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## **Company Overview**

Gladstone Commercial Corporation ("Gladstone" or the "Company") is a publicly owned Real Estate Investment Trust ("REIT") that completed its IPO in 2003 and is listed on Nasdaq (Ticker: GOOD)

#### **Investment Focus**

- Single tenant or anchored multi-tenant net lease industrial assets
- Long term leases (7+ years)
- Strong, credit tenants
- Mission-critical real estate in path of growth markets
- Third party purchases, sale leasebacks, or build-to-suit developments
- Focused on industrial portfolio growth



**Portfolio Highlights** 

**135** 

**Properties** 

\$1.6 billion

**Gross Assets** 

106

**Unique Tenants** 

16.9 million

Square Feet

98.7%

**Occupancy** 

7.0 years

Average Remaining Lease Term

## **Investment Highlights**

**Diverse Portfolio** 

- Portfolio diversified across tenants, geographies, and industries
- 135 properties with 106 unique tenants in 27 different states with no tenant accounting for more than 6% of annualized straight-line rent
- Most industrial leases have fixed annual escalations up to 3.5%, providing steady contractual revenue growth

Growing Industrial Concentration

- Since 2018, GOOD has increased industrial concentration (as a % of annualized straight-line base rent) from 35% to 63%
- Industrial assets continue to outperform other asset classes with long term future demand driven by numerous tailwinds including manufacturing reshoring and supply chain optimization

20+ Year History

- GOOD management has decades of combined experience investing in net lease assets and evaluating tenant credit
- History of consistent and disciplined growth poised to continue in any economic environment

**Mission-Critical Assets** 

- GOOD portfolio occupancy has never declined below 95%, and industrial and office portfolio occupancy rates were 99.4% and 94.3%, respectively, as of December 31, 2024
- Tenants often have heavy fixed investment in a site, resulting in prohibitive relocation costs
- More than 66% of annualized straight-line base rent expires in 2029 or later

Robust Underwriting Platform

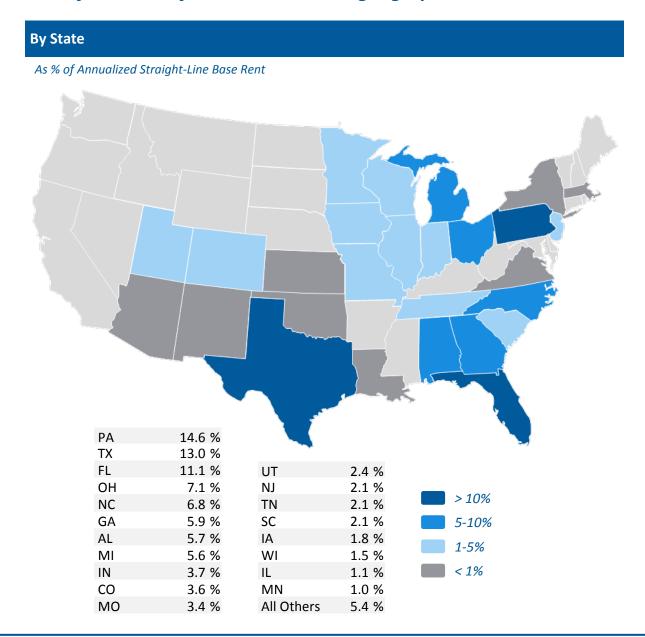
- GOOD's in-house underwriting team critically evaluates every potential new tenant's credit
- In GOOD's 20+ year history spanning multiple economic cycles, only six tenants have ever defaulted
- Consistently high cash rent collection 100% of cash rents collected in 2021-2025 (through February 2025), and 99% cash rent collection in 2020 (overlapping with COVID-19 pandemic)

**Conservative Balance Sheet** and Capital Structure

- 99% of outstanding debt is fixed rate or hedged floating rate, and only 2.9% of debt matures before 2026
- Since January 1, 2022, GOOD has repaid net \$181.4 million of mortgage debt and grown its unencumbered asset base by over 60%
- \$101.7 million in available liquidity via revolving credit facility and cash on hand

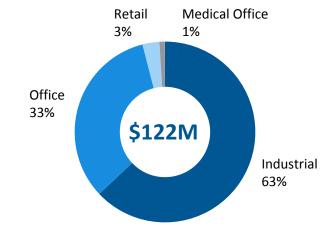
## **Diverse, Stable Portfolio**

### Portfolio diversified across tenants, geographies, and industries



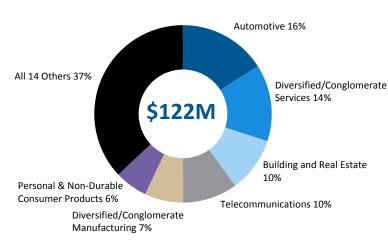
### **By Asset Class**

As % of Annualized Straight-Line Base Rent



### **By Tenant Industry**

As % of Annualized Straight-Line Base Rent

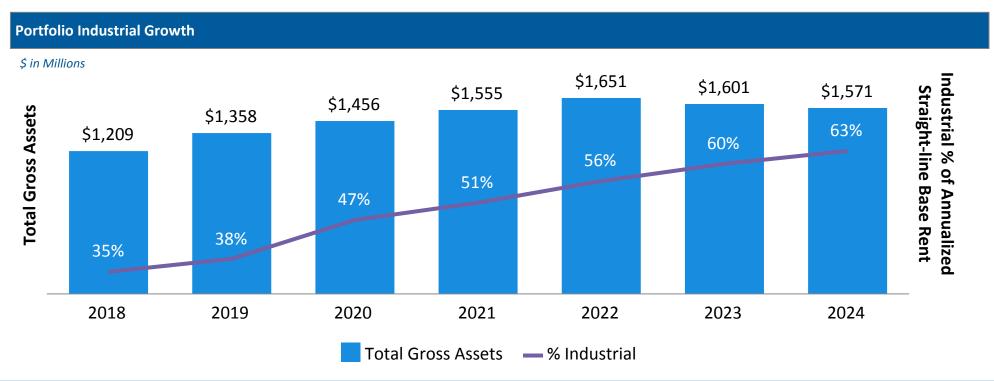




## **Growing Industrial Concentration**

### Industrial % of annualized straight-line base rent has nearly doubled since 2018

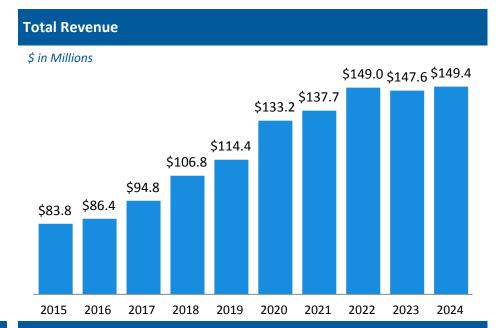
- The Company began a focused transition to industrial assets in 2018 (before COVID-19) and has successfully increased portfolio industrial exposure to 63% of annualized straight line rent as of Q4 2024
- GOOD sees continued tailwinds (supply chain normalization, reshoring initiatives, government subsidies) and ability to leverage in-house credit-underwriting expertise for industrial assets in the foreseeable future
- GOOD targets at least 70% portfolio industrial concentration in the next 18 months
- Industrial assets are particularly mission-critical to tenants, as evidenced by 99.4% industrial occupancy rate
- Most industrial leases have fixed annual escalations up to 3.5%, providing contractual revenue growth
- Industrial demand, particularly in the manufacturing sector, is projected to continue outperforming other asset classes in the foreseeable future, driven by reshoring initiatives





## 20+ Year History of Net Lease Investing

- Decades of combined management experience investing in net lease assets and evaluating tenant credit
- Gross asset base of \$1.6 billion as of December 31, 2024
- 2015 2024 total revenue and total gross assets growth of 78% and 58%, respectively
- 2022 Q4 2024 moderate decline in gross assets driven primarily by strategic selling of non-core office assets
- History of monthly dividend returns to shareholders in 2024, distributed more than \$63.1 million in dividends to preferred, common, and senior common shareholders



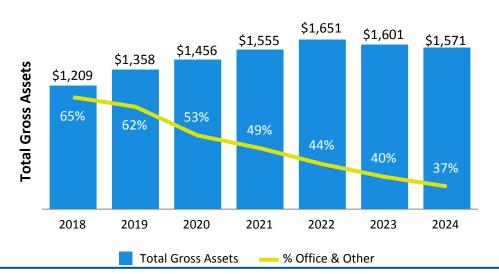
### **Funds from Operations**

Per Share, As Adjusted For Comparability



#### **Total Gross Assets**

\$ in Millions, Office & Other % of Annualized Straight-Line Rent

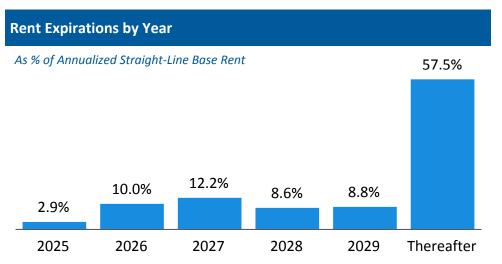


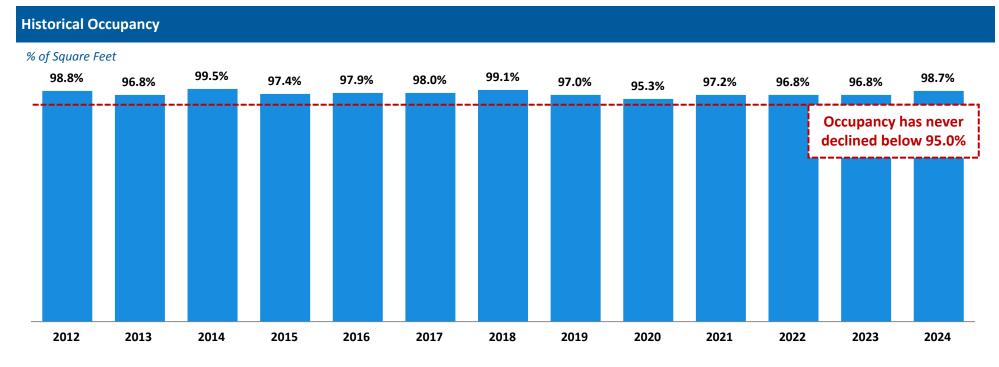


### **Mission Critical Assets**

### GOOD specializes in identifying, owning, and operating assets that are mission critical to tenant operations

- GOOD portfolio occupancy has never declined below 95%
- As of December 31, 2024, industrial occupancy was 99.4%, and office occupancy was 94.3%, both above national averages
- Tenants often have heavy fixed machinery and equipment investment in a site, resulting in prohibitive relocation costs
- Tenants are willing to sign long term leases GOOD's average lease term is seven years, and more than 66% of annualized straight-line base rent expires in 2029 or later





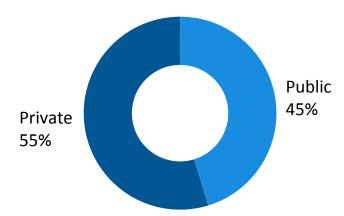
## **Robust Underwriting Platform**

### GOOD's robust underwriting platform results in high rent collection rates and minimal asset downtime

- A majority of GOOD's tenants are privately held
- 50% of GOOD tenants are investment grade rated or not rated, investment grade equivalent
- In GOOD's 20+ year history spanning multiple economic cycles, only six tenants have ever defaulted
- GOOD monitors tenant financial condition post-close to proactively manage the portfolio
- Consistently high cash rent collection 100% of cash rents collected in 2021-2025 (through February 2025), and 99% cash rent collection in 2020 (overlapping with COVID-19 pandemic)

### **Publicly-Traded vs. Privately-Held Tenants**

As % of Annualized Straight-Line Base Rent



### **Tenant Underwriting Analysis**



**Financial Forecast** 



Leverage Analysis



**Balance Sheet Analysis** 



**Industry Research** 

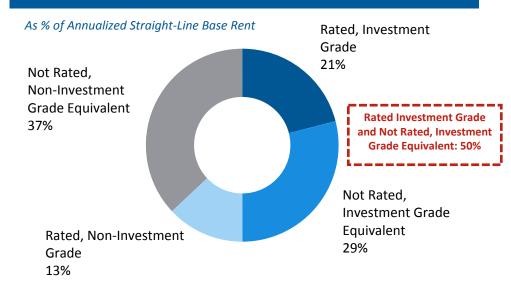


Stress Test / **Downside Scenario** 



**Competitor Benchmarking** 

### **Tenant Credit Ratings**

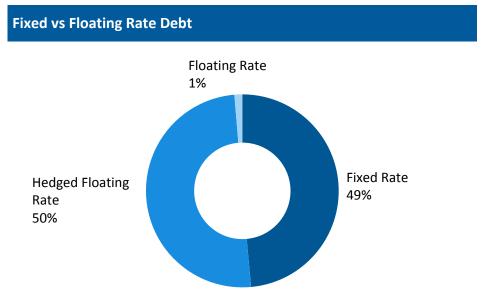


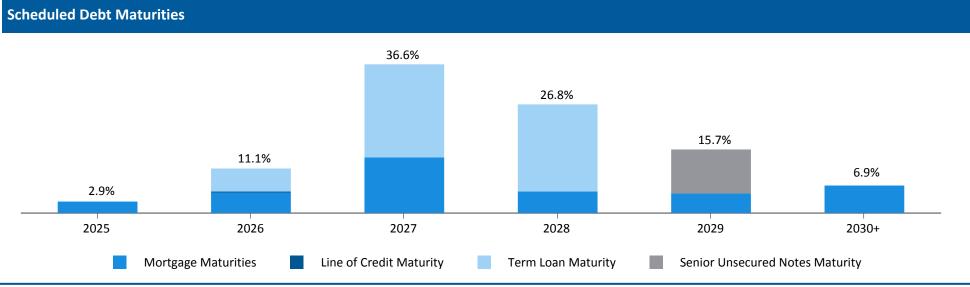


### **Conservative Balance Sheet**

## GOOD has significantly decreased its leverage ratio since 2015, and remaining debt maturities are minimal through 2026

- Since 2015, GOOD has decreased net debt / gross assets from 56.9% to 44.1%
- In addition to the low leverage ratio, over 90% of outstanding debt is fixed rate or hedged floating rate – only 1% of debt is floating rate
- GOOD's capital structure allows patience and flexibility
- Since January 1, 2022, GOOD has repaid net \$181.4 million of mortgage debt and grown its unencumbered asset base by over 60%
- The Company is well-positioned for accretive industrial acquisitions with \$101.7 million in available liquidity via revolving credit facility and cash on hand







### **Recent Case Studies**

## Recent case studies exhibit mission critical industrial acquisitions in path of growth markets and asset management value-add leasing

### **Eastern Metal Supply (Acquisition)**



**Deal Type:** Industrial portfolio acquisition

(sale leaseback)

**Tenant:** Eastern Metal Supply

manufactures and distributes

aluminum extrusions

**Locations:** Houston, TX

Charlotte, NC

St. Charles, MO (St. Louis MSA)

Facilities: 320,838 total SF

(3 properties)

Warehousing and distribution

**Purchase:** \$34.6 million

**Lease term:** 20 years

### **Garden State Bulb (Acquisition)**



**Deal Type:** Industrial portfolio acquisition

(sale leaseback)

**Tenant:** Garden State Bulb grows,

packages, and supplies flower bulbs and bare root perennials

Locations: Vineland, NJ

Bridgeton, NJ

Facilities: 246,000 total SF

(2 properties)

Warehousing and cold storage

Purchase: \$32.5 million

*Lease term:* 15.1 years

### **Moss (Portfolio Management)**



**Deal Type:** Office direct lease

**Tenant:** Moss provides general

contracting services throughout the southeast

**United States** 

**Location:** Ft. Lauderdale, FL

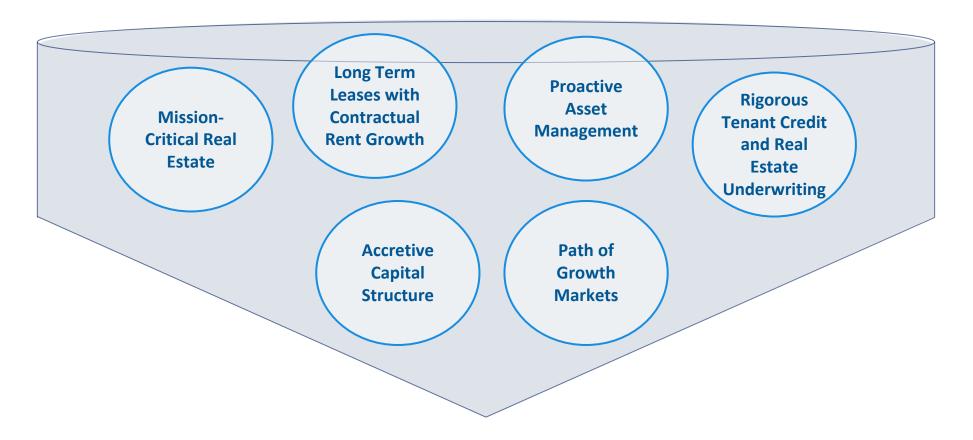
**Overview:** GOOD executed an 11-year, 1-

month lease with Moss at its office building. Moss had previously subleased 40% of the building and decided to expand into the full building for a longer-term direct lease.



## **Investment Philosophy**

Acquire quality, well located and configured, single tenant and anchored multi-tenant, NNN leased industrial properties in target path of growth markets



Strong & sustainable investor returns anchored by a diversified income stream from high quality properties leased to financially strong tenants

# **Appendix**

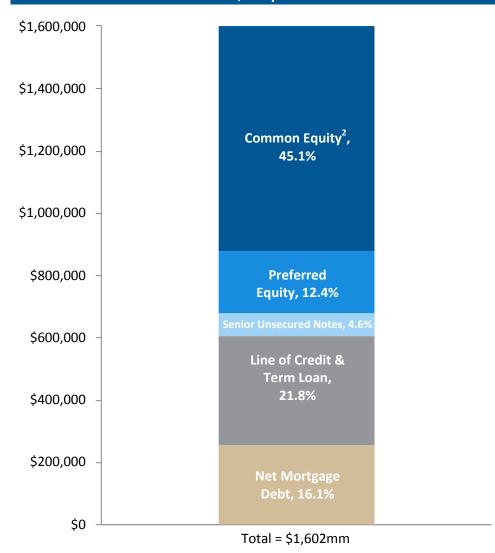


## **Capital Structure Overview**

- Institutional stock ownership increased from 26.8% in 2013 to 45.4% as of December 31, 2024<sup>1</sup>
- Balance sheet remains below 50% levered
- Weighted average interest rate on mortgage debt of just 4.30%

#### **Capital Structure Details** (Dollars in \$000s, except stock price) Wtd. Average Rate 12/31/2024 269,579 Mortgage Notes Payable, Net 4.30% Less: Cash & Cash Equivalents (10,956)**Net Mortgage Debt** 258,623 Line of Credit SOFR+1.35% 1,900 Term Note SOFR+1.30% 347,948 Senior Unsecured Notes, Net 73,958 6.47% Total Debt, Net 682,429 Series E - Preferred 6.625% 76,536 Series F - Preferred 6.00% 22,864 Series G - Preferred 6.00% 99,772 **Total Preferred Equity** 199,172 **Diluted Common Shares Outstanding** 44,355,968 Stock Price 16.24 Implied Common Equity<sup>2</sup> Market Capitalization 720,341 **Enterprise Value** \$ 1,601,942

## Current capital structure as of December 31, 2024 (Dollars in \$000)



<sup>&</sup>lt;sup>2</sup> Common Equity is based on the closing common stock price per share as of December 31, 2024 of \$16.24 and includes effect of OP units and convertible senior common stock.



<sup>&</sup>lt;sup>1</sup> Source: Nasdaq Online.

## **Experienced Leadership Team**



David Gladstone
Chairman and CEO
25+ years of experience

- Current Chairman and CEO of all four Gladstone funds, public companies #7, #8, #9 and #10 in his career
- Former Chairman of Allied Capital Commercial (REIT), Allied Capital and American Capital
- Former board member of Capital Automotive REIT
- MBA from Harvard Business School, MA from American University, BA from University of Virginia



Buzz Cooper
President
25+ years of experience

- Current President of the Company; 20+ years with Gladstone
- Former Principal of Allied Commercial Corporation REIT, where his responsibilities ranged from buying loans from RTC and banks to making real estate backed loans
- BA from Washington and Lee University



Gary Gerson
CFO and Assistant Treasurer
25+ years of experience

- Current CFO and Assistant Treasurer of the Company
- Former CFO of Spotted Hawk Development, LLC, an Apollo Investment Corporation portfolio company
- Former Treasurer of the Gladstone Companies
- Former AVP of Finance at The Bozzuto Group
- Former Director of Finance at PG&E National Energy Group
- MBA from Yale School of Management, BSME from the US Naval Academy
- CPA in the Commonwealth of Virginia, CFA Charterholder



Jay Beckhorn
Treasurer
25+ years of experience

- Current Treasurer of the Company and Gladstone Land, Assistant Treasurer of Gladstone Capital and Gladstone Investment
- Former Regional Managing Director of Heavenrich & Co.
- Former Senior Vice President of Sunrise Senior Living
- Former Managing Director of Riggs Bank
- MBA from Duke University, BA from Colgate University

## **Experienced Leadership Team**



Ryan Carter

Executive Vice President, Head of West and Midwest Regions

20+ years of experience

- Manages regional acquisition and asset management activities
- Former founding partner of Porthaven Partners, LLC
- Former Director with Stan Johnson Company
- MBA from Oklahoma State University, BSBA from the University of Tulsa



Todd McDonald
Senior Vice President, South
Central Region
7+ years of experience

- Manages regional acquisition and asset management activities
- Former Credit Team Lead and member of the Wholesale Loan Group at United Bankshares
- BS from Washington and Lee University



Nick Lindsay
Vice President, Northeast and
Southeast Regions
7+ years of experience

- Manages regional acquisition and asset management activities
- Former private equity investor with H.I.G. Capital in the LBO Fund
- Former investment banking analyst and member of the Industrials group at Harris Williams
- MBA from UNC Kenan-Flagler, BS from McIntire School of Commerce at the University of Virginia

## **Consolidated Statements of Operations**

(\$ in thousands, except per share amounts)	For the three months ended (unaudited)					audited)	For the twelve months ended				
	12,	/31/2024	9/	/30/2024	12	/31/2023	12	2/31/2024	12	/31/2023	
Operating revenues											
Lease revenue	\$	37,375	\$	39,235	\$	35,908	\$	149,388	\$	147,584	
Total operating revenues	\$	37,375	\$	39,235	\$	35,908	\$	149,388	\$	147,584	
Operating expenses											
Depreciation and amortization	\$	13,102	\$	13,343	\$	13,731	\$	55,786	\$	57,856	
Property operating expenses		7,046		6,681		5,572		25,418		25,858	
Base management fee		1,532		1,528		1,573		6,111		6,380	
Incentive fee		926		1,146		_		4,488		_	
Administration fee		618		725		615		2,567		2,350	
General and administrative		816		970		926		3,879		4,363	
Impairment charge		1,780		4,549		5,719		6,822		19,296	
Total operating expense before incentive fee waiver	\$	25,820	\$	28,942	\$	28,136	\$	105,071	\$	116,103	
Incentive fee waiver		(846)		(396)		_		(2,263)		_	
Total operating expenses	\$	24,974	\$	28,546	\$	28,136	\$	102,808	\$	116,103	
Other income (expense)											
Interest expense	\$	(9,136)	\$	(9,299)	\$	(9,485)	\$	(37,395)	\$	(37,330)	
Gain on sale of real estate, net		3,674		10,319		3,492		14,229		7,737	
Gain on debt extinguishment, net		_		_		2,830		300		2,830	
Other income (expense)		254		12		(58)		326		204	
Total other (expense) income, net	\$	(5,208)	\$	1,032	\$	(3,221)	\$	(22,540)	\$	(26,559)	
Net income	\$	7,193	\$	11,721	\$	4,551	\$	24,040	\$	4,922	
Net (income) loss (available) attributable to non-controlling interests		(7)		(44)		(14)		(42)		63	
Net income available to the company	\$	7,186	\$	11,677	\$	4,537	\$	23,998	\$	4,985	
Distributions attributable to Series E, F, and G preferred stock Distributions attributable to senior common stock (Loss) gain on extinguishment of Series F preferred stock Gain on repurchase of Series G preferred stock		(3,106) (104) (9)		(3,106) (106) 2		(3,106) (107) 1		(12,440) (420) (14)		(12,285) (430) (11) 3	
Net income (loss) available (attributable) to common stockholders	\$	3,967	\$	8,467	\$	1,325	\$	11,124	\$	(7,738)	



## Funds from Operations (FFO) and Core FFO

(\$ in thousands, except per share amounts)		For the three months ended (unaudited)				For the twelve months ended					
	1	2/31/2024		9/30/2024	1	12/31/2023		12/31/2024	:	12/31/2023	
Net income Less: Distributions attributable to preferred and senior common stock Less/Add: (Loss) gain on extinguishment of Series F preferred stock Add: Gain on repurchase of Series G preferred stock	\$	7,193 (3,210) (9) —	\$	11,721 (3,212) 2 —	\$	4,551 (3,213) 1 —	\$	24,040 (12,860) (14) —	\$	4,922 (12,715) (11) 3	
Net income (loss) available (attributable) to common stockholders and Non-controlling OP Unitholders	\$	3,974	\$	8,511	\$	1,339	\$	11,166	\$	(7,801)	
Adjustments: Add: Real estate depreciation and amortization	\$	13,102 1,780	\$	13,343 4,549	\$	13,731 5,719	\$	55,786 6,822	\$	57,856 19,296	
Add: Impairment charge Less: Gain on sale of real estate, net Less: Gain on debt extinguishment, net		(3,674) —		(10,319) —		(3,492) (2,830)		(14,229) (300)		(7,737) (2,830)	
FFO available to common stockholders and Non-controlling OP Unitholders - basic Add: Convertible senior common distributions	\$	15,182 104	\$	16,084 106		14,467 107	\$	59,245 420	\$	58,784 430	
FFO available to common stockholders and Non-controlling OP Unitholders - diluted	\$	15,286	\$	16,190	\$	14,574	\$	59,665	\$	59,214	
FFO available to common stockholders and Non-controlling OP Unitholders - basic Add: Write off shelf registration statement costs and prepaid ATM costs	\$	15,182 —	\$	16,084 —	\$	14,467 —	\$	59,245 183	\$	58,784 110	
Add: Asset retirement obligation expense Add: Bad debt write off		34 —		33		32 —		133 64		126 —	
Add: Loan defeasance costs Add: Realized loss on interest rate hedging instruments		_ _		_ 51				_ 132		130 326	
Core FFO available to common stockholders and Non-controlling OP Unitholders - basic Add: Convertible senior common distributions	\$	15,216 104	\$	16,168 106	\$	14,499 107	\$	59,757 420	\$	59,476 430	
Core FFO available to common stockholders and Non-controlling OP Unitholders - diluted	\$	15,320	\$	16,274	\$	14,606	\$	60,177	\$	59,906	
Weighted average common shares outstanding and Non-controlling OP Units - basic Weighted average common shares outstanding and Non-controlling OP Units - diluted		43,963,909 44,294,365		42,830,159 43,169,458		40,309,714 40,654,846		41,923,423 42,253,879		40,325,730 40,670,862	
FFO per weighted average share of common stock and Non-controlling OP Unit - basic	\$	0.35	\$	0.38	\$	0.36	\$	1.41	\$	1.46	
FFO per weighted average share of common stock and Non-controlling OP Unit - diluted	\$	0.35	\$	0.38	\$	0.36	\$	1.41	\$	1.46	
Core FFO per weighted average share of common stock and Non-controlling OP Unit - basic	\$	0.35	\$	0.38	\$	0.36	\$	1.43	\$	1.47	
Core FFO per weighted average share of common stock and Non-controlling OP Unit - diluted	\$	0.35	\$	0.38	\$	0.36	\$	1.42	\$	1.47	
Distributions declared per share of common stock and Non-controlling OP Unit	\$	0.30	\$	0.30	\$	0.30	\$	1.20	\$	1.20	



## **Consolidated Balance Sheets**

(\$ in thousands)		12/31/2024		12/31/2023
ASSETS				
Real estate, at cost	\$	1,211,793	\$	1,221,364
Less: accumulated depreciation		319,646		299,662
Total real estate, net		892,147		921,702
Lease intangibles, net		95,107		101,048
Real estate and related assets held for sale, net		4,363		28,787
Cash and cash equivalents		10,956		11,985
Restricted cash		4,118		4,150
Funds held in escrow		5,367		7,515
Right-of-use assets from operating leases		3,961		4,889
Deferred rent receivable, net		45,324		41,006
Sales-type lease receivable, net		18,618		_
Other assets		14,387		12,389
TOTAL ASSETS	\$	1,094,348	\$	1,133,471
LIABILITIES AND STOCKHOLDERS' EQUITY				
LIABILITIES				
Mortgage notes payable, net	\$	•	\$	295,853
Borrowings under revolver and term loan, net		349,848		443,008
Senior unsecured notes, net		73,958		_
Deferred rent liability, asset retirement obligation and other liabilities, net		59,621		70,303
TOTAL LIABILITIES	\$	753,006	\$	809,164
MEZZANINE EQUITY				
Series E and G redeemable preferred stock, net	\$	170,041	\$	170,041
TOTAL MEZZANINE EQUITY	\$ \$	170,041	\$	170,041
TOTAL MEZZAMINE EQUITI	<u> </u>	170,041	<del>-</del>	170,041
STOCKHOLDERS' EQUITY				
Senior common stock	\$	1	\$	1
Common stock		44		40
Series F redeemable preferred stock		1		1
Additional paid in capital		784,389		730,256
Accumulated other comprehensive income		10,648		7,758
Distributions in excess of accumulated earnings		(623,912)		(584,776)
TOTAL STOCKHOLDERS' EQUITY	\$	171,171	\$	153,280
OP Units held by Non-controlling OP Unitholders		130		986
TOTAL EQUITY	\$	171,301	\$	154,266
TOTAL LIABILITIES, MEZZANINE EQUITY AND EQUITY	\$	1,094,348	\$	1,133,471



# **Debt Summary**

			(\$ in thousands)
Principal Maturity Date	Weighted Average Interest Rate as of		Principal Balance Outstanding as of
	12/31/2024		12/31/2024
2025	6.09%	\$	10,422
2026	4.13%		29,664
2027	4.36%		99,514
2028	4.15%		37,447
2029	5.38%		36,458
2030	3.23%		38,096
2031	3.24%		4,907
2032	3.40%		9,707
2037	4.63%		5,288
Contractual Mortgage Notes Payable:	4.30%	\$	271,503
Premiums (Discounts), net:			(8)
Total Mortgage Notes Payable:		\$	271,495
Variable-Rate Line of Credit:			
2026	SOFR +1.35%	\$	1,900
2020	33. K 113370	<del>-</del>	1,300
Variable-Rate Term Loan Facility:			
2027	SOFR +1.30%	\$	160,000
2026	SOFR +1.30%		40,000
2028	SOFR +1.30%		150,000
Senior Unsecured Notes:			
2029	6.47%	\$	75,000
Total Mortgage Notes Payable, Line of Credit,			
Term Loan Facility, Senior Unsecured Notes	5.28%	\$	698,395

