

Clipper Realty Inc.

SUPPLEMENTAL DATA

Second Quarter 2023



Clipper Realty Inc. Announces Second Quarter 2023 Results

NEW YORK, August 3, 2023 /Business Wire/ -- Clipper Realty Inc. (NYSE: CLPR) (the "Company"), a leading owner and operator of multifamily residential and commercial properties in the New York metropolitan area, today announced financial and operating results for the three months ended June 30, 2023.

Highlights for the Three Months Ended June 30, 2023

- Record quarterly revenues of \$34.5 million for the second quarter of 2023
- Quarterly income from operations of \$8.0 million for the second quarter of 2023
- Record net operating income ("NOI") of \$19.2 million for the second quarter of 2023
- Quarterly net loss of \$3.3 million for the second quarter of 2023
- Quarterly adjusted funds from operations ("AFFO")¹ of \$5.5 million for the second quarter of 2023
- Declared a dividend of \$0.095 per share for the second quarter of 2023

David Bistricer, Co-Chairman and Chief Executive Officer, commented,

"The second quarter of 2023 for the Company has produced record quarterly revenue and NOI and the highest AFFO in 3 years. This is the fourth straight quarter of record revenue and demonstrates the strength of the current rental market. New leases continue to rent at more than 14% over previous ones. This has resulted in record revenue for the quarter, even when we remove the revenue from our newly opened Pacific House building. In the second quarter, we recorded record revenue of \$34.5 million, NOI of \$19.2 million, same store leased occupancy of 99.2% and our overall collection rate remains high at 96.3%. We have also begun operations at the 1010 Pacific Street building, branded "Pacific House", already over 77% leased. Last month we announced that Flatbush Gardens entered into a 40-year regulatory agreement with the New York City Department of Housing Preservation and Development ("HPD") under Article 11 of the Private Housing Finance Law. This agreement will enable us to put Flatbush Gardens on an upward projection by providing us with the additional funds to invest in the property via full property tax exemptions and the opportunity to receive enhanced reimbursements for those tenants who receive governmental support. We are very excited for the future of Flatbush Gardens. We feel that our strong leasing and occupancy performance, the Article 11 transaction, our loan portfolio being over 90% fixed with no maturities until 2027 puts us in a strong position to continue executing our strategic initiatives and create long-term value."

Financial Results

For the second quarter of 2023, revenues increased by \$2.7 million, or 8.3%, to \$33.7 million and \$1.9 million, or 5.8% excluding revenue from Pacific House in the second quarter of 2023. This compares to revenue of \$31.9 million during the second quarter of 2022. Residential revenue increased by \$2.4 million, or 10.9%, and \$1.6 million, or 7.3% excluding revenue from Pacific House in the second quarter of 2023 driven by higher rental rates at all our residential properties. Commercial income increased \$0.2 million, or 2.3%, in the second quarter of 2023 due to new commercial leases signed during 2022.

For the second quarter of 2023, net loss was \$3.3 million, or \$0.10 per share or \$2.6 million, or \$0.05 per share excluding the net loss attributable to Pacific House operations, compared to net loss of \$3.0 million, or \$0.08 per share, for the second quarter of 2022. The adjusted change was primarily attributable to increased rental revenue discussed above and lower property operating costs, net of higher insurance, real estate taxes, general and administrative costs, and interest expense.

¹ NOI and AFFO are non-GAAP financial measures. For a definition of these financial measures and a reconciliation of such measures to the most comparable GAAP measures, see "Reconciliation of Non-GAAP Measures" at the end of this release.

For the second quarter of 2023, AFFO was \$5.5 million, or \$0.13 per share, or \$5.8 million or \$0.14 per share excluding the impact of Pacific House, compared to \$5.1 million, or \$0.12 per share, for the second quarter of 2022. The adjusted increase was primarily attributable to the rental revenue discussed above and lower property operating costs, net of higher insurance, real estate taxes, general and administrative costs.

Balance Sheet

At June 30, 2023, notes payable (excluding unamortized loan costs) was \$1,186.8 million, compared to \$1,171.2 million at December 31, 2022. The increase was primarily due to the refinancing of the Pacific House loan in the first quarter of 2023.

Dividend

The Company today declared a second quarter dividend of \$0.095 per share, the same amount as last quarter, to shareholders of record on August 15, 2023, payable on August 23, 2023.

Conference Call and Supplemental Material

The Company will host a conference call on August 3, 2023, at 5:00 PM Eastern Time to discuss the second quarter 2023 results and provide a business update. The conference call can be accessed by dialing (800) 346-7359 or (973) 528-0008, conference entry code 754613. A replay of the call will be available from August 3, 2023, following the call, through August 17, 2023, by dialing (800) 332-6854 or (973) 528-0005, replay conference ID 754613. Supplemental data to this press release can be found under the "Quarterly Earnings" navigation tab on the "Investors" page of our website at www.clipperrealty.com. The Company's filings with the Securities and Exchange Commission (the "SEC") are filed at <u>www.sec.gov</u> under Clipper Realty Inc.

About Clipper Realty Inc.

Clipper Realty Inc. (NYSE: CLPR) is a self-administered and self-managed real estate company that acquires, owns, manages, operates and repositions multifamily residential and commercial properties in the New York metropolitan area, with a portfolio in Manhattan and Brooklyn. For more information on the Company, please visit <u>www.clipperrealty.com</u>.

Forward-Looking Statements

Various statements contained in this press release, including those that express a belief, expectation or intention, as well as those that are not statements of historical fact, are forward-looking statements. These forward-looking statements may include estimates concerning capital projects and the success of specific properties. Our forward-looking statements are generally accompanied by words such as "estimate," "project," "predict," "believe," "expect," "intend," "anticipate," "potential," "plan" or other words that convey the uncertainty of future events or outcomes. The forward-looking statements in this press release speak only as of the date of this press release.

We disclaim any obligation to update these statements unless required by law, and we caution you not to rely on them unduly. We have based these forward-looking statements on our current expectations and assumptions about future events. While our management considers these expectations and assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory and other risks, contingencies and uncertainties, most of which are difficult to predict and many of which are beyond our control and which may cause our actual results, performance or achievements to differ materially from any future results, performance or achievements expressed or implied by these forward-looking statements. For a discussion of these and other important factors that could affect our actual results, please refer to our filings with the SEC, including the "Risk Factors" section of our Annual Report on Form 10-K for the year ended December 31, 2022, and other reports filed from time to time with the SEC.

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Clipper Realty Inc. Consolidated Balance Sheets (In thousands, except for share and per share data)

	Ju	ne 30, 2023	D	ecember 31, 2022
	(ι	inaudited)		
ASSETS				
Investment in real estate	¢	551 000	.	540.050
Land and improvements	\$	571,988	\$	540,859
Building and improvements		718,661		656,460
Tenant improvements		3,406		3,406
Furniture, fixtures and equipment		13,062		12,878
Real estate under development		66,361		142,287
Total investment in real estate		1,373,478		1,355,890
Accumulated depreciation		(198,825)		(184,781)
Investment in real estate, net		1,174,653		1,171,109
Cash and cash equivalents		16,342		18,152
Restricted cash		14,731		12,514
Tenant and other receivables, net of allowance for doubtful accounts of \$175 and \$321,				
respectively		5,169		5,005
Deferred rent		2,546		2,573
Deferred costs and intangible assets, net		6,418		6,624
Prepaid expenses and other assets		5,960		13,654
TOTAL ASSETS	\$	1,225,819	\$	1,229,631
LIABILITIES AND EQUITY				
Liabilities:				
Notes payable, net of unamortized loan costs of \$9,803 and \$9,650, respectively	\$	1,176,956	\$	1,161,588
Accounts payable and accrued liabilities		15,319		17,094
Security deposits		8,660		7,940
Below-market leases, net		1		18
Other liabilities		5,353		5,812
TOTAL LIABILITIES		1,206,289		1,192,452
Equity:				
Preferred stock, \$0.01 par value; 100,000 shares authorized (including 140 shares of 12.5%				
Series A cumulative non-voting preferred stock), zero shares issued and outstanding		-		-
Common stock, \$0.01 par value; 500,000,000 shares authorized, 16,063,228 shares issued and		1.60		1.60
outstanding		160		160
Additional paid-in-capital		89,127		88,829
Accumulated deficit		(81,883)		(74,895)
Total stockholders' equity		7,404		14,094
Non-controlling interests		12,126		23,085
TOTAL EQUITY		19,530		37,179
TOTAL LIABILITIES AND EQUITY	\$	1,225,819	\$	1,229,631

Clipper Realty Inc. Consolidated Statements of Operations (In thousands, except per share data) (Unaudited)

	Three	e Months 30	Six	June 30,				
	20)23		2022		2023		2022
REVENUES								
Residential rental income	\$	25,040	\$	22,597	\$	48,980	\$	44,059
Commercial rental income	Ý	9,503	Ψ	9,290	Ψ	19,230	Ψ	19,878
TOTAL REVENUES		34,543		31,887		68,210		63,937
OPERATING EXPENSES								
Property operating expenses		6,782		6,928		14,881		14,467
Real estate taxes and insurance		8,700		7,886		17,236		15,817
General and administrative		3,396		3,197		6,689		6,139
Transaction pursuit costs		357		92		357		516
Depreciation and amortization		7,269		6,732		14,094		13,437
TOTAL OPERATING EXPENSES		26,504		24,835		53,257		50,376
INCOME FROM OPERATIONS		8,039		7,052		14,953		13,561
Interest expense, net		(11,334)		(10,005)		(21,469)		(19,990)
Loss on extinguishment of debt		-		-		(3,868)		-
Net loss		(3,295)		(2,953)		(10,384)		(6,429)
Net loss attributable to non-controlling interests		2,046		1,834	_	6,448		3,992
Net loss attributable to common stockholders	\$	(1,249)	\$	(1,119)	\$	(3,936)	\$	(2,437)
Basic and diluted net loss per share	\$	(0.10)	\$	(0.08)	\$	(0.29)	\$	(0.18)
Weighted average common shares / OP units								
Common shares outstanding		16,063		16,063		16,063		16,063
OP units outstanding		26,317		26,317		26,317		26,317
Diluted shares outstanding		42,380		42,380		42,380		42,380

Clipper Realty Inc. Consolidated Statements of Cash Flows (In thousands) (Unaudited)

	S	ix Months Ende	ed June 30,
		2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss	\$	(10,384) \$	(6,429)
Adjustments to reconcile net loss to net cash provided by operating activities:			
Depreciation		14,044	13,318
Amortization of deferred financing costs		675	626
Amortization of deferred costs and intangible assets		292	360
Amortization of above- and below-market leases		(17)	(17)
Loss on extinguishment of debt		3,868	-
Deferred rent		27	(190)
Stock-based compensation		1,431	1,209
Bad debt expense		(142)	(379)
Changes in operating assets and liabilities:		()	(2.27)
Tenant and other receivables		(18)	150
Prepaid expenses, other assets and deferred costs		7,608	3,615
Accounts payable and accrued liabilities		(424)	(510)
Security deposits		720	476
Other liabilities		(459)	(547)
Net cash provided by operating activities		17,221	11,682
Net cash provided by operating activities		17,221	11,002
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to land, buildings and improvements		(18,915)	(24,851)
Acquisition deposit		-	2,015
Cash paid in connection with acquisition of real estate		-	(8,043)
Net cash used in investing activities		(18,915)	(30,879)
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of mortgage notes		(46,810)	(1,101)
Proceeds from mortgage notes		62,330	20,839
Dividends and distributions		(8,696)	(8,461)
Loan issuance and extinguishment costs		(4,723)	(335)
Net cash provided by financing activities		2,101	10,942
Net cash provided by infancing activities		2,101	10,942
Net increase (decrease) in cash and cash equivalents and restricted cash		407	(8,255)
Cash and cash equivalents and restricted cash - beginning of period		30,666	52,224
Cash and cash equivalents and restricted cash - end of period	\$	31,073 \$	43,969
Cash and cash equivalents and restricted cash - beginning of period:			
Cash and cash equivalents and restricted cash - beginning of period.	\$	18,152 \$	34,524
Restricted cash	Φ	12,514	
	¢		17,700
Total cash and cash equivalents and restricted cash - beginning of period	\$	30,666 \$	52,224
Cash and cash equivalents and restricted cash - end of period:			
Cash and cash equivalents	\$	16,342 \$	29,432
Restricted cash		14,731	14,537
Total cash and cash equivalents and restricted cash - end of period	\$	31,073 \$	43,969
	÷	φ	10,000

Supplemental cash flow information:

Cash paid for interest, net of capitalized interest of \$3,258 and \$2,309 in 2023 and 2022,		
respectively	\$ 21,099	\$ 19,423
Non-cash interest capitalized to real estate under development	27	1,118
Additions to investment in real estate included in accounts payable and accrued liabilities	3,527	7,158

Clipper Realty Inc. Reconciliation of Non-GAAP Measures (In thousands, except per share data) (Unaudited)

Non-GAAP Financial Measures

We disclose and discuss funds from operations ("FFO"), adjusted funds from operations ("AFFO"), adjusted earnings before interest, income taxes, depreciation and amortization ("Adjusted EBITDA") and net operating income ("NOI"), all of which meet the definition of "non-GAAP financial measures" set forth in Item 10(e) of Regulation S-K promulgated by the SEC.

While management and the investment community in general believe that presentation of these measures provides useful information to investors, neither FFO, AFFO, Adjusted EBITDA, nor NOI should be considered as an alternative to net income (loss) or income from operations as an indication of our performance. We believe that to understand our performance further, FFO, AFFO, Adjusted EBITDA, and NOI should be compared with our reported net income (loss) or income from operations and considered in addition to cash flows computed in accordance with GAAP, as presented in our consolidated financial statements.

Funds From Operations and Adjusted Funds From Operations

FFO is defined by the National Association of Real Estate Investment Trusts ("NAREIT") as net income (computed in accordance with GAAP), excluding gains (or losses) from sales of property and impairment adjustments, plus depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures. Our calculation of FFO is consistent with FFO as defined by NAREIT.

AFFO is defined by us as FFO excluding amortization of identifiable intangibles incurred in property acquisitions, straight-line rent adjustments to revenue from long-term leases, amortization costs incurred in originating debt, interest rate cap mark-to-market adjustments, amortization of non-cash equity compensation, acquisition and other costs, transaction pursuit costs, loss on modification/extinguishment of debt, gain on involuntary conversion, gain on termination of lease and non-recurring litigation-related expenses, less recurring capital spending.

Historical cost accounting for real estate assets implicitly assumes that the value of real estate assets diminishes predictably over time. In fact, real estate values have historically risen or fallen with market conditions. FFO is intended to be a standard supplemental measure of operating performance that excludes historical cost depreciation and valuation adjustments from net income. We consider FFO useful in evaluating potential property acquisitions and measuring operating performance. We further consider AFFO useful in determining funds available for payment of distributions. Neither FFO nor AFFO represent net income or cash flows from operations computed in accordance with GAAP. You should not consider FFO and AFFO to be alternatives to net income (loss) as reliable measures of our operating performance; nor should you consider FFO and AFFO to be alternatives to cash flows from operating, investing or financing activities (computed in accordance with GAAP) as measures of liquidity.

Neither FFO nor AFFO measure whether cash flow is sufficient to fund all of our cash needs, including loan principal amortization, capital improvements and distributions to stockholders. FFO and AFFO do not represent cash flows from operating, investing or financing activities computed in accordance with GAAP. Further, FFO and AFFO as disclosed by other REITs might not be comparable to our calculations of FFO and AFFO.

The following table sets forth a reconciliation of FFO and AFFO for the periods presented to net loss, computed in accordance with GAAP (amounts in thousands):

	Th	ree Month	s Eno	ded June				
		3	0,		Si	x Months E	nded	June 30,
		2023		2022		2023		2022
FFO								
Net loss	\$	(3,295)	\$	(2,953)	\$	(10,384)	\$	(6,429)
Real estate depreciation and amortization		7,269		6,732		14,094		13,437
FFO	\$	3,974	\$	3,779	\$	3,710	\$	7,008
AFFO								
FFO	\$	3,974	\$	3,779	\$	3,710	\$	7,008
Amortization of real estate tax intangible		121		121		241		241
Amortization of above- and below-market leases		(8)		(8)		(17)		(17)
Straight-line rent adjustments		32		(1)		27		(190)
Amortization of debt origination costs		362		313		675		626
Amortization of LTIP awards		783		714		1,431		1,209
Transaction pursuit costs		357		92		357		516
Loss on extinguishment of debt		-		-		3,868		-
Certain litigation-related expenses		-		166		-		253
Recurring capital spending		(129)		(89)		(324)		(138)
AFFO	\$	5,492	\$	5,087	\$	9,968	\$	9,508
AFFO Per Share/Unit	\$	0.13	\$	0.12	\$	0.24	\$	0.22

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Adjusted Earnings Before Interest, Income Taxes, Depreciation and Amortization

We believe that Adjusted EBITDA is a useful measure of our operating performance. We define Adjusted EBITDA as net income (loss) before allocation to non-controlling interests, plus real estate depreciation and amortization, amortization of identifiable intangibles, straight-line rent adjustments to revenue from long-term leases, amortization of non-cash equity compensation, interest expense (net), acquisition and other costs, transaction pursuit costs, loss on modification/extinguishment of debt and non-recurring litigation-related expenses, less gain on involuntary conversion and gain on termination of lease.

We believe that this measure provides an operating perspective not immediately apparent from GAAP income from operations or net income (loss). We consider Adjusted EBITDA to be a meaningful financial measure of our core operating performance.

However, Adjusted EBITDA should only be used as an alternative measure of our financial performance. Further, other REITs may use different methodologies for calculating Adjusted EBITDA, and accordingly, our Adjusted EBITDA may not be comparable to that of other REITs.

The following table sets forth a reconciliation of Adjusted EBITDA for the periods presented to net loss, computed in accordance with GAAP (amounts in thousands):

	Th	ree Months 3(nded June	Six Months Ended June 30,							
		2023	2022		2023		2022				
Adjusted EBITDA											
Net loss	\$	(3,295)	\$ (2,953)	\$	(10,384)	\$	(6,429)				
Real estate depreciation and amortization		7,269	6,732		14,094		13,437				
Amortization of real estate tax intangible		121	121		241		241				
Amortization of above- and below-market leases		(8)	(8)		(17)		(17)				
Straight-line rent adjustments		32	(1)		27		(190)				
Amortization of LTIP awards		783	714		1,431		1,209				
Interest expense, net		11,334	10,005		21,469		19,990				
Transaction pursuit costs		357	92		357		516				
Loss on extinguishment of debt		-	-		3,868		-				
Certain litigation-related expenses		-	166		-		253				
Adjusted EBITDA	\$	16,593	\$ 14,868	\$	31,086	\$	29,010				

Net Operating Income

We believe that NOI is a useful measure of our operating performance. We define NOI as income from operations plus real estate depreciation and amortization, general and administrative expenses, acquisition and other costs, transaction pursuit costs, amortization of identifiable intangibles and straight-line rent adjustments to revenue from long-term leases, less gain on termination of lease. We believe that this measure is widely recognized and provides an operating perspective not immediately apparent from GAAP income from operations or net income (loss). We use NOI to evaluate our performance because NOI allows us to evaluate the operating performance of our company by measuring the core operations of property performance and capturing trends in rental housing and property operating expenses. NOI is also a widely used metric in valuation of properties.

However, NOI should only be used as an alternative measure of our financial performance. Further, other REITs may use different methodologies for calculating NOI, and accordingly, our NOI may not be comparable to that of other REITs.

The following table sets forth a reconciliation of NOI for the periods presented to income from operations, computed in accordance with GAAP (amounts in thousands):

	Th	ree Month	s En	ded June										
	30,													
		2023	2022 20		2023	2023								
NOI														
Income from operations	\$	8,039	\$	7,052	\$	14,953	\$	13,561						
Real estate depreciation and amortization		7,269		6,732		14,094		13,437						
General and administrative expenses		3,396		3,197		6,689		6,139						
Transaction pursuit costs		357		92		357		516						
Amortization of real estate tax intangible		121		121		241		241						
Amortization of above- and below-market leases		(8)		(8)		(17)		(17)						
Straight-line rent adjustments		32		(1)		27		(190)						
NOI	\$	19,206	\$	17,185	\$	36,344	\$	33,687						

Clipper Realty Inc. Consolidated Balance Sheets (In thousands, except for share and per share data)

	June 30, 2023	2023		September 30, 2022 (unaudited)	June 30, 2022	March 31, 2022 (unaudited)	December 31, 2021	September 30, 2021 (unaudited)	June 30, 2021 (unaudited)
ASSETS	(unaudited)	(unaudited)		(unaudited)	(unaudited)	(unaudited)		(unaudited)	(unaudited)
Investment in real estate									
Land and improvements	\$ 571,988	\$ 540,859	\$ 540,859	\$ 540,859	\$ 540,859	\$ 540,859	\$ 540,859	\$ 540,859	\$ 540,859
Building and improvements	718,661	659,109	656,460	654,276	652,887	651,437	649,686	644,520	637,772
Tenant improvements	3,406	3,406	3,406	3,406	3,406	3,406	3,406	3,406	3,406
Furniture, fixtures and equipment	13,062	12,964	12,878	12,840	12,697	12,582	12,500	12,418	12,356
Real estate under development	66,361	150,719	142,287	134,775	126,507	111,902	97,301	45,968	40,411
Total investment in real estate	1,373,478	1,367,057	1,355,890	1,346,156	1,336,356	1,320,186	1,303,752	1,247,171	1,234,804
Accumulated depreciation	(198,825)	(191,580)	(184,781)	(178,043)	(171,320)	(164,648)	(158,002)	(151,264)	(144,870)
Investment in real estate, net	1,174,653	1,175,477	1,171,109	1,168,113	1,165,036	1,155,538	1,145,750	1,095,907	1,089,934
Cash and cash equivalents	16,342	18,801	18,152	19,987	29,432	25,342	34,524	59,130	85,035
Restricted cash	14,731	19,023	12,514	15,505	14,537	18,493	17,700	29,104	13,258
Tenant and other receivables, net of allowance for doubtful accounts	5,169	4,768	5,005	5,151	4,689	5,076	10,260	7,893	6,653
Deferred rent	2,546	2,138	2,573	2,630	2,600	2,599	2,656	2,579	2,507
Deferred costs and intangible assets, net	6,418	6,532	6,624	6,740	6,861	6,966	7,126	7,261	7,391
Prepaid expenses and other assets	5,960	10,659	13,654	10,866	9,916	12,765	15,641	9,742	9,087
TOTAL ASSETS	\$ 1,225,819	\$ 1,237,398	\$ 1,229,631	\$ 1,228,992	\$ 1,233,071	\$ 1,226,779	\$ 1,233,657	\$ 1,211,616	\$ 1,213,865
LIABILITIES AND EQUITY									
Liabilities:									
Notes payable, net of unamortized loan costs	\$ 1,176,956	\$ 1,178,027	\$ 1,161,588	\$ 1,156,709	\$ 1,152,301	\$ 1,139,038	\$ 1,131,154	\$ 1,102,492	\$ 1,104,535
Accounts payable and accrued liabilities	15,319	13,938	17,094	13,649	17,640	17,230	19,558	16,611	11,169
Security deposits	8,660	8,230	7,940	8,006	7,586	7,199	7,110	6,855	6,970
Below-market leases, net	1	10	18	27	36	44	53	61	94
Other liabilities	5,353	10,803	5,812	6,618	5,286	6,534	5,833	5,889	4,449
TOTAL LIABILITIES	1,206,289	1,211,008	1,192,452	1,185,009	1,182,849	1,170,045	1,163,708	1,131,908	1,127,217
Equity:									
Preferred stock, \$0.01 par value; 100,000 shares authorized (including 140 shares	-	-	_	-	_	-	-	_	-
of 12.5% Series A cumulative non-voting preferred stock)									
Common stock, \$0.01 par value; 500,000,000 shares authorized	160	160	160	160	160	160	160	160	160
Additional paid-in-capital	89,127	88,952	88,829	88,610	88,392	88,215	88,089	87,898	87,707
Accumulated deficit	(81,883)	(79,108)	(74,895)	(72,099)	(69,516)	(66,871)	(61,736)	(57,847)	(55,026)
Total stockholders' equity	7,404	10,004	14,094	16,671	19,036	21,504	26,513	30,211	32,841
Non-controlling interests	12,126	16,386	23,085	27,312	31,186	35,230	43,436	49,497	53,807
TOTAL EQUITY	19,530	26,390	37,179	43,983	50,222	56,734	69,949	79,708	86,648
TOTAL LIABILITIES AND EQUITY	\$ 1,225,819	\$ 1,237,398	\$ 1,229,631	\$ 1,228,992	\$ 1,233,071	\$ 1,226,779	\$ 1,233,657	\$ 1,211,616	\$ 1,213,865

Clipper Realty Inc. Consolidated Statements of Cash Flows (In thousands) (Unaudited)

	-		ded June 30,	. <u> </u>								onths Ended			
	2023		2022	6/30	/2023	3/3	31/2023	12/31/2022	09/30/2	2022	06/30/2022	03/31/2022	12/31/2021	9/30/2021	6/30/2021
CASH FLOWS FROM OPERATING ACTIVITIES															
Net loss	\$ (10,	,384)	\$ (6,429)	\$	(3,294)	\$	(7,089)	\$ (3,354)	\$ (2.	,788)	\$ (2,953)	\$ (3,476)	\$ (6,237)	\$ (3,417)	\$ (3,230
Adjustments to reconcile net loss to net cash provided by															
operating activities:															
Depreciation	14.	.044	13,318		7,244		6,799	6,738	6	,723	6,672	6,646	6,737	6.394	6,232
Amortization of deferred financing costs		675	626		362		313	313		313	313	313	313	313	313
Amortization of deferred costs and intangible assets		292	360		146		146	147		180	181	179	177	177	177
Amortization of above- and below-market leases		(17)	(17)		(9)		(9)	(9)		(9)	(8)	(9)	(9)	(32)	(32
Loss on extinguishment/modification of debt	3,	868	-		-		3,868	-		-	-	-	-	-	
Gain on involuntary conversion		-	-		-		-	-		-	-	-	-	-	(139
Deferred rent		27	(190)		(408)		435	57		(30)	(1)	(189)	(77)	(72)	(5)
Stock-based compensation		,431	1,209		783		648	856		855	714	495	665	665	795
Bad debt expense	((142)	(379)		(21)		(121)	151		(8)	0	(379)	(428)	200	900
Transaction pursuit costs		-	-		-		-	-		-	-	-	-	-	
Changes in operating assets and liabilities:		(10)			(0.5.5)								(1	/	. · ·
Tenant and other receivables		(18)	150		(377)		358	(6)		(454)	387	(237)	(1,938)	(1,592)	942
Prepaid expenses, other assets and deferred costs		,608	3,615		4,668		2,941	(2,820)		,009)	493	3,122	(3,926)	(702)	(11)
Accounts payable and accrued liabilities		(424)	(510)		1,381		(1,801)	3,780		,048)	158	(668)	1,855	1,223	(2,609
Security deposits		720	476		430		290	(66)		420	387	89	255	(116)	(19
Other liabilities		<u>459)</u> 221	(547)		(1,105)		643 7,421	(807)		,332	(1,248)	701 6,587	(54)	1,439	(1,59
Net cash provided by (used in) operating activities	1/,	,221	11,682		9,800		7,421	4,980	3	,477	5,095	0,587	(2,667)	4,481	1,571
CASH FLOWS FROM INVESTING ACTIVITIES															
Additions to land, buildings and improvements	(18,	,915)	(24,851)		(6,421)		(12,494)	(9,484)	(11	,115)	(10,966)	(13,885)	(14,729)	(8,046)	(5,012
Insurance proceeds from involuntary conversion		-	-		-		-	-		-	-	-	-	151	
Acquisition deposit		-	2,015		-		-	-		-	2,280	(265)	(2,015)	-	
Cash paid in connection with acquisition of real estate		-	(8,043)		-		-	-		2	(4,342)	(3,701)	(40,548)		
Net cash used in investing activities	(18,	,915)	(30,879)		(6,421)		(12,494)	(9,484)	(11	,113)	(13,028)	(17,851)	(57,291)	(7,896)	(5,012
CASH FLOWS FROM FINANCING ACTIVITIES															
Payments of mortgage notes	(46	.810)	(1,101)		(509)		(46,301)	(539)	((551)	(547)	(554)	(543)	(21,587)	(527
Proceeds from mortgage notes		330	20,839		(50))		62,330	4,523		,016	13,222	7,617	30,000	21,259	257
Dividends and distributions		,696)	(8,461)		(8,696)			(4,306)		,306)	(4,273)	(4,188)	(4,188)	(4,188)	(4,191
Loan issuance and extinguishment costs		,723)	(335)		(925)		(3,798)	(1,2 0 0)	(-	(335)	-	(1,321)	(2,130)	(.,
Net cash provided by (used in) financing activities		,101	10,942	(10,130)		12,231	(322)	((841)	8,067	2,875	23,948	(6,645)	(4,461
Net increase (decrease) in cash and cash equivalents and															
estricted cash		407	(8,255)		(6,751)		7,158	(4,826)	(8	,477)	134	(8,389)	(36,010)	(10,059)	(7,902
Cash and cash equivalents and restricted cash - beginning of							<i>,</i>	,		· /					
period	30,	,666	52,224		37,824		30,666	35,492	43	,969	43,835	52,224	88,234	98,294	106,196
Cash and cash equivalents and restricted cash - end of period	\$ 31,	,073	\$ 43,969	\$	31,073	\$	37,824	\$ 30,666	\$ 35.	,492	\$ 43,969	\$ 43,835	\$ 52,224	\$ 88,234	\$ 98,294
Cash and cash equivalents and restricted cash - beginning of															
period:															
Cash and cash equivalents		,152	\$ 34,524		18,801	\$	18,152	\$ 19,987		,432	\$ 25,342	\$ 34,524	\$ 59,130	\$ 85,035	\$ 87,952
Restricted cash	12,	,514	17,700		19,023		12,514	15,505	14	,537	18,493	17,700	29,104	13,258	18,244
Total cash and cash equivalents and restricted cash -															
beginning of period	\$ 30,	,666	\$ 52,224	\$	37,824	\$	30,666	\$ 35,492	\$ 43	,969	\$ 43,835	\$ 52,224	\$ 88,234	\$ 98,294	\$106,196
Cash and cash equivalents and restricted cash - end of															
period:															
Cash and cash equivalents		,342	\$ 29,432		16,342	\$	18,801	\$ 18,152		,987	\$ 29,432	\$ 25,342	\$ 34,524	\$ 59,130	\$ 85,035
Restricted cash	14,	,731	14,537	<u> </u>	14,731		19,023	12,514	15	,505	14,537	18,493	17,700	29,104	13,258
Total cash and cash equivalents and restricted cash - end of					-		_						_		
	\$ 31.	.073	\$ 43,969	\$	31.073	S	37.824	\$ 30,666	\$ 35.	.492	\$ 43,969	\$ 43.835	\$ 52,224	\$ 88.234	\$ 98,294

	Jun-23	Mar-23	Dec-22	Sep-22	Jun-22	Mar-22	Dec-21	Sep-21	Jun-21
Revenue				-				-	
141 Livingston	\$ 4,026 \$	4,081	\$ 4,306	\$ 4,059	\$ 3,951	\$ 3,950	\$ 4,158	\$ 3,818	\$ 3,814
250 Livingston	4,296	4,403	4,360	4,322	4,270	4,228	4,222	4,233	4,212
Flatbush Gardens	10,835	10,710	10,107	10,580	10,609	9,931	10,260	10,405	10,512
Tribeca	10,016	9,884	9,635	9,492	8,813	9,822	8,096	8,151	8,019
Aspen	1,686	1,711	1,797	1,692	1,676	1,675	1,688	1,682	1,716
10 West 65th Street	974	1,001	963	857	839	793	784	785	804
Clover House	1,915	1,877	1,841	1,774	1,704	1,650	1,567	1,558	1,593
1010 Pacific St	795	-	-	-	-	-	-	-	-
953 Dean St		-		24	24				
Total Revenue	34,543	33,667	33,009	32,800	31,887	32,050	30,776	30,631	30,670
Operating Expenses									
141 Livingston	(1,629)	(1,621)	(1,527)	(1,688)	(1,531)	(1,491)	(1,398)	(1,580)	(1,422)
250 Livingston	(1,069)	(1,194)	(1,092)	(1,158)	(1,076)	(1,080)	(1,004)	(975)	(963)
Flatbush Gardens	(6,046)	(7,008)	(6,882)	(6,230)	(6,084)	(6,668)	(5,494)	(5,763)	(6,002)
Tribeca	(4,546)	(4,642)	(4,552)	(4,546)	(4,309)	(4,256)	(4,535)	(4,527)	(4,445)
Aspen	(711)	(824)	(711)	(679)	(668)	(731)	(731)	(645)	(673)
10 West 65th Street	(373)	(456)	(428)	(389)	(384)	(423)	(374)	(377)	(399)
Clover House	(837)	(890)	(872)	(828)	(759)	(822)	(836)	(672)	(680)
1010 Pacific St	(271)	-	-	-	-	-	-	-	-
953 Dean St		-	-		(3)	-			
Total Operating Expenses	(15,482)	(16,635)	(16,064)	(15,519)	(14,814)	(15,471)	(14,371)	(14,537)	(14,583)
Net Operating Income GAAP ("NOI (GAAP)") (1)									
141 Livingston	2,397	2,460	2,779	2,371	2,420	2,459	2,760	2,238	2,392
250 Livingston	3,227	3,209	3,268	3,164	3,193	3,148	3,218	3,258	3,249
Flatbush Gardens	4,790	3,703	3,226	4,350	4,525	3,264	4,767	4,642	4,510
Tribeca	5,470	5,242	5,082	4,946	4,505	5,565	3,561	3,624	3,574
Aspen	975	887	1,086	1,013	1,007	943	957	1,037	1,043
10 West 65th Street	600	544	535	469	455	370	410	407	405
Clover House	1,078	987	969	945	944	828	731	886	912
1010 Pacific St	524	-	-	-	-	-	-	-	-
953 Dean St	-	-	-	24	22	-	-	-	-
Total NOI (GAAP)	19,061	17,032	16,945	17,281	17,071	16,579	16,405	16,094	16,087
General and administrative expenses	(3,396)	(3,293)	(3,404)	(3,209)	(3,197)	(2,942)	(2,791)	(2,684)	(2,802)
Transaction pursuit costs	(357)	-	-	10	(92)	,		-	-
Depreciation and amortization	(7,269)	(6,825)	(6,764)	(6,784)	(6,732)			(6,452)	(6,289)
Litigation settlement and other	-		-		-	-	(2,730)	-	-
Interest expense, net	(11,334)	(10,135)	(10,131)	(10,086)	(10,005)	(9,985)		(10,375)	(10,366)
Loss on extinguishment/modification of debt	-	(3,868)	-	-	-	-	-	-	-
Gain on involuntary conversion	<u> </u>	-	-						139
Net loss	<u>\$ (3,295)</u>	§ (7,089)	<u>\$ (3,354)</u>	<u>\$ (2,788)</u>	<u>\$ (2,953)</u>	<u>\$ (3,476)</u>	<u>\$ (6,236)</u>	<u>\$ (3,417)</u>	<u>\$ (3,231)</u>

(1) Equals revenue less operating expenses

	Ju	ın-23		Mar-23		Dec-22	Ş	Sep-22	Jun-22	N	Aar-22]	Dec-21	5	Sep-21	J	Jun-21
Funds from Operations ("FFO")																	
Net loss	\$	(3,295)	\$	(7,089)	\$	(3,354)	\$	(2,788)	\$ (2,953)	\$	(3,476)	\$	(6,236)	\$	(3,417)	\$	(3,231)
Real estate depreciation and amortization		7,269		6,825		6,764		6,784	 6,732		6,705		6,794		6,452		6,289
FFO	\$	3,974	\$	(264)	\$	3,410	\$	3,996	\$ 3,779	\$	3,229	\$	558	\$	3,035	\$	3,058
Adjusted Funds from Operations ("AFFO")																	
FFO	\$	3,974	\$	(264)	\$	3,410	\$	3,996	\$ 3,779	\$	3,229	\$	558	\$	3,035	\$	3,058
Amortization of real estate tax intangible		121		120		121		121	121		120		120		120		121
Amortization of above- and below-market leases		(8)		(9)		(9)		(9)	(8)		(9)		(8)		(33)		(32)
Straight-line rent adjustments		32		(5)		57		(31)	(1)		(189)		(77)		(72)		(52)
Amortization of debt origination costs		362		313		313		313	313		313		313		313		313
Amortization of LTIP awards		783		648		856		856	714		495		665		665		795
Transaction pursuit costs		357		-		-		(10)	92		424		-		-		-
Loss on extinguishment of debt		-		3,868		-		-	-		-		-		-		-
Gain on involuntary conversion		-		-		-		-	-		-		-		-		(139)
Litigation settlement and other		-		-		-		-	-		-		2,730		-		-
Certain litigation-related expenses		-		-		-		(65)	166		86		100		75		65
Recurring capital spending		(129)		(195)		(50)		(138)	(89)		(49)		(46)		(51)		(58)
AFFO	\$	5,492	\$	4,476	\$	4,698	\$	5,033	\$ 5,087	\$	4,420	\$	4,355	\$	4,052	\$	4,071
Adjusted Earnings Before Interest, Taxes and Depreciation a	nd Amor	tization ("	Adju	sted EBITD	A ")												
Net loss	\$	(3,295)	\$	(7,089)	\$	(3,354)	\$	(2,788)	\$ (2,953)	\$	(3,476)	\$	(6,236)	\$	(3,417)	\$	(3,231)
Real estate depreciation and amortization		7,269		6,825		6,764		6,784	6,732		6,705		6,794		6,452		6,289
Amortization of real estate tax intangible		121		120		121		121	121		120		120		120		121
Amortization of above- and below-market leases		(8)		(9)		(9)		(9)	(9)		(9)		(8)		(33)		(32)
Straight-line rent adjustments		32		(5)		57		(31)	-		(189)		(77)		(72)		(52)
Amortization of LTIP awards		783		648		856		856	714		495		665		665		795
Interest expense, net		11,334		10,135		10,131		10,086	10,005		9,985		10,326		10,375		10,366
Transaction pursuit costs		357		-		-		(10)	92		424		-		-		-
Loss on extinguishment of debt		-		3,868		-		-	-		-		-		-		-
Gain on involuntary conversion		-		-		-		-	-		-		-		-		(139)
Litigation settlement and other		-		-		-		-	-		-		2,730		-		-
Certain litigation-related expenses		-		-		-		(65)	166		86		100		75		65
Adjusted EBITDA	\$	16,593	\$	14,493	\$	14,566	\$	14,944	\$ 14,868	\$	14,141	\$	14,414	\$	14,165	\$	14,182
Net Operating Income ("NOI")																	
Income from operations	\$	8,039	\$	6,914	\$	6,777	\$,	\$ 7,052	\$	6,509	\$	4,090	\$	6,958	\$	6,996
Real estate depreciation and amortization		7,269		6,825		6,764		6,784	6,732		6,705		6,794		6,452		6,289
General and administrative expenses		3,396		3,293		3,404		3,209	3,197		2,942		2,791		2,684		2,802
Transaction pursuit costs		357		-		-		(10)	92		424		-		-		-
Amortization of real estate tax intangible		121		120		121		121	121		120		120		120		121
Amortization of above- and below-market leases		(8)		(9)		(9)		(9)	(8)		(9)		(8)		(33)		(32)
Straight-line rent adjustments		32		(5)		57		(31)	(1)		(189)		(77)		(72)		(52)
Litigation settlement		-		-		-		-	 -		-		2,730		-		-
NOI	\$	19,206	\$	17,138	\$	17,114	\$	17,362	\$ 17,185	\$	16,502	\$	16,440	\$	16,109	\$	16,124

		Jun-23	Mar-23		Dec-22		Sep-22		Jun-22		Mar-22		Dec-21		Sep-21		Jun-21
Dividends Paid							-										
Stockholders	\$	1,526	\$	1,526	\$ 1,526	\$	1,526	\$	1,526	\$	1,526	\$	1,526	\$	1,526	\$	1,526
Class B unitholders		2,500		2,500	2,500		2,500		2,500		2,500		2,500		2,500		2,500
LTIP holders		322		322	280		280		247		162		162		162		165
Total Dividends Paid	\$	4,348	\$	4,348	\$ 4,306	\$	4,306	\$	4,273	\$	4,188	\$	4,188	\$	4,188	\$	4,191
Share Data																	
Common shares		16,063		16,063	16,063		16,063		16,063		16,063		16,063		16,063		16,063
Class B LLC units		26,317		26,317	 26,317		26,317		26,317		26,317		26,317	_	26,317		26,317
Diluted shares outstanding		42,380		42,380	42,380		42,380		42,380		42,380		42,380		42,380		42,380
LTIP units		3,392		3,392	2,948		2,948		2,948		1,773		1,702		1,702		1,702
	_	45,772		45,772	 45,328	_	45,328	_	45,328	_	44,153	_	44,082	_	44,082	_	44,082
Cash Flow Data																	
Operating activities	\$	9,800	\$	7,421	\$ 4,980	\$	3,478	\$	5,095	\$	6,587	\$	(2,667)	\$	4,481	\$	1,571
Investing activities		(6,421)		(12,494)	(9,484)		(11,114)		(13,028)		(17,851)		(57,291)		(7,896)		(5,012)
Financing activities		(10,130)		12,231	(322)		(841)		8,067		2,875		23,948		(6,645)		(4,461)
Balance Sheet Data																	
Investment in real estate, net	\$	1,174,653	\$	1,175,477	\$ 1,171,109	\$		\$	1,165,036	\$	1,155,538	\$	1,145,750	\$	· · ·	\$	1,089,934
Cash and cash equivalents		16,342		18,801	18,152		19,987		29,432		25,342		34,524		59,130		85,035
Restricted cash		14,731		19,023	12,514		15,505		14,537		18,493		17,700		29,104		13,258
Total assets		1,225,819		1,237,398	1,229,631		1,228,992		1,233,071		1,226,779		1,233,657		1,211,616		1,213,865
Notes payable		1,176,956		1,178,027	1,161,588		1,156,709		1,152,301		1,139,038		1,131,154		1,102,492		1,104,535
Total liabilities		1,206,289		1,211,008	1,192,452		1,185,009		1,182,849		1,170,045		1,163,708		1,131,908		1,127,217
Equity		19,530		26,390	37,179		43,983		50,222		56,734		69,949		79,708		86,648
Notes Payable																	
Flatbush Gardens (3.125%; Due 6/1/32)	\$	329,000	\$	329,000	\$ 329,000	\$	329,000	\$	329,000	\$	329,000	\$	329,000	\$	329,000	\$	329,000
250 Livingston (3.63%; Due 6/6/29)		125,000		125,000	125,000		125,000		125,000		125,000		125,000		125,000		125,000
141 Livingston (3.21%; Due 3/6/31)		100,000		100,000	100,000		100,000		100,000		100,000		100,000		100,000		100,000
Tribeca House (4.506%; Due 3/6/28)		360,000		360,000	360,000		360,000		360,000		360,000		360,000		360,000		360,000
Aspen (3.68%; Due 7/1/28)		61,783		62,164	62,554		62,934		63,303		63,670		64,047		64,413		64,769
Clover House (3.53%; Due 12/1/29)		82,000		82,000	82,000		82,000		82,000		82,000		82,000		82,000		82,000
10 West 65th Street (SOFR + 2.5%; Due 11/1/27)		31,991		32,118	32,222		32,381		32,563		32,743		32,921		33,098		33,273
1010 Pacific Street (Libor + 3.60%; Due 12/24/20)		-		-	-		-		-		-		-		-		20,880
1010 Pacific Street (Libor (Floor 0.5%) + 3.60%; Due 9/1/24)		-		-	43,477		38,954		34,939		28,702		21,084		21,084		-
1010 Pacific Street (5.70%; Due 2/9/28)		60,000		60,000	-		-		-		-		-		-		-
953 Dean St (Prime + 1.6% (Floor 4.85%))		36,985		36,985	 36,985	_	36,985	_	36,985		30,000	_	30,000	_	-		-
Principal amount outstanding		1,186,759		1,187,267	1,171,238		1,167,254		1,163,790		1,151,115		1,144,052		1,114,595		1,114,922
Unamortized loan costs		(9,803)		(9,240)	 (9,650)	_	(10,545)		(11,489)		(12,077)		(12,898)	_	(12,103)		(10,387)
Notes Payable, net of unamortized loan costs	\$	1,176,956	\$	1,178,027	\$ 1,161,588	\$	1,156,709	\$	1,152,301	\$	1,139,038	\$	1,131,154	\$	1,102,492	\$	1,104,535

-	Jun-23	Mar-23	Dec-22	Sep-22	Jun-22	Mar-22	Dec-21	Sep-21	Jun-21
% Leased - Residential (end of period)									
250 Livingston	97.2%	97.2%	94.4%	100.0%	94.4%	100.0%	97.2%	97.2%	100.0%
Flatbush Gardens	99.5%	98.9%	98.8%	99.1%	97.7%	94.7%	92.3%	92.6%	92.5%
Tribeca	100.0%	99.4%	99.2%	99.0%	99.6%	98.8%	97.8%	96.6%	97.0%
Aspen	97.0%	97.8%	98.3%	99.1%	98.7%	98.7%	98.3%	94.6%	93.5%
10 West 65th Street	96.3%	98.8%	100.0%	98.8%	95.1%	98.8%	97.6%	98.2%	96.3%
Clover House	96.8%	96.8%	94.9%	98.7%	98.1%	96.8%	98.7%	93.9%	98.7%
1010 Pacific Street	77.3%	-	-	-	-	-	-	-	-
Rent PSF (end of period)									
250 Livingston - Residential	\$ 56.85	\$ 52.87	\$ 54.63	\$ 50.56	\$ 48.46	\$ 45.86	\$ 46.06	\$ 41.40	\$ 44.91
Flatbush Gardens - Residential	\$ 26.38	• • •	• • • • •	\$ 25.66	\$ 25.59	\$ 25.37	\$ 25.12	\$ 25.03	\$ 24.96
Tribeca - Residential	\$ 76.36	• • • • • •				• • • • •			
Aspen - Residential	\$ 36.40			\$ 36.60			• • • • • •	•	•
10 West 65th Street - Residential	\$ 52.74	• • • • •	• •	\$ 48.49	• • •	\$ 44.74			• • • • •
Clover House - Residential	\$ 76.97	\$ 75.40	\$ 73.31	\$ 70.13	\$ 69.04	\$ 67.13	\$ 63.41	\$ 61.63	\$ 60.90
1010 Pacific Street - Residential	\$ 56.07	-	-	-	-	-	-	-	-
6	\$ 50.00	• • • • • •	• • • • • •		• • • • • •			• • • • • •	
250 Livingston - Office	\$ 44.93	• • • •		\$ 44.93		• • •	\$ 43.62		
Tribeca - Retail	\$ 56.19		\$ 54.71	• • • • •		• • •	\$ 45.00	• • • • •	• • • •
Aspen - Retail	\$ 29.22	\$ 45.99	\$ 49.97	\$ 49.97	\$ 43.83	\$ 42.00	\$ 41.90	\$ 41.90	\$ 41.85
Capital Spending									
Major capital improvements	6,107	10,885	9,306	9,323	15,884	16,302	56,392	12,254	6,060
Maintenance capex	129	195	50	138	89	49	46	51	58
Resident turnover	184	86	378	340	197	82	144	62	78
Commercial tenant improvements		-							163
Total Capital Spending	<u>\$ 6,420</u>	\$ 11,166	<u>\$ 9,734</u>	\$ 9,800	\$ 16,171	\$ 16,435	\$ 56,582	\$ 12,367	\$ 6,360