center	Chicago	165,337
836	Calumet Center	Chicago	193,949
837	22nd Street Plaza	Chicago	163,892
838	Matteson Center	Chicago	164,987
839	Mount Prospect Center	Chicago	192,473
841	Pulaski Road S.C.	Chicago	123,001
845	Norridge Center	Chicago	116,914
846	Countryside Plaza	Chicago	118,394
852	Downers Grove Center	Chicago	141,906
853	Kostner S.C.	Chicago	109,441
856	87th Street Center	Chicago	104,264
860	Elgin S.C.	Chicago	100,342
862	Forest Park Mall	Chicago	98,371
863	Naper West Plaza	Chicago	101,822
865	Niles Center	Chicago	101,775
868	Hillcrest S.C.	Chicago	90,313
874	Mundelien S.C.	Chicago	85,018
885	Elston Center	Chicago	86,894
887	Crestwood Center	Chicago	79,903
890	Aurora Commons	Chicago	91,182
891	Crystal Lake S.C.	Chicago	80,390
893	Peterson Avenue S.C.	Chicago	80,842
896	Arlington Heights S.C.	Chicago	80,040
897	Streamwood S.C.	Chicago	81,000
898	Addison Center	Chicago	115,130
* 722	Northland Plaza S.C.	DeKalb	80,562
881	Bellville Road S.C.	Fairview Heights	159,587
882	Randall S.C.	Geneva	104,688
* 755	Washington Park Plaza	Homewood	106,029
693	Orland Square	Orland Park	166,000
809	Orland Park S.C.	Orland Park	121,011
175	Value City S.C.	Ottawa	60,000
832	Evergreen Square	Peoria	156,067
796	Plaza at Rockford	Rockford	102,971
694	East Woodfield Square	Schaumburg	167,690

Site#	Center Name	City	GLA
854	Skokie Pointe	Skokie	58,455
799	MacArthur Boulevard S.C.	Springfield	115,526
886	Lake Plaza	Waukegan	90,555

Indiana

397	Plaza East	Evansville	193,472
398	Plaza West	Evansville	149,182
132	Felbram S.C.	Felbram	27,400
851	Griffith Center	Griffith	114,684
133	Linwood Square	Indianapolis	96,104
153	Greenwood S.C.	Indianapolis	157,162
388	Target 31 South S.C.	Indianapolis	177,580
864	East Washington Center	Indianapolis	96,476
145	Lafayette S.C.	Lafayette	90,500
671	Sagamore at 26 S.C.	Lafayette	183,440
697	Lafayette Marketplace	Lafayette	208,376
* 732	Lafayette Square	Lafayette	103,161
849	Merrillville Center	Merrillville	105,511
895	K's S.C.	Mishawaka	82,100
883	Erskine Plaza	South Bend	81,668
* 721	Terre Haute S.C.	Terre Haute	102,997
* 777	South Third Street S.C.	Terre Haute	73,828

Iowa

812	Clive Plaza	Clive	90,000
858	Davenport Center	Davenport	91,035
757	Home Depot S.C.	Des Moines	150,143
813	Home Depot S.C.	Des Moines	111,847
847	Dubuque Center	Dubuque	82,979
* 773	Southpark Center	Spencer	53,361
811	Waterloo Plaza	Waterloo	96,000

Kansas

805	Home Depot Center	Kansas City	162,982
807	State Avenue Plaza	Kansas City	167,301
843	Roeland Center	Kansas City	152,248
* 884	Kmart S.C.	Kansas City	80,235
* 736	Topeka S.C.	Topeka	103,161
∞ 561	Westgate Market	Wichita	133,771
* 751	Wichita S.C.	Wichita	103,161
∞ 814	Tall Grass S.C.	Wichita	97,992
∞ 815	Shopko S.C.	Wichita	96,319

Kentucky

267	Kroger S.C.	Bellevue	53,695
795	Hinkleville Center	Paducah	85,229
140	South Park S.C.	Lexington	258,713

Louisiana

297	Clearview Mall	Baton Rouge	190,000
666	Hammond Aire Plaza	Baton Rouge	342,706
* 752	Arcadian Village	Baton Rouge	103,161

Site#	Center Name	City	GLA
274	Houma Power Center	Houma	98,586
670	Acadiana Square	Lafayette	222,923

Maine

200	Bangor S.C.	Bangor	86,422
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Maryland

173	Laurel Plaza	Baltimore	75,924
214	Laurel Plaza	Baltimore	81,550
463	Gaithersburg S.C.	Gaithersburg	87,061
675	Glen Burnie S.C.	Glen Burnie	60,173
468	Landover Center	Landover	232,903
* 766	Twilley Centre	Salisbury	79,902
221	Hagerstown S.C.	Washington, D.C.	117,718
560	Costco Plaza	White Marsh	187,331

Massachusetts

∞ 033	Foxborough Plaza	Foxborough	118,844
609	Barrington Plaza	Great Barrington	134,817
238	Searstown Mall	Leominster	610,361
481	Shrewsbury S.C.	Worcester	108,418

Michigan

667	White Lake Commons	Clarkston	157,102
143	Clawson Center	Detroit	179,572
146	Downtown Farmington Center	Detroit	97,038
383	Hallwood Plaza	Flint	243,847
335	Beltline Plaza	Grand Rapids	71,215
607	Cross Creek S.C.	Grand Rapids	141,549
* 747	Southfield S.C.	Lansing	103,161
119	Century Plaza	Livonia	44,185
606	Green Orchard S.C.	Walker	283,668

Minnesota

∞ 014	Arbor Lakes Retail Center	Maple Grove	429,575
∞ 552	Ridgedale Festival Center	Minnetonka	120,220
* 785	Thunderbird Mall	Virginia	63,550

Mississippi

* 746	Ellis Isle S.C.	Jackson	103,161
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Missouri

873	West Park Mall	Cape Girardeau	80,803
707	North Point S.C.	Joplin	155,416
∞ 889	Joplin Mall	Joplin	80,524
* 744	Hub S.C.	Kansas City	103,161
806	Independence S.C.	Kansas City	160,795
833	Kansas Center	Kansas City	143,781
842	Gladstone Plaza	Kansas City	174,716
625	Primrose Marketplace	Springfield	277,560
869	Springfield S.C.	Springfield	167,828
† 598	Home Depot Plaza	St. Charles	8,000
798	Center Point S.C.	St. Charles	84,460

Portfolio of Properties cont'd.

Interests Owned or Managed

Site#	Center Name	City	GLA
Missouri cont'd.			
154	Shop & Save S.C.	St. Louis	118,080
162	Gravois Plaza	St. Louis	163,821
169/699	Hazelwood Plaza	St. Louis	149,230
244	Lemay S.C.	St. Louis	73,281
803	Kirkwood S.C.	St. Louis	169,736
804	Kings Highway S.C.	St. Louis	157,913
829	Kmart S.C.	St. Louis	155,868
830	Creve Coeur S.C.	St. Louis	113,781
831	Dunn Center	St. Louis	168,367
834	South County Center	St. Louis	128,765
844	Deer Creek Plaza	St. Louis	163,097
* 850	Crystal Center	St. Louis	100,724
∞872	Manchester S.C.	St. Louis	89,305
875	Plaza at De Paul	St. Louis	101,592
840	Cave Springs Crossing	St. Peters	171,780

Montana

* 774	Main Mall S.C.	Bozeman	49,694
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Nebraska

* 741	Frederick S.C.	Omaha	92,332
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Nevada

∞036	Charleston Plaza	Las Vegas	234,496
Δ 508	Warm Springs Promenade	Las Vegas	142,000

New Hampshire

620	Rockingham Mall	Salem	340,626
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New Jersey

* 787	Black Horse Pike S.C.	Audubon	69,984
∞573/573A	Bridgewater Promenade	Bridgewater	506,545
587	Franklin Towne	Center Franklin	138,364
306	Super G Plaza	Cherry Hill	122,050
614	Westmont Plaza	Cherry Hill	192,380
643	Marlton Plaza	Cherry Hill	129,809
645	Cinnaminson S.C.	Cinnaminson	138,408
◇ 945	Cinnaminson S.C.	Cinnaminson	16,556
∞032	Millside Plaza	Delran	161,128
Δ 441	Hillsborough Promenade	Hillsborough	122,000
617	North Brunswick Plaza	North Brunswick	409,879
558	Piscataway Town Center	Piscataway	97,348
∞596	Oak Park Commons	Plainfield	133,249
615	Ridgewood S.C.	Ridgewood	24,280
* 756	Willingboro Village Mall	Willingboro	80,280
* 765	Oak Valley Plaza	Woodbury Heights	82,857

New Mexico

585	Sycamore Plaza	Albuquerque	37,735
586	Plaza Paseo Del Norte	Albuquerque	180,512
591	Juan Tabo Plaza	Albuquerque	59,722

Site#	Center Name	City	GLA
New York			
750	Concourse Plaza	Bronx	208,149
∞030	Mill Basin Plaza	Brooklyn	80,708
453	Elmwood Plaza	Buffalo	141,077
454	Shops at Seneca	Buffalo	153,125
456	Topps Plaza	Buffalo	101,066
427	Henrietta S.C.	Henrietta	123,000
∞008	Latham Farms	Latham	603,171
∞020	Munsey Park	Long Island	72,748
∞021	Walgreens of Freeport	Long Island	13,905
∞025	North Shore Triangle	Long Island	49,597
∞027	Meadowbrook Commons	Long Island	173,031
∞028	Merrick Commons	Long Island	107,871
105	East End Commons	Long Island	176,888
109	Syosset S.C.	Long Island	32,124
116	Manetto Hill Plaza	Long Island	88,222
237	Manhasset Center	Long Island	273,943
354	Hampton Bays Plaza	Long Island	70,990
360	Bridgehampton Commons	Long Island	287,632
395	Voice Road Plaza	Long Island	131,452
504	Massapequa Duane Reade	Long Island	22,010
∞545	Home Depot Plaza	Long Island	154,692
575	King Kullen Plaza	Long Island	255,798
605	Centereach Mall	Long Island	371,028
◇ 701	Great Neck Shops	Long Island	14,385
∞041	Galleria at Crystal Run	Middletown	80,000
218	44 Plaza	Poughkeepsie	165,733
149/426	West Gates S.C.	Rochester	185,153
425	Irondequoit S.C.	Rochester	17,995
307	Nanuet Mall	South Nanuet	70,522
∞031	Forest Avenue S.C.	Staten Island	177,118
601	Richmond S.C.	Staten Island	210,990
674	Greenridge Plaza	Staten Island	98,193
∞0026	Yonkers S.C.	Yonkers	56,361
801	Shoprite S.C.	Yonkers	43,560

North Carolina

144	Woodlawn Marketplace	Charlotte	110,300
192	Independence Square	Charlotte	135,269
380/384	Tyvola Mall	Charlotte	227,808
602	Akers Center	Charlotte	235,607
∞016	New Hope Commons	Durham	467,137
Δ 431	Hope Valley Farms	Durham	-
639	Oakcreek Village S.C.	Durham	116,186
275	Landmark Station S.C.	Greensboro	100,794
∞550	Wendover Ridge	Greensboro	41,387
∞002	Centrum at Crossroads	Raleigh	229,213
177	Pleasant Valley Promenade	Raleigh	374,395
Δ 477	Wakefield Commons II	Raleigh	-
Δ 478	Wakefield Crossings	Raleigh	56,000
483	Crossroads Plaza	Raleigh	86,015
485	Kimco Wakefield Commons	Raleigh	83,965
696	Wellington Park S.C.	Raleigh	102,787
126	Cloverdale Mall	Winston-Salem	137,868

Site#	Center Name	City	GLA
Ohio			
220	Barberton S.C.	Akron	38,175
245	Harvest Plaza	Akron	76,438
419	West Market Plaza	Akron	138,363
430	Romig Road S.C.	Akron	149,054
437	Tops Plaza	Akron	106,500
457	Arlington Boulevard S.C.	Akron	116,656
242	Cambridge Square	Cambridge	95,955
182	Canton S.C.	Canton	63,989
188	Belden Village Commons	Canton	161,569
422	Canton S.C.	Canton	99,267
439	Atlantic Boulevard S.C.	Canton	150,900
∞017	Colerain Towne Center	Cincinnati	375,499
276	Kmart Plaza	Cincinnati	130,715
413	Ridgewater Plaza	Cincinnati	233,401
415	Glenway Plaza	Cincinnati	121,242
420	Cassinelli Square	Cincinnati	320,095
482	Glenway Crossing	Cincinnati	88,317
513	Ridgewater Plaza	Cincinnati	93,474
233	Greenlite S.C.	Cleveland	83,061
246	Kmart Plaza	Cleveland	168,523
399	Ames Plaza	Cleveland	103,910
410	Chardon Bishop Plaza	Cleveland	156,178
411	Ames Plaza	Cleveland	133,563
417	Erie Commons	Cleveland	271,259
421	Meadowbrook Square	Cleveland	133,147
102	Whitehall S.C.	Columbus	110,263
130	Arlington Square	Columbus	158,395
178/423	Westerville Plaza	Columbus	242,124
234	Town Square	Columbus	128,180
401	Morse Plaza	Columbus	131,789
402	South Hamilton S.C.	Columbus	140,993
403	Olentangy Plaza	Columbus	129,008
407	West Broad Plaza	Columbus	135,650
424	South High Plaza	Columbus	99,262
Δ 486	High Park Center	Columbus	-
∞597	North West Square	Columbus	113,183
131	Shiloh Springs Plaza	Dayton	163,131
308/310	Oak Creek Plaza	Dayton	214,279
309/311/313	Woodman Plaza	Dayton	129,335
345	Beavercreek Plaza	Dayton	146,636
404	Salem Plaza	Dayton	141,616
405	Cross Pointe S.C.	Dayton	115,114
406	Value City Plaza	Dayton	116,374
∞006	Northpark Center	Huber Heights	309,768
325	Eastgate Plaza	Lima	193,633
Δ 714	Mallwoods Centre	Miamisburg	82,000
409	Plaza at Middleburg Heights	Middleburg Heights	104,342
414	Tops Plaza	North Olmstead	99,862
320	Southland 75 S.C.	Springboro Pike	99,147
∞018	Tri-County Commons	Springdale	243,929
416	Kmart Plaza	Springfield	131,628
* 728	Toledo S.C.	Toledo	102,997
* 729	Northwood S.C.	Toledo	103,161

Site#	Center Name	City	GLA
Oklahoma			
∞001/001A	Parkway Plaza	Oklahoma City	225,842
555	Centennial Plaza	Oklahoma City	232,635
857	Midwest City S.C.	Oklahoma City	99,433
* 871	Shields Plaza	Oklahoma City	111,314
876	Broadway Plaza	Oklahoma City	97,527
810	Kmart S.C.	Tulsa	96,100
* 859	Sheridan Plaza	Tulsa	93,748
Pennsylvania			
460	Chippewa Plaza	Chippewa	215,206
326	Hamburg Wellness Center	Hamburg	15,400
193	Harrisburg East S.C.	Harrisburg	175,917
227	Harrisburg West S.C.	Harrisburg	152,565
243	Olmsted Plaza	Harrisburg	140,481
373	Middletown Plaza	Harrisburg	38,747
374	Upper Allen Plaza	Harrisburg	59,470
* 723	Village Mall	Horsham	105,569
312	Norriton Square	Norristown	134,860
223	Ridge Pike Plaza	Philadelphia	165,385
288	Springfield S.C.	Philadelphia	218,907
294	Cottman & Castor S.C.	Philadelphia	214,970
375	Gettysburg Plaza	Philadelphia	30,706
389	Crossroads Plaza	Philadelphia	107,817
469	Acme Supermarket S.C.	Philadelphia	60,685
612	Cottman-Bustleton Center	Philadelphia	275,033
649	Center Square S.C.	Philadelphia	120,211
650	Frankford Avenue S.C.	Philadelphia	82,345
651	Bucks Crossing	Philadelphia	86,575
653	Whitehall Mall	Philadelphia	84,524
656	Township Line S.C.	Philadelphia	80,938
658	Whiteland Town Center	Philadelphia	85,184
659	Ralph's Corner S.C.	Philadelphia	84,470
660	The Gallery	Philadelphia	133,309
661	Eastwick Wellness Center	Philadelphia	36,511
662	Upper Darby Wellness Center	Philadelphia	48,936
148	Duquesne Plaza	Pittsburgh	69,733
249	Kennywood Mall	Pittsburgh	193,878
◇ 341	Braddock Hills	Pittsburgh	109,717
342	New Kensington S.C.	Pittsburgh	106,624
343	Ames Plaza	Pittsburgh	110,517
385	Century III Mall	Pittsburgh	84,279
464	Carnegie	Scott Township	69,288
* 760	Souderton S.C.	Souderton	68,380
210	Pocono Plaza	Stroudsburg	168,218
663	Trexlerstown Wellness Center	Trexlerstown	41,680
370	Eastern Boulevard Plaza	York	61,979
371	Mount Rose Plaza	York	53,011
372	West Market Street Plaza	York	35,500

Quebec

-	Centre Regional Chateauguay	Montreal	211,695
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Portfolio of Properties cont'd.

Interests Owned or Managed

Site#	Center Name	City	GLA
Rhode Island			
691	Marshalls Plaza	Providence	129,907
South Carolina			
379	Heritage Square	Aiken	11,200
254	St. Andrews Center	Charleston	165,973
622/692	North Rivers Marketplace	Charleston	267,102
631	Westwood Plaza	Charleston	186,000
646	Crossroads Center	Florence	113,922
676	Gallery S.C.	Greenville	148,532
Tennessee			
253	Red Bank S.C.	Chattanooga	44,288
∞007	Northside Marketplace	Madison	189,299
282	Old Towne Village	Madison	182,256
∞013	Wolfchase Bed, Bath & Beyond	Memphis	40,000
484	Hickory Ridge Commons	Memphis	87,962
594	Trolley Station	Memphis	167,243
∞004	Hickory Hollow S.C.	Nashville	99,909
583	Marketplace at Rivergate	Nashville	109,012
588	The Shoppes at Rivergate	Nashville	171,236
Texas			
∞879	Westgate Plaza	Amarillo	342,859
∞564	Arboretum Crossing	Austin	191,760
589	Center of the Hills	Austin	153,625
Δ 496	Gateway Station	Burleson	225,000
Δ 712	Cedar Hill Crossing	Cedar Hill	174,000
* 878	Islands Plaza S.C.	Corpus Christi	99,154
828	Corsicana Distribution Center	Corsicana	350,000
170	Big Town Mall	Dallas	581,595
256	Kroger Plaza	Dallas	79,550
270	Big Town Mall	Dallas	101,040
∞565	Cityplace Market	Dallas	83,867
∞566	Broadmoor Village	Dallas	62,000
568	Shops at Vista Ridge	Dallas	74,837
569	Vista Ridge Plaza	Dallas	124,089
570/571	Mesquite Town Centre Plaza	Dallas	209,580
590	Vista Ridge Plaza	Dallas	93,668
642	Kroger Center	Dallas	41,364
* 768	Parker Plaza S.C.	Dallas	79,902
* 783	Euless Town Center	Dallas	61,453
816	Accent Plaza	Dallas	97,798
818	Randol Plaza	Dallas	97,000
819	Skyline Plaza	Dallas	96,500
820	Broadway Center	Dallas	103,600
866	Arlington Center	Dallas	96,127
824	Kmart S.C.	Fort Worth	106,000
827	Richland Center	Fort Worth	-
230	Kroger S.C.	Houston	45,494
Δ 487	Tomball Crossings	Houston	3,000
567	Center at Baybrook	Houston	405,758
655	Woodforest S.C.	Houston	113,831

Site#	Center Name	City	GLA
719	Sharpstown Court	Houston	84,188
817	Westheimer Plaza	Houston	96,500
821	Beltway Plaza Center	Houston	106,000
823	Baytown Village S.C.	Houston	86,240
877	Westheimer Crossing	Houston	106,295
678	South Plains Plaza	Lubbock	108,326
∞010	Fairway Plaza	Pasadena	169,203
∞010A	Fairway Plaza II	Pasadena	240,706
∞572	Richardson Plaza	Richardson	112,604
Δ 717	Forum at Olympia Parkway	San Antonio	513,000
* 771	San Pedro Avenue S.C.	San Antonio	79,902
* 778	Market Place S.C.	Temple	61,453
* 738	Parkdale S.C.	Waco	101,093
Utah			
103	Kmart S.C.	Ogden	121,449
Virginia			
467	Colonial Heights	Colonial Heights	60,909
∞547	Costco Plaza	Fairfax	323,262
466	Skyline Village Plaza	Harrisonburg	31,111
672	Festival at Manassas	Manassas	117,525
462	Westpark Center	Richmond	84,683
800	Burlington Coat Center	Richmond	121,550
* 753	Virginia Beach S.C.	Virginia Beach	103,161
225	Gordon Plaza	Washington D.C.	187,063
∞915-920	Smoketown Station	Washington D.C.	480,001
Washington			
∞035	Pavilions Center	Seattle	200,209
∞542	Cordata Center	Seattle	188,885
West Virginia			
330	Charles Town Plaza	Charles Town	206,208
595	Riverwalk Plaza	Charleston	134,943
376	Martin's Food Plaza	Martinsburg	43,212
Wisconsin			
381	Badger Plaza	Racine	156,430
Total Number of Properties Owned or Managed			535
Total GLA Owned or Managed			72,609,897

Δ Represents a ground-up development project.

† Represents undeveloped land.

* Denotes retail store lease relating to the anchor store premises in a neighborhood and community shopping center. The premises are subleased to a national retailer(s), which leases the space pursuant to a net lease agreement(s).

∞ Denotes property in Kimco Income REIT.

◇ Managed sites.

Selected Financial Data
(in thousands, except per share information)

Kimco Realty Corporation and Subsidiaries

Year ended December 31,	2001	2000	1999	1998	1997
Operating Data:					
Revenues from rental property ⁽¹⁾	\$ 468,616	\$ 459,407	\$ 433,880	\$ 338,798	\$ 198,929
Interest expense	\$ 89,432	\$ 92,100	\$ 83,646	\$ 64,912	\$ 31,745
Depreciation and amortization	\$ 74,209	\$ 71,129	\$ 67,416	\$ 51,348	\$ 30,053
Gain on sale of development properties	\$ 13,418	\$ —	\$ —	\$ —	\$ —
Gain on sale of operating properties	\$ 3,040	\$ 3,962	\$ 1,552	\$ 901	\$ 244
Provision for income taxes	\$ 19,376	\$ —	\$ —	\$ —	\$ —
Income before extraordinary items	\$ 236,538	\$ 205,025	\$ 176,778	\$ 127,166	\$ 85,836
Income per common share, before extraordinary items:					
Basic	\$ 2.20	\$ 1.93	\$ 1.66	\$ 1.37	\$ 1.20
Diluted	\$ 2.16	\$ 1.91	\$ 1.64	\$ 1.35	\$ 1.19
Weighted average number of shares of common stock:					
Basic	96,317	92,688	90,709	75,106	56,082
Diluted	101,163	93,653	91,466	75,961	56,775
Cash dividends declared per common share	\$ 1.96	\$ 1.81	\$ 1.64	\$ 1.37	\$ 1.18
<hr/>					
Year ended December 31,	2001	2000	1999	1998	1997
Balance Sheet Data:					
Real estate, before accumulated depreciation	\$3,201,364	\$3,114,503	\$2,951,050	\$3,023,902	\$1,404,196
Total assets	\$3,384,779	\$3,171,348	\$3,007,476	\$3,051,178	\$1,343,890
Total debt	\$1,328,079	\$1,325,663	\$1,249,571	\$1,289,561	\$ 531,614
Total stockholders' equity	\$1,890,084	\$1,704,339	\$1,605,435	\$1,585,019	\$ 743,319
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Year ended December 31,	2001	2000	1999	1998	1997
Other Data:					
Funds from Operations (2):					
Net income	\$ 236,538	\$ 205,025	\$ 176,778	\$ 122,266	\$ 85,836
Depreciation and amortization	74,209	71,129	67,416	51,348	30,053
Depreciation and amortization - KIR	10,323	6,083	3,819	—	—
Depreciation and amortization - other real estate joint ventures	2,395	2,194	1,420	788	976
(Gain)/loss on sale of operating properties and early repayment of mortgage debt	(3,040)	(3,962)	(1,552)	3,999	(244)
Preferred stock dividends	(24,553)	(26,328)	(26,478)	(24,654)	(18,438)
Funds from Operations	\$ 295,872	\$ 254,141	\$ 221,403	\$ 153,747	\$ 98,183
Cash flow provided by operations	\$ 287,444	\$ 250,546	\$ 237,153	\$ 158,706	\$ 125,107
Cash flow used for investing activities	\$ (157,193)	\$ (191,626)	\$ (205,219)	\$ (630,229)	\$ (280,823)
Cash flow (used for) provided by financing activities	\$ (55,501)	\$ (67,899)	\$ (47,778)	\$ 484,465	\$ 149,269

(1) Does not include revenues from rental property relating to unconsolidated joint ventures or revenues relating to the investment in retail stores leases.

(2) Most industry analysts and equity REITs, including the Company, generally consider funds from operations ("FFO") to be an appropriate supplemental measure of the performance of an equity REIT. FFO is defined as net income applicable to common shares before depreciation and amortization, extraordinary items, gains or losses on sales of operating real estate, plus the pro-rata amount of depreciation and amortization of unconsolidated joint ventures determined on a consistent basis. FFO does not represent cash generated from operating activities in accordance with generally accepted accounting principals and therefore should not be considered an alternative for net income as a measure of liquidity. In addition, the comparability of the Company's FFO with the FFO reported by other REITs may be affected by the differences that exist regarding certain accounting policies relating to expenditures for repairs and other recurring items.

Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion should be read in conjunction with the Consolidated Financial Statements and Notes thereto included in this Annual Report. Historical results and percentage relationships set forth in the Consolidated Statements of Income contained in the Consolidated Financial Statements, including trends which might appear, should not be taken as indicative of future operations.

Critical Accounting Policies

The Consolidated Financial Statements of Kimco Realty Corporation (the "Company" or "Kimco") include accounts of the Company, its wholly-owned subsidiaries and all partnerships in which the Company has a controlling interest. The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions in certain circumstances that affect amounts reported in the accompanying Consolidated Financial Statements and related notes. In preparing these financial statements, management has made its best estimates and assumptions that affect the reported amounts of assets and liabilities. These estimates are based on, but not limited to, historical results, industry standards and current economic conditions, giving due consideration to materiality. The most significant assumptions and estimates relate to revenue recognition and the recoverability of trade accounts receivable, depreciable lives and valuation of real estate. Application of these assumptions requires the exercise of judgment as to future uncertainties and, as a result, actual results could differ from these estimates.

Revenue Recognition and Accounts Receivable

Minimum revenues from rental property are recognized on a straight-line basis over the terms of the related leases. Certain of these leases also provide for percentage and overage rents based upon the level of sales achieved by the lessee. These percentage rents are recorded once the required sales level is achieved. The leases typically provide for tenant reimbursements of common area maintenance, real estate taxes and other operating expenses. Rental income may also include payments received in connection with lease termination agreements.

The Company makes estimates of the uncollectability of its accounts receivable related to base rents, expense reimbursements and other revenues. The Company analyzes accounts receivable and historical bad debt levels, customer credit worthiness and current economic trends when evaluating the adequacy of the allowance for doubtful accounts. In addition, tenants in bankruptcy are analyzed and estimates are made in connection with the expected recovery of pre-petition and post-petition claims. The Company's reported net income is directly affected by management's estimate of the collectability of accounts receivable.

The Company believes that its revenue recognition policy is in compliance with generally accepted accounting principles and in accordance with the Securities and Exchange Commission's Staff Accounting Bulletin No. 101, Revenue Recognition.

Real Estate

Land, buildings and fixtures and leasehold improvements are recorded at cost, less accumulated depreciation and amortization. Expenditures for maintenance and repairs are charged to operations as incurred. Significant renovations and replacements, which improve or extend the life of the asset, are capitalized.

Depreciation and amortization are provided on the straight-line method over the estimated useful lives of the assets, as follows:

Buildings	15 to 39 years
Fixtures and leasehold improvements	Terms of leases or useful lives, whichever is shorter

The Company is required to make subjective assessments as to the useful lives of its properties for purposes of determining the amount of depreciation to reflect on an annual basis with respect to those properties. These assessments have a direct impact on the Company's net income.

Real estate under development on the Company's Consolidated Balance Sheet represents ground-up development projects which are held for sale. These assets are not depreciated and any gain on sale of these assets is generally recognized using the full accrual method in accordance with the provisions of Statement of Financial Accounting Standard No. 66, Accounting for Real Estate Sales.

Long Lived Assets

On a periodic basis, management assesses whether there are any indicators that the value of the real estate properties may be impaired. A property value is considered impaired only if management's estimate of current and projected operating cash flows (undiscounted and without interest charges) of the property over its remaining useful life is less than the net carrying value of the property. Such cash flow projections consider factors such as expected future operating income, trend and prospects, as well as the effects of demand, competition and other factors. To the extent impairment has occurred, the carrying value of the property would be written down to an amount to reflect the fair value of the property.

Real estate held for sale is carried at cost and the sales price of such assets is estimated net of any selling costs. If, in management's opinion, the net sales price of the assets is less than the net book value of such assets, a valuation allowance is established.

The Company is required to make subjective assessments as to whether there are impairments in the value of its real estate properties and other investments. The Company's reported net income is directly affected by management's estimate of impairments and/or valuation allowances recognized.

Results of Operations

Comparison 2001 to 2000

Revenues from rental property increased \$9.2 million or 2.0% to \$468.6 million for the year ended December 31, 2001, as compared with \$459.4 million for the year ended December 31, 2000. This net increase resulted primarily from the combined effect of (i) the acquisition of three operating properties during 2001, providing revenues of \$1.3 million for the year ended December 31, 2001, (ii) the full year impact related to the 12 operating properties acquired in 2000 providing incremental revenues of \$3.5 million, and (iii) the completion of certain development and redevelopment projects and new leasing within the portfolio providing incremental revenues of approximately \$11.9 million as compared to the corresponding year ended December 31, 2000, offset by (iv) the commencement of new redevelopment projects and tenant buyouts causing a temporary increase in vacancy, sales of certain shopping center properties throughout 2001 and 2000 and an overall decrease in shopping center portfolio occupancy to 90.1% at December 31, 2001 as compared to 92.9% at December 31, 2000 due primarily to bankruptcies of tenants and subsequent rejections of leases resulting in a decrease of revenues of approximately \$7.5 million as compared to the preceding year.

Rental property expenses, including depreciation and amortization, increased \$6.8 million or 2.5% to \$282.0 million for the year ended December 31, 2001 as compared to \$275.2 for the preceding year. The rental property expense components of real estate taxes, operating and maintenance, and depreciation and amortization increased approximately \$1.7 million, \$4.3 million, and \$3.1 million, respectively, for the year ended December 31, 2001 as compared with the year ended December 31, 2000. These rental property expense increases are primarily due to property acquisitions during 2001 and 2000, renovations within the existing portfolio, the completion of certain redevelopment and development projects, and increased snow removal costs during 2001 offset by the disposition of certain shopping center properties.

Interest expense decreased \$2.7 million or 2.9% to \$89.4 million for the year ended December 31, 2001, as compared with \$92.1 million for the year ended December 31, 2000. This decrease is primarily due to reduced interest costs on the Company's floating-rate revolving credit facility and remarketed reset notes during the year ended December 31, 2001, as compared to the preceding year.

The Company has interests in various retail store leases relating to the anchor stores premises in neighborhood and community shopping centers. These premises have been sublet to retailers which lease the stores pursuant to net lease agreements. Income from the investment in retail store leases decreased approximately \$0.8 million or 21% to \$3.2 million for the year ended December 31, 2001, as compared to \$4.0 million for the year ended December 31, 2000. This decrease is primarily due to the Ames Department Stores, Inc. bankruptcy filing and subsequent rejection of certain leases causing the occupancy to decrease to 81.3% at December 31, 2001 as compared to 93.0% at December 31, 2000 for the retail store lease portfolio.

During 1998, the Company formed KIR, a limited partnership established to invest in high quality retail properties financed primarily through the use of individual non-recourse mortgages. At the time of formation, the Company contributed 19 property interests to KIR. On April 28, 1999, KIR sold a significant interest in the partnership to institutional investors. As a result, the Company holds a non-controlling limited partnership interest in KIR and accounts for its investment in KIR under the equity method of accounting. Equity in income of KIR increased \$3.7 million to \$13.2 million for the year ended December 31, 2001, as compared to \$9.5 million for the preceding year. This increase is primarily due to the Company's increased capital investment in KIR totaling \$30.8 million during 2001 and \$29.6 million during 2000. The additional capital investments received by KIR from the Company and its other institutional partners were used to purchase additional shopping center properties throughout calendar years 2001 and 2000.

Equity in income of other real estate joint ventures, net increased \$36.5 million to \$41.6 million for the year ended December 31, 2001 as compared to \$5.1 million for the year ended December 31, 2000. This increase is primarily attributable to the Montgomery Ward asset designation rights transaction described below.

During March 2001, the Company, through a taxable REIT subsidiary, formed a real estate joint venture (the "Ward Venture") in which the Company has a 50% interest, for purposes of acquiring asset designation rights for substantially all of the real estate property interests of the bankrupt estate of Montgomery Ward LLC and its affiliates. These asset designation rights have provided the Ward Venture the ability to direct the ultimate disposition of the 315 fee and leasehold interests held by the bankrupt estate. The Ward Venture has completed transactions on 271 properties, and the Company has recognized net profits of approximately \$20.9 million after provision for income taxes for the year ended December 31, 2001. The pre-tax profits from the Ward Venture of approximately \$34.6 million are included in the Consolidated Statement of Income

Management's Discussion and Analysis of Financial Condition and Results of Operations

(continued)

in the caption Equity in income of other real estate joint ventures, net.

Other income, net decreased \$2.1 million for the year ended December 31, 2001, as compared to the preceding calendar year. Other income, net is primarily comprised of interest income, dividend income and realized gains related to the Company's investments and sales of certain marketable equity and debt securities.

Operating and administrative expenses increased approximately \$3.3 million for the year ended December 31, 2001, as compared to the preceding calendar year. This increase is primarily due to higher costs related to the growth of the Company including (i) increased senior management and staff levels, (ii) increased system related costs and (iii) other personnel related costs. In addition, the Company issued a stock grant award to a newly appointed executive officer of the Company valued at approximately \$1.1 million during 2001.

Effective January 1, 2001, the Company has elected taxable REIT subsidiary status for its wholly owned development subsidiary, KDI. KDI is primarily engaged in the ground-up development of neighborhood and community shopping centers and the subsequent sale thereof upon completion. During the year ended December 31, 2001, KDI sold two of its recently completed projects and five out-parcels, in separate transactions, for approximately \$61.3 million, which resulted in net gains of approximately \$8.1 million after provision for income taxes. The pre-tax profits of \$13.4 million are included in the Consolidated Statements of Income in the caption Gain on sale of development properties.

During 2001, the Company, in separate transactions, disposed of three operating properties, including the sale of a property to KIR, and a portion of another operating property comprising in the aggregate approximately 0.6 million square feet of GLA. Cash proceeds from these dispositions aggregated approximately \$46.7 million, which resulted in a net gain of approximately \$3.0 million. Cash proceeds from the sale of the operating property in Elyria, OH totaling \$5.8 million, together with an additional \$7.1 million cash investment, was used to acquire an exchange shopping center property located in Lakeland, FL during August 2001.

During 2000, the Company, in separate transactions, disposed of ten shopping center properties. Sale prices from two of these dispositions aggregated approximately \$4.5 million which approximated their aggregate net book value. Sale prices from eight of these dispositions aggregated approximately \$29.7 million which resulted in net gains of approximately \$4.0 million.

Net income for the year ended December 31, 2001 was \$236.5 million as compared to \$205.0 million for the year ended December 31, 2000, representing an increase of

\$31.5 million. On a diluted per share basis, net income improved \$0.25 for the year ended December 31, 2001, including the gains on sales of certain operating properties in the respective periods in 2001 and 2000. This improved performance reflects the combined effect of internal growth and property acquisitions in the core portfolio, profits from KDI, income from the investment in KIR and profits from the Ward Venture investment, which strengthened profitability.

Comparison 2000 to 1999

Revenues from rental property increased \$25.5 million or 5.9% to \$459.4 million for the year ended December 31, 2000, as compared with \$433.9 million for the year ended December 31, 1999. This net increase resulted primarily from the combined effect of (i) the acquisition of 12 shopping center properties during 2000, providing revenues of \$6.4 million for the year ended December 31, 2000, (ii) the full year impact related to the 35 shopping center properties acquired in 1999 providing incremental revenues of \$13.0 million, and (iii) the completion of certain development and redevelopment projects, new leasing, and re-tenanting within the portfolio at improved rental rates providing incremental revenues of approximately \$22.4 million as compared to the corresponding year ended December 31, 1999. These increases were reduced as a result of the deconsolidation of 23 shopping center properties as of April 28, 1999 in connection with the sale of a controlling interest in KIR. Revenues from these 23 properties totaled approximately \$16.3 million for the period January 1, 1999 to April 28, 1999.

Rental property expenses, including depreciation and amortization, increased \$12.3 million or 4.7% to \$275.2 million for the year ended December 31, 2000, as compared with \$262.9 million for the year ended December 31, 1999. These net increases in rental property expenses are the result of the combined effect of (i) increased expenses relating to new property acquisitions made throughout calendar years 1999 and 2000, offset by (ii) the reduction of rental property expenses relating to the deconsolidation of 23 shopping center properties as of April 28, 1999, in connection with the sale of a controlling interest in KIR. Interest expense increased \$8.5 million for the year ended December 31, 2000, reflecting higher average outstanding borrowings as compared to the preceding year resulting primarily from (i) the issuance of additional unsecured debt during 1999 and 2000, (ii) additional mortgage financing obtained on certain properties totaling approximately \$44.2 million during 2000 and (iii) the assumption of mortgage debt during 1999 and 2000 in connection with certain property acquisitions offset by (iv) the deconsolidation of \$252.4 million of mortgage debt on 19 properties as of April 28, 1999, in connection with the sale of a controlling interest in KIR.

The Company has interests in various retail store leases relating to the anchor stores premises in neighborhood and community shopping centers. These premises have been substantially sublet to retailers which lease the stores pursuant to net lease agreements. Income from the investment in retail store leases during the years ended December 31, 2000 and 1999 was \$4.0 million and \$4.1 million, respectively.

During 1998, the Company formed KIR, a limited partnership established to invest in high quality retail properties financed primarily through the use of individual non-recourse mortgages. At the time of formation, the Company contributed 19 property interests to KIR. On April 28, 1999, KIR sold a significant interest in the partnership to an institutional investor. As a result, the Company holds a non-controlling limited partnership interest in KIR and accounts for its investment in KIR under the equity method of accounting. The Company's equity in income of KIR for the year ended December 31, 2000 was \$9.5 million and for the period April 28, 1999 to December 31, 1999 was approximately \$6.0 million.

Other income, net increased \$10.1 million for the year ended December 31, 2000, as compared to the preceding calendar year. The net increase was primarily attributed to higher interest and dividend income related to the Company's investment in certain marketable equity and debt securities.

Operating and administrative expenses increased approximately \$1.9 million for the year ended December 31, 2000, as compared to the preceding calendar year. The increase is due primarily to an increase in senior management and staff levels and other personnel costs in connection with the growth of the Company.

During 2000, the Company, in separate transactions, disposed of ten operating properties. Sale prices from two of these dispositions aggregated approximately \$4.5 million which approximated their aggregate net book value. Sale prices from eight of these dispositions aggregated approximately \$29.7 million which resulted in net gains of approximately \$4.0 million.

During 1999, the Company disposed of six shopping center properties and a land parcel. Cash proceeds from four of these dispositions aggregated approximately \$6.1 million, which approximated their aggregate net book value. During July 1999, the Company disposed of an additional shopping center property in New Port Richey, FL. Cash proceeds from the disposition totaling \$0.5 million, together with an additional \$5.5 million cash investment, were used to acquire an exchange shopping center property located in Greensboro, NC during September 1999. The sale of this property resulted in a gain of approximately \$0.3 million.

During October 1999, the Company, in separate transactions, disposed of a shopping center and a land parcel for an

aggregate sale price of approximately \$4.5 million, which resulted in a gain of approximately \$1.3 million.

Net income for the year ended December 31, 2000 was \$205.0 million as compared to \$176.8 million for the year ended December 31, 1999, representing an increase of \$28.2 million. On a diluted per share basis, net income improved \$0.27 for the year ended December 31, 2000, including the gains on sales of certain operating properties in the respective periods in 2000 and 1999. This improved performance is primarily attributable to the Company's strong acquisition and investment program, internal growth from development and redevelopment projects, growth in income from the investment in KIR and increased leasing activity which strengthened operating profitability.

Tenant Concentrations

The Company seeks to reduce its operating and leasing risks through diversification achieved by the geographic distribution of its properties, avoiding dependence on any single property, and a large tenant base. At December 31, 2001, the Company's five largest tenants include Kmart Corporation, Kohl's, The Home Depot, TJX Companies and Wal-Mart, which represented approximately 12.6%, 3.1%, 2.5%, 1.9% and 1.7%, respectively, of the Company's annualized base rental revenues.

On January 22, 2002, Kmart Corporation ("Kmart") filed for protection under Chapter 11 of the U.S. Bankruptcy Code. As of the filing date, Kmart occupied 69 locations (excluding the KIR Portfolio which includes six Kmart locations), representing 12.6% of the Company's annualized base rental revenues and 13.3% of the Company's total shopping center GLA. As of February 1, 2002, Kmart rejected its lease at 15 locations. These 15 locations represent approximately \$16.3 million of annualized base rental revenues comprising approximately 1.6 million square feet of GLA. The average rent per square foot for these locations was approximately \$10.43. As adjusted for these 15 rejected leases Kmart now represents 8.7% of annualized base rents and 10.4% of leased GLA. The Company is actively marketing these locations to prospective tenants, however, no assurances can be provided that these locations will be leased in the near term or at comparable rents previously paid by Kmart. The Company generally will have the right to file claims in connection with these rejected leases for lost rent equal to three years of rental obligations as well as other amounts related to obligations under the leases. Actual amounts to be received in satisfaction of these claims will be subject to Kmart's final plan of reorganization and the availability of funds to pay creditors such as the Company.

On March 8, 2002, Kmart announced it would be closing an additional 284 locations of which 17 of these locations are

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(continued)

leased from the Company. The Company had previously encumbered seven of these properties with individual non-recourse mortgage loans. The annualized base rental revenues from these 17 locations is approximately \$15.1 million. The annualized interest expense for the seven encumbered properties is approximately \$5.6 million. As of the date of this Annual Report, the Company has not been notified directly by Kmart as to the timing of these store closings or whether the leases will be assigned or rejected. Until such time as the leases are rejected in accordance with the bankruptcy proceedings, Kmart remains obligated for payments of rent and operating expenses at these locations and all other remaining locations.

Liquidity and Capital Resources

It is management's intention that the Company continually have access to the capital resources necessary to expand and develop its business. As such, the Company intends to operate with and maintain a conservative capital structure with a level of debt to total market capitalization of 50% or less. As of December 31, 2001 the Company's level of debt to total market capitalization was 27%. In addition, the Company intends to maintain strong debt service coverage and fixed charge coverage ratios as part of its commitment to maintaining its investment-grade debt ratings. As of December 31, 2001, the Company had a debt service coverage ratio of 3.9 times and a fixed charge coverage ratio of 3.2 times. The Company may, from time to time, seek to obtain funds through additional equity offerings, unsecured debt financings and/or mortgage financings and other debt and equity alternatives in a manner consistent with its intention to operate with a conservative debt structure.

Since the completion of the Company's IPO in 1991, the Company has utilized the public debt and equity markets as its principal source of capital for its expansion needs. Since the IPO, the Company has completed additional offerings of its public unsecured debt and equity, raising in the aggregate over \$2.3 billion for the purposes of, among other things, repaying indebtedness, acquiring interests in neighborhood and community shopping centers, funding ground-up development projects, expanding and improving properties in the portfolio and other investments.

The Company has a \$250.0 million, unsecured revolving credit facility, which is scheduled to expire in August 2003. This credit facility, which replaced the Company's \$215.0 million unsecured revolving credit facility has made available funds to both finance the purchase of properties and meet any short-term working capital requirements. As of December 31, 2001 there were no borrowings outstanding under this credit facility.

The Company also has a \$200.0 million MTN program pursuant to which it may, from time to time, offer for sale its senior unsecured debt for any general corporate purposes, including (i) funding specific liquidity requirements in its business, including property acquisitions, development and redevelopment costs and (ii) managing the Company's debt maturities. (See Note 7 of the Notes to Consolidated Financial Statements included in this Annual Report.)

In addition to the public equity and debt markets as capital sources, the Company may, from time to time, obtain mortgage financing on selected properties. As of December 31, 2001, the Company had over 380 unencumbered property interests in its portfolio representing 87% of the Company's net operating income.

During May 2001, the Company filed a shelf registration statement on Form S-3 for up to \$750.0 million of debt securities, preferred stock, depositary shares, common stock and common stock warrants. As of December 31, 2001, the Company had \$625.7 million available for issuance under this shelf registration statement.

In connection with its intention to continue to qualify as a REIT for federal income tax purposes, the Company expects to continue paying regular dividends to its stockholders. These dividends will be paid from operating cash flows which are expected to increase due to property acquisitions and growth in operating income in the existing portfolio and from other sources. Since cash used to pay dividends reduces amounts available for capital investment, the Company generally intends to maintain a conservative dividend payout ratio, reserving such amounts as it considers necessary for the expansion and renovation of shopping centers in its portfolio, debt reduction, the acquisition of interests in new properties and other investments as suitable opportunities arise, and such other factors as the Board of Directors considers appropriate.

Cash dividends paid increased to \$209.8 million in 2001, compared to \$189.9 million in 2000 and \$169.7 million in 1999. The Company's dividend payout ratio, based on funds from operations on a per-basic common share basis, for 2001, 2000 and 1999 was approximately 62.5%, 64.6% and 64.8%, respectively.

Although the Company receives substantially all of its rental payments on a monthly basis, it generally intends to continue paying dividends quarterly. Amounts accumulated in advance of each quarterly distribution will be invested by the Company in short-term money market or other suitable instruments.

The Company anticipates its capital commitment toward redevelopment projects during 2002 will be approximately \$30.0 million to \$50.0 million. Additionally, the Company anticipates its capital commitment toward ground-up

development during 2002 will be approximately \$140.0 million to \$160.0 million. The proceeds from the sales of development properties in 2002 should be sufficient to fund the ground-up development capital requirements.

The Company anticipates that cash flows from operations will continue to provide adequate capital to fund its operating and administrative expenses, regular debt service obligations and all dividend payments in accordance with REIT requirements in both the short-term and long-term. In addition, the Company anticipates that cash on hand, borrowings under its revolving credit facility, issuance of equity and public debt, as well as other debt and equity alternatives, will provide the necessary capital required by the Company. Cash flows from operations as reported in the Consolidated Statements of Cash Flows increased to \$287.4 million for 2001 from \$250.5 million for 2000 and \$237.2 million for 1999.

Contractual Obligations and Other Commitments

The Company has debt obligations relating to its revolving credit facility, MTNs, senior notes and mortgages payable with maturities ranging from 1 to 22 years. As of December 31, 2001, the Company's total debt had a weighted average term to maturity of approximately 5.3 years. In addition, the Company has non-cancelable operating leases pertaining to its shopping center portfolio. As of December 31, 2001, the Company has certain shopping center properties that are subject to long-term ground leases where a third party owns and has leased the underlying land to the Company to construct and/or operate a shopping center. In addition, the Company has non-cancelable operating leases pertaining to its retail store lease portfolio. The following table summarizes the Company's debt maturities and obligations under non-cancelable operating leases as of December 31, 2001 (in millions):

	2002	2003	2004	2005	2006	Thereafter	Total
Long-Term Debt	\$123.4	\$100.0	\$108.9	\$215.2	\$119.5	\$661.1	\$1,328.1
Operating Leases:							
Ground							
Leases	\$ 13.4	\$ 12.6	\$ 12.0	\$ 10.8	\$10.1	\$136.3	\$ 195.2
Retail Store							
Leases	\$ 10.3	\$ 10.0	\$ 8.2	\$ 6.7	\$5.2	\$ 7.6	\$ 48.0

The Company has \$110.0 million of unsecured debt and \$13.4 million of mortgage debt maturing in 2002. The Company anticipates satisfying these maturities with a combination of operating cash flows, its revolving credit facility and new debt financings.

The Company also has letters of credit in connection with the collateralization of tax-exempt mortgage bonds, completion

guarantees for certain construction projects and guaranty of payment related to the acquisition of a development project. These letters of credit aggregate approximately \$30.5 million.

Unconsolidated Real Estate Joint Ventures

The Company has investments in a number of unconsolidated real estate joint ventures with varying structures. These investments include the Company's 43.3% non-controlling interest in KIR and varying interests in other real estate joint ventures. These joint ventures operate either shopping center properties or are established for development projects. Such arrangements are generally with third party institutional investors, local developers and individuals. The properties owned by the joint ventures are primarily financed with individual non-recourse mortgage loans. Non-recourse mortgage debt is generally defined as debt whereby the lenders' sole recourse with respect to borrower defaults is limited to the value of the property collateralized by the mortgage. The lender generally does not have recourse against any other assets owned by the borrower or any of the constituent members of the borrower, except for certain specified exceptions listed in the particular loan documents.

The KIR joint venture was established for the purpose of investing in high quality real estate properties financed primarily with individual non-recourse mortgages. The Company believes that these properties are appropriate for financing with greater leverage than the Company traditionally uses. As of December 31, 2001, KIR had interests in 64 properties comprising 12.0 million square feet of GLA. As of December 31, 2001, KIR had obtained individual non-recourse mortgage loans on 62 of these properties aggregating approximately \$935.1 million. These non-recourse mortgage loans have maturities ranging from one to ten years and rates ranging from 6.57% to 8.47%. In addition, KIR has a \$100.0 million revolving credit facility with a group of banks secured by the unfunded capital commitments of certain investors, including the Company. As of December 31, 2001, there was \$15.0 million outstanding on this facility. As of December 31, 2001, the Company's pro-rata share of debt obligations relating to the KIR joint venture was approximately \$411.4 million. The Company also has unfunded capital commitments to KIR in the amount of approximately \$79.7 million as of December 31, 2001. (See Note 3 of the Notes to Consolidated Financial Statements included in this Annual Report.)

The Company has various other unconsolidated real estate joint ventures with ownership interests ranging from 4% to 50%. As of December 31, 2001, these unconsolidated joint ventures had individual non-recourse mortgage loans aggregating

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(continued)

approximately \$254.4 million. The Company's pro-rata share of these debt obligations was approximately \$114.1 million. (See Note 4 of the Notes to Consolidated Financial Statements included in this Annual Report.)

Effects of Inflation

Many of the Company's leases contain provisions designed to mitigate the adverse impact of inflation. Such provisions include clauses enabling the Company to receive payment of additional rent calculated as a percentage of tenants' gross sales above pre-determined thresholds, which generally increase as prices rise, and/or escalation clauses, which generally increase rental rates during the terms of the leases. Such escalation clauses often include increases based upon changes in the consumer price index or similar inflation indices. In addition, many of the Company's leases are for terms of less than 10 years, which permits the Company to seek to increase rents to market rates upon renewal. Most of the Company's leases require the tenant to pay an allocable share of operating expenses, including common area maintenance costs, real estate taxes and insurance, thereby reducing the Company's exposure to increases in costs and operating expenses resulting from inflation. The Company periodically evaluates its exposure to short-term interest rates and will, from time to time, enter into interest rate protection agreements which mitigate, but do not eliminate, the effect of changes in interest rates on its floating-rate debt.

New Accounting Pronouncements

Effective January 1, 2001, the Company adopted Statement of Financial Accounting Standard ("SFAS") No. 133, Accounting for Derivative Instruments and Hedging Activities ("FASB No. 133"), as amended. FASB No. 133 establishes accounting and reporting standards for derivative instruments. This accounting standard requires the Company to measure derivative instruments at fair value and to record them in the Consolidated Balance Sheet as an asset or liability, depending on the Company's rights or obligations under the applicable derivative contract. In addition, the fair value adjustments will be recorded in either stockholders' equity or earnings in the current period based on the designation of the derivative. The effective portions of changes in fair value of cash flow hedges are reported in Other Comprehensive Income ("OCI"), a component of stockholders' equity, and are subsequently reclassified into earnings when the hedged item affects earnings. The changes in fair value of derivative instruments which are not designated as hedging instruments and the ineffective portions of hedges are recorded in earnings for the current period.

The principal financial instruments currently used by the Company are interest rate swaps, foreign currency exchange forward contracts and warrant contracts. The Company, from time to time, hedges the future cash flows of its floating-rate debt instruments to reduce its exposure to interest rate risk principally through interest rate swaps with major financial institutions. The Company has interest-rate swap agreements on its \$110.0 million floating-rate MTN and its \$100.0 million floating-rate remarketed reset notes, which have been designated and qualified as cash flow hedges. The Company has determined that these swap agreements are highly effective in offsetting future variable interest cash flows related to the Company's debt portfolio. The adoption of FASB No. 133 as of January 1, 2001, resulted in a cumulative transition adjustment of \$1.5 million to OCI and a corresponding liability of the same amount. For the year ended December 31, 2001, the change in the fair value of the interest rate swaps was \$2.4 million which was recorded in OCI with a corresponding liability for the same amount.

During 2001, the Company entered into two foreign currency forward contracts. The Company has designated these foreign currency forward contracts as fair value hedges. The Company expects these forward contracts to be highly effective in limiting its exposure to the variability in the fair value of its Canadian ("CAD") \$56.1 million investments (approximately USD \$35.8 million) as it relates to changes in the exchange rate. The gain or loss on the forward contracts will be recognized currently in earnings and the gain or loss on the CAD investment attributable to changes in the exchange rate will be recognized currently in earnings and shall adjust the carrying amount of the hedged investment.

During 2001, the Company acquired warrants to purchase the common stock of a Canadian REIT. The Company has designated the warrants as a cash flow hedge of the variability in expected future cash outflows upon purchasing the common stock. The Company has determined the hedged cash outflow is probable and expected to occur prior to the expiration date of the warrants. The Company has determined that the warrants are fully effective and recorded the change in fair value of the warrants of approximately \$2.4 million in OCI with a corresponding asset for the same amount.

During the next twelve months, the Company expects to reclassify to earnings as expense approximately \$3.4 million of the current balance in accumulated OCI primarily related to the fair value of the interest rate swaps.

In July 2001, the Financial Accounting Standards Board ("FASB") issued SFAS No. 141, Business Combinations ("FASB No. 141") which addresses financial accounting and reporting for business combinations. Effective July 1, 2001, all business combinations must be accounted for using the

purchase method of accounting, which requires an allocation of the purchase price paid to the assets acquired and liabilities assumed. Additionally, FASB No. 141 requires that an intangible asset be recognized as an asset apart from goodwill if it arises from contractual or legal rights. The impact of adopting FASB No. 141 did not have a material impact on the Company's financial position or results of operations.

In July 2001, the FASB issued SFAS No. 142, Goodwill and Other Intangible Assets ("FASB No. 142"). This statement addresses financial accounting and reporting for intangible assets acquired, goodwill and other intangible assets after their acquisition. This statement requires that goodwill and intangible assets that have indefinite useful lives will not be amortized but rather will be tested at least annually for impairment. In addition, FASB No. 142 requires disclosures about the carrying amount of and changes in goodwill from period to period. Goodwill and intangible assets acquired after June 30, 2001 will be subject immediately to the provisions of this statement. The provisions are effective for fiscal years beginning after December 15, 2001. The impact of adopting this statement is not expected to be material to the Company's financial position or results of operations.

In August 2001, the FASB issued SFAS No. 144, Accounting for the Impairment or Disposal of Long-Lived Assets ("FASB No. 144"), which supercedes SFAS No. 121. FASB No. 144 requires that long-lived assets that are to be disposed of by sale be measured at the lower of book value or fair value less cost to sell. FASB No. 144 retains the requirements of SFAS No. 121 regarding impairment loss recognition and measurement. In addition, it requires that one accounting model be used for long-lived assets to be disposed of by sale and broadens the presentation of discontinued operations to include more disposal transactions. FASB No. 144 is effective for fiscal years beginning after December 15, 2001. The impact of adopting this statement is not expected to be material to the Company's financial position or results of operations.

Quantitative and Qualitative Disclosures About Market Risk

As of December 31, 2001, the Company had approximately \$227.6 million of floating-rate debt outstanding. The interest rate risk on \$210.0 million of such debt has been mitigated through the use of interest rate swap agreements (the "Swaps") with major financial institutions. The Company is exposed to credit risk in the event of non-performance by the counterparty to the Swaps. The Company believes it mitigates its credit risk by entering into these Swaps with major financial institutions. The Company believes the interest rate risk represented by the remaining \$17.6 million of floating-rate debt is not material to the Company or its overall capitalization.

As of December 31, 2001, the Company had Canadian investments in marketable securities in the amount of CAD \$26.3 million (approximately USD \$16.9 million) and in real estate in the amount of CAD \$29.8 million (approximately USD \$18.9 million). The foreign currency exchange risk has been mitigated through the use of foreign currency forward contracts in the amount of CAD \$56.1 million (the "Forward Contracts") with major financial institutions. The Company is exposed to credit risk in the event of non-performance by the counterparty to the Forward Contracts. The Company believes it mitigates its credit risk by entering into the Forward Contracts with major financial institutions.

The Company has not, and does not plan to, enter into any derivative financial instruments for trading or speculative purposes. As of December 31, 2001, the Company had no other material exposure to market risk.

Forward-Looking Statements

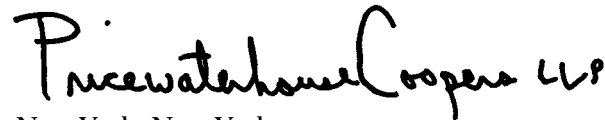
This Annual Report, together with other statements and information publicly disseminated by the Company contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995 and include this statement for purposes of complying with these safe harbor provisions. Forward-looking statements, which are based on certain assumptions and describe the Company's future plans, strategies and expectations, are generally identifiable by use of the words "believe," "expect," "intend," "anticipate," "estimate," "project" or similar expressions. You should not rely on forward-looking statements since they involve known and unknown risks, uncertainties and other factors which are, in some cases, beyond the Company's control and which could materially affect actual results, performances or achievements. Factors which may cause actual results to differ materially from current expectations include, but are not limited to, (i) general economic and local real estate conditions, (ii) the inability of major tenants to continue paying their rent obligations due to bankruptcy, insolvency or general downturn in their business, (iii) financing risks, such as the inability to obtain equity or debt financing on favorable terms, (iv) changes in governmental laws and regulations, (v) the level and volatility of interest rates (vi) the availability of suitable acquisition opportunities and (vii) increases in operating costs. Accordingly, there is no assurance that the Company's expectations will be realized.

Report of Independent Accountants

To the Board of Directors and Stockholders of Kimco Realty Corporation:

In our opinion, the accompanying consolidated balance sheets and the related consolidated statements of income, comprehensive income, stockholders' equity and cash flows present fairly, in all material respects, the financial position of Kimco Realty Corporation and Subsidiaries at December 31, 2001 and 2000, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2001, in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Company's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States of America, which require that we plan and perform the audit to obtain

reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

A handwritten signature in black ink that reads "PricewaterhouseCoopers LLP". The signature is written in a cursive, flowing style.

New York, New York
February 5, 2002, except as to Note 20,
which is dated as of March 8, 2002

Consolidated Balance Sheets

(in thousands, except share information)

Kimco Realty Corporation and Subsidiaries

	December 31, 2001	December 31, 2000
Assets:		
Real Estate		
Rental property		
Land	\$ 540,927	\$ 519,814
Buildings and improvements	2,454,559	2,465,656
	2,995,486	2,985,470
Less, accumulated depreciation and amortization	452,878	391,946
	2,542,608	2,593,524
Real estate under development	204,530	127,685
Undeveloped land parcels	1,348	1,348
Real estate, net	2,748,486	2,722,557
Investment and advances in KIR	170,641	142,437
Investments and advances in other real estate joint ventures	98,527	61,601
Investment in retail store leases	9,885	11,316
Cash and cash equivalents	93,847	19,097
Marketable securities	82,997	63,225
Accounts and notes receivable	48,074	44,673
Deferred charges and prepaid expenses	38,031	37,259
Other assets	94,291	69,183
	\$3,384,779	\$3,171,348
Liabilities & Stockholders' Equity:		
Notes payable	\$1,035,250	\$1,080,250
Mortgages payable	292,829	245,413
Accounts payable and accrued expenses	68,323	64,024
Dividends payable	57,345	50,570
Other liabilities	32,573	12,985
	1,486,320	1,453,242
Minority interests in partnerships	8,375	13,767
Commitments and contingencies		
Stockholders' equity		
Preferred Stock, \$1.00 par value, authorized 5,000,000 shares		
Class A Preferred Stock, \$1.00 par value, authorized 345,000 shares		
Issued and outstanding 300,000 shares	300	300
Aggregate liquidation preference \$75,000		
Class B Preferred Stock, \$1.00 par value, authorized 230,000 shares		
Issued and outstanding 200,000 shares	200	200
Aggregate liquidation preference \$50,000		
Class C Preferred Stock, \$1.00 par value, authorized 460,000 shares		
Issued and outstanding 400,000 shares	400	400
Aggregate liquidation preference \$100,000		
Class D Convertible Preferred Stock, \$1.00 par value, authorized 700,000 shares		
Issued and outstanding 92,390 and 418,254 shares, respectively	92	418
Aggregate liquidation preference \$23,098 and \$104,564, respectively		
Common stock, \$.01 par value, authorized 200,000,000 shares		
Issued and outstanding 103,352,570 and 94,717,288 shares, respectively	1,034	947
Paid-in capital	1,976,442	1,819,130
Cumulative distributions in excess of net income	(93,131)	(113,110)
	1,885,337	1,708,285
Accumulated other comprehensive income	7,310	—
Notes receivable from officer stockholders	(2,563)	(3,946)
	1,890,084	1,704,339
	\$3,384,779	\$3,171,348

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Income

(in thousands, except per share information)

Year ended December 31,	2001	2000	1999
Revenues from rental property	\$468,616	\$459,407	\$433,880
Rental property expenses:			
Rent	13,966	13,522	14,167
Real estate taxes	57,709	55,996	55,644
Interest	89,432	92,100	83,646
Operating and maintenance	46,731	42,449	42,003
Depreciation and amortization	74,209	71,129	67,416
	282,047	275,196	262,876
Income from rental property	186,569	184,211	171,004
Income from investment in retail store leases	3,168	3,985	4,099
	189,737	188,196	175,103
Equity in income of KIR	13,211	9,508	5,974
Equity in income of other real estate joint ventures, net	41,558	5,062	4,537
Minority interests in income of partnerships, net	(1,682)	(2,054)	(1,489)
Management fee income	7,797	6,131	5,091
Other income, net	17,815	19,911	9,843
Operating and administrative expenses	(28,980)	(25,691)	(23,833)
Income before gain on sale of shopping center properties and income taxes	239,456	201,063	175,226
Gain on sale of development properties	13,418	—	—
Gain on sale of operating properties	3,040	3,962	1,552
Income before income taxes	255,914	205,025	176,778
Provision for income taxes	(19,376)	—	—
Net income	\$236,538	\$205,025	\$176,778
Net income applicable to common shares	\$211,985	\$178,697	\$150,300
Net income per common share:			
Basic	\$ 2.20	\$ 1.93	\$ 1.66
Diluted	\$ 2.16	\$ 1.91	\$ 1.64

Consolidated Statements of Comprehensive Income

(in thousands)

Year ended December 31,	2001	2000	1999
Net income	\$236,538	\$205,025	\$176,778
Other comprehensive income:			
Unrealized gains on marketable securities	8,784	—	—
Unrealized losses on interest rate swaps	(3,884)	—	—
Unrealized gain on warrants	2,410	—	—
Other comprehensive income	7,310	—	—
Comprehensive income	\$243,848	\$205,025	\$176,778

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statement of Stockholders' Equity

Kimco Realty Corporation and Subsidiaries

(in thousands, except per share information)

	Preferred Stock		Common Stock		Paid-in Capital	Cumulative Distributions in Excess of Net Income	Accumulated Other Comprehensive Income	Notes Receivable from Officer Stockholders	Total Stockholders' Equity
	Issued	Amount	Issued	Amount					
Balance, December 31, 1998	1,329	\$1,329	90,201	\$ 902	\$1,706,971	\$(124,183)	\$ —	\$ —	\$1,585,019
Net income						176,778			176,778
Dividends (\$1.64 per common share; \$1.9375, \$2.125, \$2.0938, and \$1.875 per Class A, Class B, Class C, and Class D Depositary Share, respectively)						(175,554)			(175,554)
Issuance of common stock			752	8	19,255				19,263
Exercise of common stock options			481	5	8,825			(3,821)	5,009
Repurchase of common stock			(240)	(2)	(5,078)				(5,080)
Balance, December 31, 1999	1,329	1,329	91,194	913	1,729,973	(122,959)	—	(3,821)	1,605,435
Net income						205,025			205,025
Dividends (\$1.81 per common share; \$1.9375, \$2.125, \$2.0938, and \$1.875 per Class A, Class B, Class C, and Class D Depositary Share, respectively)						(195,176)			(195,176)
Issuance of common stock			3,234	31	86,718				86,749
Exercise of common stock options			289	3	4,933			(387)	4,549
Repurchase of Class D Preferred Stock	(11)	(11)			(2,494)				(2,505)
Collection of notes receivable								262	262
Balance, December 31, 2000	1,318	1,318	94,717	947	1,819,130	(113,110)	—	(3,946)	1,704,339
Net income						236,538			236,538
Dividends (\$1.96 per common share; \$1.9375, \$2.125, \$2.0938, and \$1.8409 per Class A, Class B, Class C, and Class D Depositary Share, respectively)						(216,559)			(216,559)
Issuance of common stock			3,906	40	122,103				122,143
Exercise of common stock options			1,694	17	34,919			(850)	34,086
Collection of notes receivable								2,233	2,233
Conversion of Class D Preferred Stock to common stock	(326)	(326)	3,036	30	290				(6)
Accumulated other comprehensive income							7,310		7,310
Balance, December 31, 2001	992	\$992	103,353	\$1,034	\$1,976,442	\$ (93,131)	\$7,310	\$(2,563)	\$ 1,890,084

The accompanying notes are an integral part of these consolidated financial statements.

Consolidated Statements of Cash Flows

(in thousands)

Year Ended December 31,	2001	2000	1999
Cash flow from operating activities:			
Net income	\$ 236,538	\$ 205,025	\$ 176,778
Adjustments for noncash items -			
Depreciation and amortization	74,209	71,129	67,416
Gain on sale of development properties	(13,418)	—	—
Gain on sale of operating properties, net	(3,040)	(3,962)	(1,552)
Equity in income of KIR	(13,211)	(9,508)	(5,974)
Equity in income of other real estate joint ventures, net	(41,558)	(5,062)	(4,537)
Minority interests in income of partnerships, net	1,682	2,054	1,489
Change in accounts and notes receivable	(1,956)	(12,806)	(2,832)
Change in accounts payable and accrued expenses	3,607	(1,176)	1,177
Change in other operating assets and liabilities	44,591	4,852	5,188
Net cash flow provided by operations	287,444	250,546	237,153
Cash flow from investing activities:			
Acquisition of and improvements to operating real estate	(63,403)	(158,515)	(278,726)
Acquisition of and improvements to real estate under development	(107,364)	—	—
Investment in marketable securities	(29,070)	(45,616)	(17,159)
Proceeds from sale of marketable securities	36,427	16,055	11,590
Investment in KIR	(28,167)	(29,566)	—
Net proceeds from sale of interest in KIR	—	—	68,179
Investments and advances to real estate joint ventures	(60,365)	(500)	(13,267)
Reimbursement of advances to real estate joint ventures	24,824	2,400	29,287
Redemption of minority interests in real estate partnerships	(7,133)	—	—
Investments and advances to joint ventures, net	(1,382)	—	(10,649)
Investments and advances to affiliated companies	(100)	(6,866)	(1,450)
Investment in mortgage loans receivable	(36,099)	—	(8,646)
Collection of mortgage loans receivable	5,952	2,967	4,545
Proceeds from sale of operating properties	46,766	28,015	11,077
Proceeds from sale of development properties	61,921	—	—
Net cash flow used for investing activities	(157,193)	(191,626)	(205,219)
Cash flow from financing activities:			
Principal payments on debt, excluding normal amortization of rental property debt	(4,587)	(17,024)	(61,098)
Principal payments on rental property debt, net	(5,126)	(4,510)	(4,417)
Proceeds from mortgage financing	51,230	44,396	28,733
Payment of unsecured obligation	—	(18,172)	(26,816)
Proceeds from issuance of medium-term notes	—	210,000	100,000
Repayment of medium-term notes	—	(60,000)	—
Proceeds from issuance of senior notes	—	—	130,000
Repayment of senior notes	—	(100,000)	(100,000)
Borrowings under senior term loan	—	—	52,000
Repayment of borrowings under senior term loan	—	(52,000)	—
Borrowings under revolving credit facility	10,000	90,000	95,000
Repayment of borrowings under revolving credit facility	(55,000)	(45,000)	(95,000)
Financing origination costs	—	(2,863)	—
Dividends paid	(209,785)	(189,896)	(169,708)
Payment for repurchase of stock	—	(2,505)	(5,080)
Proceeds from issuance of stock	157,767	79,675	8,608
Net cash flow used for financing activities	(55,501)	(67,899)	(47,778)
Change in cash and cash equivalents	74,750	(8,979)	(15,844)
Cash and cash equivalents, beginning of year	19,097	28,076	43,920
Cash and cash equivalents, end of year	\$ 93,847	\$ 19,097	\$ 28,076
Interest paid during the year	\$ 89,016	\$ 89,857	\$ 79,971
Income taxes paid during the year	\$ 24,888	\$ —	\$ —
Supplemental schedule of noncash investing/financing activity:			
Acquisition of real estate interests by issuance of stock and/or assumption of debt	\$ 17,220	\$ 30,986	\$ 98,770
Investment in real estate joint ventures by issuance of stock and contribution of property	\$ 3,420	\$ —	\$ —
Disposition of real estate interests by assignment of mortgage debt	\$ —	\$ 9,124	\$ —
Notes received upon disposition of real estate interests	\$ 400	\$ —	\$ —
Notes received upon exercise of stock options	\$ 850	\$ 387	\$ 3,821
Proceeds held in escrow from sale of real estate interest	\$ —	\$ 2,700	\$ —
Declaration of dividends paid in succeeding year	\$ 57,345	\$ 50,570	\$ 45,290

The accompanying notes are an integral part of these consolidated financial statements.

1. Summary of Significant Accounting Policies:

Business

Kimco Realty Corporation (the “Company” or “Kimco”), its subsidiaries, affiliates and related real estate joint ventures are engaged principally in the operation of neighborhood and community shopping centers which are anchored generally by discount department stores, supermarkets or drugstores. The Company also provides management services for shopping centers owned by affiliated entities and various real estate joint ventures.

Additionally, in connection with the Tax Relief Extension Act of 1999 (the “RMA”), which became effective January 1, 2001, the Company is now permitted to participate in activities which it was precluded from previously in order to maintain its qualification as a Real Estate Investment Trust (“REIT”), so long as these activities are conducted in entities which elect to be treated as taxable subsidiaries under the Code, subject to certain limitations. As such, the Company, through its taxable REIT subsidiaries, is engaged in various retail real estate related opportunities including (i) merchant building, through its Kimco Developers, Inc. (“KDI”) subsidiary, which is primarily engaged in the ground-up development of neighborhood and community shopping centers and the subsequent sale thereof upon completion and (ii) retail real estate advisory and disposition services which primarily focuses on leasing and disposition strategies for distressed retail real estate.

The Company seeks to reduce its operating and leasing risks through diversification achieved by the geographic distribution of its properties, avoiding dependence on any single property, and a large tenant base. At December 31, 2001, the Company’s single largest neighborhood and community shopping center accounted for only 1.5% of the Company’s annualized base rental revenues and only 0.9% of the Company’s total shopping center gross leasable area (“GLA”). At December 31, 2001, the Company’s five largest tenants include Kmart Corporation (see Note 20), Kohl’s, The Home Depot, TJX Companies and Wal-Mart, which represented approximately 12.6%, 3.1%, 2.5%, 1.9% and 1.7%, respectively, of the Company’s annualized base rental revenues.

The above statistics do not include the KIR Portfolio, as defined in Note 3 to the Consolidated Financial Statements.

Principles of Consolidation and Estimates

The accompanying Consolidated Financial Statements include the accounts of the Company, its subsidiaries, all of which are wholly-owned, and all partnerships in which the Company has a controlling interest. All significant intercompany balances and transactions have been eliminated in consolidation.

Generally accepted accounting principles (“GAAP”) require the Company’s management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities and the reported amounts of revenues and expenses during a reporting period. The most significant assumptions and estimates relate to the valuation of real estate, depreciable lives, revenue recognition and the recoverability of trade accounts receivable. Application of these assumptions requires the exercise of judgment as to future uncertainties and, as a result, actual results could differ from these estimates.

Real Estate

Real estate assets are stated at cost, less accumulated depreciation and amortization. If there is an event or a change in circumstances that indicates that the basis of a property may not be recoverable, then management will assess any impairment in value by making a comparison of (i) the current and projected operating cash flows (undiscounted and without interest charges) of the property over its remaining useful life and (ii) the net carrying amount of the property. If the current and projected operating cash flows (undiscounted and without interest charges) are less than the carrying value of the property, the carrying value would be written down to an amount to reflect the fair value of the property.

Depreciation and amortization are provided on the straight-line method over the estimated useful lives of the assets, as follows:

Buildings	15 to 39 years
Fixtures and leasehold improvements	Terms of leases or useful lives, whichever is shorter

Expenditures for maintenance and repairs are charged to operations as incurred.

Significant renovations are capitalized.

Real Estate Under Development

Real estate under development represents the ground-up development of neighborhood and community shopping centers which are held for sale upon completion. These properties are carried at cost and no depreciation is recorded on these assets. If in management’s opinion, the net sales price of these assets is less than the net carrying value, a valuation allowance would be established, and the carrying value would be written down to an amount to reflect the fair value of the property.

Notes to Consolidated Financial Statements

(continued)

Investments in Real Estate Joint Ventures

Investments in real estate joint ventures are accounted for on the equity method.

Marketable Securities

The Company classifies its existing marketable equity securities as available-for-sale in accordance with the provisions of Statement of Financial Accounting Standard No. 115, Accounting for Certain Investments in Debt and Equity Securities. These securities are carried at fair market value, with unrealized gains and losses reported in stockholders' equity as a component of Other Comprehensive Income ("OCI"). Gains or losses on securities sold are based on the specific identification method.

All debt securities are classified as held-to-maturity because the Company has the positive intent and ability to hold the securities to maturity. Held-to-maturity securities are stated at amortized cost, adjusted for amortization of premiums and accretion discounts to maturity.

Deferred Leasing and Financing Costs

Costs incurred in obtaining tenant leases and long-term financing, included in deferred charges and prepaid expenses in the accompanying Consolidated Balance Sheets, are amortized over the terms of the related leases or debt agreements, as applicable.

Revenue Recognition

Minimum revenues from rental property are recognized on a straight-line basis over the terms of the related leases. Certain of these leases also provide for percentage rents based upon the level of sales achieved by the lessee. The percentage rents are recorded once the required sales level is achieved.

Income Taxes

The Company and its subsidiaries file a consolidated federal income tax return. The Company has made an election to qualify, and believes it is operating so as to qualify, as a REIT for federal income tax purposes. Accordingly, the Company generally will not be subject to federal income tax, provided that distributions to its stockholders equal at least the amount of its REIT taxable income as defined under the Code.

In connection with the RMA, which became effective January 1, 2001, the Company is now permitted to participate in certain activities which it was previously precluded from in order to maintain its qualification as a REIT, so long as these activities are conducted in entities which elect to be treated as taxable subsidiaries under the Code. As such, the Company is subject to federal and state income taxes on the income from these activities.

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled.

Derivative / Financial Instruments

Effective January 1, 2001, the Company adopted Statement of Financial Accounting Standard No. 133, Accounting for Derivative Instruments and Hedging Activities ("FASB No. 133"), as amended. FASB No. 133 establishes accounting and reporting standards for derivative instruments. This accounting standard requires the Company to measure derivative instruments at fair value and to record them in the Consolidated Balance Sheet as an asset or liability, depending on the Company's rights or obligations under the applicable derivative contract. In addition, the fair value adjustments will be recorded in either stockholders' equity or earnings in the current period based on the designation of the derivative. The effective portions of changes in fair value of cash flow hedges are reported in OCI and are subsequently reclassified into earnings when the hedged item affects earnings. The changes in fair value of derivative instruments which are not designated as hedging instruments and the ineffective portions of hedges are recorded in earnings for the current period.

The Company utilizes derivative financial instruments to reduce exposure to fluctuations in interest rates, foreign currency exchange rates and market fluctuation on equity securities. The Company has established policies and procedures for risk assessment and the approval, reporting and monitoring of derivative financial instruments activities. The Company has not, and does not plan to enter into financial instruments for trading or speculative purposes. Additionally, the Company has a policy of only entering into derivative contracts with major financial institutions. The principal financial instruments used by the Company are interest rate swaps, foreign currency exchange forward contracts and warrant contracts. In accordance with the provisions of FASB No. 133, these derivative instruments were designated and qualified as either cash flow or fair value hedges (see Note 11).

Earnings Per Share

On October 24, 2001, the Company's Board of Directors declared a three-for-two split (the "Stock Split") of the Company's common stock which was effected in the form of a stock dividend paid on December 21, 2001 to stockholders of record on December 10, 2001. All share and per share data included in the accompanying Consolidated Financial Statements and Notes thereto have been adjusted to reflect this Stock Split.

The following table sets forth the reconciliation of earnings and the weighted average number of shares used in the calculation of basic and diluted earnings per share (amounts presented in thousands, except per share data):

	2001	2000	1999
Computation of Basic Earnings Per Share:			
Net income applicable to common shares	\$211,985	\$178,697	\$150,300
Weighted average common shares outstanding	96,317	92,688	90,709
Basic Earnings Per Share	\$ 2.20	\$ 1.93	\$ 1.66
Computation of Diluted Earnings Per Share:			
Net income applicable to common shares	\$211,985	\$178,697	\$150,300
Dividends on Class D Convertible Preferred Stock	6,115	—(a)	—(a)
Net income for diluted earnings per share	\$218,100	\$178,697	\$150,300
Weighted average common shares outstanding – Basic	96,317	92,688	90,709
Effect of dilutive securities:			
Stock options	1,139	965	757
Assumed conversion of Class D Preferred Stock to Common Stock	3,707	—(a)	—(a)
Shares for diluted earnings per share	101,163	93,653	91,466
Diluted Earnings Per Share	\$ 2.16	\$ 1.91	\$ 1.64

(a) In 2000 and 1999, the effect of the assumed conversion of the Class D Preferred Stock had an anti-dilutive effect upon the calculation of net income per common share. Accordingly, the impact of such conversion has not been included in the determination of diluted earnings per common share.

New Accounting Pronouncements

In July 2001, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standard ("SFAS") No. 141, Business Combinations ("FASB No. 141") which addresses financial accounting and reporting for business combinations. Effective July 1, 2001, all business combinations must be accounted for using the purchase method of accounting, which requires an allocation of the purchase price paid to the assets acquired and liabilities assumed. Additionally, FASB No. 141 requires that an intangible asset be recognized as an asset apart from goodwill if it arises from contractual or legal rights. The adoption of FASB No. 141 did not have a material impact on the Company's financial position or results of operations.

In July 2001, the FASB issued SFAS No. 142, Goodwill and Other Intangible Assets ("FASB No. 142"). This statement addresses financial accounting and reporting for intangible assets acquired, goodwill and other intangible assets after their acquisition. This statement requires that goodwill and intangible assets that have indefinite useful lives will not be amortized but rather will be tested at least annually for impairment. In addition, FASB No. 142 requires disclosures about the carrying amount of and changes in goodwill from period to period. Goodwill and intangible assets acquired after June 30, 2001 will be subject immediately to the provisions of this statement. The provisions are effective for fiscal years beginning after December 15, 2001. The adoption of FASB No. 142 is not expected to have a material impact as to the Company's financial position or results of operations.

In August 2001, the FASB issued SFAS No. 144, Accounting for the Impairment or Disposal of Long-Lived Assets ("FASB No. 144"), which supercedes SFAS No. 121. FASB No. 144 requires that long-lived assets that are to be disposed of by sale be measured at the lower of book value or fair value less cost to sell. FASB No. 144 retains the requirements of SFAS No. 121 regarding impairment loss recognition and measurement. In addition, it requires that one accounting model be used for long-lived assets to be disposed of by sale and broadens the presentation of discontinued operations to include more disposal transactions. FASB No. 144 is effective for fiscal years beginning after December 15, 2001. The adoption of FASB No. 142 is not expected to have a material impact as to the Company's financial position or results of operations.

Reclassifications

Certain reclassifications of prior years' amounts have been made to conform with the current year presentation.

Notes to Consolidated Financial Statements

(continued)

2. Property Acquisitions, Developments and Other Investments:

Operating Properties—

During the years 2001, 2000 and 1999 certain subsidiaries and affiliates of the Company acquired real estate interests, in separate transactions, at aggregate costs of approximately \$21.1 million, \$62.5 million and \$249.0 million, respectively.

Ground-Up Development Properties—

Effective January 1, 2001, the Company elected taxable REIT subsidiary status for its wholly owned development subsidiary, Kimco Developers, Inc. (“KDI”). KDI is primarily engaged in the ground-up development of neighborhood and community shopping centers and the subsequent sale thereof upon completion.

During the years 2001, 2000 and 1999 certain subsidiaries and affiliates of the Company expended approximately \$119.4 million, \$74.0 million, and \$80.0 million, respectively, in connection with the purchase of land and construction costs related to its ground-up development projects.

Other Investments—

During June 2001, the Company purchased from an unaffiliated partner the remaining 20% interest in a property located in Skokie, IL for an aggregate purchase price of approximately \$0.8 million. The property is now 100% owned by the Company.

Additionally, during June 2001, the Company purchased from an unaffiliated partner the remaining 10% interest in a property located in Smithtown, NY for an aggregate purchase price of approximately \$2.5 million. The property is now 100% owned by the Company.

During August 2001, the Company, through a joint venture in which the Company has a 50% interest, provided \$27.5 million of debtor-in-possession financing to Ames Department Stores, Inc. (“Ames”), a retailer in bankruptcy. This loan is collateralized by the real estate and leases owned by Ames.

During December 2001, the Company purchased the remaining 10% interest in Kimco Select Investments, a New York general partnership for an aggregate price of approximately \$1.7 million. Kimco Select Investments was formed in 1997 to provide the Company, through its 90% ownership interest, the opportunity to make investments outside of its core neighborhood and community shopping center business.

In January 2000, the Company acquired fee title to a shopping center property in which the Company held a leasehold interest for an aggregate purchase price of approximately \$2.5 million.

These property acquisitions and other investments have been funded principally through the application of proceeds from the Company's public unsecured debt issuances, equity offerings and proceeds from mortgage financings (see Notes 7, 8 and 12).

3. Investment and Advances in Kimco Income REIT (“KIR”):

During 1998, the Company formed KIR, an entity that was established for the purpose of investing in high quality real estate properties financed primarily with individual non-recourse mortgages. These properties include, but are not limited to, fully developed properties with strong, stable cash flows from credit-worthy retailers with long-term leases. The Company originally held a 99.99% limited partnership interest in KIR. Subsequent to KIR's formation, the Company sold a significant portion of its original interest to an institutional investor and admitted three other limited partners. As of December 31, 2001, KIR has received total capital commitments of \$569.0 million, of which the Company subscribed to \$247.0 million and the four limited partners subscribed to \$322.0 million.

During 2001, the limited partners in KIR contributed \$71.0 million towards their respective capital commitments, including \$30.8 million by the Company. As of December 31, 2001, cumulative capital contributions made by the limited partners totaled \$385.0 million, including contributions from the Company of \$167.3 million. As of December 31, 2001, KIR had total unfunded capital commitments of \$184.0 million and the Company maintained its 43.3% non-controlling limited partnership interest which is accounted for under the equity method of accounting.

The Company's equity in income from KIR for the years ended December 31, 2001 and 2000 and for the period April 28, 1999 to December 31, 1999, was approximately \$13.2 million, \$9.5 million and \$6.0 million, respectively.

In addition, KIR entered into a master management agreement with the Company, whereby, the Company will perform services for fees related to management, leasing, operations, supervision and maintenance of the joint venture properties. For the years ended December 31, 2001, 2000 and for the period April 28, 1999 to December 31, 1999, the Company (i) earned management fees of approximately \$3.3 million, \$2.0 million and \$0.9 million, respectively, (ii) received reimbursement of administrative fees of approximately \$1.4 million, \$1.4 million and \$0.5 million, respectively, and (iii) earned leasing commissions of approximately \$0.3 million, \$0.1 million and \$0.1 million, respectively.

During the year ended December 31, 2001, KIR purchased 12 shopping center properties (including one property from the Company for \$37.0 million), in separate transactions, aggregating 2.9 million square feet of GLA for approximately \$349.0 million, including the assumption of approximately \$40.2 million of mortgage debt.

During the year ended December 31, 2000, KIR purchased 24 shopping center properties, in separate transactions, aggregating 3.8 million square feet of GLA for approximately \$421.0 million, including the assumption of approximately \$152.0 million of debt.

During December 2001, KIR disposed of a shopping center property in Lake Mary, FL for an aggregate sales price of approximately \$2.4 million. This disposition resulted in a gain of approximately \$0.5 million. Proceeds from this sale will be used to acquire an exchange shopping center property.

During 2001, KIR obtained individual non-recourse, non-cross collateralized fixed-rate mortgages aggregating approximately \$280.0 million on 14 of its previously unencumbered properties with terms ranging from 7 to 10 years and rates ranging from 6.76% to 7.69% per annum. The net proceeds were used to finance the acquisition of various shopping center properties.

During 2000, KIR obtained individual non-recourse, non-cross collateralized ten-year fixed-rate mortgages aggregating approximately \$137.3 million on 12 of its previously unencumbered properties with rates ranging from 7.97% to 8.36% per annum. The net proceeds were used to finance the acquisition of various shopping center properties.

During 2000, KIR established a two-year \$100.0 million secured revolving credit facility with a syndicate of banks, which is scheduled to expire in November 2002. This facility is collateralized by the unfunded subscriptions of certain partners, including those of the Company. Under the terms of the facility, funds may be borrowed for general corporate purposes including the acquisition of institutional quality properties. Borrowings under the facility accrue interest at LIBOR plus 0.80%. A fee of 0.15% per annum is payable quarterly in arrears on the unused portion of the facility. As of December 31, 2001, there was \$15.0 million outstanding under this facility.

As of December 31, 2001, the KIR portfolio was comprised of 64 shopping center properties aggregating approximately 12.0 million square feet of GLA located in 20 states.

Summarized financial information for the operations of KIR is as follows (in millions):

	December 31, 2001	December 31, 2000	
Assets:			
Real estate, net	\$1,316.0	\$ 985.6	
Other assets	71.2	43.5	
	\$1,387.2	\$1,029.1	
Liabilities and Partners' Capital:			
Notes payable	\$15.0	\$58.0	
Mortgages payable	935.1	623.3	
Other liabilities	35.0	15.9	
Minority interest	14.8	10.8	
Partners' capital	387.3	321.1	
	\$1,387.2	\$1,029.1	
	For the year ended December 31, 2001	For the year ended December 31, 2000	For the period April 28, 1999 to December 31, 1999
Revenues from rental property	\$ 151.5	\$ 86.5	\$ 39.9
Operating expenses	(35.4)	(18.9)	(8.7)
Mortgage interest	(59.5)	(31.0)	(14.5)
Depreciation and amortization	(24.4)	(14.1)	(6.6)
Gain on sale of property	0.5	—	—
Other, net	(1.3)	0.4	0.6
	(120.1)	(63.6)	(29.2)
Net income	\$ 31.4	\$ 22.9	\$ 10.7

4. Investments and Advances in Other Real Estate Joint Ventures:

The Company and its subsidiaries have investments in and advances to various other real estate joint ventures. These joint ventures are engaged primarily in the operation of shopping centers, which are either owned or held under long-term operating leases.

During March 2001, the Company, through a taxable REIT subsidiary, formed a real estate joint venture (the "Ward Venture") in which the Company has a 50% interest, for purposes of acquiring asset designation rights for substantially all of the real estate property interests of the bankrupt estate of Montgomery Ward LLC and its affiliates. These asset designation rights have provided the Ward Venture the ability to direct the ultimate disposition of the 315 fee and leasehold interests

Notes to Consolidated Financial Statements

(continued)

held by the bankrupt estate. The asset designation rights expire in August 2002 for the leasehold positions and December 2004 for the fee owned locations. During the marketing period, the Ward Venture will be responsible for all carrying costs associated with the properties until the property is designated to a user.

As of December 31, 2001, the Ward Venture has completed transactions on 271 properties, and the Company has recognized net profits of approximately \$20.9 million after provision for income taxes. The pre-tax profits from the Ward Venture of approximately \$34.6 million are included in the Consolidated Statements of Income in the caption Equity in income of other real estate joint ventures, net.

Additionally, during March 2001, the Company exercised its option to acquire a 50% interest in a joint venture from KC Holdings, Inc. ("KC Holdings"), an entity formed in connection with the Company's initial public stock offering in November 1991. This joint venture consists of three shopping center properties located in Buffalo, NY, comprising approximately 0.4 million square feet of GLA. The joint venture was acquired for an aggregate option price of approximately \$3.5 million, paid approximately \$2.7 million in cash and \$0.8 million in shares of the Company's common stock (29,638 shares valued at \$27.67 per share). The members of the Company's Board of Directors who are not also shareholders of KC Holdings, unanimously approved the Company's purchase of this joint venture investment.

During October 2001, the Company formed a joint venture (the "RioCan Venture") with RioCan Real Estate Investment Trust ("RioCan", Canada's largest publicly-traded REIT measured by GLA), in which the Company has a 50% interest, to acquire retail properties and development projects in Canada. The acquisitions and development projects are to be sourced and managed by RioCan and are subject to review and approval by a joint oversight committee consisting of RioCan management and the Company's management personnel. During October 2001, the RioCan Venture acquired a portfolio of four shopping center properties located in British Columbia for an aggregate purchase price of approximately \$170.0 million Canadian dollars ("CAD") (approximately USD \$107.8 million) including the assumption of approximately CAD \$108.5 million (approximately USD \$68.8 million) in mortgage debt.

During 1999, the Company invested approximately \$4.9 million in a partnership which is developing an office and retail center in Dover, DE and separately, through a partnership investment, the Company invested approximately \$5.7 million in a joint venture which acquired a parcel of land in Henderson, NV for the development of a retail shopping center. The Company has a 50% interest in each of these partnerships.

Summarized financial information for the recurring operations of these real estate joint ventures, excluding the Ward Venture transaction described above, is as follows (in millions):

December 31,	2001	2000
Assets:		
Real estate, net	\$360.4	\$235.7
Other assets	22.9	19.3
	\$383.3	\$255.0
Liabilities and Partners' Capital:		
Mortgages payable	\$254.4	\$175.3
Other liabilities	37.6	23.9
Partners' capital	91.3	55.8
	\$383.3	\$255.0

	Year Ended December 31,		
	2001	2000	1999
Revenues from rental property	\$ 57.9	\$ 48.4	\$ 45.7
Operating expenses	(19.7)	(16.1)	(15.9)
Mortgage interest	(15.1)	(13.8)	(10.8)
Depreciation and amortization	(6.6)	(5.7)	(5.0)
Other, net	0.1	0.2	0.3
	(41.3)	(35.4)	(31.4)
Net income	\$ 16.6	\$ 13.0	\$ 14.3

Other liabilities in the accompanying Consolidated Balance Sheets include accounts with certain real estate joint ventures totaling approximately \$8.7 million and \$4.8 million at December 31, 2001 and 2000, respectively. The Company and its subsidiaries have varying equity interests in these real estate joint ventures, which may differ from their proportionate share of net income or loss recognized in accordance with generally accepted accounting principles.

5. Investment in Retail Store Leases:

The Company has interests in various retail store leases relating to the anchor store premises in neighborhood and community shopping centers. These premises have been sublet to retailers who lease the stores pursuant to net lease agreements. Income from the investment in these retail store leases during the years ended December 31, 2001, 2000 and 1999 was approximately \$3.2 million, \$4.0 million and \$4.1 million, respectively. These amounts represent sublease revenues during the years ended December 31, 2001, 2000 and 1999 of approximately \$16.8 million, \$19.0 million and \$20.3 million, respectively, less related expenses of \$12.2 million, \$13.6 million and \$14.7 million, respectively, and an amount, which in management's estimate, reasonably provides for the recovery of the investment over a period representing the expected

remaining term of the retail store leases. The Company's future minimum revenues under the terms of all noncancelable tenant subleases and future minimum obligations through the remaining terms of its retail store leases, assuming no new or renegotiated leases are executed for such premises, for future years are as follows (in millions): 2002, \$12.2 and \$10.3; 2003, \$12.0 and \$10.0; 2004, \$9.7 and \$8.2; 2005, \$7.8 and \$6.7; 2006, \$7.0 and \$5.2 and thereafter, \$11.5 and \$7.6, respectively.

6. Cash and Cash Equivalents:

Cash and cash equivalents (demand deposits in banks, commercial paper and certificates of deposit with original maturities of three months or less) includes tenants' security deposits, escrowed funds and other restricted deposits approximating \$0.1 million at December 31, 2001 and 2000.

Cash and cash equivalent balances may, at a limited number of banks and financial institutions, exceed insurable amounts. The Company believes it mitigates its risks by investing in or through major financial institutions. Recoverability of investments is dependent upon the performance of the issuers.

7. Notes Payable:

The Company has implemented a medium-term notes ("MTN") program pursuant to which it may, from time to time, offer for sale its senior unsecured debt for any general corporate purposes, including (i) funding specific liquidity requirements in its business, including property acquisitions, development and redevelopment costs, and (ii) managing the Company's debt maturities.

During October 2000, the Company issued an aggregate \$100.0 million of senior fixed-rate MTNs under its MTN program. These issuances consisted of (i) a \$50.0 million MTN which matures in November 2005 and bears interest at 7.68% per annum, and (ii) a \$50.0 million MTN which matures in November 2007 and bears interest at 7.86% per annum. Interest on these notes is payable semi-annually in arrears. The proceeds from these MTN issuances were used to repay a \$100.0 million senior note that bore interest at 7.25% and matured in November 2000.

As of December 31, 2001, a total principal amount of \$490.25 million, in senior fixed-rate MTNs had been issued under the MTN program primarily for the acquisition of neighborhood and community shopping centers, the expansion and improvement of properties in the Company's portfolio and the repayment of certain debt of the Company. These fixed-rate notes had maturities ranging from five to twelve

years at the time of issuance and bear interest at rates ranging from 6.70% to 7.91%. Interest on these fixed-rate senior unsecured notes is payable semi-annually in arrears.

During August 2000, the Company issued \$110.0 million of floating rate MTNs under its MTN program. These floating rate MTNs were priced at 99.7661% of par, mature in August 2002, and bear interest at LIBOR plus 0.25%. Interest on these MTNs is payable quarterly in arrears. As of November 2000, the Company entered into an interest rate swap agreement for the term of these MTNs, which effectively fixed the interest rate at 6.865% per annum. The proceeds from this MTN issuance were used to (i) repay a \$60.0 million MTN that matured in August 2000 and bore interest at LIBOR plus 0.15% per annum and (ii) prepay a \$52.0 million term loan that matured in November 2000 and bore interest at LIBOR plus 0.70% per annum.

As of December 31, 2001, the Company has a total principal amount of \$335.0 million, in fixed-rate unsecured senior notes. These fixed-rate notes have maturities ranging from 2003 through 2009 and bear interest at rates ranging from 6.50% to 7.50%. Interest on these fixed-rate senior unsecured notes is payable semi-annually in arrears.

As of December 31, 2001, the Company had outstanding \$100.0 million of remarketed reset notes, which mature in August 2008. The interest rate spread applicable to each period is determined pursuant to a remarketing agreement between the Company and a financial institution. The current interest rate is LIBOR plus 0.58% per annum, and interest is payable quarterly in arrears. As of November 2001, the Company entered into an interest rate swap agreement which effectively fixed the interest rate at 2.93% per annum through August 2002.

In accordance with the terms of the Indenture, as amended, pursuant to which the Company's senior, unsecured notes have been issued, the Company is (a) subject to maintaining certain maximum leverage ratios on both unsecured senior corporate and secured debt, minimum debt service coverage ratios and minimum equity levels, and (b) restricted from paying dividends in amounts that exceed by more than \$26.0 million the funds from operations, as defined, generated through the end of the calendar quarter most recently completed prior to the declaration of such dividend; however, this dividend limitation does not apply to any distributions necessary to maintain the Company's qualification as a REIT providing the Company is in compliance with its total leverage limitations.

During August 2000, the Company established a \$250.0 million, unsecured revolving credit facility (the "Credit Facility") with a group of banks which is scheduled to expire

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in August 2003. This Credit Facility, which replaced the Company's \$215.0 million unsecured revolving credit facility has made available funds for general corporate purposes, including the funding of property acquisitions, development and redevelopment costs. Interest on borrowings accrues at a spread (currently 0.55%) to LIBOR or money-market rates, as applicable, which fluctuates in accordance with changes in the Company's senior debt ratings. As part of this Credit Facility, the Company has a competitive bid option where the Company may auction up to \$100.0 million of its requested borrowings to the bank group. This competitive bid option provides the Company the opportunity to obtain pricing below the currently stated spread to LIBOR of 0.55%. A facility fee of 0.15% per annum is payable quarterly in arrears. Pursuant to the terms of the agreement, the Company, among other things, is (a) subject to maintaining certain maximum leverage ratios on both unsecured senior corporate and secured debt, a minimum debt service coverage ratio and minimum unencumbered asset and equity levels, and (b) restricted from paying dividends in amounts that exceed 90% of funds from operations, as defined, plus 10% of the Company's stockholders' equity determined in accordance with generally accepted accounting principles. As of December 31, 2001, there were no borrowings outstanding under this Credit Facility.

The scheduled maturities of all unsecured senior notes payable as of December 31, 2001 are approximately as follows (in millions): 2002, \$110.0; 2003, \$100.0; 2004, \$100.0; 2005, \$200.25; 2006, \$85.0 and thereafter, \$440.0.

8. Mortgages Payable:

During 2001, the Company obtained four individual non-recourse fixed-rate mortgage loans of which three are on Kmart anchored shopping centers, providing aggregate proceeds to the Company of approximately \$51.2 million. These ten-year loans mature in 2011 and have effective interest rates ranging from 7.31% to 7.64% per annum.

During 2000, the Company obtained individual non-recourse, fixed-rate mortgage financing on five Kmart anchored shopping centers, providing aggregate proceeds to the Company of approximately \$44.2 million. These ten-year loans mature in 2010 and have effective interest rates ranging from 7.91% to 8.15% per annum.

Mortgages payable, collateralized by certain shopping center properties and related tenants' leases, are generally due in monthly installments of principal and/or interest which mature at various dates through 2023. Interest rates range from approximately 4.51% to 9.50% (weighted average interest rate of 7.75% as of December 31, 2001). The scheduled maturities of all mortgages payable as of December 31, 2001,

are approximately as follows (in millions): 2002, \$13.4; 2004, \$8.9; 2005, \$14.9; 2006, \$34.5 and thereafter, \$221.1.

Three of the Company's properties are encumbered by approximately \$11.7 million in floating-rate, tax-exempt mortgage bond financing. The rates on the bonds are reset annually, at which time bondholders have the right to require the Company to repurchase the bonds. The Company has engaged a remarketing agent for the purpose of offering for resale those bonds that are tendered to the Company. All bonds tendered for redemption in the past have been remarketed and the Company has arrangements, including letters of credit, with banks to both collateralize the principal amount and accrued interest on such bonds and to fund any repurchase obligations.

9. KC Holdings:

To facilitate the Company's November 1991 initial public stock offering (the "IPO"), 46 shopping center properties and certain other assets, together with indebtedness related thereto, were transferred to subsidiaries of KC Holdings, a newly-formed corporation that is owned by the stockholders of the Company prior to the IPO. The Company was granted ten-year, fixed-price acquisition options (the "Acquisition Options") to reacquire the real estate assets owned by KC Holdings' subsidiaries, subject to any liabilities outstanding with respect to such assets at the time of an option exercise. During the Acquisition Options period, which expired in November 2001, KC Holdings' subsidiaries had conveyed 29 shopping centers and a 50% interest in a joint venture consisting of three properties back to the Company. Additionally, KC Holdings' subsidiaries disposed of ten additional centers in transactions with third parties. The members of the Company's Board of Directors who are not also shareholders of KC Holdings unanimously approved the purchase of each of these properties that have been reacquired by the Company from KC Holdings. The Company manages three of KC Holdings four remaining shopping center properties pursuant to a management agreement (See Note 14).

10. Fair Value Disclosure of Financial Instruments:

All financial instruments of the Company are reflected in the accompanying Consolidated Balance Sheets at amounts which, in management's estimation based upon an interpretation of available market information and valuation methodologies (including discounted cash flow analyses with regard to fixed-rate debt) considered appropriate, reasonably approximate their fair values. Such fair value estimates are not necessarily indicative of the amounts that would be realized upon disposition of the Company's financial instruments.

11. Financial Instruments - Derivatives and Hedging:

The Company is exposed to the effect of changes in interest rates, foreign currency exchange rate fluctuations and market value fluctuations of equity securities. The Company limits these risks by following established risk management policies and procedures including the use of derivatives.

The principal financial instruments currently used by the Company are interest rate swaps, foreign currency exchange forward contracts and warrant contracts. The Company, from time to time, hedges the future cash flows of its floating-rate debt instruments to reduce exposure to interest rate risk principally through interest rate swaps with major financial institutions. The Company has interest-rate swap agreements on its \$110.0 million floating-rate MTN and on its \$100.0 million floating-rate remarketed reset notes, which have been designated and qualified as cash flow hedges. The Company has determined that these swap agreements are highly effective in offsetting future variable interest cash flows related to the Company's debt portfolio. The adoption of FASB No. 133 as of January 1, 2001, resulted in a cumulative transition adjustment of \$1.5 million to OCI and a corresponding liability for the same amount. For the year ended December 31, 2001, the change in the fair value of the interest rate swaps was \$2.4 million which was recorded in OCI with a corresponding liability for the same amount.

During 2001, the Company entered into foreign currency forward contracts on its Canadian investment in marketable securities in the amount of approximately CAD \$26.3 million (approximately USD \$16.9 million) and on its Canadian investment in real estate in the amount of approximately CAD \$29.8 million (approximately USD \$18.9 million). The Company has designated these foreign currency forward contracts as fair value hedges. The Company expects these forward contracts to be highly effective in limiting its exposure to the variability in the fair value of its Canadian investments as it relates to changes in the exchange rate. The gain or loss on the forward contracts will be recognized currently in earnings and the gain or loss on the Canadian investments attributable to changes in the exchange rate will be recognized currently in earnings and shall adjust the carrying amount of the hedged investments.

During 2001, the Company acquired warrants to purchase the common stock of a Canadian REIT. The Company has designated the warrants as a cash flow hedge of the variability in expected future cash outflows upon purchasing the common stock. The Company has determined the hedged cash outflow is probable and expected to occur prior to the expiration date of the warrants. The Company has determined that the warrants are fully effective and recorded the change

in fair value of the warrants of approximately \$2.4 million in OCI with a corresponding asset for the same amount.

The following table summarized the notional values and fair values of the Company's derivative financial instruments as of December 31, 2001:

Hedge Type	Notional Value	Rate	Maturity	Fair Value (in millions)
Interest rate swap – cash flow	\$110.0 million	6.615%	8/02	(\$3.7)
Interest rate swap – cash flow	\$100.0 million	2.35%	8/02	(\$0.2)
Foreign currency forward – fair value	CAD \$26.3 million	1.561	9/02	\$0.3
fair value	CAD \$29.8 million	1.578	1/02	\$0.2
Warrants – cash flow	2,500,000 shares of common stock	CAD \$11.02	9/06	\$2.4

As of December 31, 2001, these derivative instruments were reported at their fair value as other liabilities of \$3.9 million and other assets of \$2.9 million. During the next 12 months, the Company expects to reclassify to earnings as expense approximately \$3.4 million of the current balance in accumulated OCI primarily related to the fair value of the interest rate swaps.

12. Preferred and Common Stock Transactions:

During March 2001, the Company issued 29,638 shares of common stock at \$27.67 per share in connection with the exercise of its option to acquire a 50% interest in a joint venture consisting of three shopping center properties from KC Holdings (see Note 9).

During November 2001, the Company completed a primary public stock offering of 2,250,000 shares of common stock priced at \$32.85 per share. The net proceeds from this sale of common stock, totaling approximately \$70.1 million (after related transaction costs of \$3.8 million) will be used primarily to invest equity capital in a new joint venture formed with G.E. Capital Real Estate and for additional equity capital in KIR (see Note 3).

During December 2001, the Company completed a primary public stock offering of 1,500,000 shares of common stock priced at \$33.57 per share. The net proceeds from this sale of common stock, totaling approximately \$47.6 million (after related transaction cost of \$2.7 million) will be used for general corporate purposes, including (i) the investment of additional equity capital in KIR (see Note 3) and (ii) the

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development, redevelopment and expansion of properties in the Company's portfolio.

Additionally, during November 2001, the Company announced the redemption of all outstanding depositary shares of the Company's 7-½% Class D Cumulative Convertible Preferred Stock (the "Class D Preferred Stock") in exchange for shares of the Company's common stock. The Board of Directors set January 3, 2002 as the mandatory redemption date on which all outstanding depositary shares of Class D Preferred Stock would be redeemed. Holders of the Class D Preferred Stock on the redemption date received 0.93168 shares of the Company's common stock, as adjusted for the Company's three-for-two common stock split, for each depositary share redeemed. During 2001, 3,258,642 depositary shares of the Class D Preferred Stock were voluntarily converted to common stock by the holders. On January 3, 2002, the remaining 923,900 depositary shares of the Class D Preferred Stock were redeemed for common stock by the Company and a final dividend payment of 43.4680 cents per class D Depositary share was paid on January 15, 2002.

During May 2000, the Company repurchased from an officer and director of the Company 100,217 depositary shares of its Class D Preferred Stock at a price of \$25.00 per depositary share, totaling approximately \$2.5 million. The purchase price was at par, which was less than the market price on the date of purchase.

During June 2000, the Company issued 427,722 shares of common stock at \$27.18 per share in connection with the exercise of its option to acquire two shopping center properties from KC Holdings (See Note 9).

During August 2000, the Company completed a primary public stock offering of 2,700,000 shares of common stock priced at \$28.33 per share. The net proceeds from this sale of common stock, totaling approximately \$72.4 million (after related transaction costs of \$4.1 million) were used for general corporate purposes, including (i) the investment of additional equity capital in KIR (see Note 3), and (ii) the development, redevelopment and expansion of properties in the Company's portfolio.

At December 31, 2001, the Company had outstanding 3,000,000 Depositary Shares (the "Class A Depositary Shares"), each such Class A Depositary Share representing a one-tenth fractional interest of a share of the Company's 7-¾% Class A Cumulative Redeemable Preferred Stock, par value \$1.00 per share (the "Class A Preferred Stock"), 2,000,000 Depositary Shares (the "Class B Depositary Shares"), each such Class B Depositary Share representing a one-tenth fractional interest of a share of the Company's 8-½% Class B Cumulative Redeemable Preferred Stock, par

value \$1.00 per share (the "Class B Preferred Stock"), 4,000,000 Depositary Shares (the "Class C Depositary Shares"), each such Class C Depositary Share representing a one-tenth fractional interest of a share of the Company's 8-¾% Class C Cumulative Redeemable Preferred Stock, par value \$1.00 per share (the "Class C Preferred Stock"), 923,900 Depositary Shares (the "Class D Depositary Shares"), each such Class D Depositary Share representing a one-tenth fractional interest of a share of the Company's 7-½% Cumulative Convertible Preferred Stock, par value \$1.00 per share.

Dividends on the Class A Depositary Shares are cumulative and payable quarterly in arrears at the rate of 7-¾% per annum based on the \$25.00 per share initial offering price, or \$1.9375 per depositary share. The Class A Depositary Shares are redeemable, in whole or in part, for cash on or after September 23, 1998 at the option of the Company, at a redemption price of \$25 per depositary share, plus any accrued and unpaid dividends thereon. The Class A Depositary Shares are not convertible or exchangeable for any other property or securities of the Company. The Class A Preferred Stock (represented by the Class A Depositary Shares outstanding) ranks *pari passu* with the Company's Class B Preferred Stock, Class C Preferred Stock and Class D Preferred Stock as to voting rights, priority for receiving dividends and liquidation preferences as set forth below.

Dividends on the Class B Depositary Shares are cumulative and payable quarterly in arrears at the rate of 8-1/2% per annum based on the \$25.00 per share initial offering price, or \$2.125 per depositary share. The Class B Depositary Shares are redeemable, in whole or in part, for cash on or after July 15, 2000 at the option of the Company at a redemption price of \$25.00 per depositary share, plus any accrued and unpaid dividends thereon. The redemption price of the Class B Preferred Stock may be paid solely from the sale proceeds of other capital stock of the Company, which may include other classes or series of preferred stock. The Class B Depositary Shares are not convertible or exchangeable for any other property or securities of the Company. The Class B Preferred Stock (represented by the Class B Depositary Shares outstanding) ranks *pari passu* with the Company's Class A Preferred Stock, Class C Preferred Stock and Class D Preferred Stock as to voting rights, priority for receiving dividends and liquidation preferences as set forth below.

Dividends on the Class C Depositary Shares are cumulative and payable quarterly in arrears at the rate of 8-¾% per annum based on the \$25.00 per share initial offering price, or \$2.0938 per depositary share. The Class C Depositary Shares are redeemable, in whole or in part, for cash on or after April

15, 2001 at the option of the Company at a redemption price of \$25.00 per depositary share, plus any accrued and unpaid dividends thereon. The redemption price of the Class C Preferred Stock may be paid solely from the sale proceeds of other capital stock of the Company, which may include other classes or series of preferred stock. The Class C Depositary Shares are not convertible or exchangeable for any other property or securities of the Company. The Class C Preferred Stock (represented by the Class C Depositary Shares outstanding) ranks *pari passu* with the Company's Class A Preferred Stock, Class B Preferred Stock and Class D Preferred Stock as to voting rights, priority for receiving dividends and liquidation preferences as set forth below.

Dividends on the Class D Depositary Shares are cumulative and payable at the rate per depositary share equal to the greater of (i) 7- $\frac{1}{2}$ % per annum based upon a \$25.00 per share initial value or \$1.875 per share or (ii) the cash dividend on the shares of the Company's common stock into which a Class D Depositary Share is convertible plus \$0.0183 per quarter. The Class D Depositary Shares are convertible into the Company's common stock at a conversion price of \$26.83 per share of common stock at any time by the holder and may be redeemed by the Company at the conversion price in shares of the Company's common stock at any time after June 19, 2001 if, for any 20 trading days within any period of 30 consecutive trading days, including the last day of such period, the average closing price per share of the Company's common stock exceeds 120% of the conversion price or \$32.20 per share, subject to certain adjustments. As stated above, during November 2001 the Company gave notice to the holders of the Class D Depositary Shares that the Company would be mandatorily redeeming the Class D Depositary Shares for common stock as a result of the common stock trading above \$32.20 for 20 trading days within a 30 day period. The mandatory redemption date was January 3, 2002.

The Class D Preferred Stock (represented by the Class D Depositary Shares outstanding) ranks *pari passu* with the Company's Class A Preferred Stock, Class B Preferred Stock and Class C Preferred Stock as to voting rights, priority for receiving dividends and liquidation preferences as set forth below.

Voting Rights—

As to any matter on which the Class A Preferred Stock, Class B Preferred Stock, Class C Preferred Stock and Class D Preferred Stock (collectively, the "Preferred Stock") may vote, including any action by written consent, each share of Preferred Stock shall be entitled to 10 votes, each of which 10 votes may be directed separately by the holder thereof. With respect to each share of Preferred Stock, the holder thereof

may designate up to 10 proxies, with each such proxy having the right to vote a whole number of votes (totaling 10 votes per share of Preferred Stock). As a result, each Class A, each Class B, each Class C and each Class D Depositary Share is entitled to one vote.

Liquidation Rights—

In the event of any liquidation, dissolution or winding up of the affairs of the Company, the Preferred Stock holders are entitled to be paid, out of the assets of the Company legally available for distribution to its stockholders, a liquidation preference of \$250.00 per share (\$25.00 per Class A, Class B, Class C and Class D Depositary Share, respectively), plus an amount equal to any accrued and unpaid dividends to the date of payment, before any distribution of assets is made to holders of the Company's common stock or any other capital stock that ranks junior to the Preferred Stock as to liquidation rights.

13. Dispositions of Real Estate:

During 2001, the Company, in separate transactions, disposed of three operating properties (including the sale of a property to KIR) and a portion of another operating property, comprising approximately 0.6 million square feet of GLA. Cash proceeds from these dispositions aggregated approximately \$46.7 million which resulted in a net gain of approximately \$3.0 million. Cash proceeds from the disposition of the operating property in Elyria, OH, totaling \$5.8 million, together with an additional \$7.1 million cash investment, was used to acquire an exchange shopping center property located in Lakeland, FL during August 2001.

During 2001, KDI sold two of its recently completed projects and five out-parcels for approximately \$61.3 million, which resulted in net gains of approximately \$8.1 million after provision for income taxes. The pre-tax profits of \$13.4 million are included in the Consolidated Statements of Income in the caption Gain on sale of development properties.

During the year ended December 31, 2000, the Company, in separate transactions, disposed of ten shopping center properties. Sale prices from two of these dispositions aggregated approximately \$4.5 million which approximated their aggregate net book value. Sale prices from eight of these dispositions aggregated approximately \$29.7 million which resulted in net gains of approximately \$4.0 million.

In addition, during 2000, the Company disposed of various land parcels, in separate transactions, for aggregate proceeds of approximately \$5.6 million.

Notes to Consolidated Financial Statements

(continued)

14. Transactions with Related Parties:

The Company provides management services for shopping centers owned principally by affiliated entities and various real estate joint ventures in which certain stockholders of the Company have economic interests. Such services are performed pursuant to management agreements which provide for fees based upon a percentage of gross revenues from the properties and other direct costs incurred in connection with management of the centers. The Consolidated Statements of Income include management fee income from KC Holdings of approximately \$30,000, \$100,000 and \$400,000 for the years ended December 31, 2001, 2000 and 1999, respectively.

In November 1991 the Company was granted Acquisition Options to reacquire the real estate assets owned by KC Holdings' subsidiaries. The remaining Acquisition Options expired in November 2001 with regard to the real estate assets which the Company had not reacquired.

In March 2001, the Company exercised its option to acquire a 50% interest in a joint venture from KC Holdings. The joint venture consists of three shopping center properties located in Buffalo, NY. This joint venture interest was acquired for an aggregate option price of approximately \$3.5 million, paid approximately \$2.7 million in cash and \$0.8 million in shares of the Company's common stock (29,638 shares valued at \$27.67 per share).

In June 2000, the Company exercised its option to acquire two shopping center properties from KC Holdings. The properties were acquired for an aggregate option price of approximately \$12.2 million, paid approximately \$11.6 million in shares of the Company's common stock (valued at \$27.18 per share at June 1, 2000) and \$0.6 million through the assumption of mortgage debt encumbering one of the properties.

Reference is made to Notes 3, 4, 9 and 12 for additional information regarding transactions with related parties.

15. Commitments and Contingencies:

The Company and its subsidiaries are primarily engaged in the operation of shopping centers which are either owned or held under long-term leases which expire at various dates through 2087. The Company and its subsidiaries, in turn, lease premises in these centers to tenants pursuant to lease agreements which provide for terms ranging generally from 5 to 25 years and for annual minimum rentals plus incremental rents based on operating expense levels and tenants' sales volumes. Annual minimum rentals plus incremental rents based on operating expense levels comprised approximately 99%, 99% and 98% of total revenues from rental property for

each of the three years ended December 31, 2001, 2000 and 1999, respectively.

The future minimum revenues from rental property under the terms of all noncancellable tenant leases, assuming no new or renegotiated leases are executed for such premises, for future years are approximately as follows (in millions): 2002, \$323.3; 2003, \$297.5; 2004, \$273.7; 2005, \$247.4; 2006, \$218.3 and thereafter, \$1,564.8.

Minimum rental payments under the terms of all noncancellable operating leases pertaining to its shopping center portfolio for future years are approximately as follows (in millions): 2002, \$13.4; 2003, \$12.6; 2004, \$12.0; 2005, \$10.8; 2006, \$10.1 and thereafter, \$136.3.

The Company has issued letters of credit in connection with the collateralization of tax-exempt mortgage bonds, completion guarantees for certain construction projects, and guaranty of payment related to the acquisition of a development project. These letters of credit aggregate approximately \$30.5 million.

16. Incentive Plans:

The Company maintains a stock option plan (the "Plan") pursuant to which a maximum 13,500,000 shares of the Company's common stock may be issued for qualified and non-qualified options. Options granted under the Plan generally vest ratably over a three-year term, expire ten years from the date of grant and are exercisable at the market price on the date of grant, unless otherwise determined by the Board in its sole discretion. In addition, the Plan provides for the granting of certain options to each of the Company's non-employee directors (the "Independent Directors") and permits such Independent Directors to elect to receive deferred stock awards in lieu of directors' fees.

Information with respect to stock options under the Plan for the years ended December 31, 2001, 2000 and 1999 is as follows:

	Shares	Weighted Average Exercise Price Per Share
Options outstanding, December 31, 1998	4,151,734	\$20.02
Exercised	(481,171)	\$18.36
Granted	<u>1,198,575</u>	\$21.55
Options outstanding, December 31, 1999	4,869,138	\$20.56
Exercised	(290,106)	\$17.03
Granted	1,347,637	\$27.09
Forfeited	<u>(387,874)</u>	\$19.07
Options outstanding, December 31, 2000	5,538,795	\$22.44
Exercised	(1,694,227)	\$20.62
Granted	2,119,175	\$30.71
Forfeited	<u>(54,390)</u>	\$25.76
Options outstanding, December 31, 2001	<u>5,909,353</u>	<u>\$25.90</u>
Options exercisable— December 31, 1999	<u>2,408,829</u>	\$18.16
December 31, 2000	<u>2,921,737</u>	\$20.13
December 31, 2001	<u>2,369,288</u>	<u>\$21.98</u>

The exercise prices for options outstanding as of December 31, 2001 range from \$12.39 to \$33.67 per share. The weighted average remaining contractual life for options outstanding as of December 31, 2001 was approximately 8.1 years. Options to purchase 3,293,846, 913,042 and 2,260,680 shares of the Company's common stock were available for issuance under the Plan at December 31, 2001, 2000 and 1999, respectively.

The Company has elected to adopt the disclosure-only provisions of Statement of Financial Accounting Standards No. 123 "Accounting for Stock-Based Compensation".

Accordingly, no compensation cost has been recognized with regard to options granted under the Plan in the accompanying Consolidated Statements of Income. If stock-based compensation costs had been recognized based on the estimated fair values at the dates of grant for options awarded during 2001, 2000 and 1999 net income and net income per diluted common share for these calendar years would have been reduced by approximately \$2.7 million or \$0.03 per diluted share, \$2.2 million or \$0.02 per diluted share and \$1.7 million or \$0.02 per diluted share, respectively.

These pro forma adjustments to net income and net income per diluted common share assume fair values of each option grant estimated using the Black-Scholes option pricing formula. The more significant assumptions underlying the determination of such fair values for options granted during 2001, 2000 and 1999 include: (i) weighted average risk-free interest rates of 4.85%, 5.69% and 6.30%, respectively; (ii) weighted average expected option lives of 5.5 years, 4.4 years and 5.4 years, respectively; (iii) an expected volatility of 15.76%, 15.82% and 15.91%, respectively, and (iv) an expected dividend yield of 6.74%, 6.95% and 7.30%, respectively. The per share weighted average fair value at the dates of grant for options awarded during 2001, 2000 and 1999 was \$1.98, \$2.05 and \$1.69, respectively.

The Company maintains a 401(k) retirement plan covering substantially all officers and employees which permits participants to defer up to a maximum 10% of their eligible compensation. This deferred compensation, together with Company matching contributions which generally equal employee deferrals up to a maximum of 5% of their eligible compensation, is fully vested and funded as of December 31, 2001. Company contributions to the plan were approximately \$0.7 million, \$0.6 million and \$0.4 million for the years ended December 31, 2001, 2000 and 1999, respectively.

17. Income Taxes:

The Company elected to qualify as a REIT in accordance with Sections 856 through 860 of the Internal Revenue Code of 1986, as amended (the "Code") commencing with its taxable year which began January 1, 1992. To qualify as a REIT, the Company must meet a number of organizational and operational requirements, including a requirement that it currently distribute at least 90% of its adjusted REIT taxable income to its stockholders. It is management's intention to adhere to these requirements and maintain the Company's REIT status. As a REIT, the Company generally will not be subject to corporate federal income tax, provided that distributions to its stockholders equal at least the amount of its REIT taxable income as defined under the Code. If the Company fails to qualify as a REIT in any taxable year, it will be subject to federal income taxes at regular corporate rates (including any applicable alternative minimum tax) and may not be able to qualify as a REIT for four subsequent taxable years. Even if the Company qualifies for taxation as a REIT, the Company is subject to certain state and local taxes on its income and property, and to federal income and excise taxes on its undistributed taxable income. In addition,

Notes to Consolidated Financial Statements

(continued)

taxable income from non-REIT activities managed through taxable REIT subsidiaries is subject to federal, state and local income taxes.

Reconciliation between GAAP Net Income and Federal Taxable Income

The following table reconciles GAAP net income to taxable income for the years ended December 31, 2001, 2000 and 1999 (in thousands):

	2001 (Estimated)	2000 (Actual)	1999 (Actual)
GAAP net income	\$236,538	\$205,025	\$176,778
Less: GAAP net income of taxable REIT subsidiaries	(29,063)	—	—
GAAP net income from REIT operations (Note 1)	207,475	205,025	176,778
Net book depreciation in excess of tax depreciation	3,532	2,889	1,088
Deferred and prepaid rents	(6,800)	(7,117)	(5,165)
Exercise of non-qualified stock options	(10,500)	(2,534)	(1,500)
Book/tax depreciation difference from investments			
In real estate joint ventures	(2,286)	(2,253)	(298)
Other book/tax differences, net	(9,340)	(14,240)	(13,459)
Adjusted taxable income subject to 90% dividend requirements	\$182,081	\$181,770	\$157,444

Note 1 – All adjustments to “GAAP net income from REIT operations” are net of amounts attributable to minority interest and taxable REIT subsidiaries.

Reconciliation between Cash Dividends Paid and Dividends Paid Deductions

Cash dividends paid were equal to the dividends paid deduction for the years ended December 31, 2001, 2000 and 1999, and amounted to (in thousands) \$209,785, \$189,896 and \$169,708, respectively.

Characterization of Distributions

The following characterizes distributions paid for the years ended December 31, 2001, 2000 and 1999 (in thousands):

	2001		2000		1999
Preferred Dividends					
Ordinary income	\$ 26,253	100%	\$ 26,376	100%	\$ 26,481
Common Dividends					
Ordinary income	\$174,380	95%	\$163,520	100%	\$143,227
Return of capital	9,152	5%	—	—	—
	\$183,532	100%	\$163,520	100%	\$143,227
Total dividends distributed	\$209,785		\$189,896		\$169,708

Taxable REIT Subsidiaries (“TRS”)

Commencing January 1, 2001, the Company is subject to federal, state and local income taxes on the income from it TRS activities.

Income taxes have been provided for on the asset and liability method as required by Statement of Financial Accounting Standard No. 109, Accounting for Income Taxes. Under the asset and liability method, deferred income taxes are recognized for the temporary differences between the financial reporting basis and the tax basis of the TRS assets and liabilities.

The Company’s TRS income and provision for income taxes for the year ended December 31, 2001, is summarized as follows (in thousands):

Income from TRS before income taxes	\$48,439
Less provision for income taxes:	
Federal	15,682
State and local	3,694
Total tax provision	19,376
TRS net income	\$29,063

There was no provision for income taxes for the years ended December 31, 2000 and 1999.

Deferred tax assets of approximately \$4.4 million, which are included in the caption Other assets on the accompanying Consolidated Balance Sheet at December 31, 2001, relate primarily to differences in the timing of the recognition of income from real estate joint ventures between the GAAP and the tax basis of accounting.

The income tax provision differs from the amount computed by applying the statutory federal income tax rate to TRS income before income taxes as follows (in thousands):

	Amount	Rate
Federal income tax provision at statutory rate	\$16,954	35%
State income tax provision, net of federal income tax effect	2,422	5%
TRS provision for income taxes	\$19,376	40%

18. Supplemental Financial Information:

The following represents the results of operations, expressed in thousands except per share amounts, for each quarter during years 2001 and 2000:

	2001 (Unaudited)			
	Mar. 31	June 30	Sept. 30	Dec. 31
Revenues from rental property	\$121,601	\$117,867	\$114,295	\$114,853
Net income	\$ 56,053	\$ 59,352	\$ 59,250	\$ 61,882
Net income per common share:				
Basic	\$.52	\$.55	\$.55	\$.58
Diluted	\$.51	\$.55	\$.54	\$.56

	2000 (Unaudited)			
	Mar. 31	June 30	Sept. 30	Dec. 31
Revenues from rental property	\$112,356	\$114,867	\$115,726	\$116,458
Net income	\$ 48,709	\$ 50,946	\$ 51,512	\$ 53,858
Net income per common share:				
Basic	\$.46	\$.49	\$.48	\$.50
Diluted	\$.46	\$.48	\$.47	\$.49

Accounts and notes receivable in the accompanying Consolidated Balance Sheets are net of estimated unrecoverable amounts of approximately \$4.3 million and \$4.0 million at December 31, 2001 and 2000, respectively.

19. Pro Forma Financial Information (Unaudited):

As discussed in Notes 2 and 13, the Company and certain of its subsidiaries acquired and disposed of interests in certain operating properties during 2001. The pro forma financial information set forth below is based upon the Company's historical Consolidated Statements of Income for the years ended December 31, 2001 and 2000, adjusted to give effect to these transactions as of January 1, 2000.

The pro forma financial information is presented for informational purposes only and may not be indicative of what actual results of operations would have been had the transactions occurred on January 1, 2000, nor does it purport to

represent the results of operations for future periods. (Amounts presented in millions, except per share figures.)

	Years ended December 31,	
	2001	2000
Revenues from rental property	\$467.3	\$457.4
Net income	\$234.5	\$206.4
Net income per common share:		
Basic	\$ 2.18	\$ 1.94
Diluted	\$ 2.14	\$ 1.92

20. Subsequent Events:

On January 22, 2002, Kmart Corporation ("Kmart") filed for protection under Chapter 11 of the U.S. Bankruptcy Code. As of the filing date, Kmart occupied 69 locations (excluding the KIR Portfolio which includes six Kmart locations), representing 12.6% of the Company's annualized base rental revenues and 13.3% of the Company's total shopping center GLA. As of February 1, 2002, Kmart rejected its lease at 15 locations. These 15 locations represent approximately \$16.3 million of annualized base rental revenues comprising approximately 1.6 million square feet of GLA. The average rent per square foot for these locations was approximately \$10.43. As adjusted for these 15 rejected leases Kmart now represents 8.7% of annualized base rents and 10.4% of leased GLA. The Company is actively marketing these locations to prospective tenants, however, no assurances can be provided that these locations will be leased in the near term or at comparable rents previously paid by Kmart. The Company generally will have the right to file claims in connection with these rejected leases for lost rent equal to three years of rental obligations as well as other amounts related to obligations under the leases. Actual amounts to be received in satisfaction of these claims will be subject to Kmart's final plan of reorganization and the availability of funds to pay creditors such as the Company.

On March 8, 2002, Kmart announced it would be closing an additional 284 locations of which 17 of these locations are leased from the Company. The Company had previously encumbered seven of these properties with individual non-recourse mortgage loans. The annualized base rental revenues from these 17 locations is approximately \$15.1 million. The annualized interest expenses for the seven encumbered properties is approximately \$5.6 million.

As of the date of this Annual Report, the Company has not been notified directly by Kmart as to the timing of these store closings or whether the leases will be assigned or rejected. Until such time as the leases are rejected in accordance with the bankruptcy proceedings, Kmart remains obligated for payments of rent and operating expenses at these locations and all other remaining locations.

Corporate Directory

Officers and Operating Management

Milton Cooper
Chairman and Chief Executive Officer

Michael J. Flynn
President and Chief Operating Officer

Dave Henry
Chief Investment Officer

Patrick J. Callan, Jr.
Vice President, Eastern Region

Thomas A. Caputo
Executive Vice President

Glenn G. Cohen
Vice President and Treasurer

Joseph V. Denis
Vice President, Construction

Raymond Edwards
Vice President

Aaron Fleishaker
Executive Vice President

Jerald Friedman
Executive Vice President

Bruce M. Kauderer
Vice President, Legal
General Counsel and Secretary

Mitchell Margolis
Vice President,
Chief Information Officer

Robert Nadler
President, Midwest Region

Scott G. Onufrey
Vice President, Investor Relations

Michael V. Pappagallo
Vice President and
Chief Financial Officer

David Samber
Chief Executive Officer
Kimco Select Investments

Joshua Smith
President, Western Region

Paul Weinberg
Vice President, Human Resources

Joel Yarmak
Vice President, Financial Operations

Executive Offices

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New Hyde Park, NY 11042
516-869-9000
www.kimcorealty.com

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954-977-7340

Orlando, FL
407-302-4400

Tampa, FL
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Chicago, IL
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Lisle, IL
630-322-9200

Charlotte, NC
704-367-0131

Cleveland, OH
330-702-8000

Dayton, OH
937-434-5421

Philadelphia, PA
215-322-2750

Dallas, TX
214-720-0559

Regional Offices

Los Angeles, CA
323-866-3500

Carmichael, CA
916-349-7474

San Francisco, CA
415-217-3200

Counsel

Latham & Watkins
New York, NY

Auditors

PricewaterhouseCoopers LLP
New York, NY

Registrar and Transfer Agent

The Bank of New York
Shareholder Relations Department
P.O. Box 11258
Church Street Station
New York, NY 10286
1-866-557-8695
Email: Shareowner-svcs@bankofny.com

Stock Listings

NYSE—Symbols KIM, KIMprA,
KIMprB, KIMprC

Annual Report—Form 10-K

A copy of the Company's Annual Report to the U.S. Securities and Exchange Commission on Form 10-K may be obtained at no cost to stockholders by writing to:

Kimco Realty Corporation
Investor Relations
3333 New Hyde Park Road
Suite 100
New Hyde Park, NY 11042

Annual Meeting of Stockholders

Stockholders of Kimco Realty Corporation are cordially invited to attend the 2002 Annual Meeting of Stockholders scheduled to be held on May 14, 2002, at 270 Park Avenue, New York, NY, Floor 11, Room C at 10:00 a.m.

Dividend Reinvestment and Common Stock Purchase Plan

The Company's Dividend Reinvestment and Common Stock Purchase Plan provides common and preferred stockholders with an opportunity to conveniently and economically acquire Kimco common stock. Stockholders may have their dividends automatically directed to our transfer agent to purchase common shares without paying any brokerage commissions. Requests for booklets describing the Plan, enrollment forms and any correspondence or questions regarding the Plan should be directed to:

The Bank of New York
Kimco Realty Corporation
P.O. Box 1958
Newark, NJ 07101-9774
1-866-557-8695

Holders of Record

Holders of record of the Company's common stock, par value \$.01 per share, totaled 1,715 as of February 1, 2002.

Stock Price and Dividend Information

	Stock Price		Dividends Paid Per Common Share ⁽¹⁾
	High	Low	
2000:			
First Quarter	\$25.00	\$21.83	\$0.44
Second Quarter	\$28.46	\$24.17	\$0.44
Third Quarter	\$28.54	\$26.09	\$0.44
Fourth Quarter	\$29.83	\$26.00	\$0.45
2001:			
First Quarter	\$30.08	\$27.17	\$0.48
Second Quarter	\$31.57	\$27.33	\$0.48
Third Quarter	\$33.30	\$29.50	\$0.48
Fourth Quarter	\$34.07	\$21.67	\$0.48

(1) The Company has determined that the \$1.92 dividend per share paid during 2001 represented 95% ordinary income to its stockholders and 5% return of capital. The \$1.77 dividend per share paid during 2000 represented 100% ordinary income to its stockholders.



Glossary of Terms

Asset Designation Rights

Rights to assign, sell, transfer or reject a bankrupt estate's title and interest in leased or owned properties. Kimco acquired Asset Designation Rights from the former Montgomery Ward stores in 2001 and the former Hechinger stores in 1999.

Debt Service

The periodic payment of principal and interest on unsecured bonds, mortgages or other borrowings.

Fee Simple Ownership Real Estate (Fee) Fee ownership of real estate is a fee without limitation or restrictions on transfer of ownership.

Fixed Charges

Payment of debt service plus preferred stock dividend payments and ground lease payments.

Funds From Operations (FFO)

The most commonly accepted and reported measure of REIT operating performance. Equal to a REIT's net income, excluding gains or losses from sales of property, and adding back real estate depreciation.

Gross Leasable Area (GLA)

Measure the total amount of leasable space in a commercial property.

Kimco Developers Inc. (KDI)

KDI is primarily engaged in the ground-up development of neighborhood and community shopping centers and the subsequent sale thereof upon completion.

Kimco Income REIT (KIR)

A joint venture established by Kimco with institutional investors to invest in high quality retail properties financed primarily through the use of individual non-recourse mortgages.

Leasehold Interest in Real Estate

Financial interest in real estate evidenced by a contract (lease) which one receives the use of real estate or facilities for a specified term and for a specified rent.

Lease Rejection

Bankruptcy rules permit a tenant in bankruptcy to eliminate its obligations to pay rent under a lease subject to certain payments to landlords for damages.

Non-Recourse Mortgage Debt

Non-recourse mortgage debt is generally defined as debt whereby the lenders' sole recourse with respect to borrower defaults is limited to the value of the property collateralized by the mortgage.

1031 Exchange

A 1031 exchange allows sellers to defer 100 percent of the Federal and State capital gains taxes associated with the sale of property

held for investment purposes. Kimco facilitates exchanges by matching buyers of exchange properties with sellers of investment properties or by selling properties from its portfolio of net leased properties to exchange buyers.

Payout Ratio

The ratio of a REIT's annual dividend rate to its FFO on a per share basis.

Real Estate Investment Trust (REIT)

A REIT is a company dedicated to owning, and in most cases, operating income-producing real estate, such as shopping centers, offices, and warehouses. Some REITs also engage in financing real estate.

REIT Modernization Act of 1999

Federal tax law change whose provisions, among other things, allow a REIT to own up to 100% of stock of a taxable REIT subsidiary that can provide services to REIT tenants and others. The law also changed the minimum distribution requirement from 95% to 90% of a REIT's taxable income.

Revolving Credit Facility

Credit agreement with a lending institution or institutions, which the Company may withdraw funds as needed at a variable rate of interest. Kimco's credit agreement has a limit of \$250 million and accrues interest at a spread of 0.55 percent to LIBOR (London Interbank Offered Rate). At December 31, 2001 the Company had not used its credit facility.

Stock Split

Occurred on December 22, 1995 and December 21, 2001 when Kimco issued new shares of stock at a rate of 0.5 shares for each share owned by shareholders of record in the form of a stock dividend. This action in turn lowered the current market price of its stock to a level that is proportionate to pre-split prices.

Taxable REIT Subsidiary (TRS)

Created by the REIT Modernization Act of 1999. A TRS is a subsidiary of a REIT that may provide services to the REIT's tenants and others and required to pay Federal income tax without disqualifying the Company's REIT status.

Total Market Capitalization

The total market value of a REIT's (or other company's) outstanding common stock, liquidation value of preferred stock and indebtedness.

Total Return

A stock's dividend income plus capital appreciation, before taxes and commissions.

Unsecured Claim / Unsecured Debt

A right to payment of indebtedness without recourse to specific assets of the debtors. Corporate bonds are an example of unsecured debt, unpaid lease liabilities are an example of an unsecured claim.

Board of Directors

Directors

Martin S. Kimmel
Chairman (Emeritus) of the Board

Milton Cooper
Chairman of the Board

Michael J. Flynn
Vice Chairman of the Board

Dave Henry
Vice Chairman of the Board

Richard G. Dooley
Executive Vice President and
Chief Investment Officer—Retired
Massachusetts Mutual
Life Insurance Company

Joe Grills
Chief Investment Officer—Retired
IBM Retirement Funds

Frank Lourenso
Executive Vice President
J.P. Morgan



Martin S. Kimmel



Milton Cooper



Michael J. Flynn



Dave Henry



Richard G. Dooley



Joe Grills



Frank Lourenso



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