

Investor Presentation

November 2024





Legal Disclaimer

This Investor Presentation includes "forward-looking statements" which reflect Orion Office REIT Inc.'s (the "Company", "Orion", "we", or "us") expectations and projections regarding future events and plans, future financial condition, results of operations, liquidity and business, including leasing and occupancy, acquisitions, dispositions, rent receipts, expected borrowings and financing costs and the payment of future dividends. Generally, the words "anticipates," "assumes," "believes," "continues," "could," "estimates," "expects," "goals," "intends," "may," "plans," "projects," "seeks," "should," "targets," "will," "guidance," variations of such words and similar expressions identify forward-looking statements. These forward-looking statements are based on information currently available to us and involve a number of known and unknown assumptions and risks, uncertainties and other factors, which may be difficult to predict and beyond the Company's control, that could cause actual events and plans or could cause our business, financial condition, liquidity and results of operations to differ materially from those expressed or implied in the Company's forward-looking statements. These factors include, among other things, those discussed under "Forward-Looking Statements" and "Risk Factors" in the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2024 and "Risk Factors" in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2023, and other filings with the Securities and Exchange Commission. Information regarding historical rent collections should not serve as an indication of future rent collection. We disclaim any obligation to publicly update or revise any forward-looking statements, whether as a result of changes in underlying assumptions or factors, new information, future events or otherwise, except as may be required by law.

This Investor Presentation includes a summary of various financial and operating information contained in the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2024, and other filings with the Securities and Exchange Commission. You should carefully review the information contained in the Company's filings with the Securities and Exchange Commission in conjunction with the financial and operating information in this Investor Presentation.

This presentation does not constitute or form a part of, and should not be construed as, an offer or invitation to subscribe for, purchase or otherwise acquire any securities of the Company in any jurisdiction, nor should it or any part of it form the basis of, or be relied on in connection with, any contract to purchase or subscribe for any securities of the Company or with any other contract or commitment whatsoever.

Tenants, Trademarks and Logos

The Company is not affiliated or associated with, is not endorsed by, does not endorse, and is not sponsored by or a sponsor of the tenants or of their products or services pictured or mentioned. The names, logos and all related product and service names, design marks and slogans are the trademarks or service marks of their respective companies.



The Orion Office REIT Story

History

- Spun off from Realty Income following the merger of VEREIT with Realty Income
- Orion Portfolio comprised of substantially all the office properties of both companies
- High-quality core portfolio including headquarters and solid operating properties on long leases was mixed with vacant properties, properties on short leases and other properties identified as non-core

Property Type and Management

- Primarily focused on single-tenant net lease office in attractive suburban markets, that are experiencing economic and population growth or where we believe dynamics will lead to rising rents
- Internally managed by an experienced team with deep knowledge of the portfolio and a public market track record of successfully acquiring and managing this property type

Investment Objectives

- Stabilize and reduce exposure to generic office space while recycling capital into our target sectors, including
 government buildings or buildings that include medical office, flex/laboratory and R&D, or flex/industrial
 operations that tenants are more likely to occupy fully than generic offices
- Maintain a low-leveraged balance sheet suited to support Orion's growth objectives
- Grow organically via targeted dispositions combined with active portfolio management and acquisition of assets in our target sector that produce attractive, risk-adjusted yields



Proven Leadership

Seasoned leadership team with significant net lease and public REIT experience









Paul McDowell

CHIEF EXECUTIVE OFFICER, DIRECTOR

- Executive Vice President and COO of VEREIT, Inc. from 2015 to 2021
- Founder of CapLease, a former publicly-traded net lease REIT, and Chief Executive Officer from 2001 to 2013
 - Elected Chairman of the Board in December 2007
- Corporate Counsel for Sumitomo Corporation of America from 1991 to 1994
- Associate in the corporate department of Boston law firm Nutter, McClennen & Fish LLP from 1987 to 1990

Gavin Brandon

EVP, CHIEF FINANCIAL OFFICER

- Chief Accounting Officer of VEREIT, Inc. from 2014 to 2021
- Chief Financial Officer for three publicly registered, non-listed Office and Industrial REITs, Cole Credit Income Trust, Inc., Cole Credit Income Trust II, Inc. and Cole Credit Property Trust II, Inc.
- Spent nine years with Deloitte & Touche LLP, most recently as a senior manager in the firm's national office within real estate services
- Certified Public Accountant

Chris Day

EVP, CHIEF OPERATING OFFICER

- Senior Vice President, Head of Portfolio and Retail Asset Management at VEREIT, Inc. from 2018 to 2021
- Vice President of Underwriting at VEREIT, where he was part of a team that underwrote approximately \$25 billion of closed acquisitions from 2007 to 2017
- Prior to VEREIT, served as a Finance Associate for Corporex Companies, a privately held real estate investment company

Gary Landriau

EVP, CHIEF INVESTMENT OFFICER

- Head of Office and Industrial Asset Management at VEREIT, Inc. from 2014 to 2021, where he focused on identifying, managing and mitigating risk across the office and industrial portfolios
- Directed and closed 160 leases involving more than 20 million rentable square feet and led transactions to sell nearly \$400 million of assets
- Prior to VEREIT, worked at CapLease and Prudential Realty Group where he negotiated and closed transactions worth several billion dollars in the office, industrial and retail sectors

Paul Hughes

GENERAL COUNSEL AND SECRETARY

- General Counsel and Secretary of Hospitality Investors Trust, Inc. from 2017 to 2021
- Senior Vice President, Counsel -Hospitality at AR Global from 2013 to 2017
- Vice President, General Counsel and Corporate Secretary of CapLease from 2005 to 2013
- Attorney practicing in area of corporate and securities matters at Hunton & Williams LLP (now Hunton Andrews Kurth LLP) (2000 to 2005), Parker Chapin LLP (now Troutman Pepper LLP) (1997 to 2000)
- Certified Public Accountant and employed by Grant Thornton LLP from 1989 to 1997

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Board of Directors

In addition to Paul McDowell, Orion's Board is comprised of four independent directors, each possessing diverse backgrounds with significant experience



Reginald H. Gilyard

CHAIRMAN OF THE BOARD

Current Roles

- Boston Consulting Group: Senior Advisor
- First American Financial Corporation: Director
- CBRE, Group Inc.: Director
- Realty Income Corporation:
 Director

History

- Argyros School of Business and Economics at Chapman University: Dean
- Boston Consulting Group: Partner and Managing Director
- U.S. Air Force Reserves: Major
- U.S. Air Force: Program Manager



Kathleen R. Allen, Ph.D.

INDEPENDENT DIRECTOR

Current Roles

- University of Southern California: Professor Emerita at the Marshall School of Business
- Principal and Director for a real estate investment and development company
- Board of Advisor for a life science company

History

- Gentech Corporation: Co-founder and Chairwoman
- N2TEC Institute: Co-founder and Chief Executive Officer
- Department of Homeland Security: Visiting Scholar
- Realty Income Corporation: Director



Richard J. Lieb

INDEPENDENT DIRECTOR

Current Roles

- AvalonBay Communities, Inc.: Director
- Star Holdings: Trustee

History

- Greenhill & Co.: Senior Advisor, Managing Director and Chairman of Real Estate, Chief Financial Officer, Head of Restructuring, Head of North American Corporate Advisory
- Goldman Sachs & Co.: Head of Real Estate Investment Banking
- CBL & Associates Properties, Inc.: Director
- Domio, Inc.: Advisory DirectorVEREIT, Inc.: Director
- iStar Inc.: Director



Gregory J. Whyte

INDEPENDENT DIRECTOR

Current Roles

• Realty Income Corporation: Chief Operating Officer

History

- TIER REIT, Inc.: Independent Director
- UBS Securities: Senior Advisor in the Real Estate, Leisure, and Lodging Investment Banking Group
- Morgan Stanley: Managing Director, Global Head of Real Estate Equity Research



Paul McDowell

CHIEF EXECUTIVE OFFICER, DIRECTOR

Current Roles

 Orion Office REIT: Chief Executive Officer, President and Director

History

- VEREIT, Inc.: Executive Vice President and COO
- CapLease: Founder and Chief Executive Officer; Chairman of the Board
- Sumitomo Corporation of America: Corporate Counsel
- Nutter, McClennen & Fish:
 Associate, Corporate Department

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Low Leverage, Ample Liquidity And Fully Developed Platform To Support Business Plan

Experienced Team With Successful Track Record Of Acquiring, Managing And Selling Target Sectors Properties

Differentiated Opportunity To Selectively Invest In Target Sectors Assets At Attractive Risk-Adjusted Yields

Value Creation Through Asset Management, Selective Dispositions, Capital Recycling And Evaluation Of Acquisition Opportunities

Reduce Exposure to Generic Office Space While Recycling Capital Toward Target Sectors That We Expect To Perform Better Than Generic Office Over Time

Increase Exposure To Creditworthy Tenants On Long Net Leases To Reduce Portfolio Income Volatility



Shifting Opportunity in Suburban Net Lease



For these reasons, Orion is focusing on assets where the tenant's operations require high workday building head count, the on-site operation is of high value to the tenant, continuing investment by tenant in the operation is likely, that we anticipate will create a relatively high likelihood of renewal at lease expiration

Target Sectors:

- ✓ "Specialized office" such as medical office, flex/laboratory and R&D, and flex/industrial have proven to be more durable tenants due to relatively high likelihood of renewal
- ✓ Federal, State and Local government tenants are generally less volatile than generic office tenants and deliver more durable income over time
- ✓ The more "mission critical", and less generic the building use, the lower the risk for a landlord to encounter turnover. Companies whose employees can easily do their job from home are volatile office building tenants
- ✓ Stable markets with land constraints, continuous economic growth, a strong labor pool, and a tenant base committed to operating from office space produce represent attractive investment



Attractive Suburban Market Features

Focused on key suburban growth markets with strong fundamentals and demographic tailwinds

Population Growth

Highly Educated Workforce

Office-Using Employment Growth

Limited New Office Supply

Access to Mass Transit

Supply of Affordable Housing

Good Public School
Systems

Business-Friendly Tax and Regulatory Environments

Attractive Climate



Portfolio Highlights

Focused on building and maintaining a sustainable investment-grade tenant base

70

Operating Properties

6

Arch Street Joint Venture Properties

8,299

Rentable Square Feet (000s)

74.6%

Occupancy %

\$124,001

ABR (\$000s) (1)

\$14.94

ABR per Rentable Square Foot (1)

74.4%

Investment-Grade Tenancy (1)(2)

5.0 years

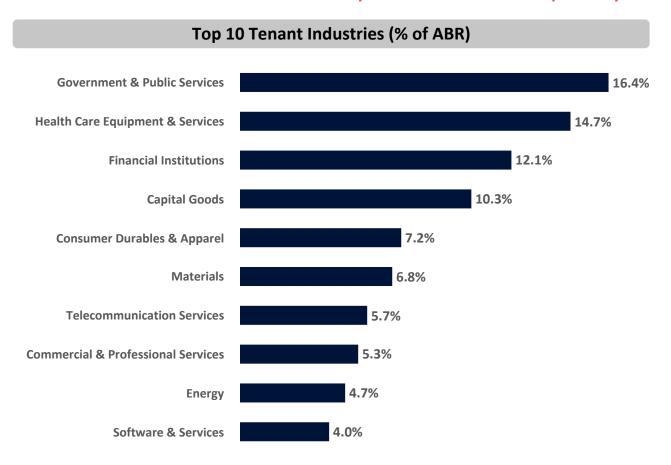
Wtd. Avg. Remaining Lease Term (1)(3)

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Robust Industry and Tenant Diversification

Portfolio well-diversified across economically resilient industries and primarily investment-grade tenants



Top 10 Tenants (% of ABR)						
#	Tenant	Credit Rating (1)	% of ABR			
1	GSA	AA+	15.9%			
2	Bank of America 🎾	A-	10.2%			
3	Cigna	A-	5.7%			
4	COTERRA	BBB	4.7%			
5	MDC HOLDINGS, INC.	BBB	3.5%			
6	T Mobile ⁻	BBB	3.2%			
7	Charter	BB+	3.1%			
8	Banner Life	А	3.0%			
9	Encompass Health	BB-	2.8%			
10 🗦	10 Collins Aerospace BBB+ 2.8%					
		Total Top 10	54.9%			

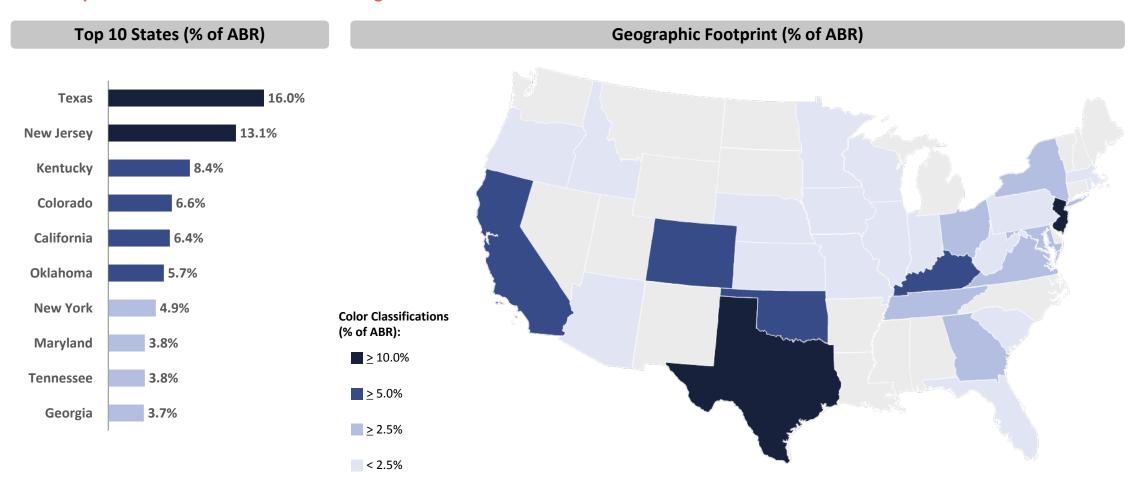
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National Portfolio Well-Diversified by Geography

National portfolio with concentrations in strong suburban office markets



Source: Company data as of September 30, 2024.



Case Study: Leasing

Value Creation through Dynamic Leasing Strategy

Background & Challenge

- 152,000 square foot single-tenant flex/industrial building in Longmont, CO that was constructed in 1993 and is currently occupied by a high credit quality tenant.
- Tenant engaged with Orion to discuss a 5-year renewal on the entire building.
- Tenant considered relocating in order to "right-size" its Longmont operation around its shrinking need for office space and its growing need for storage, testing and assembly space.

Resolution

- Tenant and Orion agreed to a 10-year lease renewal, incentivized by a Tenant
 Improvement Allowance sufficient to enable tenant to reconfigure its space and better
 align the building layout with its shifting business needs.
- Tenant has been paying below market rents. The lease renewal is at market rent.

Benefits

- Orion has stabilized this asset with a long lease renewal to an investment-grade tenant at market rent. This lease deal materially increases the property value.
- The tenant improvement capital will be used in part to reduce office space in a flex/industrial market and Orion was able to materially improve property cash flow through an approximately 20% increase in rental revenue.
- Ownership avoided a potential large vacancy and has eliminated risk around its exposure to downtime, carry costs and the cost to re-tenant this property.





Case Study: Acquisition

Portfolio Value Creation through Capital Recycling

Background

Investment

Benefits

Highlights

- The property is a 97,000 square foot single-tenant flex/lab/R&D facility in San Ramon, California. The property was constructed in 1984, renovated in 2019.
- The property is 100% occupied on a double net lease to tenant for a 15-year term.
- Tenant is a leading agriculture company that is a wholly owned subsidiary of Japanese parent with Japanese credit rating of A+. The property serves as tenant's headquarters and sole flex/lab/R&D facility in the United States.
- The property is located in the Bishop Ranch submarket of San Ramon, approximately one hour from the San Francisco CBD. The property is strategically located, proximate to graduate research talent at UC Davis and throughout the Bay Area.
- Bishop Ranch spans 585 Acres and includes 6.0 million square feet of Class A office space, nearly 10,000 new homes, and a 285,000 square foot retail and entertainment project.
- The property undertook significant renovation in 2019 for the current tenant, which includes state-of-the-art laboratory improvements and over \$20 million reportedly invested directly by the tenant.
- The appraisal value of the underlying land represents an unusually high percentage of the purchase price and this along with the dynamic local market present a variety of attractive opportunities for Orion to monetize this asset after the tenant's lease ends.
- This asset is positioned well due to its proximity to amenities, recent reduction in submarket office supply and specialized use of the property.
- Due to capital investments for the renovations done by the tenant, ownership purchased the property at a price well below replacement cost.
- With the acquisition of this property Orion extends the portfolio level Weighted Average Remaining Lease Term with a high credit quality tenant.







Key Value Creation Drivers to Spur Growth

Seek to generate growth via active asset management, portfolio optimization through capital recycling and pursuit of accretive acquisitions

Active Asset Management

- In-house asset management allows control over entire leasing process
- Develop favorable relationships with tenants via visible and proactive asset management, property management and construction management contacts
- Drive leasing and renewal activity through active dialogue with tenants before lease expiration
- Maximize rental rates and minimize leasing costs with insight from dedicated in-house leasing team
- Provide leasing flexibility through potential multi-tenant conversions

Capital Recycling

- Optimize overall portfolio quality through:
 - Sale of non-core properties and
 - Reinvestment of proceeds into core assets and assets that meet targeted investment criteria

External Growth

- Leverage management team's extensive tenant relationships to seek to create and structure off-market opportunities sale-leasebacks and build-to-suits
- Utilize marketed sourcing channels to uncover opportunities
- Evaluate one-off opportunities and portfolio transactions
- Leverage alternative sources of capital through the Arch Street Joint Venture



Arch Street Joint Venture

The joint venture enhances portfolio quality, lowers cost of capital and provides an additional capital source

Joint Venture Highlights

Arch Street Credentials (1)

- Leading advisor to large international investors
- Advised \$9.7+ billion of transactions since inception
- 20 years of experience

Joint Venture Summary

- Year Created: 2020 (Formed by VEREIT and Arch Street Capital Partners)
- Orion Ownership: 20%
- Interest Rate on Current Financing:
 Variable 6.98%



Peraton – Herndon, VA



Spire Energy – St. Louis, MO

Tenant	Location	Credit Rating ⁽³⁾	Pro Rata SF (000s)	Pro Rata ABR (\$000s)	Pro Rata Debt (\$000s)
Schneider Electric	Foxboro, MA	Α	50	\$727	\$5,057
Sysmex	Lincolnshire, IL	NR	33	\$812	\$5,411
DHL	Westerville, OH	Α	29	\$448	\$3,945
Peraton	Herndon, VA	В-	33	\$1,183	\$5,959
Atlas Air	Erlanger, KY	NR	20	\$323	\$3,141
Spire Energy	St. Louis, MO	BBB+	26	\$394	\$3,635

Properties (2)



Balance Sheet Strategy

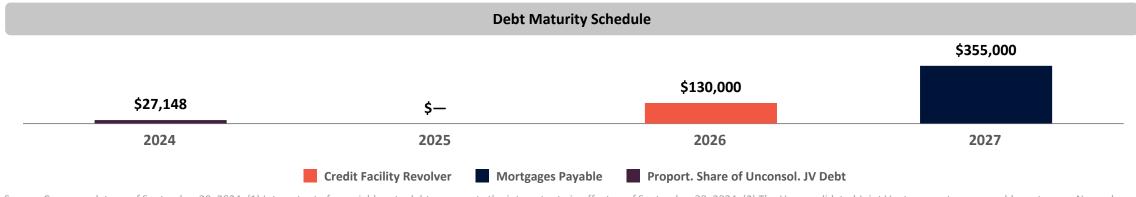
Balance sheet provides ample liquidity for potential growth

Seeking to maintain a conservative leverage profile

- Conservative balance sheet strategy opens up access to multiple capital sources
- Opportunities for growth without an overreliance on the equity markets
- Net Debt Leverage Ratio of 30.8% as of September 30, 2024

Debt Capital Structure					
	Wtd. Avg. Maturity (Years)	Interest Rate ⁽¹⁾	9/30/2024 Balance (\$000s)		
Proportionate share of unconsolidated JV debt (2)	0.2	6.98%	\$27,148		
Mortgages payable ⁽³⁾	2.4	4.97%	355,000		
Total secured debt	2.2	5.11%	\$382,148		
Total unsecured credit facility revolver (4)(5)	1.6	8.18%	\$130,000		
Total Principal Outstanding	2.1	5.89%	\$512,148		

Deht Canital Structure



Source: Company data as of September 30, 2024. (1) Interest rate for variable rate debt represents the interest rate in effect as of September 30, 2024. (2) The Unconsolidated Joint Venture mortgages payable mature on November 27, 2024 with two successive one-year options to extend the maturity an additional 24 months until November 27, 2026 if certain financial and operating covenants and other customary conditions are satisfied. In October 2024, the Unconsolidated Joint Venture and its lenders entered into an amendment to the loan agreement. In connection with the amendment, the Unconsolidated Joint Venture exercised the first extension option and is working with the lenders to satisfy all extension conditions, including a maximum loan-to-value of 60% which may result in a partial repayment of the mortgage notes that we anticipate will require us to fund a member loan to the Unconsolidated Joint Venture. The Unconsolidated Joint Venture mortgages payable have a variable interest rate which is determined, at the election of the borrower, on the basis of Daily Simple SOFR or a base rate loan, plus a spread of 1.60% per annum, and in the case of a base rate loan, plus a spread of 0.50% per annum; however, the Unconsolidated Joint Venture has entered into an interest rate cap agreement to hedge against interest rate volatility on the mortgage notes. Under the agreement, the benchmark rate for the mortgage notes will not exceed 6.00%, effective from May 27, 2024 until November 27, 2024. Pursuant to the October 2024 loan agreement amendment referenced above, beginning on November 28, 2024, the spread of a SOFR loan may increase to 2.60% per annum. (3) The CMBS loan matures on February 11, 2027. (4) The credit facility revolver matures on May 12, 2026. The credit facility revolver is a variable rate facility with the interest rate determined, at the election of the borrower, on the basis of Daily Simple SOFR, Term SOFR or a base rate, in the case of a SOFR loan, plus 3.35% per annum, and in the case of a base rate l



2024 Accomplishments

Ongoing portfolio transformation to establish a high-quality right-sized property base

Leasing Activity

- Leased approximately 832,000 square feet of renewals and new leases across 10 different properties during the nine months ended
 September 30, 2024
 - The weighted average lease term of the transactions was 6.7 years and the weighted average rental rate change was approximately 3.2%
 - Included renewals with the United States Government at our approximately 413,000 square foot property in Covington, Kentucky for 4.0 years and with our tenant at our approximately 152,000 square foot property in Longmont, Colorado for 10.0 years

Balance Sheet

- On May 3, 2024, we entered into an amendment to our credit facility revolver. Under the terms of the amendment, we have rightsized the revolver capacity to \$350.0 million through a \$75.0 million-capacity reduction
- On May 16, 2024, we exercised our option to extend the maturity date of our credit facility revolver 18 months from November 12, 2024 to May 12, 2026
- We had \$237.3 million of liquidity, which represents cash and cash equivalents of \$17.3 million, including the Company's pro rata share of cash from the Unconsolidated Joint Venture, as well as \$220.0 million available capacity on our credit facility revolver as of September 30, 2024

Acquisitions and Dispositions

- Acquired one 97,000 square foot flex/lab/R&D facility in San Ramon, California for \$34.6 million. The property is fully leased to a single tenant with a remaining term of 15.0 years on the acquisition date
- Sold two vacant properties during the nine months ended September 30, 2024 and shortly thereafter for a total of 164,000 square feet at an aggregate gross sales price of \$5.3 million
- We currently have agreements in place to sell two Operating Properties for an aggregate gross sale price of \$21.5 million



ESG Commitment

Committed to fulfilling our responsibility as an outstanding corporate citizen

Our Commitment

Committed to making ESG an integral component of our long-term strategy for the success of our company, as well as the communities and the tenants that we serve. We have adopted policies that outline our commitment to ESG oversight and programs driving environmental stewardship.



Committed to following environmentally friendly practices with regard to energy and water efficiency, alternative power sources, waste management and other initiatives to help preserve and protect the environment.



Social Responsibility Our culture is driven by our team's connection to each other and the communities in which they live and work. **Community partnerships give employees the opportunity to effect positive change** within our company, our industry and our communities.

Stakeholders



Investors

Team



Tenants



Community



Corporate Governance & Compliance We are **committed to conducting business with integrity**. This core value is embedded in our culture and reflects our commitment to **conducting all of our activities in accordance with the highest ethical standards**, sound corporate governance policies and in compliance with all legal and regulatory requirements.



Proven Investment Evaluation Framework

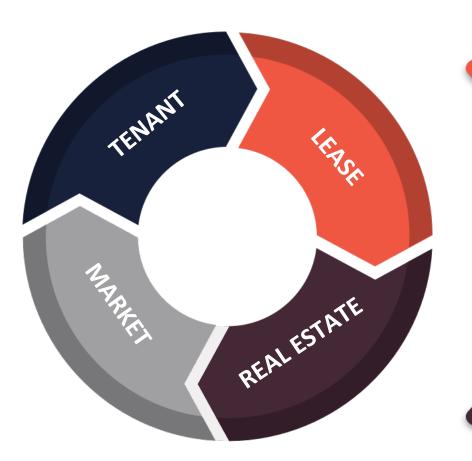
Guided by a four-pronged framework to assess investment opportunities



Utilize credit underwriting expertise to discern underlying credit quality of tenants

Suburban Market Features

Analyze economic data to uncover markets with strong fundamentals and demographic tailwinds



Lease Characteristics

Structure and review leases to ensure high-quality, durable cash flows to investors

Real Estate Attributes

Evaluate underlying real estate quality including age, condition, location, and adaptability



Tenant Credit Underwriting

Utilize a multi-faceted credit underwriting approach to diligently determine the underlying credit quality of every tenant

Conduct Independent Credit Analysis and
Determine Shadow Rating

Evaluate Credit Ratings From Major
Agencies (S&P and Moody's)

Regularly Review Financial Statements and
Other Disclosures

Assess Competitive Position and Potential
Business Risks

Evaluate Ownership Structure (Public, Private, Private Equity, etc.)

Monitor Regulatory News, Market
Conditions, Tenant M&A and Capital
Markets Activity



Real Estate Attributes

Dedicated to acquiring properties with high-quality real estate characteristics

Real Estate Use	✓ Traditional office, governmental office, medical office, and office/flex properties
Location within Suburban Market	✓ Easy access to commuter routes and public transit
Leasing Track Record	✓ Expectation of "sticky" lease renewal or high likelihood of ability to backfill
Fungibility	√ Ability to convert potential vacancy to other single-tenant or multi-tenant use
Parking	✓ Ample on-site parking, particularly where transit options are limited
Amenities	✓ On-site dining and fitness options, lobby/rooftop common area, walking trails, etc.
Workplace Productivity	✓ Modern floor plans configured to optimize collaboration and enhance employee productivity
ESG Compliant	✓ Compliant with Orion's ESG framework and additive to its ESG strategy