### **COMPANY PRESENTATION**

November 17, 2020

Marc Ganzi I President & CEO, Colony Capital





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Factors that might cause such a difference include, without limitation, the Company's ability to execute on its digital transformation in the manner and within the timeframe contemplated if at all, the demand for and growth in the digital infrastructure market, the earnings profile for digital investments and the predictability of such earnings, the potential impact of COVID-19 on the Company's business and operations, including the ability to execute on or accelerate the Company's initiatives related to its strategic pivot to digital real estate and infrastructure, whether the Company will achieve its projected deployment rate in digital infrastructure, whether the Company will realize the anticipated benefits of Wafra's strategic investment in the Company's digital investment management business, including whether the Wafra investment will become subject to redemption and the amount of commitments Wafra will make to the Company's digital investment products, whether the Company will realize the anticipated benefits of its investment in Vantage Data Centers, including the performance and stability of its portfolio, the impact of the Company's capital structure on the trading price of its stock, whether the Company's liquidity will be sufficient to fund growth in digital transformation, the Company's ability to monetize certain legacy assets, simplify its business and continue to grow its digital assets under management, whether balance sheet investments combined with investment management will result in anticipated benefits for the Company's stockholders, the impact of management changes at Colony Credit Real Estate, Inc. (CLNC), whether the Company's operations of its non-digital business units will result in maximizing cash flows and value over time, including the impact of COVID-19 on such operations and cash flows, the impact of impairments, the mix of the Company's digital and legacy asset portfolios, the impact of changes to the Company's management or board of directors, employee and organizational structure, the Company's financial flexibility and liquidity, including borrowing capacity under its revolving credit facility (including as a result of the impact of COVID-19), the use of sales proceeds and available liquidity, the performance of the Company's investment in CLNC (including as a result of the impact of COVID-19), the Company's ability to minimize balance sheet commitments to its managed investment vehicles, the performance of the Company's investment in DataBank and whether the Company will continue to invest in edge/ colocation data center sector and support future growth opportunities through potential add-on acquisitions and greenfield edge data center developments, and whether if consummated such additional investments and growth opportunities result in any of the benefits the Company anticipates or at all, rent escalators, whether the Company's future investments will be accretive, the Company's ability to raise third party capital in new vehicles including through new strategies. whether the Company will continue to generate liquidity by additional sales of assets in its Other Equity and Debt segment (other than Digital related investments) within the timeframe, in the amounts targeted or at all. the Company's expected taxable income and net cash flows, excluding the contribution of gains, whether the Company will maintain or produce higher Core FFO per share (including or excluding gains and losses from sales of certain investments) in the coming quarters, or ever, the Company's fee earning equity under management (FEEUM) and its ability to continue growth at the current pace or at all, the Company's ability to pay or grow the dividend at all in the future, whether the Company will continue to pay preferred dividends, the Company's trading multiples, the ability to achieve targeted G&A savings including the impact of such savings of the Company's operations, the impact of any changes to the Company's management agreements with NorthStar Healthcare Income, Inc. and CLNC and other managed investment vehicles, whether Colony Capital will be able to maintain its qualification as a REIT for U.S. federal income tax purposes, the timing of and ability to deploy available capital, including whether any redeployment of capital will generate higher total returns, the Company's ability to maintain inclusion and relative performance on the RMZ, Colony Capital's leverage, including the Company's ability to reduce debt and the timing and amount of borrowings under its credit facility, increased interest rates and operating costs, adverse economic or real estate developments in Colony Capital's markets. Colony Capital's failure to successfully operate or lease acquired properties, decreased rental rates, increased vacancy rates or failure to renew or replace expiring leases, increased costs of capital expenditures, defaults on or non-renewal of leases by tenants, the impact of economic conditions on the borrowers of Colony Capital's commercial real estate debt investments and the commercial mortgage loans underlying its commercial mortgage backed securities, adverse general and local economic conditions, an unfavorable capital market environment, decreased leasing activity or lease renewals, and other risks and uncertainties, including those detailed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2019 and Quarterly Report on Form 10-0 for the quarter ended March 31, 2020, under the heading "Risk Factors," as such factors may be updated from time to time in our subsequent periodic filings with the U.S. Securities and Exchange Commission ("SEC").

All forward-looking statements reflect Colony Capital's good faith beliefs, assumptions and expectations, but they are not guarantees of future performance. Additional information about these and other factors can be found in Colony Capital's reports filed from time to time with the SEC. Colony Capital cautions investors not to unduly rely on any forward-looking statements. The forward-looking statements speak only as of the date of this presentation. Colony Capital is under no duty to update any of these forward-looking statements after the date of this presentation, nor to conform prior statements to actual results or revised expectations, and Colony Capital does not intend to do so.

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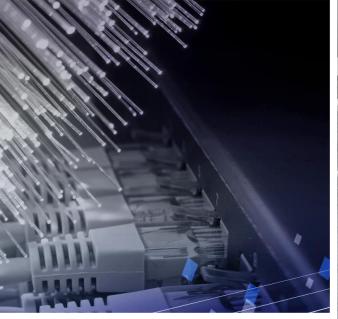
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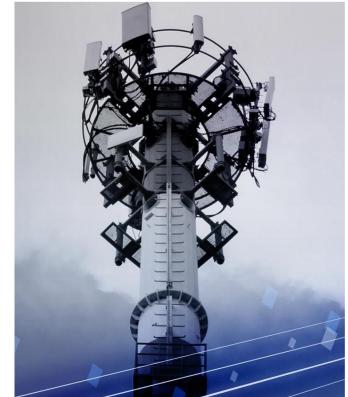


## Agenda

#### # Section

- 1 Colony's Evolving Digital Ecosystem
- 2 Colony Grows on the Edge: DataBank adds zColo
- Colony 2.0: Delivering on the Digital Transformation
- 4 The Investment Case for CLNY









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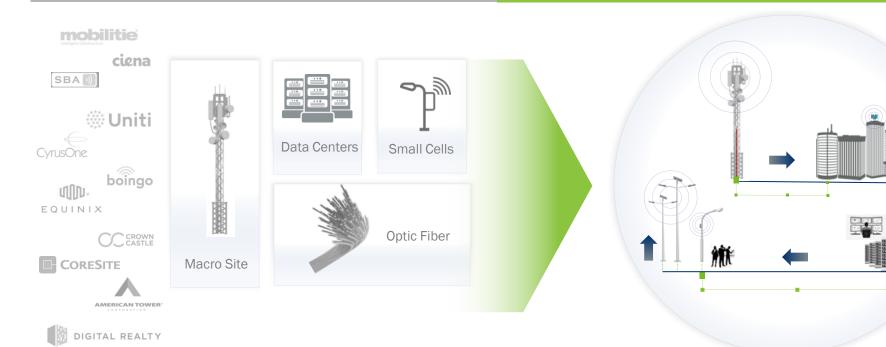
# Colony's Evolving Digital Ecosystem

## **CLNY's Differentiated End-to-End Converged Vision**

Colony Capital is delivering customers the next-generation of mobile and internet connectivity solutions

Traditional Siloed Digital Infrastructure Approach

#### **Hyper-Converged Digital Architecture**



















aptum







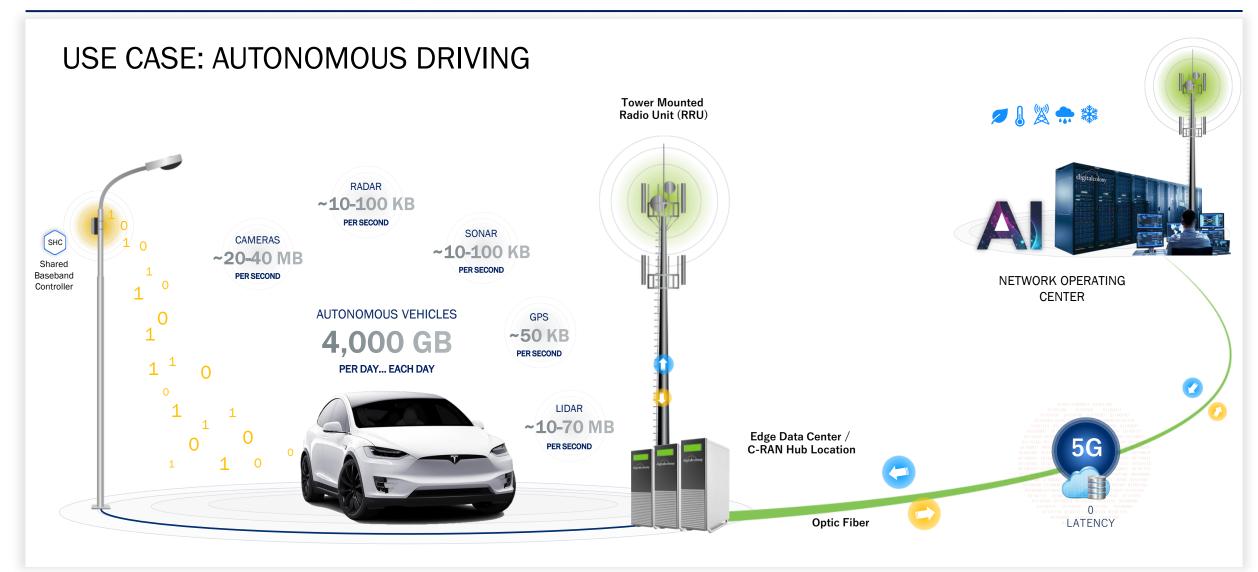
Today's Infrastructure

3G and 4G: Coverage and Densification

Next Gen Networks
5G and Beyond: Performance, Speed, and ON DEMAND



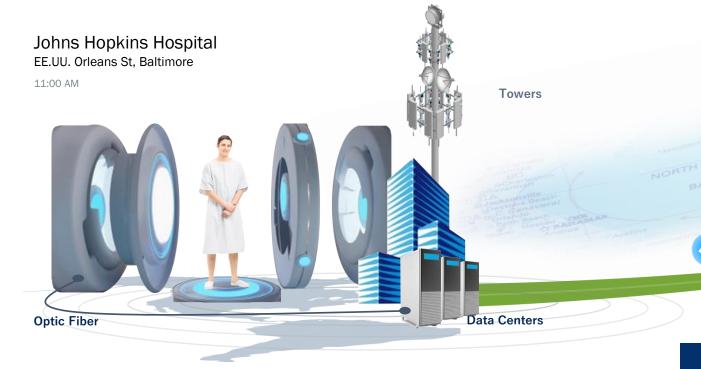
## **Evolving Networks Demand New Thinking**

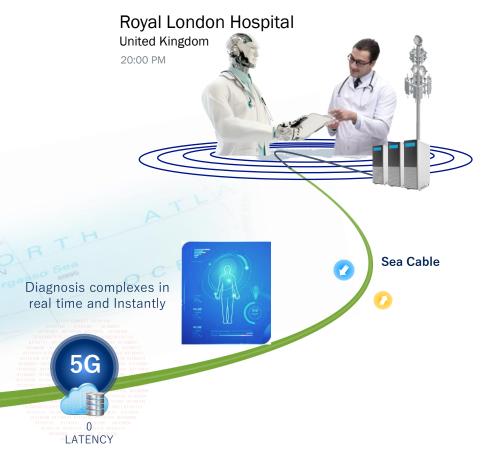


## **Evolving Networks Need New Approaches**

**USE CASE: TELE MEDICINE** 

From devices through the core to the cloud and back





5G and IoT will enable diagnostic imaging technology that leverages powerful computer vision and cloud analysis to improve care with immediate diagnosis.

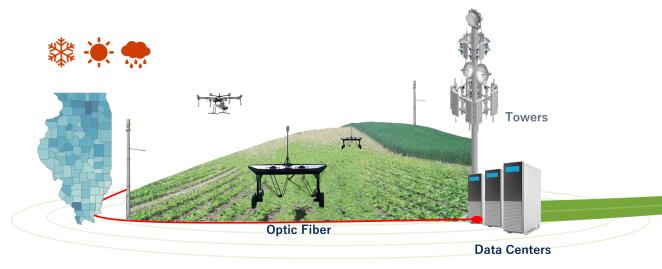
## **Evolving Networks Require Converged Infrastructure**

#### **USE CASE: REMOTE FARMING**

5G and IoT in manufacturing and farming give machines the ability to streamline processes, monitor the supply chain, calibrate equipment, and free people from repetitive tasks.

Automated soybean planting EE.UU. Illinois

11:00 AM









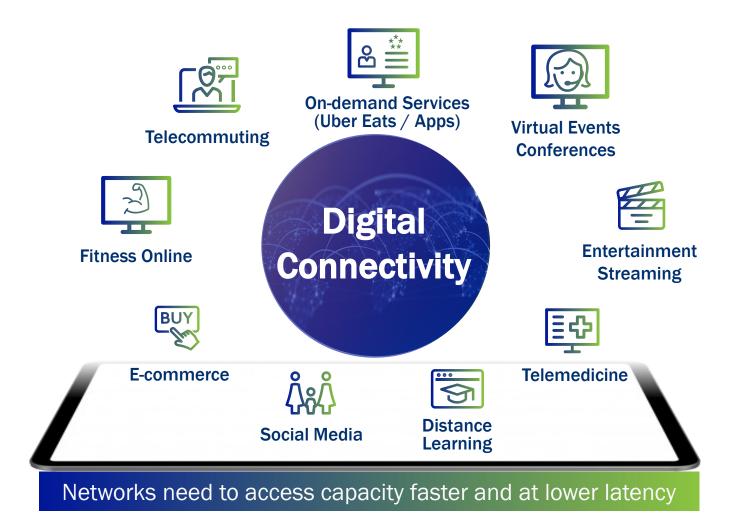
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2

## **COLONY GROWS ON THE EDGE**

DataBank + zColo - The Leading Domestic Edge Platform

## Global Connectivity Post-COVID Pushing Compute on the Edge



- Our personal and professional lives were already migrating to digital platforms...then COVID-19 hit
- Unprecedented demand for MORE,
   BETTER, FASTER connectivity
- New habits developed are expected to persist, accelerating growth of the digital economy

+45-100%

Growth in consumers who purchase most or all online for most categories

Source: McKinsey; Nov 2020

Intent to Continue

**62**%

61%

Purchased directly from social media

Used new restaurant/ store app



## The Emerging Edge Opportunity

Edge Data Center Market to Witness Massive Growth and Network Shift Through 2030



Exponential Growth in New & Emerging Use Cases... IOT Connected Devices

• The next users of cloud-scale compute are machines, not people...

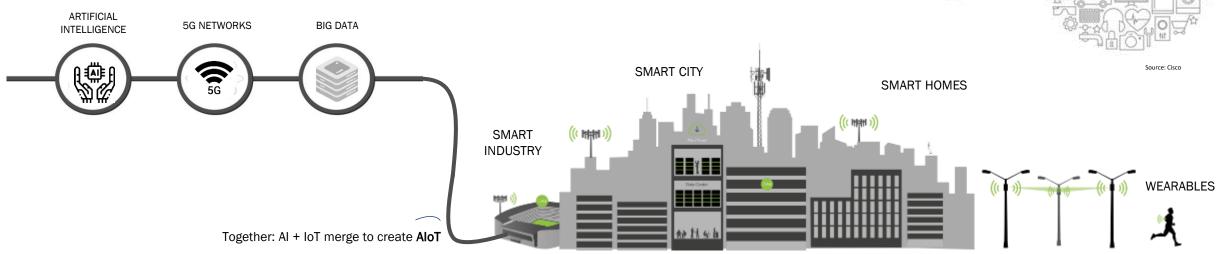








#### IoT empowered by three key technologies:

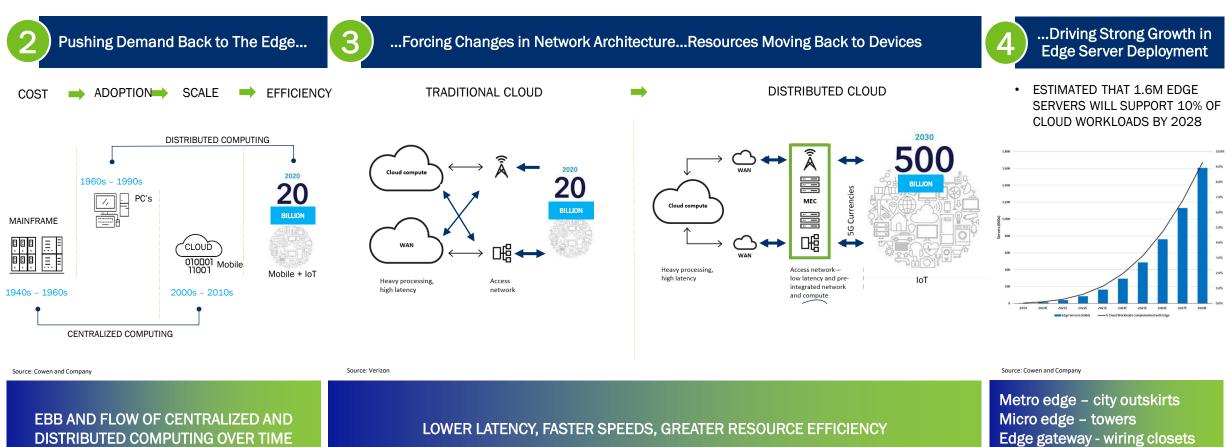


SECULAR IOT USE CASES ENABLED BY 5G SET TO TAKEOFF



## **Changing Architectures Drives Edge Growth**

The Edge Will Spur Storage and Networking Investment



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Edge device – the device itself

### Colony Grows at the Edge: DataBank + zColo

#### zColo Acquisition Transforms the DataBank Platform

- DataBank emerges as a leading U.S. EDGE colocation operator for hyperscale, technology and content customers
  - zColo adds a diverse mix of strategically-important enterprise and interconnect data centers across attractive new markets
  - Scale customer relationships and geographic coverage crucial to capturing Edge demand from technology firms looking to monetize the Edge
- Expanded footprint provides broad geographic coverage and scale
  - Larger DataBank portfolio will serve expansion of cloud/content workloads into primary and secondary Edge markets with exceptional base of diversified, blue-chip customers
- Deal leverages strong leadership with track record of successful growth
  - 5 acquisitions in past 3 years; 10%+ organic top-line growth since original acquisition
  - Optimization opportunities already identified
- \$1.4B acquisition led by Colony Capital
  - Colony investing \$145M from balance sheet to maintain 20% ownership
  - Additional \$500M in new coinvest FEEUM
  - Accretive acquisition economics

Scaled Pro Forma Footprint					
		£olo	Pro Forma Combined		
Markets	9	23	29		
Data Centers	20	44	64		
Carrier Hotels (incl. in Data Centers)	5	13	18		
Built MW	54	84	138		
Colo SF	457k	778k	1,235k		
Cross Connects	6.8k	23.1k	29.9k		
Revenue (LQA)	\$176M	\$280M	\$456M		

#### National Edge Footprint Serves Cloud and Edge Demand



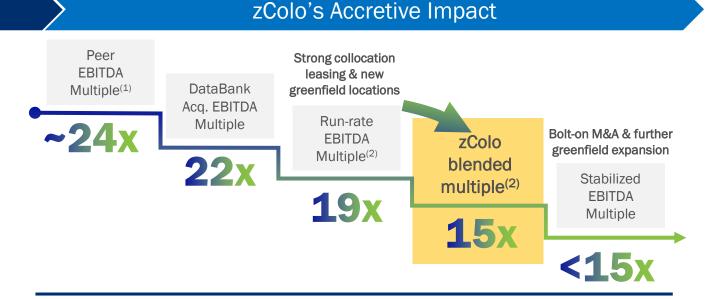


### DataBank + zColo Value Creation

zColo acquisition is highly accretive to the DataBank investment

#### zColo Transaction Overview

- Purchase Price: \$1.4B
- Equity Investment of \$720M
  - \$145M funded by CLNY to maintain 20% stake, bringing total CLNY investment to ~\$335M
  - Transaction adds \$500M+ of co-invest FEEUM
- Total funded acquisition debt of \$550M; \$725M including capital lease obligations
- Accretive transaction relative to initial investment and publicly traded peers
  - Synergies and business optimization initiatives will further enhance economics and returns







<sup>(1)</sup> Represents the implied EBITDA trading multiples of retail colocation based on the Company's estimates.

Based on EBITDA including booked but not billed income, which represents income from signed leases that have not taken occupancy and mid-quarter installs, and estimated synergies in the case of zColo, but excluding known churn and startup losses.

## **Executing On A Converged Digital Ecosystem**

Strategic investments enable DataBank customers access to Edge connectivity and the entire Colony digital ecosystem

From a scaled national footprint with onramps to global internet traffic...

...to the "far Edge" with modular data centers at the foot of cell towers



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DataBank \$30M strategic investment in Edge Presence Oct-20



#### **Ecosystem Benefits**

Edge Presence also partnering with Digital Colony portfolio company Vertical Bridge, the largest private tower owner in the US; currently deploying at 12 Vertical Bridge locations



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Colony 2.0: Delivering on the Digital Transformation

## **Digital Transformation**

Executing a strategic plan to rotate the balance sheet and redeploy capital into digital infrastructure

## Where We Were Legacy Colony



Where We Are Today
Transitioning into Digital



Where We're Going Digital Infrastructure

Diversified REIT managing industrial, healthcare and hospitality holdings as well as embedded institutional and retail investment management business.

#### Six Legacy Segments:







Healthcare Real Estate



Other Equity and Debt

Investment Management

#### **Strategic Rationale**

- Align Colony With Key Secular Trends
- Simplification/Rationalization
- Predictable Digital Earnings
- Attractive Returns On Invested Capital

## Enabling Mobile and Internet Connectivity





## Colony 2.0 Playbook: Promises Made...

Management's commitment to investors



De-Lever:
Address Debt
Maturities and
Enhance Liquidity



Invest in High-Quality Digital Assets



Harvest Legacy
Asset Value –
Streamline the
Organization



Deliver
Core Digital
Growth

## **Extending Maturities, Maximizing Liquidity**

#### Next Corporate Debt Maturity 2023<sup>(1)</sup>

#### Significant Liquidity for Digital Transformation



Year end liquidity forecasted to increase from a range of \$625-725M to \$650-750M on favorable outlook for 4020 OED monetizations





2020 - 2022

Clear Path-To-Digital

Primarily fundings for Digital and preexisting commitments to legacy funds. Total digital fundings of \$82M.

2024+

2023

<sup>(1)</sup> Except for \$32 million of convertible debt maturing in January 2021, which the Company will pay off at maturity. Excludes principal amortization related to other certain corporate debt which is captured in the 2024+

Represents the Company's share of corporate cash, which is calculated as consolidated cash of \$1.1B as of 6/30/20 excluding \$95M of cash from noncontrolling interest entities and \$205M of the Company's share of cash at subsidiaries as of 6/30/20, plus undrawn availability of \$100M as of 6/30/20 on the Company's \$500M corporate revolver, which will decrease to \$400M on 3/31/21 based on the terms of the revolver.

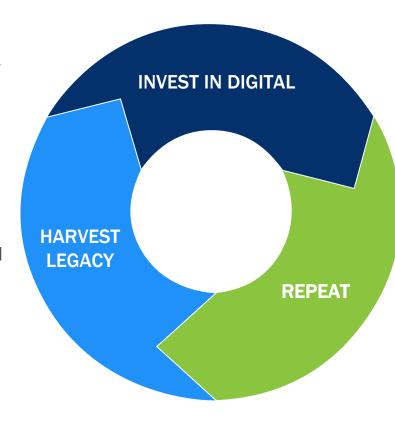
## **Continuing Progress On Asset Rotation**

Key 2H 2020 Highlights Demonstrates Ability to Deliver The Digital Transformation



## **Announced sale of Hospitality Business**

- \$2.8B transaction value
- Reduces consolidated debt by \$2.7B
- Generates significant strategic and financial benefits for CLNY shareholders
- Removes management distraction and oversight
- Simplifies CLNY's business to focus exclusively on digital infrastructure assets



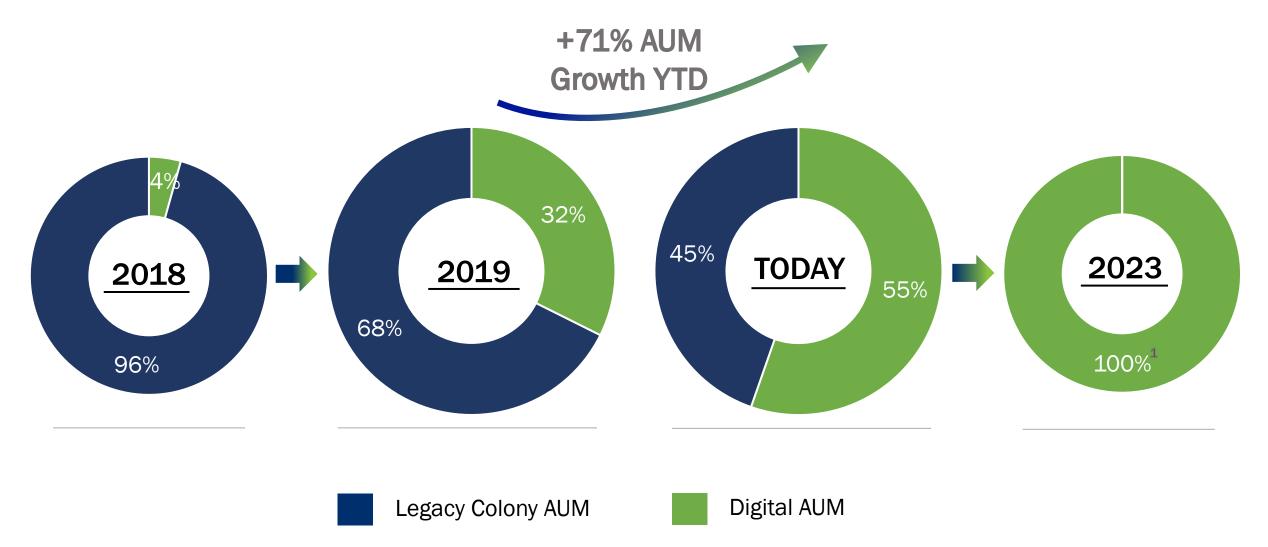


#### **DataBank Acquisition of zColo**

- \$1.4B acquisition led by Colony Capital
- DataBank emerges as a leading national EDGE colocation operator
  - Serving 29 key markets via 64 data centers and over 1 million sq ft
- Expanded footprint provides broad geographic coverage and scale
- Colony deploys \$145M from balance sheet, raises
   \$500M of incremental co-invest FEEUM
- Accretive transaction relative to initial investment and publicly traded peers
  - Synergies and business optimization initiatives will further enhance economics and returns



## **Rapid Digital Transformation in AUM**



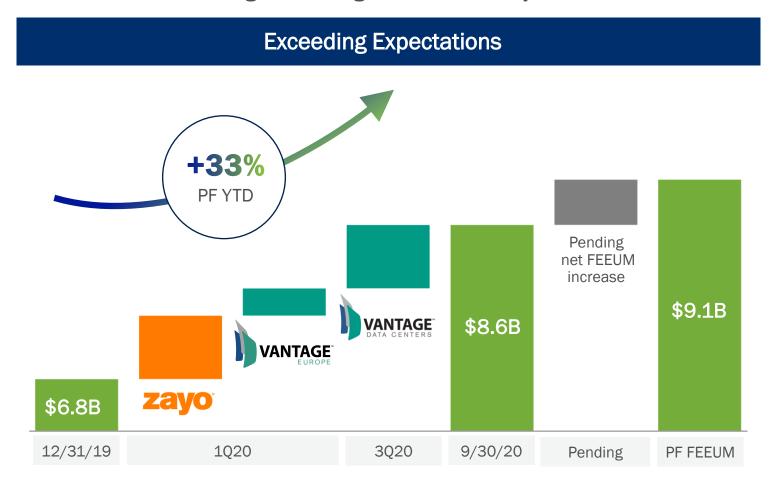


## **Investment Management FEEUM Growth**

33% growth in digital FEEUM in first 10 months of 2020...far exceeding our 15% guidance for the year

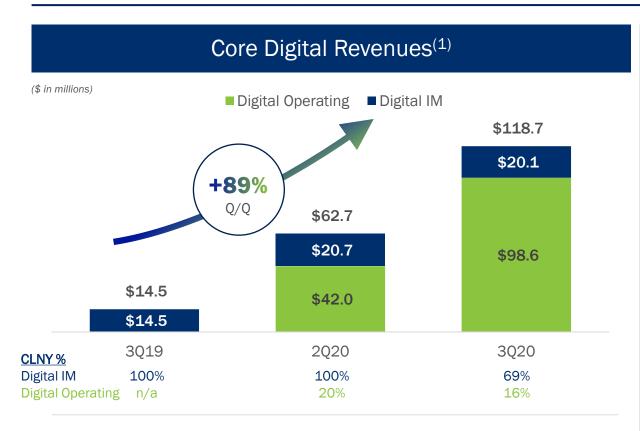
#### **High Quality Relationships and Fees**

- Leveraging long-standing relationships built on success
- Zayo (1Q20): Landmark \$14.3B take-private added
   ~\$700M was fee-bearing co-invest capital
- Vantage Europe (1Q20 3Q20): to accelerate
   European expansion raised net ~\$130M of FEEUM
   in 1Q20 and another ~\$180M FEEUM in the 3Q20.
- Vantage SDC (3Q20): Raised net ~\$600M FEEUM alongside CLNY balance sheet investment
- Pending Commitments: ~\$500M of net FEEUM which includes zColo and additional Vantage platform fundings





### Digital Earnings Continue to Increase Quarter over Quarter



Consolidated Digital Revenues increased to \$119M in 3020, driven by acquisitions of Databank in 4Q19 and Vantage in 3Q20

 Fee revenues in 3Q19 were a stub period following acquisition of Digital Bridge in July 2019

#### Consolidated Digital FRE / Adjusted EBITDA<sup>(1)</sup> (\$ in millions) Digital Operating Digital FRE —Combined Margin \$54.5 \$8.9 >100% Q/Q \$25.9 \$45.6 \$9.3 46% \$10.1 ( 41% ) \$16.6 \$10.1 3019 2Q20 3020 69% 100% 100% 20%

#### Consolidated Digital FRE and Adjusted EBITDA increased to \$54M during 3Q20

n/a

- Recurring margins increased 500 basis points quarter to quarter to 46%
- FRE expected to be \$9.9M pro forma for run-rate fee earnings from pending zColo, ExteNet and Vantage transactions



15%

## **Progress Towards 2023 Targets**

#### **Investment Management**

Digital IM revenue and FRE is anticipated to grow rapidly as Colony expands the magnitude and scope of its investment products

Investments in professionals to support future product growth impacted 3Q20 FRE margin





#### **Digital Operating**

Digital operating businesses on the balance sheet increased earnings contribution due to the investment in Vantage SDC in July 2020

Additional earnings anticipated upon closing of the zColo transaction and as balance sheet continues to rotate







- Represents annualized 3Q20 consolidated results, normalized to exclude a one-time expense gross-up during 2Q20.
- (2) Includes pro-forma adjustments for run-rate fee earnings expected from announced zColo, ExteNet and Vantage transactions anticipated to close in 4Q20.
  - Represents annualized 3Q20 pro-rata results; excludes Digital Other segment.

## **CLNY Update: Promises Made, Promises Kept**

Finalized key corporate initiatives and continued to deliver on digital transformation



## De-levered - Finalized Key Corporate Initiatives

- \$600M revolver pay down, amendments revise covenants
- Resolved \$400M 2021 Converts
  - Issued \$300M of 2025 convertible notes
  - Successful tender offer for bulk of remaining 2021 converts yields interest savings
- Closed ~\$400M strategic Wafra investment
- Strong Liquidity Position: \$800M in liquidity as of Nov. 2020, \$300M cash, \$500M revolver availability



## Investing in High-Quality Digital Assets

Vantage SDC

\$1.3B

Colony-led transaction

\$190M

invested from CLNY balance sheet

DataBank buys zColo

\$1.4B

Colony-led transaction

\$145M

invested from CLNY balance sheet



## Harvest Legacy – Streamline the Organization

- \$46M G&A savings YTD and expect to save \$60M exceeding original \$40M plan
- ~\$430M of YTD OED monetizations;\$600-700M projected for FY2020
- Hospitality Sale

\$2.8B

sale of hospitality portfolio announced;

will shed:

\$2.7B

44%(1)

of debt

debt reduction



## Delivering on Core Digital Growth

- \$2.3B of net FEEUM raised YTD
- 33% YTD FEEUM growth exceeding 15% guidance

## \$1.3B in net FEEUM raised after 6/30/20

Coinvest capital enhances balance sheet investment economics

#### \$800M

Vantage Europe, NA and SDC (net)

\$500M

Pending commitments





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THE COLONY INVESTMENT CASE
Why Own CLNY?

## Core Highlights to the Colony 2.0 Investment Thesis

Significant Opportunity in Digital Infrastructure

Powerful secular tailwinds driving digital infrastructure investment. CLNY well positioned for emerging digital themes: convergence, international, edge

Deep and Experienced Management Team

Alignment with the premier investor and deal team in digital infrastructure; over 25 years investing and operating digital assets; 100s of years of cumulative experience

Differentiated
High Growth Strategy

Only global REIT to own, manage, and operate across the digital ecosystem with proven underwriting and hands on, operational alpha creation strategy

Business Simplification
Rerates CLNY

Valuation model transitions from sum-of-the-parts to earnings-driven framework; Management focus on reduction in complexity, growth in value-per-share

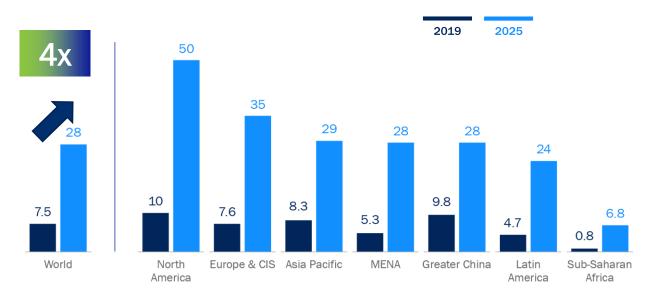
## Massive Secular Tailwinds Drive \$1.1 Trillion Spend in 5G

Without technology, "social distancing" would have meant isolation. Mobile is keeping us connected

#### Global Mobile Data Usage

Global mobile data usage expected to grow almost 4x by 2025, driven by smartphone adoption and affordable high-speed network services

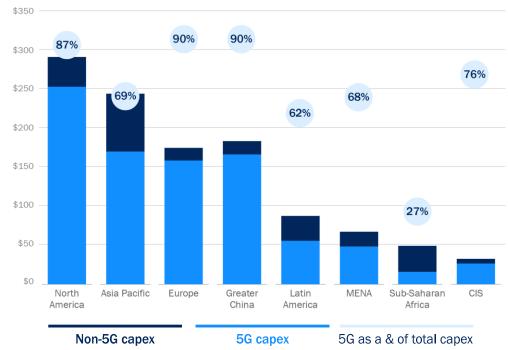
#### GB per subscriber per month



#### **Global Mobile Capex**

**\$1.1 trillion** Global Mobile Capex is projected worldwide between 2020 and 2025, roughly 80% in 5G networks

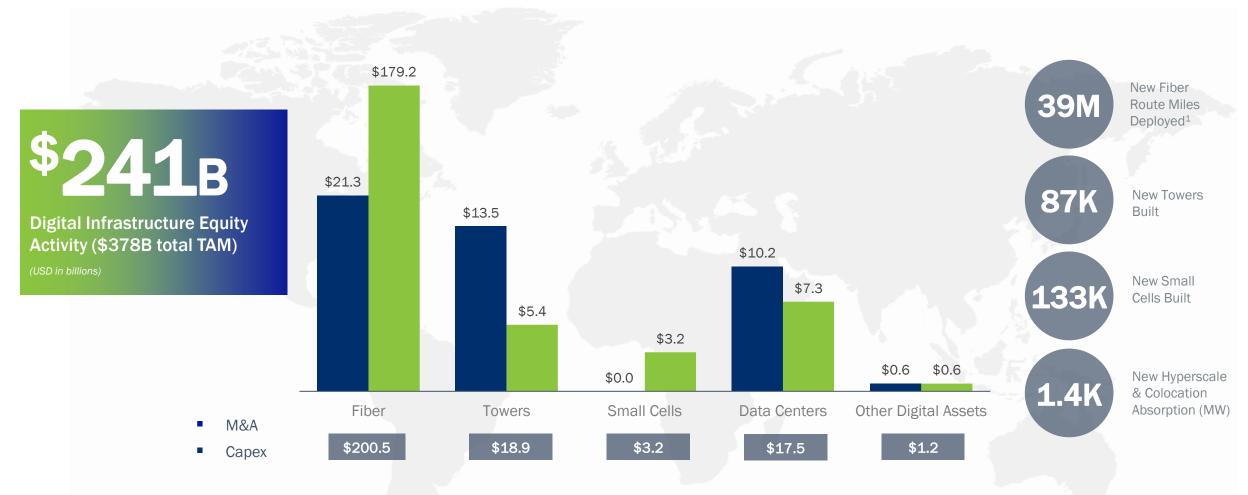
Capex, 2020-2025 (billion)





## The Total Addressable Digital Infrastructure Market Keeps Growing

Digital Colony's projected deployment of \$2.5B per year represents 1% of Digital Infrastructure TAM





## The Leading Investment Team in Global Digital Infrastructure

**REVAMP OF SENIOR MANAGEMENT** 

Leading transformation to Colony 2.0

**EXPERIENCED** 

**INVESTMENT** 

**DIGITAL** 

**TEAM** 



Marc Ganzi Chief Executive Officer



Jacky Wu CFO & Treasurer



Ben Jenkins CIO, Digital Investment Management



**Justin Chang** CIO, Digital Balance Sheet Investments



Karren Fink Global Head of Human Resources



**Kevin Smithen** Global Head of Strategy and Capital Formation



Donna L. Hansen Chief Administrative Officer & Global Head of Tax



Severin White Head of Public Investor Relations

#### **BOCA RATON**



**Liam Stewart** Managing Director & COO



Warren Roll Managing Director



Jeff Ginsberg Managing Director & CAO



Leslie Golden Managing Director



Jon Mauck Managing Director



Geneviève Maltais-Boisvert Principal

#### **NEW YORK**



Tom Yanagi Managing Director



Sadiq Malik Managing Director



**Dean Criares** Managing Director Digital Credit



Scott McBride Principal



Geoff Goldschein Managing Director, General Counsel



Hayden Boucher Principal

#### LONDON



James Burke Principal



Maniari Govada Vice President

#### SINGAPORE



Wilson Chung Principal

#### **GLOBAL INDUSTRY LEADERS SECOND TO NONE**

>95 data centers

>135k fiber route miles

~350k tower sites >35k small cell nodes

#### **DATA CENTER TEAM**

**Brokaw Price** 

Operating Partner

A 20+ year veteran in

the data center sector

#### NORTH AMERICA

Sureel Choksi Senior Advisor Board Member of Zayo and Scala; President and CEO of Vantage

Raul Martynek Senior Advisor CEO of DataBank

#### GLOBAL

Michael Foust

Senior Advisor Chairman of Databank and Vantage

#### SOUTH AMERICA

Marcos Peigo

Senior Advisor CEO of Scala Data Centers

#### **TOWER TEAM**

#### NORTH AMERICA

Alex Gellman

Steven Sonnenstein

Managing Director

Senior Advisor Board Member of Highline and FreshWave; CEO of Vertical Bridge

#### **EUROPE**

**Graham Payne** 

Senior Advisor CEO of FreshWave Group.

#### SOUTH AMERICA

#### **Daniel Seiner**

Senior Advisor CEO of Andean Telecom Partners

#### Jose Sola

Senior Advisor CEO of Mexico Tower Partners

#### Fernando Viotti

Senior Advisor CEO of Highline

#### **NORTH AMERICA**

#### Jim Hyde

Senior Advisor CEO of ExteNet Systems

#### **David Pistacchio**

Operating Partner Chairman of Beanfield; Board Member of Aptum and Zayo

#### **Richard Coyle**

Senior Advisor COO of ExteNet Systems

#### FIBER & SMALL CELL TEAM

#### **SOUTH AMERICA** Dan Armstrong

Senior Advisor CEO and Board Member of Beanfield Technologies

#### **Murray Case**

Operating Partner Chairman of Scala Data Centers



## **Colony's Differentiated Strategy**

# We operate across the digital ecosystem

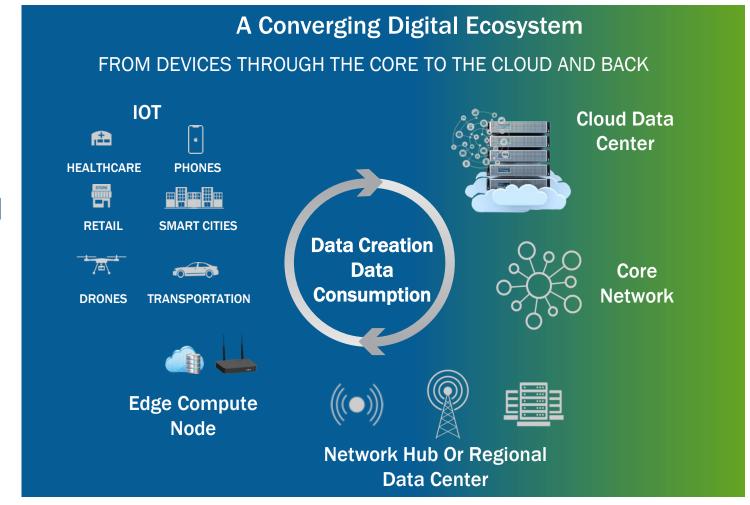
- Digital infrastructure is converging
- Customer solution provider
- Flexibility to evolve with opportunity set

### With an exclusive focus on digital

- Underwriting/Asset selection not all assets alike
- Proprietary ideas—proprietary deal flow
- Operating expertise in-house
- Timing to seize market opportunity

#### **Investment horizon**

- Long term framework
- Global perspective
- Massive global TAM























## **Colony Continues to Deliver on Our Commitments**

#### Commitment

Address Near-Term Corporate Debt Maturities and Enhance Liquidity

Commit Significant Capital Towards
Digital Infrastructure Growth

Deliver on Core Digital Investment Management Growth

Simplification – Legacy Asset Monetizations and Cost Reductions

#### YTD Highlights

Paid down 2021 converts, issued \$300M of new 2025 converts. Amended revolver to clear Path-to-Digital

Deployed over \$530M between
DataBank/ zColo and Vantage SDC in the
last year

+33% growth in digital FEEUM, exceeding 15% original guidance and updated 30% target

Monetized \$430M of legacy assets todate; Hospitality business sale under contract; \$46M run-rate G&A savings YTD

#### **Future**



Another significant balance sheet investment within the next six months, Pipeline is robust

Focus on growth of flagship Digital Equity and emerging Credit franchises

By end of year, achieve \$600-700M total legacy asset sales, sharpen focus on G&A, hit \$60M run-rate savings

Building Long-Term Value for Colony Capital Shareholders



## **Non-GAAP Reconciliations**

	Three Months Ended		
(In thousands)	September 30, 2020	June 30, 2020	September 30, 2019
<b>CLNY Share of Consolidated Revenues</b>			
Total Revenues	\$316,677	\$286,734	\$359,000
Less: Non-controlling interest	(151,533)	(99,721)	(82,344)
CLNY pro-rata share of Revenues	\$165,144	\$187,013	\$276,656
Digital Net Income (Loss)			
Digital Investment Management	\$3,539	\$1,880	\$41,841
Digital Operating	(38,479)	(21,142)	-
Digital Other	6,757	12,716	(251)
Digital Net Income (Loss)	(\$28,183)	(\$6,546)	\$41,590
Digital Investment Management FRE Determined	l as Follows		
Net income (loss)	\$3,539	\$1,880	\$41,841
Adjustments:			
Interest income	(2)	(4)	(7)
Interest expense	-	-	1,585
Depreciation and amortization	10,259	6,604	4,753
Compensation expense—equity-based	1,101	682	-
Administrative expenses—straight-line rent	14	16	37
Transaction Costs	-	-	199
Equity method earnings (losses) <sup>(1)</sup>	(6,134)	(157)	14
Other gain (loss), net	(32)	8	(51,401)
Income tax expense (benefit)	144	278	13,090
Fee related earnings	\$8,889	\$9,307	\$10,111
Fee income	\$20,048	\$20,173	\$13,989
Other income	87	552	521
Compensation expense—cash	(9,414)	(9,208)	(3,891)
Administrative expenses	(1,832)	(2,210)	(1,370)
Equity method earnings (losses) <sup>(1)</sup>	n/a	n/a	862
Fee related earnings	\$8,889	\$9,307	\$10,111
CLNY ownership	70.9%	100.0%	100.0%
CLNY pro-rata share of FRE	\$6,306	\$9,307	\$10,111

	Three Months Ended	
(In thousands)	September 30, 2020	June 30, 2020
Digital Operating Adjusted EBITDA Determined as	<u>Follows</u>	
Net income (loss) from continuing operations	(\$38,479)	(\$21,142)
Adjustments:		
Interest expense	18,589	8,170
Income tax (benefit) expense	(6,091)	(2,673)
Depreciation and amortization	73,107	28,571
Other (gain) loss	45	_
EBITDAre	47,171	12,926
Straight-line rent expenses and amortization of		
above- and below-market lease intangibles	(2,106)	3,055
Amortization of leasing costs	-	(1,218)
Compensation expense—equity-based	148	296
Installation services	(65)	493
Restructuring & integration costs	470	445
Transaction, investment and servicing costs	(50)	576
Adjusted EBITDA	\$45,568	\$16,573
CLNY ownership	15.2%	20.0%
CLNY pro-rata share of Adjusted EBITDA	\$6,948	\$3,318
Hospitality NOI		
Net income (loss) from discontinued operations	(\$45,735)	(\$741,621
Adjustments:	(Ψ+3,133)	(Ψ1-41,021)
Straight-line rent revenue and amortization of		
above- and below-market lease intangibles	(15)	(16
Interest income	(16)	_
Interest expense	27,248	29.889
Transaction, investment and servicing costs	3,779	799
Depreciation and amortization	27,397	35,462
Impairment loss	(69)	660,751
Compensation and administrative expense	994	1,793
Other (gain) loss, net	123	(354
Income tax (benefit) expense	(51)	6,691
	(0-)	-,



For the three months ended September 30, 2019, FRE includes the equity method earnings from the 50% interest in the manager of the \$4 billion Digital Colony Partners fund prior to the closing of the DBH acquisition.

## Important Note Regarding Non-GAAP Financial Measures

This presentation includes certain "non-GAAP" supplemental measures that are not defined by generally accepted accounting principles, or GAAP, including the financial metrics defined below, of which the calculations may from methodologies utilized by other REITs for similar performance measurements, and accordingly, may not be comparable to those of other REITs.

FFO: The Company calculates funds from operations ("FFO") in accordance with standards established by the Board of Governors of the National Association of Real Estate Investment Trusts, which defines FFO as net income or loss calculated in accordance with GAAP, excluding (i) extraordinary items, as defined by GAAP; (ii) gains and losses from sales of depreciable real estate; (iii) impairment write-downs associated with depreciable real estate; (iv) gains and losses from a change in control in connection with interests in depreciable real estate or in-substance real estate, plus (v) real estate-related depreciation and amortization; and (vi) including similar adjustments for equity method investments. Included in FFO are gains and losses from sales of assets which are not depreciable real estate such as loans receivable, equity method investments, as well as equity and debt securities, as applicable.

Core FF0: The Company computes core funds from operations ("Core FF0") by adjusting FF0 for the following items, including the Company's share of these items recognized by its unconsolidated partnerships and joint ventures: (i) gains and losses from sales of depreciation, amortization and impairment previously adjusted for FF0; (ii) gains and losses from sales of businesses within the Investment Management segment and impairment write-downs associated with the Investment Management segment; (iii) equity-based compensation expense; (iv) effects of straight-line rent revenue and expense; (v) amortization of acquired above- and below market lease values; (vi) amortization of deferred financing costs and debt premiums and discounts; (vii) unconstant and discounts; (vii) acquisition and merger related transaction costs; (ix) restructuring and merger integration costs; (x) amortization and impairment of finite lived investment entities and the effect of amortization thereof; (xii) Non-real estate fixed asset depreciation, amortization and impairment; (xiii) change in fair value of contingent considerated investment entities and the effect of certain of the foregoing adjustments. Beginning with the first quarter of 2018, the Company's Core FF0 from its interest in Colony Credit Real Estate (NYSE: CLNC) represented its percentage interest multiplied by CLNC's Core Earnings.

FFO and Core FFO should not be considered alternatives to GAAP net income as indications of operating performance, or to cash flows from operating activities as measures of liquidity, nor as indications of the availability of funds for our cash needs, including funds available to make distributions. FFO and Core FFO should not be used as supplements to or substitutes for cash flow from operating activities computed in accordance with GAAP.

The Company uses FFO and Core FFO as supplemental performance measures because, in excluding real estate depreciation and amortization and gains and losses from property dispositions, it provides a performance measure that captures trends in occupancy rates, rental rates, and operating costs. The Company also believes that, as widely recognized measures of the performance of REITs, FFO and Core FFO will be used by investors as a basis to compare its operating performance with that of other REITs. However, because FFO and Core FFO exclude depreciation and amortization and capture neither the changes in the value of the Company's properties that resulted from use or market conditions nor the level of capital expenditures and leasing commissions necessary to maintain the operating performance of its properties, all of which have real economic effect and could materially impact the Company's results from operations, the utility of FFO and Core FFO as measures of the Company's performance is limited. FFO and Core FFO should be considered only as supplements to GAPA net income as a measure of the Company's performance. Additionally, Core FFO excludes the impact of certain fair value fluctuations, which, if they were to be realized, could have a material impact on the Company's operating performance. The Company also presents Core FFO excluding gains and losses from sales of certain investments as well as its share of similar adjustments for CLNC. The Company believes that such a measure is useful to investors as it excludes periodic gains and losses from sales of investments that are not representative of its ongoing operations.

Digital Operating Earnings before Interest, Taxes, Depreciation and Amortization for Real Estate (EBITDAre) and Adjusted EBITDAre in accordance with the standards established by the National Association of Real Estate Investment Trusts, which defines EBITDAre as net income or loss calculated in accordance with GAAP, excluding interest, taxes, depreciation and amortization, gains or losses from the sale of depreciated property. The Company calculates Adjusted EBITDA by adjusting EBITDAre for the effects of straight-line rental income/expense adjustments and amortization of acquired above- and below-market lease adjustments to rental income, equity-based compensation expense, restructuring and integration costs, transaction costs from unsuccessful deals and business combinations, litigation expense, the impact of other impairment charges, gains or losses from sales of undepreciated land, and gains or losses on early extinguishment of debt and hedging instruments. Revenues and corresponding costs related to the delivery of services that are not ongoing, such as installation services, are also excluded from Adjusted EBITDA. The Company uses EBITDAre and Adjusted EBITDA as supplemental measures of our performance because they eliminate depreciation, amortization, and the impact of the capital structure from its operating results. However, because EBITDAre and Adjusted EBITDA are calculated before recurring cash charges including interest expense and taxes and are not adjusted for capital expenditures or other recurring cash flow measurement is limited.

Fee Related Earnings ("FRE"): The Company calculates FRE for its investment management business within the digital segment as base management fees, other service fee income, and other income inclusive of cost reimbursements, less compensation expense (excluding equity-based compensation), administrative expenses, and other operating expenses related to the investment management business. The Company uses FRE as a supplemental performance measure as it may provide additional insight into the profitability of the digital investment management business.

Net Operating Income ("NOI"): NOI for our real estate segments represents total property and related income less property operating expenses, adjusted for the effects of (i) straight-line rental income adjustments; (ii) amortization of acquired above- and below-market lease adjustments to rental income; and (iii) other items such as adjustments for the Company's share of NOI of unconsolidated ventures. The Company believes that NOI is a useful measure of operating performance of its respective real estate portfolios as it is more closely linked to the direct results of operations at the property level. NOI also reflects actual rents received during the period after adjusting for the effects of straight-line rents and amortization of above- and below-market leases; therefore, a comparison of NOI across period better reflects the trend in occupancy rates and rental rates of the Company's properties. NOI excludes historical cost depreciation and amortization, which are based on different useful life estimates depending on the age of the properties, as well as adjust for the effects of real estate impairment and gains or losses on closes on comparability of operating performance of the Company's properties period over period and also against the results of other equity REITs in the same sectors. Additionally, by excluding corporate level expenses or benefits such as interest expense, any gain or loss on early extinguishment of debt and income taxes, which are incurred by the parent entity and are not directly linked to the operating performance of the Company's properties, NOI provides a measure of operating performance independent of the Company's capital structure and indebtedness. However, the exclusion of these items as well as others, such as capital expenditures and leasing costs, which are necessary to maintain the operating performance of the Company's properties, and transaction costs and administrative costs, may limit the usefulness of NOI. NOI

**Pro-rata:** The Company presents pro-rata financial information, which is not, and is not intended to be, a presentation in accordance with GAAP. The Company computes pro-rata financial information by applying its economic interest to each financial statement line item on an investment-by-investment basis. Similarly, noncontrolling interests' share of assets, liabilities, profits and losses was computed by applying noncontrolling interests' economic interest to each financial information because it may assist investors and analysts in estimating the Company's economic interest in its investments. However, pro-rata financial information as an analytical tool has limitations. Other equity REITs may not calculate their pro-rata information in the same methodology, and accordingly, the Company's pro-rata information as a substitute for our financial statements as reported under GAAP but may be used as a supplement to financial information as reported under GAAP.

