

Investor Presentation

March 2023





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For a description of factors that could cause actual results to differ materially from those set forth in the forward-looking statements, see the Company's earnings release and supplemental information package for the year ended December 31, 2022. Additional factors that may affect the Company's future results are contained in the Company's filings with the Securities Exchange Commission ("SEC"), which are available at the SEC's website at www.sec.gov.

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The Orion Office REIT Story

History

- Formed as a result of spin-off from the Realty Income and VEREIT merger
- Portfolio comprised of substantially all the office properties of both companies
- High-quality, diversified portfolio of primarily mission-critical headquarters locations with favorable exposure to investment grade tenants

Property Type and Management

- 100% office exposure predominantly single-tenant, suburban net lease
- Focused on single-tenant net lease office in attractive suburban markets, including the Sunbelt, that are experiencing economic and population growth
- Internally managed by an experienced team with deep knowledge of the portfolio and a public market track record
 of successfully acquiring and asset managing this property type

Investment Objectives

- To provide investors with the unique opportunity to invest in suburban net lease office given limited public market focus on property type and demographic tailwinds associated with recent suburban migration
- Opportunity to achieve growth organically via active asset management and externally via value-added investment opportunities
- Current low-leveraged balance sheet positioned to accomplish modest growth objectives



Proven Leadership

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









Paul McDowell

CHIEF EXECUTIVE OFFICER, DIRECTOR

- Executive Vice President and COO of VEREIT. Inc. from 2015 to 2021
- Founder of CapLease, a former publicly-traded net lease REIT, and Chief Executive Officer from 2001 to 2013
 - Elected Chairman of the Board in December 2007
- Corporate Counsel for Sumitomo Corporation of America from 1991 to 1994
- Associate in the corporate department of Boston law firm Nutter, McClennen & Fish LLP from 1987 to 1990

Gavin Brandon

EVP, CHIEF FINANCIAL OFFICER

- Chief Accounting Officer of VEREIT, Inc. from 2014 to 2021
- Chief Financial Officer for three publicly registered, non-listed Office and Industrial REITs, Cole Credit Income Trust, Inc., Cole Credit Income Trust II, Inc. and Cole Credit Property Trust II, Inc.
- Spent nine years with Deloitte & Touche LLP, most recently as a senior manager in the firm's national office within real estate services
- Certified Public Accountant

Chris Day

EVP, CHIEF OPERATING OFFICER

- Senior Vice President, Head of Portfolio and Retail Asset Management at VEREIT, Inc. from 2018 to 2021
- Vice President of Underwriting at VEREIT, where he was part of a team that underwrote approximately \$25 billion of closed acquisitions from 2007 to 2017
- Prior to VEREIT, served as a Finance Associate for Corporex Companies, a privately held real estate investment company

Paul Hughes

GENERAL COUNSEL AND SECRETARY

- General Counsel and Secretary of Hospitality Investors Trust, Inc. from 2017 to 2021
- Senior Vice President, Counsel -Hospitality at AR Global from 2013 to 2017
- Vice President, General Counsel and Corporate Secretary of CapLease from 2005 to 2013
- Attorney practicing in area of corporate and securities matters at Hunton & Williams LLP (now Hunton Andrews Kurth LLP) (2000 - 2005), Parker Chapin LLP (now Troutman Pepper LLP) (1997 -2000)
- Certified Public Accountant and employed by Grant Thornton LLP from 1989 to 1997

Gary Landriau

EVP, CHIEF INVESTMENT OFFICER

- Head of Office and Industrial Asset Management at VEREIT, Inc. from 2014 to 2021, where he focused on identifying, managing and mitigating risk across VEREIT's office and industrial portfolios
- Directed and closed 160 leases involving more than 20 million rentable square feet and led transactions to sell nearly \$400 million of assets
- Prior to VEREIT, worked at CapLease and Prudential Realty Group where he negotiated and closed transactions worth several billion dollars in the office, industrial and retail sectors

Differentiated Opportunity to Invest into Improving Suburban Office Fundamentals

Operationally Essential Net Lease Office Portfolio with Attractive Investment Grade Credit

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

Value Creation through Asset Management, Capital Recycling and External Growth

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

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

Large Opportunity in Suburban Net Lease Office

Continued De-Urbanization

Ongoing population shift from urban neighborhoods to non-urban communities



2.0 million

Continued shift has resulted in net domestic movers out of cities into non-urban communities since the beginning of COVID



- Diversity of the rural workforce is increasing including reducing the average rural-working age
- Domestic migration to non-urban communities remains driven by young, affluent and highly educated urban dwellers seeking more affordable and spacious options
- The number of Americans at home buying age is expected to grow by 4.1% over the next five years to peak levels (Millennials are the largest group of buyers), and the majority of home purchases are in the suburbs

Tailwinds for Sun Belt Markets

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

Sun Belt Population Growth



- Sun Belt has accounted for 75% of U.S. population growth in the last 10 years and now represents 62% of the total population
- Corporations remain attracted to low-cost, tax-friendly Sun Belt markets with industry clusters in tech, life sciences and finance
- 8 of 10 lowest cost markets for real estate development are located in the Sun Belt

Corporate Office Repositioning

Large corporations focused on locations that are situated in strong suburban and secondary markets or order to align with the employee population

Recent Corporate Office Announcements



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





Attractive Suburban Market Features

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

Population Growth

Highly Educated Workforce

Office-Using Employment Growth

Limited New Office Supply

Access to Mass Transit

Supply of Affordable Housing

Good Public School
Systems

Business-Friendly Tax and Regulatory Environments

Attractive Climate



Compelling Net Lease Investment Profile

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





Favorable Market Characteristics Drive Office Demand and Rent Growth

Phoenix

- Residential population grew 20% from 2010 to 2022
- Unemployment rate hovering at 2.7% with over 90,000 jobs created from 2021-2022
- Inflow of foreign investment totaling \$40 billion, creating 6,000 jobs with the new TSMC Facility
- Modest corporate income tax of 4.9%
- Top 10 MSA by total population

Dallas/Forth Worth

- Texas is the national leader for Fortune 500 company headquarters
- Texas is 1 of 9 states with no individual income tax
- Net positive migration seen at both the residential and corporate level with notable relocations/ expansions that include Aviatrix, Alkegen, Goldman Sachs, and Caterpillar Inc.
- Top 5 MSA by total population

San Diego

- Industry-leading mature hub for life science assets
- Life science employment has grown by 20.6% over the last three years and contributes over \$33.6 billion to the local economy
- In 2022, the San Diego office market set a record for amount of space subleased at 2.8 million square feet - which is 3.4% of total supply

Atlanta

- Large tech company expansions in 2022: Mailchimp, Google, Visa, Microsoft, and McKinsey
- Suburban and CBD Office rents grew 4.0% and 6.0% year-over-year
- Quality universities such as Emory, Georgia Institute of Technology, and University of Georgia feed into Atlanta's professional work force
- Top 10 MSA by total population



3003 North 3rd Street, Phoenix, AZ



1640 Dallas Parkway, Plano, TX



101 Riverview Parkway, Santee, CA



4205 River Green Parkway, Duluth, GA



High-Quality, Diversified Portfolio

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

81

Wholly-Owned Properties

6

Unconsolidated Joint Venture
Properties

9,732

Rentable Square Feet (000s)

89.0%

Occupancy %

\$159,428

ABR (\$000s) (1)

\$16.38

ABR per Square Foot (1)

73.3%

Investment Grade Tenancy (1)(2)

4.1 years

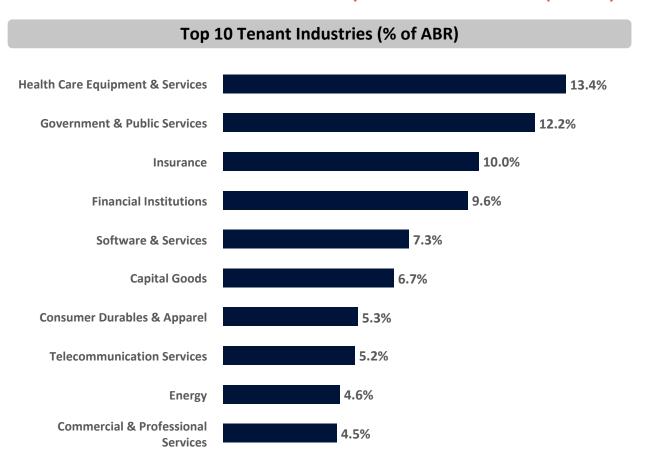
Wtd. Avg. Remaining Lease Term (1)(3)

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Robust Industry and Tenant Diversification

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



Top 10 Tenants (% of ABR)					
#	Tenant	Credit Rating (1)	% of ABR		
1	GSA	AA+	11.9%		
2	MERRILL DUST. A BANK OF AMERICA COMPANY	A-	7.7%		
3	HIGHMARK. WESTERN NEW YORK	NR	5.2%		
4	RS∧	BBB	4.5%		
5	Cigna	A-	4.2%		
6	Walgreens	BBB	4.0%		
7	COTERRA	BBB	3.6%		
8	T Mobile [*]	BBB-	3.4%		
9	U NOVARTIS	AA-	3.1%		
10	FedEx.	BBB	2.8%		
		Total Top 10	50.4%		

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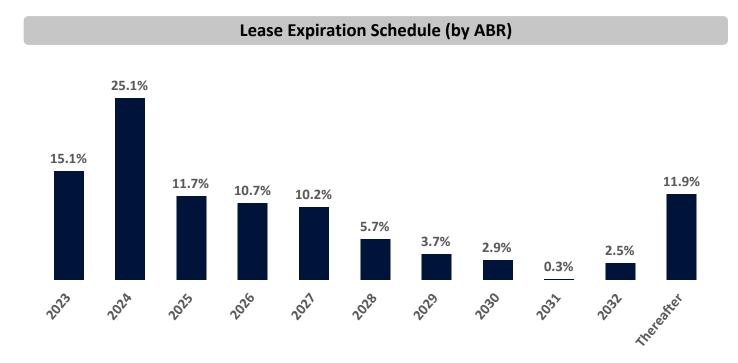
Lease Maturities Present Value Creation Opportunities

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

Portfolio has demonstrated a strong track record of leasing success

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

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



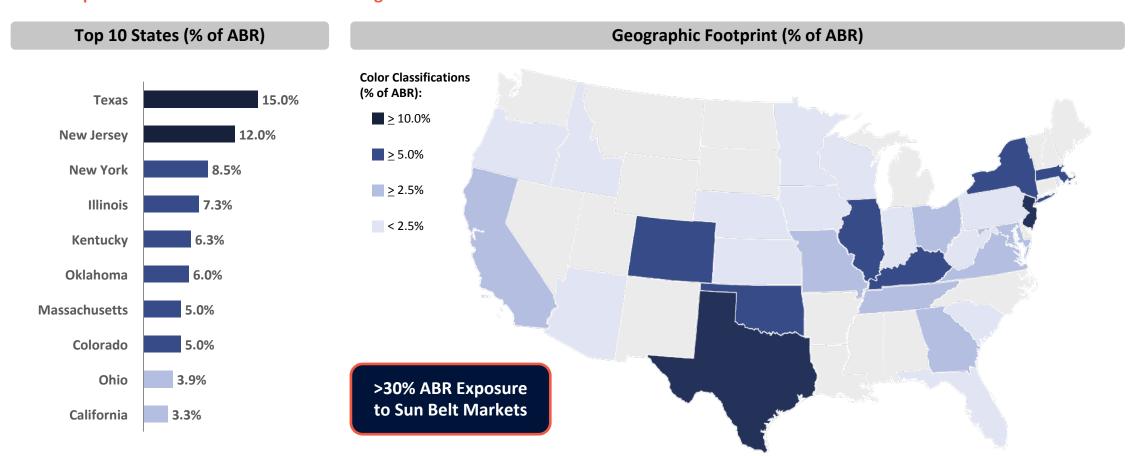
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National Portfolio Well-Diversified by Geography

National portfolio with concentrations in strong suburban office markets



Orio

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Source: Company data as of December 31, 2022.



Key Value Creation Drivers to Spur Growth

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

Active Asset Management

- In-house asset management allows control over entire leasing process
- Develop favorable relationships with tenants via visible and proactive asset management, property management and construction managements contacts
- Drive re-leasing and renewal activity through active dialogue with tenants before lease expiration
- Maximize rental rates and minimize leasing costs with insight from dedicated in-house leasing team
- Provide re-leasing flexibility through potential multi-tenant conversions

Capital Recycling

- Optimize overall portfolio quality through:
 - Sale of non-core properties, and
 - Redeployment of proceeds into assets that meet targeted investment criteria

External Growth

- Leverage management team's extensive tenant relationships to create and structure off-market opportunities sale-leasebacks and build-to-suits
- Utilize marketed sourcing channels to uncover opportunities
- Evaluate one-off opportunities and portfolio transactions
- Leverage alternative sources of capital through the Arch Street Joint Venture



Additional Growth Source - Arch Street Joint Venture

The joint venture enhances portfolio quality, lowers cost of capital and provides an additional capital source

Joint Venture Highlights

Arch Street Credentials (1)

- Leading advisor to large international investors
- Advised \$8.5+ billion of transactions since inception
- 17+ years of experience

Joint Venture Summary

- Year Created: 2020 (Formed by VEREIT and Arch Street Capital Partners)
- Orion Ownership: 20%
- Property Loan-to-Value Ratio: 60%
- Interest Rate on Current Financing:
 Swapped to Fixed 5.19%



Peraton – Herndon, VA



Spire Energy - St. Louis, MO

Properties (2)

Tenant	Location	Credit Rating ⁽³⁾	Pro Rata SF	Pro Rata ABR (\$000s)	Pro Rata Debt (\$000s)
Schneider Electric	Foxboro, MA	A-	50	\$713	\$5,090
Sysmex	Lincolnshire, IL	NR	33	\$795	\$5,448
DHL	Westerville, OH	А	29	\$430	\$3,972
Peraton	Herndon, VA	B+	33	\$1,126	\$6,000
Atlas Air	Erlanger, KY	NR	20	\$317	\$3,162
Spire Energy	St. Louis, MO	A-	26	\$394	\$3,660



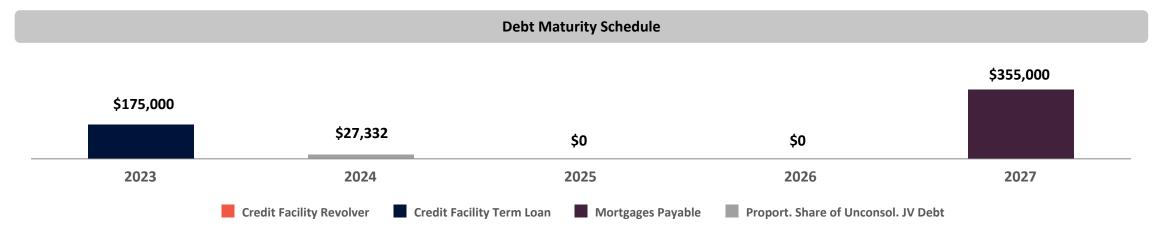
Balance Sheet Strategy

Balance sheet provides ample liquidity for potential growth

Seeking to maintain a conservative leverage profile with a target leverage of 4.3x to 5.3x net debt / adjusted EBITDA over the long-term

- Conservative balance sheet strategy opens up access to multiple capital sources
- Opportunities for growth without an overreliance on the equity markets

Capitalization					
	Wtd. Avg. Maturity (Years)	Interest Rate ⁽¹⁾	12/31/2022 Balance (\$000s)		
Proportionate Share of Unconsolidated JV Debt (2)	1.9	5.19%	\$27,332		
Mortgages Payable, net (3)	4.1	4.97%	355,000		
Total Secured Debt	4.0	4.99%	\$382,332		
Credit Facility Term Loan (4)(5)	0.9	3.17%	\$175,000		
Credit Facility Revolver (5)	N/A	N/A			
Total Unsecured Debt	0.9	3.17%	\$175,000		
Total Principal Outstanding	3.0	4.42%	\$557,332		





2022 Accomplishments

Ongoing portfolio transformation continues to progress



- Leased more than 800 thousand square feet of renewal, expansion and new leases in 2022, and executed almost 1.5 million since inception
- Active pipeline of several hundred thousand square feet of leases in various stages of negotiation and documentation

Balance Sheet

- \$446.2 million of liquidity, comprised of \$21.2 million of cash on hand, including proportionate share of cash in the Arch Street Joint Venture, and \$425.0 million of available capacity on the revolving credit facility
- Refinanced short-term bridge loan with \$355 million five-year, 4.971% fixed-rate CMBS loan collateralized by 19 properties and funded \$35.5 million of required lender reserves for future rent concessions and tenant improvement allowances at the respective properties
- 100% of debt is fixed or swapped to fixed rate



Closed 11 dispositions totaling 909 thousand square feet for an aggregate sale price of \$33.1 million, reducing existing vacancy and avoiding near term vacancy as the leases expired



ESG Commitment

Committed to fulfilling our responsibility as an outstanding corporate citizen

Our Commitment

Committed to making **ESG** an integral component of our long-term strategy for the success of our company, as well as the communities and the tenants that we serve. We intend to engage and collaborate with our tenants in connection with **ESG** initiatives across our portfolio.



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



Social Responsibility

Our culture is driven by our team's connection to each other and the communities in which they live and work. **Community partnerships give our team opportunities to effect positive change** within our company, our industry and our communities.

Stakeholders



Investors



Team



Tenants



Community



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





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

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



Appendix





Proven Investment Evaluation Framework

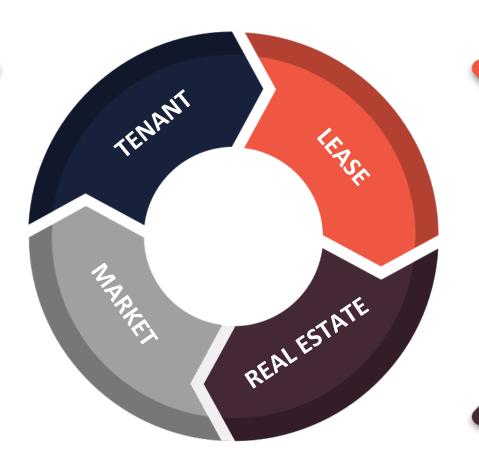
Guided by a four-pronged framework to assess investment opportunities



Utilize credit underwriting expertise to discern underlying credit quality of tenants

Suburban Market Features

Analyze economic data to uncover markets with strong fundamentals and demographic tailwinds



Net Lease Characteristics

Structure and review leases to ensure high-quality, durable cash flows to investors

Real Estate Attributes

Evaluate underlying real estate quality including age, condition, location, and adaptability



Case Study: Leasing

Value Creation through Dynamic Leasing Strategy

Background & Challenge

- Property in Buffalo, NY MSA fully leased to privately owned IT industry company with 30,000 global employees and annual revenues in excess of \$50 billion under a legacy lease expiring in Q4 2023.
- Facing low physical occupancy throughout the COVID-19 pandemic, the tenant and its real estate advisors surveyed the entire Buffalo marketplace in 2021/2022 seeking alternative office space containing 25-40% less rentable square footage
- Orion's older buildings offered a physical environment misaligned with the tenant's state of the art corporate headquarters location in California

Resolution

- Negotiated a substantial tenant improvement allowance to facilitate substantial upgrades to building systems and employee comfort
- Ultimately executed a fresh 10-year lease extension for 100% of the property with inplace tenant
- Lease includes a mechanism related to a small outbuilding on the site that allows for future contraction by the tenant but with very limited financial risk for ownership
- Base net rent generated by the property will increase by more than 30% upon commencement of the new lease

Benefits

- Property re-leased early on a long-term basis to a creditworthy tenant to serve as its East
 Coast sales and marketing hub
- Transaction requires substantial capital investment by Orion which, coupled with the tenant's own direct capital spend, will physically transform the building into a modern "workplace of the future" for corporate occupant
- Secured a sizable, 10-year office deal in an extremely difficult leasing environment
- Ownership avoids a major vacancy and the associated uncertainty, downtime, carrying and re-tenanting costs (i.e. risk)



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Tenant Credit Underwriting

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

Conduct Independent Credit Analysis and
Determine Shadow Rating

Evaluate Credit Ratings From Major
Agencies (S&P and Moody's)

Regularly Review Financial Statements and
Other Disclosures

Assess Competitive Position and Potential Business Risks

Evaluate Ownership Structure (Public, Private, Private Equity, etc.)

Monitor Regulatory News, Market
Conditions, Tenant M&A and Capital
Markets Activity



Real Estate Attributes

Dedicated to acquiring properties with high-quality real estate characteristics

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



Board of Directors

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



Reginald H. Gilyard

CHAIRMAN OF THE BOARD

Current Roles

- Boston Consulting Group: Senior Advisor
- First American Financial Corporation: Director
- CBRE, Group Inc.: Director
- Realty Income Corporation: Director

History

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



Kathleen R. Allen, Ph.D.

INDEPENDENT DIRECTOR

Current Roles

- University of Southern California: Professor Emerita at the Marshall School of Business
- Principal and Director for a real estate investment and development company
- Board of Advisor for a life science company

History

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



Richard Lieb

INDEPENDENT DIRECTOR

Current Roles

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

History

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



Gregory J. Whyte

INDEPENDENT DIRECTOR

Current Roles

- Realty Income Corporation: Chief Operating Officer
- Private real estate investor

History

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



CHIEF EXECUTIVE OFFICER, DIRECTOR

Current Roles

Orion Office REIT: Chief Executive Officer, President and Director

History

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