

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934

Date of Report (date of earliest event reported): November 2, 2022

TANGER FACTORY OUTLET CENTERS, INC.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|---|
| North Carolina | 1-11986 | 56-1815473 |
| (State or other jurisdiction of Incorporation) | (Commission File Number) | (I.R.S. Employer Identification Number) |

3200 Northline Avenue, Suite 360, Greensboro, NC 27408

(Address of principal executive offices)

(336) 292-3010

(Registrant's telephone number, including area code)

N/A

(former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|------------------------------------|-------------------|---|
| Common Shares, \$0.01 par value | SKT | New York Stock Exchange |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition

On November 2, 2022, Tanger Factory Outlet Centers, Inc. (the "Company") issued a press release announcing its results of operations and financial condition as of and for the quarter ended September 30, 2022. A copy of the Company's press release is hereby furnished as Exhibit 99.1 to this report on Form 8-K. The information contained in this report on Form 8-K, including Exhibit 99.1, shall not be deemed "filed" with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specified otherwise.

Item 7.01 Regulation FD Disclosure

On November 2, 2022, the Company made publicly available on its website, www.tangeroutlet.com, certain supplemental operating and financial information for the quarter ended September 30, 2022. This supplemental operating and financial information is hereby attached to this current report as Exhibit 99.2. The information contained in this report on Form 8-K, including Exhibit 99.2, shall not be deemed "filed" with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by the Company under the Securities Act of 1933, as amended, unless specified otherwise. The information found on, or otherwise accessible through, the Company's website is not incorporated into, and does not form a part of, this current report on Form 8-K or any other report or document the Company files with or furnishes to the United States Securities and Exchange Commission.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibits are included with this Report:

| <u>Exhibit No.</u> | |
|--------------------|---|
| 99.1 | Press release announcing the results of operations and financial condition of the Company as of and for the quarter ended September 30, 2022. |
| 99.2 | Supplemental operating and financial information of the Company as of and for the quarter ended September 30, 2022. |
| 104 | Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: November 2, 2022

TANGER FACTORY OUTLET CENTERS, INC.

By: /s/ Thomas J. Guerrieri Jr.

Thomas J. Guerrieri Jr.

Senior Vice President and Chief Accounting Officer (Principal
Financial Officer)

News Release

Tanger Reports Third Quarter Results

Drives Positive Blended Rent Spreads of 5.7%
Grows Occupancy by 210 Basis Points to 96.5%
Raises Earnings Guidance
Increased Dividend by 10% in October

Greensboro, NC, November 2, 2022, Tanger Factory Outlet Centers, Inc. (NYSE:SKT), a leading owner and operator of upscale open-air outlet centers, today reported financial results and operating metrics for the three and nine months ended September 30, 2022.

"We are pleased to announce another quarter of strong results. As a result of our continued momentum and outlook for the remainder of 2022, we are raising our full-year 2022 earnings guidance, and we recently increased our dividend for the second time this year, bringing year-to-date growth to over 20%," said Stephen Yalof, President and Chief Executive Officer. "Tanger is driving success by delivering on our strategic priorities of accelerating leasing, commercializing marketing and reshaping operations, which has led to sustained NOI growth, improvement in rent spreads, longer lease terms and higher occupancy. Our open-air shopping destinations are gaining elevated and digitally native brands, iconic food and beverage, and entertainment uses that connect Tanger shoppers with the brands, value and experience they desire."

"We have continued to generate solid cash flows and have a well-positioned balance sheet that we have further strengthened with no significant debt maturities until 2026. We are committed to unlocking additional value and delivering long-term growth to our shareholders."

Third Quarter Results

- Net income available to common shareholders was \$0.22 per share, or \$23.0 million, compared to net loss available to common shareholders of \$0.11 per share, or \$11.0 million, for the prior year period. The prior year period included a loss on the early extinguishment of debt of \$0.31 per share, or \$33.8 million.
- Funds From Operations ("FFO") available to common shareholders was \$0.47 per share, or \$51.7 million, compared to \$0.16 per share, or \$17.8 million, for the prior year period.
- Core Funds From Operations ("Core FFO") available to common shareholders was \$0.47 per share, or \$51.7 million, compared to \$0.47 per share, or \$51.8 million, for the prior year period. Core FFO for the third quarter of 2021 excludes the loss on the early extinguishment of debt discussed above. The Company does not consider this item to be indicative of its ongoing operating performance.

Year-to-Date Results

- Net income available to common shareholders was \$0.60 per share, or \$63.0 million, compared to net loss available to common shareholders of \$0.05 per share, or \$4.8 million, for the prior year period. The prior year period included losses on the early extinguishment of debt totaling \$0.46 per share, or \$47.9 million.
- FFO available to common shareholders was \$1.37 per share, or \$149.9 million, compared to \$0.84 per share, or \$88.4 million, for the prior year period.
- Core FFO available to common shareholders was \$1.37 per share, or \$149.9 million, compared to \$1.32 per share, or \$138.7 million, for the prior year period. Core FFO for the first nine months of 2022 excludes \$0.02 per share, or \$2.4 million, related to certain executive severance costs, offset by a gain on sale of the corporate aircraft of \$0.02 per share, or \$2.4 million. Core FFO for the first nine months of 2021 excludes the losses on the early extinguishment of debt discussed above and general and administrative expense of \$0.03 per share, or \$2.7 million, for compensation costs related to a voluntary retirement plan and other executive severance costs. The Company does not consider these items indicative of its ongoing operating performance.

FFO and Core FFO are widely accepted supplemental non-GAAP financial measures used in the real estate industry to measure and compare the operating performance of real estate companies. Complete reconciliations containing adjustments from GAAP net income to FFO and Core FFO, if applicable, are included in this release. Per share amounts for net income, FFO and Core FFO are on a diluted basis.

Operating Metrics

Key portfolio results for the total portfolio, including the Company's pro rata share of unconsolidated joint ventures, were as follows:

- Occupancy was 96.5% on September 30, 2022, compared to 94.9% on June 30, 2022 and 94.4% on September 30, 2021
- Average tenant sales productivity remained nearly flat at \$446 per square foot for the twelve months ended September 30, 2022 compared to \$448 per square foot for the twelve months ended September 30, 2021, a decrease of 0.4% for both the total portfolio and on a same center basis
- Lease termination fees totaled \$0.2 million for the third quarter of 2022 and \$2.9 million for the first nine months of 2022, compared to \$1.8 million for the third quarter of 2021 and \$3.2 million for the first nine months of 2021
- Same center net operating income ("Same Center NOI") increased 2.4% to \$82.2 million for the third quarter of 2022 from \$80.3 million for the third quarter of 2021 and increased 5.7% to \$240.2 million for the first nine months of 2022 from \$227.3 million for the first nine months of 2021, driven by growth in occupancy and rental rates in 2022. Same Center NOI for the first nine months of 2022 was impacted by the reversal of revenue reserves (excluding straight-line rents) of approximately \$3.7 million compared to approximately \$2.8 million in the comparable 2021 period (which included \$0.4 million in the third quarter of 2021). In addition, during the first nine months of 2022, the Company recognized a straight-line rent reserve reversal (which does not impact Same Center NOI) of approximately \$1.3 million

Same Center NOI is a supplemental non-GAAP financial measure of operating performance. A complete definition of Same Center NOI and a reconciliation to the nearest comparable GAAP measure is included in this release.

Development and Management Activity

In May 2022, Tanger broke ground on its 37th center in Nashville, TN. The center, which will be approximately 290,000 square feet, is expected to open in the fall of 2023 at an estimated total cost of \$135 million to \$145 million with a projected stabilized yield of 7.0% to 7.5%. Through September 30, 2022, Tanger had incurred costs of \$21.8 million associated with this development.

In August 2022, Tanger announced a strategic partnership with Clarion Partners at Palm Beach Outlets in West Palm Beach, Florida. Effective July 28, 2022, Tanger assumed marketing, leasing and property management responsibilities at the 455,000 square foot property, which has been rebranded as Tanger Outlets Palm Beach and is the 38th center in Tanger's portfolio.

Leasing Activity

As of September 30, 2022, Tanger had renewals executed or in process for 75.6% of total portfolio space (including the Company's pro rata share of unconsolidated joint ventures) scheduled to expire during 2022 compared to 67.6% of expiring 2021 space as of September 30, 2021.

The following key leasing metrics are presented for the total domestic portfolio, including the Company's pro rata share of domestic unconsolidated joint ventures.

- Total renewed or re-tenanted leases (including leases for both comparable and non-comparable space) executed during the twelve months ended September 30, 2022 included 417 leases, totaling over 2.0 million square feet
- Blended average rental rates increased 5.7% on a cash basis for leases executed for comparable space during the twelve months ended September 30, 2022, a sequential improvement of 160 basis points. This increase is comprised of re-tenanted rent spreads of 18.6% and renewal rent spreads of 4.4%

Dividend

In October 2022, the Company's Board of Directors approved a 10.0% increase in the dividend on its common shares from \$0.80 to \$0.88 per share on an annualized basis. Simultaneously, the Board of Directors declared a quarterly cash dividend of \$0.22 per share, payable on November 15, 2022 to holders of record on October 31, 2022.

Balance Sheet and Liquidity

In September 2022, the Company refinanced the mortgage at its Columbus, OH joint venture. The non-recourse loan has a maturity date of October 2032 and a fixed interest rate of 6.252%. Tanger's share of the outstanding debt remains at \$35.5 million.

Subsequent to quarter end, in October 2022, the Company amended and restated the bank term loan, increasing the outstanding balance from \$300 million to \$325 million, extending maturity from April 2024 to January 2027 plus a one-year extension option, and reducing the applicable pricing margin from LIBOR plus 125 basis points to Adjusted SOFR (representing

the Secured Overnight Financing Rate plus a 10-basis point credit adjustment spread) plus 120 basis points based on the Company's current credit rating. The amendment also incorporates a sustainability metric, reducing the applicable grid-based interest rate spread by one basis point annually, subject to meeting certain thresholds. Additionally, in October 2022, the Company refinanced the mortgage on its Southaven, MS (Memphis) center, increasing the outstanding balance from \$40.1 million to \$51.7 million and extending maturity from April 2023 to October 2026 plus a one-year extension, with an interest rate of Adjusted SOFR plus 200 basis points. Subsequent to these financing activities, the Company has no significant debt maturities until September 2026.

The following balance sheet and liquidity metrics are presented for the total portfolio, including the Company's pro rata share of unconsolidated joint ventures. As of September 30, 2022:

- Weighted average interest rate was 3.3% and weighted average term to maturity of outstanding debt, including extension options, was approximately 5.0 years. Including the October 2022 financing activities discussed above, the weighted average interest rate remained at 3.3% and weighted average term to maturity of outstanding debt, including extension options, was approximately 5.9 years
- Approximately 88% of the total portfolio's square footage was unencumbered by mortgages
- Interest coverage ratio (calculated as Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization for Real Estate ("Adjusted EBITDAre") divided by interest expense) was 4.8x times for both the first nine months of 2022 and the twelve months ended September 30, 2022
- Net debt to Adjusted EBITDAre (calculated as net debt divided by Adjusted EBITDAre) improved to 5.3x for the twelve months ended September 30, 2022 from 5.6x for the year ended December 31, 2021
- Total outstanding floating rate debt was approximately \$72.4 million (principal), representing approximately 5% of total debt outstanding and 3% of total enterprise value
- Funds Available for Distribution ("FAD") payout ratio was 43% for the first nine months of 2022

Adjusted EBITDAre, Net debt and FAD are supplemental non-GAAP financial measures of operating performance. Definitions of Adjusted EBITDAre, Net debt and FAD and reconciliations to the nearest comparable GAAP measures are included in this release.

Guidance for 2022

Based on the Company's results to date and its outlook for the remainder of 2022, management is increasing its full-year 2022 guidance with its current expectations for net income, FFO and Core FFO per share for 2022 as follows:

| For the year ending December 31, 2022: | Revised | | Previous | |
|---|-----------|------------|-----------|------------|
| | Low Range | High Range | Low Range | High Range |
| Estimated diluted net income per share | \$ 0.75 | \$ 0.80 | \$ 0.71 | \$ 0.77 |
| Depreciation and amortization of real estate assets - consolidated and the Company's share of unconsolidated joint ventures | 1.02 | 1.02 | 1.02 | 1.02 |
| Estimated diluted FFO per share | \$ 1.77 | \$ 1.82 | \$ 1.73 | \$ 1.79 |
| Compensation related to executive severance | 0.02 | 0.02 | 0.02 | 0.02 |
| Loss on early extinguishment of debt | 0.01 | 0.01 | — | — |
| Gain on sale of non-real estate asset | (0.02) | (0.02) | (0.02) | (0.02) |
| Estimated diluted Core FFO per share | \$ 1.78 | \$ 1.83 | \$ 1.73 | \$ 1.79 |

Tanger's estimates reflect the following key assumptions (dollars in millions):

| For the year ending December 31, 2022: | Revised | | Previous | |
|---|-----------|------------|-----------|------------|
| | Low Range | High Range | Low Range | High Range |
| Same Center NOI growth - total portfolio at pro rata share | 3.5 % | 5.0 % | 3.0 % | 4.5 % |
| General and administrative expense, excluding executive severance costs | \$ 68 | \$ 70 | \$ 69 | \$ 72 |
| Annual recurring capital expenditures and second generation tenant allowances | \$ 32 | \$ 37 | \$ 45 | \$ 55 |

Weighted average diluted common shares are expected to be approximately 105.0 million for earnings per share and 110.0 million for FFO and Core FFO per share. The estimates above do not include the impact of the acquisition or sale of any outparcels, properties or joint venture interests, or any additional financing activity.

Third Quarter 2022 Conference Call

Tanger will host a conference call to discuss its third quarter 2022 results for analysts, investors and other interested parties on Thursday, November 3, 2022, at 8:30 a.m. Eastern Time. To access the conference call, listeners should dial 1-877-605-1702. Alternatively, a live audio webcast of this call will be available to the public on Tanger's Investor Relations website, investors.tangeroutlets.com. A telephone replay of the call will be available from November 3, 2022 at approximately 11:30 a.m. through November 17, 2022 at 11:59 p.m. by dialing 1-877-660-6853, replay access code #13730784. An online archive of the webcast will also be available through November 17, 2022.

About Tanger Factory Outlet Centers, Inc.

Tanger Factory Outlet Centers, Inc. (NYSE: SKT) is a leading operator of upscale open-air outlet centers that owns (or has an ownership interest in) and/or manages a portfolio of 37 centers with an additional center currently under development. Tanger's operating properties are located in 20 states and in Canada, totaling approximately 14.0 million square feet, leased to over 2,700 stores operated by more than 600 different brand name companies. The Company has more than 41 years of experience in the outlet industry and is a publicly-traded REIT. Tanger is furnishing a Form 8-K with the Securities and Exchange Commission ("SEC") that includes a supplemental information package for the quarter ended September 30, 2022. For more information on Tanger Outlet Centers, call 1-800-4TANGER or visit the Company's website at www.tangeroutlets.com.

Safe Harbor Statement

This news release contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995 and includes this statement for purposes of complying with the safe harbor provisions. Forward-looking statements, which are based on certain assumptions and describe the Company's future plans, strategies and expectations, are generally identifiable by use of the words "believe," "expect," "intend," "anticipate," "estimate," "project," "will," "forecast" or similar expressions, and include the Company's expectations regarding future financial results and assumptions underlying that guidance, long-term growth, trends in retail traffic and tenant revenues, development initiatives and strategic partnerships, improvement in operational metrics, renewal trends, new revenue streams, its strategy and value proposition to retailers, uses of capital, liquidity, dividend payments and cash flows.

You should not rely on forward-looking statements since they involve known and unknown risks, uncertainties and other important factors which are, in some cases, beyond our control and which could materially affect our actual results, performance or achievements. Important factors which may cause actual results to differ materially from current expectations include, but are not limited to: risks related to the impact of the COVID-19 pandemic and macroeconomic conditions, including rising interest rates and inflation, on our tenants and on our business, financial condition, liquidity, results of operations and compliance with debt covenants; our inability to develop new outlet centers or expand existing outlet centers successfully; risks related to the economic performance and market value of our outlet centers; the relative illiquidity of real property investments; impairment charges affecting our properties; our dispositions of assets may not achieve anticipated results; competition for the acquisition and development of outlet centers, and our inability to complete outlet centers we have identified; environmental regulations affecting our business; risks associated with possible terrorist activity or other acts or threats of violence and threats to public safety; our dependence on rental income from real property; our dependence on the results of operations of our retailers and their bankruptcy, early termination or closing could adversely affect us; the fact that certain of our properties are subject to ownership interests held by third parties, whose interests may conflict with ours; risks related to climate change; costs associated with the increased focus on environmental, sustainability and social initiatives; risks related to uninsured losses; the risk that consumer, travel, shopping and spending habits may change; risks associated with our Canadian investments; risks associated with attracting and retaining key personnel; risks associated with debt financing; risks associated with our guarantees of debt for, or other support we may provide to, joint venture properties; the effectiveness of our interest rate hedging arrangements; uncertainty relating to the potential phasing out of LIBOR; our potential failure to qualify as a REIT; our legal obligation to make distributions to our shareholders; legislative or regulatory actions that could adversely affect our shareholders, including the recent changes in the U.S. federal income taxation of U.S. businesses; our dependence on distributions from the Operating Partnership to meet our financial obligations, including dividends; the risk of a cyber-attack or an act of cyber-terrorism and other important factors set forth under Item 1A - "Risk Factors" in the Company's and the Operating Partnership's Annual Report on Form 10-K for the year ended December 31, 2021, as may be updated or supplemented in the Company's Quarterly Reports on Form 10-Q and the Company's other filings with the SEC. Accordingly, there is no assurance that the Company's expectations will be realized. The Company disclaims any intention or obligation to update the forward-looking statements, whether as a result of new information, future events or otherwise. You are advised to refer to any further disclosures the Company makes or related subjects in the Company's Current Reports on Form 8-K that the Company files with the SEC.

Investor Contact Information

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TANGER FACTORY OUTLET CENTERS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(in thousands, except per share data)
(Unaudited)

| | Three months ended | | Nine months ended | |
|--|--------------------|--------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Revenues: | | | | |
| Rental revenues | \$ 105,569 | \$ 107,265 | \$ 311,587 | \$ 301,556 |
| Management, leasing and other services | 1,897 | 1,641 | 4,860 | 4,372 |
| Other revenues | 3,980 | 3,559 | 9,705 | 8,504 |
| Total revenues | 111,446 | 112,465 | 326,152 | 314,432 |
| Expenses: | | | | |
| Property operating | 36,076 | 37,186 | 105,531 | 103,747 |
| General and administrative | 17,370 | 14,817 | 52,166 | 47,310 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Total expenses | 78,891 | 78,947 | 235,605 | 233,883 |
| Other income (expense): | | | | |
| Interest expense | (11,660) | (13,282) | (34,870) | (40,982) |
| Loss on early extinguishment of debt | — | (33,821) | — | (47,860) |
| Other income (expense) ⁽¹⁾ | 1,395 | 253 | 4,154 | (2,598) |
| Total other income (expense) | (10,265) | (46,850) | (30,716) | (91,440) |
| Income (loss) before equity in earnings of unconsolidated joint ventures | 22,290 | (13,332) | 59,831 | (10,891) |
| Equity in earnings of unconsolidated joint ventures | 2,055 | 2,261 | 6,795 | 6,758 |
| Net income (loss) | 24,345 | (11,071) | 66,626 | (4,133) |
| Noncontrolling interests in Operating Partnership | (1,069) | 492 | (2,927) | 165 |
| Noncontrolling interests in other consolidated partnerships | — | — | — | — |
| Net income (loss) attributable to Tanger Factory Outlet Centers, Inc. | 23,276 | (10,579) | 63,699 | (3,968) |
| Allocation of earnings to participating securities | (232) | (401) | (669) | (804) |
| Net income (loss) available to common shareholders of Tanger Factory Outlet Centers, Inc. | \$ 23,044 | \$ (10,980) | \$ 63,030 | \$ (4,772) |
| Basic earnings per common share: | | | | |
| Net income (loss) | \$ 0.22 | \$ (0.11) | \$ 0.61 | \$ (0.05) |
| Diluted earnings per common share: | | | | |
| Net income (loss) | \$ 0.22 | \$ (0.11) | \$ 0.60 | \$ (0.05) |

(1) The nine months ended September 30, 2022 includes a \$2.4 million gain on the sale of the corporate aircraft. The nine months ended September 30, 2021 includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.

TANGER FACTORY OUTLET CENTERS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(in thousands, except share data)
(Unaudited)

| | September 30, 2022 | December 31, 2021 |
|---|-----------------------|----------------------|
| Assets | | |
| Rental property: | | |
| Land | \$ 277,041 | \$ 268,269 |
| Buildings, improvements and fixtures | 2,551,741 | 2,532,489 |
| Construction in progress | 14,133 | — |
| | 2,842,915 | 2,800,758 |
| Accumulated depreciation | (1,212,218) | (1,145,388) |
| Total rental property, net | 1,630,697 | 1,655,370 |
| Cash and cash equivalents | 180,708 | 161,255 |
| Investments in unconsolidated joint ventures | 74,703 | 82,647 |
| Deferred lease costs and other intangibles, net | 63,996 | 73,720 |
| Operating lease right-of-use assets | 78,933 | 79,807 |
| Prepays and other assets | 128,652 | 104,585 |
| Total assets | \$ 2,157,689 | \$ 2,157,384 |
| Liabilities and Equity | | |
| Liabilities | | |
| Debt: | | |
| Senior, unsecured notes, net | \$ 1,037,541 | \$ 1,036,181 |
| Unsecured term loan, net | 298,964 | 298,421 |
| Mortgages payable, net | 58,958 | 62,474 |
| Unsecured lines of credit | — | — |
| Total debt | 1,395,463 | 1,397,076 |
| Accounts payable and accrued expenses | 76,491 | 92,995 |
| Operating lease liabilities | 88,046 | 88,874 |
| Other liabilities | 82,030 | 78,650 |
| Total liabilities | 1,642,030 | 1,657,595 |
| Commitments and contingencies | | |
| Equity | | |
| Tanger Factory Outlet Centers, Inc.: | | |
| Common shares, \$0.01 par value, 300,000,000 shares authorized, 104,346,428 and 104,084,734 shares issued and outstanding at September 30, 2022 and December 31, 2021, respectively | 1,043 | 1,041 |
| Paid in capital | 984,540 | 978,054 |
| Accumulated distributions in excess of net income | (480,904) | (483,409) |
| Accumulated other comprehensive loss | (11,253) | (17,761) |
| Equity attributable to Tanger Factory Outlet Centers, Inc. | 493,426 | 477,925 |
| Equity attributable to noncontrolling interests: | | |
| Noncontrolling interests in Operating Partnership | 22,233 | 21,864 |
| Noncontrolling interests in other consolidated partnerships | — | — |
| Total equity | 515,659 | 499,789 |
| Total liabilities and equity | \$ 2,157,689 | \$ 2,157,384 |

TANGER FACTORY OUTLET CENTERS, INC. AND SUBSIDIARIES
CENTER INFORMATION
(Unaudited)

| | 2022 | September 30, 2021 |
|--|---------------|-----------------------|
| Gross Leasable Area Open at End of Period (in thousands): | | |
| Consolidated | 11,457 | 11,453 |
| Unconsolidated | 2,113 | 2,113 |
| Pro rata share of unconsolidated | 1,056 | 1,056 |
| Managed | 455 | — |
| Total Owned and/or Managed Properties | 14,025 | 13,566 |
| Total Owned Properties including pro rata share of unconsolidated JVs⁽¹⁾ | 12,514 | 12,510 |
| Outlet Centers in Operation at End of Period: | | |
| Consolidated | 30 | 30 |
| Unconsolidated | 6 | 6 |
| Managed | 1 | — |
| Total Owned and/or Managed Properties | 37 | 36 |
| Ending Occupancy: | | |
| Consolidated | 96.4 % | 94.3 % |
| Unconsolidated | 96.8 % | 96.3 % |
| Total Owned Properties including pro rata share of unconsolidated JVs | 96.5 % | 94.4 % |
| Total States Operated in at End of Period | 20 | 20 |

(1) Amounts may not recalculate due to the effect of rounding.

NON-GAAP SUPPLEMENTAL MEASURES

Funds From Operations

Funds From Operations ("FFO") is a widely used measure of the operating performance for real estate companies that supplements net income (loss) determined in accordance with generally accepted accounting principles in the United States ("GAAP"). We determine FFO based on the definition set forth by the National Association of Real Estate Investment Trusts ("NAREIT"), of which we are a member. In December 2018, NAREIT issued "NAREIT Funds From Operations White Paper - 2018 Restatement" which clarifies, where necessary, existing guidance and consolidates alerts and policy bulletins into a single document for ease of use. NAREIT defines FFO as net income (loss) available to the Company's common shareholders computed in accordance with GAAP, excluding (i) depreciation and amortization related to real estate, (ii) gains or losses from sales of certain real estate assets, (iii) gains and losses from change in control, (iv) impairment write-downs of certain real estate assets and investments in entities when the impairment is directly attributable to decreases in the value of depreciable real estate held by the entity and (v) after adjustments for unconsolidated partnerships and joint ventures calculated to reflect FFO on the same basis.

FFO is intended to exclude historical cost depreciation of real estate as required by GAAP which assumes that the value of real estate assets diminishes ratably over time. Historically, however, real estate values have risen or fallen with market conditions. Because FFO excludes depreciation and amortization of real estate assets, gains and losses from property dispositions and extraordinary items, it provides a performance measure that, when compared year over year, reflects the impact to operations from trends in occupancy rates, rental rates, operating costs, development activities and interest costs, providing perspective not immediately apparent from net income (loss).

We present FFO because we consider it an important supplemental measure of our operating performance. In addition, a portion of cash bonus compensation to certain members of management is based on our FFO or Core FFO, which is described in the section below. We believe it is useful for investors to have enhanced transparency into how we evaluate our performance and that of our management. In addition, FFO is frequently used by securities analysts, investors and other interested parties in the evaluation of REITs, many of which present FFO when reporting their results. FFO is also widely used by us and others in our industry to evaluate and price potential acquisition candidates. We believe that FFO payout ratio, which represents regular distributions to common shareholders and unit holders of the Operating Partnership expressed as a percentage of FFO, is useful to investors because it facilitates the comparison of dividend coverage between REITs. NAREIT has encouraged its member companies to report their FFO as a supplemental, industry-wide standard measure of REIT operating performance.

FFO has significant limitations as an analytical tool, and you should not consider it in isolation, or as a substitute for analysis of our results as reported under GAAP. Some of these limitations are:

- FFO does not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments;
- FFO does not reflect changes in, or cash requirements for, our working capital needs;
- Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and FFO does not reflect any cash requirements for such replacements; and
- Other companies in our industry may calculate FFO differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, FFO should not be considered as a measure of discretionary cash available to us to invest in the growth of our business or our dividend paying capacity. We compensate for these limitations by relying primarily on our GAAP results and using FFO only as a supplemental measure.

Core FFO

If applicable, we present Core Funds From Operations ("Core FFO") as a supplemental measure of our performance. We define Core FFO as FFO further adjusted to eliminate the impact of certain items that we do not consider indicative of our ongoing operating performance. These further adjustments are itemized in the table below, if applicable. You are encouraged to evaluate these adjustments and the reasons we consider them appropriate for supplemental analysis. In evaluating Core FFO you should be aware that in the future we may incur expenses that are the same as or similar to some of the adjustments in this presentation. Our presentation of Core FFO should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items.

We present Core FFO because we believe it assists investors and analysts in comparing our performance across reporting periods on a consistent basis by excluding items that we do not believe are indicative of our core operating performance. In addition, we believe it is useful for investors to have enhanced transparency into how we evaluate management's performance and the effectiveness of our business strategies. We use Core FFO when certain material, unplanned transactions occur as a

factor in evaluating management's performance and to evaluate the effectiveness of our business strategies, and may use Core FFO when determining incentive compensation.

Core FFO has limitations as an analytical tool. Some of these limitations are:

- Core FFO does not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments;
- Core FFO does not reflect changes in, or cash requirements for, our working capital needs;
- Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and Core FFO does not reflect any cash requirements for such replacements;
- Core FFO does not reflect the impact of certain cash charges resulting from matters we consider not to be indicative of our ongoing operations; and
- Other companies in our industry may calculate Core FFO differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, Core FFO should not be considered in isolation or as a substitute for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Core FFO only as a supplemental measure.

Funds Available for Distribution

Funds Available for Distribution ("FAD") is a non-GAAP financial measure that we define as FFO, excluding corporate depreciation, amortization of finance costs, amortization of net debt discount (premium), amortization of equity-based compensation, straight-line rent amounts, market rent amounts, second generation tenant allowances and lease incentives, recurring capital improvement expenditures, and our share of the items listed above for our unconsolidated joint ventures. Investors, analysts and the Company utilize FAD as an indicator of common dividend potential. The FAD payout ratio, which represents regular distributions to common shareholders and unit holders of the Operating Partnership expressed as a percentage of FAD, facilitates the comparison of dividend coverage between REITs.

We believe that net income (loss) is the most directly comparable GAAP financial measure to FAD. FAD does not represent cash generated from operating activities in accordance with GAAP and should not be considered as an alternative to net income (loss) as an indication of our performance or to cash flows as a measure of liquidity or our ability to make distributions. Other companies in our industry may calculate FAD differently than we do, limiting its usefulness as a comparative measure.

Portfolio Net Operating Income and Same Center Net Operating Income

We present portfolio net operating income ("Portfolio NOI") and same center net operating income ("Same Center NOI") as supplemental measures of our operating performance. Portfolio NOI represents our property level net operating income which is defined as total operating revenues less property operating expenses and excludes termination fees and non-cash adjustments including straight-line rent, net above and below market rent amortization, impairment charges, loss on early extinguishment of debt and gains or losses on the sale of assets recognized during the periods presented. We define Same Center NOI as Portfolio NOI for the properties that were operational for the entire portion of both comparable reporting periods and which were not acquired, or subject to a material expansion or non-recurring event, such as a natural disaster, during the comparable reporting periods. We present Portfolio NOI and Same Center NOI on both a consolidated and total portfolio, including pro rata share of unconsolidated joint ventures, basis.

We believe Portfolio NOI and Same Center NOI are non-GAAP metrics used by industry analysts, investors and management to measure the operating performance of our properties because they provide performance measures directly related to the revenues and expenses involved in owning and operating real estate assets and provide a perspective not immediately apparent from net income (loss), FFO or Core FFO. Because Same Center NOI excludes properties developed, redeveloped, acquired and sold; as well as non-cash adjustments, gains or losses on the sale of outparcels and termination rents; it highlights operating trends such as occupancy levels, rental rates and operating costs on properties that were operational for both comparable periods. Other REITs may use different methodologies for calculating Portfolio NOI and Same Center NOI, and accordingly, our Portfolio NOI and Same Center NOI may not be comparable to other REITs.

Portfolio NOI and Same Center NOI should not be considered alternatives to net income (loss) or as an indicator of our financial performance since they do not reflect the entire operations of our portfolio, nor do they reflect the impact of general and administrative expenses, acquisition-related expenses, interest expense, depreciation and amortization costs, other non-property income and losses, the level of capital expenditures and leasing costs necessary to maintain the operating performance of our properties, or trends in development and construction activities which are significant economic costs and activities that could materially impact our results from operations. Because of these limitations, Portfolio NOI and Same Center NOI should not be

viewed in isolation or as a substitute for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Portfolio NOI and Same Center NOI only as supplemental measures.

Adjusted EBITDA, EBITDAre and Adjusted EBITDAre

We present Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") as adjusted for items described below ("Adjusted EBITDA"), EBITDA for Real Estate ("EBITDAre") and Adjusted EBITDAre, all non-GAAP measures, as supplemental measures of our operating performance. Each of these measures is defined as follows:

We define Adjusted EBITDA as net income (loss) available to the Company's common shareholders computed in accordance with GAAP before net interest expense, income taxes (if applicable), depreciation and amortization, gains and losses on sale of operating properties, joint venture properties, outparcels and other assets, impairment write-downs of depreciated property and of investment in unconsolidated joint ventures caused by a decrease in value of depreciated property in the affiliate, compensation related to voluntary retirement plan and other executive severance, gain on sale of non-real estate asset, casualty gains and losses, gains and losses on extinguishment of debt, net and other items that we do not consider indicative of the Company's ongoing operating performance.

We determine EBITDAre based on the definition set forth by NAREIT, which is defined as net income (loss) available to the Company's common shareholders computed in accordance with GAAP before net interest expense, income taxes (if applicable), depreciation and amortization, gains and losses on sale of operating properties, gains and losses on change of control and impairment write-downs of depreciated property and of investment in unconsolidated joint ventures caused by a decrease in value of depreciated property in the affiliate and after adjustments to reflect our share of the EBITDAre of unconsolidated joint ventures.

Adjusted EBITDAre is defined as EBITDAre excluding gains and losses on extinguishment of debt, net, compensation related to voluntary retirement plan and other executive severance, gain on sale of non-real estate asset, casualty gains and losses, gains and losses on sale of outparcels, and other items that that we do not consider indicative of the Company's ongoing operating performance.

We present Adjusted EBITDA, EBITDAre and Adjusted EBITDAre as we believe they are useful for investors, creditors and rating agencies as they provide additional performance measures that are independent of a Company's existing capital structure to facilitate the evaluation and comparison of the Company's operating performance to other REITs and provide a more consistent metric for comparing the operating performance of the Company's real estate between periods.

Adjusted EBITDA, EBITDAre and Adjusted EBITDAre have significant limitations as analytical tools, including:

- They do not reflect our net interest expense;
- They do not reflect gains or losses on sales of operating properties or impairment write-downs of depreciated property and of investment in unconsolidated joint ventures caused by a decrease in value of depreciated property in the affiliate;
- Adjusted EBITDA and Adjusted EBITDAre do not reflect gains and losses on extinguishment of debt and other items that may affect operations; and
- Other companies in our industry may calculate these measures differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, Adjusted EBITDA, EBITDAre and Adjusted EBITDAre should not be considered in isolation or as a substitute for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Adjusted EBITDA, EBITDAre and Adjusted EBITDAre only as supplemental measures.

Net Debt

We define Net Debt as Total Debt less Cash and Cash Equivalents and Short-Term Deposits and present this metric for both the consolidated portfolio and for the total portfolio, including the consolidated portfolio and the Company's pro rata share of unconsolidated joint ventures. Net debt is a component of the Net debt to Adjusted EBITDA ratio, which is defined as Net debt for the respective portfolio divided by Adjusted EBITDA (consolidated portfolio) or Adjusted EBITDAre (total portfolio at pro rata share). We use the Net debt to Adjusted EBITDA and the Net debt to Adjusted EBITDAre ratios to evaluate the Company's leverage. We believe this measure is an important indicator of the Company's ability to service its long-term debt obligations.

TANGER FACTORY OUTLET CENTERS, INC. AND SUBSIDIARIES
RECONCILIATION OF GAAP TO NON-GAAP SUPPLEMENTAL MEASURES
(in thousands, except per share)
(Unaudited)

Below is a reconciliation of Net Income to FFO and Core FFO:

| | Three months ended | | Nine months ended | |
|--|--------------------|--------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted for: | | | | |
| Depreciation and amortization of real estate assets - consolidated | 24,853 | 26,367 | 76,129 | 81,106 |
| Depreciation and amortization of real estate assets - unconsolidated joint ventures | 2,871 | 2,908 | 8,416 | 8,817 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | — | — | 3,704 |
| FFO | 52,069 | 18,204 | 151,171 | 89,494 |
| Allocation of earnings to participating securities | (412) | (401) | (1,270) | (1,095) |
| FFO available to common shareholders⁽²⁾ | \$ 51,657 | \$ 17,803 | \$ 149,901 | \$ 88,399 |
| As further adjusted for: | | | | |
| Compensation related to voluntary retirement plan and other executive severance ⁽³⁾ | — | 294 | 2,447 | 2,712 |
| Gain on sale of non-real estate asset ⁽⁴⁾ | — | — | (2,418) | — |
| Loss on early extinguishment of debt ⁽⁵⁾ | — | 33,821 | — | 47,860 |
| Impact of above adjustments to the allocation of earnings to participating securities | — | (97) | — | (225) |
| Core FFO available to common shareholders⁽²⁾ | \$ 51,657 | \$ 51,821 | \$ 149,930 | \$ 138,746 |
| FFO available to common shareholders per share - diluted⁽²⁾ | \$ 0.47 | \$ 0.16 | \$ 1.37 | \$ 0.84 |
| Core FFO available to common shareholders per share - diluted⁽²⁾ | \$ 0.47 | \$ 0.47 | \$ 1.37 | \$ 1.32 |

Weighted Average Shares:

| | | | | |
|---|----------------|----------------|----------------|----------------|
| Basic weighted average common shares | 103,749 | 103,269 | 103,655 | 99,446 |
| Effect of notional units | 527 | — | 473 | — |
| Effect of outstanding options | 661 | — | 701 | — |
| Diluted weighted average common shares (for earnings per share computations) | 104,937 | 103,269 | 104,829 | 99,446 |
| Effect of notional units | — | 583 | — | 518 |
| Effect of outstanding options | — | 753 | — | 736 |
| Exchangeable operating partnership units | 4,762 | 4,795 | 4,762 | 4,795 |
| Diluted weighted average common shares (for FFO and Core FFO per share computations)⁽²⁾ | 109,699 | 109,400 | 109,591 | 105,495 |

(1) Includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.

(2) Assumes the Class A common limited partnership units of the Operating Partnership held by the noncontrolling interests are exchanged for common shares of the Company. Each Class A common limited partnership unit is exchangeable for one of the Company's common shares, subject to certain limitations to preserve the Company's REIT status.

(3) For the 2022 period, represents executive severance costs. For the 2021 period, includes compensation costs related to a voluntary retirement plan offer that required eligible participants to give notice of acceptance by December 1, 2020 for an effective retirement date of March 31, 2021 and other executive severance costs.

(4) Represents gain on sale of the corporate aircraft.

(5) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal amount outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

Below is a reconciliation of FFO to FAD:

| | Three months ended September 30, | | Nine months ended September 30, | |
|---|-------------------------------------|----------------|------------------------------------|----------------|
| | 2022 | 2021 | 2022 | 2021 |
| FFO available to common shareholders | \$ 51,657 | \$ 17,803 | \$ 149,901 | \$ 88,399 |
| Adjusted for: | | | | |
| Corporate depreciation excluded above | 592 | 577 | 1,779 | 1,720 |
| Amortization of finance costs | 763 | 1,793 | 2,304 | 4,460 |
| Amortization of net debt discount | 131 | 1,083 | 372 | 2,031 |
| Amortization of equity-based compensation | 3,006 | 2,994 | 9,965 | 9,602 |
| Straight-line rent adjustments | 155 | (384) | 1,190 | 1,137 |
| Market rent adjustments | 186 | 126 | 499 | 151 |
| Second generation tenant allowances and lease incentives ⁽¹⁾ | (1,779) | 2,199 | (4,938) | (95) |
| Capital improvements | (4,047) | (2,611) | (10,672) | (6,253) |
| Adjustments from unconsolidated joint ventures | 203 | (666) | 165 | (1,204) |
| FAD available to common shareholders⁽²⁾ | \$ 50,867 | \$ 22,914 | \$ 150,565 | \$ 99,948 |
| Dividends per share | \$ 0.2000 | \$ 0.1775 | \$ 0.5825 | \$ 0.5325 |
| FFO payout ratio | 43 % | 111 % | 43 % | 63 % |
| FAD payout ratio | 43 % | 85 % | 43 % | 56 % |
| Diluted weighted average common shares⁽²⁾ | 109,699 | 109,400 | 109,591 | 105,495 |

(1) In the 2021 periods, second generation tenant allowances are presented net of \$3.3 million tenant allowance reversals, which were the result of a lease modification.

(2) Assumes the Class A common limited partnership units of the Operating Partnership held by the noncontrolling interests are exchanged for common shares of the Company. Each Class A common limited partnership unit is exchangeable for one of the Company's common shares, subject to certain limitations to preserve the Company's REIT status.

Below is a reconciliation of Net Income to Portfolio NOI and Same Center NOI for the consolidated portfolio and total portfolio at pro rata share:

| | Three months ended | | Nine months ended | |
|--|--------------------|--------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted to exclude: | | | | |
| Equity in earnings of unconsolidated joint ventures | (2,055) | (2,261) | (6,795) | (6,758) |
| Interest expense | 11,660 | 13,282 | 34,870 | 40,982 |
| Loss on early extinguishment of debt ⁽¹⁾ | — | 33,821 | — | 47,860 |
| Other (income) expense | (1,395) | (253) | (4,154) | 2,598 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Other non-property (income) expenses | (279) | 113 | (45) | 22 |
| Corporate general and administrative expenses | 17,495 | 14,951 | 52,309 | 47,468 |
| Non-cash adjustments ⁽²⁾ | 348 | (244) | 1,711 | 1,326 |
| Lease termination fees | (228) | (1,424) | (2,859) | (2,224) |
| Portfolio NOI - Consolidated | 75,336 | 73,858 | 219,571 | 209,967 |
| Non-same center NOI - Consolidated | (58) | (106) | 25 | (1,751) |
| Same Center NOI - Consolidated⁽³⁾ | \$ 75,278 | \$ 73,752 | \$ 219,596 | \$ 208,216 |
| Portfolio NOI - Consolidated | \$ 75,336 | \$ 73,858 | \$ 219,571 | \$ 209,967 |
| Pro rata share of unconsolidated joint ventures | 6,888 | 6,827 | 20,595 | 19,442 |
| Portfolio NOI - Total portfolio at pro rata share | 82,224 | 80,685 | 240,166 | 229,409 |
| Non-same center NOI - Total portfolio at pro rata share | (58) | (434) | 25 | (2,086) |
| Same Center NOI - Total portfolio at pro rata share⁽³⁾ | \$ 82,166 | \$ 80,251 | \$ 240,191 | \$ 227,323 |

(1) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

(2) Non-cash items include straight-line rent, above and below market rent amortization, straight-line rent expense on land leases and gains or losses on outparcel sales, as applicable.

(3) Sold outlet centers excluded from Same Center NOI:

| Outlet centers sold: | | |
|-----------------------|--------------|-------------------|
| Jeffersonville | January 2021 | Consolidated |
| Saint-Sauveur, Quebec | March 2021 | Unconsolidated JV |

Below are reconciliations of Net Income to Adjusted EBITDA:

| | Three months ended September 30, | | Nine months ended September 30, | |
|--|-------------------------------------|--------------------|------------------------------------|-------------------|
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted to exclude: | | | | |
| Interest expense, net | 10,297 | 13,178 | 33,260 | 40,654 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | — | — | 3,704 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | — | 294 | 2,447 | 2,712 |
| Gain on sale of non-real estate asset ⁽³⁾ | — | — | (2,418) | — |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 33,821 | — | 47,860 |
| Adjusted EBITDA | \$ 60,087 | \$ 63,166 | \$ 177,823 | \$ 173,623 |

| | Twelve months ended | |
|--|-----------------------|----------------------|
| | September 30, 2022 | December 31, 2021 |
| Net income | \$ 80,317 | \$ 9,558 |
| Adjusted to exclude: | | |
| Interest expense, net | 45,032 | 52,426 |
| Depreciation and amortization | 105,090 | 110,008 |
| Impairment charges - consolidated ⁽⁵⁾ | 6,989 | 6,989 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | 3,704 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | 3,314 | 3,579 |
| Gain on sale of non-real estate asset ⁽³⁾ | (2,418) | — |
| Casualty gain | (969) | (969) |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 47,860 |
| Adjusted EBITDA | \$ 237,355 | \$ 233,155 |

(1) Includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.

(2) For the 2022 period, represents executive severance costs. For the 2021 period, includes compensation costs related to a voluntary retirement plan offer that required eligible participants to give notice of acceptance by December 1, 2020 for an effective retirement date of March 31, 2021 and other executive severance costs.

(3) Represents gain on sale of the corporate aircraft.

(4) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

(5) Includes \$563,000 for the twelve months ended December 31, 2021 of impairment loss attributable to the right-of-use asset associated with the ground lease at the Mashantucket (Foxwoods), Connecticut outlet center.

Below are reconciliations of Net Income to EBITDAre and Adjusted EBITDAre:

| | Three months ended | | Nine months ended | |
|--|--------------------|--------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted to exclude: | | | | |
| Interest expense, net | 10,297 | 13,178 | 33,260 | 40,654 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | — | — | 3,704 |
| Pro rata share of interest expense - unconsolidated joint ventures | 1,861 | 1,457 | 4,897 | 4,384 |
| Pro rata share of depreciation and amortization - unconsolidated joint ventures | 2,871 | 2,907 | 8,416 | 8,817 |
| EBITDAre | \$ 64,819 | \$ 33,415 | \$ 191,107 | \$ 136,252 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | — | 294 | 2,447 | 2,712 |
| Gain on sale of non-real estate asset ⁽³⁾ | — | — | (2,418) | — |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 33,821 | — | 47,860 |
| Adjusted EBITDAre | \$ 64,819 | \$ 67,530 | \$ 191,136 | \$ 186,824 |

| | Twelve months ended | |
|--|---------------------|-------------------|
| | September 30, | December 31, |
| | 2022 | 2021 |
| Net income | \$ 80,317 | \$ 9,558 |
| Adjusted to exclude: | | |
| Interest expense, net | 45,032 | 52,426 |
| Depreciation and amortization | 105,090 | 110,008 |
| Impairment charges - consolidated ⁽⁵⁾ | 6,989 | 6,989 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | 3,704 |
| Pro-rata share of interest expense - unconsolidated joint ventures | 6,371 | 5,858 |
| Pro-rata share of depreciation and amortization - unconsolidated joint ventures | 11,217 | 11,618 |
| EBITDAre | \$ 255,016 | \$ 200,161 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | 3,314 | 3,579 |
| Gain on sale of non-real estate asset ⁽³⁾ | (2,418) | — |
| Casualty gain | (969) | (969) |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 47,860 |
| Adjusted EBITDAre | \$ 254,943 | \$ 250,631 |

- (1) Includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.
- (2) For the 2022 period, represents executive severance costs. For the 2021 periods, includes compensation costs related to a voluntary retirement plan offer that required eligible participants to give notice of acceptance by December 1, 2020 for an effective retirement date of March 31, 2021 and other executive severance costs.
- (3) Represents gain on sale of the corporate aircraft.
- (4) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.
- (5) Includes \$563,000 for the twelve months ended December 31, 2021 of impairment loss attributable to the right-of-use asset associated with the ground lease at the Mashantucket (Foxwoods), Connecticut outlet center.

Below is a reconciliation of Total Debt to Net Debt for the consolidated portfolio and total portfolio at pro rata share:

| September 30, 2022 | | | | |
|--|---------------------|--|----------------------------|--|
| | Consolidated | Pro Rata Share of Unconsolidated JVs | Total at Pro Rata Share | |
| Total debt | \$ 1,395,463 | \$ 164,582 | \$ 1,560,045 | |
| Less: Cash and cash equivalents | (180,708) | (7,433) | (188,141) | |
| Less: Short-term deposits ⁽¹⁾ | (20,000) | — | (20,000) | |
| Net debt | \$ 1,194,755 | \$ 157,149 | \$ 1,351,904 | |

| December 31, 2021 | | | | |
|---------------------------------|---------------------|--|----------------------------|--|
| | Consolidated | Pro Rata Share of Unconsolidated JVs | Total at Pro Rata Share | |
| Total debt | \$ 1,397,076 | \$ 164,730 | \$ 1,561,806 | |
| Less: Cash and cash equivalents | (161,255) | (9,515) | (170,770) | |
| Net debt | \$ 1,235,821 | \$ 155,215 | \$ 1,391,036 | |

(1) Represents short-term bank deposits with initial maturities greater than three months and less than or equal to one year, which is included in prepaid and other assets in the accompanying balance sheet.



Tanger Factory Outlet Centers, Inc.

Supplemental Operating and Financial Data

September 30, 2022

Supplemental Operating and Financial Data for the
Quarter Ended 9/30/2022



Notice

Beginning in the fourth quarter of 2021, the Company has revised the presentation of certain metrics to include the Company's share of unconsolidated joint ventures, as detailed in the following pages. The Company believes that this presentation provides additional information on the impacts of the operating results of its unconsolidated joint ventures and improves comparability to other retail REITs. Prior period results have been revised to conform with the current period presentation.

For a more detailed discussion of the factors that affect our operating results, interested parties should review the Tanger Factory Outlet Centers, Inc. Annual Report on Form 10-K for the year ended December 31, 2021.

This Supplemental Portfolio and Financial Data is not an offer to sell or a solicitation to buy any securities of the Company. Any offers to sell or solicitations to buy any securities of the Company shall be made only by means of a prospectus.

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Supplemental Operating and Financial Data for the
Quarter Ended 9/30/2022



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| | September 30, | |
|--|---------------|---------------|
| | 2022 | 2021 |
| Outlet Centers in Operation at End of Period: | | |
| Consolidated | 30 | 30 |
| Unconsolidated | 6 | 6 |
| Managed | 1 | — |
| Total Owned and/or Managed Properties | 37 | 36 |
| Gross Leasable Area Open at End of Period (in thousands): | | |
| Consolidated | 11,457 | 11,453 |
| Unconsolidated | 2,113 | 2,113 |
| Pro rata share of unconsolidated | 1,056 | 1,056 |
| Managed | 455 | — |
| Total Owned and/or Managed Properties | 14,025 | 13,566 |
| Total Owned Properties including pro rata share of unconsolidated JVs⁽¹⁾ | 12,514 | 12,510 |
| Ending Occupancy: | | |
| Consolidated | 96.4 % | 94.3 % |
| Unconsolidated | 96.8 % | 96.3 % |
| Total Owned Properties including pro rata share of unconsolidated JVs | 96.5% | 94.4 % |
| Average Tenant Sales Per Square Foot⁽²⁾ : | | |
| Consolidated | \$ 444 | \$ 448 |
| Unconsolidated | \$ 466 | \$ 453 |
| Total Owned Properties including pro rata share of unconsolidated JVs | \$ 446 | \$ 448 |
| Occupancy Cost Ratio ⁽³⁾ | 8.5 % | 8.4 % |

(1) Amounts may not recalculate due to the effect of rounding.

(2) Sales per square foot are presented for the trailing twelve months ended September 30, 2022 and include stores that have been occupied a minimum of twelve months and are less than 20,000 square feet.

(3) Occupancy cost ratio represents annualized occupancy costs as of the end of the reporting period as a percentage of tenant sales for the trailing twelve-month period for consolidated properties and the Company's pro rata share of unconsolidated joint ventures.

**Geographic Diversification
As of September 30, 2022**

Consolidated Properties

| State | # of Centers | GLA | % of GLA |
|--------------------------------------|--------------|-------------------|--------------|
| South Carolina | 5 | 1,605,812 | 14 % |
| New York | 2 | 1,468,429 | 13 % |
| Georgia | 3 | 1,121,579 | 10 % |
| Pennsylvania | 3 | 999,442 | 9 % |
| Texas | 2 | 823,557 | 7 % |
| Michigan | 2 | 671,571 | 6 % |
| Alabama | 1 | 554,736 | 5 % |
| Delaware | 1 | 550,921 | 5 % |
| New Jersey | 1 | 487,718 | 4 % |
| Tennessee | 1 | 449,968 | 4 % |
| North Carolina | 2 | 423,771 | 3 % |
| Arizona | 1 | 410,753 | 3 % |
| Florida | 1 | 351,691 | 3 % |
| Missouri | 1 | 329,861 | 3 % |
| Mississippi | 1 | 324,801 | 3 % |
| Louisiana | 1 | 321,066 | 3 % |
| Connecticut | 1 | 311,229 | 3 % |
| New Hampshire | 1 | 250,558 | 2 % |
| Total Consolidated Properties | 30 | 11,457,463 | 100 % |

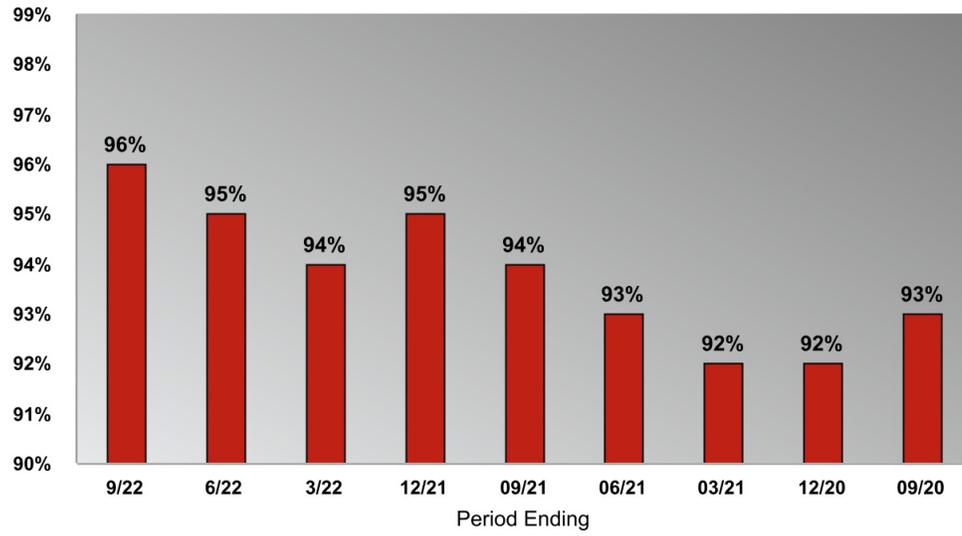
Unconsolidated Joint Venture Properties

| | # of Centers | GLA | Ownership % |
|---|--------------|-------------------|-------------|
| Charlotte, NC | 1 | 398,698 | 50.00 % |
| Ottawa, ON | 1 | 357,209 | 50.00 % |
| Columbus, OH | 1 | 355,245 | 50.00 % |
| Texas City, TX | 1 | 352,705 | 50.00 % |
| National Harbor, MD | 1 | 341,156 | 50.00 % |
| Cookstown, ON | 1 | 307,883 | 50.00 % |
| Total Unconsolidated Joint Venture Properties | 6 | 2,112,896 | |
| Tanger's Pro Rata Share of Unconsolidated Joint Venture Properties | | 1,056,448 | |
| Grand Total including pro rata share of unconsolidated JVs | 36 | 12,513,911 | |

Property Summary - Occupancy at End of Each Period Shown

| Location | Total GLA 9/30/22 | % Occupied 9/30/22 | % Occupied 6/30/22 | % Occupied 9/30/21 |
|---|----------------------|-----------------------|-----------------------|-----------------------|
| Deer Park, NY | 739,148 | 100.0 % | 95.6 % | 93.8 % |
| Riverhead, NY | 729,281 | 93.9 % | 91.8 % | 91.1 % |
| Foley, AL | 554,736 | 95.8 % | 92.3 % | 89.1 % |
| Rehoboth Beach, DE | 550,921 | 96.2 % | 94.1 % | 91.7 % |
| Atlantic City, NJ | 487,718 | 84.8 % | 78.6 % | 80.8 % |
| San Marcos, TX | 471,816 | 98.7 % | 96.1 % | 94.0 % |
| Sevierville, TN | 449,968 | 100.0 % | 100.0 % | 99.4 % |
| Savannah, GA | 429,089 | 98.6 % | 99.5 % | 99.5 % |
| Myrtle Beach Hwy 501, SC | 426,523 | 95.8 % | 95.8 % | 97.5 % |
| Glendale, AZ (Westgate) | 410,753 | 98.9 % | 99.1 % | 98.7 % |
| Myrtle Beach Hwy 17, SC | 404,710 | 100.0 % | 100.0 % | 99.4 % |
| Charleston, SC | 386,328 | 100.0 % | 100.0 % | 100.0 % |
| Lancaster, PA | 375,883 | 100.0 % | 100.0 % | 99.7 % |
| Pittsburgh, PA | 373,863 | 96.6 % | 95.9 % | 94.7 % |
| Commerce, GA | 371,408 | 100.0 % | 99.5 % | 96.9 % |
| Grand Rapids, MI | 357,133 | 89.0 % | 88.7 % | 88.6 % |
| Fort Worth, TX | 351,741 | 99.1 % | 95.0 % | 97.0 % |
| Daytona Beach, FL | 351,691 | 99.7 % | 99.4 % | 100.0 % |
| Branson, MO | 329,861 | 100.0 % | 98.5 % | 99.2 % |
| Southaven, MS | 324,801 | 100.0 % | 98.8 % | 100.0 % |
| Locust Grove, GA | 321,082 | 100.0 % | 99.3 % | 98.8 % |
| Gonzales, LA | 321,066 | 100.0 % | 95.4 % | 96.0 % |
| Mebane, NC | 319,762 | 99.0 % | 96.9 % | 100.0 % |
| Howell, MI | 314,438 | 81.5 % | 78.6 % | 78.4 % |
| Mashantucket, CT (Foxwoods) | 311,229 | 80.0 % | 79.5 % | 78.8 % |
| Tilton, NH | 250,558 | 93.3 % | 88.4 % | 86.0 % |
| Hershey, PA | 249,696 | 97.2 % | 97.6 % | 98.4 % |
| Hilton Head II, SC | 206,564 | 98.7 % | 97.1 % | 100.0 % |
| Hilton Head I, SC | 181,687 | 98.8 % | 99.4 % | 95.8 % |
| Blowing Rock, NC | 104,009 | 96.0 % | 100.0 % | 89.8 % |
| Total Consolidated | 11,457,463 | 96.4 % | 94.8 % | 94.3 % |
| Charlotte, NC | 398,698 | 97.8 % | 98.9 % | 99.1 % |
| Ottawa, ON | 357,209 | 95.9 % | 95.4 % | 96.4 % |
| Columbus, OH | 355,245 | 97.2 % | 96.0 % | 96.6 % |
| Texas City, TX (Galveston/Houston) | 352,705 | 95.2 % | 95.1 % | 94.2 % |
| National Harbor, MD | 341,156 | 98.4 % | 100.0 % | 98.4 % |
| Cookstown, ON | 307,883 | 96.2 % | 89.8 % | 91.9 % |
| Total Unconsolidated | 2,112,896 | 96.8 % | 96.0 % | 96.3 % |
| Tanger's pro rata share of unconsolidated JVs | 1,056,448 | 96.8 % | 96.0 % | 96.3 % |
| Grand Total including pro rata share of unconsolidated JVs | 12,513,911 | 96.5 % | 94.9 % | 94.4 % |

Portfolio Occupancy at the End of Each Period⁽¹⁾



(1) Includes the Company's pro rata share of unconsolidated joint ventures.

Outlet Center Ranking as of September 30, 2022⁽¹⁾

| Ranking ⁽²⁾ | 12 Months SPSF | Period End Occupancy | Sq Ft (thousands) | % of Square Feet | % of Portfolio NOI ⁽³⁾ |
|-----------------------------|----------------|----------------------|-------------------|------------------|-----------------------------------|
| Consolidated Centers | | | | | |
| Centers 1 - 5 | \$ 594 | 99.0 % | 2,555 | 20 % | 29 % |
| Centers 6 - 10 | \$ 489 | 97.3 % | 1,882 | 15 % | 17 % |
| Centers 11 - 15 | \$ 448 | 99.4 % | 1,688 | 14 % | 13 % |
| Centers 16 - 20 | \$ 396 | 97.3 % | 1,931 | 16 % | 15 % |
| Centers 21 - 25 | \$ 354 | 91.2 % | 2,154 | 17 % | 12 % |
| Centers 26 - 30 | \$ 302 | 93.4 % | 1,247 | 10 % | 5 % |

| Ranking ⁽²⁾ | Cumulative 12 Months SPSF | Cumulative Period End Occupancy | Cumulative Sq Ft (thousands) | Cumulative % of Square Feet | Cumulative % of Portfolio NOI ⁽³⁾ |
|--|---------------------------|---------------------------------|------------------------------|-----------------------------|--|
| Consolidated Centers | | | | | |
| Centers 1 - 5 | \$ 594 | 99.0 % | 2,555 | 20 % | 29 % |
| Centers 1 - 10 | \$ 548 | 98.3 % | 4,437 | 35 % | 46 % |
| Centers 1 - 15 | \$ 520 | 98.6 % | 6,125 | 49 % | 59 % |
| Centers 1 - 20 | \$ 489 | 98.3 % | 8,056 | 65 % | 74 % |
| Centers 1 - 25 | \$ 462 | 96.8 % | 10,210 | 82 % | 86 % |
| Centers 1 - 30 | \$ 444 | 96.4 % | 11,457 | 92 % | 91 % |
| Unconsolidated Centers at Pro Rata Share ⁽⁴⁾ | \$ 466 | 96.8 % | 1,056 | 8 % | 9 % |
| Total Centers at Pro Rata Share ⁽⁵⁾ | \$ 446 | 96.5 % | 12,514 | 100 % | 100 % |

(1) Centers are ranked by sales per square foot for the trailing twelve months ended September 30, 2022 and sales per square foot include stores that have been occupied for a minimum of twelve months and are less than 20,000 square feet.

(2) Outlet centers included in each ranking group above are as follows (in alphabetical order):

| | | | | | |
|------------------|-------------------|-------------------------|-----------------------------|--------------------------|-----------------|
| Centers 1 - 5: | Deer Park, NY | Glendale, AZ (Westgate) | Myrtle Beach Hwy 17, SC | Rehoboth Beach, DE | Sevierville, TN |
| Centers 6 - 10: | Branson, MO | Hilton Head I, SC | Locust Grove, GA | Mebane, NC | Riverhead, NY |
| Centers 11 - 15: | Charleston, SC | Fort Worth, TX | Hershey, PA | Lancaster, PA | Southaven, MS |
| Centers 16 - 20: | Daytona Beach, FL | Gonzales, LA | Grand Rapids, MI | San Marcos, TX | Savannah, GA |
| Centers 21 - 25: | Atlantic City, NJ | Foley, AL | Mashantucket, CT (Foxwoods) | Myrtle Beach Hwy 501, SC | Pittsburgh, PA |
| Centers 26 - 30: | Blowing Rock, NC | Commerce, GA | Hilton Head II, SC | Howell, MI | Tilton, NH |

(3) Based on the Company's forecast of 2022 Portfolio NOI (see non-GAAP definitions), excluding centers not yet stabilized (none). The Company's forecast is based on management's estimates as of September 30, 2022 and may be considered a forward-looking statement that is subject to risks and uncertainties. Actual results could differ materially from those projected due to various factors including, but not limited to, the risks associated with general economic and real estate conditions. For a more detailed discussion of the factors that affect operating results, interested parties should review the Tanger Factory Outlet Centers, Inc. Annual Report on Form 10-K for the year ended December 31, 2021 and Quarterly Report on Form 10-Q for the three months ended September 30, 2022.

(4) Includes outlet centers open 12 full calendar months presented on a gross basis (in alphabetical order):

| | | | | | | |
|-----------------|---------------|--------------|---------------|---------------------|------------|------------------------------------|
| Unconsolidated: | Charlotte, NC | Columbus, OH | Cookstown, ON | National Harbor, MD | Ottawa, ON | Texas City, TX (Galveston/Houston) |
|-----------------|---------------|--------------|---------------|---------------------|------------|------------------------------------|

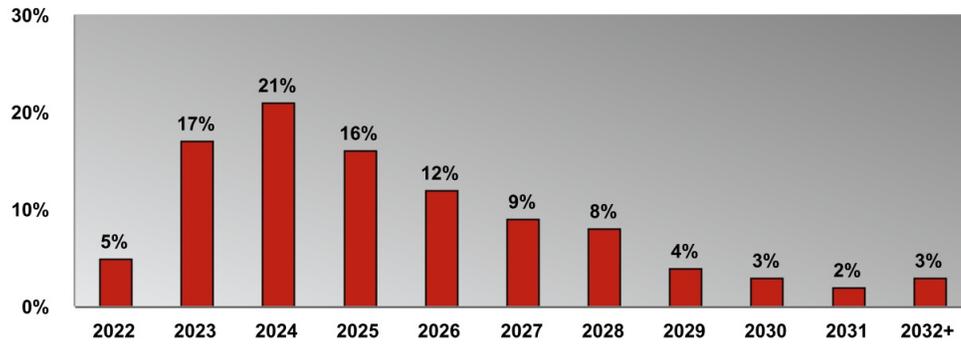
(5) Includes consolidated portfolio and the Company's pro rata share of unconsolidated joint ventures. Amounts may not recalculate due to the effect of rounding.

**Top 25 Tenants Based on Percentage of Total Annualized Base Rent
As of September 30, 2022⁽¹⁾**

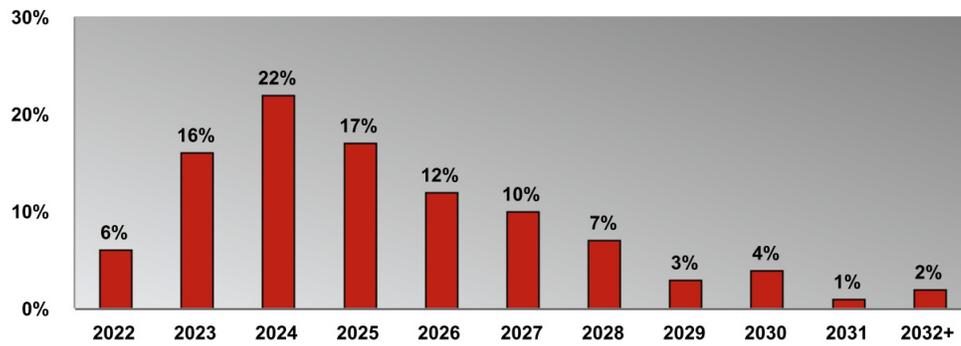
| Tenant | Brands | # of Stores | At Pro Rata Share ⁽²⁾ | | |
|---|--|--------------|----------------------------------|----------------|--|
| | | | GLA | % of Total GLA | % of Total Annualized Base Rent ⁽³⁾ |
| The Gap, Inc. | Gap, Banana Republic, Old Navy | 101 | 969,046 | 7.7 % | 5.8 % |
| SPARC Group | Aéropostale, Brooks Brothers, Eddie Bauer, Forever 21, Lucky Brands, Nautica, Reebok | 103 | 566,753 | 4.5 % | 4.8 % |
| Premium Apparel, LLC; The Talbots, Inc. | LOFT, Ann Taylor, Lane Bryant, Talbots | 84 | 423,830 | 3.4 % | 4.0 % |
| PVH Corp. | Tommy Hilfiger, Calvin Klein | 49 | 333,140 | 2.7 % | 3.5 % |
| Tapestry, Inc. | Coach, Kate Spade, Stuart Weitzman | 58 | 257,502 | 2.1 % | 3.4 % |
| Under Armour, Inc. | Under Armour, Under Armour Kids | 34 | 270,007 | 2.2 % | 3.2 % |
| American Eagle Outfitters, Inc. | American Eagle Outfitters, Aerie | 51 | 316,595 | 2.5 % | 3.1 % |
| Nike, Inc. | Nike, Converse, Hurley | 40 | 409,482 | 3.3 % | 2.6 % |
| Columbia Sportswear Company | Columbia Sportswear | 28 | 198,567 | 1.6 % | 2.5 % |
| Carter's, Inc. | Carters, OshKosh B Gosh | 49 | 193,904 | 1.5 % | 2.2 % |
| Capri Holdings Limited | Michael Kors, Michael Kors Men's | 32 | 147,846 | 1.2 % | 2.1 % |
| Signet Jewelers Limited | Kay Jewelers, Zales, Jared Vault | 58 | 118,028 | 0.9 % | 2.0 % |
| Ralph Lauren Corporation | Polo Ralph Lauren, Polo Children, Polo Ralph Lauren Big & Tall | 37 | 384,954 | 3.1 % | 1.9 % |
| Hanesbrands Inc. | Hanesbrands, Maidenform, Champion | 36 | 172,344 | 1.4 % | 1.9 % |
| Skechers USA, Inc. | Skechers | 34 | 165,940 | 1.3 % | 1.9 % |
| Rack Room Shoes, Inc. | Rack Room Shoes | 28 | 199,032 | 1.6 % | 1.9 % |
| Express Inc. | Express Factory | 28 | 182,195 | 1.5 % | 1.8 % |
| V. F. Corporation | The North Face, Vans, Timberland, Dickies, Work Authority | 31 | 152,980 | 1.2 % | 1.8 % |
| H & M Hennes & Mauritz LP. | H&M | 20 | 408,925 | 3.3 % | 1.7 % |
| Adidas AG | Adidas | 25 | 161,584 | 1.3 % | 1.7 % |
| Luxottica Group S.p.A. | Sunglass Hut, Oakley, Lenscrafters | 63 | 86,870 | 0.7 % | 1.7 % |
| Chico's, FAS Inc. | Chicos, White House/Black Market, Soma Intimates | 40 | 108,845 | 0.9 % | 1.6 % |
| Levi Strauss & Co. | Levi's | 33 | 124,534 | 1.0 % | 1.6 % |
| Caleres Inc. | Famous Footwear | 31 | 163,737 | 1.3 % | 1.5 % |
| Rue 21 | Rue 21 | 20 | 117,359 | 0.9 % | 1.4 % |
| Total of Top 25 tenants | | 1,113 | 6,633,999 | 53.1 % | 61.6 % |

- (1) Excludes leases that have been entered into but which tenant has not yet taken possession, temporary leases and month-to-month leases. Includes all retail concepts of each tenant group; tenant groups are determined based on leasing relationships.
- (2) Includes the Company's pro rata share of unconsolidated joint ventures.
- (3) Annualized base rent is defined as the minimum monthly payments due as of the end of the reporting period annualized, excluding periodic contractual fixed increases. Includes rents which are based on a percentage of sales in lieu of fixed contractual rents.

Percentage of Total Gross Leasable Area ⁽¹⁾



Percentage of Total Annualized Base Rent ⁽¹⁾



(1) Includes the Company's pro rata share of unconsolidated joint ventures.

Capital Expenditures for the Nine Months Ended September 30, 2022 (in thousands)

| | Consolidated Properties | Unconsolidated Joint Ventures at Pro Rata Share | Total at Pro Rata Share |
|--|----------------------------|---|----------------------------|
| Value-enhancing: | | | |
| New center developments, first generation tenant allowances and expansions | \$ 24,146 | \$ 112 | \$ 24,258 |
| Other | 7,822 | 48 | 7,870 |
| Total new center developments and expansions | 31,968 | 160 | 32,128 |
| Recurring capital expenditures: | | | |
| Second generation tenant allowances | 4,938 | 109 | 5,047 |
| Operational capital expenditures | 10,672 | 719 | 11,391 |
| Renovations | — | — | — |
| Total recurring capital expenditures | 15,610 | 828 | 16,438 |
| Total additions to rental property-accrual basis | \$ 47,578 | \$ 988 | \$ 48,566 |

Leasing Activity for the Trailing Twelve Months Ended September 30 - Comparable Space for Executed Leases^{(1) (2)}

| | Leasing Transactions | Square Feet (in 000s) | New Initial Rent (psf) ⁽³⁾ | Rent Spread % ⁽⁴⁾ | Tenant Allowance (psf) ⁽⁵⁾ | Average Initial Term (in years) |
|-------------------|----------------------|-----------------------|---------------------------------------|------------------------------|---------------------------------------|---------------------------------|
| Total space | | | | | | |
| 2022 | 354 | 1,791 \$ | 30.38 | 5.7 % \$ | 2.82 | 3.59 |
| 2021 | 311 | 1,368 \$ | 28.23 | (2.8) % \$ | 6.27 | 2.97 |
| Re-tenanted space | | | | | | |
| 2022 | 30 | 136 \$ | 39.58 | 18.6 % \$ | 33.20 | 8.52 |
| 2021 | 55 | 194 \$ | 29.59 | (5.2) % \$ | 23.10 | 6.65 |
| Renewed space | | | | | | |
| 2022 | 324 | 1,655 \$ | 29.62 | 4.4 % \$ | 0.33 | 3.19 |
| 2021 | 256 | 1,174 \$ | 28.00 | (2.4) % \$ | 3.50 | 2.37 |

Refer to footnotes below the following table.

Leasing Activity for the Trailing Twelve Months Ended September 30 - Comparable and Non-Comparable Space for Executed Leases^{(1) (2)}

| | Leasing Transactions | Square Feet (in 000s) | New Initial Rent (psf) ⁽³⁾ | Tenant Allowance (psf) ⁽⁵⁾ | Average Initial Term (in years) |
|-------------|----------------------|-----------------------|---------------------------------------|---------------------------------------|---------------------------------|
| Total space | | | | | |
| 2022 | 417 | 2,008 \$ | 31.06 | \$ 10.16 | 4.06 |
| 2021 | 365 | 1,554 \$ | 28.16 | \$ 14.93 | 3.34 |

- (1) For consolidated properties and domestic unconsolidated joint ventures at pro rata share owned as of the period-end date, except for leasing transactions, which are shown at 100%. Represents leases for new stores or renewals that were executed during the respective trailing 12-month periods and excludes license agreements, seasonal tenants, month-to-month leases and new developments.
- (2) Comparable space excludes leases for space that was vacant for more than 12 months (non-comparable space).
- (3) Represents average initial cash rent (base rent and common area maintenance ("CAM")).
- (4) Represents change in average initial and expiring cash rent (base rent and CAM).
- (5) Includes other landlord costs.



External Growth Pipeline Summary as of September 30, 2022

| Project/Market | Projected Opening Date | Approx Size in Sq Ft (000s) | Est Total Net Cost (millions) | Cost to Date (millions) | Tanger Ownership Percentage | Est Future Tanger Capital Requirement (millions) | Projected Stabilized Yield |
|--------------------------|------------------------|-----------------------------|-------------------------------|-------------------------|-----------------------------|--|----------------------------|
| New Developments: | | | | | | | |
| Nashville, TN | Fall 2023 | 290 | \$135 - \$145 | \$21.8 | 100% | \$113.2 - \$123.2 | 7.0% - 7.5% |

The Company's estimates, projections and judgments with respect to projected opening date, approximate size, estimated total net cost, Tanger ownership percentage, estimated future Tanger capital requirement and projected stabilized yield for new development are subject to adjustment prior to and during the development process. There are risks inherent to real estate development, some of which are not under the direct control of the Company. Please refer to the Company's filings with the Securities and Exchange Commission on Form 10-K and Form 10-Q for a discussion of these risks.



Consolidated Balance Sheets (dollars in thousands)

| | September 30, 2022 | December 31, 2021 |
|---|-----------------------|----------------------|
| Assets | | |
| Rental property: | | |
| Land | \$ 277,041 | \$ 268,269 |
| Buildings, improvements and fixtures | 2,551,741 | 2,532,489 |
| Construction in progress | 14,133 | — |
| | 2,842,915 | 2,800,758 |
| Accumulated depreciation | (1,212,218) | (1,145,388) |
| Total rental property, net | 1,630,697 | 1,655,370 |
| Cash and cash equivalents | 180,708 | 161,255 |
| Investments in unconsolidated joint ventures | 74,703 | 82,647 |
| Deferred lease costs and other intangibles, net | 63,996 | 73,720 |
| Operating lease right-of-use assets | 78,933 | 79,807 |
| Prepays and other assets | 128,652 | 104,585 |
| Total assets | \$ 2,157,689 | \$ 2,157,384 |
| Liabilities and Equity | | |
| Liabilities | | |
| Debt: | | |
| Senior, unsecured notes, net | \$ 1,037,541 | \$ 1,036,181 |
| Unsecured term loan, net | 298,964 | 298,421 |
| Mortgages payable, net | 58,958 | 62,474 |
| Unsecured lines of credit | — | — |
| Total debt | 1,395,463 | 1,397,076 |
| Accounts payable and accrued expenses | 76,491 | 92,995 |
| Operating lease liabilities | 88,046 | 88,874 |
| Other liabilities | 82,030 | 78,650 |
| Total liabilities | 1,642,030 | 1,657,595 |
| Commitments and contingencies | | |
| Equity | | |
| Tanger Factory Outlet Centers, Inc.: | | |
| Common shares, \$0.01 par value, 300,000,000 shares authorized, 104,346,428 and 104,084,734 shares issued and outstanding at September 30, 2022 and December 31, 2021, respectively | 1,043 | 1,041 |
| Paid in capital | 984,540 | 978,054 |
| Accumulated distributions in excess of net income | (480,904) | (483,409) |
| Accumulated other comprehensive loss | (11,253) | (17,761) |
| Equity attributable to Tanger Factory Outlet Centers, Inc. | 493,426 | 477,925 |
| Equity attributable to noncontrolling interests: | | |
| Noncontrolling interests in Operating Partnership | 22,233 | 21,864 |
| Noncontrolling interests in other consolidated partnerships | — | — |
| Total equity | 515,659 | 499,789 |
| Total liabilities and equity | \$ 2,157,689 | \$ 2,157,384 |

Consolidated Statements of Operations (in thousands, except per share data)

| | Three months ended | | Nine months ended | |
|--|--------------------|--------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Revenues: | | | | |
| Rental revenues | \$ 105,569 | \$ 107,265 | \$ 311,587 | \$ 301,556 |
| Management, leasing and other services | 1,897 | 1,641 | 4,860 | 4,372 |
| Other revenues | 3,980 | 3,559 | 9,705 | 8,504 |
| Total revenues | 111,446 | 112,465 | 326,152 | 314,432 |
| Expenses: | | | | |
| Property operating | 36,076 | 37,186 | 105,531 | 103,747 |
| General and administrative | 17,370 | 14,817 | 52,166 | 47,310 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Total expenses | 78,891 | 78,947 | 235,605 | 233,883 |
| Other income (expense): | | | | |
| Interest expense | (11,660) | (13,282) | (34,870) | (40,982) |
| Loss on early extinguishment of debt | — | (33,821) | — | (47,860) |
| Other income (expense) ⁽¹⁾ | 1,395 | 253 | 4,154 | (2,598) |
| Total other income (expense) | (10,265) | (46,850) | (30,716) | (91,440) |
| Income (loss) before equity in earnings of unconsolidated joint ventures | 22,290 | (13,332) | 59,831 | (10,891) |
| Equity in earnings of unconsolidated joint ventures | 2,055 | 2,261 | 6,795 | 6,758 |
| Net income (loss) | 24,345 | (11,071) | 66,626 | (4,133) |
| Noncontrolling interests in Operating Partnership | (1,069) | 492 | (2,927) | 165 |
| Noncontrolling interests in other consolidated partnerships | — | — | — | — |
| Net income (loss) attributable to Tanger Factory Outlet Centers, Inc. | 23,276 | (10,579) | 63,699 | (3,968) |
| Allocation of earnings to participating securities | (232) | (401) | (669) | (804) |
| Net income (loss) available to common shareholders of Tanger Factory Outlet Centers, Inc. | \$ 23,044 | \$ (10,980) | \$ 63,030 | \$ (4,772) |
| Basic earnings per common share: | | | | |
| Net income (loss) | \$ 0.22 | \$ (0.11) | \$ 0.61 | \$ (0.05) |
| Diluted earnings per common share: | | | | |
| Net income (loss) | \$ 0.22 | \$ (0.11) | \$ 0.60 | \$ (0.05) |

(1) The nine months ended September 30, 2022 includes a \$2.4 million gain on the sale of the corporate aircraft. The nine months ended September 30, 2021 includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.

Components of Rental Revenues (in thousands)

As a lessor, substantially all of our revenues are earned from arrangements that are within the scope of Accounting Standards Codification Topic 842 "Leases" ("ASC 842"). We utilized the practical expedient in ASU 2018-11 to account for lease and non-lease components as a single component which resulted in all of our revenues associated with leases being recorded as rental revenues on the consolidated statements of operations.

The table below provides details of the components included in consolidated rental revenues:

| | Three months ended | | Nine months ended | |
|--------------------------------|--------------------|-------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Rental revenues: | | | | |
| Base rentals | \$ 71,712 | \$ 69,909 | \$ 214,133 | \$ 204,579 |
| Percentage rentals | 6,340 | 8,635 | 13,851 | 14,652 |
| Tenant expense reimbursements | 27,583 | 26,888 | 80,738 | 81,933 |
| Lease termination fees | 228 | 1,424 | 2,859 | 2,224 |
| Market rent adjustments | (93) | (33) | (221) | 128 |
| Straight-line rent adjustments | (155) | 384 | (1,190) | (1,137) |
| Uncollectible tenant revenues | (46) | 58 | 1,417 | (823) |
| Rental revenues | \$ 105,569 | \$ 107,265 | \$ 311,587 | \$ 301,556 |

Unconsolidated Joint Venture Information

The following table details certain information as of September 30, 2022, except for Net Operating Income ("NOI") which is for the nine months ended September 30, 2022, about various unconsolidated real estate joint ventures in which we have an ownership interest (dollars in millions):

| Joint Venture | Center Location | Tanger's Ownership % | Square Feet | Tanger's Pro Rata Share of Total Assets | Tanger's Pro Rata Share of NOI | Tanger's Pro Rata Share of Debt ⁽¹⁾ |
|------------------------------|---------------------|----------------------|------------------|---|--------------------------------|--|
| Charlotte | Charlotte, NC | 50.0 % | 398,698 | \$ 32.5 | \$ 5.5 | \$ 49.8 |
| Columbus | Columbus, OH | 50.0 % | 355,245 | 34.4 | 3.5 | 35.3 |
| Galveston/Houston | Texas City, TX | 50.0 % | 352,705 | 17.8 | 3.1 | 32.2 |
| National Harbor | National Harbor, MD | 50.0 % | 341,156 | 35.8 | 4.5 | 47.3 |
| RioCan Canada ⁽²⁾ | Various | 50.0 % | 665,092 | 69.5 | 4.0 | — |
| Total | | | 2,112,896 | \$ 190.0 | \$ 20.6 | \$ 164.6 |

(1) Net of debt origination costs and premiums.

(2) Includes a 307,883 square foot outlet center in Cookstown, Ontario; and a 357,209 square foot outlet center in Ottawa, Ontario.

Debt Outstanding Summary
As of September 30, 2022
(dollars in thousands)

| | Total Debt Outstanding | Pro Rata Share of Debt | Stated Interest Rate | End of Period Effective Interest Rate ⁽¹⁾ | Maturity Date ⁽²⁾ | Weighted Average Years to Maturity ⁽²⁾ |
|---|------------------------|------------------------|------------------------------|--|------------------------------|---|
| Consolidated Debt: | | | | | | |
| Unsecured debt: | | | | | | |
| Unsecured lines of credit ⁽³⁾ | \$ — | \$ — | LIBOR + 1.20% | 4.3 % | 7/14/2026 | 3.8 |
| 2026 Senior unsecured notes | 350,000 | 350,000 | 3.125 % | 3.2 % | 9/1/2026 | 3.9 |
| 2027 Senior unsecured notes | 300,000 | 300,000 | 3.875 % | 3.9 % | 7/15/2027 | 4.8 |
| 2031 Senior unsecured notes | 400,000 | 400,000 | 2.750 % | 2.9 % | 9/1/2031 | 8.9 |
| Unsecured term loan ⁽⁵⁾ | 300,000 | 300,000 | LIBOR ⁽⁴⁾ + 1.25% | 1.8 % | 4/22/2024 | 1.6 |
| Net debt discounts and debt origination costs | (13,496) | (13,496) | | | | |
| Total net unsecured debt | 1,336,504 | 1,336,504 | | 3.1 % | | 5.1 |
| Secured mortgage debt: | | | | | | |
| Atlantic City, NJ | 18,250 | 18,250 | 6.44% - 7.65% | 5.1 % | 12/15/2024 - 12/8/2026 | 3.5 |
| Southaven, MS ⁽⁶⁾ | 40,144 | 40,144 | LIBOR + 1.80% | 4.9 % | 4/28/2023 | 0.6 |
| Debt premium and debt origination costs | 565 | 565 | | | | |
| Total net secured mortgage debt | 58,959 | 58,959 | | 5.0 % | | 1.4 |
| Total consolidated debt | 1,395,463 | 1,395,463 | | 3.1 % | | 4.9 |
| Unconsolidated JV debt: | | | | | | |
| Charlotte | 100,000 | 50,000 | 4.27 % | 4.3 % | 7/1/2028 | 5.8 |
| Columbus | 71,000 | 35,500 | 6.252 % | 6.3 % | 10/1/2032 | 10.0 |
| Galveston/Houston | 64,500 | 32,250 | LIBOR + 1.85% | 5.0 % | 7/1/2023 | 0.8 |
| National Harbor | 95,000 | 47,500 | 4.63 % | 4.6 % | 1/5/2030 | 7.3 |
| Debt origination costs | (1,335) | (668) | | | | |
| Total unconsolidated JV net debt | 329,165 | 164,582 | | 4.9 % | | 6.1 |
| Total | \$ 1,724,628 | \$ 1,560,045 | | 3.3 % | | 5.0 |

- (1) The effective interest rate includes the impact of discounts and premiums, mark-to-market adjustments for mortgages assumed in conjunction with property acquisitions and interest rate swap agreements, as applicable.
- (2) Includes applicable extensions available at our option.
- (3) The Company has unsecured lines of credit that provide for borrowings of up to \$520.0 million, including a \$20.0 million liquidity line and a \$500.0 million syndicated line. A 25 basis point facility fee is due annually on the entire committed amount of each facility. In certain circumstances, total line capacity may be increased to \$1.2 billion through an accordion feature in the syndicated line.
- (4) If LIBOR is less than 0.25% per annum, the rate will be deemed to be 0.25% for any portion of the bank term loan not fixed with an interest rate swap. Currently the entire outstanding balance is fixed with interest rate swaps, as summarized on the following page.
- (5) In October 2022, the Company amended and restated the bank term loan, increasing the outstanding balance from \$300 million to \$325 million, extending maturity from April 2024 to January 2027 plus a one-year extension option, and reducing the applicable pricing margin from LIBOR plus 25 basis points to Adjusted SOFR (representing the Secured Overnight Financing Rate plus a 10-basis point credit adjustment spread) plus 120 basis points.
- (6) In October 2022, the Company refinanced the mortgage on its Southaven, MS (Memphis) center, increasing the outstanding balance from \$40.1 million to \$51.7 million, extending maturity from April 2023 to October 2026 plus a one-year extension, with an interest rate of Adjusted SOFR plus 200 basis points.

Summary of Our Share of Fixed and Variable Rate Debt
As of September 30, 2022
(dollars in thousands)

| | Total Debt % | Pro Rata Share of Debt | End of Period Effective Interest Rate | Average Years to Maturity ⁽¹⁾ |
|---------------------------------------|--------------|------------------------|---------------------------------------|--|
| Consolidated: | | | | |
| Fixed ⁽²⁾ | 97 % | \$ 1,355,341 | 3.1 % | 5.1 |
| Variable | 3 % | 40,122 | 4.9 % | 0.6 |
| | 100 % | 1,395,463 | 3.1 % | 4.9 |
| Unconsolidated Joint ventures: | | | | |
| Fixed | 80 % | \$ 132,387 | 4.9 % | 7.4 |
| Variable | 20 % | 32,195 | 5.0 % | 0.8 |
| | 100 % | 164,582 | 4.9 % | 6.1 |
| Total: | | | | |
| Fixed | 95 % | \$ 1,487,728 | 3.2 % | 5.3 |
| Variable | 5 % | 72,317 | 5.0 % | 0.7 |
| Total share of debt | 100 % | \$ 1,560,045 | 3.3 % | 5.0 |

(1) Includes applicable extensions available at our option.

(2) The effective interest rate includes interest rate swap agreements that fix the base LIBOR rate at a weighted average of 0.5% on notional amounts aggregating \$300.0 million as follows:

| Effective Date | Maturity Date | Notional Amount | Bank Pay Rate | Company Fixed Pay Rate |
|----------------------|------------------|-------------------|---------------|------------------------|
| Interest rate swaps: | | | | |
| July 1, 2019 | February 1, 2024 | \$ 25,000 | 1 month LIBOR | 1.75 % |
| January 1, 2021 | February 1, 2024 | 150,000 | 1 month LIBOR | 0.60 % |
| January 1, 2021 | February 1, 2024 | 100,000 | 1 month LIBOR | 0.22 % |
| March 1, 2021 | February 1, 2024 | 25,000 | 1 month LIBOR | 0.24 % |
| Total | | \$ 300,000 | | 0.54 % |

In connection with the amendment and restatement of the bank term loan in October 2022, the Company converted the bank pay rate from 1 month LIBOR to Adjusted SOFR, resulting in a weighted-average company fixed pay rate of 0.47%.

Future Scheduled Principal Payments (dollars in thousands)⁽¹⁾
As of September 30, 2022

| Year | Tanger Consolidated Payments | Tanger's Pro Rata Share of Unconsolidated JV Payments | Total Scheduled Payments |
|---|------------------------------|---|--------------------------|
| 2022 | \$ 1,141 | \$ — | \$ 1,141 |
| 2023 | 44,917 | 33,281 | 78,198 |
| 2024 | 305,130 | 1,636 | 306,766 |
| 2025 | 1,501 | 1,710 | 3,211 |
| 2026 | 355,705 | 1,788 | 357,493 |
| 2027 | 300,000 | 1,869 | 301,869 |
| 2028 | — | 46,944 | 46,944 |
| 2029 | — | 984 | 984 |
| 2030 | — | 41,538 | 41,538 |
| 2031 & thereafter | 400,000 | 35,500 | 435,500 |
| | \$ 1,408,394 | \$ 165,250 | \$ 1,573,644 |
| Net debt discounts and debt origination costs | (12,931) | (668) | (13,599) |
| | \$ 1,395,463 | \$ 164,582 | \$ 1,560,045 |

(1) Includes applicable extensions available at our option.

Senior Unsecured Notes Financial Covenants⁽¹⁾
As of September 30, 2022

| | Required | Actual |
|--|----------|--------|
| Total Consolidated Debt to Adjusted Total Assets | < 60% | 40 % |
| Total Secured Debt to Adjusted Total Assets | < 40% | 2 % |
| Total Unencumbered Assets to Unsecured Debt | > 150% | 239 % |
| Consolidated Income Available for Debt Service to Annual Debt Service Charge | > 1.5 x | 5.7 x |

(1) For a complete listing of all debt covenants related to the Company's Senior Unsecured Notes, as well as definitions of the above terms, please refer to the Company's filings with the Securities and Exchange Commission.

Unsecured Lines of Credit & Term Loan Financial Covenants⁽¹⁾
As of September 30, 2022

| | Required | Actual |
|---|----------|--------|
| Total Liabilities to Total Adjusted Asset Value | < 60% | 37 % |
| Secured Indebtedness to Adjusted Unencumbered Asset Value | < 35% | 5 % |
| EBITDA to Fixed Charges | > 1.5 x | 4.5 x |
| Total Unsecured Indebtedness to Adjusted Unencumbered Asset Value | < 60% | 33 % |
| Unencumbered Interest Coverage Ratio | > 1.5 x | 5.7 x |

(1) For a complete listing of all debt covenants related to the Company's Unsecured Lines of Credit & Term Loan, as well as definitions of the above terms, please refer to the Company's filings with the Securities and Exchange Commission.

Enterprise Value, Net Debt, Liquidity, Debt Ratios and Credit Ratings - September 30, 2022
(in thousands, except per share data)

| | Consolidated | Pro Rata Share of Unconsolidated JVs | Total at Pro Rata Share |
|---|---------------------|--------------------------------------|-------------------------|
| Enterprise Value: | | | |
| Market value: | | | |
| Common shares outstanding | 104,346 | | 104,346 |
| Exchangeable operating partnership units | 4,762 | | 4,762 |
| Total shares ⁽¹⁾ | 109,108 | | 109,108 |
| Common share price | \$ 13.68 | | \$ 13.68 |
| Total market value ⁽¹⁾ | \$ 1,492,597 | | \$ 1,492,597 |
| Debt: | | | |
| Senior, unsecured notes | \$ 1,050,000 | \$ — | \$ 1,050,000 |
| Unsecured term loans | 300,000 | — | 300,000 |
| Mortgages payable | 58,394 | 165,250 | 223,644 |
| Unsecured lines of credit | — | — | — |
| Total principal debt | 1,408,394 | 165,250 | 1,573,644 |
| Less: Net debt discounts | (6,133) | — | (6,133) |
| Less: Debt origination costs | (6,798) | (668) | (7,466) |
| Total debt | 1,395,463 | 164,582 | 1,560,045 |
| Less: Cash and cash equivalents | (180,708) | (7,433) | (188,141) |
| Less: Short-term deposits ⁽²⁾ | (20,000) | — | (20,000) |
| Net debt | 1,194,755 | 157,149 | 1,371,904 |
| Total enterprise value | \$ 2,687,352 | \$ 157,149 | \$ 2,864,501 |
| Liquidity: | | | |
| Cash and cash equivalents | \$ 180,708 | \$ 7,433 | \$ 188,141 |
| Unused capacity under unsecured lines of credit | 520,000 | — | 520,000 |
| Total liquidity | \$ 700,708 | \$ 7,433 | \$ 708,141 |
| Ratios ⁽³⁾: | | | |
| Net debt to Adjusted EBITDA ⁽⁴⁾⁽⁵⁾ | 5.0 x | | 5.3 x |
| Interest coverage ratio ⁽⁵⁾⁽⁶⁾ | 5.1 x | | 4.8 x |

(1) Amounts may not recalculate due to the effect of rounding.

(2) Represents short-term bank deposits with initial maturities greater than three months and less than or equal to one year, which are included in prepaid and other assets in the accompanying balance sheet.

(3) Ratios are presented for the trailing twelve-month period.

(4) Net debt to Adjusted EBITDA represents net debt for the respective portfolio divided by Adjusted EBITDA (consolidated) or Adjusted EBITDAre (total at pro rata share).

(5) Net debt, Adjusted EBITDA and Adjusted EBITDAre are non-GAAP measures. Refer to pages 29-30 for reconciliations of net income to Adjusted EBITDA and Adjusted EBITDAre and page 31 for a reconciliation of total debt to net debt.

(6) Interest coverage ratio represents Adjusted EBITDA (consolidated) or Adjusted EBITDAre (total at pro rata share) divided by interest expense.

Credit Ratings:

| Agency | Rating | Outlook | Latest Action |
|------------------------------------|--------|---------|-------------------|
| Moody's Investors Services | Baa3 | Stable | April 14, 2021 |
| Standard & Poor's Ratings Services | BBB- | Stable | February 19, 2021 |

NON-GAAP SUPPLEMENTAL MEASURES

Funds From Operations

Funds From Operations ("FFO") is a widely used measure of the operating performance for real estate companies that supplements net income (loss) determined in accordance with generally accepted accounting principles in the United States ("GAAP"). We determine FFO based on the definition set forth by the National Association of Real Estate Investment Trusts ("NAREIT"), of which we are a member. In December 2018, NAREIT issued "NAREIT Funds From Operations White Paper - 2018 Restatement" which clarifies, where necessary, existing guidance and consolidates alerts and policy bulletins into a single document for ease of use. NAREIT defines FFO as net income (loss) available to the Company's common shareholders computed in accordance with GAAP, excluding (i) depreciation and amortization related to real estate, (ii) gains or losses from sales of certain real estate assets, (iii) gains and losses from change in control, (iv) impairment write-downs of certain real estate assets and investments in entities when the impairment is directly attributable to decreases in the value of depreciable real estate held by the entity and (v) after adjustments for unconsolidated partnerships and joint ventures calculated to reflect FFO on the same basis.

FFO is intended to exclude historical cost depreciation of real estate as required by GAAP which assumes that the value of real estate assets diminishes ratably over time. Historically, however, real estate values have risen or fallen with market conditions. Because FFO excludes depreciation and amortization of real estate assets, gains and losses from property dispositions and extraordinary items, it provides a performance measure that, when compared year over year, reflects the impact to operations from trends in occupancy rates, rental rates, operating costs, development activities and interest costs, providing perspective not immediately apparent from net income (loss).

We present FFO because we consider it an important supplemental measure of our operating performance. In addition, a portion of cash bonus compensation to certain members of management is based on our FFO or Core FFO, which is described in the section below. We believe it is useful for investors to have enhanced transparency into how we evaluate our performance and that of our management. In addition, FFO is frequently used by securities analysts, investors and other interested parties in the evaluation of REITs, many of which present FFO when reporting their results. FFO is also widely used by us and others in our industry to evaluate and price potential acquisition candidates. We believe that FFO payout ratio, which represents regular distributions to common shareholders and unit holders of the Operating Partnership expressed as a percentage of FFO, is useful to investors because it facilitates the comparison of dividend coverage between REITs. NAREIT has encouraged its member companies to report their FFO as a supplemental, industry-wide standard measure of REIT operating performance.

FFO has significant limitations as an analytical tool, and you should not consider it in isolation, or as a substitute for analysis of our results as reported under GAAP. Some of these limitations are:

- FFO does not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments;
- FFO does not reflect changes in, or cash requirements for, our working capital needs;
- Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and FFO does not reflect any cash requirements for such replacements; and
- Other companies in our industry may calculate FFO differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, FFO should not be considered as a measure of discretionary cash available to us to invest in the growth of our business or our dividend paying capacity. We compensate for these limitations by relying primarily on our GAAP results and using FFO only as a supplemental measure.

Core FFO

If applicable, we present Core Funds From Operations ("Core FFO") as a supplemental measure of our performance. We define Core FFO as FFO further adjusted to eliminate the impact of certain items that we do not consider indicative of our ongoing operating performance. These further adjustments are itemized in the table below, if applicable. You are encouraged to evaluate these adjustments and the reasons we consider them appropriate for supplemental analysis. In evaluating Core FFO you should be aware that in the future we may incur expenses that are the same as or similar to some of the adjustments in this presentation. Our presentation of Core FFO should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items.

We present Core FFO because we believe it assists investors and analysts in comparing our performance across reporting periods on a consistent basis by excluding items that we do not believe are indicative of our core operating performance. In addition, we believe it is useful for investors to have enhanced transparency into how we evaluate management's performance and the effectiveness of our business strategies. We use Core FFO when certain material, unplanned transactions occur as a factor in evaluating management's performance and to evaluate the effectiveness of our business strategies, and may use Core FFO when determining incentive compensation.

Core FFO has limitations as an analytical tool. Some of these limitations are:

- Core FFO does not reflect our cash expenditures, or future requirements, for capital expenditures or contractual commitments;
- Core FFO does not reflect changes in, or cash requirements for, our working capital needs;
- Although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, and Core FFO does not reflect any cash requirements for such replacements;
- Core FFO does not reflect the impact of certain cash charges resulting from matters we consider not to be indicative of our ongoing operations; and
- Other companies in our industry may calculate Core FFO differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, Core FFO should not be considered in isolation or as a substitute for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Core FFO only as a supplemental measure.

Funds Available for Distribution

Funds Available for Distribution ("FAD") is a non-GAAP financial measure that we define as FFO, excluding corporate depreciation, amortization of finance costs, amortization of net debt discount (premium), amortization of equity-based compensation, straight-line rent amounts, market rent amounts, second generation tenant allowances and lease incentives, recurring capital improvement expenditures, and our share of the items listed above for our unconsolidated joint ventures. Investors, analysts and the Company utilize FAD as an indicator of common dividend potential. The FAD payout ratio, which represents regular distributions to common shareholders and unit holders of the Operating Partnership expressed as a percentage of FAD, facilitates the comparison of dividend coverage between REITs.

We believe that net income (loss) is the most directly comparable GAAP financial measure to FAD. FAD does not represent cash generated from operating activities in accordance with GAAP and should not be considered as an alternative to net income (loss) as an indication of our performance or to cash flows as a measure of liquidity or our ability to make distributions. Other companies in our industry may calculate FAD differently than we do, limiting its usefulness as a comparative measure.

Portfolio Net Operating Income and Same Center Net Operating Income

We present portfolio net operating income ("Portfolio NOI") and same center net operating income ("Same Center NOI") as supplemental measures of our operating performance. Portfolio NOI represents our property level net operating income which is defined as total operating revenues less property operating expenses and excludes termination fees and non-cash adjustments including straight-line rent, net above and below market rent amortization, impairment charges, loss on early extinguishment of debt and gains or losses on the sale of assets recognized during the periods presented. We define Same Center NOI as Portfolio NOI for the properties that were operational for the entire portion of both comparable reporting periods and which were not acquired, or subject to a material expansion or non-recurring event, such as a natural disaster, during the comparable reporting periods. We present Portfolio NOI and Same Center NOI on both a consolidated and total portfolio, including pro rata share of unconsolidated joint ventures, basis.

We believe Portfolio NOI and Same Center NOI are non-GAAP metrics used by industry analysts, investors and management to measure the operating performance of our properties because they provide performance measures directly related to the revenues and expenses involved in owning and operating real estate assets and provide a perspective not immediately apparent from net income (loss), FFO or Core FFO. Because Same Center NOI excludes properties developed, redeveloped, acquired and sold; as well as non-cash adjustments, gains or losses on the sale of outparcels and termination rents; it highlights operating trends such as occupancy levels, rental rates and operating costs on properties that were operational for both comparable periods. Other REITs may use different methodologies for calculating Portfolio NOI and Same Center NOI, and accordingly, our Portfolio NOI and Same Center NOI may not be comparable to other REITs.

Portfolio NOI and Same Center NOI should not be considered alternatives to net income (loss) or as an indicator of our financial performance since they do not reflect the entire operations of our portfolio, nor do they reflect the impact of general and administrative expenses, acquisition-related expenses, interest expense, depreciation and amortization costs, other non-property income and losses, the level of capital expenditures and leasing costs necessary to maintain the operating performance of our properties, or trends in development and construction activities which are significant economic costs and activities that could materially impact our results from operations. Because of these limitations, Portfolio NOI and Same Center NOI should not be viewed in isolation or as a substitute for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Portfolio NOI and Same Center NOI only as supplemental measures.

Adjusted EBITDA, EBITDAre and Adjusted EBITDAre

We present Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") as adjusted for items described below ("Adjusted EBITDA"), EBITDA for Real Estate ("EBITDAre") and Adjusted EBITDAre, all non-GAAP measures, as supplemental measures of our operating performance. Each of these measures is defined as follows:

We define Adjusted EBITDA as net income (loss) available to the Company's common shareholders computed in accordance with GAAP before net interest expense, income taxes (if applicable), depreciation and amortization, gains and losses on sale of operating properties, joint venture properties, outparcels and other assets, impairment write-downs of depreciated property and of investment in unconsolidated joint ventures caused by a decrease in value of depreciated property in the affiliate, compensation related to voluntary retirement plan and other executive severance, gain on sale of non-real estate asset, casualty gains and losses, gains and losses on extinguishment of debt, net and other items that we do not consider indicative of the Company's ongoing operating performance.

We determine EBITDAre based on the definition set forth by NAREIT, which is defined as net income (loss) available to the Company's common shareholders computed in accordance with GAAP before net interest expense, income taxes (if applicable), depreciation and amortization, gains and losses on sale of operating properties, gains and losses on change of control and impairment write-downs of depreciated property and of investment in unconsolidated joint ventures caused by a decrease in value of depreciated property in the affiliate and after adjustments to reflect our share of the EBITDAre of unconsolidated joint ventures.

Adjusted EBITDAre is defined as EBITDAre excluding gains and losses on extinguishment of debt, net, casualty gains and losses, compensation related to voluntary retirement plan and other executive severance, gain on sale of non-real estate asset, casualty gains and losses, gains and losses on sale of outparcels, and other items that that we do not consider indicative of the Company's ongoing operating performance.

We present Adjusted EBITDA, EBITDAre and Adjusted EBITDAre as we believe they are useful for investors, creditors and rating agencies as they provide additional performance measures that are independent of a Company's existing capital structure to facilitate the evaluation and comparison of the Company's operating performance to other REITs and provide a more consistent metric for comparing the operating performance of the Company's real estate between periods.

Adjusted EBITDA, EBITDAre and Adjusted EBITDAre have significant limitations as analytical tools, including:

- They do not reflect our net interest expense;
- They do not reflect gains or losses on sales of operating properties or impairment write-downs of depreciated property and of investment in unconsolidated joint ventures caused by a decrease in value of depreciated property in the affiliate;
- Adjusted EBITDA and Adjusted EBITDAre do not reflect gains and losses on extinguishment of debt and other items that may affect operations; and
- Other companies in our industry may calculate these measures differently than we do, limiting its usefulness as a comparative measure.

Because of these limitations, Adjusted EBITDA, EBITDAre and Adjusted EBITDAre should not be considered in isolation or as a substitute for performance measures calculated in accordance with GAAP. We compensate for these limitations by relying primarily on our GAAP results and using Adjusted EBITDA, EBITDAre and Adjusted EBITDAre only as supplemental measures.

Net Debt

We define Net Debt as Total Debt less Cash and Cash Equivalents and Short-Term Deposits and present this metric for both the consolidated portfolio and for the total portfolio, including the consolidated portfolio and the Company's pro rata share of unconsolidated joint ventures. Net debt is a component of the Net debt to Adjusted EBITDA ratio, which is defined as Net debt for the respective portfolio divided by Adjusted EBITDA (consolidated portfolio) or Adjusted EBITDAre (total portfolio at pro rata share). We use the Net debt to Adjusted EBITDA and the Net debt to Adjusted EBITDAre ratios to evaluate the Company's leverage. We believe this measure is an important indicator of the Company's ability to service its long-term debt obligations.

Non-GAAP Pro Rata Balance Sheet and Income Statement Information

The pro rata balance sheet and pro rata income statement information is not, and is not intended to be, a presentation in accordance with GAAP. The pro rata balance sheet and pro rata income statement information reflect our proportionate economic ownership of each asset in our portfolio that we do not wholly own. These assets may be found in the table earlier in this report entitled, "Unconsolidated Joint Venture Information." The amounts in the column labeled "Pro Rata Portion Unconsolidated Joint Ventures" were derived on a property-by-property basis by applying to each financial statement line item the ownership percentage interest used to arrive at our share of net income or loss during the period when applying the equity method of accounting. A similar calculation was performed for the amounts in the column labeled "Pro Rata Portion Noncontrolling interests."

We do not control the unconsolidated joint ventures and the presentations of the assets and liabilities and revenues and expenses do not represent our legal claim to such items. The operating agreements of the unconsolidated joint ventures generally provide that partners may receive cash distributions (1) quarterly, to the extent there is available cash from operations, (2) upon a capital event, such as a refinancing or sale or (3) upon liquidation of the venture. The amount of cash each partner receives is based upon specific provisions of each operating agreement and vary depending on factors including the amount of capital contributed by each partner and whether any contributions are entitled to priority distributions. Upon liquidation of the joint venture and after all liabilities, priority distributions and initial equity contributions have been repaid, the partners generally would be entitled to any residual cash remaining based on the legal ownership percentage shown in the table found earlier in this report entitled "Unconsolidated Joint Venture Information".

We provide pro rata balance sheet and income statement information because we believe it assists investors and analysts in estimating our economic interest in our unconsolidated joint ventures when read in conjunction with the Company's reported results under GAAP. The presentation of pro rata financial information has limitations as an analytical tool. Some of these limitations include:

- The amounts shown on the individual line items were derived by applying our overall economic ownership interest percentage determined when applying the equity method of accounting and do not necessarily represent our legal claim to the assets and liabilities, or the revenues and expenses; and
- Other companies in our industry may calculate their pro rata interest differently than we do, limiting the usefulness as a comparative measure.

Because of these limitations, the pro rata balance sheet and income statement information should not be considered in isolation or as a substitute for our financial statements as reported under GAAP. We compensate for these limitations by relying primarily on our GAAP results and using the pro rata balance sheet and income statement information only supplementally.

Reconciliation of Net Income to FFO and Core FFO (dollars and shares in thousands)

| | Three months ended | | Nine months ended | |
|--|--------------------|------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted for: | | | | |
| Depreciation and amortization of real estate assets - consolidated | 24,853 | 26,367 | 76,129 | 81,106 |
| Depreciation and amortization of real estate assets - unconsolidated joint ventures | 2,871 | 2,908 | 8,416 | 8,817 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | — | — | 3,704 |
| FFO | 52,069 | 18,204 | 151,171 | 89,494 |
| Allocation of earnings to participating securities | (412) | (401) | (1,270) | (1,095) |
| FFO available to common shareholders⁽²⁾ | \$ 51,657 | \$ 17,803 | \$ 149,901 | \$ 88,399 |
| As further adjusted for: | | | | |
| Compensation related to voluntary retirement plan and other executive severance ⁽³⁾ | — | 294 | 2,447 | 2,712 |
| Gain on sale of non-real estate asset ⁽⁴⁾ | — | — | (2,418) | — |
| Loss on early extinguishment of debt ⁽⁵⁾ | — | 33,821 | — | 47,860 |
| Impact of above adjustments to the allocation of earnings to participating securities | — | (97) | — | (225) |
| Core FFO available to common shareholders⁽²⁾ | \$ 51,657 | \$ 51,821 | \$ 149,930 | \$ 138,746 |
| FFO available to common shareholders per share - diluted⁽²⁾ | \$ 0.47 | \$ 0.16 | \$ 1.37 | \$ 0.84 |
| Core FFO available to common shareholders per share - diluted⁽²⁾ | \$ 0.47 | \$ 0.47 | \$ 1.37 | \$ 1.32 |

Weighted Average Shares:

| | | | | |
|--|----------------|----------------|----------------|----------------|
| Basic weighted average common shares | 103,749 | 103,269 | 103,655 | 99,446 |
| Effect of notional units | 527 | — | 473 | — |
| Effect of outstanding options | 661 | — | 701 | — |
| Diluted weighted average common shares (for earnings per share computations) | 104,937 | 103,269 | 104,829 | 99,446 |
| Effect of notional units | — | 583 | — | 518 |
| Effect of outstanding options and restricted common shares | — | 753 | — | 736 |
| Exchangeable operating partnership units | 4,762 | 4,795 | 4,762 | 4,795 |
| Diluted weighted average common shares (for FFO per share computations)⁽²⁾ | 109,699 | 109,400 | 109,591 | 105,495 |

- (1) Includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.
- (2) Assumes the Class A common limited partnership units of the Operating Partnership held by the noncontrolling interests are exchanged for common shares of the Company. Each Class A common limited partnership unit is exchangeable for one of the Company's common shares, subject to certain limitations to preserve the Company's REIT status.
- (3) For the 2022 period, represents executive severance costs. For the 2021 period, includes compensation costs related to a voluntary retirement plan offer that required eligible participants to give notice of acceptance by December 1, 2020 for an effective retirement date of March 31, 2021 and other executive severance costs.
- (4) Represents gain on sale of the corporate aircraft.
- (5) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

Reconciliation of FFO to FAD (dollars and shares in thousands)

| | Three months ended September 30, | | Nine months ended September 30, | |
|---|-------------------------------------|-----------|------------------------------------|-----------|
| | 2022 | 2021 | 2022 | 2021 |
| FFO available to common shareholders | \$ 51,657 | \$ 17,803 | \$ 149,901 | \$ 88,399 |
| Adjusted for: | | | | |
| Corporate depreciation excluded above | 592 | 577 | 1,779 | 1,720 |
| Amortization of finance costs | 763 | 1,793 | 2,304 | 4,460 |
| Amortization of net debt discount | 131 | 1,083 | 372 | 2,031 |
| Amortization of equity-based compensation | 3,006 | 2,994 | 9,965 | 9,602 |
| Straight-line rent adjustments | 155 | (384) | 1,190 | 1,137 |
| Market rent adjustments | 186 | 126 | 499 | 151 |
| Second generation tenant allowances and lease incentives ⁽¹⁾ | (1,779) | 2,199 | (4,938) | (95) |
| Capital improvements | (4,047) | (2,611) | (10,672) | (6,253) |
| Adjustments from unconsolidated joint ventures | 203 | (666) | 165 | (1,204) |
| FAD available to common shareholders⁽²⁾ | \$ 50,867 | \$ 22,914 | \$ 150,565 | \$ 99,948 |
| Dividends per share | \$ 0.2000 | \$ 0.1775 | \$ 0.5825 | \$ 0.5325 |
| FFO payout ratio | 43 % | 111 % | 43 % | 63 % |
| FAD payout ratio | 43 % | 85 % | 43 % | 56 % |
| Diluted weighted average common shares⁽²⁾ | 109,699 | 109,400 | 109,591 | 105,495 |

(1) In the 2021 periods, second generation tenant allowances are presented net of \$3.3 million tenant allowance reversals, which were the result of a lease modification.

(2) Assumes the Class A common limited partnership units of the Operating Partnership held by the noncontrolling interests are exchanged for common shares of the Company. Each Class A common limited partnership unit is exchangeable for one of the Company's common shares, subject to certain limitations to preserve the Company's REIT status.

Reconciliation of Net Income to Portfolio NOI and Same Center NOI for the consolidated portfolio and total portfolio at pro rata share (in thousands)

| | Three months ended | | Nine months ended | |
|--|--------------------|--------------------|-------------------|-------------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted to exclude: | | | | |
| Equity in earnings of unconsolidated joint ventures | (2,055) | (2,261) | (6,795) | (6,758) |
| Interest expense | 11,660 | 13,282 | 34,870 | 40,982 |
| Loss on early extinguishment of debt ⁽¹⁾ | — | 33,821 | — | 47,860 |
| Other (income) expense | (1,395) | (253) | (4,154) | 2,598 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Other non-property (income) expenses | (279) | 113 | (45) | 22 |
| Corporate general and administrative expenses | 17,495 | 14,951 | 52,309 | 47,468 |
| Non-cash adjustments ⁽²⁾ | 348 | (244) | 1,711 | 1,326 |
| Lease termination fees | (228) | (1,424) | (2,859) | (2,224) |
| Portfolio NOI - Consolidated | 75,336 | 73,858 | 219,571 | 209,967 |
| Non-same center NOI - Consolidated | (58) | (106) | 25 | (1,751) |
| Same Center NOI - Consolidated⁽³⁾ | \$ 75,278 | \$ 73,752 | \$ 219,596 | \$ 208,216 |
| Portfolio NOI - Consolidated | \$ 75,336 | \$ 73,858 | \$ 219,571 | \$ 209,967 |
| Pro rata share of unconsolidated joint ventures | 6,888 | 6,827 | 20,595 | 19,442 |
| Portfolio NOI - Total portfolio at pro rata share | 82,224 | 80,685 | 240,166 | 229,409 |
| Non-same center NOI - Total portfolio at pro rata share | (58) | (434) | 25 | (2,086) |
| Same Center NOI - Total portfolio at pro rata share⁽³⁾ | \$ 82,166 | \$ 80,251 | \$ 240,191 | \$ 227,323 |

(1) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

(2) Non-cash items include straight-line rent, above and below market rent amortization, straight-line rent expense on land leases and gains or losses on outparcel sales, as applicable.

(3) Sold outlet centers excluded from Same Center NOI:

| Outlet centers sold: | | |
|-----------------------|--------------|-------------------|
| Jeffersonville | January 2021 | Consolidated |
| Saint-Sauveur, Quebec | March 2021 | Unconsolidated JV |

Same Center NOI - total portfolio at pro rata share (in thousands)

| | Three months ended | | | Nine months ended | | |
|--|--------------------|------------------|--------------|-------------------|-------------------|--------------|
| | September 30, | | % | September 30, | | % |
| | 2022 | 2021 | Change | 2022 | 2021 | Change |
| Same Center Revenues: | | | | | | |
| Base rentals | \$ 78,213 | \$ 75,942 | 3.0 % | \$ 233,508 | \$ 222,406 | 5.0 % |
| Percentage rentals | 7,181 | 9,599 | -25.2 % | 16,198 | 16,816 | -3.7 % |
| Tenant expense reimbursement | 31,093 | 30,461 | 2.1 % | 91,276 | 92,515 | -1.3 % |
| Uncollectible tenant revenues | 61 | 10 | 510.0 % | 1,753 | (850) | -306.2 % |
| Rental revenues | 116,548 | 116,012 | 0.5 % | 342,735 | 330,887 | 3.6 % |
| Other revenues | 4,610 | 3,544 | 30.1 % | 11,091 | 9,419 | 17.8 % |
| Total same center revenues | 121,158 | 119,556 | 1.3 % | 353,826 | 340,306 | 4.0 % |
| Same Center Expenses: | | | | | | |
| Property operating | 38,924 | 39,261 | -0.9 % | 113,487 | 112,857 | 0.6 % |
| General and administrative | 68 | 44 | 54.5 % | 148 | 126 | 17.5 % |
| Total same center expenses | 38,992 | 39,305 | -0.8 % | 113,635 | 112,983 | 0.6 % |
| Same Center NOI - Total portfolio at pro rata share | \$ 82,166 | \$ 80,251 | 2.4 % | \$ 240,191 | \$ 227,323 | 5.7 % |

Reconciliation of Net Income to Adjusted EBITDA (in thousands)

| | Three months ended | | Nine months ended | |
|--|--------------------|-------------|-------------------|------------|
| | September 30, | | September 30, | |
| | 2022 | 2021 | 2022 | 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted to exclude: | | | | |
| Interest expense, net | 10,297 | 13,178 | 33,260 | 40,654 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | — | — | 3,704 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | — | 294 | 2,447 | 2,712 |
| Gain on sale of non-real estate asset ⁽³⁾ | — | — | (2,418) | — |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 33,821 | — | 47,860 |
| Adjusted EBITDA | \$ 60,087 | \$ 63,166 | \$ 177,823 | \$ 173,623 |

| | Twelve months ended | |
|--|---------------------|-------------------|
| | September 30, 2022 | December 31, 2021 |
| Net income | \$ 80,317 | \$ 9,558 |
| Adjusted to exclude: | | |
| Interest expense, net | 45,032 | 52,426 |
| Depreciation and amortization | 105,090 | 110,008 |
| Impairment charges - consolidated ⁽⁵⁾ | 6,989 | 6,989 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | 3,704 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | 3,314 | 3,579 |
| Gain on sale of non-real estate asset ⁽³⁾ | (2,418) | — |
| Casualty gain | (969) | (969) |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 47,860 |
| Adjusted EBITDA | \$ 237,355 | \$ 233,155 |

(1) Includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.

(2) For the 2022 period, represents executive severance costs. For the 2021 period, includes compensation costs related to a voluntary retirement plan offer that required eligible participants to give notice of acceptance by December 1, 2020 for an effective retirement date of March 31, 2021 and other executive severance costs.

(3) Represents gain on sale of the corporate aircraft.

(4) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal amount outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

(5) Includes \$563,000 for the twelve months ended December 31, 2021 of impairment loss attributable to the right-of-use asset associated with the ground lease at the Mashantucket (Foxwoods), Connecticut outlet center.

Reconciliation of Net Income to EBITDAre and Adjusted EBITDAre (in thousands)

| | Three months ended | | Nine months ended | |
|--|-----------------------|-----------------------|-----------------------|-----------------------|
| | September 30, 2022 | September 30, 2021 | September 30, 2022 | September 30, 2021 |
| Net income (loss) | \$ 24,345 | \$ (11,071) | \$ 66,626 | \$ (4,133) |
| Adjusted to exclude: | | | | |
| Interest expense, net | 10,297 | 13,178 | 33,260 | 40,654 |
| Depreciation and amortization | 25,445 | 26,944 | 77,908 | 82,826 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | — | — | 3,704 |
| Pro rata share of interest expense - unconsolidated joint ventures | 1,861 | 1,457 | 4,897 | 4,384 |
| Pro rata share of depreciation and amortization - unconsolidated joint ventures | 2,871 | 2,907 | 8,416 | 8,817 |
| EBITDAre | \$ 64,819 | \$ 33,415 | \$ 191,107 | \$ 136,252 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | — | 294 | 2,447 | 2,712 |
| Gain on sale of non-real estate asset ⁽³⁾ | — | — | (2,418) | — |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 33,821 | — | 47,860 |
| Adjusted EBITDAre | \$ 64,819 | \$ 67,530 | \$ 191,136 | \$ 186,824 |

| | Twelve months ended | |
|--|-----------------------|----------------------|
| | September 30, 2022 | December 31, 2021 |
| Net income | \$ 80,317 | \$ 9,558 |
| Adjusted to exclude: | | |
| Interest expense, net | 45,032 | 52,426 |
| Depreciation and amortization | 105,090 | 110,008 |
| Impairment charges - consolidated ⁽⁵⁾ | 6,989 | 6,989 |
| Loss on sale of joint venture property, including foreign currency effect ⁽¹⁾ | — | 3,704 |
| Pro-rata share of interest expense - unconsolidated joint ventures | 6,371 | 5,858 |
| Pro-rata share of depreciation and amortization - unconsolidated joint ventures | 11,217 | 11,618 |
| EBITDAre | \$ 255,016 | \$ 200,161 |
| Compensation related to voluntary retirement plan and other executive severance ⁽²⁾ | 3,314 | 3,579 |
| Gain on sale of non-real estate asset ⁽³⁾ | (2,418) | — |
| Casualty gain | (969) | (969) |
| Loss on early extinguishment of debt ⁽⁴⁾ | — | 47,860 |
| Adjusted EBITDAre | \$ 254,943 | \$ 250,631 |

(1) Includes a \$3.6 million charge related to the foreign currency effect of the sale of the Saint-Sauveur, Quebec property by the RioCan joint venture in March 2021.

(2) For the 2022 period, represents executive severance costs. For the 2021 periods, includes compensation costs related to a voluntary retirement plan offer that required eligible participants to give notice of acceptance by December 1, 2020 for an effective retirement date of March 31, 2021 and other executive severance costs.

(3) Represents gain on sale of the corporate aircraft.

(4) In April 2021, the Company completed a partial redemption of \$150.0 million aggregate principal amount of its \$250.0 million 3.875% senior notes due December 2023, for \$163.0 million in cash. In September 2021, the Company completed a redemption of the remaining 2023 Notes, \$100.0 million in aggregate principal amount outstanding, and all of its 3.750% senior notes due 2024, \$250.0 million in aggregate principal outstanding, for \$381.9 million in cash. The loss on extinguishment of debt includes make-whole premiums of \$44.9 million, of which \$31.9 million occurred during the third quarter of 2021.

(5) Includes \$563,000 for the twelve months ended December 31, 2021 of impairment loss attributable to the right-of-use asset associated with the ground lease at the Mashantucket (Foxwoods), Connecticut outlet center.

Reconciliation of Total Debt to Net Debt for the consolidated portfolio and total portfolio at pro rata share (in thousands)

| September 30, 2022 | | | | |
|--|---------------------|---|----------------------------|--|
| | Consolidated | Pro Rata Share of Unconsolidated JVs | Total at Pro Rata Share | |
| Total debt | \$ 1,395,463 | \$ 164,582 | \$ 1,560,045 | |
| Less: Cash and cash equivalents | (180,708) | (7,433) | (188,141) | |
| Less: Short-term deposits ⁽¹⁾ | (20,000) | — | (20,000) | |
| Net debt | \$ 1,194,755 | \$ 157,149 | \$ 1,371,904 | |

| December 31, 2021 | | | | |
|---------------------------------|---------------------|---|----------------------------|--|
| | Consolidated | Pro Rata Share of Unconsolidated JVs | Total at Pro Rata Share | |
| Total debt | \$ 1,397,076 | \$ 164,730 | \$ 1,561,806 | |
| Less: Cash and cash equivalents | (161,255) | (9,515) | (170,770) | |
| Net debt | \$ 1,235,821 | \$ 155,215 | \$ 1,391,036 | |

(1) Represents short-term bank deposits with initial maturities greater than three months and less than or equal to one year, which is included in prepaid and other assets in the accompanying balance sheet.



Non-GAAP Pro Rata Balance Sheet Information as of September 30, 2022 (in thousands)

| | Non-GAAP Pro Rata Share of Unconsolidated Joint Ventures ⁽¹⁾ | |
|---|--|----------------|
| Assets | | |
| Rental property: | | |
| Land | \$ | 40,669 |
| Buildings, improvements and fixtures | | 227,497 |
| Construction in progress | | 164 |
| | | 268,330 |
| Accumulated depreciation | | (88,563) |
| Total rental property, net | | 179,767 |
| Cash and cash equivalents | | 7,433 |
| Deferred lease costs and other intangibles, net | | 1,501 |
| Prepays and other assets | | 1,328 |
| Total assets | \$ | 190,029 |
| Liabilities and Owners' Equity | | |
| Liabilities | | |
| Mortgages payable, net | \$ | 164,584 |
| Accounts payable and accruals | | 6,583 |
| Total liabilities | | 171,167 |
| Owners' Equity | | 18,862 |
| Total liabilities and owners' equity | \$ | 190,029 |

- (1) The carrying value of our investments in unconsolidated joint ventures as reported in our Consolidated Balance Sheet differs from our pro rata share of the net assets shown above due to adjustments to the book basis, including intercompany profits on sales of services that are capitalized by the unconsolidated joint ventures. The differences in basis totaled \$3.3 million as of September 30, 2022 and are being amortized over the various useful lives of the related assets.

Non-GAAP Pro Rata Statement of Operations Information for the nine months ended September 30, 2022 (in thousands)

| | Non-GAAP Pro Rata Share | |
|--------------------------------|--------------------------|-------------------------------|
| | Noncontrolling Interests | Unconsolidated Joint Ventures |
| Revenues: | | |
| Rental revenues | \$ — | \$ 32,091 |
| Other revenues | — | 871 |
| Total revenues | — | 32,962 |
| Expense: | | |
| Property operating | — | 12,807 |
| General and administrative | — | 105 |
| Depreciation and amortization | — | 8,416 |
| Total expenses | — | 21,328 |
| Other income (expense): | | |
| Interest expense | — | (4,897) |
| Other income (expenses) | — | 58 |
| Total other income (expense) | — | (4,839) |
| Net income | \$ — | \$ 6,795 |

The table below provides details of the components included in our share of rental revenues for the nine months ended September 30, 2022 (in thousands)

| | Non-GAAP Pro Rata Share | |
|--------------------------------|--------------------------|-------------------------------|
| | Noncontrolling Interests | Unconsolidated Joint Ventures |
| Rental revenues: | | |
| Base rentals | \$ — | \$ 19,473 |
| Percentage rentals | — | 2,373 |
| Tenant expense reimbursements | — | 10,606 |
| Lease termination fees | — | 50 |
| Market rent adjustments | — | (8) |
| Straight-line rent adjustments | — | (741) |
| Uncollectible tenant revenues | — | 338 |
| Rental revenues | \$ — | \$ 32,091 |

Investor Information

Tanger Outlet Centers welcomes any questions or comments from shareholders, analysts, investment managers, and prospective investors. Please address all inquiries to our Investor Relations Department.

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Investor Relations

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