

## Safe Harbor and Non-GAAP Disclosures

#### **Forward-Looking Statements**

market conditions, outlook and other similar statements relating to Regency's future events, developments, or financial or operational performance or results such as our 2023 Guidance, are "forward-looking statements" made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and other federal securities laws. These forwardlooking statements are identified by the use of words such as "may," "will," "could," "should," "would," "expect," "estimate, "believe," "intend," "forecast," "project," "anticipate," "guidance," and other similar language. However, the absence of these or similar words or expressions does not mean a statement is not forward-looking. While we believe these forward-looking statements are reasonable when made, forward-looking statements are not quarantees of future performance or events and undue reliance should not be placed on these statements. Although we believe the expectations reflected in any forwardlooking statements are based on reasonable assumptions, we can give no assurance these expectations will be attained, and it is possible actual results may differ materially from those indicated by these forward-looking statements due to a variety of risks and uncertainties. Our operations are subject to a number of risks and uncertainties including, but not limited to, those risk factors described in our SEC filings. When considering an investment in our securities, you should carefully read and consider these risks, together with all other information in our Annual Reports on Form 10-K. Quarterly Reports on Form 10-O and our other filings and submissions to the SEC. If any of the events described in the risk factors actually occur, our business, financial condition or operating results, as well as the market price of our securities, could be materially adversely affected. Forward-looking statements are only as of the date they are made, and Regency undertakes no duty to update its forward-looking statements except as to the extent required by law. These risks and events include, without limitation:

#### **Risk Factors Related to Current Economic Conditions**

Continued rising interest rates in the current economic environment may adversely impact our cost to borrow, real estate valuation, and stock price. Current economic challenges, including potential for recession, may adversely impact our tenants and our business.

#### Risk Factors Related to Pandemics or other Health Crises

Pandemics or other health crises, such as the COVID-19 pandemic, may adversely affect our tenants' financial condition, the profitability of our properties, and our access to the capital markets and could have a material adverse effect on our business, results of operations, cash flows and financial condition.

#### Risk Factors Related to Operating Retail-Based Shopping Centers

and increase our operating expenses. Shifts in retail trends, sales, and delivery methods between brick-and-mortar stores, ecommerce, home delivery, and curbside pick-up may adversely impact our revenues, results from operations, and cash flows. Changing economic and retail market conditions in geographic areas where our properties are concentrated may reduce our revenues and cash flow. Our success depends on the continued presence and success of our "anchor" tenants. A percentage of our revenues are derived from "local" tenants and our net income may be adversely impacted if these tenants are not successful, or if the demand for the types or mix of tenants significantly change. We may be unable to collect balances due from tenants in bankruptcy. Many of our costs and expenses associated with operating our properties may remain constant or required by GAAP to be recognized in our consolidated financial statements. In addition, they reflect the exercise of increase, even if our lease income decreases. Compliance with the Americans with Disabilities Act and other building, fire, and management's judgment about which expense and income items are excluded or included in determining these non-GAAP safety and regulations may have a material negative effect on us.

#### Risk Factors Related to Real Estate Investments

Our real estate assets may decline in value and be subject to impairment losses which may reduce our net income. We face risks associated with development, redevelopment, and expansion of properties. We face risks associated with the development of mixed-use commercial properties. We face risks associated with the acquisition of properties. We may be unable to sell properties when desired because of market conditions. Changes in tax laws could impact our acquisition or disposition of real estate.

#### Risk Factors Related to the Environment Affecting Our Properties

Climate change may adversely impact our properties directly and may lead to additional compliance obligations and costs as well as additional taxes and fees. Geographic concentration of our properties makes our business more vulnerable to natural disasters, severe weather conditions and climate change. Costs of environmental remediation may adversely impact our financial performance and reduce our cash flow.

#### **Risk Factors Related to Corporate Matters**

An increased focus on metrics and reporting relating to environmental, social, and governance ("ESG") factors may impose additional costs and expose us to new risks. An uninsured loss or a loss that exceeds the insurance coverage on our properties may subject us to loss of capital and revenue on those properties. Failure to attract and retain key personnel may adversely affect our business and operations. The unauthorized access, use, theft or destruction of tenant or employee personal, financial, or other data or of Regency's proprietary or confidential information stored in our information systems or by third parties on our behalf could impact our reputation and brand and expose us to potential liability and loss of revenues. Core Operating Earnings.

#### Risk Factors Related to Our Partnerships and Joint Ventures

Certain statements in this document regarding anticipated financial, business, legal or other outcomes including business and We do not have voting control over all of the properties owned in our co-investment partnerships and joint ventures, so we are unable to ensure that our objectives will be pursued. The termination of our partnerships may adversely affect our cash flow, operating results, and our ability to make distributions to stock and unit holders.

#### Risk Factors Related to Funding Strategies and Capital Structure

Our ability to sell properties and fund acquisitions and developments may be adversely impacted by higher market capitalization rates and lower NOI at our properties which may dilute earnings. We depend on external sources of capital, which may not be available in the future on favorable terms or at all. Our debt financing may adversely affect our business and financial condition. Covenants in our debt agreements may restrict our operating activities and adversely affect our financial condition. Increases in interest rates would cause our borrowing costs to rise and negatively impact our results of operations. Hedging activity may expose us to risks, including the risks that a counterparty will not perform and that the hedge will not yield the economic benefits we anticipate, which may adversely affect us.

#### Risk Factors Related to the Market Price for Our Securities

Changes in economic and market conditions may adversely affect the market price of our securities. There is no assurance that we will continue to pay dividends at current or historical rates.

#### Risk Factors Relating to the Company's Qualification as a REIT

If the Company fails to qualify as a REIT for federal income tax purposes, it would be subject to federal income tax at regular corporate rates. Dividends paid by REITs generally do not qualify for reduced tax rates. Certain foreign stockholders may be subject to U.S. federal income tax on gain recognized on a disposition of our common stock if we do not qualify as a "domestically controlled" REIT. Legislative or other actions affecting REITs may have a negative effect on us. Complying with REIT requirements may limit our ability to hedge effectively and may cause us to incur tax liabilities.

#### Risk Factors Related to the Company's Common Stock

Restrictions on the ownership of the Company's capital stock to preserve its REIT status may delay or prevent a change in control. The issuance of the Company's capital stock may delay or prevent a change in control. Ownership in the Company may be diluted in the future.

#### Non-GAAP Disclosure

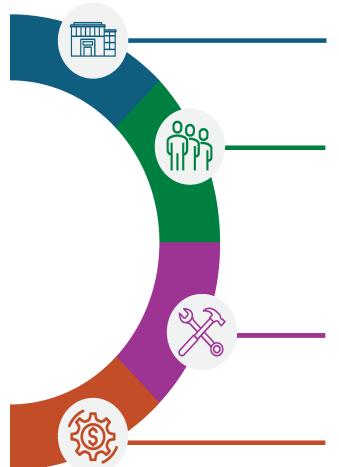
We believe these non-GAAP measures provide useful information to our Board of Directors, management and investors Economic and market conditions may adversely affect the retail industry and consequently reduce our revenues and cash flow regarding certain trends relating to our financial condition and results of operations. Our management uses these non-GAAP measures to compare our performance to that of prior periods for trend analyses, purposes of determining management incentive compensation and budgeting, forecasting and planning purposes.

> We do not consider non-GAAP measures an alternative to financial measures determined in accordance with GAAP, rather they supplement GAAP measures by providing additional information we believe to be useful to our shareholders. The principal limitation of these non-GAAP financial measures is they may exclude significant expense and income items that are financial measures. In order to compensate for these limitations, reconciliations of the non-GAAP financial measures we use to their most directly comparable GAAP measures are provided. Non-GAAP financial measures should not be relied upon in evaluating the financial condition, results of operations or future prospects of the Company.

Nareit FFO is a commonly used measure of REIT performance, which the National Association of Real Estate Investment Trusts ("Nareit") defines as net income, computed in accordance with GAAP, excluding gains on sale and impairments of real estate, net of tax, plus depreciation and amortization, and after adjustments for unconsolidated partnerships and joint ventures. Regency computes Nareit FFO for all periods presented in accordance with Nareit's definition. Since Nareit FFO excludes depreciation and amortization and gains on sales and impairments of real estate, it provides a performance measure that, when compared year over year, reflects the impact on operations from trends in occupancy rates, rental rates, operating costs, acquisition and development activities, and financing costs. This provides a perspective of the Company's financial performance not immediately apparent from net income determined in accordance with GAAP. Thus, Nareit FFO is a supplemental non-GAAP financial measure of the Company's operating performance, which does not represent cash generated from operating activities in accordance with GAAP; and, therefore, should not be considered a substitute measure of cash flows from operations. The Company provides a reconciliation of Net Income Attributable to Common Stockholders to Nareit FFO.

Core Operating Earnings is an additional performance measure that excludes from Nareit FFO: (i) transaction related income or expenses (ii) gains or losses from the early extinguishment of debt; (iii) certain non-cash components of earnings derived from above and below market rent amortization, straight-line rents, and amortization of mark-to-market of debt adjustments; and (iv) other amounts as they occur. The Company provides a reconciliation of Net Income to Nareit FFO to

# Regency's Unequaled Strategic Advantages



### High Quality Open-Air Shopping Center Portfolio

- 80% grocery-anchored neighborhood & community centers
- Necessity, service, convenience, and value retailers serving the essential needs of our communities
- Well located in suburban trade areas with compelling demographics

### **Best-In-Class Operating Platform**

- 20+ offices throughout the country working with tenants and vendors at over 400 properties
- Unparalleled team of experienced professionals with local expertise and strong tenant relationships
- Intense asset management model has enabled close communication with tenants throughout the pandemic

### **Strong Value Creation Pipeline**

- Deep pipeline of flexible development and redevelopment opportunities
- Well-positioned to create value over the long-term

### **Balance Sheet and Liquidity Strength**

- Low leverage with limited near-term maturities
- Trailing 12-month Debt-to-EBITDAre of 5.0x
- Full revolver availability of ~\$1.2B

# Regency's Mission, Vision, & Values

### Mission

Regency Centers creates thriving environments for retailers and service providers to connect with surrounding neighborhoods and communities.

### **Vision**

To elevate quality of life as an integral thread in the fabric of our communities.



## WE ARE OUR PEOPLE.

Our people are our greatest asset, and we believe a talented team from differing backgrounds and experiences makes us better.



### WE DO WHAT IS RIGHT.

We believe in acting with unwavering standards of honesty and integrity.



# WE CONNECT WITH OUR COMMUNITIES.

We promote philanthropic ideals and strive for the betterment of our neighborhoods by giving our time and financial support.



## WE ARE RESPONSIBLE.

Our duty is to balance purpose and profit, being good stewards of capital and the environment for the benefit of all our stakeholders.



### WE STRIVE FOR EXCELLENCE.

When we are passionate about what we do, it is reflected in our performance.



# WE ARE BETTER TOGETHER.

When we listen to each other and our customers, we will succeed together.

# 2023 Earnings Guidance Summary

Full Year 2023 Guidance (in thousands, except per share data)	2022 Actual	2023 Guidance
Net Income Attributable to Common Stockholders per diluted share	\$2.81	\$1.92 - \$2.00
Nareit Funds From Operations ("Nareit FFO") per diluted share	\$4.10	\$4.03 - \$4.11
Core Operating Earnings per diluted share <sup>(1)</sup>	\$3.83	\$3.83 - \$3.89
Same property NOI growth without termination fees	2.9%	0% to +1.0%
Same property NOI growth without termination fees or collection of 2020/2021 reserves	6.3%	+2.0% to +3.0%
Collection of 2020/2021 reserves <sup>(2)</sup>	\$20,050	+/- \$3,000
Certain non-cash items <sup>(3)</sup>	\$47,197	\$34,500 - \$37,500
Impact from reversal of Uncollectible Straight-Line Rent Receivables included in above (4)	<i>\$16,747</i>	+/- \$2,500
G&A expense, net <sup>(5)</sup>	\$86,400	\$87,000 - \$90,000
Interest expense, net	\$165,548	+/- \$168,000
Recurring third party fees & commissions	\$24,834	+/- \$25,000
Development and Redevelopment spend	\$112,995	+/- \$130,000
Acquisitions	\$209,908	\$0
Cap rate (weighted average)	5.1%	0%
Dispositions	\$179,044	+/- \$65,000
Cap rate (weighted average) <sup>(6)</sup>	3.0%	+/- 7.0%
Forward ATM settlement (gross)	\$64,768	\$0
Share Repurchase settlement (gross)	\$75,393	\$0

Note: With the exception of per share data, figures above represent 100% of Regency's consolidated entities and its pro-rata share of unconsolidated co-investment partnerships.

<sup>(1)</sup> Core Operating Earnings excludes certain non-cash items, including straight-line rents, above/below market rent amortization, and amortization of mark-to-market debt, as well as transaction related income/expenses and debt extinguishment charges.

<sup>(2)</sup> Represents the collection of receivables in the Same Property portfolio reserved in 2020 and 2021; included in Uncollectible Lease Income.

<sup>(3)</sup> Includes above and below market rent amortization, straight-line rents, and amortization of mark-to-market debt adjustments.

<sup>(4)</sup> Positive impact on Uncollectible Straight Line Rent from the conversion of cash basis tenants back to an accrual basis of accounting, included in total Certain non-cash items.

<sup>(5)</sup> Represents General & administrative, net before gains or losses on deferred compensation plan, as reported on supplemental pages 5 and 7 and calculated on a pro rata basis.

<sup>(6)</sup> Weighted average cap rate for 2022 disposition is 6.5% excluding the sale of Costa Verde in 1Q22 (\$125M at a ~1.5% cap rate).

# Nareit FFO - '22 Actual to '23 Guidance Reconciliation

- Growth in SP NOI (ex. term fees, ex. '20/'21 collections) is contributing +13c/share to 2023 FFO at the midpoint
- Pandemic-related items continue to impact Y/Y comparability
- ➤ Guidance for COE per share growth ex. '20/'21 reserve collections is ~4% at the midpoint in 2023

### Midpoint of Range

2022 Nareit FFO Per Diluted Share	\$4.10	<u>Comments</u>
Same Property NOI (ex. Term Fees, Transactions, '20/'21 Collections)	0.13	+2.0% to +3.0% ex. term fees, ex. '20/'21 collections
Non-Same Property NOI (ex. Term Fees, Transactions, '20/'21 Collections)	0.01	
Collection of 2020/2021 Reserves	(0.10)	+/- \$3M in '23 vs. ~\$20M in '22
Lease Termination Fee Income, net	0.01	
NOI Impact of 2022 & 2023 Transactions	0.00	Acquisitions: \$0 in '23 vs. ~\$210M in '22 Dispositions: +/- \$65M in '23 vs. ~\$179M in '22
Non-Cash Revenues (S/L Rent, Above/Below Mkt Rent)	(0.06)	\$34.5M to \$37.5M in '23 vs. ~\$47M in '22
G&A Expense, net (1)	(0.01)	\$87M to \$90M in '23 vs. ~\$86M in '22
Third Party Management Fees	0.00	+/- \$25M in '23 vs. ~\$25M in '22
Interest Expense, net	(0.01)	+/- \$168M in '23 vs. ~\$166M in '22
Debt Extinguishment, Dead Deal Costs, & Other Expenses	0.00	
Share Count Impact (ATM Issuance, Share Repurchases) (2)	0.00	Fwd ATM settlement: \$0 in '23 vs. ~\$65M in '22 Share repurchases: \$0 in '23 vs. ~\$75M in '22
2023 Nareit FFO Per Diluted Share Guidance	\$4.03 to \$4.11	
Reconciliation from Nareit FFO to Core Operating Earnings		
Non-Cash Revenues and Debt Mark-to-Market	(0.21)	\$34.5M to \$37.5M in '23
2023 Core Operating Earnings Per Diluted Share Guidance	\$3.83 to \$3.89	Y/Y growth of $\sim$ 4% at midpoint ex. $^{\circ}20/^{\prime}21$ collections

Note: All figures are pro rata.

(2) 2023 Nareit FFO & COE guidance ranges are based on a weighted average diluted share count of +/- 172.5M.

<sup>(1)</sup> Guidance for "G&A expense, net" represents "General & administrative, net" as reported on supplemental pages 5 & 7, before gains or losses on deferred compensation plan.

# Drivers of 2023 Same-Property NOI Growth

- **→** Guidance for 2023 SP NOI Growth (ex. Term Fees) is 0% to +1.0%
  - <u>Includes</u> the -200bp impact from collection of `20/'21 reserves (~\$20M in 2022 and an estimated ~\$3M in 2023)
- ➢ Guidance for 2023 SP NOI Growth (ex. Term Fees, ex. `20/'21 Collections) is +2.0% to +3.0%
  - <u>Excludes</u> the collection of '20/'21 reserves (~\$20M in 2022 and an estimated ~\$3M in 2023)
  - Comparable to 2022 SP NOI Growth (ex. Term Fees, ex. '20/'21 Collections) of +6.3%
  - Primary drivers of our +2% to +3% SP NOI growth guidance include:
    - (+) Base rent growth, driven primarily by:
      - Embedded rent steps
      - Growth of in-place rents, driven by releasing spreads and shop commencement
      - Commencement of rent from completed and in-process redevelopment projects
    - (-) Credit loss impact of 75-100bps, which includes the potential for above-average uncollectible lease income, tenant bankruptcies and flat-to-lower occupancy

	Low	<u>Mid</u>	<u>High</u>	<u>Comments</u>
2023E SP NOI % (Ex. Term Fees)	0.00%	0.50%	1.00%	Historically reported metric, includes collection of 2020/2021 reserves
Removal of 2020/2021 Reserve Collections		+ 200bps		
2023E SP NOI % (Ex. Term Fees, '20/'21 Reserve Collection)	2.00%	2.50%	3.00%	Excludes the collection of 2020/2021 reserves from both 2022 SP NOI (~\$20M) and 2023 SP NOI (~\$3M)

# Reserve Collections & Certain Non-Cash Items

### Collection of 2020/2021 Reserves

- In 2021, we collected \$46M of receivables reserved in 2020
- In 2022, we collected \$20M of receivables reserved in 2020 and 2021
- In 2023, we expect to collect another +/- \$3M of receivables reserved in 2020 and 2021 (unchanged from guidance a quarter ago)

### Certain Non-Cash Items

- Certain non-cash items include straight line rents, above/below market rents, and above/below market debt
- In 2021, non-cash items of ~\$44M included a ~\$13M positive contribution from the reversal of straight-line rent reserves
- In 2022, non-cash items of ~\$47M included a ~\$17M positive contribution from the reversal of straight-line rent reserves
- We've raised 2023 guidance for non-cash items to \$34.5–37.5M (from +/- \$30M a quarter ago) to reflect the potential for additional conversions of tenants to accrual in 2023, as well as the potential that we will recognize accelerated below-market rent amortization triggered by bankruptcy-related lease rejections

	2021	2022	2023	2023 Guidance	
	Actual	Actual	<u>Prior</u>	<u>New</u>	
Collection of 2020/2021 Reserves	\$46M	\$20M	+/- \$3M	+/- \$3M	
Certain Non-Cash Items	\$44M	\$47M	+/- \$30M	\$34.5M to \$37.5M	

# Low Leverage and Conservative Debt Covenant Ratios

Regency maintains a long-standing commitment to balance sheet strength and stands today with immediate liquidity of \$1.2 billion.

Total Pro Rata Share Leverage Ratios	12/31/22 <sup>(1)</sup>
Net debt-to-Operating EBITDAre	5.0x
Fixed charge coverage	4.7x
Interest coverage	5.2x

Unsecured Public Debt Covenants	Required	12/31/22
Fair Market Value Calculation Method Covenants(2)(3)		
Total Consolidated Debt to Total Consolidated Assets	≤ 65%	26%
Secured Consolidated Debt to Total Consolidated Assets	≤ 40%	3%
Consolidated Income for Debt Service to Consolidated Debt Service	≥ 1.5x	5.6x
Unencumbered Consolidated Assets to Unsecured Consolidated Debt	>150%	400%

<sup>(1)</sup> Trailing 12 months.

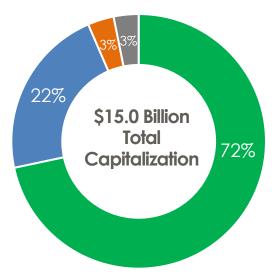
<sup>(2)</sup> For a complete listing of all Debt Covenants related to the Company's Senior Unsecured Notes, as well as definitions of the above terms, please refer to the Company's filings with the Securities and Exchange Commission.

<sup>(3)</sup> Current period debt covenants are finalized and submitted after the Company's most recent Form 10-Q or Form 10-K filing.

# Strong Balance Sheet Position

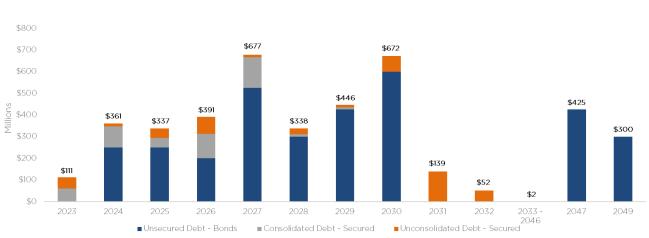
## **Capital Structure**

(% of total capitalization)



### Pro Rata Debt Maturity Profile as of December 31, 2022

Regency aims to have < 15% of total debt maturing in any given year



- Equity
- Unsecured Debt Bonds
- Unconsolidated Debt Secured
- Consolidated Debt Secured

Wtd Avg Interest Rate: 3.9%

Wtd Avg Yrs to Maturity: 8.3 Yrs

Total Pro Rata Debt: \$4.3B

# 2022 Acquisitions





2022 Acquisitions	Market	GLA (in thousands)	Purchase Price at REG's share	Anchors
Naperville Plaza	Chicago	115	\$10.5M	Trader Joe's
Island Village	Seattle	106	\$30.7M	Safeway
Buyout of 4 properties from RegCal JV	Washington D.C., Minneapolis, Northern California	523	\$88.5M	Whole Foods, Safeway, Trader Joe's
Baederwood	Philadelphia	116	\$41.3M	Whole Foods
East Meadow Plaza	Long Island	205	\$30.0M	Lidl
Kroger New Albany	Cincinnati	93	\$9.0M	Kroger
	Total	1,158	\$209.9M	

# In-Process Developments & Redevelopments

As of 12/31/22, Regency's in-process development & redevelopment projects totaled over \$300 million at 7-8% estimated stabilized yields





**Buckhead Landing** Atlanta, GA



### **In-Process Developments & Redevelopments**

	As of 12/31/2022
Regency's Estimated Net Project Costs	\$301M
% of Project Costs Incurred	~51%
Remaining Project Costs	\$147M

### **Estimated Future Spend**

(on in-process projects only)

Total	\$147M
2023	\$123M
2024+	\$24M

# Future Redevelopment Opportunities

### Our redevelopment pipeline serves to enhance value through:

- · Improved competitive positioning
- Refreshment of the exterior façade and tenant merchandising mix
- · Construction of additional buildings, tenant expansions, and/or outdoor placemaking

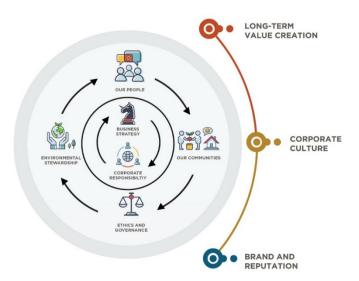




Select Projects Estimated to Start in the Next 12-18 Months

Shopping Center (Market)	Estimated Project Costs (1)	Project Description
Avenida Biscayne (Miami, FL)	\$20M - \$25M	Project will redevelop a vacant junior anchor box into first class shop space adjacent to our Aventura Square property
Mandarin Landing (Jacksonville, FL)	\$10M - \$15M	Reconfigure the project, add a restaurant pad, enhance the façade, and remerchandise to support a Healthy Living tenant mix
Cambridge Square (Atlanta, GA)	\$10M - \$15M	Repositioning of a former grocer box
Westbard Square Phase II (Bethesda, MD)	\$40M - \$50M	2nd phase inclusive of additional retail, multifamily, and townhomes
Serramonte Future Phases (San Francisco, CA)	\$35M - \$40M	Redevelopment of former JC Penney space as well as the addition of two retail buildings

# Regency's Approach to Corporate Responsibility



Regency's values, including the critical importance that we place on corporate responsibility, are the foundation of who we are and what we do. We believe that acting responsibly is strategic to the long-term sustainability of our business, our stakeholders, and the environment.



















**Our People** 

- Employee engagement of 85% in 2021
- 39% of our new hires in 2021 were ethnically diverse (1)
- Commitment to advance our Diversity, Equity, and Inclusion (DEI) program and Employee Resource Groups
- Began integrating ESG metrics for NEO compensation in 2021



Our Communities

- 95% employee participation in 2021 United Way campaign
- 1,700+ community volunteer hours in 2021
- Contributed ~\$1.4M to charitable causes in 2021
- Comprehensive tenant and community engagement strategy



Ethics & Governance

- 36% of Board meets at least one criteria of diversity (1)
- Board-level ESG oversight
- Commitment to transparency and the highest ethical standards
- Continued focus on board succession and refreshment



Environmental Stewardship

- 1<sup>st</sup> U.S. REIT and 2<sup>nd</sup> U.S. corporation to issue a Green Bond
- Received endorsement by the SBTi for its short-term GHG emissions reduction target
- Set a long-term target to achieve net zero
- Leading reporting: TCFD, SASB, CDP, GRESB, UN SDGs



CLICK TO VIEW REGENCY'S 2021 CORPORATE RESPONSIBILITY REPORT CLICK TO VIEW REGENCY'S 2021 CORPORATE RESPONSIBILITY DATA CLICK TO VIEW REGENCY'S 2021 TCFD CLIMATE CHANGE RISK REPORT