



# Supplemental 3Q24 Financial Information

Quarter Ended September 30, 2024

Nasdaq: MDRR medalistreit.com

## **3Q24 Overview**

## **Key Highlights and Portfolio Data**

	Key Highlights	
(\$0.47)	\$0.50	\$0.17
Net Income per Share	Core FFO per Share	AFFO per Share
0.1%	0.9%	9.0%
Net Lease SS NOI Growth	Retail SS NOI Growth	Flex / Industria SS NOI Growth
\$0.0M		\$0.0M
Acquisition	s I	Dispositions
\$1.2M		\$1.7M
Adjusted EBIT	-DA	NOI

Portfolio Data			
Owned Ur	14 4 nique states		
98.1% Portfolio Occupancy	4.2 yrs  Portfolio WALTR		
<b>7.0K</b> Average Lease SQF	<b>\$7.7M</b> Annualized Base Rent		
47.7%  Retail  Top 10 Tenants	<b>51.6%</b> Flex / Industrial Top 10 Tenants		

Medalist Diversified REIT (NASDAQ: MDRR) is a real estate investment trust that specializes in acquiring, owning, and managing value-add commercial real estate. As of September 30, 2024, our portfolio consists of 9 assets in the Southeast and 1 asset in Illinois totaling approximately 782 thousand square feet.





# **Current Portfolio Composition**

## Single Tenant Net Lease (STNL) Portfolio Highlights

## Our strategic review led us to the decision to increase our exposure to Net-Leased assets.

Net-leased assets offer stability and predictable income streams, making them attractive investments.

Industry	, Comi	position
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Tenant Industry	Number of Leases	Rent (\$)	% of Rent
Financial Services	1	11,043	40.6%
Electronics	1	8,750	32.2%
Casual Dining	1	7,417	27.3%
Total	3	27,210	100.0%

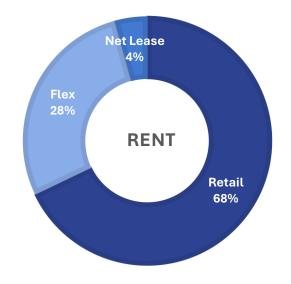
Tenants				
Tenant Co	ncept	Number of Leases	Rent (\$)	% of Rent
cîtîbanl	Citibank	1	11,043	40.6%
T Mobile	T-Mobile	1	8,750	32.2%
ERST CORST WINGS GRILL	East Coast Wings	1	7,417	27.3%
Total		3	27,210	100.0%

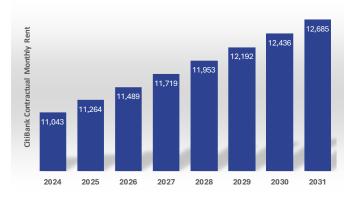
5.6 yrs	\$26.44	3	4.1K
Average WALTR	Average Rent PSF	Unique Tenants	Average Lease SQF



On March 28, 2024, the Company completed its acquisition of the Citibank Property, a 4,350 square foot single tenant building on 0.45 acres located in Chicago, Illinois, through a wholly-owned subsidiary.









# **Current Portfolio Composition**

## **Retail Portfolio Highlights**

## Our retail portfolio's tenant brands speak for themselves.

Our properties attract tenants that have proven to be **resistant to COVID** and recessionary impacts.

Тор	10	Tenants

Tenant Con	cept	Number of Leases	Rent (\$)	% of Rent
△Ashley	Ashley Furniture Home Stor	2	37,233	8.5%
FOOD#5LION	Food Lion	2	27,008	6.1%
CITITRENDS	Citi Trends	3	25,835	5.9%
	Altitude Trampoline Park	1	22,500	5.1%
HOBBY LOBBY	Hobby Lobby	1	21,875	5.0%
HARBOR FREIGHT	Harbor Freight Tools	2	21,195	4.8%
	Planet Fitness	1	15,098	3.4%
Mostagor	Monster Mini Golf	1	14,211	3.2%
LOTS	Big Lots	1	12,951	2.9%
Kis	KJ's Market	1	11,720	2.7%
Total Top 1	0	15	209,627	47.7%

5.0 yrs	\$9.68	67	8.1K
Average WALTR	Average Rent PSF	Unique Tenants	Average Lease SQF

**12.4%** of our retail portfolio's rent is derived from Amazon resistant **experiential** tenants.





Industry Composition				
Tenant Industry	Number of Leases	Rent (\$)	% of Rent	
Specialty	12	75,618	17.2%	
Experiential	4	54,507	12.4%	
Professional Services	11	51,440	11.7%	
Home Furnishings	4	49,733	11.3%	
Grocery	3	38,728	8.8%	
Apparel	6	38,716	8.8%	
Health & Fitness	6	37,445	8.5%	
Sporting Goods	3	21,413	4.9%	
Quick Service Restaurants	6	15,162	3.5%	
Supercenters & Clubs	1	12,951	2.9%	
Financial Services	5	11,425	2.6%	
Casual Dining	3	11,370	2.6%	
Electronics	4	10,005	2.3%	
Dollar Stores	1	7,411	1.7%	
Automotive Services	1	2,785	0.6%	
Other	4	725	0.2%	
Total	74	439,434	100.0%	



# **Current Portfolio Composition**

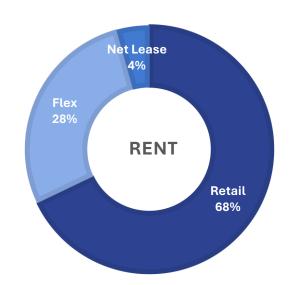
## Flex / Industrial Portfolio Highlights

## 28% of our rent is derived from non-retail "workforce" real estate.

We invest in "workforce" or "necessity" real estate because we believe it is more stable with lower turnover and less volatile economic swings.

Top 10 Tenants				
Tenant Concept	Number of Leases	Rent (\$)	% of Rent	
Gravitopia Carolina	1	24,264	13.7%	
GBRS Group	1	13,440	7.6%	
S&ME	1	9,655	5.5%	
Turning Point Greenville Church	1	8,668	4.9%	
Bridge Church	1	6,754	3.8%	
First Onsite Property Restoration	1	6,328	3.6%	
Make it Happen Media	1	5,948	3.4%	
Walder Foundation Products	1	5,924	3.4%	
Science Applications International Corporation (SAIC)	1	5,259	3.0%	
TK Elevator	1	4,895	2.8%	
Total Top 10	10	91,133	51.6%	

2.2 yrs	\$9.80	45	4.8K
Average WALTR	Average Rent PSF	Unique Tenants	Average Lease SQF











## **Portfolio Diversification**

## **Our Portfolio is Concentrated in High Growth Sunbelt Markets**

**Secondary** and **Tertiary** market focus generates a more attractive return profile due to less competition from institutional investors.

**Sunbelt** state focus provides growing markets where jobs and economic development are abundant.

Real Estate Assets									
Property	Туре	Location	Sq. Ft.	Occupancy					
Lancer Center	Retail	Lancaster, SC	181,590	100.0%					
Ashley Plaza	Retail	Goldsboro, NC	156,012	99.0%					
Franklin Square	Retail	Gastonia, NC	134,239	100.0%					
Salisbury Marketplace	Retail	Salisbury, NC	79,732	85.2%					
Greenbrier Business Center	Flex	Chesapeake, VA	89,280	97.9%					
Brookfield Center	Flex	Greenville, SC	64,880	100.0%					
Parkway	Flex	Virginia Beach, VA	64,109	100.0%					
Net Lease Portfolio	Net Lease	Various	12,350	100.0%					
Total			782,192	98.1%					





# **Condensed Consolidated Statements of Operations**

e Months Ended September 30,		2024	2023	\$ Change	% Change
Condensed Consolidated Statements of Operations					
Revenue					
Retail center property revenues	\$	1,565,896	\$ 1,874,188	\$ (308,292)	(16.4%
Flex center property revenues		676,754	658,246	18,508	2.8%
Single tenant net lease property revenues		94,275	56,306	37,969	67.4%
Total Revenue		2,336,925	2,588,740	(251,815)	(9.7%
Operating Expenses					
Retail center property operating expenses		374,016	459,132	(85,116)	(18.5%
Flex center property operating expenses		162,800	180,164	(17,364)	(9.6%
Single tenant net lease property operating expenses		8,188	7,696	492	6.4%
Bad debt expense		15,423	5,669	9,754	172.19
Legal, accounting and other professional fees		261,670	237,562	24,108	10.19
Corporate general and administrative expenses		238,189	162,649	75,540	46.49
Management restructuring expenses		-	1,452,904	(1,452,904)	(100.0%
Depreciation and amortization		973,367	1,149,664	(176,297)	(15.39
		0.000.050		(4 004 707)	
Total Operating Expenses		2,033,653	3,655,440	(1,621,787)	(44.4%
Total Operating Expenses		2,033,653	3,655,440	(1,621,787)	(44.4%
Total Operating Expenses  Departing Income (Loss)		303,272	3,655,440	1,369,972	(128.49
				,	
Departing Income (Loss)		303,272	(1,066,700)	1,369,972	(128.49
Dperating Income (Loss) Interest expense		<b>303,272</b> 730,922	<b>(1,066,700)</b> 900,182	<b>1,369,972</b> (169,260)	<b>(128.4</b> %)
Departing Income (Loss) Interest expense Net Income (Loss) from Operations		303,272 730,922 (427,650)	(1,066,700) 900,182 (1,966,882)	1,369,972 (169,260) 1,539,232	(128.49 (18.89 (78.39
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income		303,272 730,922 (427,650) 14,824	(1,066,700) 900,182 (1,966,882)	1,369,972 (169,260) 1,539,232 (5,698)	(128.4° (18.8° (78.3° (27.8°
Operating Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense		303,272 730,922 (427,650) 14,824 105,123	(1,066,700) 900,182 (1,966,882) 20,522	1,369,972 (169,260) 1,539,232 (5,698) 105,123	(128.4° (18.8° (78.3° (27.8° – ° (73.4°
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss)		303,272 730,922 (427,650) 14,824 105,123 (517,949)	(1,066,700) 900,182 (1,966,882) 20,522 (1,946,360)	1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411	(128.4° (18.8° (78.3° (27.8°
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (loss) attributable to Hanover Square Property noncontrolling interests		303,272 730,922 (427,650) 14,824 105,123 (517,949) (399)	(1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225)	1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174)	(128.4° (18.8° (78.3° (27.8° – ° (73.4° 77.3°
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (loss) attributable to Hanover Square Property noncontrolling interests Less: Net income (loss) attributable to Parkway Property noncontrolling interests	\$	303,272 730,922 (427,650) 14,824 105,123 (517,949) (399) (16,397)	\$ (1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225) 2,199	\$ 1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174) (18,596)	(128.4* (18.8* (78.3* (27.8* * (73.4* 77.3* (845.7*
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (loss) attributable to Hanover Square Property noncontrolling interests Less: Net income (loss) attributable to Parkway Property noncontrolling interests Less: Net income (loss) attributable to Operating Partnership noncontrolling interests	\$	303,272 730,922 (427,650) 14,824 105,123 (517,949) (399) (16,397) 25,843	\$ (1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225) 2,199 493	\$ 1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174) (18,596) 25,350	(128.4' (18.8' (78.3' (27.8' (73.4' 77.3' (845.7' 5,142.0'
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (loss) attributable to Hanover Square Property noncontrolling interests Less: Net income (loss) attributable to Parkway Property noncontrolling interests Less: Net income (loss) attributable to Operating Partnership noncontrolling interests	\$	303,272 730,922 (427,650) 14,824 105,123 (517,949) (399) (16,397) 25,843 (526,996)	\$ (1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225) 2,199 493 (1,948,827)	\$ 1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174) (18,596) 25,350	(128.4' (18.8' (78.3' (27.8' (73.4' 77.3' (845.7' 5,142.0'
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (Loss) attributable to Hanover Square Property noncontrolling interests Less: Net income (loss) attributable to Parkway Property noncontrolling interests Less: Net income (loss) attributable to Operating Partnership noncontrolling interests Net Income (Loss) Attributable to Medalist Common Shareholders	•	303,272 730,922 (427,650) 14,824 105,123 (517,949) (399) (16,397) 25,843 (526,996)	(1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225) 2,199 493 (1,948,827)	1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174) (18,596) 25,350 1,421,831	(128.4' (18.8' (78.3' (27.8' (73.4' 77.3' (845.7' 5,142.0' (73.0'
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (loss) attributable to Hanover Square Property noncontrolling interests Less: Net income (loss) attributable to Parkway Property noncontrolling interests Less: Net income (loss) attributable to Operating Partnership noncontrolling interests Net Income (Loss) Attributable to Medalist Common Shareholders  Earnings per common share - basic	•	303,272 730,922 (427,650) 14,824 105,123 (517,949) (399) (16,397) 25,843 (526,996)	(1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225) 2,199 493 (1,948,827)	1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174) (18,596) 25,350 1,421,831	(128.4 (18.8) (78.3) (27.8) (73.4) 77.3) (845.7) 5,142.0) (73.0) (73.1)
Departing Income (Loss) Interest expense Net Income (Loss) from Operations Other income Other expense Net Income (Loss) Less: Net income (loss) attributable to Hanover Square Property noncontrolling interests Less: Net income (loss) attributable to Parkway Property noncontrolling interests Less: Net income (loss) attributable to Operating Partnership noncontrolling interests Net Income (Loss) Attributable to Medalist Common Shareholders  Earnings per common share - basic Weighted-average number of shares - basic	\$	303,272 730,922 (427,650) 14,824 105,123 (517,949) (399) (16,397) 25,843 (526,996) (0.47) 1,116,391	\$ (1,066,700) 900,182 (1,966,882) 20,522 (1,946,360) (225) 2,199 493 (1,948,827) (1.76) 1,109,405	\$ 1,369,972 (169,260) 1,539,232 (5,698) 105,123 1,428,411 (174) (18,596) 25,350 1,421,831 1.28 6,986	(128.4° (18.8° (78.3° (27.8° (73.4° 77.3° (845.7° 5,142.0° (73.0°



# DIVERSIFIED REIT IN

# Funds From Operations and Adj. Funds From Operations

ree Months Ended September 30,	2024	2023	\$ Change	% Change
Funds From Operations and Core Funds From Operations				
Net income (loss)	\$ (517,949)	\$ (1,946,360)	\$ 1,428,411	(73.4%
Depreciation of tangible real property assets	587,605	680,937	(93,332)	(13.7%
Depreciation of tenant improvements	187,294	211,704	(24,410)	(11.5%
Amortization of tenant improvement lease incentives	741	-	741	- %
Amortization of leasing commissions	52,570	40,736	11,834	29.1%
Amortization of intangible assets	145,898	216,287	(70,389)	(32.5%
Funds From Operations (FFO) Attributable to Medalist Common Shareholders	\$ 456,159	\$ (796,696)	\$ 1,252,855	(157.3%
Decrease (Increase) in fair value of interest rate cap	105,123	(12,337)	117,460	(952.1%
Management restructuring expenses	-	1,452,904	(1,452,904)	(100.0%
Core Funds From Operations (FFO) Attributable to Medalist Common Shareholders	\$ 561,282	\$ 643,871	\$ (82,589)	(12.8%
FFO per common share - basic	\$ 0.41	\$ (0.72)	\$ 1.13	(156.9%
FFO per common share - diluted	\$ 0.41	\$ (0.72)	\$ 1.13	(156.9%
Core FFO per common share - basic	\$ 0.50	\$ 0.58	\$ (0.08)	(13.4%
Core FFO per common share - diluted	\$ 0.50	\$ 0.58	\$ (0.08)	(13.4%
Weighted-average number of shares - basic	1,116,391	1,109,405	6,986	0.6%
Weighted-average number of shares - diluted	1,116,391	1,109,405	6,986	0.6%

Three Months Ended September 30,	2024	2023	\$ Change	% Change
Adjusted Funds From Operations				
Funds From Operations (FFO) Attributable to Medalist Common Shareholders	\$ 456,159	\$ (796,696)	\$ 1,252,855	(157.3%)
Amortization of above market leases	7,074	24,377	(17,303)	(71.0%)
Amortization of below market leases	(71,241)	(98,394)	27,153	(27.6%)
Straight line rent	(16,389)	(25,560)	9,171	(35.9%)
Capital expenditures	(395,443)	(183,269)	(212,174)	115.8%
Decrease (Increase) in fair value of interest rate cap	105,123	(52,205)	157,328	(301.4%)
Amortization of loan issuance costs	23,766	26,988	(3,222)	(11.9%)
Amortization of preferred stock discount and offering costs	66,965	60,091	6,874	11.4%
Bad debt expense	15,423	17,077	(1,654)	(9.7%)
Adjusted Funds From Operations (AFFO) Attributable to Medalist Common Shareholders	\$ 191,437	\$ (1,027,591)	\$ 1,219,028	(118.6%)
AFFO per common share - basic	\$ 0.17	\$ (0.93)	\$ 1.10	(118.5%)
AFFO per common share - diluted	\$ 0.17	\$ (0.93)	\$ 1.10	(118.5%)
Weighted-average number of shares - basic	1,116,391	1,109,405	6,986	0.6%
Weighted-average number of shares - diluted	1,116,391	1,109,405	6,986	0.6%



# **EBITDA** and **Net Operating Income**

Three Months Ended September 30,	2024 2023			\$ Change	% Change
EBITDA and Adjusted EBITDA					
Net Loss	\$ (517,949)	\$	(1,946,360)	\$ 1,428,411	(73.4%)
Plus: Preferred dividends, including amortization of capitalized issuance costs	166,965		161,408	5,557	3.4%
Plus: Interest expense, including amortization of capitalized loan issuance costs	563,957		738,774	(174,817)	(23.7%)
Plus: Depreciation expense	827,469		933,377	(105,908)	(11.3%)
Plus: Amortization of intangible assets	145,898		216,287	(70,389)	(32.5%)
Less: Net amortization of above and below market leases	(56,940)		(61,082)	4,142	(6.8%)
EBITDA	\$ 1,129,400	\$	42,404	\$ 1,086,996	2,563.4%
Decrease (Increase) in fair value of interest rate cap	105,123		(12,337)	117,460	(952.1%)
Management restructuring expenses	=		1,452,904	(1,452,904)	(100.0%)
Adjusted EBITDA	\$ 1,234,523	\$	1,482,971	\$ (248,448)	(16.8%)

hree Months Ended September 30,	2024 2023		\$ Change	% Change	
Net Operating Income (NOI)					
Net Loss	\$ (517,949)	\$	(1,946,360)	\$ 1,428,411	(73.4%)
Plus: Preferred dividends, including amortization of capitalized issuance costs	166,965		161,408	5,557	3.4%
Plus: Legal, accounting and other professional fees	261,670		237,562	24,108	10.1%
Plus: Corporate general and administrative expenses	238,189		162,649	75,540	46.4%
Plus: Depreciation expense	827,469		933,377	(105,908)	(11.3%)
Plus: Amortization of intangible assets	145,898		216,287	(70,389)	(32.5%)
Less: Net amortization of above and below market leases	(56,940)		(61,082)	4,142	(6.8%)
Plus: Interest expense, including amortization of capitalized loan issuance costs	563,957		738,774	(174,817)	(23.7%)
Less: Other income	90,299		(20,522)	110,821	(540.0%)
Plus: Management restructuring expense	-		1,452,904	(1,452,904)	(100.0%)
Net Operating Income (NOI)	\$ 1,719,558	\$	1,874,997	\$ (155,439)	(8.3%)



# **Non-GAAP Definitions and Explanations**

Investors and analysts following the real estate industry utilize certain financial measures as supplemental performance measures, including net operating income ("NOI"), earnings before interest, taxes, depreciation and amortization ("EBITDA"), Funds from operations ("FFO") and Adjusted FFO ("AFFO").

While we believe net income available to common stockholders, as defined by accounting principles generally accepted in the United States of America ("U.S. GAAP"), is the most appropriate measure, we consider NOI, EBITDA, and FFO and AFFO, given their wide use by and relevance to investors and analysts, appropriate supplemental performance measures. NOI provides a measure of rental operations, and does not include depreciation and amortization, interest expense and non-property specific expenses such as corporate-wide interest expense and general and administrative expenses. As used herein, we calculate the following non-U.S. GAAP measures as follows:

**NOI** from property operations is calculated as net loss, as defined by U.S. GAAP, plus preferred dividends, legal, accounting and other professional fees, corporate general and administrative expenses, depreciation, amortization of intangible assets and liabilities, net amortization of above and below market leases, interest expense, including amortization of financing costs, share based compensation expense, loss on impairment, impairment of assets held for sale, loss (gain) on disposition of investment properties, loss on extinguishment of debt, other income and other expenses. The components of NOI consist of recurring rental and reimbursement revenue, less real estate taxes and operating expenses, such as insurance, utilities, and repairs and maintenance.

**EBITDA** is net income, as defined by U.S. GAAP, plus preferred dividends, interest expense, including amortization of financing costs, depreciation and amortization, net amortization of acquired above and below market lease revenue, loss on impairment, impairment of assets held for sale, loss (gain) on disposition of investment properties, and loss on extinguishment of debt.



# Non-GAAP Definitions and Explanations (continued)

**NOI and EBITDA**, do not represent cash generated from operating activities in accordance with U.S. GAAP and are not necessarily indicative of cash available to fund cash needs, including the repayment of principal on debt, capital expenditures and payment of dividends and distributions. NOI and EBITDA should not be considered as substitutes for net income applicable to common stockholders (calculated in accordance with U.S. GAAP) as a measure of results of operations or cash flows (calculated in accordance with U.S. GAAP) as a measure of liquidity. NOI and Adjusted EBITDA, as currently calculated by us, may not be comparable to similarly titled, but variously calculated, measures of other REITs.

FFO and AFFO, non-GAAP measures, are an alternative measure of operating performance, specifically as it relates to results of operations and liquidity. FFO is computed in accordance with standards established by the Board of Governors of the National Association of Real Estate Investment Trusts ("NAREIT") in its March 1995 White Paper (as amended in November 1999, April 2002 and December 2018). As defined by NAREIT, FFO represents net income (computed in accordance with GAAP), excluding gains (or losses) from sales of property and losses on extinguishment of debt, plus real estate related depreciation and amortization (excluding amortization of loan origination costs and above and below market leases). In addition to FFO, AFFO, excludes non-cash items such as amortization of loans and above and below market leases, unbilled rent arising from applying straight line rent revenue recognition and share-based compensation expenses. Additionally, the impact of capital expenditures, including tenant improvement and leasing commissions, net of reimbursements of such expenditures by property escrow funds, is included in the calculation of AFFO.



# Non-GAAP Definitions and Explanations (continued)

We compute **Core and Adjusted Earnings Metrics** by adjusting the metric to exclude certain GAAP income and expense amounts that we believe are infrequent and unusual in nature and/or not related to our core real estate operations. Exclusion of these items is common within the equity REIT industry, and management believes that presentation of Core and Adjusted Earnings Metrics provides investors with a metric to assist in their evaluation of our operating performance across multiple periods and in comparison to the operating performance of our peers, because it removes the effect of unusual items that are not expected to impact our operating performance on an ongoing basis. Core and Adjusted Earnings Metrics are used by management in evaluating the performance of our core business operations. Items included in calculating earnings metrics that may be excluded in calculating Core and Adjusted Earnings Metrics include items like certain transaction related gains, losses, income or expense or other non-core amounts as they occur.

The Company has recorded the termination fee and other expenses associated with the Special Committee's exploration of strategic alternatives as management restructuring expenses on its consolidated statement of operations in accordance with ASC 420-10-S99. Specifically, for the quarter ended March 31, 2024, the Company recorded \$241,450 in management restructuring expenses.



## Forward-Looking Statements and Risk Factors

The information in this presentation should be read in conjunction with the accompanying earnings press release, as well as the Company's Annual Report on Form 10-Q and other information filed with the Securities and Exchange Commission. This presentation is not incorporated into such filings. This document is not an offer to sell or a solicitation to buy securities of Medalist Diversified REIT, Inc. Any offer or solicitation shall be made only by means of a prospectus approved for that purpose.

### **Forward-Looking and Cautionary Statements**

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act, as amended, Section 21E of the Exchange Act, as amended, the Private Securities Litigation Reform Act of 1995 and other federal securities laws. These forward-looking statements can be identified by the use of words and phrases such as "preliminary," "expect," "plan," "will," "estimate," "project," "intend," "believe," "guidance," "approximately," "anticipate," "may," "should," "seek," or the negative of these words and phrases or similar words or phrases that are predictions of or indicate future events or trends and that do not relate to historical matters but are meant to identify forward-looking statements. You can also identify forward-looking statements by discussions of strategy, plans or intentions of management. These forward-looking statements are subject to known and unknown risks and uncertainties that you should not rely on as predictions of future events. Forward-looking statements depend on assumptions, data and/or methods which may be incorrect or imprecise, and Medalist may not be able to realize them. Medalist does not guarantee that the events described will happen as described (or that they will happen at all).



# Forward-Looking Statements and Risk Factors (continued)

The following risks and uncertainties, among others, could cause actual results and future events to differ materially from those set forth or contemplated in the forward-looking statements: industry and global and local economic conditions; volatility and uncertainty in the financial markets, including potential fluctuations in the Consumer Price Index; Medalist's success in implementing its business strategy and its ability to identify, underwrite, finance, consummate, integrate and manage diversified acquisitions or investments; the financial performance of Medalist's retail tenants and the demand for retail space; decreased rental rates or increasing vacancy rates; Medalist's ability to diversify its tenant base; the nature and extent of future competition; increases in Medalist's costs of borrowing as a result of changes in interest rates and other factors; Medalist's ability to access debt and equity capital markets; Medalist's ability to pay down, refinance, restructure and/or extend its indebtedness as it becomes due; Medalist's ability and willingness to renew its leases upon expiration and to reposition its properties on the same or better terms upon expiration in the event such properties are not renewed by tenants or Medalist exercises its rights to replace existing tenants upon default; the impact of any financial, accounting, legal or regulatory issues or litigation that may affect Medalist or its major tenants; potential losses that may not be covered by insurance; information security and data privacy breaches; Medalist's ability to manage its expanded operations; Medalist's ability and willingness to maintain its qualification as a REIT under the Internal Revenue Code of 1986, as amended; the impact on Medalist's business and those of its tenants from epidemics, pandemics or other outbreaks of illness, disease or virus; and other risks inherent in the real estate business, including tenant defaults, potential liability relating to environmental matters, illiquidity of real estate investments and potential damages from natural disasters discussed in Medalist's most recent filings with the Securities and Exchange Commission ("SEC"), including its Annual Report on Form 10-K and subsequent Quarterly Reports on Form 10-Q. You are cautioned not to place undue reliance on forward-looking statements which are based on information that was available, and speak only, as of the date on which they were made. While forward looking statements reflect Medalist's good faith beliefs, they are not guarantees of future performance. Medalist expressly disclaims any responsibility to update or revise forward-looking statements whether as a result of new information, future events or otherwise, except as required by law.



# Forward-Looking Statements and Risk Factors (continued)

## **Notice Regarding Non-GAAP Financial Measures**

In addition to U.S. GAAP financial measures, this presentation contains and may refer to certain non-GAAP financial measures. These non-GAAP financial measures are in addition to, not a substitute for or superior to, measures of financial performance prepared in accordance with GAAP. These non-GAAP financial measures should not be considered replacements for, and should be read together with, the most comparable GAAP financial measures. Reconciliations to the most directly comparable GAAP financial measures and statements of why management believes these measures are useful to investors are at the end of this supplement if the reconciliation is not presented on the page in which the measure is published.

