# PARAMOUNT GROUP, INC.



SUPPLEMENTAL OPERATING AND FINANCIAL DATA

FOR THE THREE MONTHS ENDED MARCH 31, 2016



This supplemental information contains forward-looking statements within the meaning of the Federal securities laws. You can identify these statements by our use of the words "assumes," "believes," "estimates," "expects," "guidance," "intends," "projects" and similar expressions that do not relate to historical matters. You should exercise caution in interpreting and relying on forward-looking statements because they involve known and unknown risks, uncertainties and other factors which are, in some cases, beyond our control and could materially affect actual results, performance or achievements. These factors include, without limitation, the ability to enter into new leases or renew leases on favorable terms, dependence on tenants' financial condition, the uncertainties of real estate development, acquisition and disposition activity, the ability to effectively integrate acquisitions, the costs and availability of financing, the ability of our joint venture partners to satisfy their obligations, the effects of local, national and international economic and market conditions, the effects of acquisitions, dispositions and possible impairment charges on our operating results, regulatory changes and other risks and uncertainties detailed from time to time in our filings with the Securities and Exchange Commission. We do not undertake a duty to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.



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Paramount Group, Inc. ("Paramount") is a fully-integrated real estate investment trust that owns, operates, manages, acquires and redevelops high-quality, Class A office properties located in select central business district submarkets of New York, Washington, D.C. and San Francisco. Paramount is focused on maximizing the value of its portfolio by leveraging the sought-after locations of its assets and its proven property management capabilities to attract and retain high-quality tenants.

## **EXECUTIVE MANAGEMENT**

Albert Behler Chairman, Chief Executive Officer and President

Wilbur Paes Executive Vice President, Chief Financial Officer and Treasurer Jolanta Bott Executive Vice President, Operations and Human Resources

Theodore Koltis Executive Vice President, Leasing

Daniel Lauer Executive Vice President, Chief Investment Officer
Ralph DiRuggiero Senior Vice President, Property Management
Gage Johnson Senior Vice President, General Counsel and Secretary

Vito Messina Senior Vice President, Asset Management

#### **BOARD OF DIRECTORS**

Albert Behler Director, Chairman of the Board

Thomas Armbrust Director
Martin Bussmann Director

Dan Emmett Director, Chair of Audit Committee

Lizanne Galbreath Director, Chair of Compensation Committee

Karin Klein Director

Peter Linneman Director, Chair of Nominating and Corporate Governance Committee; Lead Independent Director

David O'Connor Director
Katharina Otto-Bernstein Director

### **COMPANY INFORMATION**

**Corporate Headquarters** 

1633 Broadway, Suite 1801 New York, NY 10019 (212) 237-3100 **Investor Relations** 

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(212) 492-2298

Stock Exchange Listing

New York Stock Exchange

**Trading Symbol** 

PGRE



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 Blaine Heck

 UBS
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 (212) 713-2484
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<sup>(1)</sup> With the exception of Green Street Advisors, an independent research firm, the equity analysts listed above are those analysts that, according to First Call Corporation, have published research material on the Company and are listed as covering the Company. Please note that any opinions, estimates or forecasts regarding the Company's performance made by such analysts do not represent the opinions, estimates or forecasts of the Company or its management. The Company does not by its reference above, imply its endorsement of or concurrence with any information, conclusions or recommendations made by any of such analysts.



(unaudited and in thousands, except square feet and per share amounts)

	Three Months					
ELECTED FINANCIAL DATA	March 31, 2016		Mai	ch 31, 2015	December 31, 2015	
Total revenues	\$	\$ 172,918		161,226	\$	170,528
Pro rata share of NOI <sup>(1)</sup>	\$	100,165	\$	87,969	\$	96,812
Pro rata share of Cash NOI (1)	\$	87,239	\$	75,341	\$	75,320
Net (loss) income attributable to common stockholders	\$	(6,494)	\$	(9,731)	\$	8,905
Per share - basic and diluted	\$	(0.03)	\$	(0.05)	\$	0.04
FFO attributable to common stockholders (1)	\$	49,248	\$	43,317	\$	61,559
Per share - diluted  FFO payout ratio <sup>(1)</sup>	\$	0.23 41.0%	\$	0.20 46.5%	\$	0.29 32.7%
		41.0%		40.5%		32.776
Core FFO attributable to common stockholders (1)	\$	48,992	\$	38,963	\$	45,188
Per share - diluted	\$	0.23	\$	0.18	\$	0.21
Core FFO payout ratio <sup>(1)</sup>		41.2%		51.7%		44.6%
FAD attributable to common stockholders (1)	\$	25,802	\$	16,852	\$	(404)
FAD payout ratio <sup>(1)</sup>		78.2%		119.6%		n/a

## **COMMON SHARE DATA**

					Three	Months Ended				
Share Price:	March	31, 2016	Decem	nber 31, 2015	Septe	mber 30, 2015	Ju	ne 30, 2015	Marc	h 31, 2015
High	\$	17.97	\$	18.56	\$	18.35	\$	19.73	\$	20.21
Low	\$	14.23	\$	16.50	\$	15.65	\$	16.97	\$	17.66
Closing (end of period)	\$	15.95	\$	18.10	\$	16.80	\$	17.16	\$	19.30
Dividends per common share	\$	0.095	\$	0.095	\$	0.095	\$	0.095	\$	0.095 (2)
Annualized dividends per common share	\$	0.380	\$	0.380	\$	0.380	\$	0.380	\$	0.380
Dividend yield (on closing share price)		2.4%		2.1%		2.3%		2.2%		2.0%

# **PORTFOLIO STATISTICS**

Region:	Number of Properties	Square Feet	% Leased <sup>(1)</sup> as of March 31, 2016	% Occupied <sup>(1)</sup> as of March 31, 2016
New York	6	7,152,207	95.7%	94.3%
Washington, D.C.	5	1,602,655	92.5%	91.5%
San Francisco	1	1,611,125	98.3%	97.2%
	12	10,365,987	95.6%	94.3%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Excludes the \$0.039 cash dividend for the 38 day period following the completion of our initial public offering and related formation transactions and ending on December 31, 2014.



(unaudited and in thousands)	Ma	March 31, 2016		mber 31, 2015
ASSETS:				
Rental Property, at cost				
Land	\$	2,042,071	\$	2,042,07
Buildings and improvements		5,630,764		5,610,04
		7,672,835		7,652,11
Accumulated depreciation and amortization		(283,379)		(243,08
Rental Property, net		7,389,456		7,409,02
Cash and cash equivalents		178,721		143,88
Restricted cash		42,253		41,82
Real estate fund investments		-		416,43
Investments in unconsolidated real estate funds		26,880		-
Investments in unconsolidated joint ventures		7,121		7,10
Preferred equity investments		54,304		53,94
Marketable securities		21,398		21,52
Deferred rent receivable		97,660		77,79
Accounts and other receivables, net		12,092		10,84
Deferred charges, net		77,254		74,99
Intangible assets, net		464,227		511,20
Other assets		32,691		6,65
Total Assets	\$	8,404,057	\$	8,775,22
LIABILITIES:				
Notes and mortgages payable, net	\$	2,923,834	\$	2,922,61
Revolving credit facility		40,000		20,00
Due to affiliates <sup>(1)</sup>		27,299		27,29
Loans payable to noncontrolling interests		-		45,66
Accounts payable and accrued expenses		154,680		102,73
Dividends and distributions payable		25,147		25,06
Deferred income taxes		1,819		2,53
Interest rate swap liabilities		116,943		93,93
Intangible liabilities, net		167,069		179,74
Other liabilities		45,955		45,10
Total Liabilities		3,502,746		3,464,67
EQUITY:				
Paramount Group, Inc. stockholders' equity		3,725,824		3,761,01
Noncontrolling interests in:		3,723,024		3,701,01
Consolidated real estate funds		62,935		414,63
Consolidated joint ventures		238,101		236,84
Operating Partnership		874,451		898,04
Operating Partnership  Total Equity		4,901,311		5,310,55
• •				
TOTAL LIABILITIES AND EQUITY	\$	8,404,057	\$	8,775,22

<sup>(1)</sup> Represents notes payable to affiliates, which are due in October 2017 and bear interest at a fixed rate of 0.50%.



(unaudited and in thousands, except share and per share amounts)

unadulted and in thousands, except share and per share amounts)	Three Months Ended								
	Mi	arch 31, 2016	Dec	ember 31, 2015					
REVENUES:									
Property rentals	\$	125,002	\$	126,402	\$	124,559			
Straight-line rent adjustments		19,869		15,951		19,663			
Amortization of (above) below market leases, net		(3,619)		890	_	6,678			
Rental income		141,252		143,243		150,900			
Tenant reimbursement income		10,789		13,488		10,929			
Fee income (see details on page 9)		3,417		1,535		4,848			
Other income (see details on page 9)		17,460		2,960		3,851			
Total revenues		172,918		161,226		170,528			
EXPENSES:									
Operating		62,945		61,884		61,735			
Depreciation and amortization		74,812		73,583		70,966			
General and administrative (see details on page 9)		13,961		12,613		13,644			
Acquisition and transaction related costs		935		1,139		523			
Total expenses		152,653		149,219		146,868			
Operating income		20,265		12,007		23,660			
Income from real estate fund investments		_		5,221		7,749			
Loss from unconsolidated real estate funds		(326)		-		-			
Income from unconsolidated joint ventures		1,496		975		2,406			
Interest and other income, net (see details on page 9)		1,700		854		1,268			
Interest and debt expense (see details on page 9)		(37,119)		(41,888)		(41,421			
Unrealized gain on interest rate swaps		6,860		11,978		26,263			
Net (loss) income before income taxes	_	(7,124)	_	(10,853)	_	19,925			
Income tax (expense) benefit		(363)		(574)		140			
Net (loss) income		(7,487)	-	(11,427)		20,065			
Less net (income) loss attributable to noncontrolling interests in:		, , ,		, , ,		•			
Consolidated real estate funds		674		(2,209)		(4,496			
Consolidated joint ventures		(1,252)		1,541		(4,495			
Operating Partnership		1,571		2,364		(2,169			
Net (loss) income attributable to common stockholders	\$	(6,494)	\$	(9,731)	\$	8,905			
Weighted average common shares outstanding		_		_					
Basic		212,403,593		212,106,718		212,106,718			
Diluted		212,403,593		212,106,718		212,111,790			
Net (loss) income per share attributable to common stockholders									
Basic	\$	(0.03)	\$	(0.05)	\$	0.04			
Diluted	\$	(0.03)	\$	(0.05)	\$	0.04			



	Three I	Months Ended					
Fee Income:		March 31, 2016 March 31, 2015 December 31,					
Property management	\$	1,521	\$	1,329	\$	1,489	
Asset management (1)		1,714		-		-	
Acquisition and Leasing		-		16		3,247	
Other		182		190		112	
Total fee income	\$	3,417	\$	1,535	\$	4,848	

As a result of deconsolidating our real estate funds that were accounted for at fair value on January 1, 2016, asset management fees are now included in fee income, as opposed to a reduction of income attributable to noncontrolling interests in the prior periods. (See page 18 for asset management fees recognized in prior periods.)

	Inree Months Ended						
Other Income:		rch 31, 2016	March 31, 2015		Decem	ber 31, 2015	
Lease termination income	\$	10,955	\$	391	\$	665	
Other (primarily tenant requested work)		6,505		2,569		3,186	
Total other income	\$	17,460	\$	2,960	\$	3,851	

	Three Months Ended						
	March 31, 2016	Mar	ch 31, 2015	Decem	ber 31, 2015		
ation expense \$	1,772	\$	1,174	\$	1,297		
	9,111		7,391		11,305		
ome")	204		733		1,042		
	2,874		3,315		-		
\$	13,961	\$	12,613	\$	13,644		
		me") \$ 1,772 9,111 204 2,874	March 31, 2016 March	March 31, 2016 March 31, 2015 ation expense \$ 1,772 \$ 1,174 9,111 7,391  me") 204 733 2,874 3,315	March 31, 2016 March 31, 2015 December \$ 1,772 \$ 1,174 \$ 9,111 7,391 me") 204 733 2,874 3,315		

	Three Months Ended						
Interest and Other Income:		ch 31, 2016	March	31, 2015	December 31, 2015		
Preferred equity investment income (1)	\$	1,416	\$	-	\$	-	
Interest income		80		121		226	
Mark-to-market of deferred compensation plan assets							
(offset by an increase in the mark-to-market of plan liabilities,							
which is included in "general and administrative" expenses)		204		733		1,042	
Total interest and other income	\$	1,700	\$	854	\$	1,268	

Represents 100% of the investment income from PGRESS Equity Holdings, L.P., of which our share is \$345.

	Three Months Ended						
Interest and Debt Expense:	March 31, 2016 March 31, 2015 December 31,						
Interest expense	\$	35,861	\$	41,304	\$	40,610	
Amortization of deferred financing costs		1,258		584		811	
Total interest and debt expense	\$	37,119	\$	41,888	\$	41,421	



(unaudited and in thousands, except share and per share amounts)

			Three	Months Ended		
	Mar	ch 31, 2016	March 31, 2015		Dece	ember 31, 2015
Reconciliation of net (loss) income to FFO and Core FFO:		_				
Net (loss) income	\$	(7,487)	\$	(11,427)	\$	20,065
Real estate depreciation and amortization (including pro rata						
share of unconsolidated joint ventures)		76,351		75,059		72,469
FFO (1)		68,864		63,632		92,534
Less FFO attributable to noncontrolling interests in:						
Consolidated real estate funds		448		(2,420)		(4,726)
Consolidated joint ventures		(8,147)		(7,369)		(11,256)
FFO attributable to Paramount Group Operating Partnership		61,165		53,843		76,552
Less FFO attributable to noncontrolling interests in Operating Partnership		(11,917)		(10,526)		(14,993)
FFO attributable to common stockholders (1)	\$	49,248	\$	43,317	\$	61,559
Per diluted share	\$	0.23	\$	0.20	\$	0.29
FFO	\$	68,864	\$	63,632	\$	92,534
Non-core (income) expense:	Ţ	00,004	Ÿ	03,032	Y	3 <b>2,</b> 334
Acquisition and transaction related costs		935		1,139		523
Severance costs		2,874		3,315		-
Unrealized gain on interest rate swaps (including pro rata		_,0,,		3,313		
share of unconsolidated joint ventures)		(6,860)		(12,364)		(27,328)
Core FFO <sup>(1)</sup>		65,813		55,722		65,729
Less Core FFO attributable to noncontrolling interests in:		03,013		33,722		03,723
Consolidated real estate funds		448		(2,420)		(4,726)
Consolidated joint ventures		(5,414)		(4,871)		(4,809)
Core FFO attributable to Paramount Group Operating Partnership		60,847	_	48,431		56,194
Less Core FFO attributable to noncontrolling interests in Operating Partnership		(11,855)		(9,468)		(11,006)
Core FFO attributable to common stockholders (1)	\$	48,992	\$	38,963	\$	45,188
Per diluted share	\$	0.23	\$	0.18	\$	0.21
Reconciliation of weighted average shares outstanding:						
Weighted average shares outstanding		212,403,593		212,106,718		212,106,718
Effect of dilutive securities		4,366		11,928		5,072
Denominator for FFO per diluted share		212,407,959		212,118,646		212,111,790

<sup>(1)</sup> See page 37 for our definition of this measure.



			Three Mo	onths Ended		
	Marc	ch 31, 2016	March	31, 2015	Decem	ber 31, 2015
Reconciliation of Core FFO to FAD:						
Core FFO	\$	65,813	\$	55,722	\$	65,729
Add (subtract) adjustments to arrive at FAD:						
Amortization of stock-based compensation expense		1,772		1,174		1,297
Amortization of deferred financing costs (including						
pro rata share of unconsolidated joint ventures)		1,309		584		862
Amortization of above (below) market leases, net		3,619		(890)		(6,678)
Recurring tenant improvements, leasing commissions						
and other capital expenditures		(20,428)		(18,093)		(41,325)
Straight-line rent adjustments (including pro rata share						
of unconsolidated joint ventures)		(19,970)		(15,910)		(19,488)
Unrealized gains on real estate fund investments		-		(873)		(4,435)
FAD <sup>(1)</sup>		32,115		21,714		(4,038)
Less FAD attributable to noncontrolling interests in:						
Consolidated real estate funds		448		(1,903)		(880)
Consolidated joint ventures		(517)		1,135		4,416
FAD attributable to Paramount Group Operating Partnership		32,046		20,946		(502)
Less FAD attributable to noncontrolling interests in Operating Partnership		(6,244)		(4,094)		98
FAD attributable to common stockholders (1) (2)	\$	25,802	\$	16,852	\$	(404)
FAD payout ratio (1) (2)		78.2%		119.6%		n/a

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> FAD attributable to common stockholders and the related payout ratios on a quarterly basis are not necessarily indicative of future FAD and related payout ratios due to the fluctuation in the timing of tenant improvements, leasing commissions and cash rents received from leases for which such costs are incurred.



Add (subtract) adjustments to arrive at EBITDA:  Depreciation and amortization 74,812 73,583 70,966 Interest and debt expense 37,119 41,888 41,42 Income tax expense (benefit) 363 574 (14 Pro rata share of above adjustments of				Three I	Months Ended		
Net (loss) income		Marc	ch 31, 2016	Mar	ch 31, 2015	Decen	nber 31, 2015
Add (subtract) adjustments to arrive at EBITDA:  Depreciation and amortization 74,812 73,583 70,966   Interest and debt expense 37,119 41,888 41,42   Income tax expense (benefit) 363 574 (144   Pro rata share of above adjustments of unconsolidated joint ventures 2,939 3,190 2,88   EBITDA (1) 107,746 107,808 135,19   Less EBITDA attributable to noncontrolling interests in:  Consolidated real estate funds 450 (3,414) (5,56   Consolidated real estate funds (15,077) (15,909) (17,84   Pro rata share of EBITDA (1) \$ 93,119 \$ 88,485 \$ 111,77    EBITDA \$ 107,746 \$ 107,808 \$ 135,19    Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs 935 1,139 52   Severance costs 9,31 1,139 52   Seve	Reconciliation of net (loss) income to EBITDA and Adjusted EBITDA:		_		_		_
Depreciation and amortization   74,812   73,583   70,966     Interest and debt expense   37,119   41,888   41,42     Income tax expense (benefit)   363   574   (144     Pro rata share of above adjustments of unconsolidated joint ventures   2,939   3,190   2,88     EBITDA   107,746   107,808   135,19     Less EBITDA attributable to noncontrolling interests in:     Consolidated real estate funds   450   (3,414)   (5,56     Consolidated joint ventures   (15,077)   (15,909)   (17,84     Pro rata share of EBITDA   \$ 93,119   \$ 88,485   \$ 111,77     EBITDA   \$ 107,746   \$ 107,808   \$ 135,19     Add (subtract) adjustments to arrive at adjusted EBITDA:	Net (loss) income	\$	(7,487)	\$	(11,427)	\$	20,065
Interest and debt expense   37,119   41,888   44,42     Income tax expense (benefit)   363   574   (14     Pro rata share of above adjustments of unconsolidated joint ventures   2,939   3,190   2,88     EBITDA (1)	Add (subtract) adjustments to arrive at EBITDA:						
Income tax expense (benefit)   363   574   (140	Depreciation and amortization		74,812		73,583		70,966
Pro rata share of above adjustments of unconsolidated joint ventures 2,939 3,190 2,88 EBITDA (1) 107,746 107,808 135,19 Less EBITDA attributable to noncontrolling interests in:  Consolidated real estate funds 450 (3,414) (5,56 Consolidated joint ventures (15,077) (15,909) (17,84 Pro rata share of EBITDA (1) \$ 93,119 \$ 88,485 \$ 111,77 Pro rata share of EBITDA (1) \$ 107,746 \$ 107,808 \$ 135,19 Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs 935 1,139 52 Severance costs 935 1,139 52 Severance costs 2,874 3,315 - Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures) (6,860) (12,364) (27,32 EBITDA from real estate funds 844 (4,010) (6,11 consolidated for the consoli	Interest and debt expense		37,119		41,888		41,421
unconsolidated joint ventures         2,939         3,190         2,88           EBITDA (1)         107,746         107,808         135,19           Less EBITDA attributable to noncontrolling interests in:         Consolidated real estate funds         450         (3,414)         (5,56           Consolidated joint ventures         (15,077)         (15,909)         (17,84           Pro rata share of EBITDA (1)         \$ 93,119         \$ 88,485         \$ 111,77           EBITDA         \$ 107,746         \$ 107,808         \$ 135,19           Add (subtract) adjustments to arrive at adjusted EBITDA:         Acquisition and transaction related costs         935         1,139         52           Severance costs         2,874         3,315         -           Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures)         (6,860)         (12,364)         (27,32           EBITDA from real estate funds         844         (4,010)         (6,11	Income tax expense (benefit)		363		574		(140)
EBITDA 107,746 107,808 135,19  Less EBITDA attributable to noncontrolling interests in:  Consolidated real estate funds 450 (3,414) (5,566  Consolidated joint ventures (15,077) (15,909) (17,847)  Pro rata share of EBITDA (1) \$ 93,119 \$ 88,485 \$ 111,77  EBITDA \$ 107,746 \$ 107,808 \$ 135,199  Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs 935 1,139 52  Severance costs 935 1,139 52  Severance costs 2,874 3,315 -  Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures) (6,860) (12,364) (27,322)  EBITDA from real estate funds 844 (4,010) (6,111)	Pro rata share of above adjustments of						
Less EBITDA attributable to noncontrolling interests in:  Consolidated real estate funds Consolidated joint ventures (15,077) (15,909) (17,844)  Pro rata share of EBITDA  \$ 93,119 \$ 88,485 \$ 111,777  EBITDA  \$ 107,746 \$ 107,808 \$ 135,197  Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs Severance costs 935 1,139 52  Severance costs 2,874 3,315 -  Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures)  EBITDA from real estate funds  \$ 450 (3,414) (5,566 (12,909) (17,844) (17,845) (17,845) (17,846) (17,846) (17,846) (17,846) (17,846) (17,847)	<u> </u>		2,939		3,190		2,880
Consolidated real estate funds         450         (3,414)         (5,560           Consolidated joint ventures         (15,077)         (15,909)         (17,840)           Pro rata share of EBITDA (1)         \$ 93,119         \$ 88,485         \$ 111,770           EBITDA         \$ 107,746         \$ 107,808         \$ 135,190           Add (subtract) adjustments to arrive at adjusted EBITDA:         Acquisition and transaction related costs         935         1,139         52           Severance costs         2,874         3,315         -           Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures)         (6,860)         (12,364)         (27,32)           EBITDA from real estate funds         844         (4,010)         (6,11)	EBITDA <sup>(1)</sup>		107,746		107,808		135,192
Consolidated joint ventures	Less EBITDA attributable to noncontrolling interests in:						
Pro rata share of EBITDA (1)   \$ 93,119   \$ 88,485   \$ 111,77	Consolidated real estate funds		450		(3,414)		(5,567)
EBITDA \$ 107,746 \$ 107,808 \$ 135,19  Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs 935 1,139 52  Severance costs 2,874 3,315 -  Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures) (6,860) (12,364) (27,32)  EBITDA from real estate funds	Consolidated joint ventures		(15,077)		(15,909)		(17,849)
Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs  Severance costs  Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures)  EBITDA from real estate funds  Acquisition and transaction related costs  935  1,139  52  2,874  3,315  -  (6,860)  (12,364)  (27,32  (4,010)  (6,11	Pro rata share of EBITDA <sup>(1)</sup>	\$	93,119	\$	88,485	\$	111,776
Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs  Severance costs  1,139  52  52  52  52  53  54  55  Cunrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures)  EBITDA from real estate funds  (6,860)  (12,364)  (27,32  (6,11)							
Add (subtract) adjustments to arrive at adjusted EBITDA:  Acquisition and transaction related costs  Severance costs  1,139  52  52  52  52  53  54  55  Cunrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures)  EBITDA from real estate funds  (6,860)  (12,364)  (27,32  (6,11)							
Acquisition and transaction related costs 935 1,139 52 Severance costs 2,874 3,315 - Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures) (6,860) (12,364) (27,32) EBITDA from real estate funds 844 (4,010) (6,11)		\$	107,746	\$	107,808	\$	135,192
Severance costs 2,874 3,315 - Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures) (6,860) (12,364) (27,32 EBITDA from real estate funds 844 (4,010) (6,11							
Unrealized gain on interest rate swaps (including pro rata share of unconsolidated joint ventures) (6,860) (12,364) (27,32 EBITDA from real estate funds 844 (4,010) (6,11	•		935		•		523
share of unconsolidated joint ventures)       (6,860)       (12,364)       (27,32         EBITDA from real estate funds       844       (4,010)       (6,11	Severance costs		2,874		3,315		-
EBITDA from real estate funds         844         (4,010)         (6,11)	Unrealized gain on interest rate swaps (including pro rata						
	•		(6,860)		(12,364)		(27,328)
	EBITDA from real estate funds		844		(4,010)		(6,114)
Adjusted EBITDA <sup>(1)</sup> 105,539 95,888 102,27	Adjusted EBITDA <sup>(1)</sup>		105,539		95,888		102,273
Less Adjusted EBITDA attributable to noncontrolling interests in	Less Adjusted EBITDA attributable to noncontrolling interests in						
consolidated joint ventures (12,344) (13,411) (11,40	consolidated joint ventures		(12,344)		(13,411)		(11,401)
Pro rata share of Adjusted EBITDA <sup>(1)</sup> \$ 93,195 \$ 82,477 \$ 90,87	Pro rata share of Adjusted EBITDA <sup>(1)</sup>	\$	93,195	\$	82,477	\$	90,872

<sup>(1)</sup> See page 37 for our definition of this measure.



			Three N	Months Ended		
	Marc	ch 31, 2016	Mar	ch 31, 2015	Decem	ber 31, 2015
conciliation of net (loss) income to NOI and Cash NOI:						
Net (loss) income	\$	(7,487)	\$	(11,427)	\$	20,065
Add (subtract) adjustments to arrive at NOI and Cash NOI:						
Depreciation and amortization		74,812		73,583		70,966
General and administrative		13,961		12,613		13,64
Interest and debt expense		37,119		41,888		41,42
Acquisition and transaction related costs		935		1,139		52
Income tax expense (benefit)		363		574		(14
NOI from unconsolidated joint ventures		4,428		3,781		4,21
Income from real estate fund investments		-		(5,221)		(7,74
Loss from unconsolidated real estate funds		326		-		-
Income from unconsolidated joint ventures		(1,496)		(975)		(2,40
Fee income		(3,417)		(1,535)		(4,84
Interest and other income, net		(1,700)		(854)		(1,26
Unrealized gain on interest rate swaps		(6,860)		(11,978)		(26,26
NOI (1)		110,984		101,588		108,16
Less NOI attributable to noncontrolling interests in:						
Consolidated real estate funds		450		(197)		2
Consolidated joint ventures		(11,269)		(13,422)		(11,39
Pro rata share of NOI (1)	\$	100,165	\$	87,969	\$	96,81
NOI	\$	110,984	\$	101,588	\$	108,16
Less:	•	,	•	,		,
Straight-line rent adjustments (including pro rata						
share of unconsolidated joint ventures)		(19,970)		(15,910)		(19,48
Amortization of above (below) market leases, net		3,619		(890)		(6,67
Cash NOI (1)		94,633		84,788		81,99
Less Cash NOI attributable to noncontrolling interests in:						
Consolidated real estate funds		450		(197)		4
Consolidated joint ventures		(7,844)		(9,250)		(6,72
Pro rata share of Cash NOI (1)	\$	87,239	\$	75,341	\$	75,32

<sup>(1)</sup> See page 37 for our definition of this measure.



				Three M	lonths E	nded March	<b>31, 20</b>	<b>L6</b>		
		Total	N	ew York	Wash	ington, D.C.	San	Francisco		Other
Reconciliation of net (loss) income to NOI and Cash NOI:										
Net (loss) income	\$	(7,487)	\$	8,089	\$	(433)	\$	470	\$	(15,613)
Add (subtract) adjustments to arrive at NOI:										
Depreciation and amortization		74,812		53,161		7,742		13,520		389
General and administrative		13,961		-		-		-		13,961
Interest and debt expense		37,119		16,942		5,133		13,793		1,251
Acquisition and transaction related costs		935		-		-		-		935
Income tax expense (benefit)		363		-		(716)		28		1,051
NOI from unconsolidated joint ventures		4,428		4,347		-		-		81
Loss from unconsolidated real estate funds		326		-		-		-		326
Income from unconsolidated joint ventures		(1,496)		(1,476)		-		-		(20)
Fee income		(3,417)		-		-		-		(3,417)
Interest and other income, net		(1,700)		(49)		(19)		(6)		(1,626)
Unrealized gain on interest rate swaps		(6,860)		(1,501)		-		(5,359)		-
NOI <sup>(1)</sup>		110,984		79,513		11,707		22,446		(2,682)
Less NOI attributable to noncontrolling interests in:										
Consolidated real estate funds		450		-		-		-		450
Consolidated joint ventures		(11,269)		-		-		(11,269)		-
Pro rata share of NOI for the three months ended March 31, 2016	\$	100,165	\$	79,513	\$	11,707	\$	11,177	\$	(2,232)
Pro rata share of NOI for the three months ended March 31, 2015	\$	87,969	\$	69,089	\$	11,374	\$	9,433	\$	(1,927)
NOI <sup>(1)</sup>	\$	110,984	\$	79,513	\$	11,707	\$	22,446	\$	(2,682)
Add (subtract) adjustments to arrive at Cash NOI:	•			10,000	•	,	-	,		(-//
Straight-line rent adjustments (including pro rata										
share of unconsolidated joint ventures)		(19,970)		(16,688)		(622)		(2,719)		59
Amortization of above (below) market leases, net		3,619		8,169		(553)		(3,997)		-
Cash NOI (1)		94,633		70,994		10,532		15,730		(2,623)
Less Cash NOI attributable to noncontrolling interests in:		3 .,000		7 0,55		10,001		20,700		(=,0=0)
Consolidated real estate funds		450		_		_		-		450
Consolidated joint ventures		(7,844)		_		_		(7,844)		-
Pro rata share of Cash NOI for the three months ended March 31, 2016	\$	87,239	\$	70,994	\$	10,532	\$	7,886	\$	(2,173)
Pro rata share of Cash NOI for the three months ended March 31, 2015	\$	75,341	\$	60,700	\$	10,469	\$	6,054	\$	(1,882)
		, 5,511		30,700		10, 103	Ψ	0,004	Ψ	(=,002)

<sup>(1)</sup> See page 37 for our definition of this measure.



(unaudited and in thousands)

			Three M	Ionths E	nded March	31, 201	.6	
AME STORE NOI <sup>(1)</sup> - GAAP	 Total	N	ew York	Wash	ington, D.C.	San	Francisco	 Other
Pro rata share of NOI for the three months ended March 31, 2016	\$ 100,165	\$	79,513	\$	11,707	\$	11,177	\$ (2,232)
Acquisitions (2)	(3,773)		(3,773)		-		-	-
Lease termination income (including pro rata share								
of unconsolidated joint ventures)	(11,000)		(10,968)	(3)	-		(32)	-
Other, net	 6,785		6,785	[3)	-			-
Pro rata share of Same Store NOI(1) for the three months ended March 31, 2016	\$ 92,177	\$	71,557	\$	11,707	\$	11,145	\$ (2,232)
Pro rata share of NOI for the three months ended March 31, 2015	\$ 							
	 Total	N	ew York		inded March ington, D.C.	-	Francisco	Other
Pro rata share of NOI for the three months ended March 31, 2015	\$ 87,969	\$	69,089	\$	11,374	\$	9,433	\$ (1,927)
Acquisitions	-		-		-		-	-
Lease termination income (including pro rata share of unconsolidated joint ventures)	(358)		(251)		-		(107)	-
Other, net	 -		-		-		-	-
Pro rata share of Same Store NOI <sup>(1)</sup> for the three months ended March 31, 2015	\$ 87,611	\$	68,838	\$	11,374	\$	9,326	\$ (1,927)
Increase (decrease) in Same Store NOI	\$ 4,566	\$	2,719	\$	333	\$	1,819	\$ (305)
• •	 			<u> </u>				 (
% Increase	5.2%		3.9%		2.9%		19.5%	

See page 37 for our definition of this measure.

Represents the acquisition of the remaining 35.8% equity interest that we did not previously own in 31 West 52nd Street.

Includes (i) \$10,861 of cash income from the termination of a lease with a tenant at 1633 Broadway, which was partially offset by (ii) \$10,057 of non-cash write-offs primarily related to the above market lease asset and (iii) a \$473 write-off of the tenant's accounts receivable.



				Three M	onths I	nded March	31, 20	16		
SAME STORE NOI <sup>(1)</sup> - CASH		Total	N	ew York	Wash	ington, D.C.	San	Francisco		Other
										(0.470)
Pro rata share of Cash NOI for the three months ended March 31, 2016	Ş	87,239	\$	70,994	\$	10,532	\$	7,886	Ş	(2,173)
Acquisitions (2)		(3,397)		(3,397)		-		-		-
Lease termination income (including pro rata share										
of unconsolidated joint ventures)		(11,000)		(10,968)	(3)	-		(32)		-
Other, net		473		473		-		-		-
Pro rata share of Same Store Cash NOI <sup>(1)</sup> for the three months ended March 31, 2016	\$	73,315	\$	57,102	\$	10,532	\$	7,854	\$	(2,173)

				Three M	lonths E	nded March	31, 2015		
		Total	N	ew York	Wash	ington, D.C.	San Fran	ncisco	Other
Pro rata share of Cash NOI for the three months ended March 31, 2015	\$	75,341	\$	60,700	\$	10,469	\$	6,054	\$ (1,882)
Acquisitions		-		-		-		-	-
Lease termination income (including pro rata share									
of unconsolidated joint ventures)		(358)		(251)		-		(107)	-
Other, net		-		-		-		-	-
Pro rata share of Same Store Cash NOI <sup>(1)</sup> for the three months ended March 31, 2015	\$	74,983	\$	60,449	\$	10,469	\$	5,947	\$ (1,882)
(Decrease) increase in Same Store Cash NOI	\$	(1,668)	\$	(3,347)	\$	63	\$	1,907	\$ (291)
1	<u> </u>	(=)000)		1-7-1-1	<u> </u>		<u>-</u>	_,	 (===7
% (Decrease) increase		(2.2%)		(5.5%)		0.6%		32.1%	

See page 37 for our definition of this measure.
Represents the acquisition of the remaining 35.8% equity interest that we did not previously own in 31 West 52nd Street.

<sup>(3)</sup> Includes \$10,861 of cash income from the termination of a lease with a tenant at 1633 Broadway.



		Con Total	solida	ited Joint Ven	turoc											
		Total			tures					Cons	olida <sup>.</sup>	ted Joint Ven	tures			
	Joi	onsolidated nt Ventures	М	One arket Plaza		PGRESS Equity Idings L.P.	Dev	sidential relopment Fund <sup>(1)</sup>		Total onsolidated nt Ventures	Ma	One arket Plaza	E	GRESS Equity dings L.P.		al Estate unds <sup>(1)</sup>
Ownership %	· <u> </u>			49.0%		24.4%		13.4%		_		49.0%	- 2	25.4%	V	arious
ASSETS:																
Rental property, net	\$	1,270,724	\$	1,270,724	\$	-	\$	68,767	\$	1,276,358	\$	1,276,358	\$	-	\$	67,286
Cash and cash equivalents		6,565		6,150		415		4,814		7,115		6,539		576		14,495
Restricted cash		13,428		13,428		-		-		13,188		13,188		-		-
Real estate fund investments (1)		-		-		-		-		-		-		-		416,438
Preferred equity investments		54,304		-		54,304		-		53,941		-		53,941		-
Deferred rent receivable		21,106		21,106		-		-		18,386		18,386		-		-
Accounts and other receivables, net		397		397		-		595		327		327		-		287
Deferred charges, net		5,148		5,148		-		-		4,958		4,958		-		-
Intangible assets, net		66,099		66,099		-		-		71,305		71,305		-		-
Other assets		352		352				8		664		664				16
Total Assets	\$	1,438,123	\$	1,383,404	\$	54,719	\$	74,184	\$	1,446,242	\$	1,391,725	\$	54,517	\$	498,522
LIABILITIES:								_		_						
Notes and mortgages payable, net	ć	857,893	\$	857,893	\$		Ś	_	Ś	857,037	Ś	857,037	\$		\$	_
Loans payable to noncontrolling	Ş	037,033	Ą	637,633	Ą	-	Ş	-	Ş	637,037	Ş	637,037	Ş	-	Ş	-
interests								_				_				45,662
Accounts payable and accrued expenses		28,267		28,267		-		- 1,527		28,548		28,548		-		936
Interest rate swap liabilities		50,046		50,046		-		- 1,327		55,404		55,404		-		-
Interest rate swap habilities Intangible liabilities, net		60,823		60,823		<u>-</u>		-		65,011		65,011		- -		-
Other liabilities		3,188		3,188		-		20		2,888		2,659		229		184
Total Liabilities		1,000,217	_	1,000,217	_			1,547		1,008,888	_	1,008,659	_	229		46,782
Total Liabilities		1,000,217		1,000,217				1,347		1,000,000		1,008,033		223		40,762
EQUITY:																
Paramount Group, Inc.																
stockholders' equity		199,805		187,222		12,583		9,702		200,505		187,282		13,223		37,103
Noncontrolling interests		238,101		195,965		42,136		62,935		236,849		195,784		41,065		414,637
Total Equity		437,906		383,187		54,719		72,637		437,354		383,066	_	54,288		451,740
TOTAL LIABILITIES AND EQUITY	\$	1,438,123	\$	1,383,404	\$	54,719	\$	74,184	\$	1,446,242	\$	1,391,725	\$	54,517	\$	498,522

<sup>(1)</sup> On January 1, 2016, we adopted ("ASU 2015-02") Amendments to the Consolidation Analysis to ASC Topic 810, Consolidation, which resulted in the deconsolidation of all of our real estate fund investments that were accounted for at fair value, except for the Residential Development Fund, which is accounted for at historical cost and will continue to be consolidated into our financial statements.



ı	lunauditad	and	in	thousands)	

(unaudited and in thousands)																
						rch 31, 2016								arch 31, 2015		
			lidate	d Joint Ven	tures						idate	d Joint Ver	nture	es		
		Total						sidential		Total						
	Cons	solidated		One		RESS Equity		elopment	Co	nsolidated	_	1 West		One		al Estate
	_	Ventures		rket Plaza	_	ldings L.P.	_	und <sup>(1)</sup>		nt Ventures	_	nd Street		arket Plaza		ınds <sup>(1)</sup>
Total revenues	\$	29,619	\$	29,619	\$	-	\$	833	\$	42,937	\$	17,121	\$	25,816	\$	811
Total operating expenses		7,173		7,173				1,352		12,933		6,124		6,809		582
Net operating income		22,446		22,446		-		(519)		30,004		10,997		19,007		229
Depreciation and amortization		(13,520)		(13,520)		-		(259)		(19,415)		(6,514)		(12,901)		(243)
Income from real estate fund investments (1)		-		-		-		-		-		-		-		5,221
Interest and other income, net		1,422		6		1,416		1		18		15		3		-
Interest and debt expense		(13,793)		(13,793)		-		-		(18,280)		(5,156)		(13,124)		(993)
Unrealized gain on interest rate swaps		5,359		5,359				-		5,331		1,457		3,874		-
Net income (loss) before income taxes		1,914		498		1,416		(777)		(2,342)		799		(3,141)		4,214
Income tax (expense) benefit		(28)		(28)		-		1		(2)		-		(2)		(1)
Net income (loss)	\$	1,886	\$	470	\$	1,416	\$	(776)	\$	(2,344)	\$	799	\$	(3,143)	\$	4,213
													-			
Paramount Group, Inc.'s pro rata share																
Ownership %	_	Total	_	49.0%		24.4%	_	13.4%		Total		64.2%		49.0%		arious
Net income (loss)	\$	456	\$	111	\$	345	\$	(344)	\$	(1,029)	\$	513	\$	(1,542)	\$	272
Add: Management fee income		178		178		-		242		226		122		104		1,334
Add: Carried interest						-				-		-		-		398
Net income (loss) attributable to Paramount Group, Inc.		634		289		345		(102)		(803)		635		(1,438)		2,004
Add: Real estate depreciation and amortization		6,625		6,625		-		33		10,505		4,182		6,323		32
FFO <sup>(2)</sup>		7,259		6,914		345		(69)		9,702		4,817		4,885		2,036
Less: Unrealized gain on interest rate swaps		(2,626)		(2,626)		-				(2,833)		(935)		(1,898)		-
Core FFO <sup>(2)</sup>	\$	4,633	\$	4,288	\$	345	\$	(69)	\$	6,869	\$	3,882	\$	2,987	\$	2,036
Noncontrolling Interests' pro rata share																
Ownership %		Total		51.0%		75.6%	8	86.6%		Total		35.8%		51.0%	V	arious
Net income (loss)	\$	1,430	\$	359	\$	1,071	\$	(432)	\$	(1,315)	\$	286	\$	(1,601)	\$	3,941
Less: Management fee expense		(178)		(178)		-		(242)		(226)		(122)		(104)		(1,334)
Less: Carried interest		-		-		-		-		-		-		-		(398)
Net income (loss) attributable to noncontrolling interests		1,252		181		1,071		(674)		(1,541)		164		(1,705)		2,209
Add: Real estate depreciation and amortization		6,895		6,895		-		226		8,910		2,332		6,578		211
FFO (2)	_	8,147	_	7,076		1,071		(448)		7,369	_	2,496		4,873		2,420
Less: Unrealized gain on interest rate swaps		(2,733)		(2,733)		-		- '		(2,498)		(522)		(1,976)		-
Core FFO <sup>(2)</sup>	\$	5,414	\$	4,343	\$	1,071	\$	(448)	\$	4,871	\$	1,974	\$	2,897	\$	2,420

On January 1, 2016, we adopted ("ASU 2015-02") Amendments to the Consolidation Analysis to ASC Topic 810, Consolidation, which resulted in the deconsolidation of all of our real estate fund investments that were accounted for at fair value, except for the Residential Development Fund, which is accounted for at historical cost and will continue to be consolidated into our financial statements.

<sup>(2)</sup> See page 37 for our definition of this measure.



	P	s of N	1arch 31, 201	.6			As	of Dec	ember 31, 20	15	
	 Total	Fif	712 th Avenue		er-Center, ermany <sup>(1)</sup>		Total	Fift	712 th Avenue		er-Center, rmany <sup>(1)</sup>
Ownership %			50.0%		9.5%				50.0%		9.5%
ASSETS:											
Rental property, net	\$ 218,407	\$	212,052	\$	6,355	\$	220,765	\$	214,139	\$	6,626
Cash and cash equivalents	16,619		15,696		923		18,388		17,341		1,047
Restricted Cash	323		323		-		323		323		-
Deferred rent receivable	12,680		12,680		-		12,479		12,479		-
Accounts and other receivables, net	809		809		-		1,179		1,179		-
Deferred charges, net	9,283		9,283		-		9,704		9,704		-
Other assets	 3,584		3,273		311		492	_	311		181
Total Assets	\$ 261,705	\$	254,116	\$	7,589	\$	263,330	\$	255,476	\$	7,854
LIABILITIES:											
Notes and mortgages payable, net	\$ 268,899	\$	245,684	\$	23,215	\$	269,725	\$	245,582	\$	24,143
Accounts payable and accrued expenses	4,193		4,183		10		5,450		5,324		126
Interest rate swap liabilities	9,146		9,146		-		9,146		9,146		-
Other liabilities	620		367		253		649		530		119
Total Liabilities	282,858		259,380		23,478		284,970		260,582		24,388
Total Equity	(21,153)		(5,264)		(15,889)		(21,640)		(5,106)		(16,534)
TOTAL LIABILITIES AND EQUITY	\$ 261,705	\$	254,116	\$	7,589	\$	263,330	\$	255,476	\$	7,854

<sup>(1)</sup> We account for our interest in Oder-Center, Germany on a one quarter lag basis.



(unaudited and in thousands)		Three M	onths	Ended March	31 201	6	Three M	onths Fr	nded March 3	31 2011	5
		Timee ivi	Ontins	712		r-Center,	 Till CC IVI	ontino Er	712		r-Center,
		Total	Fift	h Avenue		many <sup>(1)</sup>	Total	Fift	h Avenue		many <sup>(1)</sup>
Total revenues	\$	15,366	\$	14,312	\$	1,054	\$ 14,939	\$	13,694	\$	1,245
Total operating expenses		5,818		5,617		201	6,415		6,228		187
Net operating income		9,548		8,695		853	 8,524		7,466		1,058
Depreciation and amortization expense		(3,103)		(3,008)		(95)	(3,041)		(2,930)		(111)
Unrealized gain on interest rate swaps		-		-		-	771		771		-
Interest and other income, net		14		14		-	2		2		-
Interest and debt expense		(3,022)		(2,748)		(274)	(3,758)		(3,428)		(330)
Net income before income taxes		3,437		2,953		484	2,498		1,881		617
Income tax expense		(2)		-		(2)	(13)		-		(13)
Net income	\$	3,435	\$	2,953	\$	482	\$ 2,485	\$	1,881	\$	604
Paramount Group, Inc.'s pro rata share											
Ownership %		Total		50.0%	!	9.5%	Total		50.0%	9	9.5%
Net income	\$	1,522	\$	1,476	\$	46	\$ 998	\$	940	\$	58
Less: Step-up basis adjustment		(26)		-		(26)	(23)		-		(23)
Net income attributable to Paramount Group, Inc.		1,496		1,476		20	975		940		35
Add: Real estate depreciation and amortization		1,539		1,504		35	1,476		1,465		11
FFO <sup>(2)</sup>		3,035		2,980	,	55	 2,451		2,405		46
Less: Unrealized gain on interest rate swaps		-		-		-	(386)		(386)		-
Core FFO (2)	\$	3,035	\$	2,980	\$	55	\$ 2,065	\$	2,019	\$	46
Joint Venture Partners' pro rata share											
Ownership %		Total		50.0%	g	0.5%	Total		50.0%	ç	90.5%
Net income	\$	1,913	\$	1,477	\$	436	\$ 1,487	\$	941	\$	546
Add: Real estate depreciation and amortization	•	1,590		1,504	•	86	1,565	•	1,465		100
FFO <sup>(2)</sup>		3,503		2,981	_	522	3,052	_	2,406		646
Less: Unrealized gain on interest rate swaps		- 5,505		-		-	(386)		(386)		-

We account for our interest in Oder-Center, Germany on a one quarter lag basis.

<sup>(2)</sup> See page 37 for our definition of this measure.



## **Property Funds:**

The following is a summary of the Property Funds, our ownership interests in these funds and the funds' ownership interest in the underlying investments, as of March 31, 2016.

	Paramount	60 Wall	One Market	50 Beale	
Fund	Ownership	Street	Plaza	Street	670 Broadway
Fund II	10.0%	46.3%	-	-	-
Fund III	3.1%	16.0%	2.0%	-	-
Fund VII/VII-H	7.2%	-	-	42.8%	100.0%
Total Property Funds		62.3%	2.0%	42.8%	100.0%
Other Investors	_	37.7%	98.0% (1)	57.2%	-
Total	<u>-</u>	100.0%	100.0%	100.0%	100.0%

The following is a summary of the Property Fund investments and our ownership interests in the underlying investments, as of March 31, 2016.

		Paramount	Square	%	%	Annualized	Rent (2)	
Investments	Submarket	Ownership	Feet	Leased	Occupied	 Amount	Per Square Foot (3)	
60 Wall Street	Downtown	5.1%	1,625,483	100.0%	100.0%	\$ 67,000,000 (4)	\$ 41.22	(4)
50 Beale Street	South Financial District	3.1%	663,483	98.6%	98.6%	34,328,000	52.91	
670 Broadway	NoHo	7.2%	75,945	49.8%	1.8%	N/A <sup>(5)</sup>	N/A	(5)

#### Alternative Investment Fund ("Fund VIII"):

The following is a summary of our ownership interests in Fund VIII and the underlying investments in Fund VIII, as of March 31, 2016.

			Fair Value o	f Investment				
Investments	Investment Type	Ownership	Interest Rate	Initial Maturity	Total		Our Share	
26 Broadway (6)	Mezzanine Loan	1.7%	8.3%	Jan-2022	\$	46,665,000	\$	793,000
1440 Broadway (7)	Mezzanine Loan	1.7%	6.4%	Oct-2019		40,020,000		680,000
700 Eighth Avenue (8)	Mortgage/Mezzanine Loans	1.7%	6.4%	Dec-2016		80,272,000		1,365,000
					\$	166,957,000	\$	2,838,000

<sup>(1)</sup> Includes a 49.0% direct ownership interest held by us.

<sup>(2)</sup> See page 37 for our definition of this measure.

<sup>(3)</sup> Excludes square feet and revenue from parking, storage, signage and roof space.

<sup>(4)</sup> Represents triple net base rent only.

<sup>(5)</sup> Property is currently being renovated and approximately 48.0% of the property has already been leased to Equinox at an initial rent of \$123.96 per square foot.

<sup>(6)</sup> Represents a \$46,000,000 mezzanine loan secured by the equity interests in the owner of 26 Broadway that bears interest at a fixed rate of 8.3%.

<sup>(7)</sup> Represents a \$40,000,000 mezzanine loan secured by the equity interests in the owner of 1440 Broadway that bears interest at LIBOR plus 600 bps.

<sup>(8)</sup> Represents a senior mortgage and a mezzanine loan aggregating \$80,000,000 secured by 700 Eighth Avenue that bears interest at LIBOR plus 600 bps.



(unaudited and in thousands, except share and per share amounts)

			\$	2,942,026
				40,000
				2,982,026
				(437,525)
				125,455
				2,669,956
Shares / Units		Share Price at		
Outstanding		March 31, 2016		
213,036,508	\$	15.95		3,397,932
51,443,466		15.95		820,524
264,479,974		15.95		4,218,456
			\$	6,888,412
	Outstanding 213,036,508 51,443,466	Outstanding 213,036,508 \$ 51,443,466	Outstanding         March 31, 2016           213,036,508         \$ 15.95           51,443,466         15.95	Outstanding         March 31, 2016           213,036,508         \$ 15.95           51,443,466         15.95

<sup>(1)</sup> Represents contractual amount due pursuant to the respective debt agreements.



Total Debt		Fixed Ra	ate Debt	Variable Rate Debt					
Consolidated Debt:	Am	nount	Rate	 Amount	Rate			Mount	Rate
1633 Broadway	\$ 1	,013,544	3.52%	\$ 1,000,000	3	54%	\$	13,544	2.19%
31 West 52nd Street		413,490	4.23%	237,600	6	.04%		175,890	1.78%
900 Third Avenue		274,337	4.23%	162,000	5	98%		112,337	1.70%
Waterview		210,000	5.76%	210,000	5	76%		-	-
1899 Pennsylvania Avenue		88,762	4.88%	88,762	4	.88%		-	-
Liberty Place		84,000	4.50%	84,000	4	50%		-	-
One Market Plaza		857,893	6.14%	857,893	6	14%		-	-
\$1.0 Billion Revolving Credit Facility		40,000	1.69%	-		-		40,000	1.69%
Total consolidated debt	2	2,982,026	4.64%	 2,640,255	5	.01%		341,771	1.76%
Noncontrolling interest's share		(437,525)	6.14%	(437,525)	6	14%		-	-
Pro rata share of consolidated debt	\$ 2	2,544,501	4.38%	\$ 2,202,730	4	79%	\$	341,771	1.76%
Unconsolidated Joint Venture Debt:									
712 Fifth Avenue	\$	246,500	4.23%	\$ 135,000	5	78%	\$	111,500	2.36%
Oder-Center, Germany		23,215	4.62%	23,215	4	62%		-	-
Total unconsolidated debt		269,715	4.27%	 158,215	5	61%		111,500	2.36%
Joint venture partners' share		(144,260)	4.29%	(88,510)	5	.50%		(55,750)	2.36%
Pro rata share of unconsolidated debt	\$	125,455	4.24%	\$ 69,705	5	74%	\$	55,750	2.36%
Pro Rata Share of Total Debt	\$ 2	2,669,956	4.37%	\$ 2,272,435	4.	82%	\$	397,521	1.84%

Revolving Credit Facility Covenants: (1)	Required	Actual
Total Debt / Total Assets	Less than 60%	41.6%
Secured Debt / Total Assets	Less than 45%	37.6%
Fixed Charge Coverage	Greater than 1.5x	3.0x
Unsecured Debt / Unencumbered Assets	Less than 60%	15.2%
Unencumbered Interest Coverage	Greater than 1.75x	21.7x

Debt Composition:	Amount	%
Fixed rate debt:		
Pro rata consolidated fixed rate debt	\$ 2,202,730	
Pro rata unconsolidated fixed rate debt	69,705	
Total fixed rate debt	2,272,435	85.1%
Variable rate debt:		
Pro rata consolidated variable rate debt	341,771	
Pro rata unconsolidated variable rate debt	55,750	
Total variable rate debt	397,521	14.9%
Pro Rata Share of Total Debt	\$ 2,669,956	100.0%

<sup>(1)</sup> This section presents ratios as of March 31, 2016 in accordance with the terms of the Company's revolving credit facility, which has been filed with the SEC. Management is not presenting these ratios and the related calculations for any other purpose or for any other period, and is not intending for these measures to otherwise provide information to investors about the Company's financial condition or results of operations. Investors should not rely on these measures other than for purposes of testing our compliance with the revolving credit facility.



Consolidated Debt:	:	2016	2017		2018	2019	2020	Th	ereafter	Total
31 West 52nd Street	\$	-	\$ 413,490	1) \$	-	\$ -	\$ -	\$	-	\$ 413,490
900 Third Avenue		-	274,337		-	-	-		-	274,337
Waterview		-	210,000		-	-	-		-	210,000
Liberty Place		-	-		84,000	-	-		-	84,000
One Market Plaza		-	-		-	857,893	-		-	857,893
1899 Pennsylvania Avenue		-	-		-	-	88,762		-	88,762
1633 Broadway		-	-		-	-	-	:	1,013,544	1,013,544
Revolving Credit Facility		-	-		40,000	-	-		-	40,000
Total consolidated debt	·	-	897,827		124,000	857,893	88,762		1,013,544	2,982,026
Noncontrolling interest's share		-	-		-	(437,525)	-		-	(437,525)
Pro rata share of consolidated debt	\$	-	\$ 897,827	\$	124,000	\$ 420,368	\$ 88,762	\$ :	1,013,544	\$ 2,544,501
712 Fifth Avenue Oder-Center, Germany Total unconsolidated debt Joint venture partners' share	\$	- - - -	\$ - - -	\$	246,500 - 246,500 (123,250)	\$ - - -	\$ - - -	\$	23,215 23,215 (21,010)	\$ 246,500 23,215 269,715 (144,260)
Pro rata share of unconsolidated debt	\$	-	\$ -	\$	123,250	\$ -	\$ -	\$	2,205	\$ 125,455
Pro rata share of total debt	\$	-	\$ 897,827	\$	247,250	\$ 420,368	\$ 88,762	\$ :	1,015,749	\$ 2,669,956
Weighted average rate	<u></u>	-	 4.59%	<u> </u>	3.91%	6.14%	 4.88%		3.52%	 4.37%
% of Debt Maturing		-	33.6%		9.3%	15.7%	3.3%		38.1%	100.0%

On May 3, 2016, we completed a \$500,000 refinancing of 31 West 52nd Street. The new 10 year loan is intrest only at a fixed rate of 3.80%. We realized net proceeds of approximately \$65,000 after the repayment of the existing loan, swap breakage costs and closing costs.

		%	Square	%	%	Annuali	zed Rent <sup>(2)</sup>
Property	Submarket	Ownership	Feet <sup>(1)</sup>	Leased <sup>(2)</sup>	Occupied <sup>(2)</sup>	Amount	Per Square Foot <sup>(3)</sup>
As of March 31, 2016							
New York:							
1633 Broadway	West Side	100.0%	2,643,065	92.4%	90.4%	\$ 156,347,000	\$ 70.83
1301 Avenue of the Americas	Sixth Ave / Rock Center	100.0%	1,767,992	97.0%	95.6%	127,765,000	76.23
1325 Avenue of the Americas	Sixth Ave / Rock Center	100.0%	814,892	96.9%	94.6%	50,475,000	67.67
31 West 52nd Street	Sixth Ave / Rock Center	100.0%	786,647	100.0%	100.0%	60,311,000	79.11
900 Third Avenue	East Side	100.0%	596,270	96.0%	96.0%	41,875,000	73.88
712 Fifth Avenue	Madison / Fifth Ave	50.0%	543,341	98.5%	98.5%	55,704,000	104.61
Subtotal / Weighted Average			7,152,207	95.7%	94.3%	492,477,000	75.95
Washington, D.C.:							
Waterview	Rosslyn, VA	100.0%	647,243	98.9%	98.9%	34,508,000	52.29
425 Eye Street	East End	100.0%	380,090	97.3%	96.5%	16,274,000	45.37
2099 Pennsylvania Avenue	CBD	100.0%	208,636	62.0%	62.0%	10,034,000	77.32
1899 Pennsylvania Avenue	CBD	100.0%	192,481	98.3%	98.3%	14,696,000	78.57
Liberty Place	East End	100.0%	174,205	88.4%	81.0%	10,939,000	77.01
Subtotal / Weighted Average			1,602,655	92.5%	91.5%	86,451,000	58.55
San Francisco:							
One Market Plaza	South Financial District	49.0%	1,611,125	98.3%	97.2%	99,427,000	64.61
Total / Weighted Average			10,365,987	95.6%	94.3%	\$ 678,355,000	\$ 71.44

<sup>(1)</sup> Represents the remeasured square feet, which includes an aggregate of 163,740 square feet of either Real Estate Board of New York ("REBNY") or Building Owners and Managers Association ("BOMA") remeasurement adjustments that are not reflected in current leases.

<sup>(2)</sup> See page 37 for our definition of this measure.

<sup>(3)</sup> Excludes square feet and revenue from parking, storage, theater, signage and roof space.

	Lease	Square Feet		% of Total	Annualized Rent <sup>(1)</sup>				% of	
Top 10 Tenants:	Expiration	Occupied		Square Feet		Amount	Per	Square Foot	<b>Annualized Rent</b>	
As of March 31, 2016			-							
The Corporate Executive Board Company	Jan-2028	625,062		6.0%	\$	32,601,000	\$	52.16	4.8%	
Barclays Capital, Inc.	Dec-2020	497,418		4.8%		31,521,000		63.37	4.6%	
Allianz Global Investors, LP	Jan-2031 <sup>(2)</sup>	326,457	(2)	3.1%		27,770,000		85.06	4.1%	
Clifford Chance LLP	Jun-2024	328,992		3.2%		25,494,000		77.49	3.8%	
Credit Agricole Corporate & Investment Bank	Feb-2023	311,291		3.0%		24,726,000		79.43	3.6%	
Commerzbank AG	May-2016 <sup>(3)</sup>	287,535	(3)	2.8%		24,267,000		84.40	3.6%	
Morgan Stanley & Company	Mar-2032 <sup>(4)</sup>	312,885	(4)	3.0%		22,070,000		70.54	3.3%	
Google, Inc.	Apr-2025	275,822		2.7%		17,707,000		64.20	2.6%	
Deloitte & Touche, LLP	Mar-2016	212,052		2.0%		16,727,000		78.88	2.5%	
WMG Acquisition Corp. (Warner Music Group)	Jul-2029	293,487		2.8%		16,301,000		55.54	2.4%	

	Square Feet	% of Occupied	Annualized	% of Annualized
ndustry Diversification:	Occupied	Square Feet	Rent	Rent
As of March 31, 2016			·	
Financial Services - Commercial and Investment Banking	1,912,878	19.9%	\$ 140,383,000	20.7%
Legal Services	1,762,397	18.4%	129,472,000	19.1%
Financial Services - All other	1,608,259	16.8%	128,851,000	19.0%
Technology and Media	1,433,307	14.9%	91,885,000	13.5%
Insurance	338,399	3.5%	28,468,000	4.2%
Retail	317,681	3.3%	27,064,000	4.0%
Accounting	275,263	2.9%	20,709,000	3.1%
Government	334,985	3.5%	15,906,000	2.3%
Real Estate	205,835	2.1%	15,657,000	2.3%
Other	1,401,534	14.7%	79,960,000	11.8%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2) 5,546</sup> of the square feet leased expires in December 2016.

<sup>(3)</sup> As of March 31, 2016, 144,712 of this square footage has been leased to other tenants pursuant to signed leases that are expected to commence following the May 2016 expiration.

<sup>(4) 52,056</sup> of the square feet leased expires in June 2017.



	 Total		New York	Was	shington, D.C.	Sa	n Francisco
Three Months Ended March 31, 2016:							
Total square feet leased	154,951		97,025		38,145		19,781
Pro rata share of total square feet leased:	140,301		92,463		38,145		9,693
Initial rent <sup>(1)</sup>	\$ 78.68	\$	81.09	\$	71.60	\$	85.27
Weighted average lease term (in years)	7.7		8.7		5.5		7.2
Tenant improvements and leasing commissions:							
Per square foot	\$ 52.94	\$	52.58	\$	54.77	\$	47.70
Per square foot per annum	\$ 6.83	\$	6.05	\$	9.88	\$	6.64
Percentage of initial rent	8.7%		7.5%		13.8%		7.8%
Rent concessions:							
Average free rent period (in months)	8.0		10.2		3.8		1.6
Average free rent period per annum (in months)	1.0		1.2		0.7		0.2
Second generation space: (1)							
Square feet	100,343		89,173		3,933		7,237
Cash basis:							
Initial rent <sup>(1)</sup>	\$ 81.67	\$	81.46	\$	79.82	\$	85.27
Prior escalated rent	\$ 82.71	\$	84.77	\$	78.95	\$	59.06
Percentage (decrease) increase	(1.3%) <sup>(2</sup>	2)	(3.9%) <sup>(2)</sup>	)	1.1%		44.4%
GAAP basis:							
Straight-line rent	\$ 79.79	\$	78.79	\$	80.13	\$	92.19
Prior straight-line rent	\$ 71.12	\$	70.13	\$	80.10	\$	78.49
Percentage increase	12.2% <sup>(2</sup>	2)	12.3% <sup>(2)</sup>	)	0.0%		17.5%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Includes the effect of a 52,555 square foot above-market lease at 1633 Broadway that was terminated in February 2016 and re-leased in March 2016. Excluding the impact of this lease, the percentage increase in Cash basis and GAAP basis rents was 27.0% and 38.2%, respectively, for our New York portfolio and 26.8% and 30.0%, respectively, for the total portfolio.

Year of	of Square Feet Annualized Rent (1)				% of Consolidated	
Lease Expiration (2)	of Expiring Leases		Amount	Per Square Foot (3)		Annualized Rent
Month to Month	3,397	\$	411,000	\$		0.1%
2Q 2016	360,440		29,604,000		81.59	4.3%
3Q 2016	130,070		9,193,000		70.72	1.3%
4Q 2016	32,676		2,915,000		91.07	0.4%
Total 2016	523,186		41,712,000		79.47	6.0%
					_	
1Q 2017	315,186		21,940,000		70.33	3.2%
Remaining 2017	218,093		17,483,000		80.63	2.5%
Total 2017	533,279		39,423,000		74.55	5.7%
2018	323,095		25,623,000		79.27	3.7%
2019	519,281		39,226,000		75.87	5.7%
2020	471,419		33,291,000		79.14	4.8%
2021	1,576,270		96,821,000		62.31	14.1%
2022	428,874		28,217,000		75.30	4.1%
2023	697,958		55,001,000		79.27	8.0%
2024	633,978		49,322,000		77.99	7.2%
2025	473,986		34,964,000		73.90	5.1%
Thereafter	3,523,988		242,454,000		68.41	35.5%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Leases that expire on the last day of the quarter are treated as occupied and are reflected as expiring space in the following quarter.

<sup>(3)</sup> Excludes square feet and revenue from parking, storage, theater, signage and roof space.

Year of	Year of Square Feet Annuali			ed Rent <sup>(1</sup>	1)	% of New York
Lease Expiration (2)	of Expiring Leases		Amount	Per Square Foot (3)		Annualized Rent
Month to Month	575	\$	110,000	\$		0.0%
2Q 2016	358,220		29,267,000		81.68	5.8%
3Q 2016	128,740	9,113,000			70.80	1.8%
4Q 2016	28,351		2,572,000		90.73	0.5%
Total 2016	515,311		40,952,000		79.46	8.1%
			_	'	_	
1Q 2017	309,640		21,667,000		70.72	4.3%
Remaining 2017	170,511	_	14,679,000		86.74	2.9%
Total 2017	480,151		36,346,000	'	76.42	7.2%
2018	233,554		20,112,000		86.05	4.0%
2019	244,340		21,305,000		89.02	4.3%
2020	339,831		24,041,000		83.51	4.8%
2021	945,543		64,226,000		70.15	12.8%
2022	159,107		9,614,000		110.55	1.9%
2023	557,742		43,734,000		78.90	8.7%
2024	551,909		43,008,000		78.15	8.6%
2025	104,011		8,980,000		86.34	1.8%
Thereafter	2,601,703		188,088,000		72.40	37.8%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Leases that expire on the last day of the quarter are treated as occupied and are reflected as expiring space in the following quarter.

<sup>(3)</sup> Excludes square feet and revenue from parking, storage, theater, signage and roof space.



Year of	Square Feet	Annualize	ed Rent <sup>(1)</sup>	% of Washington, D.C.
Lease Expiration (2)	of Expiring Leases	Amount	Per Square Foot (3)	Annualized Rent
Month to Month		\$ -	\$ -	-
2Q 2016	2,132	335,000	69.83	0.4%
3Q 2016	2,132	333,000	09.63	0.476
	-	-	-	-
4Q 2016		-	-	-
Total 2016	2,132	335,000	69.83	0.4%
1Q 2017	-	-	-	-
Remaining 2017	<u> </u>	<u>-</u>	<u>-</u>	<u> </u>
Total 2017	-	=	=	-
2018	-	-	-	-
2019	42,081	3,304,000	74.37	3.8%
2020	33,721	2,461,000	73.00	2.8%
2021	311,622	15,187,000	47.16	17.4%
2022	33,002	1,794,000	54.37	2.1%
2023	140,216	11,267,000	80.73	12.9%
2024	75,677	5,742,000	75.87	6.6%
2025	56,124	4,239,000	75.54	4.8%
Thereafter	751,991	43,048,000	55.05	49.2%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Leases that expire on the last day of the quarter are treated as occupied and are reflected as expiring space in the following quarter.

<sup>(3)</sup> Excludes square feet and revenue from parking, storage, theater, signage and roof space.

Year of	Year of Square Feet Annualized Rent (1)				1)	% of San Francisco
Lease Expiration (2)	of Expiring Leases		Amount		iquare Foot <sup>(3)</sup>	Annualized Rent
Month to Month	2,822	\$	301,000	\$	-	0.3%
2Q 2016	88		2,000		27.27	0.0%
3Q 2016	1,330		80,000		62.88	0.1%
4Q 2016	4,325		343,000		93.85	0.3%
Total 2016	5,743		425,000		84.57	0.4%
					_	_
1Q 2017	5,546		273,000		49.16	0.3%
Remaining 2017	47,582		2,804,000		58.94	2.8%
Total 2017	53,128		3,077,000		57.92	3.1%
2018	89,541		5,511,000		61.59	5.6%
2019	232,860		14,617,000		62.77	14.8%
2020	97,867		6,789,000		69.37	6.9%
2021	319,105		17,408,000		54.85	17.7%
2022	236,765		16,809,000		70.99	17.1%
2023	-		-		-	-
2024	6,392		572,000		89.44	0.6%
2025	313,851		21,745,000		69.45	22.0%
Thereafter	170,294		11,318,000		66.89	11.5%

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Leases that expire on the last day of the quarter are treated as occupied and are reflected as expiring space in the following quarter.

<sup>(3)</sup> Excludes square feet and revenue from parking, storage, theater, signage and roof space.



		Three Months Ended						
	Marc	h 31, 2016	March 31, 2015		December 31, 2015			
Capital expenditures to maintain assets:								
Recurring (1)	\$	4,541	\$	3,754	\$	5,549		
Non-recurring (1)	•	-	•	-	•	-		
Total capital expenditures to maintain assets	\$	4,541	\$	3,754	\$	5,549		
Tenant improvements:								
Recurring (1)	\$	13,576	\$	10,795	\$	10,064		
Non-recurring (1)		6,031	•	1,693	•	14,470		
Total tenant improvements	\$	19,607	\$	12,488	\$	24,534		
Leasing commissions:								
Recurring (1)	\$	2,311	\$	3,544	\$	25,712		
Non-recurring (1)	·	915		2,587	•	7,890		
Total leasing commissions	\$	3,226	\$	6,131	\$	33,602		
Total capital expenditures, tenant improvements								
and leasing commissions:								
Total recurring <sup>(1)</sup>	\$	20,428	\$	18,093	\$	41,325		
Total non-recurring <sup>(1)</sup>		6,946		4,280		22,360		
Total capital expenditures, tenant improvements								
and leasing commissions	\$	27,374	\$	22,373	\$	63,685		
Development expenditures: (1)								
One Market Plaza - Lobby and Retail repositioning	\$	4,460	\$	5,301	\$	3,973		
1633 Broadway - Plaza and Retail development (2)		3,043	•	93		3,940		
Residential Development Fund		1,152		-		708		
Other		391		-		-		
Total development expenditures	\$	9,046	\$	5,394	\$	8,621		

See page 37 for our definition of this measure.

Of the \$15,000 budget, \$11,711 has been expended as of March 31, 2016.



			Three	Months Ended		
	Marc	h 31, 2016	Marc	ch 31, 2015	Decem	ber 31, 2015
Capital expenditures to maintain assets:						
Recurring (1)	\$	2,529	\$	1,335	\$	2,568
Non-recurring (1)		-		-		-
Total capital expenditures to maintain assets	\$	2,529	\$	1,335	\$	2,568
Tenant improvements:						
Recurring (1)	\$	11,689	\$	10,468	\$	4,872
Non-recurring (1)		3,911		1,419		10,617
Total tenant improvements	\$	15,600	\$	11,887	\$	15,489
Leasing commissions:						
Recurring (1)	\$	687	\$	2,102	\$	18,976
Non-recurring (1)		659		-		4,027
Total leasing commissions	\$	1,346	\$	2,102	\$	23,003
Total capital expenditures, tenant improvements						
and leasing commissions:						
Total recurring <sup>(1)</sup>	\$	14,905	\$	13,905	\$	26,416
Total non-recurring (1)		4,570		1,419		14,644
Total capital expenditures, tenant improvements						
and leasing commissions	\$	19,475	\$	15,324	\$	41,060
Development expenditures: (1)						
1633 Broadway - Plaza and Retail development (2)	\$	3,043	\$	93	\$	3,940
Other		391		-		-
Total development expenditures	\$	3,434	\$	93	\$	3,940

<sup>(1)</sup> See page 37 for our definition of this measure.

<sup>(2)</sup> Of the \$15,000 budget, \$11,711 has been expended as of March 31, 2016.



		Three Months Ended						
	March 31, 2016		March 31, 2015		December 31, 2015			
Capital expenditures to maintain assets:								
Recurring (1)	\$	800	\$	1,694	\$	1,423		
Non-recurring (1)	•	-	•	-		-		
Total capital expenditures to maintain assets	\$	800	\$	1,694	\$	1,423		
Tenant improvements:								
Recurring (1)	\$	391	\$	38	\$	590		
Non-recurring (1)	·	2,120		274		3,853		
Total tenant improvements	\$	2,511	\$	312	\$	4,443		
Leasing commissions:								
Recurring (1)	\$	-	\$	731	\$	334		
Non-recurring (1)		256		2,587		3,863		
Total leasing commissions	\$	256	\$	3,318	\$	4,197		
Total capital expenditures, tenant improvements								
and leasing commissions:								
Total recurring (1)	\$	1,191	\$	2,463	\$	2,347		
Total non-recurring (1)		2,376		2,861		7,716		
Total capital expenditures, tenant improvements								
and leasing commissions	\$	3,567	\$	5,324	\$	10,063		

<sup>(1)</sup> See page 37 for our definition of this measure.



		Three Months Ended						
	Marc	h 31, 2016	March	March 31, 2015		oer 31, 2015		
Capital expenditures to maintain assets:								
Recurring (1)	\$	750	\$	725	\$	1,260		
Non-recurring (1)		-		-		-		
Total capital expenditures to maintain assets	\$	750	\$	725	\$	1,260		
Tenant improvements:								
Recurring (1)	\$	1,496	\$	289	\$	4,602		
Non-recurring <sup>(1)</sup>		-		-		-		
Total tenant improvements	\$	1,496	\$	289	\$	4,602		
Leasing commissions:								
Recurring (1)	\$	639	\$	711	\$	3,060		
Non-recurring (1)		-		-		-		
Total leasing commissions	\$	639	\$	711	\$	3,060		
Total capital expenditures, tenant improvements								
and leasing commissions:								
Total recurring <sup>(1)</sup>	\$	2,885	\$	1,725	\$	8,922		
Total non-recurring (1)	•	-		-		-		
Total capital expenditures, tenant improvements	·							
and leasing commissions	\$	2,885	\$	1,725	\$	8,922		
Development expenditures: (1)								
One Market Plaza - Lobby and Retail repositioning	\$	4,460	\$	5,301	\$	3,973		

<sup>(1)</sup> See page 37 for our definition of this measure.



		Three Months Ended						
	March	31, 2016	March	31, 2015	Decemb	oer 31, 2015		
Capital expenditures to maintain assets:								
Recurring (1)	\$	462	\$	_	Ś	298		
Non-recurring (1)	¥	-	Ÿ	_	Y	-		
Total capital expenditures to maintain assets	\$	462	\$	-	\$	298		
Tenant improvements:								
Recurring (1)	\$	-	\$	-	\$	-		
Non-recurring <sup>(1)</sup>		-		-		-		
Total tenant improvements	\$	-	\$	-	\$	-		
Leasing commissions:								
Recurring (1)	Ś	985	\$	-	Ś	3,342		
Non-recurring <sup>(1)</sup>	•	-	•	-	,	-,-		
Total leasing commissions	\$	985	\$	-	\$	3,342		
Total capital expenditures, tenant improvements								
and leasing commissions:								
Total recurring (1)	\$	1,447	\$	-	Ś	3,640		
Total non-recurring (1)	·	-	•	-		-		
Total capital expenditures, tenant improvements								
and leasing commissions	\$	1,447	\$	-	\$	3,640		
Development expenditures: (1)								
Residential Development Fund	Ś	1,152	\$		Ś	708		

<sup>(1)</sup> See page 37 for our definition of this measure.



Funds from Operations ("FFO") is calculated in accordance with the definition adopted by National Association of Real Estate Investment Trusts ("NAREIT"). NAREIT defines FFO as GAAP net income or loss adjusted to exclude net gains from sales of depreciated real estate assets, impairment losses on depreciable real estate and depreciation and amortization expense from real estate assets, including our share of such adjustments of unconsolidated joint ventures. FFO is commonly used in the real estate industry to assist investors and analysts in comparing results of real estate companies because it excludes the effect of real estate depreciation and amortization and net gain on sales, which are based on historical costs and implicitly assume that the value of real estate diminishes predictably over time, rather than fluctuating based on existing market conditions. FFO attributable to common stockholders represents the pro rata share of FFO that is attributable to common stockholders and is calculated by reducing noncontrolling interests in consolidated joint ventures, real estate funds and Operating Partnership's pro rata share of FFO from FFO.

FFO Payout Ratio is calculated as dividends per share divided by diluted FFO per share.

Core Funds from Operations ("Core FFO") is calculated by adjusting FFO for certain other items, including acquisition and transaction related costs, severance costs and unrealized gains or losses on interest rate swaps, including our share of such adjustments of unconsolidated joint ventures. We present Core FFO as an alternative measure of our operating performance, which adjusts FFO for items that we believe enhance the comparability of our FFO across periods. In future periods, we may also exclude other items from Core FFO that we believe may help investors compare our results. Core FFO attributable to common stockholders represents the pro rata share of Core FFO that is attributable to common stockholders and is calculated by reducing noncontrolling interests in consolidated joint ventures, real estate funds and in Operating Partnership's pro rata share of Core FFO from Core FFO.

**Core FFO Payout Ratio** is calculated as dividends per share divided by Core FFO per share.

Funds Available for Distribution ("FAD") is calculated as Core FFO less (i) recurring tenant improvements, leasing commissions and other capital expenditures (ii) straight-line rent adjustments (iii) unrealized gain on real estate fund investments and (iv) amortization of above and below-market leases, net, plus (v) amortization of stock-based compensation expense and (vi) amortization of deferred financing costs. FAD is commonly used in the real estate industry as a measure of the ability to fund cash needs and make dividend payments. FAD does not represent cash generated from operating activities determined in accordance with GAAP, as presented in our consolidated statements of cash flow and may not be comparable to other real estate companies. FAD attributable to common stockholders represents the pro rata share of FAD that is attributable to common stockholders and is calculated by reducing noncontrolling interests in consolidated joint ventures, real estate funds and in Operating Partnership's pro rata share of FAD from FAD.

FAD Payout Ratio is calculated as total dividends divided by FAD.

Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") is calculated as net income plus interest expense, income taxes, depreciation and amortization expenses. We present EBITDA because we believe that EBITDA, along with cash flow from operating activities, investing activities and financing activities, provides investors with an additional indicator of its ability to incur and service debt. EBITDA should not be considered as an alternative to net income (determined in accordance with GAAP), as an indication of our financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP), or as a measure of its liquidity.

Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA") is calculated by adjusting EBITDA to eliminate the impact of the performance of our real estate funds, gains and losses on interest rate swaps, acquisition and transaction costs and certain other items that may vary from period to period. We also present our pro rata share of Adjusted EBITDA, which represents our share of the Adjusted EBITDA generated by our consolidated and unconsolidated operating assets based on our percentage ownership of such assets. Adjusted EBITDA helps compare our operating performance from period to period by removing from our operating results the impact of our capital structure (primarily interest charges from our consolidated outstanding debt and the impact of our interest rate swaps), certain non-cash expenses (primarily depreciation and amortization on our assets), the formation and performance of our real estate funds and acquisition and transaction costs that may vary from period to period. In future periods, we may also exclude other items from Adjusted EBITDA that we believe may help investors compare our results. Adjusted EBITDA should not be considered as an alternative to net income (loss) determined in accordance with GAAP. Other real estate companies may use different methodologies for calculating Adjusted EBITDA or similar metrics, and accordingly, our presentation of Adjusted EBITDA may not be comparable to other real estate companies.





**Net Operating Income ("NOI")** is a metric we use to measure the operating performance of our properties, and consists of property-related revenue (which includes rental income, tenant reimbursement income and certain other income) less operating expenses (which includes building expenses such as cleaning, security, repairs and maintenance, utilities, property administration and real estate taxes). We also present **Cash NOI** which deducts from NOI, straight-line rent adjustments and the amortization of above and below-market leases, net. In addition, we present our **Pro rata share of NOI and Cash NOI** which represents our share of NOI and Cash NOI of consolidated and unconsolidated joint ventures, based on our percentage ownership in the underlying assets. NOI and Cash NOI are metrics we use to measure the operating performance of our properties. We use these metrics internally as performance measures and believe they provide useful information to investors regarding our financial condition and results of operations because they reflect only those income and expense items that are incurred at property level. Other real estate companies may use different methodologies for calculating NOI and Cash NOI, and accordingly, our presentation of NOI and Cash NOI may not be comparable to other real estate companies.

Same Store NOI is used to measure the operating performance of our properties that were owned by us in a similar manner during both the current year and prior year reporting periods. Same Store NOI includes our share of NOI from unconsolidated joint ventures. We also present Same Store Cash NOI, which excludes the effect of non-cash items such as the straight-lining of rental revenue and the amortization of above and below market leases.

Annualized Rent represents the end of period monthly base rent plus escalations in accordance with the lease terms, multiplied by 12.

Occupied % represents the percentage of space for which we have commenced rental revenue in accordance with GAAP.

Leased % represents percentage of square feet that is leased, including signed leases not yet commenced.

Initial Rent represents the weighted average cash basis starting rent per square foot and does not include free rent or periodic step-ups in rent.

**Second Generation Space** relates to space leased that has not been vacant for more than twelve months.

Capital Expenditures consist of expenditures to maintain assets, tenant improvement allowances and leasing commissions. Recurring Capital Expenditures include capital expenditures to maintain current revenues and tenant improvements and leasing commissions related to space leased that has not been vacant for more than twelve months. Nonrecurring Capital Expenditures include capital expenditures completed in the year of acquisition and the following two years that were planned at the time of acquisition, as well as tenant improvements and leasing commissions on space leased that has been vacant for more than twelve months. Development Expenditures consist of hard and soft costs related to the development of a property in getting it ready for its intended use.