

# **INVESTOR PRESENTATION**

November 2023



# Disclaimer



These materials and any presentation of which they form a part are neither an offer to sell, nor a solicitation of an offer to purchase, an interest in Ready Capital Corporation ("Ready Capital," "RC," or the "Company").

Neither the Company nor any of its representatives or affiliates makes any representation or warranty, express or implied, as to the accuracy or completeness of the information contained herein and Company and its representatives disclaim all liability to the Recipient relating to, or resulting from, the use of this information. Nothing contained in this document is or shall be relied upon as a promise or representation as to the past, current or future performance of Company.

There is no guarantee that any of the estimates, targets or projections illustrated in these materials and any presentation of which they form a part will be achieved. Any references herein to any of the Company's past or present investments or its past or present performance, have been provided for illustrative purposes only. It should not be assumed that these investments were or will be profitable or that any future investments by the Company will be profitable or will equal the performance of these investments.

Past performance is not indicative of future results and there can be no assurance that the Company will achieve comparable results in the future. This presentation contains statements that constitute "forward-looking statements," as such term is defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and such statements are intended to be covered by the safe harbor provided by the same. These statements are based on management's current expectations and beliefs and are subject to a number of trends and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements; the Company can give no assurance that its expectations will be attained. Factors that could cause actual results to differ materially from the Company's expectations include, but are not limited to, applicable regulatory changes; general volatility of the capital markets; changes in the Company's investment objectives and business strategy; the availability of financing on acceptable terms or at all; the availability, terms and deployment of capital; the availability of suitable investment opportunities; changes in the interest rates or the general economy; increased rates of default and/or decreased recovery rates on investments; changes in interest rates preads, the yield curve or prepayment rates; changes in prepayments of Company's assets; the degree and nature of competition, including competition for the Company's target assets; and other factors, including those set forth in the Risk Factors section of the Company's most recent Annual Report on Form 10-K filed with the SEC, and other reports filed by the Company with the SEC, copies of which are available on the SEC's website, www.sec.gov. The Company undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by law.

This presentation also contains market statistics and industry data which are subject to uncertainty and are not necessarily reflective of market conditions. These have been derived from third party sources and have not been independently verified by the Company or its affiliates. All material presented is compiled from sources believed to be reliable and current, but accuracy cannot be guaranteed. All data is as of September 30, 2023, unless otherwise noted.

This presentation includes certain non-GAAP financial measures, including Distributable Earnings. These non-GAAP financial measures should be considered only as supplemental to, and not as superior to, financial measures in accordance with GAAP. Please refer to the Appendix for the most recent GAAP information.

# Differentiated Mortgage REIT





Largest non-bank lender to *both* investors in and owners of small balance commercial ("SBC") properties with current capitalization of approximately \$2.7 billion<sup>1</sup>



All-weather investment strategy as a direct lender and acquiror of bulk portfolios, including distressed



\$11.1 billion<sup>2</sup> portfolio of more than 5,500 loans diversified across 50 states & Europe with 99% senior lien



Resilient current dividend yield of 14.2%³; combination of gain-on-sale income from 3 government sponsored Opco's & NIM from "capital heavy" SBC→ Record year in pandemic



Imbedded operating companies supported by approximately 600 employees across the Company's 10 offices



Integrated with Waterfall Asset Management, LLC, a leading \$12.5 billion global structured products investment manager with an 18-year track record

Inclusive of preferred stock

<sup>2.</sup> Excludes Paycheck Protection Program loans

<sup>3.</sup> As of November 14, 2023

# Diversified Investment Strategy





Capital allocated opportunistically to highest ROE Operating Company across economic cycle

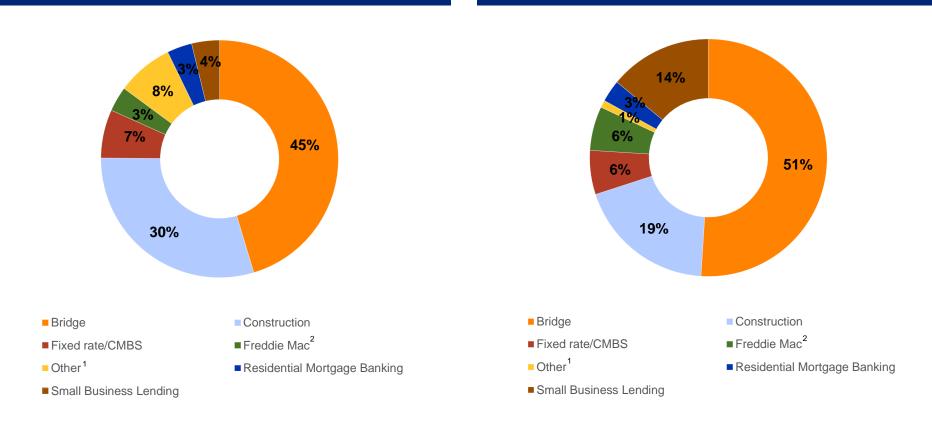
	SBC LENDING AND ACQUISITIONS	SMALL BUSINESS LENDING	RESIDENTIAL MORTGAGE BANKING
Products:	Investor SBC lending across 9 products (ground-up to stabilized properties, including middle-market construction lending and tax-exempt affordable housing) & portfolio acquisitions	Owner occupied SBC lending through SBA 7(a), USDA & unsecured small business. 1 of 17 non-Bank 7(a) SBA lenders	Residential mortgage loan originations and servicing focused on agency market
Strategy:	NIM from retained SBC portfolio supplemented by gain on sale income from Agency production and originations to borrowers	Revenue from gain on secondary market sale, net interest income and servicing fees on retained interest	Revenue from gain on sale of production and servicing fees from retained MSR
Target Return:	6-10% <sup>(1)</sup>	Prime +200-275bps	100-175bps
History:	Distressed acquisitions (2008), direct lending launch (2013), 1 of 12 Freddie Mac SBL license holders (2014), acquired bank bridge lending team (2015), affordable housing (2021), construction lending (2022)	Acquired in 2014 from CIT with originations beginning in 2015	Acquired in 2016 as part of the Company's acquisition of ZAIS Financial Corp

# Real Estate Finance Platforms



### **INVESTED EQUITY ALLOCATION**

### TTM CORE EARNINGS CONTRIBUTION



<sup>1.</sup> Loans with the "Other" classification are generally SBC acquired loans that have nonconforming characteristics for the Fixed rate, Bridge, or Construction categories

<sup>2.</sup> Includes construction and permanent financing activities for the preservation and construction of affordable housing, primarily utilizing tax-exempt bonds, through Red Stone

# Company History and Evolution



### 2011

Ready Capital, then Sutherland Asset Management was founded

### **July 2014**

 Acquired SBA ownership license, \$570mm portfolio, and \$1.2bn of SBA servicing rights from CIT Small Business Lending

### October 2016

- Became a public company via a merger into a subsidiary of ZAIS Financial Corp (ZFC) and acquired GMFS with the transaction
- ZAIS was the legal surviving entity and changed its name to Sutherland Asset Management Corporation; ticker symbol was changed to (NYSE: SLD)

### September 2018

- Sutherland Asset Management changed its name to Ready Capital Corporation
- Changed the ticker symbol to trade under (NYSE: RC)

### **March 2019**

- Completed the \$179mm acquisition of Owens Realty Mortgage
- The transaction increased the Company's equity capitalization, supported continued growth of the Company's platform and execution of the Company's strategy, and provided the Company with improved scale, liquidity and capital alternatives, including additional borrowing capacity

### October 2019

 Acquired Knight Capital, a technology-driven platform that provides working capital to small and medium businesses across the U.S., for \$27.8mm

### **June 2020**

 As 1 of 14 non-bank SBA lenders, facilitated the fundings of ~\$2.7bn of loans through Paycheck Protection Program

### March 2021

- Completed the \$338mm acquisition of Anworth Mortgage Asset Corporation (ANH)
- Transaction created a scaled commercial mortgage REIT with a combined capital base in excess of \$1bn

### **July 2021**

 Completed the ~\$70mm acquisition of Red Stone LLC, a real estate finance and investment company that provides innovative financial products and services to the multifamily affordable housing industry

### March 2022

- Completed merger to acquire a series of privately held, real estate structured finance opportunities funds, with a focus on construction lending, managed by MREC Management LLC
- Following the merger Ready Capital increased its capital base to just below \$1.9B

### **May 2023**

- Completed a merger with Broadmark Realty Capital Inc., a specialty real estate finance company specializing in originating and servicing residential and commercial construction loans, to create the 4th largest commercial mortgage REIT
- Following the merger Ready Capital increased its capital base to \$2.7B

### Corporate Capital Markets Activity

Feb. 2017 - Jan. 2018 \$180mm senior secured notes Apr. 2018 \$50mm baby bond

Dec. 2019 \$106mm equity

**June 2021** \$115mm preferred stock Dec. 2021 \$110mm senior notes

Apr. 2022 \$120mm senior notes

Sep. 2022 \$20mm senior notes

2023

2017

2018

2019

2021

Oct. 2021 \$350mm senior

secured notes

Jan. 2022

2022

Jul. 2022 \$80mm senior notes

Aug. 2017 \$115mm convertible note Jul. 2019 - Dec. 2019

\$104mm baby bond

Feb. 2021

\$201mm baby bond \$107mm equity



# SBC Lending & Acquisitions

# **SBC Market**





SBC loans are 1st liens on either investor or owner occupied commercial real estate assets

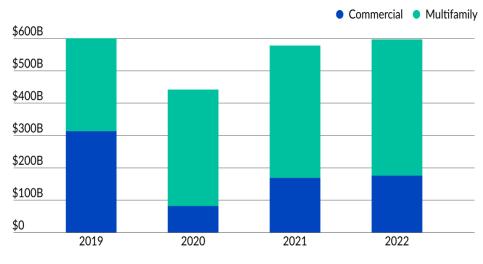


Typically, property appraised values of <\$10M and <50,000 square feet

### TOTAL SMALL-CAP COMMERICAL MARKET VALUE

# Q4 2022 Total Market Value Estimate: \$3.5 Trillion Retail Industrial Office Multifamily Source: Boxwood Means, LLC; CoStar

### COMMERCIAL/MULTIFAMILY LOAN ORIGINATION TREND



Source: Mortgage Bankers Association

# SBC Lending & Acquisition Overview





All-weather origination platform with ability to allocate capital to the best opportunities across 9 products spanning ground-up to stabilized



1 of 12 Freddie Mac Small Balance Loan lenders



\$17.6 billion<sup>1</sup> in originations since the Company's formation in 2013



Largest acquiror of small balance commercial loans since the financial crisis with over 5,200 or \$4.1 billion<sup>1</sup> of loans acquired



Conservative approach to credit with focus on high conviction sectors, superior markets and strong sponsors; no realized losses incurred on new originations since the company's start



Supported by 128 staff, including 19 loan officers, with headquarters in New York & Texas and 4 satellite offices

# SBC Investment by Platform





21.3% 10-year CAGR



Current 0.3% SBC market share with 1.5% 3-year target



- In millions
- 2. SBC Acquisitions began in 2008; Originations began in 2013
- 3. As of October 31, 2023

# SBC Product Offerings



	GROUND-UP	HEAVY TRANSITIONAL	LIGHT	TRANSITIONAL	STABILIZING		STABILIZED		AFFORDABLE HOUSING
PRODUCT	CONSTRUCTION	BRIDGE	BRIDGE-TO-PERM	BRIDGE-TO- AGENCY	STRUCTURED FIXED RATE	CMBS DIRECT	CORRESPONDENT AGENCY	FREDDIE MAC SBL	AFFORDABLE HOUSING
LOAN PURPOSE	Construction Predevelopment Renovation Acquisition	Vacant Rehabilitation Adaptive Re-Use Renovation Value Add	Renova Lease Rent Optin Event D Bridge to Near Te	Up nization riven	Final Lease Up Seasoning Lease Expiration Prepay Flexibility Mid-Term Refinance	easoning Term Refinance e Expiration Interest Rate Arbitrage ay Flexibility Bridge Refinance			
LOAN SIZE	\$15-75MM	\$5-75MM \$75MM+ Portfolios	\$2-75MM \$75MM+ Portfolios	\$1-100MM	\$2-45MM		\$1-100MM	\$1 - \$7.5MM	\$5MM+
MAX LEVERAGE		80% Loan-to-C	Cost			90% Loan-to-Value			
TERM	Typically, 2-3 Yea	rs Plus Extensions	Up to 3 Years Plus, Extensions	Up to 2 Years Plus, Extensions	2-10Years	5, 7, 10 Years	Up to 30 Years	5,7,10 Years Hybrid: 20 Years	Typically, 7-Years
PREPAYMENT	Spread maintenance; last 6 months open		Minimum Interest		Customized Declining Yield Maintenance	Defeasance Yield Declining Yield Maintenance			Defeasance Yield Maintenance
RATETYPE	SOFR + Spread	Floating Hyb		Floating Rate Hybrid	Fixed Rate		Floating Rate Fixed Rate	Floating Rate Hybrid	Floating Rate Fixed Rate
PROPERTY TYPE	Multifamily Build-to-Rent Future availability to be announced	Multifamily, Industrial, Office, Self-Storage, Essential Retail	Multifamily	All Pro	perty Types		Multifamily		Multifamily Affordable

# Case Studies – CRE Bridge Transaction



### **Transaction Overview**

### Multifamily

Phoenix, AZ

- 1 multifamily property
- 274 units
- Acquisition / Renovation / Stabilization
- \$54M loan

### Metrics / Loan Details

- \$54M loan commitment for the acquisition (82% LTPP)
- 36-month IO loan with two 12-month extension options
- Priced at 1M LIBOR + 3.35%
- Loan is structured with \$5.5M in future funding proceeds to renovate the units to provide accretive rents
- Stabilized credit metrics are 67% LTV and 6.9% DY



# **Opportunity Overview**

- Renovation and stabilization of a 274-unit multifamily property in Phoenix, AZ
- Property benefits from strong occupancy of 95% at closing with in-place DY of approximately 4.5%
- Sponsor plans on implementing a \$12k/unit renovation on average and expects to increase rents by \$325/month
- Sponsor is an experienced Phoenix area multifamily investor with a successful track record executing value-add business plans

# SBC Lending and Acquisitions



PRODUCT TYPE	LOAN COUNT <sup>(1)</sup>	UPB	BOOK VALUE <sup>(2)</sup>	WA LTV <sup>(6)</sup>	WA COUPON	FIXED/FLOAT <sup>(3)</sup>	60+ Days Past Due
	2,162	\$10.0B	\$9.9B	64.9%	9.0%	21.1 / 78.9%	5.4%
FIXED RATE <sup>(4)</sup>	238	\$1.05B	\$1.05B	60.2%	5.1%	98.7 / 1.3%	2.6%
BRIDGE	539	\$7.09B	\$7.05B	68.1%	9.2%	0.6 / 99.4%	2.9%
CONSTRUCTION (RC ORIGINATED)	4	\$12M	\$11M	38.6%	8.5%	61.0 / 39.0%	0.0%
MOSAIC ACQUIRED ASSETS	8	\$628M	\$625M	67.1%	13.5%	32.8 / 67.2%	8.6%
BROADMARK ACQUIRED ASSETS	128	\$697M	\$671M	58.5%	10.1%	89.9 / 10.1%	34.3%
OTHER <sup>(5)</sup>	1,245	\$491M	\$487M	36.3%	6.5%	37.6 / 62.4%	2.5%

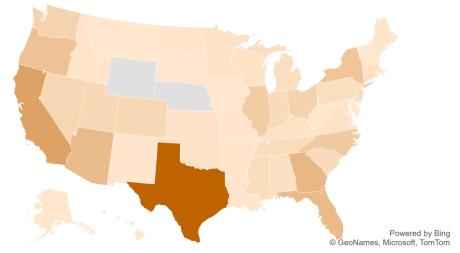
	2,162	\$10.0B	\$9.9B	64.9%	9.0%	21.1 / 78.9%	5.4%
ORIGINATED	798	\$8.20B	\$8.16B	67.0%	8.7%	13.2 / 86.8%	2.9%
ACQUIRED	1,364	\$1.77B	\$1.73B	55.4%	10.6%	57.0 / 43.0%	17.1%

# GEOGRAPHY

### PROPERTY TYPE

Multi-family

Mixed-use





RetailOffice

Other Investments

- 1. Excludes joint venture investments
- 2. Gross of general reserves
- 3. 73% of fixed rate loans match funded
- 4. Includes originated SBC floating rate loans that are included in our RCMT securitization and therefore, categorized as Fixed/CMBS
- 5. Loans with the "Other" classification are generally SBC acquired loans that have nonconforming characteristics for the Fixed rate, Bridge, Construction, or Mosaic acquired categories
- 6. Loan-to-value (LTV) is calculated by dividing the current unpaid principal balance by the most recent collateral value received. The most recent value for performing loans is often the third-party as-is valuation utilized during the original underwriting process



# Small Business Lending

# Small Business Lending Overview





A leading provider of capital to small businesses through 7(a) loans, USDA loans and unsecured small business loans



1 of 17 non-bank Small Business Administration 7(a) license holders; acquired from CIT in 2014



#1 non-bank 7(a) lender and #4 overall lender1



Fully integrated with fintech, Knight Capital, acquired in 2019. Enhanced technology from Knight Capital supports lead generation and underwriting efficiencies



Result: Leading lender in Paycheck Protection Program with ~\$5 billion originated



Supported by 251 staff, including 25 business development officers, with headquarters in New Jersey & Florida and 5 satellite offices

<sup>1.</sup> Source: SBA.gov.

# Small Business Market – 7(a)



- The SBA (1953) is an independent federal agency that guarantees loans to small businesses
- Eligible participants are banks except for 17 nonbank licenses approved since the 1980s
- Eligible small businesses have under \$15M net worth and \$5M net profit
- The SBA's lead program is the 7(a) which guarantees 75% of eligible loans up to \$5M @
   Prime + 300bps maximum rate
- Originator sells 75% pro-rata interest in loan pooled into SBA Certificates & sold at ~9%+ premium retaining 25% and servicing rights

# **OUTSTANDING 7(a) BALANCE (BILLIONS)**



# 7(a) LOAN APPROVALS (BILLIONS)



# **SBA Investments**





59.3% CAGR



Current 1.4% non-bank market share with 3% 3-year target or ~\$1 billion in volume



Approximately \$5.0 billion of PPP loans originated



<sup>1.</sup> In millions

<sup>2.</sup> As of October 31, 2023

# SBA 7(a) Case Study





Name: Sobriety Centers of New

**Hampshire** 

Location: Antrim, NH 03440

Loan Purpose: Real Estate Purchase

**Business:** Outpatient Mental Health and

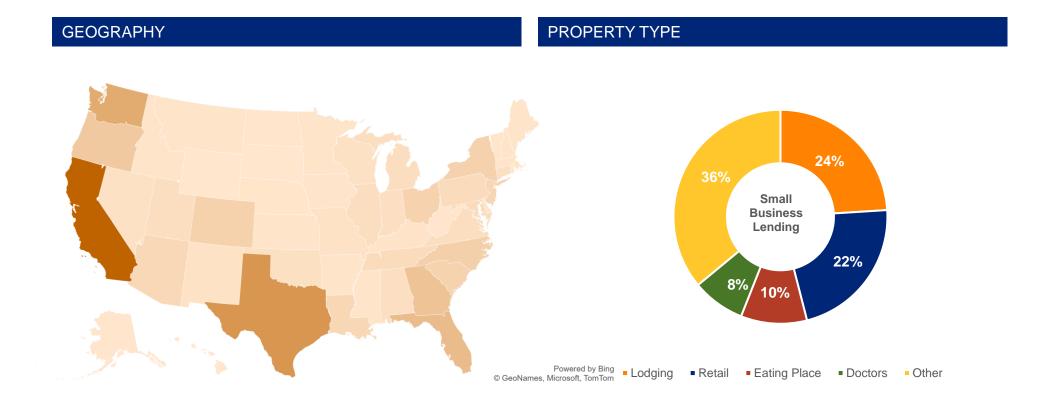
**Substance Abuse Centers** 

LOAN AMOUNT:	\$1,458,000
PRICING BASIS:	Variable
RATE:	Prime + 175 bps
GUARANTEE:	75%
SALE PREMIUM:	9.38%
SECURITIZATION ADVANCE RATE:	71.20%
SERVICING STRIP:	1%
DEBT COST:	8.48%
LIEN:	1 <sup>st</sup>
ORIGINATION DATE:	May 2023
TERM (MONTHS):	300
AMORTIZATION (MONTHS):	300
LOAN-TO-VALUE:	91%
PERSONAL GUARANTEE:	Yes
RETAINED YIELD:	15.47%

# **Small Business Lending**



LOAN COUNT	UPB	BOOK VALUE <sup>(1)</sup>	WA LTV <sup>(2)</sup>	WA COUPON	FIXED/FLOAT	60+ Days Past Due
2,787	\$1.25B	\$1.22B	91.9%	10.1%	0.8 / 99.2%	1.0%



<sup>1.</sup> Gross of general reserves

<sup>2.</sup> Loan-to-value (LTV) is calculated by dividing the current unpaid principal balance by the most recent collateral value received. The most recent value for performing loans is often the third-partyg as-is valuation utilized during the original underwriting process



# Residential Mortgage Banking

# Residential Mortgage Banking Overview





GMFS, founded in 1999, has a leading Southeast market share and acquired via the ZFC merger in 2016



Licensed in 20 states, approved FNMA and FHLMC seller-servicer, GNMA issuer, HUD / FHA / USDA originator and VA lender



GMFS provides a wide range of residential mortgage services, including home purchase financing, refinancing and other mortgage products



Operates through 15 retail branches located in Louisiana, Georgia, Mississippi, Alabama, Florida, and South Carolina



Servicing retained model provides natural hedge to production

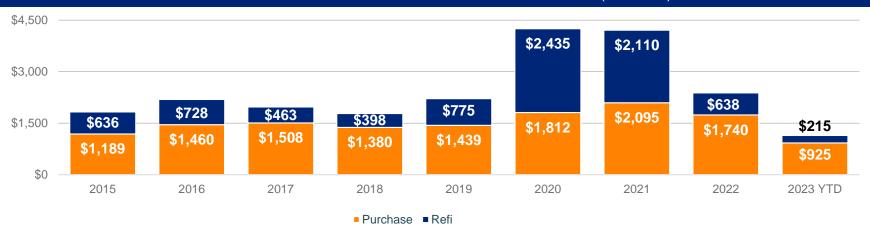


Year to Date GMFS Originations of \$1.24 billion<sup>1</sup>

# **Production Metrics**



### PURCHASE VOLUME HAS ACCOUNTED FOR ~60% OF HISTORICAL PRODUCTION (in millions)



### DIVERSIFIED PRODUCTION CHANNELS WITH FOCUS ON RETAIL CHANNEL GROWTH



# **Servicing Asset**



# HISTORICAL RETENTION RATES EXCEEDING 15%





# Financial Overview & Performance

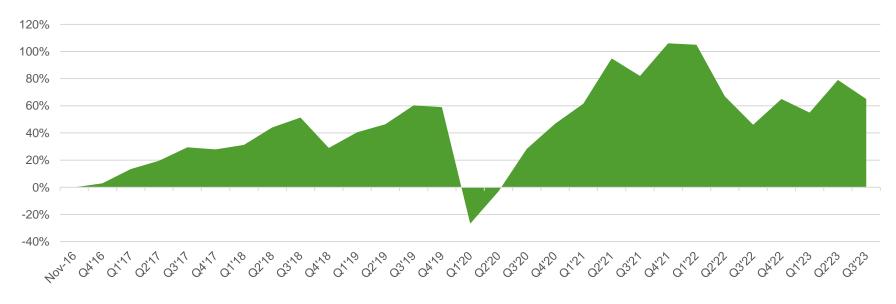
# **Historical Performance**



	4Q 2022	1Q 2023	2Q 2023	3Q 2023
Net Income <sup>2</sup> :	\$13.7	\$37.0	\$253.4	\$47.2
Distributable Earnings <sup>2</sup> :	\$51.6	\$38.1	\$51.3	\$52.2
Distributable Earnings per Share:	\$0.42	\$0.31	\$0.36	\$0.28

	4Q 2022	1Q 2023	2Q 2023	3Q 2023
Dividends per Share:	\$0.40	\$0.40	\$0.40	\$0.36
Dividend Yield on Market Price <sup>1</sup> :	14.36%	15.73%	14.18%	14.24%
Book Value per Share <sup>3</sup> :	\$15.20	\$15.07	\$14.52	\$14.42

# TOTAL SHAREHOLDER RETURN



- 1. As of quarter end market prices
- 2. In millions
- 3. Excludes the equity component of our 2017 convertible note issuance

# Return on Equity



					GAAP I	ROE (2)	Distributa	ble ROE (2)
Segment	Levered Yield <sup>(1)</sup>	Distributable Levered Yield <sup>(1)</sup>	Equity Allocation		Q3'23	Q2'23	Q3'23	Q2'23
SBC Lending and Acquisitions Small Business Lending Residential Mortgage Banking <sup>(3)</sup>	10.8 % 43.7 % 15.9 %	10.8 % 43.7 % 7.5 %	91.8 % 4.4 % 3.8 %		12.4 %	14.2 %	12.1 %	13.0 %
	Corporate leve	rage, net of non-e	earning assets		0.6	2.2	0.5	1.7
		Gross reti	urn on equity		13.0 %	16.4 %	12.6 %	14.7 %
	R	ealized & unreali	zed gains, net		2.0	1.8	2.0	1.8
		Loan loss recov	ery (provision)		1.9	(3.7)	-	-
	PPP re	venue, net of dire	ct expenses <sup>(4)</sup>		1.5	2.1	1.5	2.1
	Non-recurring	gains, losses ar	nd expenses <sup>(5)</sup>		(3.1)	40.9	-	-
		Opera	ting expenses		(6.0)	(7.3)	(6.0)	(7.0)
		Investment	advisory fees		(1.2)	(1.1)	(1.2)	(1.1)
		Provision for	income taxes		(0.6)	(1.0)	(0.6)	(0.8)
		Dividends on p	referred stock	(0.3)	(0.4)	(0.3)	(0.4)	
		Reti	urn on equity		7.2 %	47.7 %	8.0 %	9.3 %

<sup>1.</sup> Levered yield includes interest income, accretion of discount, MSR creation, income from unconsolidated joint ventures, realized gains (losses) on loans held for sale, unrealized gains (losses) on loans held for sale and servicing income net of interest expense and amortization of deferred financing costs on an annualized basis.

<sup>2.</sup> GAAP ROE is based on GAAP Net Income, while Distributable ROE is based on Distributable Earnings, which adjusts GAAP Net Income for certain items detailed on the "Distributable Earnings Reconciliation" slide.

<sup>3.</sup> ROE based on net income before tax of the Residential Mortgage Banking business line divided by the business line's average monthly equity.

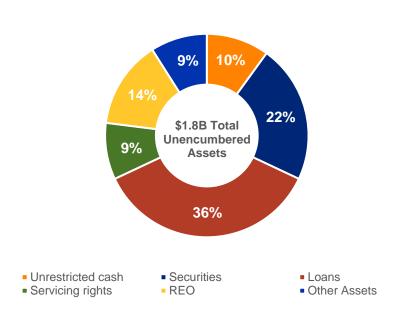
<sup>4.</sup> Includes Employee Retention Credit processing fee income.

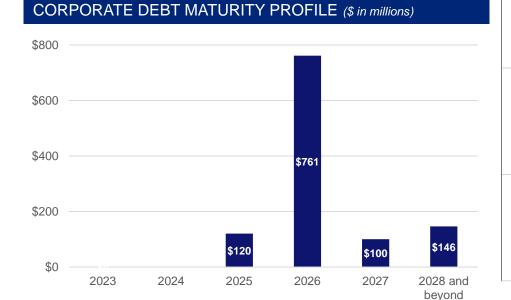
<sup>5.</sup> Non-recurring gains, losses and expenses before applicable tax expenses.

# Financial Flexibility



### **UNENCUMBERED ASSET POOL**





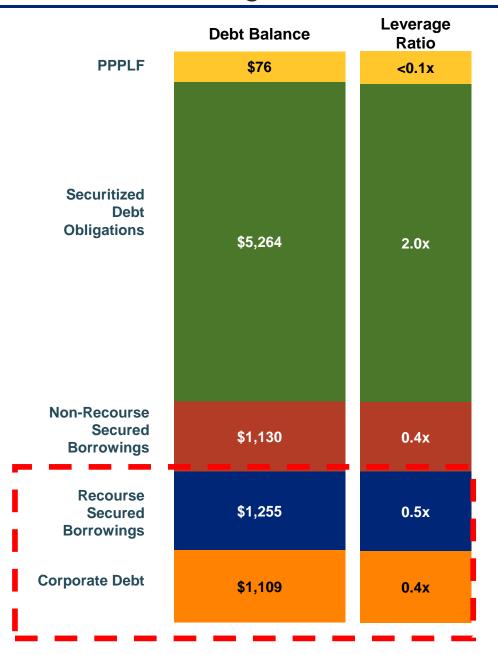
### **HIGHLIGHTS**

- Diversified unencumbered asset pool of \$1.8 billion, including \$182 million of unrestricted cash
- 2.3x unencumbered assets to unsecured debt
- \$4 billion in available warehouse borrowing capacity across
   19 counterparties
- Limited usage of securities repo financing at 4.0% of total debt
- Full mark to market liabilities and credit mark to market liabilities represent 18% of total debt

• 89% of corporate debt maturities in 2026 or later

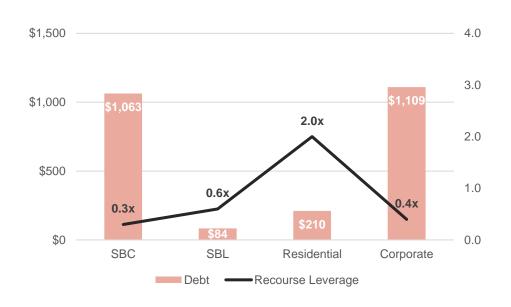


# Debt - Leverage



- Total leverage of 3.4x
- Recourse leverage ratio of 0.9x
- Majority of secured borrowings subject to non-recourse or limited recourse terms

## Recourse Leverage by Reporting Segment<sup>(1)</sup> (\$ in millions)

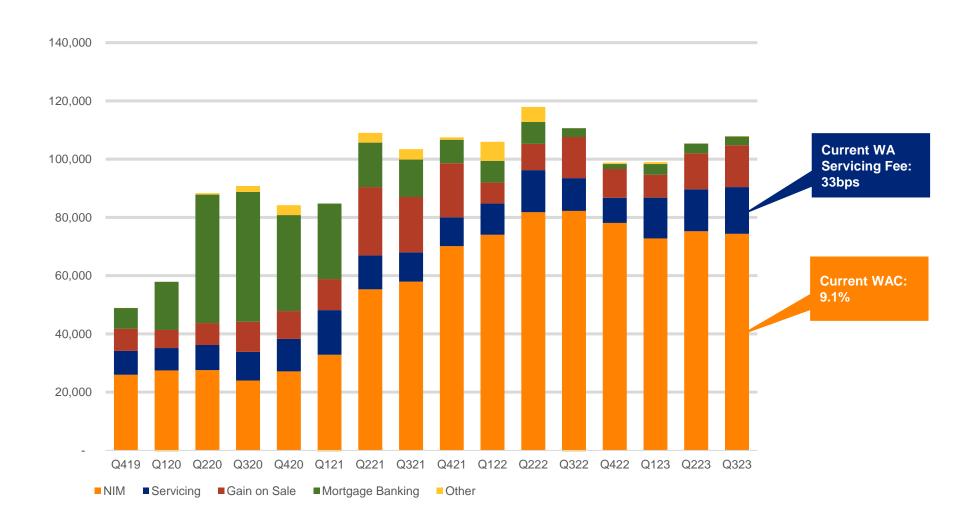


# Revenue Trends





Diverse & re-occurring revenue from stabilized net interest and servicing revenue with alpha from gain on sale operations



# Loan Portfolio – Risk Rating



### **RISK RATING DISTRIBUTION**



### **AVERAGE RISK RATING**



### **RISK RATING CRITERIA**

### **BUCKET 1:**

Very Low Risk of Loss: New origination or current with strong credit metrics (LTV/DSCR/DY). No expected losses.

### **BUCKET 2:**

Low Risk of Loss: Current with maturity > 6 months. Lower credit metrics with possibility of inclusion on CREFC watchlist. No expected losses.

### **BUCKET 3:**

Medium Risk of Loss: Current with near term maturities or in forbearance. Loss unlikely with no specific reserves booked.

### **BUCKET 4:**

Higher Risk: Loan delinquent or in maturity default. Potential issues with sponsor or business plans. Minimal losses possible and adequately reserved in current period.

### **BUCKET 5:**

Highest risk: Loan in default or special servicing. Specific losses identified and adequately reserved for in current period.



# Waterfall Asset Management

# A Successful & Proven Asset Manager





18 yr Investment record

\$12.5B

170+

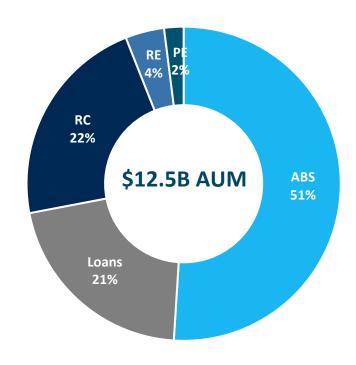
**Employees** 

70+

Investment professionals

60+ yr

Leadership team combined experience



- SEC-registered credit investment advisor founded in 2005
- Top 10 global manager with focus on real estate loans & ABS
- Principals were early pioneers of the ABS industry
- Co-founders started Merrill Lynch ABS business in 1980s and worked together for 20 years
- RC has the right of first refusal on all SBC loans sourced by WAM<sup>(1)</sup>

<sup>1.</sup> Waterfall has agreed in the side letter agreement that, for so long as the management agreement is in effect, neither it nor any of its affiliates will (i) sponsor or manage any additional investment vehicle where the Company does not participate as an investor whose primary investment strategy will involve SBC mortgage loans, unless Waterfall obtains the prior approval of a majority of the Company's board of directors (including a majority of its independent directors), or (ii) acquire a portfolio of assets, a majority of which (by value or UPB) are SBC mortgage loans on behalf of another investment vehicle (other than acquisitions of SBC ABS), unless the Company is first offered the investment opportunity and a majority of its board of directors (including a majority of its independent directors) decide not to acquire such assets.



# **APPENDIX**

# Additional Financial Information

# Balance Sheet by Quarter



(in thousands)		9/30/2022		12/31/2022		3/31/2023		6/30/2023		9/30/2023
Assets		0.00.2022		12/01/2022		0/0 // 2020		0/00/2020		0.00,2020
Cash and cash equivalents	s	208,037	s	163.041	s	111,192	s	227,504	s	181,913
Restricted cash	Ť	57,675	Ť	55,927	Ť	49,632	Ť	34,534	Ť	36,576
Loans, net		4,158,807		3.576.310		3.128.197		3,571,520		4,151,923
Loans, held for sale, at fair value		403,609		258,377		236,578		238,664		184,989
Payment protection program loans, net		275,761		186,985		146,557		94,611		58,145
Mortgage backed securities, at fair value		37,895		32,041		32,607		33,770		33,339
Loans eligible for repurchase from Ginnie Mae		65,188		66,193		64,293		59,015		72,401
Investment in unconsolidated joint ventures		119,272		118,641		114,169		122,504		136,113
Derivative instruments		26,212		12,963		13,773		8,755		8.620
Servicing rights		277,692		279,320		278,936		296,364		307,779
Real estate owned, held for sale		82.977		117,098		90.104		251,325		281.941
Other assets		213,030		189,769		202,690		220,691		265,428
Assets of consolidated VIEs		5.883,374		6,552,760		7,054,861		7,207,426		7,080,266
Total Assets	\$	11,858,211	\$	11,620,977	\$	11,537,463	\$	12,383,046	\$	12,799,433
Liabilities										
Secured borrowings		3,348,249		2,846,293		2,484,902		2,395,687		2,385,070
Paycheck Protection Program Liquidity Facility (PPPLF) borrowings		305,797		201,011		169,596		110,838		76,333
Securitized debt obligations of consolidated VIEs, net		4,429,846		4,903,350		5,300,967		5,395,361		5,264,037
Convertible notes, net		114,108		114,397		114,689		114,942		_
Senior secured notes and Corporate debt, net		1,005,159		1,006,020		1,007,421		1,106,909		1,108,512
Guaranteed loan financing		283,822		264,889		238,948		226,084		886,916
Contingent consideration		33,200		28,500		16,636		15,566		13,408
Liabilities for loans eligible for repurchase from Ginnie Mae		65,188		66,193		64,293		59,015		72,401
Derivative instruments		4,345		1,586		2,639		2,261		_
Dividends payable		51,136		47,177		47,308		26,381		64,777
Loan participations sold		54,104		54,641		55,967		54,461		57,465
Due to third parties		14,881		11,805		12,881		4,467		2,436
Accounts payable and other accrued liabilities		171,152		176,520		132,523		159,651		168,298
Total Liabilities	\$	9,880,987	\$	9,722,382	\$	9,648,770	\$	9,671,623	\$	10,099,653
Preferred stock Series C		8,361		8,361		8,361		8,361		8,361
Stockholders' Equity										
Preferred stock		111,378		111,378		111,378		111,378		111,378
Common stock		11		11		11		17		17
Additional paid-in capital		1,720,019		1,684,074		1,687,631		2,313,849		2,318,109
Retained earnings		40,079		4,994		(6,532)		187,139		168,539
Accumulated other comprehensive income (loss)		(4,505)		(9,369)		(12,353)		(9,281)		(5,928)
Total Ready Capital Corporation equity		1,866,982		1,791,088		1,780,135		2,603,102		2,592,115
Non-controlling interests		101,881		99,146		100,197		99,960		99,304
Total Stockholders' Equity	\$	1,968,863	\$	1,890,234	\$	1,880,332	\$	2,703,062	\$	2,691,419
Total Liabilities and Stockholders' Equity	\$	11,858,211	\$	11,620,977	\$	11,537,463	\$	12,383,046	\$	12,799,433
Adjusted Book Value per Share	\$	15.40	\$	15.20	\$	15.07	\$	14.52	\$	14.42

# Statement of Income by Quarter



(In thousands, except share data)	Q3 2022	Q4 2022	Q1 2023	Q2 2023	Q3 2023
Interest income	\$ 186,026	\$ 207,068	\$ 217,573	\$ 232,884	\$ 250,590
Interest expense	(115,495)	(143,435)	(160,394)	(172,534)	(191,612)
Net interest income before (provision for) recovery of loan losses	\$ 70,531	\$ 63,633	\$ 57,179	\$ 60,350	\$ 58,978
Recovery of (provision for) loan losses	(3,431)	(33,859)	6,734	(19,427)	12,151
Net interest income after (provision for) recovery of loan losses	\$ 67,100	\$ 29,774	\$ 63,913	\$ 40,923	\$ 71,129
Non-interest income					
Residential mortgage banking activities	\$ 12,053	\$ 549	\$ 9,169	\$ 9,884	\$ 7,059
Net realized gain (loss) on financial instruments and real estate owned	21,117	3,526	11,575	23,878	14,402
Net unrealized gain (loss) on financial instruments	16,460	9,430	(11,728)	7,407	17,684
Servicing income, net of amortization and impairment	12,189	8,643	14,003	14,432	16,033
Income on purchased future receivables, net	1,162	_	540	86	904
Income on unconsolidated joint ventures	(603)	501	656	33	56
Gain (loss) on bargain purchase	_	_	_	229,894	(14,862)
Other income	16,150	19,771	19,883	18,569	18,315
Total non-interest income	\$ 78,528	\$ 42,420	\$ 44,098	\$ 304,183	\$ 59,591
Non-interest expense					
Employee compensation and benefits	\$ (25,941)	\$ (19,228)	\$ (25,139)	\$ (27,709)	\$ (24,868)
Allocated employee compensation and benefits from related party	(1,745)	(3,000)	(2,326)	(2,500)	(3,001)
Variable income (expenses) on residential mortgage banking activities	(9,061)	1,168	(5,485)	(6,574)	(4,091)
Professional fees	(3,865)	(5,251)	(5,717)	(5,656)	(7,810)
Management fees – related party	(5,410)	(5,224)	(5,081)	(5,760)	(7,229)
Incentive fees – related party	(949)	(2,156)	(1,720)	(71)	_
Loan servicing expense	(10,697)	(10,123)	(9,963)	(13,115)	(15,818)
Transaction related expenses	(1,535)	(5,027)	(893)	(13,966)	(2,329)
Other operating expenses	(15,396)	(12,881)	(14,318)	(11,241)	(14,368)
Total non-interest expense	\$ (74,599)	\$ (61,722)	\$ (70,642)	\$ (86,592)	\$ (79,514)
Income before provision for income taxes	\$ 71,029	\$ 10,472	\$ 37,369	\$ 258,514	\$ 51,206
Income tax provision	(4,776)	3,210	(391)	(5,141)	(4,027)
Net income	\$ 66,253	\$ 13,682	\$ 36,978	\$ 253,373	\$ 47,179
Less: Dividends on preferred stock	1,999	1,999	1,999	2,000	1,999
Less: Net income attributable to non-controlling interest	3,023	2,228	1,835	4,490	1,517
Net income attributable to Ready Capital Corporation	\$ 61,231	\$ 9,455	\$ 33,144	\$ 246,883	\$ 43,663
Earnings per common share - basic	\$ 0.53	\$ 0.08	\$ 0.30	\$ 1.87	\$ 0.25
Earnings per common share - diluted	\$ 0.50	\$ 0.09	\$ 0.29	\$ 1.76	\$ 0.25
Weighted-average shares outstanding - Basic	114,371,160	110,739,644	110,672,939	131,651,125	171,973,933
Weighted-average shares outstanding - Diluted	125,666,609	121,062,323	121,025,909	141,583,837	174,440,869
Dividends declared per share of common stock	\$ 0.42	\$ 0.40	\$ 0.40	\$ 0.40	\$ 0.36



# Distributable Earnings Reconciliation by Quarter

(In thousands, except share data)	Q3 2022	Q4 2022	Q1 202	23	Q2 2023	Q3 2023
Net Income	\$ 66,253	\$ 13,682	\$ 36,978	\$	253,373	\$ 47,179
Reconciling items:						
Unrealized (gain) loss on MSR	\$ (16,649)	\$ 3,167	\$ 6,093	\$	(8,818)	\$ (2,563)
Increase (decrease) in CECL reserve	2,462	30,735	(7,321)		19,410	(12,151)
Non-cash compensation	1,392	1,345	1,853		2,062	2,275
Merger transaction costs and other non-recurring expenses	1,535	5,827	1,733		14,177	2,536
Bargain purchase (gain) loss	_	_	_		(229,894)	14,862
Total reconciling items	\$ (11,260)	\$ 41,074	\$ 2,358	\$	(203,063)	\$ 4,959
Distributable earnings before income taxes	\$ 54,993	\$ 54,756	\$ 39,336	\$	50,310	\$ 52,138
Income tax adjustments	3,193	(3,175)	(1,187)		973	26
Distributable earnings	\$ 58,186	\$ 51,581	\$ 38,149	\$	51,283	\$ 52,164
Less: Distributable earnings attributable to non-controlling interests	\$ 2,655	\$ 2,711	\$ 1,869	\$	2,035	\$ 1,566
Less: Income attributable to participating shares	408	331	372		373	335
Less: Dividends on preferred stock	1,999	1,999	1,999		2,000	1,999
Distributable earnings attributable to Common Stockholders	\$ 53,124	\$ 46,540	\$ 33,909	\$	46,875	\$ 48,264
Distributable earnings per share- basic	\$ 0.46	\$ 0.42	\$ 0.31	\$	0.36	\$ 0.28
Weighted average common shares outstanding	114,371,160	110,739,644	110,672,939		131,651,125	171,973,933

The Company believes that this non-U.S. GAAP financial information, in addition to the related U.S. GAAP measures, provides investors greater transparency into the information used by management in its financial and operational decision-making, including the determination of dividends. However, because Distributable Earnings is an incomplete measure of the Company's financial performance and involves differences from net income computed in accordance with U.S. GAAP, it should be considered along with, but not as an alternative to, the Company's net income computed in accordance with U.S. GAAP as a measure of the Company's financial performance. In addition, because not all companies use identical calculations, the Company's presentation of Distributable Earnings may not be comparable to other similarly-titled measures of other companies.

We calculate Distributable earnings as GAAP net income (loss) excluding the following:

any unrealized gains or losses on certain MBS not retained by us as part of our loan origination businesses any realized gains or losses on sales of certain MBS

any unrealized gains or losses on Residential MSRs

any unrealized change in current expected credit loss reserve

any unrealized gains or losses on de-designated cash flow hedges

any non-cash compensation expense related to stock-based incentive plan

one-time non-recurring gains or losses, such as gains or losses on discontinued operations, bargain purchase gains, or merger related expenses

In calculating Distributable Earnings, Net Income (in accordance with U.S. GAAP) is adjusted to exclude unrealized gains and losses on MBS acquired by the Company in the secondary market but is not adjusted to exclude unrealized gains and losses on MBS retained by Ready Capital as part of its loan origination businesses, where the Company transfers originated loans into an MBS securitization and the Company retains an interest in the securitization. In calculating Distributable Earnings, the Company does not adjust Net Income (in accordance with U.S. GAAP) to take into account unrealized gains and losses on MBS retained by us as part of the loan origination businesses because the unrealized gains and losses that are generated in the loan origination and securitization process are considered to be a fundamental part of this business and an indicator of the ongoing performance and credit quality of the Company's historical loan originations. In calculating Distributable Earnings, Net Income (in accordance with U.S. GAAP) is adjusted to exclude realized gains and losses on certain MBS securities considered to be non-distributable. Certain MBS positions are considered to be non-distributable due to a variety of reasons which may include collateral type, duration, and size. In 2016, the Company liquidated the majority of its MBS portfolio from distributable earnings to fund recurring operating segments.

In addition, in calculating Distributable Earnings, Net Income (in accordance with U.S. GAAP) is adjusted to exclude unrealized gains or losses on residential MSRs, held at fair value. The Company treats its commercial MSRs and residential MSRs as two separate classes based on the nature of the underlying mortgages and the treatment of these assets as two separate pools for risk management purposes. Servicing rights relating to the Company's small business commercial business are accounted for under ASC 860, Transfer and Servicing, while the Company's residential MSRs are accounted for under the fair value option under ASC 825, Financial Instruments. In calculating Distributable Earnings, the Company does not exclude realized gains or losses on either commercial MSRs or residential MSRs, held at fair value, as servicing income is a fundamental part of Ready Capital's business and is an indicator of the ongoing performance.

To qualify as a REIT, the Company must distribute to its stockholders each calendar year at least 90% of its REIT taxable income (including certain items of non-cash income), determined without regard to the deduction for dividends paid and excluding net capital gain. There are certain items, including net income generated from the creation of MSRs, that are included in distributable earnings but are not included in the calculation of the current year's taxable income. These differences may result in certain items that are recognized in the current period's calculation of distributable earnings not being included in taxable income, and thus not subject to the REIT dividend distribution requirement until future years.



