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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8-K**

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

**Date of Report (Date of earliest event reported): February 23, 2017**

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**CEDAR REALTY TRUST, INC.**  
(Exact Name of Registrant as Specified in its Charter)

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**Maryland**  
(State or Other Jurisdiction of Incorporation)

**001-31817**  
(Commission  
File Number)

**42-1241468**  
(IRS Employer  
Identification No.)

**44 South Bayles Avenue**  
**Port Washington, New York 11050**  
(Address of Principal Executive Offices) (Zip Code)

**(516) 767-6492**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**  
(Former Name or Former Address, if Changed Since Last Report)

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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 (17 CFR 240.14a-12)
  - 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))
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**Items 2.02 and 7.01. Results of Operations and Financial Condition, and Regulation FD.**

On February 23, 2017, Cedar Realty Trust, Inc. issued a press release announcing its comparative financial results as well as certain supplemental financial information for the three months ended December 31, 2016. The press release and the supplemental financial information are furnished as Exhibit 99.1 and are incorporated herein by reference.

The information in this Current Report on Form 8-K is furnished under Item 2.02 – “Results of Operations and Financial Condition” and Item 7.01 – “Regulation FD Disclosure”. This information, including the exhibits attached hereto, shall not be deemed “filed” for any purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended (the “Securities Act”). The information in this Current Report on Form 8-K shall not be deemed incorporated by reference into any filing under the Securities Act or the Exchange Act except as expressly set forth by specific reference in any such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Cedar Realty Trust, Inc. Supplemental Financial Information at December 31, 2016 (including press release dated February 23, 2017).

**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.

CEDAR REALTY TRUST, INC.

/s/ PHILIP R. MAYS

Philip R. Mays  
EVP, Chief Financial Officer and Treasurer  
(Principal financial officer)

Dated: February 23, 2017



**SUPPLEMENTAL FINANCIAL INFORMATION**

**DECEMBER 31, 2016**

**Cedar Realty Trust, Inc.**  
**44 South Bayles Avenue**  
**Port Washington, NY 11050-3765**  
**Tel: (516) 767-6492 Fax: (516) 767-6497**  
[www.cedarrealtytrust.com](http://www.cedarrealtytrust.com)

**CEDAR REALTY TRUST, INC.**  
**Supplemental Financial Information**  
**December 31, 2016**  
**(unaudited)**

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### **Forward-Looking Statements**

The information contained in this Supplemental Financial Information is unaudited and does not purport to disclose all items required by accounting principles generally accepted in the United States ("GAAP"). In addition, certain statements made or incorporated by reference herein are "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, and, as such, involve known and unknown risks, uncertainties and other factors which may cause actual results, performance and outcomes to differ materially from those expressed or implied in forward-looking statements. Factors which could cause actual results to differ materially from current expectations include, among others: adverse general economic conditions in the United States and uncertainty in the credit and retail markets; financing risks, such as the inability to obtain new financing or refinancing on favorable terms as the result of market volatility or instability; risks related to the market for retail space generally, including reductions in consumer spending, variability in retailer demand for leased space, tenant bankruptcies, adverse impact of internet sales demand, ongoing consolidation in the retail sector and changes in economic conditions and consumer confidence; risks endemic to real estate and the real estate industry generally; the impact of the Company's level of indebtedness on operating performance; inability of tenants to meet their rent and other lease obligations; adverse impact of new technology and e-commerce developments on the Company's tenants; competitive risk; risks related to the geographic concentration of the Company's properties in the Washington D.C. to Boston corridor; the effects of natural and other disasters; and the inability of the Company to realize anticipated returns from its redevelopment activities. Please refer to the documents filed by Cedar Realty Trust, Inc. with the SEC, specifically the Company's most recent Annual Report on Form 10-K, as it may be updated or supplemented in the Company's Quarterly Reports on Form 10-Q and the Company's other filings with the SEC, which identify additional risk factors that could cause actual results to differ from those contained in forward-looking statements.

## **CEDAR REALTY TRUST REPORTS FOURTH QUARTER AND FULL YEAR 2016 RESULTS**

Port Washington, New York – February 23, 2017 – Cedar Realty Trust, Inc. (NYSE:CDR – the “Company”) today reported results for the fourth quarter and full year 2016. Net loss attributable to common shareholders was \$(0.01) and \$(0.08) per diluted share for the fourth quarter and full year 2016, respectively. Other highlights include:

### **Highlights**

- NAREIT-defined funds from operations (FFO) of \$0.11 per diluted share for the quarter and \$0.48 for the year.
- Operating funds from operations (Operating FFO) of \$0.14 per diluted share for the quarter and \$0.57 for the year
- Same-property net operating income (NOI) increased 0.6% for the quarter and 1.8% for the year
- Signed 42 new and renewal leases for 271,400 square feet in the quarter and 178 new and renewal leases for 978,200 square feet for the year
- Comparable cash-basis lease spreads of 25.7% for the quarter and 14.9% for the year
- Total portfolio 91.9% leased and same-property portfolio 92.6% leased at year-end
- On November 2, 2016, sold Upland Square, located in Pottstown, Pennsylvania for approximately \$83.3 million
- Subsequent to year end, acquired Christina Crossing, located in Wilmington, Delaware for \$29.3 million.

“We continue to make consistent strides on the leasing, redevelopment and capital migration fronts. The recent acquisition of Christina Crossing in Wilmington, Delaware and the sale of Upland Square in Pottstown, Pennsylvania, are examples of our continued success migrating our capital from lower density to higher density markets within our DC to Boston footprint.” commented Bruce Schanzer, CEO.

### **Financial Results**

Net loss attributable to common shareholders for the fourth quarter of 2016 was \$(0.5) million or \$(0.01) per diluted share, compared to net income of \$3.4 million or \$0.04 per diluted share for the same period in 2015. Net loss attributable to common shareholders for the full year 2016 was \$(5.5) million or \$(0.08) per diluted share, compared to net income of \$7.7 million or \$0.09 per diluted share for the same period in 2015. The principal differences in the comparative three-month results are early extinguishment of debt costs and impairment charges. The principal differences in the comparative full year results are impairment charges, acquisition pursuit, management transition and early extinguishment of debt costs.

NAREIT-defined FFO for the fourth quarter of 2016 was \$9.3 million or \$0.11 per diluted share, compared to \$11.6 million or \$0.14 per diluted share for the same period in 2015. NAREIT-defined FFO for the full year 2016 was \$41.1 million or \$0.48 per diluted share, compared to \$45.1 million or \$0.53 per diluted share for the same period in 2015. Operating FFO for the fourth quarter of 2016 was \$12.1 million or \$0.14 per diluted share, compared to \$12.3 million or \$0.14 per diluted share for the same period in 2015. Operating FFO for the full year 2016 was \$49.2 million or \$0.57 per diluted share, compared to \$46.4 million or \$0.54 per diluted share for the same period in 2015. The principal differences between Operating FFO and FFO are acquisition pursuit, redevelopment, management transition and early extinguishment of debt costs.

### **Portfolio Results**

Same-property NOI for the fourth quarter of 2016 increased 0.6% excluding redevelopments and decreased (0.4)% including redevelopments, compared to the same period in 2015. Same property NOI for the year increased 1.8% excluding redevelopments and 0.2% including redevelopments.

During the fourth quarter of 2016, the Company signed 42 leases for 271,400 square feet. On a comparable space basis, the Company leased 264,800 square feet at a positive lease spread of 25.7% on a cash basis (new leases increased 60.2% and renewals increased 10.4%). During the full year 2016, the Company signed 178 leases for 978,200 square feet. On a comparable space basis, the Company leased 908,800 square feet at a positive lease spread of 14.9% on a cash basis (new leases increased 30.4% and renewals increased 8.8%).

The Company’s total portfolio, excluding properties held for sale, was 91.9% leased at December 31, 2016, compared to 91.7% at September 30, 2016 and 91.5% at December 31, 2015. The Company’s same-property portfolio was 92.6% leased at December 31, 2016, compared to 92.3% at September 30, 2016 and 93.1% at December 31, 2015.

### **Acquisitions and Dispositions**

During the fourth quarter, the Company sold the Upland Square Shopping Center, located in Pottstown, Pennsylvania for approximately \$83.3 million. During the full year, the Company acquired Shoppes at Arts District for \$20.5 million and Glenwood Village for \$19.5 million and the Company sold Liberty Marketplace for \$15.0 million.

Subsequent to year end, on February 22, 2017, the Company acquired Christina Crossing, located in Wilmington, Delaware. The purchase price for the property, which was unencumbered, was \$29.3 million. The approximate 119,000 square foot property is anchored by a Shop Rite, and sits within a solid trade area with a median three-mile household income of \$50,000 and a three-mile population of 112,000.

## Balance Sheet

As of December 31, 2016, the Company had \$168.0 million available under its revolving credit facility and reported net debt to earnings before interest, taxes, depreciations, and amortization (EBITDA) of 7.3 times. On August 1, 2016, the Company entered into a forward sales agreement to issue 5,750,000 common shares for estimated net proceeds of \$44.2 million, before adjustments for dividends paid and other administrative costs prior to settlement. To date, there have been no physical settlements regarding this offering. The Company expects to physically settle the agreement in full prior to its expiration on August 1, 2017. The Company does have the right, at its option, to net settle this agreement in shares or cash prior to its expiration, but does not expect to do so.

## 2017 Guidance

The Company's initial 2017 guidance is as follows:

Net income attributable to common shareholders per diluted share	\$0.13 to \$0.16
NAREIT-defined FFO per diluted share	\$0.52 to \$0.54
Operating FFO per diluted share	\$0.53 to \$0.55

The guidance is based, in part, on the following assumptions:

- Same-property NOI –NOI growth of negative (1.0)% to (2.0)%, attributable principally to downtime associated with the vacant anchors previously disclosed, proactively pursuing the re-tenanting and re-merchandising at certain properties, and related temporary co-tenancy rent reductions
- Acquisitions – includes acquisition of Christina Crossing in Wilmington, Delaware for \$29.3 million (closed February 22, 2017)
- Dispositions – includes sale of Camp Hill outparcel building for \$10.7 million (closed on February 1, 2017) and sale of Upland Square for \$83.3 million closed in late 2016 (closed on November 2, 2016)
- Guidance range will be updated quarterly for the closing of any additional acquisitions and dispositions

## Non-GAAP Financial Measures

NAREIT-defined FFO (FFO) is a widely recognized supplemental non-GAAP measure utilized to evaluate the financial performance of a REIT. The Company considers FFO to be an appropriate measure of its financial performance because it captures features particular to real estate performance by recognizing that real estate generally appreciates over time or maintains residual value to a much greater extent than other depreciable assets. The Company also considers Operating FFO to be an additional meaningful financial measure of financial performance because it excludes items the Company does not believe are indicative of its core operating performance, such as acquisition pursuit costs, amounts relating to early extinguishment of debt and preferred stock redemption costs, management transition costs and certain redevelopment costs. The Company believes Operating FFO further assists in comparing the Company's performance across reporting periods on a consistent basis by excluding such items. FFO and Operating FFO should be reviewed with GAAP net income attributable to common shareholders, the most directly comparable GAAP financial measure, when trying to understand the Company's operating performance. A reconciliation of net income (loss) attributable to common shareholders to FFO and Operating FFO for the three months and full years ended December 31, 2016 and 2015 is detailed in the attached schedule.

EBITDA is a widely recognized supplemental non-GAAP financial measure. The Company computes EBITDA as net income from continuing operations, plus interest expense (including early extinguishment of debt costs), depreciation and amortization, minority interests' share of consolidated joint venture EBITDA, and discontinued operations. The Company believes EBITDA provides additional information with respect to the Company's performance and ability to meet its future debt service requirements. The Company also considers Adjusted EBITDA to be an additional meaningful financial measure of financial performance because it excludes items the Company does not believe are indicative of its core operating performance, such as acquisition pursuit costs, gain on sales, impairment provisions and management transition costs. The Company believes Adjusted EBITDA further assists in comparing the Company's performance across reporting periods on a consistent basis by excluding such items. EBITDA and Adjusted EBITDA should be reviewed with GAAP net income from continuing operations, the most directly comparable GAAP financial measure, when trying to understand the Company's operating performance.

Same-property NOI is a widely recognized supplemental non-GAAP financial measure for REITs. Properties are included in same-property NOI if they are owned and operated for the entirety of both periods being compared, except for properties undergoing significant redevelopment and expansion until such properties have stabilized, and properties classified as held for sale. Consistent with the capital treatment of such costs under GAAP, tenant improvements, leasing commissions and other direct leasing costs are excluded from same-property NOI. The Company considers same-property NOI useful to investors as it provides an indication of the recurring cash generated by the Company's properties by excluding certain non-cash revenues and expenses, as well as other infrequent items such as lease termination income which tends to fluctuate

more than rents from year to year. Same property NOI should be reviewed with consolidated operating income, the most directly comparable GAAP financial measure.

#### **Supplemental Financial Information Package**

The Company has issued "Supplemental Financial Information" for the period ended December 31, 2016. Such information has been filed today as an exhibit to Form 8-K and will also be available on the Company's website at [www.cedarrealtytrust.com](http://www.cedarrealtytrust.com).

#### **Investor Conference Call**

The Company will host a conference call today, February 23, 2017, at 5:00 PM (ET) to discuss the quarterly results. The conference call can be accessed by dialing (877) 705-6003 or (1) (201) 493-6725 for international participants. A live webcast of the conference call will be available online on the Company's website at [www.cedarrealtytrust.com](http://www.cedarrealtytrust.com).

A replay of the call will be available from 8:00 PM (ET) on February 23, 2017, until midnight (ET) on March 9, 2017. The replay dial-in numbers are (844) 512-2921 or (1) (412) 317-6671 for international callers. Please use passcode 13652858 for the telephonic replay. A replay of the Company's webcast will be available on the Company's website for a limited time.

#### **About Cedar Realty Trust**

Cedar Realty Trust, Inc. is a fully-integrated real estate investment trust which focuses on the ownership and operation of primarily grocery-anchored shopping centers straddling the Washington D.C. to Boston corridor. The Company's portfolio (excluding properties treated as "held for sale") comprises 62 properties, with approximately 9.2 million square feet of gross leasable area.

For additional financial and descriptive information on the Company, its operations and its portfolio, please refer to the Company's website at [www.cedarrealtytrust.com](http://www.cedarrealtytrust.com).

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

Statements made in this press release that are not strictly historical are "forward-looking" statements. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance and outcomes to differ materially from those expressed or implied in forward-looking statements. Factors which could cause actual results to differ materially from current expectations include, among others: adverse general economic conditions in the United States and uncertainty in the credit and retail markets; financing risks, such as the inability to obtain new financing or refinancing on favorable terms as the result of market volatility or instability; risks related to the market for retail space generally, including reductions in consumer spending, variability in retailer demand for leased space, tenant bankruptcies, adverse impact of internet sales demand, ongoing consolidation in the retail sector and changes in economic conditions and consumer confidence; risks endemic to real estate and the real estate industry generally; the impact of the Company's level of indebtedness on operating performance; inability of tenants to meet their rent and other lease obligations; adverse impact of new technology and e-commerce developments on the Company's tenants; competitive risk; risks related to the geographic concentration of the Company's properties in the Washington D.C. to Boston corridor; the effects of natural and other disasters; and the inability of the Company to realize anticipated returns from its redevelopment activities. Please refer to the documents filed by Cedar Realty Trust, Inc. with the SEC, specifically the Company's Annual Report on Form 10-K for the year ended December 31, 2016, as it may be updated or supplemented in the Company's Quarterly Reports on Form 10-Q and the Company's other filings with the SEC, which identify additional risk factors that could cause actual results to differ from those contained in forward-looking statements.

#### **Contact Information:**

Cedar Realty Trust, Inc.  
Philip R. Mays  
Executive Vice President, Chief Financial Officer and Treasurer  
(516) 944-4572



**CEDAR REALTY TRUST, INC.**  
**Condensed Consolidated Balance Sheets**

	December 31,	
	2016	2015
<b>ASSETS</b>		
Real estate, at cost	\$ 1,496,429,000	\$ 1,550,027,000
Less accumulated depreciation	(313,070,000)	(300,832,000)
Real estate, net	1,183,359,000	1,249,195,000
Real estate held for sale	-	14,402,000
Cash and cash equivalents	2,882,000	2,083,000
Restricted cash	2,880,000	5,592,000
Receivables	14,894,000	17,912,000
Other assets and deferred charges, net	29,506,000	29,196,000
<b>TOTAL ASSETS</b>	<b>\$ 1,233,521,000</b>	<b>\$ 1,318,380,000</b>
<b>LIABILITIES AND EQUITY</b>		
Liabilities:		
Mortgage loans payable	\$ 138,243,000	\$ 298,089,000
Unsecured revolving credit facility	72,000,000	78,000,000
Unsecured term loans	397,502,000	297,731,000
Accounts payable and accrued liabilities	23,463,000	23,831,000
Unamortized intangible lease liabilities	20,316,000	23,187,000
Total liabilities	651,524,000	720,838,000
Equity:		
Preferred stock	190,661,000	190,661,000
Common stock and other shareholders' equity	390,079,000	405,389,000
Noncontrolling interests	1,257,000	1,492,000
Total equity	581,997,000	597,542,000
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$ 1,233,521,000</b>	<b>\$ 1,318,380,000</b>

**CEDAR REALTY TRUST, INC.**  
**Condensed Consolidated Statements of Operations**

	Three months ended December 31,		Years ended December 31,	
	2016	2015	2016	2015
<b>PROPERTY REVENUES</b>				
Rents	\$ 28,912,000	\$ 29,372,000	\$ 118,098,000	\$ 116,739,000
Expense recoveries	8,084,000	7,947,000	32,036,000	31,834,000
Other	174,000	411,000	952,000	634,000
Total property revenues	37,170,000	37,730,000	151,086,000	149,207,000
<b>PROPERTY OPERATING EXPENSES</b>				
Operating, maintenance and management	6,552,000	6,329,000	24,898,000	25,401,000
Real estate and other property-related taxes	4,777,000	4,820,000	19,617,000	19,189,000
Total property operating expenses	11,329,000	11,149,000	44,515,000	44,590,000
<b>PROPERTY OPERATING INCOME</b>	25,841,000	26,581,000	106,571,000	104,617,000
<b>OTHER EXPENSES AND INCOME</b>				
General and administrative	4,514,000	3,737,000	18,154,000	15,004,000
Acquisition pursuit costs	9,000	739,000	3,426,000	1,238,000
Depreciation and amortization	9,741,000	9,723,000	40,787,000	38,594,000
Gain on sale	-	-	(59,000)	-
Impairment charges / (reversals)	77,000	(1,318,000)	6,347,000	(212,000)
Total other expenses and income	14,341,000	12,881,000	68,655,000	54,624,000
<b>OPERATING INCOME</b>	11,500,000	13,700,000	37,916,000	49,993,000
<b>NON-OPERATING INCOME AND EXPENSES</b>				
Interest expense	(5,760,000)	(6,860,000)	(26,529,000)	(28,272,000)
Early extinguishment of debt costs	(2,586,000)	-	(2,623,000)	(105,000)
Total non-operating income and expense	(8,346,000)	(6,860,000)	(29,152,000)	(28,377,000)
<b>INCOME FROM CONTINUING OPERATIONS</b>	3,154,000	6,840,000	8,764,000	21,616,000
Discontinued operations	-	-	-	165,000
<b>NET INCOME</b>	3,154,000	6,840,000	8,764,000	21,781,000
Attributable to noncontrolling interests	(75,000)	118,000	179,000	365,000
<b>NET INCOME ATTRIBUTABLE TO CEDAR REALTY TRUST, INC.</b>	3,079,000	6,958,000	8,943,000	22,146,000
Preferred stock dividends	(3,602,000)	(3,602,000)	(14,408,000)	(14,408,000)
<b>NET (LOSS) INCOME ATTRIBUTABLE TO COMMON SHAREHOLDERS</b>	\$ (523,000)	\$ 3,356,000	\$ (5,465,000)	\$ 7,738,000
<b>NET (LOSS) INCOME PER COMMON SHARE ATTRIBUTABLE TO COMMON SHAREHOLDERS (BASIC AND DILUTED)</b>				
Continuing operations	\$ (0.01)	\$ 0.04	\$ (0.08)	\$ 0.09
Discontinued operations	0.00	0.00	0.00	0.00
	\$ (0.01)	\$ 0.04	\$ (0.08)	\$ 0.09
Weighted average number of common shares - basic and diluted	81,676,000	81,620,000	81,672,000	81,356,000

**CEDAR REALTY TRUST, INC.**  
**Supporting Schedules to Consolidated Statements**

**Balance Sheets**

	December 31,	
	2016	2015
<b>Construction in process (included in buildings and improvements)</b>	<b>\$ 10,999,000</b>	<b>\$ 6,146,000</b>
<b>Receivables</b>		
Rents and other tenant receivables, net	\$ 1,710,000	\$ 2,439,000
Straight-line rents	13,184,000	15,473,000
	<b>\$ 14,894,000</b>	<b>\$ 17,912,000</b>
<b>Other assets and deferred charges, net</b>		
Lease origination costs	\$ 17,717,000	\$ 18,394,000
Revolving credit facility issuance costs	1,554,000	2,288,000
Prepaid expenses	4,872,000	6,104,000
Other	5,363,000	2,410,000
	<b>\$ 29,506,000</b>	<b>\$ 29,196,000</b>

**Statements of Operations**

	Three months ended December 31,		Years ended December 31,	
	2016	2015	2016	2015
<b>Rents</b>				
Base rents	\$ 27,922,000	\$ 28,287,000	\$ 114,655,000	\$ 112,319,000
Percentage rent	233,000	220,000	654,000	789,000
Straight-line rents	111,000	127,000	38,000	506,000
Amortization of intangible lease liabilities, net	646,000	738,000	2,751,000	3,125,000
	<b>\$ 28,912,000</b>	<b>\$ 29,372,000</b>	<b>\$ 118,098,000</b>	<b>\$ 116,739,000</b>

**CEDAR REALTY TRUST, INC.**  
**Funds From Operations and Additional Disclosures**

	Three months ended December 31,		Years ended December 31,	
	2016	2015	2016	2015
<b>Net (loss) income attributable to common shareholders</b>	<b>\$ (523,000)</b>	<b>\$ 3,356,000</b>	<b>\$ (5,465,000)</b>	<b>\$ 7,738,000</b>
Real estate depreciation and amortization	9,698,000	9,678,000	40,616,000	38,354,000
Limited partners' interest	(2,000)	9,000	(17,000)	28,000
Impairment charges / (reversals)	77,000	(1,318,000)	6,347,000	(365,000)
Gain on sales	-	-	(59,000)	-
Consolidated minority interests:				
Share of income / (loss)	77,000	(127,000)	(162,000)	(393,000)
Share of FFO	(43,000)	(20,000)	(193,000)	(258,000)
<b>Funds From Operations ("FFO") applicable to diluted common shares</b>	<b>9,284,000</b>	<b>11,578,000</b>	<b>41,067,000</b>	<b>45,104,000</b>
Adjustments for items affecting comparability:				
Acquisition pursuit costs (a)	9,000	739,000	3,426,000	1,238,000
Financing costs (b)	2,586,000	-	2,623,000	105,000
Redevelopment costs (c)	187,000	-	698,000	-
Management transition costs (d)	-	-	1,427,000	-
<b>Operating Funds From Operations ("Operating FFO") applicable to diluted common shares</b>	<b>\$ 12,066,000</b>	<b>\$ 12,317,000</b>	<b>\$ 49,241,000</b>	<b>\$ 46,447,000</b>
<b>FFO per diluted common share:</b>	<b>\$ 0.11</b>	<b>\$ 0.14</b>	<b>\$ 0.48</b>	<b>\$ 0.53</b>
<b>Operating FFO per diluted common share:</b>	<b>\$ 0.14</b>	<b>\$ 0.14</b>	<b>\$ 0.57</b>	<b>\$ 0.54</b>
<b>Weighted average number of diluted common shares:</b>				
Common shares	85,318,000	85,049,000	85,303,000	84,850,000
OP Units	352,000	352,000	352,000	378,000
	<u>85,670,000</u>	<u>85,401,000</u>	<u>85,655,000</u>	<u>85,228,000</u>
<b>Additional Disclosures (Pro-Rata Share):</b>				
Straight-line rents	\$ 110,000	\$ 126,000	\$ 40,000	\$ 507,000
Amortization of intangible lease liabilities	620,000	712,000	2,647,000	3,020,000
Non-real estate amortization	607,000	415,000	1,930,000	1,836,000
Share-based compensation, net	785,000	736,000	2,930,000	3,168,000
Maintenance capital expenditures (e)	1,690,000	1,082,000	3,215,000	2,301,000
Lease related expenditures (f)	1,086,000	2,460,000	4,344,000	5,375,000
Development and redevelopment capital expenditures	2,533,000	3,077,000	10,572,000	7,533,000
Capitalized interest and financing costs	202,000	73,000	743,000	409,000

- (a) Represents costs directly associated with acquiring properties that are expensed pursuant to GAAP such as transfer taxes, brokerage fees and legal expenses.  
(b) Represents early extinguishment of debt costs.  
(c) Includes redevelopment project costs expensed pursuant to GAAP such as certain demolition and lease termination costs.  
(d) Costs associated with hiring a new Chief Operating Officer and estimated expenses related to termination of prior Chief Operating Officer.  
(e) Consists of payments for building and site improvements.  
(f) Consists of payments for tenant improvements and leasing commissions.

**CEDAR REALTY TRUST, INC.**  
**Earnings Before Interest, Taxes, Depreciation and Amortization**

	<b>Three months ended December 31,</b>		<b>Years ended December 31,</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
<b>EBITDA Calculation</b>				
Income from continuing operations	\$ 3,154,000	\$ 6,840,000	\$ 8,764,000	\$ 21,616,000
Add (deduct):				
Interest expense (including early extinguishment of debt costs)	8,346,000	6,860,000	29,152,000	28,377,000
Depreciation and amortization	9,741,000	9,723,000	40,787,000	38,594,000
Minority interests share of consolidated joint venture EBITDA	-	(281,000)	-	(1,356,000)
Discontinued operations	-	-	-	12,000
<b>EBITDA</b>	<b>21,241,000</b>	<b>23,142,000</b>	<b>78,703,000</b>	<b>87,243,000</b>
Adjustments for items affecting comparability:				
Acquisition pursuit costs	9,000	739,000	3,426,000	1,238,000
Redevelopment costs (a)	187,000	-	698,000	-
Management transition costs	-	-	1,427,000	-
Gain on sales	-	-	(59,000)	-
Impairment charges / (reversals)	77,000	(1,318,000)	6,347,000	(212,000)
<b>Adjusted EBITDA</b>	<b>\$ 21,514,000</b>	<b>\$ 22,563,000</b>	<b>\$ 90,542,000</b>	<b>\$ 88,269,000</b>
<b>Pro-rata share of net debt (b)</b>				
Pro-rata share of debt	\$ 607,745,000	\$ 657,585,000	\$ 607,745,000	\$ 657,585,000
Pro-rata share of debt issuance costs	3,210,000	3,202,000	3,210,000	3,202,000
Pro-rata share of unrestricted cash and cash equivalents	(2,882,000)	(2,062,000)	(2,882,000)	(2,062,000)
	<b>\$ 608,073,000</b>	<b>\$ 658,725,000</b>	<b>\$ 608,073,000</b>	<b>\$ 658,725,000</b>
<b>Pro-rata fixed charges (b)</b>				
Interest expense (c)	\$ 5,376,000	\$ 6,295,000	\$ 25,426,000	\$ 25,948,000
Preferred stock dividends	3,602,000	3,602,000	14,408,000	14,408,000
Scheduled mortgage repayments	938,000	1,153,000	4,578,000	5,338,000
	<b>\$ 9,916,000</b>	<b>\$ 11,050,000</b>	<b>\$ 44,412,000</b>	<b>\$ 45,694,000</b>
<b>Debt and Coverage Ratios</b>				
Net debt to Adjusted EBITDA (d)	7.3 x	7.2 x	7.1 x	7.3 x
Interest coverage ratio (based on Adjusted EBITDA)	4.0 x	3.6 x	3.6 x	3.4 x
Fixed charge coverage ratio (based on Adjusted EBITDA)	2.2 x	2.0 x	2.0 x	1.9 x

(a) Includes redevelopment project costs expensed pursuant to GAAP such as certain demolition and lease termination costs.

(b) Includes properties "held for sale".

(c) Excludes early extinguishment of debt costs.

(d) For the purposes of this computation, this ratio has been adjusted to include the annualized results of properties acquired, and to exclude, where applicable, (i) the results related to properties sold, and (ii) lease termination income.

**CEDAR REALTY TRUST, INC.**  
**Summary of Outstanding Debt**  
**As of December 31, 2016**

<b>Property</b>	<b>Maturity Date</b>	<b>Interest Rate</b>	<b>Amounts</b>
<b>Fixed-rate mortgages:</b>			
Colonial Commons	Feb 2021	5.5%	\$ 25,147,000
Shoppes at Arts District	Apr 2022	5.2%	8,378,000
East River Park	Sep 2022	3.9%	19,848,000
The Point	Nov 2022	4.5%	27,955,000
Franklin Village Plaza	Jun 2026	3.9%	49,552,000
Metro Square	Nov 2029	7.5%	7,408,000
<b>Total fixed-rate mortgages</b>	<i>weighted average</i>	<b>4.6%</b>	<b>138,288,000</b>
<b>Unsecured debt:</b>			
<b>Variable-rate (a):</b>			
Revolving credit facility (b)	Feb 2019	2.1%	72,000,000
Term loan	Feb 2020	2.1%	50,000,000
<b>Fixed-rate (c):</b>			
Term loan	Feb 2019	2.9%	75,000,000
Term loan	Feb 2020	2.8%	50,000,000
Term loan	Feb 2021	4.0%	75,000,000
Term loan	Feb 2022	3.3%	50,000,000
Term loan	Apr 2023	3.2%	100,000,000
<b>Total unsecured debt</b>	<i>weighted average</i>	<b>2.9%</b>	<b>472,000,000</b>
		<b>Unamortized premium</b>	<b>667,000</b>
		<b>Unamortized mortgage and term loan issuance costs</b>	<b>(3,210,000)</b>
<b>Total debt</b>	<i>weighted average</i>	<b>3.3%</b>	<b>\$ 607,745,000</b>
<b>Fixed to variable rate debt ratio:</b>			
Fixed-rate debt		79.9%	\$ 485,745,000
Variable-rate debt		20.1%	122,000,000
		<b>100.0%</b>	<b>\$ 607,745,000</b>

(a) For variable-rate debt, rate in effect as of December 31, 2016.

(b) Subject to a one-year extension at the Company's option.

(c) The interest rates on these term loans consist of LIBOR plus a credit spread based on the Company's leverage ratio, for which the Company has interest rate swaps which convert the LIBOR rates to fixed rates. Accordingly, these term loans are presented as fixed-rate debt.

**CEDAR REALTY TRUST, INC.**  
**Summary of Debt Maturities**  
**As of December 31, 2016**

Year	Secured Debt		Unsecured Debt		Total
	Scheduled Amortization	Balloon Payments	Revolving Credit Facility	Term Loans	
2017	\$ 3,221,000	\$ -	\$ -	\$ -	\$ 3,221,000
2018	3,377,000	-	-	-	3,377,000
2019	3,542,000	-	72,000,000 (a)	75,000,000	150,542,000
2020	3,707,000	-	-	100,000,000	103,707,000
2021	3,253,000	22,367,000	-	75,000,000	100,620,000
2022	2,799,000	47,597,000	-	50,000,000	100,396,000
2023	1,684,000	-	-	100,000,000	101,684,000
Thereafter	7,078,000	39,663,000	-	-	46,741,000
	<u>\$ 28,661,000</u>	<u>\$ 109,627,000</u>	<u>\$ 72,000,000</u>	<u>\$ 400,000,000</u>	<u>610,288,000</u>
				Unamortized premium	667,000
				Unamortized mortgage and term loan issuance costs	<u>(3,210,000)</u>
					<u>\$ 607,745,000</u>

(a) The revolving credit facility is subject to a one-year extension at the Company's option.

**CEDAR REALTY TRUST, INC.**  
**Real Estate Summary**  
**As of December 31, 2016**

Property Description	Year acquired	GLA	Percent occupied	Average base rent per leased sq. ft.	Major Tenants (a)	
					Name	GLA
<b>Connecticut</b>						
Big Y Shopping Center	2013	101,105	100.0 %	\$ 23.00	Big Y	63,817
Brickyard Plaza	2004	227,598	94.2 %	8.90	Home Depot	103,003
					Kohl's	58,966
					Michaels	21,429
					Petsmart	20,405
Groton Shopping Center	2007	121,825	89.7 %	11.85	TJ Maxx	30,000
					Goodwill	21,306
					Aldi	17,825
Jordan Lane	2005	177,504	99.2 %	11.47	Stop & Shop	60,632
					Fallas	39,280
					Cardio Fitness	20,283
New London Mall	2009	259,566	88.1 %	14.70	Shop Rite	64,017
					Marshalls	30,627
					Home Goods	25,432
					Petsmart	23,500
					A.C. Moore	20,932
Oakland Commons	2007	90,100	100.0 %	6.37	Walmart	54,911
					Bristol Ten Pin	35,189
Southington Center	2003	155,842	98.5 %	7.38	Walmart	95,482
					NAMCO	20,000
<b>Total Connecticut</b>		<b>1,133,540</b>	<b>94.7 %</b>	<b>11.76</b>		
<b>Maryland / Washington, D.C.</b>						
East River Park	2015	150,107	93.2 %	21.26	Safeway	40,000
Metro Square	2008	71,896	100.0 %	19.96	District of Columbia	34,400
					Shoppers Food Warehouse	58,668
Oakland Mills	2005	58,224	100.0 %	14.44	Weis Markets	43,470
San Souci Plaza (b)	2009	264,134	78.4 %	10.67	Shoppers Food Warehouse	61,466
					Marshalls	27,000
					Maximum Health and Fitness	15,612
Shoppes at Arts District	2016	35,676	100.0 %	35.74	Busboys and Poets	9,889
					Yes! Organic Market	7,169
Valley Plaza	2003	190,939	95.8 %	5.61	K-Mart	95,810
					Ollie's Bargain Outlet	41,888
					Tractor Supply	32,095
Yorktowne Plaza	2007	158,982	85.8 %	13.24	Food Lion	37,692
<b>Total Maryland / Washington, D.C.</b>		<b>929,958</b>	<b>89.5 %</b>	<b>13.90</b>		
<b>Massachusetts</b>						
Fieldstone Marketplace	2005/2012	151,995	92.4 %	11.52	Shaw's	68,000
Franklin Village Plaza	2004/2012	303,144	89.9 %	21.48	New Bedford Wine and Spirits	15,180
					Stop & Shop	75,000
					Marshalls	26,890
Kings Plaza	2007	168,243	95.2 %	6.77	Team Fitness	15,807
					Work Out World	42,997
					Fallas	28,504
					Ocean State Job Lot	20,300
Norwood Shopping Center	2006	97,756	98.2 %	10.20	Savers	19,339
					Big Y	42,598
					Planet Fitness	18,830
The Shops at Suffolk Downs	2005	121,320	100.0 %	14.14	Dollar Tree	16,798
					Stop & Shop	74,977
Timpany Plaza	2007	183,775	92.7 %	7.69	Tops	59,947
					Big Lots	28,027
					Gardner Theater	27,576
Webster Plaza	2007	98,984	62.6 %	13.90	Planet Fitness	18,681
West Bridgewater Plaza	2007	133,039	94.0 %	8.73	Shaw's	57,315
					Pump N Jump	25,000
					Planet Fitness	15,000
<b>Total Massachusetts</b>		<b>1,258,256</b>	<b>91.2 %</b>	<b>12.64</b>		



**CEDAR REALTY TRUST, INC.**  
**Real Estate Summary (Continued)**  
**As of December 31, 2016**

Property Description	Year acquired	GLA	Percent occupied	Average base rent per leased sq. ft.	Major Tenants (a)	
					Name	GLA
<b>New Jersey</b>						
Carl's Corner	2007	129,582	46.3%	13.05	Peebles	18,858
Glenwood Village	2016	63,844	89.9%	19.51	Super Foodtown	28,505
Pine Grove Plaza	2003	86,089	91.9%	11.21	Peebles	24,963
Washington Center Shoppes	2001	157,394	92.3%	9.67	Acme Markets	66,046
					Planet Fitness	20,742
<b>Total New Jersey</b>		<b>436,909</b>	<b>78.2%</b>	<b>12.27</b>		
<b>New York</b>						
Carman's Plaza	2007	193,736	50.6%	20.38	Home Goods	25,806
					Department of Motor Vehicle	19,310
<b>Pennsylvania</b>						
Academy Plaza	2001	137,415	88.4%	14.67	Acme Markets	50,918
Camp Hill	2002	463,967	98.6%	14.89	Boscov's	159,040
					Giant Foods	92,939
					LA Fitness	45,000
					Orthopedic Inst of PA	40,904
					Barnes & Noble	24,908
					Staples	20,000
Colonial Commons	2011	461,914	97.8%	14.64	Giant Foods	67,815
					Dick's Sporting Goods	56,000
					LA Fitness	41,325
					Home Goods	31,436
					Ross Dress For Less	30,000
					Marshalls	27,000
					JoAnn Fabrics	25,500
					David's Furniture	24,970
					Office Max	23,500
					Old Navy	15,500
Crossroads II (b)	2008	133,717	93.9%	20.22	Giant Foods	78,815
Fairview Commons	2007	52,964	66.7%	11.34	Grocery Outlet	16,650
Fort Washington Center	2002	41,000	100.0%	21.83	LA Fitness	41,000
Gold Star Plaza	2006	71,720	97.8%	9.18	Redner's	48,920
Golden Triangle	2003	202,790	94.6%	13.49	LA Fitness	44,796
					Marshalls	30,000
					Staples	24,060
					Just Cabinets	18,665
					Aldi	15,242
Halifax Plaza	2003	51,510	100.0%	12.97	Giant Foods	32,000
Hamburg Square	2004	99,580	88.4%	6.54	Redner's	56,780
					Peebles	19,683
Lawndale Plaza	2015	93,040	98.8%	18.32	Shop Rite	63,342
Maxatawny Marketplace	2011	59,939	100.0%	12.35	Giant Foods	53,914
Meadows Marketplace	2004/2012	91,518	96.5%	15.74	Giant Foods	67,907
Mechanicsburg Center	2005	51,500	100.0%	22.57	Giant Foods	51,500
Newport Plaza	2003	64,489	100.0%	12.65	Giant Foods	43,400
Northside Commons	2008	69,136	100.0%	10.11	Redner's	53,019
Palmyra Shopping Center	2005	111,051	91.7%	7.60	Weis Markets	46,912
					Goodwill	18,104
Port Richmond Village	2001	154,908	79.0%	14.40	Thriftway	40,000
					Pep Boys	20,615
Quartermaster Plaza	2014	456,602	92.4%	14.38	Home Depot	150,000
					BJ's Wholesale Club	117,718
					Planet Fitness	23,146
					Staples	20,388
					Petsmart	19,089

**CEDAR REALTY TRUST, INC.**  
**Real Estate Summary (Continued)**  
**As of December 31, 2016**

Property Description	Year acquired	GLA	Percent occupied	Average base rent per leased sq. ft.	Major Tenants (a)	
					Name	GLA
<b>Pennsylvania (continued)</b>						
River View Plaza	2003	236,217	87.1 %	20.13	United Artists	77,700
					Avalon Carpet	25,000
					Pep Boys	22,000
					Staples	18,000
South Philadelphia	2003	283,415	74.9 %	14.74	Shop Rite	54,388
					Ross Dress For Less	31,349
					LA Fitness	31,000
					Modell's	20,000
Swede Square	2003	100,816	95.5 %	18.15	LA Fitness	37,200
The Commons	2004	203,426	64.7 %	10.74	Bon-Ton	54,500
					TJ Maxx	24,404
The Point	2000	268,037	96.0 %	13.01	Burlington Coat Factory	76,665
					Giant Foods	76,627
					A.C. Moore	24,890
					Staples	24,000
Trexler Mall	2005	337,297	96.4 %	9.93	Kohl's	88,248
					Bon-Ton	62,000
					Lehigh Wellness Partners	33,227
					Oxyfit Gym	28,870
					Marshalls	28,488
					Home Goods	28,181
Trexlertown Plaza	2006	321,129	73.9 %	13.83	Giant Foods	78,335
					Hobby Lobby	57,512
					Big Lots	33,824
					Tractor Supply	19,097
<b>Total Pennsylvania</b>		<b>4,619,097</b>	<b>90.3 %</b>	<b>14.12</b>		
<b>Virginia</b>						
Coliseum Marketplace	2005	106,648	100.0 %	16.92	Farm Fresh	57,662
					Michaels	23,981
Elmhurst Square	2006	66,254	94.3 %	10.59	Food Lion	38,272
Fredericksburg Way	2005	63,000	100.0 %	19.58	Ukrop's Supermarket	63,000
General Booth Plaza	2005	71,639	93.3 %	13.93	Farm Fresh	53,758
Glen Allen Shopping Center	2005	63,328	100.0 %	7.14	Publix	63,328
Kempsville Crossing	2005	79,512	92.7 %	11.40	Walmart	41,975
					Farm Fresh	16,938
Oak Ridge Shopping Center	2006	38,700	92.2 %	10.90	Food Lion	33,000
Suffolk Plaza	2005	67,216	100.0 %	9.90	Farm Fresh	67,216
<b>Total Virginia</b>		<b>556,297</b>	<b>96.9 %</b>	<b>12.95</b>		
<b>Total (91.9% leased at December 31, 2016)</b>		<b>9,127,793</b>	<b>89.9 %</b>	<b>\$ 13.50</b>		

- (a) Major tenants are determined as tenants with 15,000 or more sq. ft. of GLA, tenants at single-tenant properties, or the largest tenants at a property, based on GLA.
- (b) Although the ownership percentage for these joint ventures are 40% and 60%, respectively, the Company has included 100% of these joint ventures results of operations in its pro-rata calculations, based on partnership promotes, additional equity interests, and/or other terms of the related joint venture agreements.

**CEDAR REALTY TRUST, INC.**  
**Leasing Activity (a)**

	Leases Signed	Square Feet	New Rent Per. Sq. Ft (a)	Prior Rent Per. Sq. Ft (b)	Cash Basis % Change	Tenant Improvements Per. Sq. Ft (c)	Average Lease Term (Yrs)
<b>Total Comparable Leases</b>							
4th Quarter 2016	39	264,800	\$ 14.50	\$ 11.53	25.7%	\$ 19.40	7.7
3rd Quarter 2016	36	193,000	\$ 14.61	\$ 13.27	10.8%	\$ 12.23	7.5
2nd Quarter 2016	30	131,600	\$ 15.65	\$ 14.52	8.4%	\$ 1.73	4.9
1st Quarter 2016	60	319,400	\$ 13.52	\$ 12.44	8.7%	\$ 1.43	4.1
Total	165	908,800	\$ 14.35	\$ 12.65	14.9%	\$ 9.00	6.0

**New Leases - Comparable**

4th Quarter 2016	7	121,400	\$ 12.42	\$ 7.75	60.2%	\$ 42.33	11.7
3rd Quarter 2016	8	102,900	\$ 11.87	\$ 10.44	13.7%	\$ 22.93	9.5
2nd Quarter 2016	5	13,400	\$ 12.44	\$ 9.95	24.9%	\$ 16.95	5.8
1st Quarter 2016	7	20,500	\$ 14.24	\$ 14.40	-1.1%	\$ 22.28	6.0
Total	27	258,200	\$ 12.35	\$ 9.47	30.4%	\$ 31.69	10.1

**Renewals - Comparable**

4th Quarter 2016	32	143,400	\$ 16.25	\$ 14.72	10.4%	\$ 0.00	4.4
3rd Quarter 2016	28	90,100	\$ 17.74	\$ 16.49	7.6%	\$ 0.00	5.2
2nd Quarter 2016	25	118,200	\$ 16.01	\$ 15.04	6.5%	\$ 0.00	4.7
1st Quarter 2016	53	298,900	\$ 13.47	\$ 12.30	9.5%	\$ 0.00	4.0
Total	138	650,600	\$ 15.14	\$ 13.91	8.8%	\$ 0.00	4.4

**Total Comparable and Non-Comparable**

4th Quarter 2016	42	271,400	\$ 14.59	N/A	N/A	\$ 18.94	7.8
3rd Quarter 2016	39	223,100	\$ 14.46	N/A	N/A	\$ 11.72	7.9
2nd Quarter 2016	33	137,800	\$ 16.39	N/A	N/A	\$ 1.65	5.1
1st Quarter 2016	64	345,900	\$ 13.56	N/A	N/A	\$ 1.62	4.5
Total	178	978,200	\$ 14.45	N/A	N/A	\$ 8.73	6.3

- (a) Leases on this schedule represent retail activity only; office leases are not included.  
(b) New rent per sq. ft. represents the minimum cash rent under the new lease for the first 12 months of the term. Prior rent per sq. ft. represents the minimum cash rent under the prior lease for the last 12 months of the previous term.  
(c) Includes costs of tenant specific landlord work and tenant allowances provided to tenants. Excludes first generation space.  
(d) For spaces vacant less than 12 months, the results for the trailing four quarters are as follows:

	Leases Signed	Square Feet	Cash Basis % Change
Total Comparable Leases	153	820,000	12.5%
New Leases - Comparable	15	169,400	26.8%

**CEDAR REALTY TRUST, INC.**  
**Tenant Concentration (Based on Annualized Base Rent)**  
**As of December 31, 2016**

Tenant	Number of stores	GLA	% of GLA	Annualized base rent	Annualized base rent per sq. ft.	Percentage annualized base rents
<b>Top twenty tenants (a):</b>						
Giant Foods	10	643,000	7.0%	\$ 10,587,000	\$ 16.47	9.6%
LA Fitness	6	240,000	2.6%	3,994,000	16.64	3.6%
Shop Rite	3	182,000	2.0%	2,977,000	16.36	2.7%
Stop & Shop	3	211,000	2.3%	2,786,000	13.20	2.5%
Dollar Tree	22	224,000	2.5%	2,373,000	10.59	2.1%
Farm Fresh	4	196,000	2.1%	2,264,000	11.55	2.0%
Home Depot	2	253,000	2.8%	2,101,000	8.30	1.9%
Big Y	2	106,000	1.2%	1,926,000	18.17	1.7%
Staples	5	106,000	1.2%	1,721,000	16.24	1.6%
BJ's Wholesale Club	1	118,000	1.3%	1,683,000	14.26	1.5%
Marshalls	6	170,000	1.9%	1,465,000	8.62	1.3%
United Artist	1	78,000	0.9%	1,454,000	18.64	1.3%
Shaw's	2	125,000	1.4%	1,431,000	11.45	1.3%
Shoppers Food Warehouse	2	120,000	1.3%	1,267,000	10.56	1.1%
Ukrop's Supermarket	1	63,000	0.7%	1,233,000	19.57	1.1%
Walmart	3	192,000	2.1%	1,193,000	6.21	1.1%
Planet Fitness	5	96,000	1.1%	1,188,000	12.38	1.1%
Redner's	3	159,000	1.7%	1,159,000	7.29	1.0%
Kohl's	2	147,000	1.6%	1,113,000	7.57	1.0%
Home Goods	4	111,000	1.2%	992,000	8.94	0.9%
<b>Sub-total top twenty tenants</b>	<b>87</b>	<b>3,540,000</b>	<b>38.8%</b>	<b>44,907,000</b>	<b>12.69</b>	<b>40.5%</b>
<b>Remaining tenants</b>	<b>761</b>	<b>4,663,000</b>	<b>51.1%</b>	<b>65,862,000</b>	<b>14.12</b>	<b>59.5%</b>
<b>Sub-total all tenants (b)</b>	<b>848</b>	<b>8,203,000</b>	<b>89.9%</b>	<b>\$ 110,769,000</b>	<b>\$ 13.50</b>	<b>100.0%</b>
<b>Vacant space</b>	<b>N/A</b>	<b>925,000</b>	<b>10.1%</b>			
<b>Total</b>	<b>848</b>	<b>9,128,000</b>	<b>100.0%</b>			

- (a) Several of the tenants listed above share common ownership with other tenants:  
(1) Giant Foods, Stop & Shop and Food Lion (GLA of 109,000; annualized base rent of \$818,000), (2) Farm Fresh and Shoppers Food Warehouse, (3) Dollar Tree and Family Dollar (GLA of 29,000; annualized base rent of \$329,000), (4) Marshalls, Home Goods, and TJ Maxx (GLA of 54,000; annualized base rent of \$514,000), and (5) Shaw's and Acme Markets (GLA of 117,000; annualized base rent of \$542,000).
- (b) Comprised of large tenants (15,000 or more GLA) and small tenants as follows:

	Occupied GLA	Percentage of occupied GLA	Annualized base rent	Annualized base rent per sq. ft.	Percentage annualized base rents
Large tenants	5,740,000	70.0%	\$ 62,856,000	\$ 10.95	56.7%
Small tenants	2,463,000	30.0%	47,913,000	19.45	43.3%
<b>Total</b>	<b>8,203,000</b>	<b>100.0%</b>	<b>\$ 110,769,000</b>	<b>\$ 13.50</b>	<b>100.0%</b>

**CEDAR REALTY TRUST, INC.**  
**Lease Expirations**  
**As of December 31, 2016**

<b>Year of lease expiration</b>	<b>Number of leases expiring</b>	<b>GLA expiring</b>	<b>Percentage of GLA expiring</b>	<b>Annualized expiring base rents</b>	<b>Annualized expiring base rents per sq. ft.</b>	<b>Percentage of annualized expiring base rents</b>
Month-To-Month	53	232,000	2.8%	\$ 3,648,000	\$ 15.72	3.3%
2017	106	827,000	10.1%	11,196,000	13.54	10.1%
2018	125	960,000	11.7%	14,244,000	14.84	12.9%
2019	119	858,000	10.5%	10,956,000	12.77	9.9%
2020	118	1,502,000	18.3%	17,712,000	11.79	16.0%
2021	118	991,000	12.1%	14,376,000	14.51	13.0%
2022	58	381,000	4.6%	5,376,000	14.11	4.9%
2023	22	154,000	1.9%	2,076,000	13.48	1.9%
2024	30	581,000	7.1%	7,716,000	13.28	7.0%
2025	29	476,000	5.8%	6,588,000	13.84	5.9%
2026	27	214,000	2.6%	3,348,000	15.64	3.0%
2027	14	157,000	1.9%	1,932,000	12.31	1.7%
Thereafter	29	870,000	10.6%	11,601,000	13.33	10.5%
All tenants	848	8,203,000	100.0%	\$ 110,769,000	\$ 13.50	100.0%
Vacant space	N/A	925,000	N/A			
Total portfolio	848	9,128,000	N/A			

**CEDAR REALTY TRUST, INC.**  
**Same-Property Net Operating Income ("Same-property NOI")**

**Same-Property NOI (a)**

	<b>Three months ended December 31,</b>	
	<b>2016</b>	<b>2015</b>
Base Rents	\$ 23,936,000	\$ 23,858,000
Expense Recoveries	6,719,000	6,494,000
Total Revenues	30,655,000	30,352,000
Operating expenses	9,045,000	8,873,000
NOI	<u>\$ 21,610,000</u>	<u>\$ 21,479,000</u>
Occupied	91.2%	92.2%
Leased	92.6%	93.1%
Average base rent	\$ 13.29	\$ 13.05
Number of same properties	53	53
<b>NOI growth</b>	<b>0.6%</b>	
	<b>Years ended December 31,</b>	
	<b>2016</b>	<b>2015</b>
Base Rents	\$ 93,465,000	\$ 92,863,000
Expense Recoveries	25,479,000	25,122,000
Total Revenues	118,944,000	117,985,000
Operating expenses	33,539,000	34,100,000
NOI	<u>\$ 85,405,000</u>	<u>\$ 83,885,000</u>
Occupied	91.1%	92.1%
Leased	92.6%	93.0%
Average base rent	\$ 13.23	\$ 12.98
Number of same properties	52	52
<b>NOI growth</b>	<b>1.8%</b>	

- (a) Same-property NOI includes properties that were owned and operated for the entirety of both periods being compared, except for properties undergoing significant redevelopment and expansion until such properties have stabilized, and properties classified as "held for sale". Same-property NOI (i) excludes non-cash revenues such as straight-line rent adjustments and amortization of intangible lease liabilities, (ii) reflects internal management fees charged to properties, and (iii) excludes infrequent items, such as lease termination fee income.

**CEDAR REALTY TRUST, INC.**  
**Summary of Acquisitions and Dispositions**

<b>Acquisitions</b>	<b>Location</b>	<b>GLA</b>	<b>Date Acquired</b>	<b>Purchase Price</b>
Shoppes at Arts District	Hyattsville, MD	35,676	2/25/2016	\$ 20,500,000
Glenwood Village	Bloomfield, NJ	63,844	5/4/2016	19,526,000
				<u>\$ 40,026,000</u>

<b>Dispositions</b>	<b>Location</b>	<b>GLA</b>	<b>Date Sold</b>	<b>Sales Price</b>
Liberty Marketplace	Dubois, PA	68,200	2/11/2016	\$ 15,000,000
Upland Square	Pottstown, PA	399,948	11/2/2016	83,250,000
				<u>\$ 98,250,000</u>

**Funds From Operations (“FFO”) and Operating Funds From Operations (“Operating FFO”)**

FFO is a widely recognized supplemental non-GAAP measure utilized to evaluate the financial performance of a REIT. The Company presents FFO in accordance with the definition adopted by the National Association of Real Estate Investments Trusts (“NAREIT”). NAREIT generally defines FFO as net income attributable to common shareholders (determined in accordance with GAAP), excluding gains (losses) from sales of real estate properties, impairment provisions on real estate properties, plus real estate related depreciation and amortization, and adjustments for partnerships and joint ventures to reflect FFO on the same basis. The Company considers FFO to be an appropriate measure of its financial performance because it captures features particular to real estate performance by recognizing that real estate generally appreciates over time or maintains residual value to a much greater extent than other depreciable assets.

The Company also considers Operating FFO to be an additional meaningful financial measure of financial performance because it excludes items the Company does not believe are indicative of its core operating performance, such as acquisition pursuit costs, amounts relating to early extinguishment of debt and preferred stock redemption costs, management transition costs and certain redevelopment costs. The Company believes Operating FFO further assists in comparing the Company’s performance across reporting periods on a consistent basis by excluding such items.

FFO and Operating FFO should be reviewed with GAAP net income attributable to common shareholders, the most directly comparable GAAP financial measure, when trying to understand the Company’s operating performance. FFO and Operating FFO do not represent cash generated from operating activities and should not be considered as an alternative to net income attributable to common shareholders or to cash flow from operating activities. The Company’s computations of FFO and Operating FFO may differ from the computations utilized by other REITs and, accordingly, may not be comparable to such REITs.

**Earnings Before Interest, Taxes, Depreciation and Amortization (“EBITDA”) and Adjusted EBITDA**

EBITDA is a widely recognized supplemental non-GAAP financial measure. The Company computes EBITDA as net income from continuing operations, plus interest expense (including early extinguishment of debt costs), depreciation and amortization, minority interests share of consolidated joint venture EBITDA and discontinued operations. The Company believes EBITDA provides additional information with respect to the Company’s performance and ability to meet its future debt service requirements.

The Company also considers Adjusted EBITDA to be an additional meaningful financial measure of financial performance because it excludes items the Company does not believe are indicative of its core operating performance, such as acquisition pursuit costs, gain on sales, impairment provisions and management transition charges. The Company believes Adjusted EBITDA further assists in comparing the Company’s performance across reporting periods on a consistent basis by excluding such items.

EBITDA and Adjusted EBITDA should be reviewed with GAAP net income from continuing operations, the most directly comparable GAAP financial measure, when trying to understand the Company’s operating performance. EBITDA and Adjusted EBITDA do not represent cash generated from operating activities and should not be considered as an alternative to income from continuing operations or to cash flow from operating activities. The Company’s computations of EBITDA and Adjusted EBITDA may differ from the computations utilized by other companies and, accordingly, may not be comparable to such companies.

**Same-Property Net Operating Income (“Same-Property NOI”)**

Same-property NOI is a widely recognized supplemental non-GAAP financial measure for REITs. Properties are included in same-property NOI if they are owned and operated for the entirety of both periods being compared, except for properties undergoing significant redevelopment and expansion until such properties have stabilized, and properties classified as held for sale. Consistent with the capital treatment of such costs under GAAP, tenant improvements, leasing commissions and other direct leasing costs are excluded from same-property NOI. The Company considers same-property NOI useful to investors as it provides an indication of the recurring cash generated by the Company’s properties by excluding certain non-cash revenues and expenses, as well as other infrequent items such as lease termination income which tends to fluctuate more than rents from year to year.

Same-property NOI should be reviewed with consolidated operating income, the most directly comparable GAAP financial measure. Same-property NOI should not be considered as an alternative to consolidated operating income prepared in accordance with GAAP or as a measure of liquidity. The Company’s computations of same-property NOI may differ from the computations utilized by other REITs and, accordingly, may not be comparable to such REITs.