UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): June 14, 2021

WASHINGTON REAL ESTATE INVESTMENT TRUST
(Exact name of registrant as specified in its charter)

Maryland	**001-06622**	**53-0261100**
(State of incorporation)	**(Commission File Number)**	**(IRS Employer Identification Number)**

1775 EYE STREET, NW, SUITE 1000, WASHINGTON, DC 20006
(Address of principal executive office) (Zip code)

Registrant's telephone number, including area code: (202) 774-3200

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Shares of Beneficial Interest	WRE	NYSE

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 1.01 Entry into a Material Definitive Agreement.

On June 14, 2021, WRIT Limited Partnership, WashREIT Arlington Tower LLC, WashREIT 515 King ST LLC, WashREIT Courthouse Square LLC, WRIT Fairgate LLC, WashREIT 1901 Pennsylvania Ave Trustee LLC, as trustee, on behalf of 1901 Pennsylvania Ave Grantor Trust Ownership LLC, WashREIT 1220 19th St Trustee LLC, as trustee, on behalf of WashREIT 1220 19th St Grantor Trust Ownership LLC, WashREIT 2000 M St Trustee LLC, as trustee, on behalf of WashREIT 2000 M St Grantor Trust Ownership LLC, WRIT 1140 CT LLC, WRIT ANC LLC and WRIT 1775 Eye Street LLC (each individually, a "Seller," and collectively, the "Sellers") entered into a purchase and sale agreement (the "Agreement") with BPG Acquisitions, LLC, a Delaware limited liability company (the "Buyer"), to sell a portfolio of twelve office assets (the "Office Portfolio") for a contract sale price of $766.0 million. The aggregate deposit amount is approximately $46.0 million.

The twelve assets in the Office Portfolio are as follows:

1. 515 King Street - 515 King Street, Alexandria, Virginia 22314
2. Courthouse Square - 510 & 526 King Street, Alexandria, Virginia 22314
3. 1600 Wilson Boulevard - 1600 Wilson Boulevard, Arlington, Virginia 22209
4. Fairgate at Ballston - 1005 North Glebe Road, Arlington, Virginia 22101
5. Arlington Tower - 1300 North 17th Street, Arlington, Virginia 22209
6. Silverline Center - 7900 Westpark Drive, Tysons, Virginia 22209
7. 1901 Pennsylvania Avenue - 1901 Pennsylvania Avenue, NW, Washington, DC 20006
8. 1220 19th Street - 1220 19th Street, NW, Washington, DC 20036
9. 2000 M Street - 2000 M Street, NW, Washington, DC 20036 (leasehold interest)
10. 1140 Connecticut Avenue - 1140 Connecticut Avenue, NW, Washington, DC 20007
11. Army Navy Building - 1627 Eye Street, NW, Washington, DC 20006
12. 1775 Eye Street - 1775 Eye Street, NW, Washington, DC 20006

Under the terms of the Agreement, the Company expects to close the sale of the Office Portfolio in July, 2021. The Agreement is subject to closing conditions and other terms and conditions customary for real estate transactions.

The Agreement contains representations and warranties the parties thereto made to and solely for the benefit of each other, and such representations and warranties should not be relied upon by any other person. The assertions embodied in those representations and warranties were made solely for the purposes of the Agreement and are subject to important qualifications and limitations agreed to by and between the Buyer and the Sellers in connection with negotiating the Agreement. Accordingly, security holders should not rely on the representations and warranties as accurate or complete or characterizations of the actual state of facts as of any specified date because such representations and warranties are modified in important part by the underlying disclosure schedules, are subject to a contractual standard of materiality different from that generally applicable to security holders and were used only for the purposes of conducting certain limited due diligence inquiries and allocating risks and not for establishing all material facts with respect to the matters addressed.

Item 7.01 Regulation FD Disclosure.

A press release issued by the Company on June 15, 2021 regarding the contracts to sell a total of twelve office assets is attached as Exhibit 99.1. This information is being furnished pursuant to Item 7.01 of Form 8-K. This information is not deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 and is not incorporated by reference into any Securities Act registration statements.

On June 15, 2021, the Company posted an Investor Presentation entitled "Accelerating Our Transformation into a Multifamily REIT - June 15, 2021" to its website at www.washreit.com on the "Investors" page. A copy of the Investor Presentation is attached as Exhibit 99.2. This information is being furnished pursuant to Item 7.01 of Form 8-K. This information is not deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 and is not incorporated by reference into any Securities Act registration statements. Our website and the information contained therein or connected thereto is not deemed to be a incorporated herein, and you should not rely on any such information in making any investment decision.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following exhibits are furnished with this report on Form 8-K:

Exhibit No.	Description
99.1	Press release issued June 15, 2021
99.2	Investor Presentation - Accelerating Our Transformation into a Multifamily REIT - June 15, 2021

Forward-Looking Statements

This Current Report on Form 8-K contains forward-looking statements which involve risks and uncertainties. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. In some cases, you can identify forward looking statements by the use of forward-looking terminology such as “may,” “will,” “should,” “expects,” “intends,” “plans,” “anticipates,” “believes,” “estimates,” “predicts,” or “potential” or the negative of these words and phrases or similar words or phrases which are predictions of or indicate future events or trends and which do not relate solely to historical matters. Such statements involve known and unknown risks, uncertainties, and other factors which may cause the actual results, performance, or achievements of WashREIT to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Currently, one of the most significant factors continues to be the adverse effect of the COVID-19 virus, including any variants and mutations thereof, the actions taken to contain the pandemic or mitigate the impact of COVID-19, and the direct and indirect economic effects of the pandemic and containment measures. The extent to which COVID-19 continues to impact WashREIT and its tenants will depend on future developments, which are highly uncertain and cannot be predicted with confidence, including the scope, severity and duration of the pandemic, the actions taken to contain the pandemic or mitigate its impact, and the direct and indirect economic effects of the pandemic and containment measures, the continued speed and success of the vaccine rollout, effectiveness and willingness of people to take COVID-19 vaccines, and the duration of associated immunity and their efficacy against emerging variants of COVID-19, among others. Moreover, investors are cautioned to interpret many of the risks identified in the risk factors discussed in our Annual Report on Form 10-K for the year ended December 31, 2020 filed on February 16, 2021, as being heightened as a result of the ongoing and numerous adverse impacts of COVID-19. Additional factors which may cause the actual results, performance, or achievements of WashREIT to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements include, but are not limited to the risks associated with ownership of real estate in general and our real estate assets in particular; the economic health of the greater Washington metro region; the risk of failure to enter into and/or complete potential acquisitions and dispositions (including the sale of the Office Portfolio), at all, within the price ranges anticipated and on the terms and timing anticipated; changes in the composition of our portfolio; fluctuations in interest rates; reductions in or actual or threatened changes to the timing of federal government spending; the risks related to use of third-party providers; the economic health of our tenants; shifts away from brick and mortar stores to e-commerce; the availability and terms of financing and capital and the general volatility of securities markets; compliance with applicable laws, including those concerning the environment and access by persons with disabilities; the risks related to not having adequate insurance to cover potential losses; the risks related to our organizational structure and limitations of stock ownership; changes in the market value of securities; terrorist attacks or actions and/or cyber-attacks; failure to qualify and maintain our qualification as a REIT and the risks of changes in laws affecting REITs; and other risks and uncertainties detailed from time to time in our filings with the SEC, including our 2020 Form 10-K filed on February 16, 2021. While forward-looking statements reflect our good faith beliefs, they are not guarantees of future performance. We undertake no obligation to update our forward-looking statements or risk factors to reflect new information, future events, or otherwise.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WASHINGTON REAL ESTATE INVESTMENT TRUST
(Registrant)

By: /s/ W. Drew Hammond
(Signature)

W. Drew Hammond
Vice President, Chief Accounting Officer

June 15, 2021
(Date)

WASH★REIT

FOR IMMEDIATE RELEASE

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WASHREIT ACCELERATES TRANSFORMATION INTO MULTIFAMILY REIT WITH AGREEMENT TO SELL OFFICE PORTFOLIO

Providing significant capital to deploy into growing multifamily portfolio
Planning expanded geographic focus into the Southeast

Washington, DC, June 15, 2021 — WashREIT (NYSE: WRE) ("WashREIT" or the "Company"), as part of its multi-year strategic transformation into a multifamily REIT, announced today that it has entered into a definitive agreement to sell substantially all its office portfolio to a Brookfield Asset Management private real estate fund for an aggregate purchase price of $766 million. This office portfolio sale consists of twelve office assets, comprising 2,371,000 square feet, located in the Washington, DC metro area. The transaction is expected to close in the third quarter of 2021, subject to the satisfaction of customary closing conditions.

The Company has also signed a letter of intent to sell its remaining eight retail assets and expects to complete this sale in the third quarter. No assurance can be given as to the timing or ultimate completion of these sales.

The Company plans to use the net proceeds from this office portfolio sale and future retail sales to fund the expansion of its multifamily platform through acquisitions in Southeastern markets and to reduce its leverage by repaying outstanding debt.

After the office transaction is complete, WashREIT will own only one office asset, Watergate 600, which is a Class A, 295,000 square foot office building located in Washington, DC. The company intends to dispose of Watergate 600 when practicable to become a 100% pure-play multifamily REIT.

The Company's multifamily strategies target the Class A-, Class B Value-Add and Class B segments of the market, focusing on the deepest part of the demand curve – the mid-market renter. WashREIT's research on under-served middle income renters and markets poised for strong, sustained demand has led it to concentrate on expanding its geographic presence into the high-growth Southeastern markets of Atlanta, Raleigh-Durham and Charlotte. Expansion into these markets will diversify WashREIT's geographic concentration risk, while providing opportunities for additional growth - driven both by current and projected long-term rental-rate outperformance.

"We are announcing the most significant milestone to date in our transformation into a multifamily REIT," said Paul McDermott, President and CEO of WashREIT. "This transaction, along with sourcing multifamily expansion opportunities and our retail sales process, signals our belief that the multifamily asset class is the best vehicle to harness long-term growth for our investors."

"Completing this sale will allow us to strengthen our balance sheet by eliminating near-term debt maturities until 2023. The Company also intends to sell its remaining retail assets and use the proceeds from both sales to pay down debt and invest in new multifamily assets, which we believe will enable us to reduce our leverage to the mid to high 5x range for Net Debt to Adjusted EBITDA and further lower our long-term leverage guideposts to stay between 5.0x and 6.0x. With this transaction, we have the resources to expand the scope of our successful research-led, value-creation strategies into high-growth Southeastern markets that we have studied for the past several years. These strategies include serving the underserved mid-market renter and delivering the best resident experience across several price points, thereby creating the greatest value for all of our stakeholders," added McDermott.

The financial impacts of the proposed transactions described in this press release were not included in the Company's outlook with respect to general and administrative expense and interest expense for full year 2021 provided on April 28, 2021, and that prior outlook information will be impacted by the proposed transactions. Given that these proposed transactions have not yet been completed, the Company is not providing an updated 2021 full year outlook for general and administrative expense or interest expense at this time and the outlook with respect to such items is no longer in effect.

WashREIT is holding an investor webcast today, Tuesday, June 15, 2021 at 8 AM ET, to discuss the transformative transactions, its de-leveraging and multifamily growth plans and the expected financial impacts of these actions. During the presentation, the Company will discuss its plan to continue to execute its research-driven strategy to expand its multifamily portfolio presence to create value and increase future growth prospects followed by a brief question and answer session.

JLL served as the Company's exclusive real estate advisor in connection with the office and retail portfolio sales and Goldman Sachs & Co. LLC is serving as exclusive strategic financial advisor to the Company.

Office Portfolio
The office portfolio under contract to be sold consists of 12 office properties, with six properties located in Northern Virginia and six properties located in Washington, DC. As of May 31, 2021, the portfolio was approximately 83% occupied.

Properties	**Location**	**Net Rentable Square Feet**
515 King Street	Alexandria, VA	75,000
Courthouse Square	Alexandria, VA	121,000
1600 Wilson Boulevard	Arlington, VA	171,000
Fairgate at Ballston	Arlington, VA	144,000
Arlington Tower	Arlington, VA	389,000
Silverline Center	Tysons, VA	552,000
Northern VA Subtotal		1,452,000
1901 Pennsylvania Avenue	Washington, DC	101,000
1220 19th Street	Washington, DC	103,000
2000 M Street	Washington, DC	34,000
1140 Connecticut Avenue	Washington, DC	184,000
Army Navy Building	Washington, DC	108,000
1775 Eye Street	Washington, DC	189,000
Washington, DC Subtotal		919,000
TOTAL		**2,371,000**

Presentation
A presentation highlighting the transaction and strategic overview can be accessed through the Investor section of the Company's website at www.washreit.com.

Investor Webcast Information
Today, Tuesday, June 15, 2021, at 8 AM ET, WashREIT is holding an investor presentation webcast presenting the transaction and strategic plans followed by a brief question and answer session.

The live, on-demand webcast will be available on the Investor section of WashREIT's website at www.washreit.com or at https://www.webcaster4.com/Webcast/Page/2091/41585. Online playback of the webcast will be available following the on-demand webcast until July 6, 2021.

For those unable to access the live on-demand webcast, the remarks can also be accessed in a simultaneous conference call as follows:

USA Toll Free Number: 877-407-9205
International Toll Number 201-689-8054

WashREIT owns and operates uniquely positioned real estate assets. Backed by decades of experience, expertise, and ambition, we create value by transforming insights into strategy and strategy into action. Our shares trade on the NYSE. With a track record of driving returns and delivering satisfaction, we are a trusted authority in one of the nation's most competitive real estate markets.

Certain statements in this press release are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 and involves risk and uncertainties. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. In some cases, you can identify forward looking statements by the use of forward-looking terminology such as "may," "will," "should," "expects," "intends," "plans," "anticipates," "believes," "estimates," "predicts," or "potential" or the negative of these words and phrases or similar words or phrases which are predictions of or indicate future events or trends and which do not relate solely to historical matters. Such statements involve known and unknown risks, uncertainties, and other factors which may cause the actual results, performance, or achievements of WashREIT to be materially different from future results, performance or achievements expressed or implied by such forward looking statements. Currently, one of the most significant factors continues to be the adverse effect of the COVID-19 virus, including any variants and mutations thereof, the actions taken to contain the pandemic or mitigate the impact of COVID-19, and the direct and indirect economic effects of the pandemic and containment measures. The extent to which COVID-19 continues to impact WashREIT and its tenants will depend on future developments, which are highly uncertain and cannot be predicted with confidence, including the scope, severity and duration of the pandemic, the actions taken to contain the pandemic or mitigate its impact, and *the direct and indirect economic effects of the pandemic and containment measures, the continued speed and success of the vaccine rollout, effectiveness and willingness of people to take COVID-19 vaccines, and the duration of associated immunity and their efficacy against emerging variants of COVID-19, among others. Moreover, investors are cautioned to interpret many of the risks identified in the risk factors discussed in our Annual Report on Form 10-K for the year ended December 31, 2020 filed on February 16, 2021, as being heightened as a result of the ongoing and numerous adverse impacts of COVID-19. Additional factors which may cause the actual results, performance, or achievements of WashREIT to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements include, but are not limited to the risks associated with the failure to enter into and/or complete contemplated acquisitions or dispositions (including the announced office portfolio sale transaction and expected retail asset sales) within the price ranges anticipated and on the terms and timing anticipated, or at all; our ability to execute on our strategies, including new strategies with respect to our operations and our portfolio, including the acquisition of multifamily properties and the repayment of debt, and to realize any anticipated benefits, including the performance of any acquired multifamily properties at the levels anticipated; our ability to reduce actual net leverage to levels consistent with our targeted net leverage range; the ownership of real estate in general and our real estate assets in particular; the economic health of the greater Washington, DC metro region and the larger Southeastern region; changes in the composition and geographic location of our portfolio; fluctuations in interest rates; reductions in or actual or threatened changes to the timing of federal government spending; the risks related to use of third-party providers and joint venture partners; the economic health of our tenants; shifts away from brick and mortar stores to e-commerce; the availability and terms of financing and capital and the general volatility of securities markets; compliance with applicable laws, including those concerning the environment and access by persons with disabilities; the risks related to not having adequate insurance to cover potential losses; the risks related to our organizational structure and limitations of stock ownership; changes in the market value of securities; terrorist attacks or actions and/or cyber-attacks; failure to qualify and maintain our qualification as a REIT and the risks of changes in laws affecting REITs; and other risks and uncertainties detailed from time to time in our filings with the SEC, including our 2020 Form 10-K filed on February 16, 2021. While forward-looking statements reflect our good faith beliefs, they are not guarantees of future performance. We undertake no obligation to update our forward-looking statements or risk factors to reflect new information, future events, or otherwise.*

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Investor Presentation
Accelerating Our Transformation into a Multifamily REIT
June 15, 2021
WASH★REIT®

DISCLOSURES

This presentation does not constitute an offer to sell or the solicitation of an offer to buy any securities of WashREIT, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification of such securities under the securities law of any such jurisdiction. If WashREIT were to conduct an offering of securities in the future, it will be made under an effective registration statement filed with the Securities and Exchange Commission and only by means of a prospectus supplement and accompanying prospectus. In such an event, a copy of the prospectus and the applicable preliminary prospectus supplement and final prospectus supplement, as well as the final term sheet, if applicable, relating to such transaction will be able to be obtained from the Securities and Exchange Commission at www.sec.gov, from any underwriters in that offering, or by contacting WashREIT at 202-774-3200. Before you invest in any such offering, you should read the applicable prospectus supplement related to such offering, the accompanying prospectus and the information incorporated by reference therein and other documents WashREIT has then filed with the Securities and Exchange Commission for more complete information about WashREIT and any such offering.

Forward-Looking Statements

Certain statements in this presentation are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995 and involve risks and uncertainties. Forward-looking statements relate to expectations, beliefs, projections, future plans and strategies, anticipated events or trends and similar expressions concerning matters that are not historical facts. In some cases, you can identify forward looking statements by the use of forward-looking terminology such as "may," "will," "should," "expects," "assumed," "pro forma," "target," "intends," "plans," "anticipates," "believes," "estimates," "predicts," or "potential" or the negative of these words and phrases or similar words or phrases which are predictions of or indicate future events or trends and which do not relate solely to historical matters. 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The extent to which COVID-19 continues to impact WashREIT and its tenants will depend on future developments, which are highly uncertain and cannot be predicted with confidence, including the scope, severity and duration of the pandemic, the actions taken to contain the pandemic or mitigate its impact, and the direct and indirect economic effects of the pandemic and containment measures, the continued speed and success of the vaccine rollout, effectiveness and willingness of people to take COVID-19 vaccines, and the duration of associated immunity and their efficacy against emerging variants of COVID-19, among others. Moreover, investors are cautioned to interpret many of the risks identified in the risk factors discussed in our Annual Report on Form 10-K for the year ended December 31, 2020 filed on February 16, 2021, as being heightened as a result of the ongoing and numerous adverse impacts of COVID-19. Additional factors which may cause the actual results, performance, or achievements of WashREIT to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements include, but are not limited to the risks associated with the failure to enter into and/or complete contemplated acquisitions or dispositions (including the announced office portfolio sale transaction and assumed retail asset sales) within the price ranges anticipated and on the terms and timing anticipated, or at all; our ability to execute on our strategies, including new strategies with respect to our operations and our portfolio, including the acquisition of multifamily properties and the repayment of debt, and to realize any anticipated benefits, including the performance of any acquired multifamily properties at the levels anticipated; whether our Actual NOI for 2021 will be consistent with our Estimated 2021 NOI; whether our actual Net Leverage (including its components of Net Debt and Adjusted EBITDA) will be consistent with our targeted Net Leverage range (including its components of Net Debt and Adjusted EBITDA); whether Actual 2021 and 2022 NOI for Trove will be consistent with Annualized Estimated 2021 NOI and our Estimated Stabilized NOI for Trove for Q2 2022; whether actual 2021 NOI for Watergate 600 will be consistent with Estimated 2021 NOI for Watergate 600; our assumptions regarding capitalization rates; the ownership of real estate in general and our real estate assets in particular; the economic health of the greater Washington, DC metro region and the larger Southeastern region; changes in the composition and geographic location of our portfolio; fluctuations in interest rates; reductions in or actual or threatened changes to the timing of federal government spending; the risks related to use of third-party providers and joint venture partners; the ability to control our operating expenses; the economic health of our tenants; shifts away from brick and mortar stores to ecommerce; the availability and terms of financing and capital and the general volatility of securities markets; compliance with applicable laws, including those concerning the environment and access by persons with disabilities; the risks related to not having adequate insurance to cover potential losses; the risks related to our organizational structure and limitations of stock ownership; changes in the market value of securities; terrorist attacks or actions and/or cyber-attacks; failure to qualify and maintain our qualification as a REIT and the risks of changes in laws affecting REITs; and other risks and uncertainties detailed from time to time in our filings with the SEC, including our 2020 Form 10-K filed on February 16, 2021 and the additional assumptions included on slide 45 of this presentation. While forward-looking statements reflect our good faith beliefs, they are not guarantees of future performance. We undertake no obligation to update our forward-looking statements or risk factors to reflect new information, future events, or otherwise.

Use of Non-GAAP Financial Measures and other Definitions

This presentation contains certain non-GAAP financial measures and other terms that have particular definitions when used by us. The definitions and calculations of these non-GAAP financial measures and other terms may differ from those used by other REITs and, accordingly, may not be comparable. Please refer to the definitions and calculations of these terms and the reasons for their use, and reconciliations to the most directly comparable GAAP measures included later in this investor presentation. See pages 45 - 58 for certain definitions and reconciliations of non-GAAP information.

Definitions and Reconciliation of Certain Forward-Looking Non-GAAP information

This presentation also includes certain forward-looking non-GAAP information. Due to the high variability and difficulty in making accurate forecasts and projections of some of the information excluded from these estimates, together with some of the excluded information not being ascertainable or accessible, the Company is unable to quantify certain amounts that would be required to be included in the most directly comparable GAAP financial measures without unreasonable efforts.

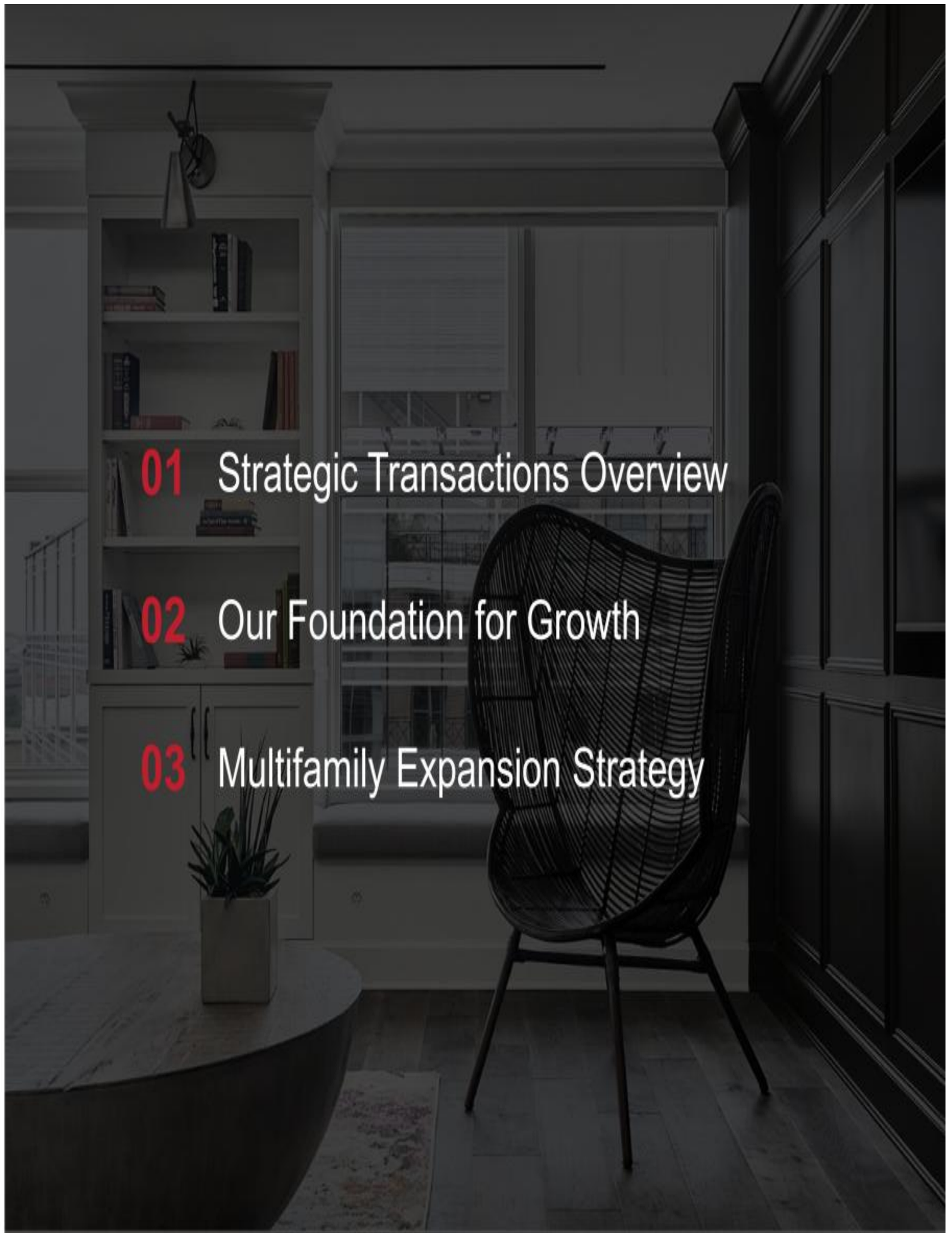
Strategic Transactions

As discussed in greater detail under the "Forward-Looking Statements" above, there is no assurance that we will execute the transactions and strategies described in this presentation, including the expected dispositions, repayment of debt and redeployment of proceeds into additional multifamily assets, on the terms and timing anticipated, or at all.

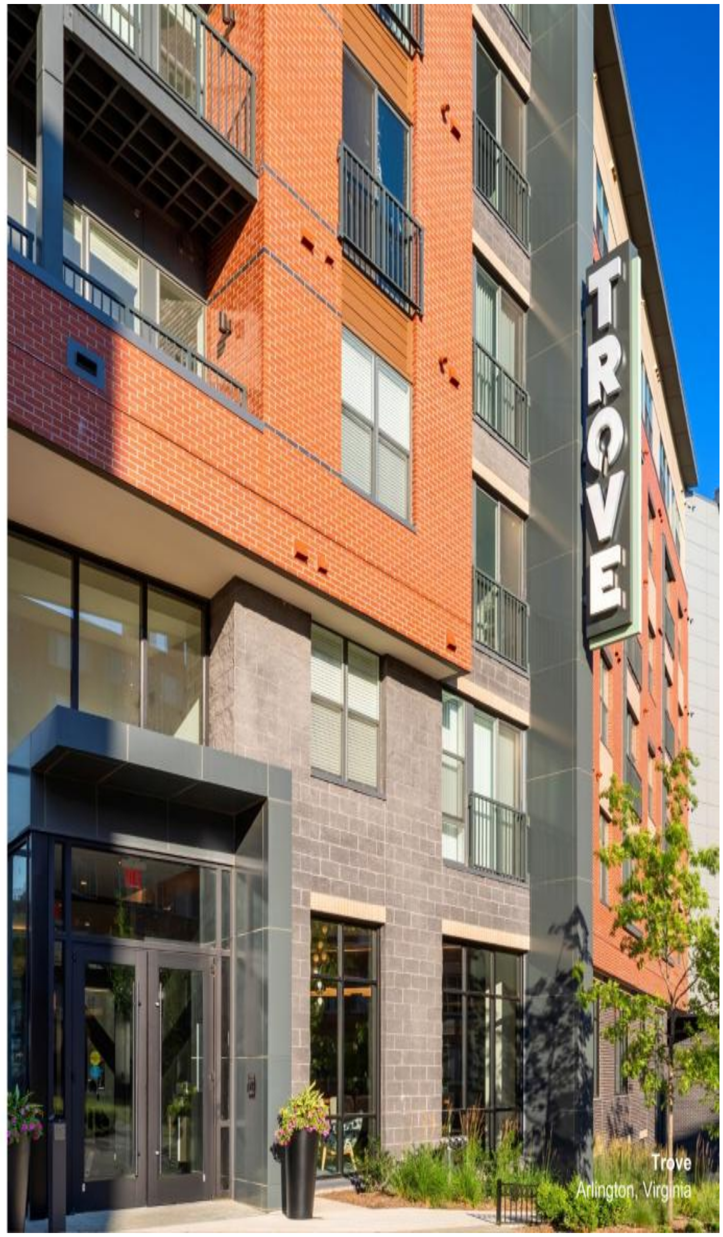
Market Data

Market data and industry forecasts are used in this presentation, including data obtained from publicly available sources. These sources generally state that the information they provide has been obtained from sources believed to be reliable, but the accuracy and completeness of the information is not assured. The Company has not independently verified any such information.

TOPICS OF DISCUSSION

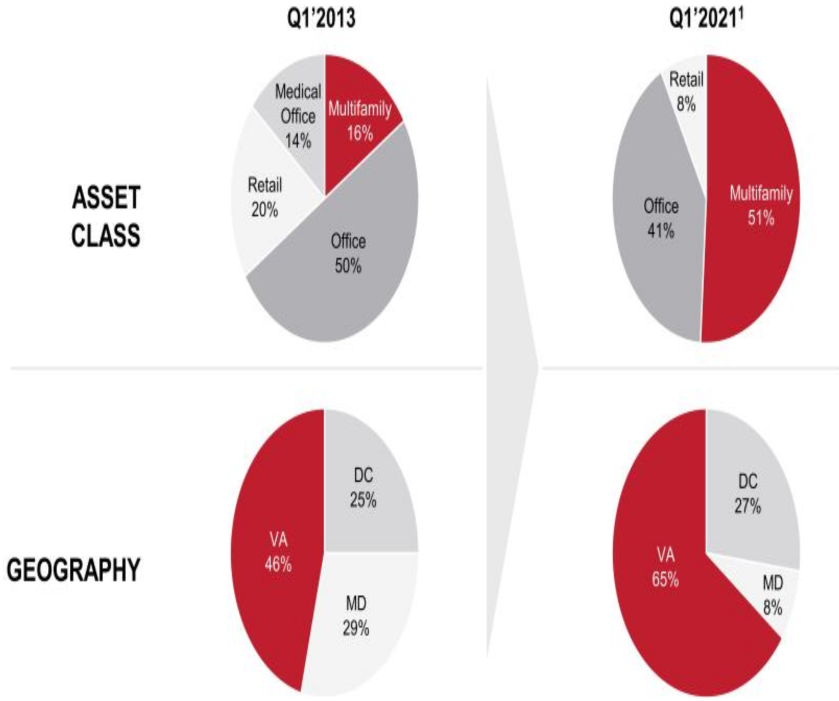


STRATEGIC TRANSACTIONS OVERVIEW



WASHREIT HAS ALLOCATED CAPITAL TO ITS STRONGEST ASSET CLASS

Asset recycling has increased exposure to asset class and geography that research has indicated has the strongest fundamentals



Note: Refer to slide 2 for certain disclosure regarding Forward-Looking Statements and Strategic Transactions.
Note: Portfolio composition based on Cash NOI contribution by asset class and geography.
[1] Includes actual NOI of $42.9 million for Q1 2021 plus $1.6 million of Q2 2022 estimated stabilized NOI from Trove.

TRANSFORMATION AND ASPIRATIONS FOR THE FUTURE

Accelerates transformation of WashREIT into a multifamily REIT,
adding meaningful geographic diversity with a lower risk profile

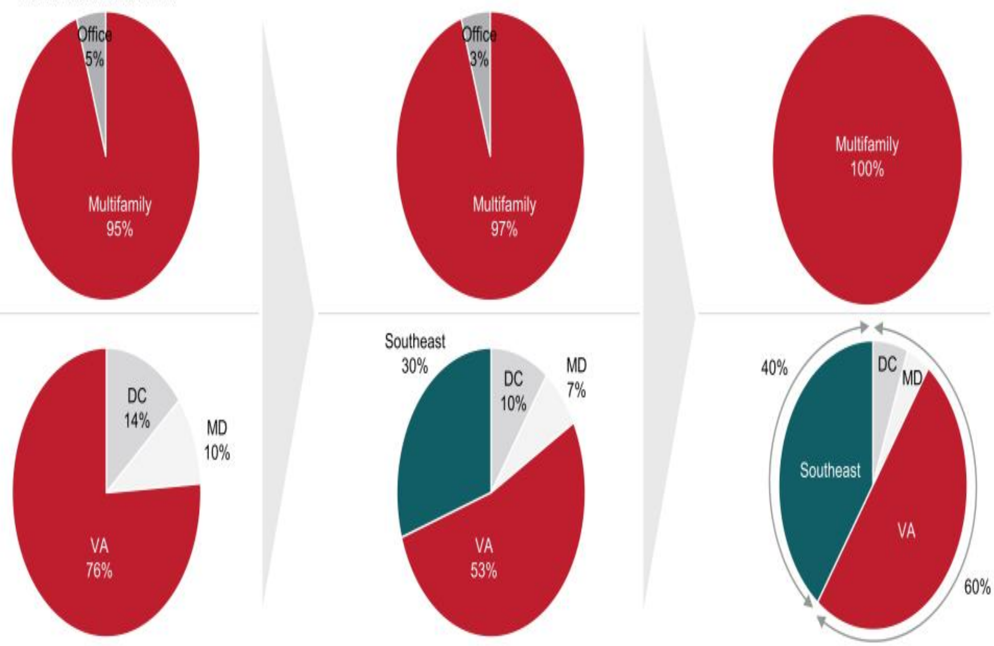
PORTFOLIO MIX
Following Sales of Commercial Assets Before Reinvestment[1]

ANTICIPATED PORTFOLIO MIX
Transaction Capital Fully Deployed[2]

ASPIRATIONAL PORTFOLIO FUTURE STATE

ASSET CLASS

GEOGRAPHY



Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
Note: Portfolio composition based on portfolio square feet by asset class and geography.
[1] Pro forma portfolio square feet for the expected sale of office portfolio and assumed retail dispositions.
[2] Pro forma portfolio square feet for the expected sale of office portfolio, assumed retail dispositions and reinvestment of $450 million of proceeds into future multifamily acquisitions. Assumes 2.9 million square feet are purchased in future multifamily acquisitions and distributed between North Carolina, South Carolina and Georgia.

SUMMARY OF PROPOSED SOURCES AND USES

01 Expected Office Portfolio Sale

- Gross proceeds of $766 million
- Expected to close in July 2021

02 Assumed Retail Dispositions

- Retail dispositions estimated to generate gross proceeds of approximately $170 million
- Assumed to be completed in Q3 2021

03 Multifamily Acquisitions

- Proceeds fund active acquisition pipeline in identified Southeastern markets
- Expected to redeploy cash proceeds through 2H 2021

04 Targeted Leverage[3] Reduction

- Targeting to de-lever to a mid to high 5x Net Debt / EBITDA range, assuming the repayment of $421 million of net debt and the redeployment of cash into future multifamily investments at an initial cap rate in the low 4% range and averaging in the high 4% range for the first three years

PLANNED SOURCES	($M)
Proceeds from expected sale of office portfolio	$ 766
Estimated proceeds from assumed retail dispositions	170
Total Sources	$ 936

PLANNED USES	($M)
Cash for potential multifamily investments	$ 450
Debt repayments, net[1]	421
Transaction costs[2]	65
Total Uses	$ 936

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] Includes impact from incremental draw of $29 million on revolving credit facility to repay a portion of the planned $450 million aggregate debt repayments.
[2] Consists of closing costs associated with the expected sale of the office portfolio, assumed retail dispositions, estimated debt repayment costs, and reinvestment of proceeds into future multifamily acquisitions.
[3] Targeted net leverage (i.e., Net Debt / Adjusted EBITDA) may differ materially from this illustrative presentation. Please see slide 45 of this presentation for a discussion of the underlying assumptions related to this illustrative net leverage presentation and the forward-looking statements disclaimer on slide 2 of this presentation for a discussion of the risks that could cause actual results to differ materially from any potential, expected or assumed results.

TRANSACTIONS HIGHLIGHTS

If completed, the strategic transactions would:

- Accelerate WashREIT's transformation into a multifamily REIT operating in the Washington, DC metro and Southeastern markets
- Provide financial flexibility to prudently invest in high-growth Southeastern region
- Significantly reset earnings growth profile and enhance geographic diversification
- Streamline and simplify business model to promote sustainable growth
- Improve cash flow characteristics – lower volatility, lower capex, and greater growth going forward
- Reduce net leverage with a target of mid to high 5x range[1]

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] See footnote 3 on slide 7 for additional information regarding net leverage presentation.

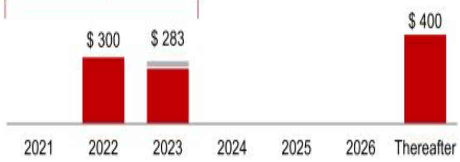
IMPROVED AND FORTIFIED CAPITAL STRUCTURE

Assumed **$421** million net reduction in total debt
and targeting net leverage in mid to high 5x range[1]

DEBT MATURITIES ($M)	CAPITALIZATION ($M)

Q1 2021 ACTUAL

59% of Current Debt Matures through 2023



$3 million cash & cash equivalents as of Q1'2021

Q1 2021 POST POTENTIAL DISPOSITIONS[2]

29% of Debt Matures through 2023

TO BE REPAID
$300 million, 3.95% Bonds *Due 2022*

TO BE REPAID
Term Loan $150 million
TO BE DRAWN
Credit Facility $29 million

Assumes $421 million net reduction in total debt plus additional cash of $450 million for future multifamily acquisitions

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] See footnote 3 on slide 7 for additional information regarding net leverage presentation.
[2] Assumed repayment of debt following completion of expected office sale and assumed retail dispositions.
[3] As of March 31, 2021.

COMPONENTS OF NET ASSET VALUE

REAL ESTATE PORTFOLIO

	Q1 2021 ($000s)
Stabilized Multifamily NOI	
Virginia	$ 16,398
Washington, DC	2,578
Maryland	1,780
Total Stabilized Multifamily NOI	**$ 20,757**
Development Properties NOI	
Trove (Q1 2021)	$ 208
Trove (Stabilized – Q2 2022)[1]	1,844
Office NOI	**$ 2,683**

REAL ESTATE NOT VALUED BY INCOME CAPITALIZATION

	($000s)
Assumed Sales	
Estimated Gross Proceeds from Office Portfolio Sale[2]	$ 766,000
Estimated Gross Proceeds from Assumed Retail Dispositions[2]	170,000
Wholly Owned Construction In Progress[3]	$ 29,717

OTHER ASSETS

	Q1 2021 ($000s)
Other Assets	
Cash and Cash Equivalents	$ 3,017
Restricted Cash[4]	566
Rents and Other Receivables[5]	11,307
Prepaid Expenses and Other Assets[6]	28,086
Subtotal Other Assets	**$ 42,977**

LIABILITIES

	Q1 2021 ($000s)
Total Debt, excluding deferred financing costs[7]	$ 562,139
Accounts Payable and Other Liabilities[8]	44,237
Advance Rent[9]	1,659
Tenant Security Deposit[10]	4,256
Total Liabilities	**$ 612,291**

OUTSTANDING SHARES AND SHARE EQUIVALENTS

	(000s)
Common Shares Outstanding (as of March 31, 2021)	84,564
Employee Restricted Share Awards	463
Fully Diluted Shares Outstanding	**85,027**

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.

1 Trove expected to stabilize around year end 2021. Represents estimated Q2'2022 stabilized NOI for Trove excluding the impact of leasing costs and concessions. Including leasing costs and concessions, estimated Q2'2022 stabilized NOI for Trove is $1,638.
2 Total gross proceeds excluding estimated closing costs and debt repayment.
3 CIP per latest balance sheet, less $1,122 related to divested commercial assets.
4 Restricted cash per the latest balance sheet, less $10 related to divested commercial assets.
5 Rent and other receivables per latest balance sheet, less $48,089 related to divested commercial assets.
6 Prepaid expenses and other assets per latest balance sheet, less $39,130 related to divested commercial assets.
7 Represents total debt excluding deferred financing costs per latest balance sheet, adjusted for anticipated debt repayments of $420,861 related to divested commercial assets.
8 Accounts payable and other liabilities per latest balance sheet, less $16,102 related to divested commercial assets.
9 Advance rent per latest balance sheet, less $4,983 related to divested commercial assets.
10 Tenant security deposit per latest balance sheet, less $5,839 related to divested commercial assets.

BUILDING BLOCKS TO WASHREIT'S STORY

COMMERCIAL REAL ESTATE

- We anticipate our expected office portfolio transaction to close in July 2021 and our assumed retail dispositions to be completed in Q3 2021
- Net proceeds from our commercial real estate transactions to be used to (i) prudently invest in multifamily assets in Southeastern markets and (ii) deleverage

	EST. CLOSING	EST. PROCEEDS ($M)
Expected Office Portfolio Sale[1]	July 2021	$766
Assumed Retail Dispositions	Q3 2021	$170

ESTIMATED 2021 NOI ($M)[2]

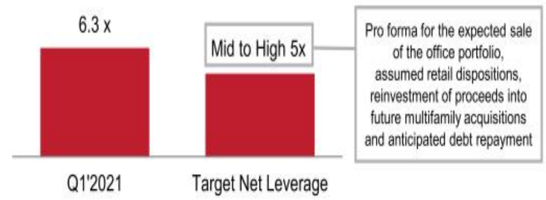
Same-Store Multifamily (21 Assets)		Trove (Stabilizes around year end 2021)		Watergate 600 (Remaining Office Asset)	
FY2021E		STABILIZATION PROFILE		FY2021E	
NOI	$85.0 - $86.0	FY2021E NOI	$2.75 - $3.25	NOI	$12.0 - $12.5
		Estimated Stabilized NOI[3]	$7.3		

POTENTIAL MULTIFAMILY ACQUISITIONS

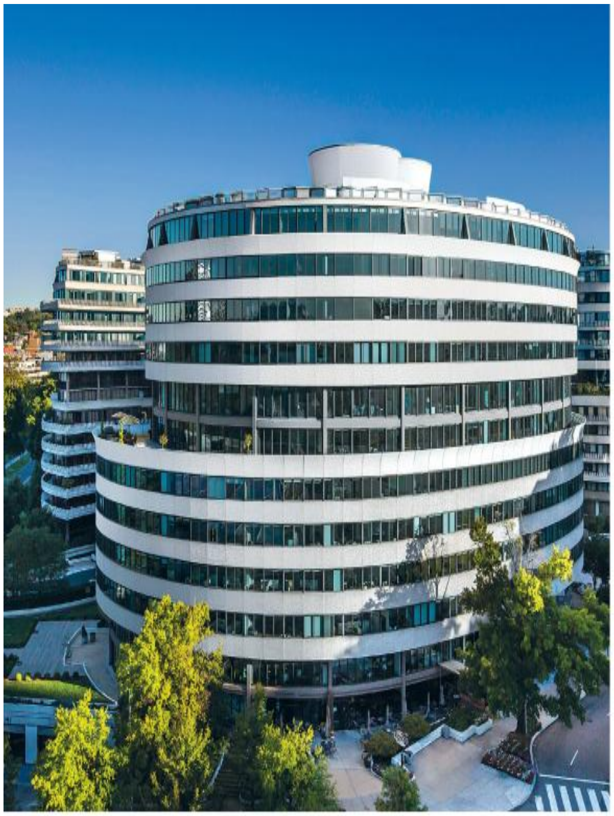
- Pro forma for the transactions, $450 million of proceeds to deploy into multifamily
- Expansion into new Southeastern markets based on detailed, research-driven approach
- Significant and growing pipeline of multifamily investment opportunities
- Proceeds expected to be deployed over balance of 2021

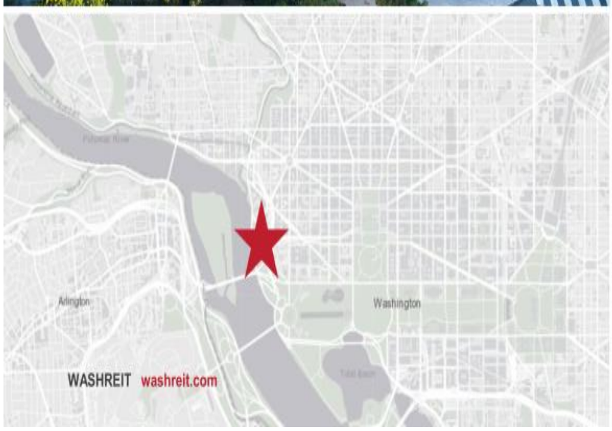
NET LEVERAGE[4]

- Targeting to de-lever to a mid to high 5x Net Debt / EBITDA range, assuming the repayment of $421 million of net debt and the redeployment of cash into future multifamily investments at an initial cap rate in the low 4% range and averaging in the high 4% range for the first three years.



Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] Excludes Watergate 600.
[2] Actual NOI results may differ materially from these estimates. Please see slide 45 of this presentation for a discussion of the underlying assumptions related to these NOI estimates and the forward-looking statements disclaimer on slide 2 of this presentation for a discussion of the risks that could cause actual results to differ materially from any potential or estimated results.
[3] Represents estimated stabilized NOI for Trove excluding the impact of leasing costs and concessions.
[4] See footnote 3 on slide 7 for additional information regarding net leverage presentation.





WATERGATE 600

Class A Office Asset

- After completion of the proposed office and retail transactions, Watergate 600 will be our sole remaining commercial asset
- The iconic Watergate 600 office property was retained to maximize its value as it has the longest weighted average lease term in the office portfolio, and we believe would achieve greatest value separately
- We intend to dispose of Watergate 600 when practicable to become a 100% pure-play multifamily REIT

295,000	88.8%	88.8%	>8
NRSF	Leased	Occupied	WALT (Years)

as of March 31, 2021

MAJOR TENANTS

EIG GLOBAL ENERGY PARTNERS | ATLANTICMEDIA | NJ NATIONAL JOURNAL | IA INTERIOR ARCHITECTS

EXPECTED STRATEGIC ACTIONS TIMELINE

June 2021

- ✓ Announce agreement to sell office portfolio to Brookfield for $766 million in gross proceeds
- ✓ Announce LOI to dispose of 8 retail assets in Q3 2021 for approximately $170 million in potential gross proceeds

Q3 2021

- ✓ Close on expected office portfolio sale
- ✓ Complete assumed retail disposition process
- ✓ Continue sourcing expansion opportunities and deploying capital towards multifamily acquisitions in the Southeast
- ✓ Redeem the 2022 $300 million notes and repay $150 million of debt under existing unsecured term loan

Q4 2021

- ✓ Continue sourcing expansion opportunities and deploying capital towards multifamily acquisitions in the Southeast
- ✓ Continue lease up of Trove, which is over 60% occupied and expected to fully stabilize around year end 2021

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.

OUR FOUNDATION FOR GROWTH

WASHREIT BEFORE WE START EXPANSION

+ Portfolio of value-oriented multifamily properties located in high-growth Washington, DC metro submarkets
+ Approximately $450 million of cash available[1] to capitalize on multifamily acquisition and development opportunities in high-growth Southeastern economies
+ Improved balance sheet with no upcoming maturities until 2023[2]
+ Experienced and proven management team with a combined 100+ years of industry experience that, upon completion of the assumed transactions, will have completed over $5.1 billion of strategic portfolio transactions since 2013

~7.1k
Multifamily Units[4]

95.4%
Ending Occupancy[3,4]

$1,665
Avg. Effective Monthly Rent[3,4]

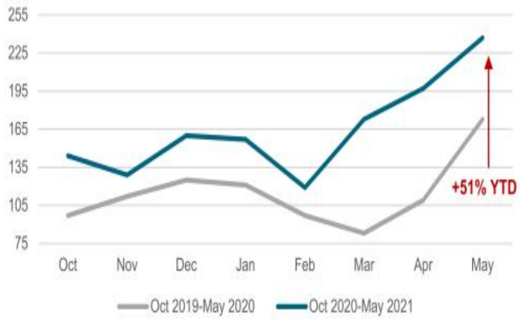
2,800 unit
renovation pipeline[4]

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] Cash available based on estimated gross proceeds of $766 million and $170 million for sale of office and retail portfolios, respectively.
[2] Assumes repayment of debt following completion of expected office sale and assumed retail dispositions. See slide 9 for additional information on debt repayment.
[3] Excludes Trove development.
[4] As of May 31, 2021

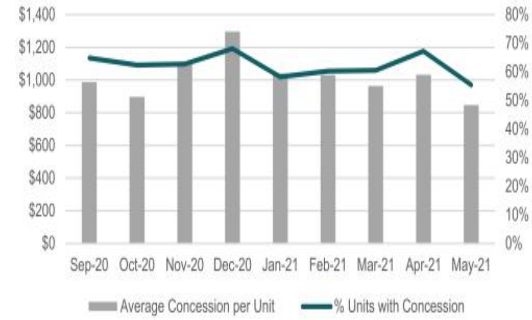
OUR MULTIFAMILY FUNDAMENTALS ARE IMPROVING

Higher net application volumes year-over-year, declining concessions, and improving effective lease rate growth support our improving outlook as we head into the prime leasing season.

URBAN NET APPLICATIONS



NEW LEASE CONCESSIONS



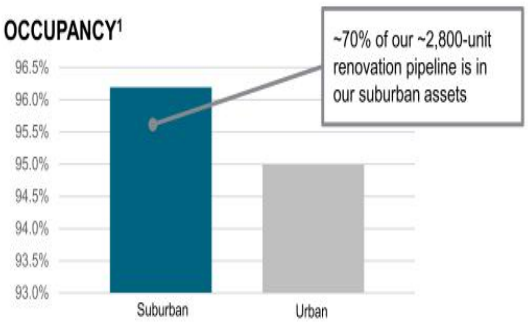
EFFECTIVE BLENDED LEASE RATE GROWTH

YEAR-TO-DATE OCCUPANCY

OUR SUBURBAN PERFORMANCE REMAINS STRONG

Suburban performance remains strong and lease rates are improving more quickly in the suburbs than in urban markets, which are on the cusp of turning positive

OCCUPANCY[1]



EFFECTIVE BLENDED LEASE RATE GROWTH

RENOVATION PROGRAM MARKET PERFORMANCE TRACKING: MANASSAS CASE STUDY

AVERAGE MONTHLY RENT DIFFERENTIAL

+ Our renovation platform is in motion in select submarkets, and we expect to continue to scale our programs as market conditions improve
+ Assembly Manassas is an example of one of our markets that has performed well this year
+ We are encouraged by the strong **occupancy** level of **over 96%, renewal lease rate growth** of **over 5%** in March, and stable rent gap to local Class A rents

[1] Occupancy as of May 31, 2021

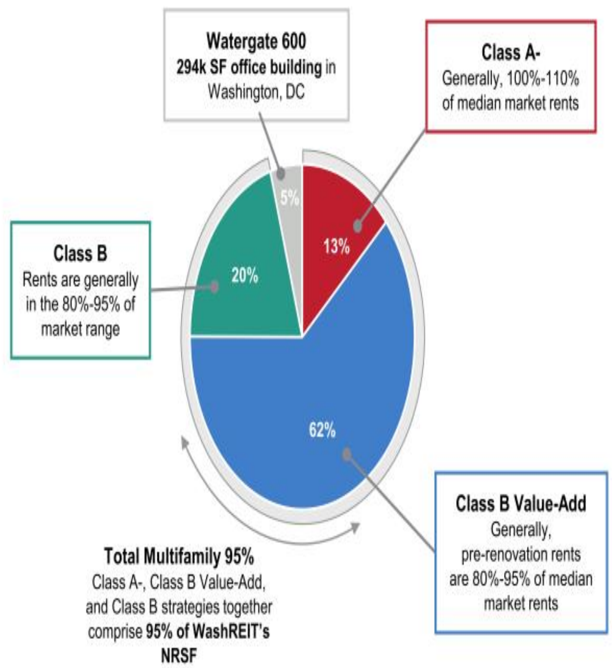
PORTFOLIO SNAPSHOT[1]

As of May 31, 2021

Properties	Location	Class	Units	NRSF (000s)	% Occupied[2]
Clayborne	Alexandria, VA	A-	74	60	94.6%
Riverside Apartments	Alexandria, VA	B Value-Add	1,222	1,001	94.3%
Assembly Alexandria	Alexandria, VA	B Value-Add	532	437	95.5%
Cascade at Landmark	Alexandria, VA	B Value-Add	277	273	94.2%
Park Adams	Arlington, VA	B	200	173	94.0%
Bennett Park	Arlington, VA	A-	224	215	96.4%
The Maxwell	Arlington, VA	A-	163	116	97.5%
The Paramount	Arlington, VA	B	135	141	97.0%
The Wellington	Arlington, VA	B Value-Add	711	600	94.4%
Roosevelt Towers	Falls Church, VA	B	191	170	98.4%
The Ashby at McLean	McLean, VA	B	256	274	97.3%
Assembly Dulles	Herndon, VA	B Value-Add	328	361	96.6%
Assembly Herndon	Herndon, VA	B Value-Add	283	221	95.4%
Assembly Manassas	Manassas, VA	B Value-Add	408	390	96.3%
Assembly Leesburg	Leesburg, VA	B	134	124	98.5%
Bethesda Hill Apartments	Bethesda, MD	B	195	225	96.4%
Assembly Germantown	Germantown, MD	B Value-Add	218	211	95.4%
Assembly Watkins Mill	Gaithersburg, MD	B	210	193	97.1%
3801 Connecticut Avenue	Washington, DC	B Value-Add	307	178	96.1%
Kenmore Apartments	Washington, DC	B Value-Add	374	268	92.8%
Yale West	Washington, DC	A-	216	173	94.9%
Total // Stabilized Multifamily Properties			**6,658**	**5,804**	**95.4%**
Trove	Arlington, VA	A-	401	293	60.1%[3]
Watergate 600	Washington, DC	–	–	295	88.8%

Strategy Diversification

Percentage of NRSF



Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] Pro forma for the expected sale of the office portfolio and assumed retail dispositions.
[2] For multifamily buildings, ending occupancy based on units. For Watergate 600, ending occupancy based on square feet that includes temporary lease agreements.
[3] Trove occupancy as of June 7, 2021.

CURRENT MULTIFAMILY UNIT DISTRIBUTION

~80% of our multifamily units are currently located in Northern Virginia and over 30% are located in the suburbs

95.4%
Occupancy[1]

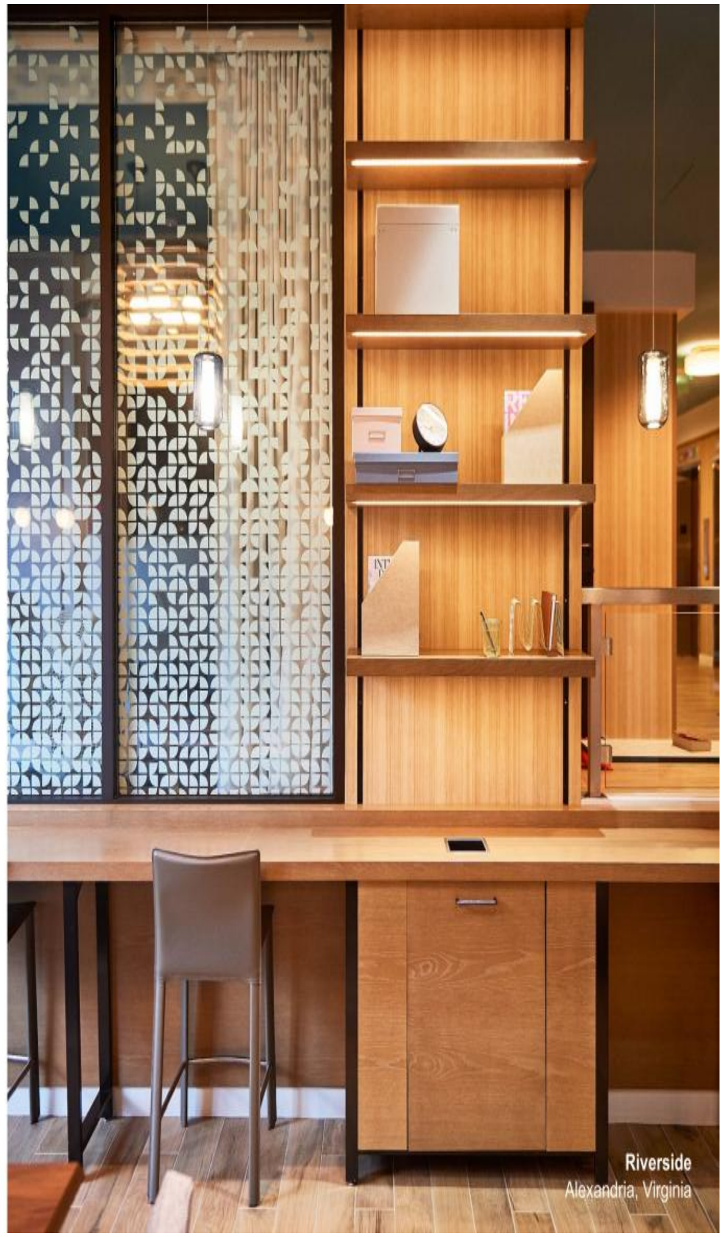
99%
April 2021 Rent Collections[2]

33% / 67%
Suburban vs. Urban

~$111k
3 Mi. Avg. HHI

Source: ESRI.
Amounts and percentages as of May 31, 2021, except for collections
[1]Excludes Trove
[2]Collections as of June 7, 2021

MULTIFAMILY EXPANSION STRATEGY



WHY MULTIFAMILY?

+ **Significant Demand Drivers**
  Population growth, in-migration, extended renting tenure and unaffordability of for-sale housing for targeted renter segments

+ **Stronger Rent Growth**
  Driven by solid demand, rising home prices, and minimal new product at mid-range rents

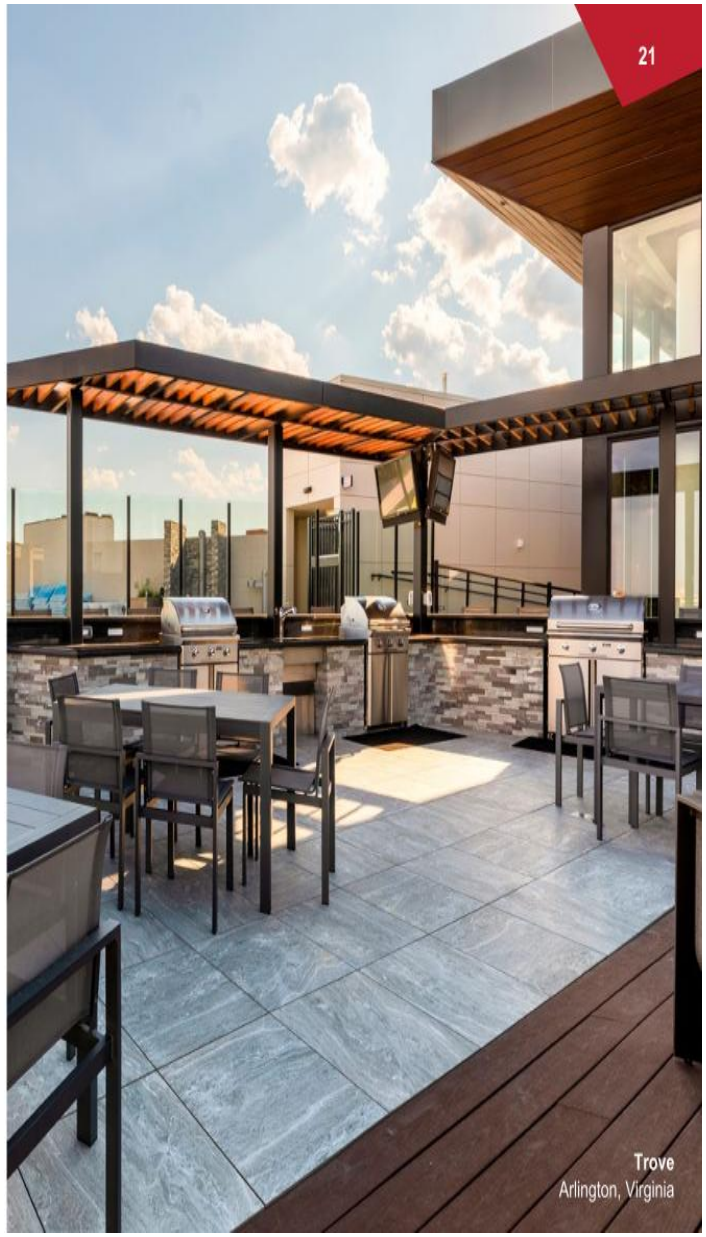
+ **Lower Recurring Capital Expenditures**
  FAD capex in 2020 as a percentage of portfolio NOI:
  6% for multifamily vs. approximately 20% office[1]

+ **More Consistent Returns**
  Less downtime, more stable cash flows, more diversified resident base

+ **Improves Our Business Profile**
  Multifamily is a less risky asset class with more stable cash flows and few capital expenditures, together with geographic expansion into new markets significantly improves our business profile

+ **Improves Our Credit Profile**
  Estimated $421 million of debt repayments and deployment of remaining disposition proceeds into future multifamily acquisitions should enable us to reduce our leverage to mid to high 5x range, with new leverage governors in place to target 5.0x to 6.0x on a sustained basis

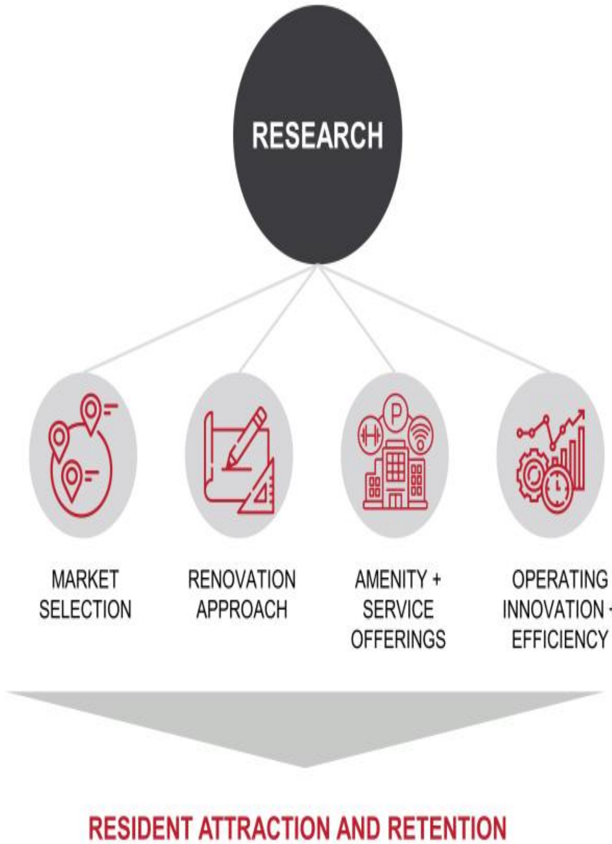
[1]FY 2020 actual capital expenditures and NOI.



Trove
Arlington, Virginia

RESEARCH: THE ENGINE THAT PROPELS US FORWARD

+ Powers our understanding and selection of markets, submarkets and assets for capital allocation.
+ Enables us to craft optimal approaches to creating value from assets, from renovation scoping to disposition timing.
+ Informs our services and amenity offerings, enabling our residents to live their best lives.
+ Integral to the planning of our operating platform, allowing us to bypass legacy restraints and implementing 21st century solutions.



WASHINGTON, DC LEARNINGS FOR NEW MARKETS

WashREIT's strategies for expansion markets are a natural progression of our experience and learnings in the Washington, DC metro market. Our findings indicate:

- Demand is deepest at mid-market rents.
- Affordability is a pressing rental issue at multiple price points across the mid-market rent spectrum.
- Rents can be consistently grown, even in a high supply market, if a portfolio's price point does not compete directly with new product price points and wages for mid-market renters are growing.

While each market is unique, our learnings about demand, affordability, and supply conditions in the Washington, DC metro market will be incorporated into strategies for the Southeastern markets researched and targeted by WashREIT.

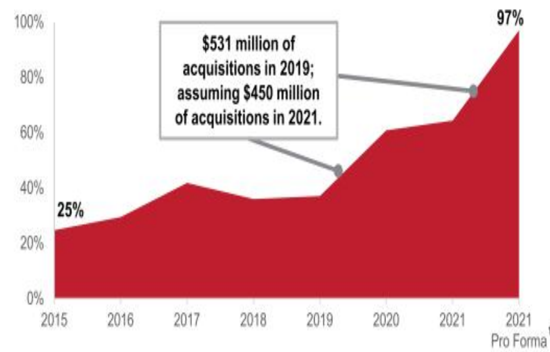
Rapid growth in developing knowledge worker markets of the Southeast creates an optimal balance of strong demand in mid-market renter, increasing wages, and limited new supply affordable at our targeted price points.

EXECUTION TRACK RECORD TO CONTINUE

MULTIFAMILY EXECUTION

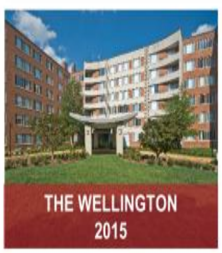
+ Grew multifamily share of square footage from 25% to 97% since 2015[1].
+ Achieved average annual multifamily same-store NOI growth of 2.6% over the past five years. For the four years pre-COVID-19, multifamily same-store NOI growth averaged 3.5% per year.
+ Completed more than 1,800 renovations of varying scopes since 2015, at average cash-on-cash returns of 10% to 20%.
+ In 2020, leveraged a covered land site to deliver Trove, a 401-unit, Class A project 1.5 miles from Amazon HQ2, at a >30% total basis discount to current value.
+ Our research-led suburban multifamily portfolio acquisition added value to our portfolio and has outperformed our expectations during the pandemic.

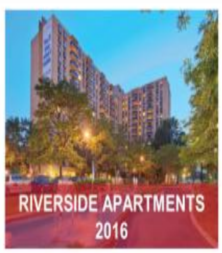
MULTIFAMILY SHARE OF SF AT Q1

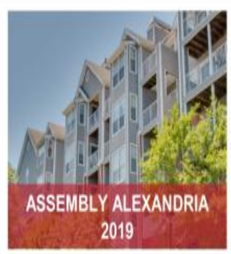


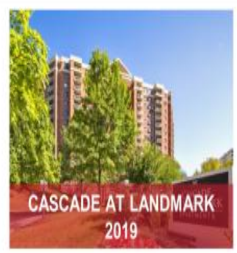
$1.6 Billion of Value-Oriented Multifamily Investments since 2015[2]

Since 2013, assuming we complete these transactions, we will have completed **~$5.1 billion** of strategic portfolio transactions to increase our exposure to value-oriented multifamily investments while reducing concentrations of non-core retail and office assets









Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.

[1] Pro forma for the expected sale of the office portfolio, assumed retail dispositions, and reinvestment of proceeds into future multifamily acquisitions. Assumes 2.9 million square feet are purchased in future multifamily acquisitions.

[2] Pro forma for reinvestment of $450 million of proceeds into future multifamily acquisitions.

EXPANSION MARKETS

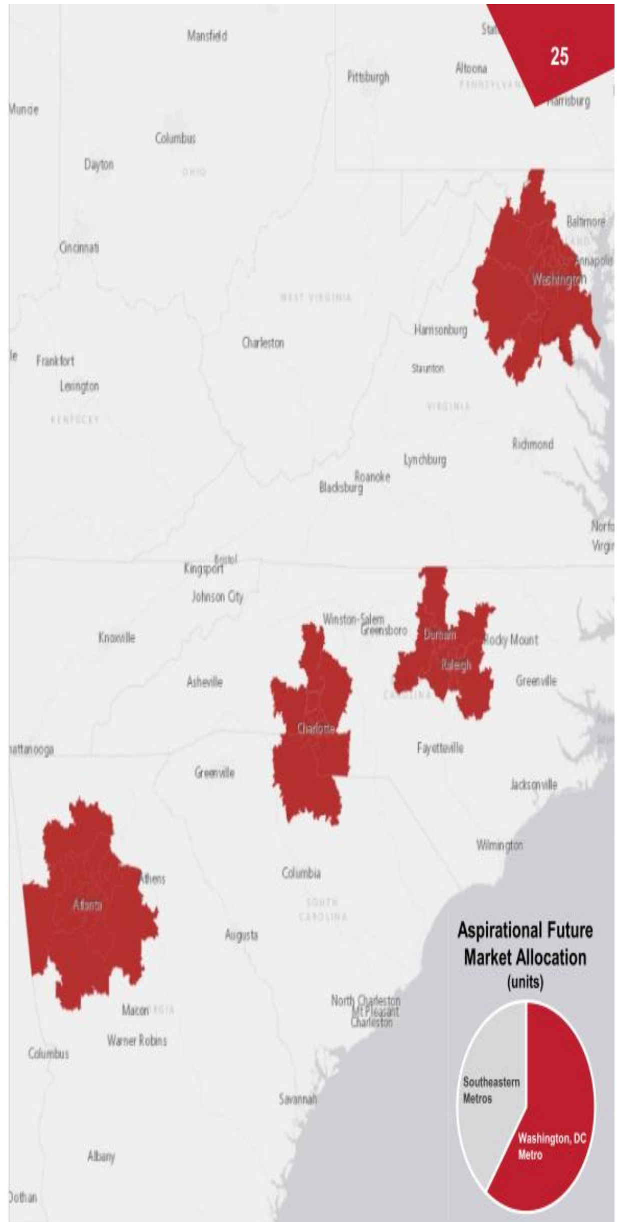
WashREIT expects to build upon its experience and success in the Washington, DC metro market to expand to Southeastern markets with strong growth prospects.

Our research indicates that our strategies can be successful in these markets, diversifying our economic concentration risk, while providing opportunities for additional growth - driven by current and projected long-term rent growth outperformance.

Targeted Expansion Markets:

- Atlanta, GA
- Raleigh/Durham, NC
- Charlotte, NC-SC

Growth of the portfolio over the mid-term will rebalance asset allocation toward WashREIT's Southeastern markets, while retaining a significant presence in the Washington, DC metro region.



Note: Refer to slide 2 for certain disclosures regarding Forward Looking Statements and Strategic Transactions.

WASHREIT VIEWPOINT ON MARKETS

Regional economies drive real estate market performance

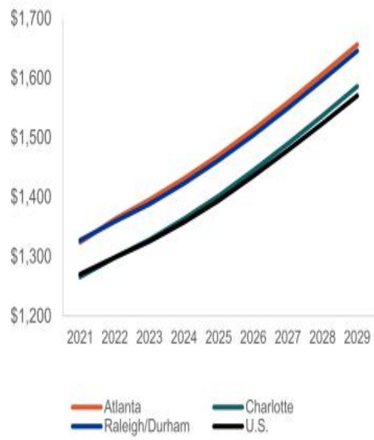
As WashREIT acquires assets, we are also buying into the underlying economy that will power their performance in the years ahead.

An economy built on the traded sectors – those producing goods and services that are exportable to other regions – benefits from productivity growth, which in turn drives wage growth across all sectors.

WashREIT's market selection is built on this viewpoint: **economies with diverse, innovation industries will benefit from outsized job creation, wage-growth and in-migration in the years ahead. Dynamic economies provide the strong foundation of demand upon which to grow our portfolio.**

PROJECTED WAGE GROWTH 2021 – 2029

Weekly Average Wages



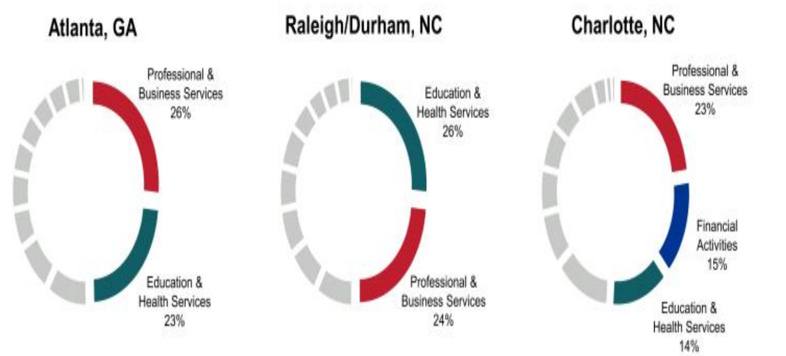
SPECIALIZED INDUSTRY SECTORS

Employment Concentration and Growth 2020-2025

	Cumulative Growth %	Location Quotient
Atlanta, GA		
Professional, Scientific & Technical	8.4%	1.2
Information	8.9%	1.8
Mgmt. of Companies & Enterprises	23.8%	1.8
Atlanta All Sectors	7.1%	--
Raleigh/Durham, NC		
Professional, Scientific & Technical	11.9%	1.5
Information	6.7%	1.5
Raleigh/Durham All Sectors	5.8%	--
Charlotte, NC		
Finance and Insurance	12.2%	1.7
Professional, Scientific & Technical	10.8%	1.0
Mgmt. of Companies & Enterprises	10.0%	2.3
Charlotte All Sectors	6.4%	--

Projected Employment Growth Leading Industries

2020-2025



Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.

Source: Oxford Economics; May 2021.

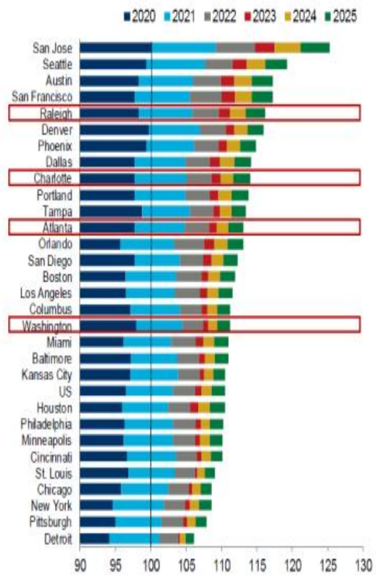
TECH DRIVES GDP & EMPLOYMENT GROWTH

Tech Metros Are Expected to Lead GDP and Job Growth Over the Medium Term

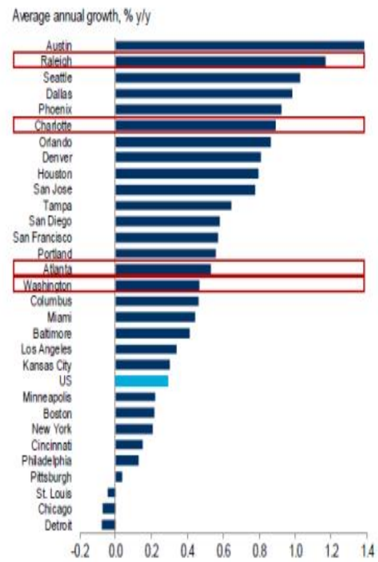
Industrial mix of metro economies are expected to drive outperformance, with those economies with outsized exposure to tech and other innovation industries expected to outperform over the mid-term. WashREIT's targeted markets across the Southeast are projected to be among the best in the nation in GDP and employment growth through 2025.

We selected our future expansion markets that drive employment for renter cohorts that our strategies target, aiming to create sustained, long-term growth.

GDP // 2020 – 2025
Major US Metros + US Overall



EMPLOYMENT // 2020 – 2025
Major US Metros + US Overall
Average Annual Growth % y/y



Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
Source: Oxford Economics, US Bureau of Economic Analysis; May 2021.

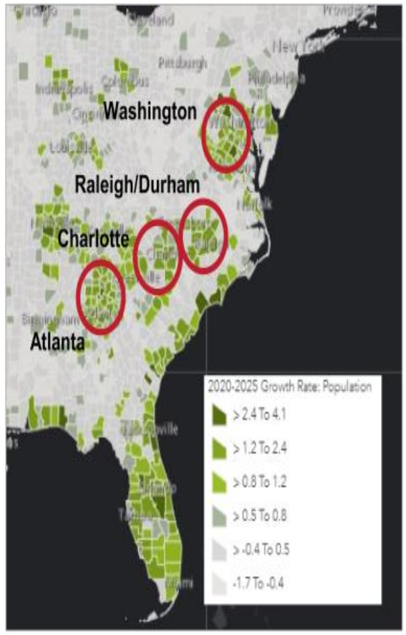
THE VIRTUOUS FEEDBACK LOOP

WashREIT's Capital Allocation Targets Migration Patterns

Employment growth outperformance, propelled by an innovation-based industrial composition, creates a virtuous feedback loop with in-migration. Employers increasingly seek out agglomerations of skilled knowledge workers and in-turn, the resulting employment growth attracts additional in-migration.

WashREIT's targeted markets across the Southeast are projected to be among the best in the nation in population growth and net migration over the next decade, all while growing the skill level of their workforces. We believe these economic and demographic forces will drive strong, sustained apartment demand in these markets.

POPULATION GROWTH RATE
2020-2025



PROJECTED CUMULATIVE NET MIGRATION
2021-2029

EDUCATION LEVEL // BACHELOR'S+

	Percent of Population	5-Year Growth
Atlanta	39%	+20%
Charlotte	37%	+18%
Raleigh/Durham	47%	+23%
Washington, DC metro	53%	+15%
US	33%	+16%

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
Source: ESRI, Oxford Economics; May 2021.

EMPLOYMENT SEGMENTATION & TARGETING

Research Translates Employment to Demand

WashREIT utilizes employment growth segmentation to screen markets and individual assets.

Understanding employment composition and measuring demand against targeted income and rent-to-income bands provides actionable intelligence.

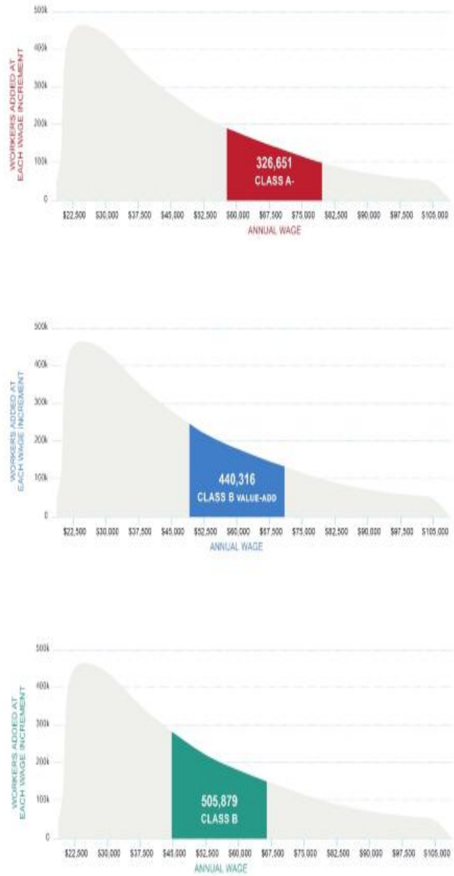
With this knowledge, WashREIT invests into the path of growth with the appropriate strategy to best tap into the underlying employment strengths of a market, submarket and asset.

RESEARCH METHODOLOGY

Sample

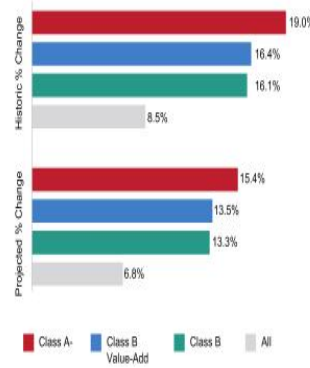
TARGET WAGE BAND ANALYSIS // 2020

Atlanta



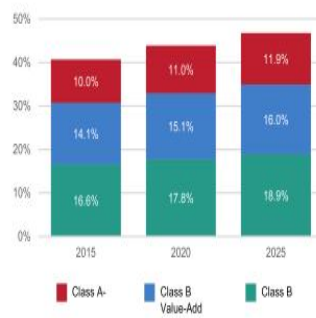
ACCESSIBLE WORKFORCE CHANGE RATE // 2020-2025

Atlanta



SHARE OF TOTAL WORKFORCE

Atlanta



Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.

THE MULTIPLIER EFFECT

Benefiting from Direct and Indirect Job Creation

WashREIT's strategies harness both demand growth driven by direct and indirect employment growth. High wage employment sectors, particularly innovation sectors, drive significant indirect job creation at more moderate wages, through their job multiplier effect.

WashREIT's targeted income segments are projected to receive an outsized share of multiplier effect employment. Understanding these implications provides quantifiable and actionable intelligence at the market and submarket level.

> "The key lesson of the multiplier effect is that the economy is a tightly connected system, and what is good for one group typically tends to be good for the other."
> Enrico Moretti
> *The New Geography of Jobs*

RESEARCH METHODOLOGY

Sample

PROJECTED GROWTH IN KEY INDUSTRIES

Atlanta

Key sector	Projected 5-year cluster growth	Total jobs impact of projected 5-year growth	Projected growth in wage range
CORPORATE, SUBSIDIARY & REGIONAL MANAGING OFFICES CURRENT JOBS: 80,6327	15,263 jobs	49,273 jobs	CLASS A- 5,640 JOBS CLASS B VALUE ADD 7,203 JOBS CLASS B 8,228 JOBS
CORE TECH[1] CURRENT JOBS: 84,967	10,582 jobs	31,429 jobs	CLASS A- 3,895 JOBS CLASS B VALUE ADD 4,720 JOBS CLASS B 5,203 JOBS
MOTION PICTURE & VIDEO PRODUCTION CURRENT JOBS: 15,784	4,383 jobs	15,443 jobs	CLASS A- 1,811 JOBS CLASS B VALUE ADD 2,283 JOBS CLASS B 2,669 JOBS
INSURANCE AGENCIES & BROKERAGES CURRENT JOBS: 36,252	3,750 jobs	14,209 jobs	CLASS A- 1,676 JOBS CLASS B VALUE ADD 2,277 JOBS CLASS B 2,674 JOBS
ENGINEERING SERVICES CURRENT JOBS: 23,822	808 jobs	2,295 jobs	CLASS A- 300 JOBS CLASS B VALUE ADD 361 JOBS CLASS B 402 JOBS

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] Core Tech industries in Atlanta include: Data Processing, Hosting, and Related Services, Software Publishers, Custom Computer Programming Services, Computer Systems Design Services.

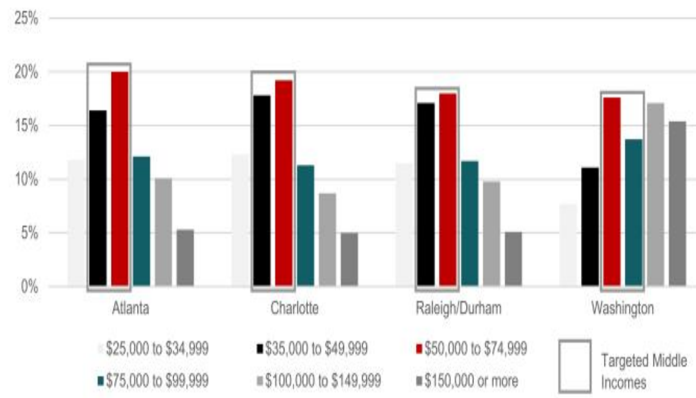
HOUSING AFFORDABILITY: TARGETING AN UNDERSERVED NICHE

Underproduction of housing is a national issue, creating affordability issues, particularly at mid-range price points - driven by rising land, labor, and commodities prices and the regulatory environment.

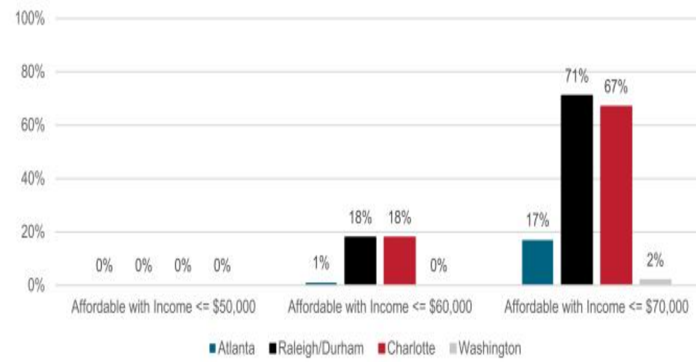
Middle incomes and price points make up the largest share of apartment demand, yet a limited share of new supply is affordable to these renters.

WashREIT's strategies are focused on providing high quality homes and services to these residents while creating solid and consistent long-term investment returns for our investors.

SHARE OF RENTER HOUSEHOLDS BY INCOME LEVEL

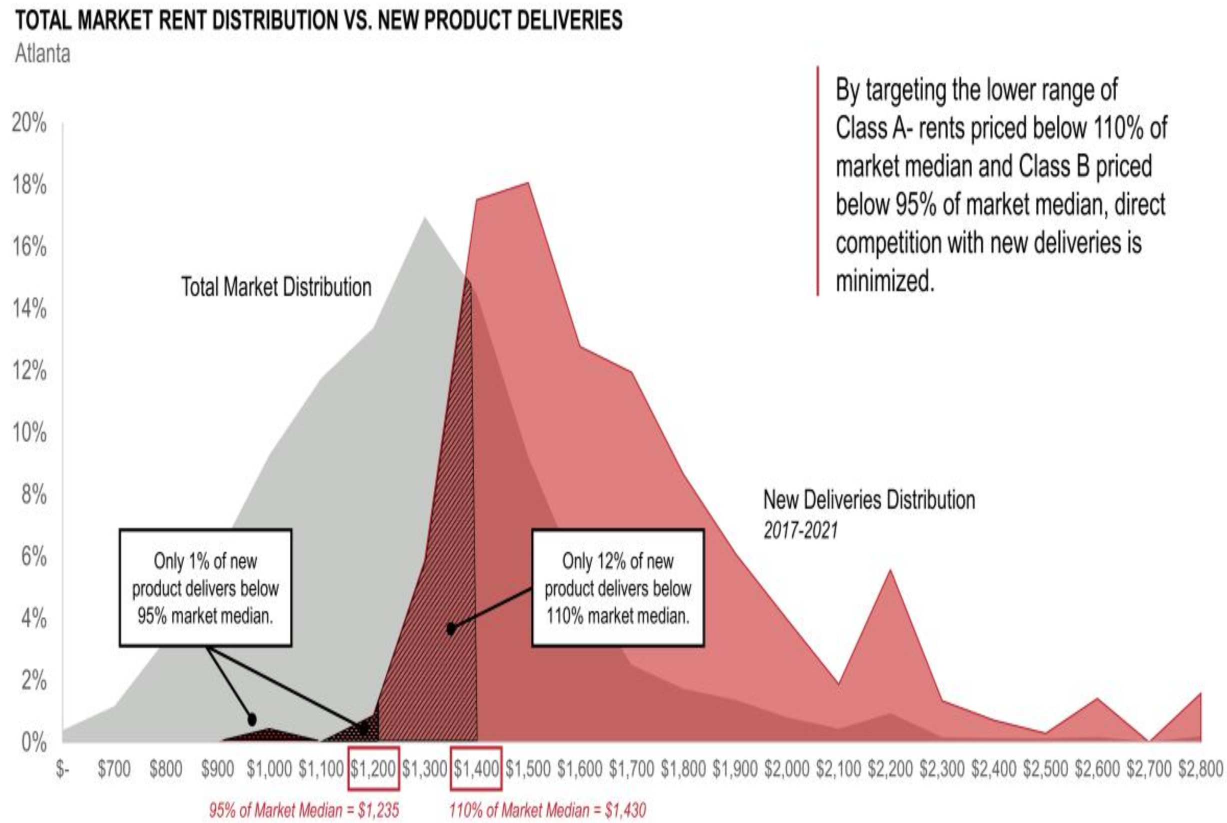


AFFORDABILITY THRESHOLDS FOR APARTMENT PRODUCT DELIVERED SINCE 2018



Source: U.S. Census, American Community Survey 2019, Real Page, WashREIT Research; May 2021.

COMPETITIVE SUPPLY MITIGATION



By targeting the lower range of Class A- rents priced below 110% of market median and Class B priced below 95% of market median, direct competition with new deliveries is minimized.

Source: Real Page, WashREIT Research; May 2021.

RENT GROWTH: APARTMENTS WITH LOWER RENTS IN OLDER VINTAGES OUTPERFORM

WashREIT's predictive analytics model, RADIANT, has uncovered a consistent inverse relationship between Effective Rent and Year-Over-Year Effective Rent Change:

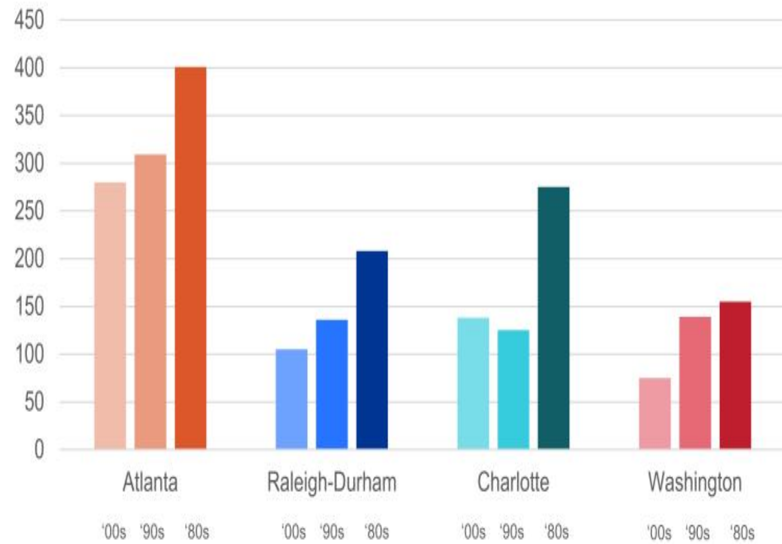
Where effective rent is low, effective rent change is most likely higher.

Illustratively, using vintages as a proxy for relative rent levels, more inexpensive properties have experienced stronger rent growth by a significant margin over the past five years.

RADIANT enables WashREIT to target price points and submarkets with greater probability of rent growth outperformance. This research undergirds and informs WashREIT's approach to market, submarket, asset class and vintage allocations.

SAME-STORE ANNUAL EFFECTIVE RENT GROWTH OUTPERFORMANCE OF OLDER VINTAGES vs. NEW PRODUCT[1]

(BPS) – 2015-2020



[1] Product delivered in the 2010s.
Source: Real Page, WashREIT Research; May 2021.

WASHREIT PORTFOLIO STRATEGIES

We target submarkets with attributes we believe are most likely to drive rent growth, tailoring our specific investment strategy to best create value.

CLASS A-

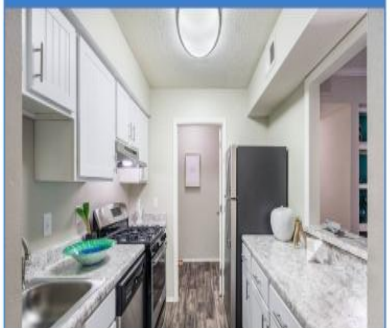
Vintage: 2000's

Rent Growth Drivers: Operational Improvements, Unit Upgrades, Prop-Tech, Submarket Rent Growth, Future Renovations

Price Point: 100%-110% of market median rent

Targeted Go-Forward Capital Allocation

CLASS B VALUE-ADD



Vintage: 1980's, 1990's, 2000's

Rent Growth Drivers: Operational Improvements, Full Renovations, Submarket Rent Growth

Price Point: 80%-95% of market median, pre-renovation rent

Targeted Go-Forward Capital Allocation

CLASS B

Vintage: 1980's, 1990's, 2000's

Rent Growth Drivers: Operational Improvements, Submarket Rent Growth, Future Renovations

Price Point: 80%-95% of market median rent

Targeted Go-Forward Capital Allocation

PRIMARY RESIDENT SEGMENTING AND STRATEGY

A diverse set of renters across markets and prices points creates greater portfolio stability.

CLASS A- RENTERS

- Mix of single householders and married couples in their mid-20s to late-30s.
- Environmentally, health, and image conscientious – all impacting their purchasing decisions.
- Household income is generally between $60,000 - $80,000, varying by market.

Renters are partial to city living and convenience – our Class A- strategy focuses on urban and suburban assets that are perceived as a value play to renters.

CLASS B VALUE-ADD RENTERS

- Diverse mix of families and singles, some with roommates.
- Characterized by careful spending – but with different drivers: some residents tend to be price savvy but will pay for brands they trust, while others carefully balance spending with student loans or retirement funds.
- Household income generally between $50,000 - $70,000, varying by market.

Renters are savvy and look for both value and social alignment – our Class B Value-Add strategy provides upgraded living at affordable prices.

CLASS B RENTERS

- Mix of life stages – from new college graduates to retirees, and a mix of education and jobs - from blue collar workers to new college graduates.
- Characterized as careful spenders due to their limited incomes, Class B renters are hard working and striving to get ahead.
- Household income generally between $45,000 - $65,000, varying by market.

Renters are price-conscious and hard working - our Class B strategy appeals to the largest rental cohort with broad demographic characteristics who are long-term renters.

Source: ESRI, WashREIT Research; May 2021.

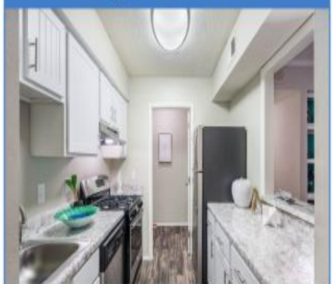
PORTFOLIO VALUE PROPOSITION FOR RESIDENTS

We approach renters, regardless of their rental price point, with a specific value proposition: living in a WashREIT apartment will provide you the best balance of price, quality and resident experience that fits your budget.

CLASS A -
Value Luxury

Higher-wage yet value-conscious renters, who are balancing a desire for like-new exterior architecture, modern units finishes, club-like amenities, and services, against cost

CLASS B VALUE-ADD
Upgraded Interiors



Value-conscious renters, who cannot afford most of the new product coming to market, yet desire high-quality, modern units finishes and amenities

CLASS B
Budget-Friendly

Value-conscious renters that are comfortable with older finishes and are not looking to upgrade. "Within my budget, clean, safe, well-maintained"

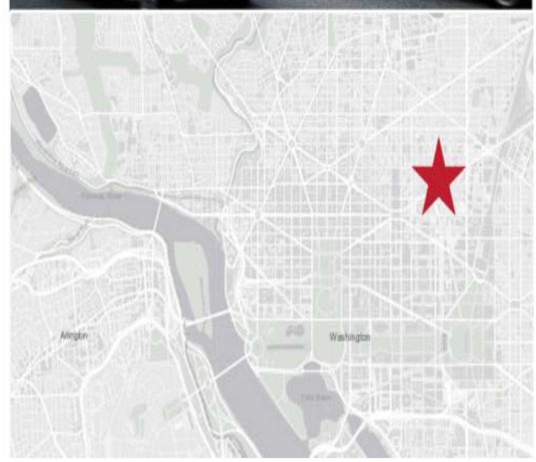
PROVEN STRATEGY

CLASS A-

WashREIT acquired Yale West in 2014. The urban location not only provides grocery, neighborhood shops and multiple Metrorail stations within walking distance, the submarket is also the largest employment center in the Washington, DC metro region, with a high concentration of professional services and Federal government jobs. At Yale West, we conducted only limited and highly tailored renovations – resulting in a lift to the already strong rent growth at the asset.

Yale West
Quick Facts

Location: Washington, DC
Vintage: 2011
Acquired: 2014
Units: 216



103% of Submarket Median Rents	13% Rent Gap vs. New Product[1]
Asset Rent[2]: $2,195	3-Mi Avg. HH Income: $101,000
Collections[3]: 99.0%	Occupancy[4]: 94.9%

[1] Effective rent premium for properties delivered since 2017 within the WashREIT asset's submarket.
[2] Recent Average Effective Rents as of May 31, 2021.
[3] Collections as of June 7, 2021.
[4] Occupancy as of May 31, 2021.

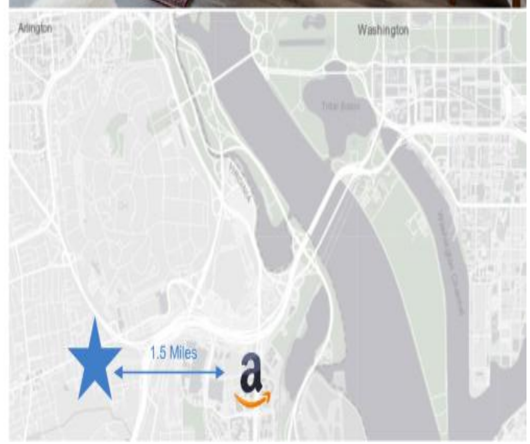
PROVEN STRATEGY

CLASS B VALUE-ADD

Located in Arlington, VA, this asset was targeted for the strong economic, employment, and rent growth characteristics of the Columbia Pike submarket, including an outsized affordability gap vs. Class A assets. We executed unit renovations and significant repositioning of the asset through upgraded amenities, common areas and services. The acquisition also provided a covered land play development site, providing a land basis at a 34% discount to market, for WashREIT's most recent development project, Trove.

The Wellington
Quick Facts

Location: Arlington, VA
Vintage: 1960
Acquired: 2015
Units: 711



84% of Washington, DC Metro Median Rents	**29%** Rent Gap vs. New Product[1]
Asset Rent[2]: $1,469	3-Mi Avg. HH Income: $109,000
Collections[3]: 99.4%	Occupancy[4]: 94.4%

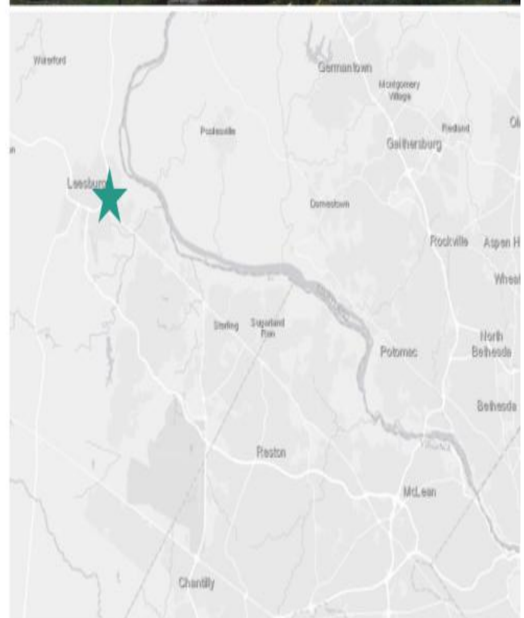
[1] Effective rent premium for properties delivered since 2017 within the WashREIT asset's submarket.
[2] Recent Average Effective Rents as of May 31, 2021.
[3] Collections as of June 7, 2021.
[4] Occupancy as of May 31, 2021.

PROVEN STRATEGY
CLASS B

Assembly Leesburg was targeted for the strong economic, employment and rent growth characteristics of its submarket. Loudoun County is the fastest growing county in Virginia, up 35.5% from 2010 to 2019, for an increase of over 103,000 residents, according to the U.S. Census. Over the past five years, year-over-year effective rent growth in the submarket has bested regional growth by 142 basis points. WashREIT has benefited from exceptional rent growth in the asset since its acquisition in 2019.

Assembly Leesburg
Quick Facts

Location: Leesburg, VA
Vintage: 1986
Acquired: 2019
Units: 134



92%
of Washington, DC Metro Median Rents

24%
Rent Gap vs. New Product[1]

Asset Rent[2]: $1,535	3-Mi Avg. HH Income: $120,000
Collections[3]: 99.4%	Occupancy[4]: 98.5%

[1] Effective rent premium for properties delivered since 2017 within the WashREIT asset's submarket.
[2] Recent Average Effective Rents as of May 31, 2021.
[3] Collections as of June 7, 2021.
[4] Occupancy as of May 31, 2021.

VALUE-ADD PROGRAMS

Renovation programs create an improved living experience while generating strong returns

Current Opportunity

+ ~2,800-unit renovation pipeline
+ Historically, ~600 unit renovations per year

Methodology

+ Research-driven capital allocation
+ COVID-19 pause with strategic restart in 2021
+ Scope tailored to submarket and individual asset
+ Returns Threshold: 10%-20% in current environment

Status

+ Remobilized and capitalizing on suburban demand

Going Forward, We Plan To

+ Execute program in existing Washington, DC metro pipeline
+ Expand Value-Add B in the Southeast
+ Expanding pipeline for future renovation growth through our Class A- Strategy

	FULL RENOVATION		UNIT UPGRADES
KEY METRICS			
Avg. cost per unit	$18-$22,000	$10-$13,000	$5-$7,000
Avg. monthly premium	$260	$110	$100
ROI	14%-15%	10%-11%	18%-20%

BEFORE



AFTER



	FULL RENOVATION		UNIT UPGRADES
SCOPE	Appliances, counter-top replacement, new cabinetry, kitchen backsplash, open format kitchen, plumbing fixture updates, light package, flooring	Appliances, counter-top replacement, cabinetry doors, plumbing fixture updates, light package, flooring	One of the following: Appliances, counter-top replacement, cabinetry doors, plumbing fixture updates, light package, flooring
TRACK RECORD *2015-2021*			
Units Completed	1,163	661	>1,000

CASE STUDY

ASSET REPOSITIONING

Alexandria, Virginia

Assembly Alexandria

Assembly Alexandria is a 532-unit, low-rise property built in 1988 and acquired by WashREIT in 2019.

We began an asset repositioning for the property in 2020 including a modernization of the club room, activation and programing of underutilized common areas, and repurposing others, such as the transformation of the property's underutilized racquetball court and movie room into a modern gym, complete with free weight, aerobic and yoga rooms. Additional space was reimagined to create a private conference room, accommodating work from home needs. The property's leasing center has also been modernized.

Full unit interior renovations of kitchens, baths and living areas are programmed to continue throughout 2021 into 2022.

BEFORE **AFTER**

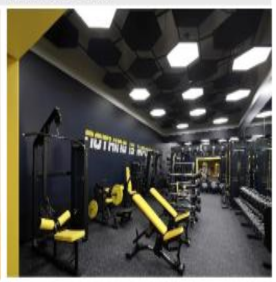
DATED CLUB ROOM >> MODERN THIRD SPACE


FULLY RENOVATED UNIT INTERIORS

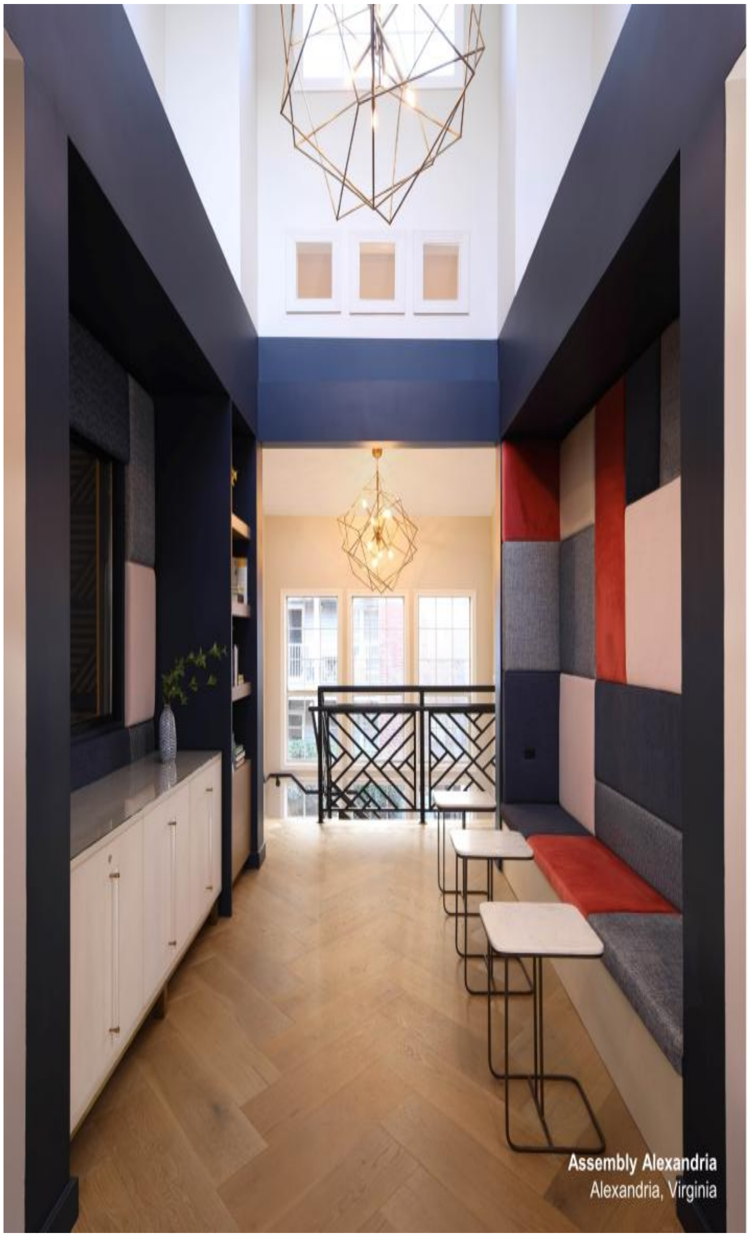
UNPROGRAMMED SPACE >> RESIDENT LOUNGE


MODERN LEASING CENTER

UNUSED COURT >> ACTIVATED GYM

WFH CONFERENCE ROOM



PREPARED TO MOVE NOW

Operations

+ Leveraging our proven relationship with a third-party property manger to immediately ramp up operations of acquired properties
+ Expanding our multifamily team with leadership in our Southeast expansion markets
+ Building our multifamily operating platform of the future via a road map developed over the past year
+ Scoping and tailoring our value-add programming to improve the residential experience and enhance returns in our expansion markets, across our strategies

DELIVERING ON ESG PRIORITIES

INTEGRATING CLIMATE RISK

Climate risk assessments are fully integrated into our acquisition process, from deal identification to underwriting, due diligence, and investment committee. We evaluate the physical risks impacting property operations and expenses and the transition risks impacting the investment strategy. And we maintain climate risk transparency through our commitment to Task Force on Climate-related Financial Disclosures (TCFD).

BRIDGING THE HOUSING AFFORDABILITY GAP

WashREIT's focus on providing quality, affordable housing to the underserved middle-income market meets a pressing social need and maintains existing communities, while providing consistent and solid returns to our investors.

IMPACT IMPROVEMENT OPPORTUNITIES

Operating high-performing buildings will continue to be our focus, and we will raise the bar of any acquisitions to meet WashREIT standards for sustainability. We prioritize energy and water efficiency, resident health and wellness, sustainable purchasing, and resource conservation. We will seek to close the gap between existing operations and our standards as part of our onboarding process, similar to the approach taken in pursuing BREEAM certification for the Assembly portfolio.

"The problem is there's no moderate-income housing for people to move up from lower-cost housing, or to move down from an expensive apartment if their circumstances change. REITs can provide investment into that middle level of housing,"

Christopher Ptomey
Executive Director
Terwilliger Center for Housing
Urban Land Institute

TRANSACTIONS HIGHLIGHTS

If completed, the strategic transactions would:

- Accelerate WashREIT's transformation into a multifamily REIT operating in the Washington, DC metro and Southeastern markets
- Provide financial flexibility to prudently invest in high-growth Southeastern region
- Significantly reset earnings growth profile and enhance geographic diversification
- Streamline and simplify business model to promote sustainable growth
- Improve cash flow characteristics – lower volatility, lower capex, and greater growth going forward
- Reduce net leverage with a target of mid to high 5x range[1]

Note: Refer to slide 2 for certain disclosures regarding Forward-Looking Statements and Strategic Transactions.
[1] See footnote 3 on slide 7 for additional information regarding net leverage presentation.

ADDITIONAL ASSUMPTIONS

"Estimated 2021 NOI" illustrates the estimated 2021 NOI from our existing properties, excluding NOI attributable to office assets expected to be sold in the office portfolio sale and to our retail assets, which are assumed to be sold in 2021 which management believes is important given the magnitude of the strategic transactions. The calculation of Estimated 2021 NOI is also based on the following assumptions:

- Estimated Same-Store Multifamily NOI adjusts historical NOI of our existing same store multifamily assets for anticipated increases in occupancy, effective rental rates, revenues and expenses, as well as changes in NOI considering historical seasonal patterns. Once we achieve targeted occupancy levels for each season, we will focus on driving higher effective rental rates. Estimated Same-Store Multifamily NOI is not adjusted for NOI from multifamily asset acquisitions or for any associated acquisition costs or general and administrative expenses.
- Annualized estimated 2021 NOI for Trove is an internal management estimate calculated based upon market data for similar assets, including rental rates and pace of lease-up and concessions.
- Estimated Stabilized NOI for Trove represents annualized estimated stabilized NOI for Q2 2022 and is an internal management estimate calculated based upon market data for similar assets, assuming stabilization occurs around year end 2021, and excluding the impact of leasing costs and concessions.
- Estimated 2021 NOI for Watergate 600 is calculated using scheduled contractual rent in existing leasing contracts. Assumes renewals and early terminations consistent with historic renewals and early terminations.
- Please see slide 2 of this presentation for a discussion of the risks that could cause actual results to differ materially from these estimated results. We can give no assurance that any of the above-listed assumptions will be correct.

"Net leverage" or "targeted leverage" (i.e., Net Debt / Adjusted EBITDA) illustrates pro forma net leverage after giving effect to the expected the office portfolio sale transaction, the assumed sale of all of our existing retail assets and the reinvestment of proceeds into future multifamily investments and repayment of existing debt, which management believes is important given the magnitude of the strategic transactions. More specifically, the calculation of Net Debt/Adjusted EBITDA is based on the following assumptions:

- Assumes (1) the expected sale of office portfolio is consummated in July of 2021 for gross proceeds of $766 million and (2) all retail assets are sold during Q3 2021 for gross proceeds of approximately $170 million (collectively, the "Asset Sales").
- Assumes repayment of $300 million of 3.95% senior notes due 2022 and $150 million of amounts outstanding under the term loan maturing in 2023 (including the use of an additional $29 million draw from the revolver and excluding prepayment penalties) using net proceeds from the Asset Sales (the "Net Debt Repayment").
- Adjusted EBITDA is an estimate of annual Adjusted EBITDA for the Company assuming (1) completion of the Asset Sales, (2) completion of the Net Debt Repayment, and (3) reinvestment of approximately $450 million of the net proceeds from the Asset Sales into future multifamily investments ("Future Multifamily Acquisitions"). For purposes of this calculation, with respect to Future Multifamily Acquisitions, we assumed an initial cap rate in the low 4% range and averaging in the high 4% range for the first three years, which we selected based on our market research. Because our calculation of Adjusted EBITDA excludes interest expense, real estate depreciation and amortization, non-real estate depreciation, severance expense (including any severance expense related to workforce reductions in connection with proposed and potential asset sales), losses or gains on depreciable real estate (including any such losses or gains related to proposed and potential asset sales), any adjustment for extinguishment of debt or associated interest rate derivatives, such amounts are not reflected in this calculation, but would impact our net income.
- Actual results may vary from this illustrative calculation of Net Debt / Adjusted EBITDA, which is not based on the actual or expected results of operations from any specific multifamily investments. In addition, please see slide 2 of this presentation for a discussion of the risks that could cause actual results to differ materially from these estimated results. We can give no assurance that any of the assumptions described above will be correct.

DEFINITIONS

This investor presentation includes certain forward-looking non-GAAP information. Due to the high variability and difficulty in making accurate forecasts and projections of some of the information excluded from these estimates, together with some of the excluded information not being ascertainable or accessible, the Company is unable to quantify certain amounts that would be required to be included in the most directly comparable GAAP financial measures without unreasonable efforts.

Adjusted EBITDA is a non-GAAP measure defined as earnings before interest expense, taxes, depreciation, amortization, gain/loss on sale of real estate, casualty gain/loss, real estate impairment, gain/loss on extinguishment of debt, restructuring expenses (which include severance, accelerated share-based compensation and other expenses related to a restructuring of corporate personnel), acquisition expenses and gain from non-disposal activities. We consider Adjusted EBITDA to be an appropriate supplemental performance measure because it permits investors to view income from operations without the effect of depreciation, and the cost of debt or non-operating gains and losses.

FAD Capital Expenditures consists of tenant improvements and incentives, net of reimbursements, external and internal leasing commissions capitalized and recurring capital improvements.

Net debt is calculated by subtracting cash and cash equivalents from total outstanding debt as per our consolidated balance sheets at the end of the period.

Net Operating Income ("NOI") is a non-GAAP measure defined as real estate rental revenue less real estate expenses. NOI is calculated as net income, less non-real estate revenue and the results of discontinued operations (including the gain or loss on sale, if any), plus interest expense, depreciation and amortization, general and administrative expenses, acquisition costs, real estate impairment, lease origination expenses, casualty gains and losses, and gain or loss on extinguishment of debt. We also present NOI on a cash basis ("Cash NOI") which is calculated as NOI less the impact of straightlining of rent and amortization of market intangibles. We believe that NOI and cash NOI are useful performance measures because, when compared across periods, they reflect the impact on operations of trends in occupancy rates, rental rates and operating costs on an unleveraged basis, providing perspective not immediately apparent from net income. NOI and cash NOI exclude certain components from net income in order to provide results more closely related to a property's results of operations. For example, interest expense is not necessarily linked to the operating performance of a real estate asset. In addition, depreciation and amortization, because of historical cost accounting and useful life estimates, may distort operating performance at the property level. As a result of the foregoing, we provide each of NOI and cash NOI as a supplement to net income, calculated in accordance with GAAP. Neither represents net income or income from continuing operations, in either case calculated in accordance with GAAP. As such, NOI and cash NOI should not be considered alternatives to these measures as an indication of our operating performance.

Same-store portfolio properties include properties that were owned for the entirety of the years being compared and exclude properties under redevelopment or development and properties acquired, sold or classified as held for sale during the years being compared. We categorize our properties as "same-store" or non-same-store" for purposes of evaluating comparative operating performance. We define development properties as those for which we have planned or ongoing major construction activities on existing or acquired land pursuant to an authorized development plan. We consider a property's development activities to be complete when the property is ready for its intended use. The property is categorized as same-store when it has been ready for its intended use for the entirety of the years being compared. We define redevelopment properties as those for which have planned or ongoing significant development and construction activities on existing or acquired buildings pursuant to an authorized plan, which has an impact on current operating results, occupancy and the ability to lease space with the intended result of a higher economic return on the property. We categorize a redevelopment property as same-store when redevelopment activities have been complete for the majority of each year being compared.

Same-store portfolio NOI growth is the change in the NOI of the same-store portfolio properties from the prior reporting period to the current reporting period.

RECONCILIATIONS

PRO FORMA NET OPERATING INCOME

(In thousands)
(Unaudited)

	Three Months Ended March 31, 2021				
	Multifamily	Office	Corporate and Other	Total	
Real estate rental revenue	$ 36,132	$ 28,599	$ 4,902	$ 69,633	
Real estate expenses	(15,172)	(10,117)	(1,405)	(26,694)	
Net operating income (NOI)	20,960	18,482	3,497	42,939	
Adjustments for straight-line revenue and amortization of intangible lease assets (liabilities)	5	(96)	(127)	(218)	
Cash NOI	20,965	18,386	3,370	42,721	
Add: Stabilized Cash NOI from Trove	1,636 (1)	—	—	1,636	
Cash NOI (stabilized Trove)	22,601	18,386	3,370	44,357	
	51 %	41 %	8 %		
Subtract: Cash NOI from Office Portfolio and Retail Segment	—	(15,703)	(3,370)	(19,073)	
Pro Forma Cash NOI	$ 22,601	$ 2,683	$ —	$ 25,284	
	89 %	11 %	— %		
Cash NOI (stabilized Trove) by Region:					
Northern Virginia stabilized multifamily properties	$ 16,398				
Projected stabilized NOI from Trove	1,844				
Northern Virginia	18,242	$ 9,958	$ 804	$ 29,004	65 %
DC	2,579	8,428	932	11,939	27 %
Maryland	1,780	—	1,634	3,414	8 %
	$ 22,601	$ 18,386	$ 3,370	$ 44,357	
Annualized Pro Forma Cash NOI	$ 90,404	$ 10,732	$ —	$ 101,136	

Reconciliation of NOI to net income

Total NOI	$ 42,939
Depreciation and amortization	(29,643)
General and administrative expenses	(5,604)
Interest expense	(10,123)
Other income	1,284
Net loss	$ (1,147)

(1) Represents difference between projected stabilized NOI of $1,844,000 and actual Q1 2021 NOI of $208,000.

NET OPERATING INCOME

(In thousands)
(Unaudited)

	Three Months Ended March 31, 2013					
	Multifamily	Office	Medical Office	Retail	Total	
Real estate rental revenue	$ 13,333	$ 38,729	$ 11,028	$ 13,834	$ 76,924	
Real estate expenses	(5,390)	(14,078)	(4,058)	(3,565)	(27,091)	
Net operating income (NOI)	7,943	24,651	6,970	10,269	49,833	
Adjustments for straight-line revenue and amortization of intangible lease assets (liabilities)	(159)	(104)	(13)	(134)	(410)	
Cash NOI	$ 7,784	$ 24,547	$ 6,957	$ 10,135	$ 49,423	
	16 %	50 %	14 %	20 %		
Cash NOI by Region:						
Northern Virginia	$ 4,852	$ 10,373	$ 4,958	$ 2,619	$ 22,802	46 %
DC	1,712	9,503	795	365	12,375	25 %
Maryland	1,220	4,671	1,204	7,151	14,246	29 %
	$ 7,784	$ 24,547	$ 6,957	$ 10,135	$ 49,423	
Reconciliation of NOI to net income						
Total NOI					$ 49,833	
Depreciation and amortization					(25,524)	
General and administrative expenses					(3,862)	
Interest expense					(16,518)	
Other income					239	
Acquisition costs					(213)	
Income from continuing operations					3,955	
Discontinued operations:						
Income from operations of properties classified as discontinued operations					185	
Gain on sale of real estate classified as discontinued operations					3,195	
Net income					$ 7,335	

PRO FORMA CAPITAL STRUCTURE

(In thousands)
(Unaudited)

	Fixed Rate Bonds	Term Loans	Credit Facility	Equity Market Capitalization	Total
Capital Structure as of March 31, 2021	$ 700,000	$ 250,000	$ 33,000	$ 1,869,000 (1)	$ 2,852,000
	24 %	9 %	1 %	66 %	
Pro forma adjustments:					
Repayments of debt using proceeds from sale of office portfolio	(300,000)	(150,000)	—	—	(450,000)
Borrowings on credit facility	—	—	29,000	—	29,000
Pro Forma Capital Structure as of March 31, 2021	$ 400,000	$ 100,000	$ 62,000	$ 1,869,000	$ 2,431,000
	16 %	4 %	3 %	77 %	

(1) WashREIT had 84.6 million shares outstanding at a market share price of $22.10 as of March 31, 2021.

PRO FORMA ASSETS AND LIABILITIES

(In thousands, except per share data)
(Unaudited)

	WashREIT as of March 31, 2021	Office Portfolio [1]	Retail Portfolio [2]	Pro Forma
Assets				
Land	$ 551,578	$ (217,335)	$ (32,534)	$ 301,709
Income producing property	2,443,104	(829,545)	(129,892)	1,483,667
	2,994,682	(1,046,880)	(162,426)	1,785,376
Accumulated depreciation and amortization	(775,691)	364,715	59,918	(351,058)
Net income producing property	2,218,991	(682,165)	(102,508)	1,434,318
Properties under development or held for future development	30,840	(478)	(644)	29,718
Total real estate held for investment, net	2,249,831	(682,643)	(103,152)	1,464,036
Cash and cash equivalents	3,017	—	—	3,017
Restricted cash	576	—	(10)	566
Rents and other receivables	59,396	(41,095)	(6,994)	11,307
Prepaid expenses and other assets	67,216	(35,862)	(3,268)	28,086
Total assets	$ 2,380,036	$ (759,600)	$ (113,424)	$ 1,507,012
Liabilities				
Notes payable, net	$ 945,634	$ —	$ —	$ 945,634
Line of credit	33,000	—	—	33,000
Accounts payable and other liabilities	60,339	(12,405)	(3,697)	44,237
Dividend payable	25,424	—	—	25,424
Advance rents	6,642	(4,557)	(426)	1,659
Tenant security deposits	10,095	(5,103)	(736)	4,256
Total liabilities	$ 1,081,134	$ (22,065)	$ (4,859)	$ 1,054,210

(1) Consists of 515 King Street, Courthouse Square, 1600 Wilson Boulevard, Fairgate at Ballston, Arlington Tower, Silverline Center, 1901 Pennsylvania Avenue, 1220 19th Street, 2000 M Street, 1140 Connecticut Avenue, Army Navy Building and 1775 Eye Street.

(2) Consists of 800 South Washington Street, Concord Centre, Randolph Shopping Center, Montrose Shopping Center, Takoma Park, Westminster, Chevy Chase Metro Plaza and Spring Valley Village.

NET OPERATING INCOME

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2020			
	Multifamily	Office	Retail	Total
Real estate rental revenue	$ 145,045	$ 132,327	$ 16,746	$ 294,118
Real estate expenses	(58,115)	(49,452)	(5,342)	(112,909)
Net operating income (NOI)	$ 86,930	$ 82,875	$ 11,404	$ 181,209
	48 %	46 %	6 %	
FAD Capital Expenditures [1]	$ 5,557	$ 15,816	$ 734	$ 22,107
FAD Capital Expenditures as a percentage of NOI	6 %	19 %	6 %	
Reconciliation of NOI to net income				
Total NOI				$ 181,209
Depreciation and amortization				(120,030)
General and administrative expenses				(23,951)
Interest expense				(37,305)
Loss on interest rate derivatives				(560)
Loss on extinguishment of debt				(34)
Loss on sale of real estate				(15,009)
Net loss				$ (15,680)

[1] Consists of tenant improvement and incentives, net of reimbursements, external and internal leasing commissions capitalized and recurring capital improvements,

SAME-STORE PORTFOLIO NET OPERATING INCOME (NOI) DETAIL

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2020			
	Multifamily	Office	Corporate and Other	Total
Real estate rental revenue				
Same-store portfolio	$ 97,894	$ 119,264	$ 16,746	$ 233,904
Non same-store	47,151	13,063	—	60,214
Total	145,045	132,327	16,746	294,118
Real estate expenses				
Same-store portfolio	37,816	43,855	5,342	87,013
Non same-store	20,299	5,597	—	25,896
Total	58,115	49,452	5,342	112,909
Net Operating Income (NOI)				
Same-store portfolio	60,078	75,409	11,404	146,891
Non same-store	26,852	7,466	—	34,318
Total	$ 86,930	$ 82,875	$ 11,404	$ 181,209
Reconciliation of NOI to net income				
Total NOI				$ 181,209
Depreciation and amortization				(120,030)
General and administrative expenses				(23,951)
Interest expense				(37,305)
Loss on sale of real estate				(15,009)
Loss on interest rate derivatives				(560)
Loss on extinguishment of debt				(34)
Net loss				$ (15,680)

	2020	2019	2018	2017	2016	2015
Same-Store Net Operating Income (NOI)						
2015 same-store multifamily properties					$ 32,691	$ 31,841
2016 same-store multifamily properties				$ 43,000	$ 41,518	
2017 same-store multifamily properties [1]	$ 60,078	$ 60,638	$ 57,980	$ 56,137		
Annual comparative change [2]	(0.9)%	4.6 %	3.3 %	3.6 %	2.7 %	
5 year average	2.6 %					
4 year pre-pandemic average (2016-2019)	3.5 %					

(1) The 2017 same-store multifamily properties are also the 2018, 2019 and 2020 same-store multifamily properties.

(2) Compared to same-store properties from previous year.

SAME-STORE PORTFOLIO NET OPERATING INCOME (NOI) DETAIL

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2019			
	Multifamily	Office	Corporate and Other	Total
Real estate rental revenue				
Same-store portfolio	$ 98,455	$ 117,501	$ 18,990	$ 234,946
Non same-store	27,676	46,558	—	74,234
Total	126,131	164,059	18,990	309,180
Real estate expenses				
Same-store portfolio	37,817	46,114	5,522	89,453
Non same-store	11,318	14,809	—	26,127
Total	49,135	60,923	5,522	115,580
Net Operating Income (NOI)				
Same-store portfolio	60,638	71,387	13,468	145,493
Non same-store	16,358	31,749	—	48,107
Total	$ 76,996	$ 103,136	$ 13,468	$ 193,600
Reconciliation of NOI to net income				
Total NOI				$ 193,600
Depreciation and amortization				(136,253)
General and administrative expenses				(24,370)
Lease origination expense				(1,698)
Real estate impairment				(8,374)
Interest expense				(53,734)
Gain on sale of real estate				59,961
Income from continuing operations				29,132
Discontinued operations:				
Income from operations of properties classified as discontinued operations				16,158
Gain on sale of real estate				339,024
Loss on extinguishment of debt				(764)
Net income				$ 383,550

SAME-STORE PORTFOLIO NET OPERATING INCOME (NOI) DETAIL

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2018			
	Multifamily	Office	Corporate and Other	Total
Real estate rental revenue				
Same-store portfolio	$ 95,194	$ 128,201	$ 18,062	$ 241,457
Non same-store	—	50,273	—	50,273
Total	95,194	178,474	18,062	291,730
Real estate expenses				
Same-store portfolio	37,214	48,459	5,036	90,709
Non same-store	21	14,862	—	14,883
Total	37,235	63,321	5,036	105,592
Net Operating Income (NOI)				
Same-store portfolio	57,980	79,742	13,026	150,748
Non same-store	(21)	35,411	—	35,390
Total	$ 57,959	$ 115,153	$ 13,026	$ 186,138
Reconciliation of NOI to net income				
Total NOI				$ 186,138
Depreciation and amortization				(111,826)
General and administrative expenses				(22,089)
Real estate impairment				(1,886)
Interest expense				(50,501)
Gain on sale of real estate				2,495
Loss on extinguishment of debt				(1,178)
Discontinued operations:				
Income from properties sold or held for sale				24,477
Net income				$ 25,630

SAME-STORE PORTFOLIO NET OPERATING INCOME (NOI) DETAIL

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2017			
	Multifamily	Office	Corporate and Other	Total
Real estate rental revenue				
Same-store portfolio	$ 70,203	$ 137,447	$ 17,593	$ 225,243
Non same-store	25,047	29,991	—	55,038
Total	95,250	167,438	17,593	280,281
Real estate expenses				
Same-store portfolio	27,203	51,761	4,936	83,900
Non same-store	10,437	11,063	—	21,500
Total	37,640	62,824	4,936	105,400
Net Operating Income (NOI)				
Same-store portfolio	43,000	85,686	12,657	141,343
Non same-store	14,610	18,928	—	33,538
Total	$ 57,610	$ 104,614	$ 12,657	$ 174,881
Same-store NOI	43,000			
Add: Riverside NOI	13,137			
Adjusted same-store NOI	$ 56,137			

Reconciliation of NOI to net income	
Total NOI	$ 174,881
Depreciation and amortization	(101,430)
General and administrative expenses	(22,580)
Real estate impairment	(33,152)
Interest expense	(46,793)
Other income	507
Gain on sale of real estate	24,915
Income tax benefit	84
Discontinued operations:	
Income from properties sold or held for sale)	23,180
Net income	19,612
Net income attributable to noncontrolling interests	56
Net income attributable to the controlling interests	$ 19,668

SAME-STORE PORTFOLIO NET OPERATING INCOME (NOI) DETAIL

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2016			
	Multifamily	Office	Corporate and Other	Total
Real estate rental revenue				
Same-store portfolio	$ 55,333	$ 126,959	$ 61,566	$ 243,858
Non same-store	30,431	38,975	—	69,406
Total	85,764	165,934	61,566	313,264
Real estate expenses				
Same-store portfolio	22,642	48,312	15,860	86,814
Non same-store	12,106	16,093	—	28,199
Total	34,748	64,405	15,860	115,013
Net Operating Income (NOI)				
Same-store portfolio	32,691	78,647	45,706	157,044
Non same-store	18,325	22,882	—	41,207
Total	$ 51,016	$ 101,529	$ 45,706	$ 198,251
Same-store NOI	32,691			
Add: Maxwell and Wellington NOI	10,687			
Less: Walker House NOI	(1,860)			
Adjusted same-store NOI	$ 41,518			
Reconciliation of NOI to net income				
Total NOI				$ 198,251
Depreciation and amortization				(108,406)
General and administrative expenses				(19,545)
Casualty gain and real estate impairment (loss), net				676
Interest expense				(53,126)
Other income				297
Acquisition costs				(1,178)
Gain on sale of real estate				101,704
Income tax benefit				615
Net income				119,288
Net income attributable to noncontrolling interests				51
Net income attributable to the controlling interests				$ 119,339

SAME-STORE PORTFOLIO NET OPERATING INCOME (NOI) DETAIL

(In thousands)
(Unaudited)

	Twelve Months Ended December 31, 2015			
	Multifamily	Office	Corporate and Other	Total
Real estate rental revenue				
Same-store portfolio	$ 48,739	$ 149,664	$ 56,762	$ 255,165
Non same-store	19,803	24,714	6,745	51,262
Total	68,542	174,378	63,507	306,427
Real estate expenses				
Same-store portfolio	20,412	55,486	13,792	89,690
Non same-store	8,988	11,742	1,814	22,544
Total	29,400	67,228	15,606	112,234
Net Operating Income (NOI)				
Same-store portfolio	28,327	94,178	42,970	165,475
Non same-store	10,815	12,972	4,931	28,718
Total	$ 39,142	$ 107,150	$ 47,901	$ 194,193
Same-store NOI	$ 28,327			
Add: Yale West NOI	3,514			
Adjusted same-store NOI	$ 31,841			
Reconciliation of NOI to net income				
Total NOI				$ 194,193
Depreciation and amortization				(108,935)
General and administrative expenses				(20,257)
Real estate impairment				(5,909)
Interest expense				(59,546)
Other income				709
Acquisition costs				(2,056)
Gain on sale of real estate				91,107
Loss on extinguishment of debt				(119)
Net income				89,187
Net income attributable to noncontrolling interests				553
Net income attributable to the controlling interests				$ 89,740


Investor Presentation
Accelerating Our Transformation into a Multifamily REIT
June 15, 2021
WASH★REIT®