REALTY INCOME CORP Form 10-K/A March 01, 2019

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 10-K/A (Amendment No. 1) ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934 For the Fiscal Year Ended December 31, 2018

Commission File Number 1-13374

REALTY INCOME CORPORATION (Exact name of registrant as specified in its charter)

Maryland33-0580106(State or Other Jurisdiction of
Incorporation or Organization)(IRS EmployerIdentification Number)

11995 El Camino Real, San Diego, California, 92130 (Address of Principal Executive Offices)

Registrant's telephone number, including area code: (858) 284-5000

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

	Name of Each Exchange
Title of Each Class	On Which Registered
Common Stock, \$0.01 Par Value	New York Stock Exchange
Class F Preferred Stock, \$0.01 Par Value	New York Stock Exchange

Securities registered pursuant to Section 12 (g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. YES x NO o

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. YES o NO x

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES x NO o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required

to submit and post such files). YES x NO o

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer x Accelerated filer o Non-accelerated filer o Smaller reporting company o

Emerging growth company o

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. o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). YES o NO x

At June 30, 2018, the aggregate market value of the Registrant's shares of common stock, \$0.01 par value, held by non-affiliates of the Registrant was \$15.6 billion based upon the last reported sale price of \$53.79 per share on the New York Stock Exchange on June 29, 2018, the last business day of the Registrant's most recently completed second fiscal quarter. The determination of affiliate status for purposes of this calculation is not necessarily a conclusive determination for other purposes.

At February 13, 2019, the number of shares of common stock outstanding was 303,791,717.

DOCUMENTS INCORPORATED BY REFERENCE

Part III, Items 10, 11, 12, 13, and 14 incorporate by reference certain specific portions of the definitive Proxy Statement for Realty Income Corporation's Annual Meeting to be held on May 14, 2019, to be filed pursuant to Regulation 14A. Only those portions of the proxy statement which are specifically incorporated by reference herein shall constitute a part of this annual report.

EXPLANATORY NOTE

This Amendment No. 1 to the Annual Report on Form 10-K (this "Amended Form 10-K") of Realty Income Corporation amends and restates in its entirety (including exhibits) our Annual Report on Form 10-K for the year ended December 31, 2018, filed with the Securities and Exchange Commission on February 22, 2019 (the "Original Form 10-K"). This Amended Form 10-K is being filed solely to correct an inadvertent immaterial error, which occurred during the EDGARization process, in Schedule III of our audited financial statements contained in the Original Form 10-K, which has been revised in the Amended Form 10-K to correct this immaterial error.

Pursuant to Rule 12b-15 under the Securities Exchange Act of 1934, as amended, this Amended Form 10-K also contains new certifications as required by Section 302 and Section 906 of the Sarbanes-Oxley Act of 2002. Accordingly, Item 15(b) of Part IV is amended to include the currently dated certifications as exhibits.

Except as described above, no other amendments are being made to the Original Form 10-K. For ease of reference, we have elected to file the entire contents of the Original Form 10-K, except as described above, even though the error was only contained in Schedule III of our audited financial statements. This Amended Form 10-K does not reflect events occurring after the Original Form 10-K or modify or update the disclosure contained therein in any other way other than as required to reflect the amendments discussed above.

REALTY INCOME CORPORATION

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PART I

Item 1: Business

THE COMPANY

Realty Income, The Monthly Dividend Company[®], is an S&P 500 company dedicated to providing stockholders with dependable monthly dividends that increase over time. The company is structured as a real estate investment trust, or REIT, requiring it annually to distribute at least 90% of its taxable income (excluding net capital gains) in the form of dividends to its stockholders. The monthly dividends are supported by the cash flow generated from real estate owned under long-term, net lease agreements with regional and national commercial tenants.

Realty Income was founded in 1969, and listed on the New York Stock Exchange (NYSE: O) in 1994. Over the past 50 years, Realty Income has been acquiring and managing freestanding commercial properties that generate rental revenue under long-term net lease agreements. The company is a member of the S&P High Yield Dividend Aristocrats[®] index for having increased its dividend every year for more than 20 consecutive years.

At December 31, 2018, we owned a diversified portfolio:

Of 5,797 properties;

With an occupancy rate of 98.6%, or 5,717 properties leased and 80 properties available for lease; Leased to 262 different commercial tenants doing business in 48 separate industries;

Located in 49 states and Puerto Rico;

With over 93.3 million square feet of leasable space; and

• With an average leasable space per property of approximately 16,110 square feet; approximately 11,260 square feet per retail property and 229,000 square feet per industrial property.

Of the 5,797 properties in the portfolio, 5,769, or 99.5%, are single-tenant properties, and the remaining are multi-tenant properties. At December 31, 2018, of the 5,769 single-tenant properties, 5,692 were leased with a weighted average remaining lease term (excluding rights to extend a lease at the option of the tenant) of approximately 9.2 years.

Our seven senior officers owned 0.1% of our outstanding common stock with a market value of \$12.2 million at January 31, 2019. Our directors and seven senior officers, as a group, owned 0.2% of our outstanding common stock with a market value of \$34.9 million at January 31, 2019.

Our common stock is listed on the NYSE under the ticker symbol "O" with a CUSIP number of 756109-104. Our central index key number is 726728.

In January 2019, we had 165 employees, as compared to 152 employees in January 2018.

We maintain a corporate website at www.realtyincome.com. On our website we make available, free of charge, copies of our annual report on Form 10-K, quarterly reports on Form 10-Q, Form 3s, Form 4s, Form 5s, current reports on Form 8-K, and amendments to those reports, as soon as reasonably practicable after we electronically file these reports with the Securities and Exchange Commission, or SEC. None of the information on our website is deemed to be part of this report.

RECENT DEVELOPMENTS

Increases in Monthly Dividends to Common Stockholders

We have continued our 50-year policy of paying monthly dividends. In addition, we increased the dividend five times during 2018 and twice during 2019. As of February 2019, we have paid 85 consecutive quarterly dividend increases and increased the dividend 100 times since our listing on the NYSE in 1994.

	Month	Month	Dividend	Increase
2018 Dividend increases	Declared	Paid	per share	per share
1st increase	Dec 2017	Jan 2018	\$0.2125	\$0.0005
2nd increase	Jan 2018	Feb 2018	\$0.2190	\$0.0065
3rd increase	Mar 2018	Apr 2018	\$0.2195	\$0.0005
4th increase	Jun 2018	Jul 2018	\$0.2200	\$0.0005
5th increase	Sep 2018	Oct 2018	\$0.2205	\$0.0005
2019 Dividend increases				
1st increase	Dec 2018	Jan 2019	\$0.2210	\$0.0005

The dividends paid per share during 2018 totaled approximately \$2.6305, as compared to approximately \$2.5270 during 2017, an increase of \$0.1035, or 4.1%.

Jan 2019 Feb 2019 \$0.2255 \$0.0045

The monthly dividend of \$0.2255 per share represents a current annualized dividend of \$2.706 per share, and an annualized dividend yield of approximately 4.3% based on the last reported sale price of our common stock on the NYSE of \$63.04 on December 31, 2018. Although we expect to continue our policy of paying monthly dividends, we cannot guarantee that we will maintain our current level of dividends, that we will continue our pattern of increasing dividends per share, or what our actual dividend yield will be in any future period.

Acquisitions During 2018

2nd increase

During 2018, we invested \$1.8 billion in 764 new properties and properties under development or expansion, with an initial weighted average contractual lease rate of 6.4%. The 764 new properties and properties under development or expansion are located in 39 states, will contain approximately 5.2 million leasable square feet, and are 100% leased with a weighted average lease term of 14.8 years. The tenants occupying the new properties operate in 21 industries and the property types are 96.3% retail and 3.7% industrial, based on rental revenue. During 2018, none of our real estate investments caused any one tenant to be 10% or more of our total assets at December 31, 2018.

The initial weighted average contractual lease rate for a property is generally computed as estimated contractual first year cash net operating income, which, in the case of a net leased property, is equal to the aggregate cash base rent for the first full year of each lease, divided by the total cost of the property. Since it is possible that a tenant could default on the payment of contractual rent, we cannot provide assurance that the actual return on the funds invested will remain at the percentages listed above.

In the case of a property under development or expansion, the contractual lease rate is generally fixed such that rent varies based on the actual total investment in order to provide a fixed rate of return. When the lease does not provide for a fixed rate of return on a property under development or expansion, the initial weighted average contractual lease rate is computed as follows: estimated cash net operating income (determined by the lease) for the first full year of each lease, divided by our projected total investment in the property, including land, construction and capitalized interest costs. Of the \$1.8 billion we invested during 2018, \$80.3 million was invested in 14 properties under development or expansion with an initial weighted average contractual lease rate of 6.9%. We may continue to pursue

development or expansion opportunities under similar arrangements in the future.

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Portfolio Discussion Leasing Results At December 31, 2018, we had 80 properties available for lease out of 5,797 properties in our portfolio, which represents a 98.6% occupancy rate based on the number of properties in our portfolio. Since December 31, 2017, when we reported 83 properties available for lease out of 5,172 and a 98.4% occupancy rate, we:

Had 267 lease expirations; Re-leased 228 properties; and Sold 42 vacant properties.

Of the 228 properties re-leased during 2018, 215 properties were re-leased to existing tenants, three were re-leased to new tenants without vacancy, and ten were re-leased to new tenants after a period of vacancy. The annual rent on these 228 leases was \$46.15 million, as compared to the previous rent on these same properties of \$44.66 million, which represents a rent recapture rate of 103.3% on the properties re-leased during 2018.

As part of our re-leasing costs, we pay leasing commissions to unrelated, third party real estate brokers consistent with the commercial real estate industry standard, and sometimes provide tenant rent concessions. We do not consider the collective impact of the leasing commissions or tenant rent concessions to be material to our financial position or results of operations.

At December 31, 2018, our average annualized rental revenue was approximately \$14.24 per square foot on the 5,717 leased properties in our portfolio. At December 31, 2018, we classified 17 properties, with a carrying amount of \$16.6 million, as held for sale on our balance sheet. The expected sale of these properties does not represent a strategic shift that will have a major effect on our operations and financial results and is consistent with our existing disposition strategy to further enhance our real estate portfolio and maximize portfolio returns.

Investments in Existing Properties

In 2018, we capitalized costs of \$17.9 million on existing properties in our portfolio, consisting of \$3.9 million for re-leasing costs, \$1.1 million for recurring capital expenditures, and \$12.9 million for non-recurring building improvements. In 2017, we capitalized costs of \$12.7 million on existing properties in our portfolio, consisting of \$1.6 million for re-leasing costs, \$912,000 for recurring capital expenditures, and \$10.2 million for non-recurring building improvements.

The majority of our building improvements relate to roof repairs, HVAC improvements, and parking lot resurfacing and replacements. The amounts of our capital expenditures can vary significantly, depending on the rental market, tenant credit worthiness, the lease term and the willingness of tenants to pay higher rents over the terms of the leases.

We define recurring capital expenditures as mandatory and repetitive landlord capital expenditure obligations that have a limited useful life. We define non-recurring capital expenditures as property improvements where we invest additional capital that extend the useful life of the properties.

Sumit Roy Appointed Chief Executive Officer (CEO)

On October 16, 2018, we announced that our Board of Directors had appointed Sumit Roy to the position of our CEO and to our Board of Directors. Mr. Roy, who previously served as Chief Operating Officer, succeeds John P. Case, our previous CEO. Mr. Roy continues to serve as our President.

Tau Operating Partnership Buyout and Term Loan Payoff

In January 2019, we redeemed all of the outstanding 317,022 common units of Tau Operating Partnership, L.P., which reduced our total common units outstanding to 373,797 as of January 3, 2019. Additionally, in January 2019, we paid

off the outstanding balance and interest on the \$70.0 million senior unsecured term loan entered in January 2013 in conjunction with our acquisition of ARCT. Following the redemption, we hold 100% of the ownership interests of Tau Operating Partnership, L.P., and continue to consolidate the entity.

New, Expanded Credit Facility

In October 2018, we entered into a new \$3.25 billion unsecured credit facility to replace our previous \$2.25 billion unsecured credit facility, of which \$2.0 billion was due to expire in June 2019. This new credit facility includes a \$3.0 billion unsecured revolving credit facility and a new \$250.0 million unsecured term loan due March 2024. The new revolving credit facility matures in March 2023 and includes two six-month extensions that can be exercised at our

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option. The new revolving credit facility, or our revolving credit facility, also has a \$1.0 billion expansion feature. As of December 31, 2018, we had a balance of \$252.0 million on our credit facility. Under our revolving credit facility, our current investment grade credit ratings provide for financing at LIBOR plus 0.775% with a facility commitment fee of 0.125%, for all-in drawn pricing of 0.90% over LIBOR. Our previous \$2.25 billion unsecured credit facility had all-in drawn pricing of 0.975% over LIBOR.

In conjunction with our new revolving credit facility, we entered into a new \$250.0 million senior unsecured term loan, which matures in March 2024. Borrowing under this term loan bears interest at the current one-month LIBOR plus 0.85%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest on this term loan at 3.89%.

S&P Upgrade to A-

In August 2018, S&P Global Ratings raised our credit rating to A- with a "stable" outlook from BBB+ with a "positive" outlook.

Note Issuance

In April 2018, we issued \$500.0 million of 3.875% senior unsecured notes due 2025, or the 2025 Notes. The public offering price for the 2025 Notes was 99.50% of the principal amount, for an effective yield to maturity of 3.957%. The net proceeds of approximately \$493.1 million from this offering were used to repay borrowings outstanding under our credit facility, to fund investment opportunities, and for other general corporate purposes.

Capital Raising

During 2018, we raised \$1.1 billion from the sale of common stock, primarily through the use of our at-the-market (ATM) programs, at a weighted average price of \$58.77 per share.

Net Income Available to Common Stockholders

Net income available to common stockholders was \$363.6 million in 2018, as compared to \$301.5 million in 2017, an increase of \$62.1 million. On a diluted per common share basis, net income was \$1.26 in 2018, as compared to \$1.10 in 2017, an increase of \$0.16, or 14.5%.

Net income available to common stockholders in 2018 was impacted by a severance payment made to our former CEO in October 2018. The total value of cash, stock compensation and professional fees incurred as a result of this severance was \$28.3 million; however, the net amount, after incorporating accruals for CEO compensation previous to this severance, was \$18.7 million, equivalent to \$0.06 per share.

Net income and funds from operations available to common stockholders per share in 2017 were impacted by a loss of \$42.4 million, or \$0.15 per share, on extinguishment of debt upon the early redemption on all \$550.0 million of our outstanding 6.75% notes due August 2019 during December 2017. Net income and funds from operations available to common stockholders for 2017 were also impacted by a \$13.4 million non-cash redemption charge on the shares of Class F preferred stock that were redeemed in April 2017, which represented \$0.05 on a diluted per common share basis. This charge was based on the excess of redemption value over the carrying value of the Class F preferred stock that represents the original issuance cost that was paid in 2012.

The calculation to determine net income available to common stockholders includes impairments and gains from the sale of properties, which can vary from period to period based on the timing and significantly impact net income available to common stockholders.

Funds from Operations Available to Common Stockholders (FFO)

In 2018, our FFO increased by \$130.6 million, or 16.9%, to \$903.3 million, as compared to \$772.7 million in 2017. On a diluted per common share basis, FFO was \$3.12 in 2018, as compared to \$2.82 in 2017, an increase of \$0.30, or 10.6%.

Adjusted Funds from Operations Available to Common Stockholders (AFFO)

In 2018, our AFFO increased by \$86.0 million, or 10.3%, to \$924.6 million, as compared to \$838.6 million in 2017. On a diluted per common share basis, AFFO was \$3.19 in 2018, as compared to \$3.06 in 2017, an increase of \$0.13, or 4.2%.

See our discussion of FFO and AFFO (which are not financial measures under generally accepted accounting principles, or GAAP), later in the section entitled "Management's Discussion and Analysis of Financial Condition

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and Results of Operations," in this annual report, which includes a reconciliation of net income available to common stockholders to FFO and AFFO.

DIVIDEND POLICY

Distributions are paid monthly to holders of shares of our common stock.

Distributions are paid monthly to the limited partners holding common units of Realty Income, L.P., each on a per unit basis that is generally equal to the amount paid per share to our common stockholders. Prior to the redemption of our common units of Tau Operating Partnership, L.P. in January 2019, distributions were paid monthly to the limited partners holding common units of Tau Operating Partnership, L.P., each on a per unit basis that was generally equal to the amount paid per share to our common stockholders.

In order to maintain our status as a REIT for federal income tax purposes, we generally are required to distribute dividends to our stockholders aggregating annually at least 90% of our taxable income (excluding net capital gains), and we are subject to income tax to the extent we distribute less than 100% of our taxable income (including net capital gains). In 2018, our cash distributions to common stockholders totaled \$761.6 million, or approximately 133.5% of our estimated taxable income of \$570.4 million. Our estimated taxable income reflects non-cash deductions for depreciation and amortization. Our estimated taxable income is presented to show our compliance with REIT dividend requirements and is not a measure of our liquidity or operating performance. We intend to continue to make distributions to our stockholders. Furthermore, we believe our funds from operations are sufficient to support our current level of cash distributions to our stockholders. Our cash distributions to common stockholders in 2018 totaled \$761.6 million, representing 82.4% of our adjusted funds from operations available to common stockholders of \$924.6 million. In comparison, our 2017 cash distributions to common stockholders totaled \$689.3 million, representing 82.2% of our adjusted funds from operations available to solve of \$629.4 million.

Future distributions will be at the discretion of our Board of Directors and will depend on, among other things, our results of operations, FFO, AFFO, cash flow from operations, financial condition, capital requirements, the annual distribution requirements under the REIT provisions of the Internal Revenue Code of 1986, as amended, or the Code, our debt service requirements, and any other factors the Board of Directors may deem relevant. In addition, our credit facility contains financial covenants that could limit the amount of distributions payable by us in the event of a default, and which prohibit the payment of distributions on the common or preferred stock in the event that we fail to pay when due (subject to any applicable grace period) any principal or interest on borrowings under our credit facility.

Distributions of our current and accumulated earnings and profits for federal income tax purposes generally will be taxable to stockholders as ordinary income, except to the extent that we recognize capital gains and declare a capital gains dividend, or that such amounts constitute "qualified dividend income" subject to a reduced rate of tax. The maximum tax rate of non-corporate taxpayers for "qualified dividend income" is generally 20%. In general, dividends payable by REITs are not eligible for the reduced tax rate on qualified dividend income, except to the extent that certain holding requirements have been met with respect to the REIT's stock and the REIT's dividends are attributable to dividends received from certain taxable corporations (such as our taxable REIT subsidiaries) or to income that was subject to tax at the corporate or REIT level (for example, if we distribute taxable income that we retained and paid tax on in the prior taxable year). However, non-corporate stockholders, including individuals, generally may deduct up to 20% of dividends from a REIT, other than capital gain dividends and dividends treated as qualified dividend income, for taxable years beginning after December 31, 2017 and before January 1, 2026.

Distributions in excess of earnings and profits generally will first be treated as a non-taxable reduction in the stockholders' basis in their stock, but not below zero. Distributions in excess of that basis generally will be taxable as a

capital gain to stockholders who hold their shares as a capital asset. Approximately 22.9% of the distributions to our common stockholders, made or deemed to have been made in 2018, were classified as a return of capital for federal income tax purposes. We estimate that in 2019, between 15% and 25% of the distributions may be classified as a return of capital.

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BUSINESS PHILOSOPHY AND STRATEGY

We believe that owning an actively managed, diversified portfolio of primarily single-tenant commercial properties under long-term, net lease agreements produces consistent and predictable income. A net lease typically requires the tenant to be responsible for monthly rent and certain property operating expenses including property taxes, insurance, and maintenance. In addition, tenants of our properties typically pay rent increases based on: (1) increases in the consumer price index (typically subject to ceilings), (2) fixed increases, or (3) additional rent calculated as a percentage of the tenants' gross sales above a specified level. We believe that a portfolio of properties under long-term, net lease agreements generally produces a more predictable income stream than many other types of real estate portfolios, while continuing to offer the potential for growth in rental income.

Diversification is also a key component of our investment philosophy. We believe that diversification of the portfolio by tenant, industry, geography, and, to a certain extent, property type leads to more consistent and predictable income for our stockholders by reducing vulnerability that can come with any single concentration. Our investment activities have led to a diversified property portfolio that, as of December 31, 2018, consisted of 5,797 properties located in 49 states and Puerto Rico, leased to 262 different commercial tenants doing business in 48 industries. Each of the 48 industries represented in our property portfolio accounted for no more than 12.4% of our rental revenue during either the quarter or year ended December 31, 2018.

Investment Strategy

When identifying new properties for investment, we generally focus on acquiring high-quality real estate that tenants consider important to the successful operation of their business. We generally seek to acquire real estate that has the following characteristics:

Properties that are freestanding, commercially-zoned with a single tenant;

Properties that are in significant markets or strategic locations critical to generating revenue for our tenants (i.e. they need the property in which they operate in order to conduct their business);

Properties that we deem to be profitable for the tenants and/or can generally be characterized as important to the successful operations of the company's business;

Properties that are located within attractive demographic areas relative to the business of our tenants, generally fungible, and have good visibility and easy access to major thoroughfares;

Properties with real estate valuations that approximate replacement costs;

Properties with rental or lease payments that approximate market rents; and

Properties that can be purchased with the simultaneous execution or assumption of long-term, net lease agreements, offering both current income and the potential for future rent increases.

We seek to invest in industries in which several well-organized tenants are capturing market share through the selection of prime real estate locations supported by superior service, quality control, economies of scale, consumer branding, and advertising. In addition, we frequently acquire large portfolios of single-tenant properties net leased to different tenants operating in a variety of industries. We have an internal team dedicated to sourcing such opportunities, often using our relationships with various tenants, owners/developers, brokers and advisers to uncover and secure transactions. We also undertake thorough research and analysis to identify what we consider to be appropriate property locations, tenants, and industries for investment. This research expertise is instrumental to uncovering net lease opportunities in markets where we believe we can add value.

In selecting potential investments, we look for tenants with the following attributes:

Tenants with reliable and sustainable cash flow;Tenants with revenue and cash flow from multiple sources;

Tenants that are willing to sign a long-term lease (10 or more years); and Tenants that are large owners and users of real estate.

From a retail perspective, our investment strategy is to target tenants that have a service, non-discretionary, and/or low-price-point component to their business. We believe these characteristics better position tenants to operate in a variety of economic conditions and to compete more effectively with internet retailers. As a result of the execution of this strategy, approximately 95% of our annualized retail rental revenue at December 31, 2018 is derived from tenants with a service, non-discretionary, and/or low price point component to their business. From a non-retail perspective, we target industrial properties leased to industry leaders that are primarily investment grade rated

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companies. We believe these characteristics enhance the stability of the rental revenue generated from these properties.

After applying this investment strategy, we pursue those transactions where we can achieve an attractive investment spread over our cost of capital and favorable risk-adjusted returns. We will continue to evaluate all investments consistent with our objective of owning net lease assets.

Underwriting Strategy

In order to be considered for acquisition, properties must meet stringent underwriting requirements. We have established a four-part analysis to examine each potential investment based on:

The aforementioned overall real estate characteristics, including demographics, replacement cost and comparative rental rates;

Industry, tenant (including credit profile), and market conditions;

Store profitability for retail locations if profitability data is available; and

The importance of the real estate location to the operations of the tenants' business.

We believe the principal financial obligations for most of our tenants typically include their bank and other debt, payment obligations to suppliers, and real estate lease obligations. Because we typically own the land and building in which a tenant conducts its business or which are critical to the tenant's ability to generate revenue, we believe the risk of default on a tenant's lease obligation is less than the tenant's unsecured general obligations. It has been our experience that tenants must retain their profitable and critical locations in order to survive. Therefore, in the event of reorganization, they are less likely to reject a lease of a profitable or critical location because this would terminate their right to use the property.

Thus, as the property owner, we believe that we will fare better than unsecured creditors of the same tenant in the event of reorganization. If a property is rejected by the tenant during reorganization, we own the property and can either lease it to a new tenant or sell the property. In addition, we believe that the risk of default on real estate leases can be further mitigated by monitoring the performance of the tenants' individual locations and considering whether to proactively sell locations that meet our criteria for disposition.

Prior to entering into any transaction, our research department conducts a review of a tenant's credit quality. The information reviewed may include reports and filings, including any public credit ratings, financial statements, debt and equity analyst reports, and reviews of corporate credit spreads, stock prices, market capitalization, and other financial metrics. We conduct additional due diligence, including additional financial reviews of the tenant and a more comprehensive review of the business segment and industry in which the tenant operates. We continue to monitor our tenants' credit quality on an ongoing basis by reviewing the available information previously discussed, and providing summaries of these findings to management. Approximately 51% of our annualized rental revenue comes from properties leased to investment grade rated companies or their subsidiaries. At December 31, 2018, our top 20 tenants represented approximately 54% of our annualized revenue and 12 of these tenants have investment grade credit ratings or are subsidiaries of investment grade companies.

Portfolio and Asset Management Strategy

In addition to pursuing new properties for investment, we seek to increase earnings and distributions to stockholders through active portfolio and asset management.

Generally, our portfolio and asset management efforts seek to achieve:

Rent increases at the expiration of existing leases, when market conditions permit;

Optimum exposure to certain tenants, industries, and markets through re-leasing vacant properties and selectively selling properties;

Maximum asset-level returns on properties that are re-leased or sold;

Additional value creation from the existing portfolio by enhancing individual properties, pursuing alternative uses, and deriving ancillary revenue; and

Investment opportunities in new asset classes for the portfolio.

We continually monitor our portfolio for any changes that could affect the performance of our tenants, our tenants' industries, and the real estate locations in which we have invested. We also regularly analyze our portfolio with a

view towards optimizing its returns and enhancing its overall credit quality. Our active portfolio and asset management strategy pursues asset sales when we believe the reinvestment of the sale proceeds will:

Generate higher returns;

Enhance the credit quality of our real estate portfolio;

- Extend our average remaining lease term;
- and/or

Strategically decrease tenant, industry, or geographic concentration.

At December 31, 2018, we classified 17 properties with a carrying amount of \$16.6 million as held for sale on our balance sheet. For 2019, we intend to continue our active disposition efforts to further enhance our real estate portfolio and anticipate \$75 to \$100 million in property sales. We plan to invest these proceeds into new property acquisitions, if there are attractive opportunities available. However, we cannot guarantee that we will sell properties during 2019 at our estimated values or be able to invest the property sale proceeds in new properties.

The active management of the portfolio is an essential component of our long-term strategy of maintaining high occupancy. Since 1970, our occupancy rate at the end of each year has never been below 96%. However, we cannot assure you that our future occupancy levels will continue to equal or exceed 96%.

Capital Philosophy

Historically, we have met our long-term capital needs by issuing common stock, preferred stock and long-term unsecured notes and bonds. Over the long term, we believe that common stock should be the majority of our capital structure; however, we may issue additional preferred stock or debt securities. We may issue common stock when we believe that our share price is at a level that allows for the proceeds of any offering to be accretively invested into additional properties. In addition, we may issue common stock to permanently finance properties that were initially financed by our credit facility or debt securities. However, we cannot assure you that we will have access to the capital markets at all times and at terms that are acceptable to us.

Our primary cash obligations, for the current year and subsequent years, are included in the "Table of Obligations," which is presented later in this section. We expect to fund our operating expenses and other short-term liquidity requirements, including property acquisitions and development costs, payment of principal and interest on our outstanding indebtedness, property improvements, re-leasing costs and cash distributions to common and preferred stockholders, primarily through cash provided by operating activities, property sales, borrowing on our credit facility and periodically through public securities offerings.

Conservative Capital Structure

We believe that our stockholders are best served by a conservative capital structure. Therefore, we seek to maintain a conservative debt level on our balance sheet and solid interest and fixed charge coverage ratios. At December 31, 2018, our total outstanding borrowings of senior unsecured notes and bonds, term loans, mortgages payable and credit facility borrowings were \$6.5 billion, or approximately 25.4% of our total market capitalization of \$25.7 billion.

We define our total market capitalization at December 31, 2018 as the sum of:

Shares of our common stock outstanding of 303,742,090, plus total common units outstanding of 690,819, multiplied by the last reported sales price of our common stock on the NYSE of \$63.04 per share on December 31, 2018, or \$19.2 billion;

Outstanding borrowings of \$252.0 million on our credit facility;

Outstanding mortgages payable of \$298.4 million, excluding net mortgage premiums of \$4.4 million and deferred financing costs of \$183,000;

Outstanding borrowings of \$570.0 million on our term loans, excluding deferred financing costs of \$1.4 million; and Outstanding senior unsecured notes and bonds of \$5.4 billion, excluding unamortized net original issuance premiums of \$10.5 million and deferred financing costs of \$33.7 million.

In January 2019, we redeemed all of our outstanding 317,022 common units of Tau Operating Partnership, L.P., which reduced our total common units outstanding to 373,797 as of January 3, 2019.

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Impact of Real Estate and Credit Markets

In the commercial real estate market, property prices generally continue to fluctuate. Likewise, during certain periods, the U.S. credit markets have experienced significant price volatility, dislocations, and liquidity disruptions, which may impact our access to and cost of capital. We continually monitor the commercial real estate and U.S. credit markets carefully and, if required, will make decisions to adjust our business strategy accordingly.

Universal Shelf Registration

In November 2018, we filed a shelf registration statement with the SEC, which is effective for a term of three years and will expire in November 2021. In accordance with SEC rules, the amount of securities to be issued pursuant to this shelf registration statement was not specified when it was filed and there is no specific dollar limit. The securities covered by this registration statement include (1) common stock, (2) preferred stock, (3) debt securities, (4) depositary shares representing fractional interests in shares of preferred stock, (5) warrants to purchase debt securities, common stock, preferred stock, or depositary shares, and (6) any combination of these securities. We may periodically offer one or more of these securities in amounts, prices and on terms to be announced when and if these securities are offered. The specifics of any future offerings, along with the use of proceeds of any securities offered, will be described in detail in a prospectus supplement, or other offering materials, at the time of any offering.

Revolving Credit Facility

In October 2018, we entered into a new \$3.25 billion unsecured credit facility to replace our previous \$2.25 billion unsecured credit facility, of which \$2.0 billion was due to expire in June 2019. This new credit facility includes a \$3.0 billion unsecured revolving credit facility and a new \$250.0 million unsecured term loan due March 2024. The new revolving credit facility, or our revolving credit facility, matures in March 2023 and includes two six-month extensions that can be exercised at our option. Our revolving credit facility also has a \$1.0 billion expansion feature. Under our new revolving credit facility, our current investment grade credit ratings provide for financing at LIBOR plus 0.775% with a facility commitment fee of 0.125%, for all-in drawn pricing of 0.90% over LIBOR.

The borrowing rate under our revolving credit facility is subject to an interest rate floor and may change if our investment grade credit ratings change. We also have other interest rate options available to us under our credit facility. Our revolving credit facility is unsecured and, accordingly, we have not pledged any assets as collateral for this obligation.

At December 31, 2018, we had a borrowing capacity of \$2.75 billion available on our revolving credit facility and an outstanding balance of \$252.0 million. The weighted average interest rate on borrowings outstanding under our revolving credit facility, at December 31, 2018, was 3.2% per annum. We must comply with various financial and other covenants in our credit facility. At December 31, 2018, we were in compliance with these covenants. We expect to use our credit facility to acquire additional properties and for other general corporate purposes. Any additional borrowings will increase our exposure to interest rate risk.

We generally use our credit facility for the short-term financing of new property acquisitions. Thereafter, we generally seek to refinance those borrowings with the net proceeds of long-term or permanent financing, which may include the issuance of common stock, preferred stock or debt securities. We cannot assure you, however, that we will be able to obtain any such refinancing, or that market conditions prevailing at the time of the refinancing will enable us to issue equity or debt securities at acceptable terms.

Cash Reserves

We are organized to operate as an equity REIT that acquires and leases properties and distributes to stockholders, in the form of monthly cash distributions, a substantial portion of our net cash flow generated from leases on our properties. We intend to retain an appropriate amount of cash as working capital. At December 31, 2018, we had cash and cash equivalents totaling \$10.4 million.

We believe that our cash and cash equivalents on hand, cash provided from operating activities, and borrowing capacity is sufficient to meet our liquidity needs for the next twelve months. We intend, however, to use permanent or long-term capital to fund property acquisitions and to repay future borrowings under our credit facility.

Credit Agency Ratings

The borrowing interest rates under our credit facility are based upon our ratings assigned by credit rating agencies. As of December 31, 2018, we were assigned the following investment grade corporate credit ratings on our senior unsecured notes and bonds: Moody's Investors Service has assigned a rating of A3 with a "stable" outlook,

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Standard & Poor's Ratings Group has assigned a rating of A- with a "stable" outlook, and Fitch Ratings has assigned a rating of BBB+ with a "stable" outlook.

Based on our ratings as of December 31, 2018, the facility interest rate was LIBOR, plus 0.775% with a facility commitment fee of 0.125%, for all-in drawn pricing of 0.90% over LIBOR. Our credit facility provides that the interest rate can range between: (i) LIBOR, plus 1.45% if our credit rating is lower than BBB-/Baa3 or unrated and (ii) LIBOR, plus 0.75% if our credit rating is A/A2 or higher. In addition, our credit facility provides for a facility commitment fee based on our credit ratings, which range from: (i) 0.30% for a rating lower than BBB-/Baa3 or unrated, and (ii) 0.10% for a credit rating of A/A2 or higher.

We also issue senior debt securities from time to time and our credit ratings can impact the interest rates charged in those transactions. If our credit ratings or ratings outlook change, our cost to obtain debt financing could increase or decrease. The credit ratings assigned to us could change based upon, among other things, our results of operations and financial condition. These ratings are subject to ongoing evaluation by credit rating agencies and we cannot assure you that our ratings will not be changed or withdrawn by a rating agency in the future if, in its judgment, circumstances warrant. Moreover, a rating is not a recommendation to buy, sell or hold our debt securities, preferred stock or common stock.

Term Loans

In October 2018, in conjunction with our revolving credit facility, we entered into a new \$250.0 million senior unsecured term loan, which matures in March 2024. Borrowing under this term loan bears interest at the current one-month LIBOR plus 0.85%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest on this term loan at 3.89%.

In December 2017, in conjunction with the acquisition of a portfolio of properties, we entered into a \$125.9 million promissory note, which was paid in full at maturity in January 2018. Borrowings under this note bore interest at 1.52%.

In June 2015, in conjunction with entering into our previous credit facility, we entered into a \$250.0 million senior unsecured term loan maturing on June 30, 2020. Borrowing under this term loan bears interest at the current one-month LIBOR, plus 0.90%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest rate on this term loan at 2.62%.

In January 2013, in conjunction with our acquisition of American Realty Capital Trust, Inc., or ARCT, we entered into a \$70.0 million senior unsecured term loan with an initial maturity date of January 2018. Borrowing under this term loan bore interest at the current one-month LIBOR plus 1.10%. In conjunction with this term loan, we also entered into an interest rate swap, which, until its termination in January 2018, effectively fixed our per annum interest rate on this term loan at 2.05%. In 2018, we entered into two separate six–month extensions of this loan, during which periods the interest was born at the current one–month LIBOR, plus 0.90%. In January 2019, we paid off the outstanding principal and interest on this term loan.

Mortgage Debt

As of December 31, 2018, we had \$298.4 million of mortgages payable, all of which were assumed in connection with our property acquisitions. Additionally, at December 31, 2018, we had net premiums totaling \$4.4 million on these mortgages and deferred financing costs of \$183,000. We expect to pay off the mortgages payable as soon as prepayment penalties have declined to a level that would make it economically feasible to do so. During 2018, we made \$21.9 million of principal payments, including the repayment of two mortgages in full for \$17.0 million.

Notes Outstanding

As of December 31, 2018, we had \$5.4 billion of senior unsecured note and bond obligations, excluding unamortized net original issuance premiums of \$10.5 million and deferred financing costs of \$33.7 million. All of our outstanding notes and bonds have fixed interest rates. Interest on all of our senior note and bond obligations is paid semiannually.

No Unconsolidated Investments

We have no unconsolidated investments, nor do we engage in trading activities involving energy or commodity contracts.

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Corporate Responsibility

Realty Income is committed to conducting our business according to the highest ethical standards. We are dedicated to providing an engaging, diverse, and safe work environment for our employees, operating our business in an environmentally conscious manner, and upholding our corporate responsibilities as a public company for the benefit of our shareholders. As The Monthly Dividend Company®, our mission is to provide our stockholders with monthly dividends that increase over time. How we manage and use the physical, financial and talent resources that enable us to achieve this mission, demonstrates our commitment to corporate responsibility.

Environmental Practices

Our focus on the environment is demonstrated by how we manage our day-to-day activities at our corporate headquarters. At our headquarters, we promote energy efficiency and encourage practices such as:

Powering down office equipment at the end of the day; Implementing file-sharing technology and automatic "duplex mode" to limit paper use; Adopting electronic approval systems; Encouraging employees to carpool to our headquarters; and Recycling paper waste.

With respect to recycling and reuse practices, we encourage the use of recycled products and the recycling of materials used in our operations. Cell phones, wireless devices and office equipment are recycled or donated whenever possible. In 2018, we sent more than 28,500 pounds of paper to our offsite partner for recycling.

In addition, our headquarters was constructed according to the State of California energy efficiency standards (specifically following California Green Building Standards Code and Title 24 of the California Code of Regulations), with features such as an automatic lighting control system with light-harvesting technology, a building management system that monitors and controls energy use, an energy-efficient PVC roof and heating and cooling system, and drought-tolerant landscaping with recycled materials. We continue to evaluate our current operations, strive to improve our environmental performance, and implement sustainable business practices.

The properties in our portfolio are primarily net leased to our tenants who are responsible for maintaining the buildings and are in control of their energy usage and environmental sustainability practices. We work with our tenants to promote environmental responsibility at the properties we own, with some locations achieving LEED (Leadership in Energy and Environmental Design) certification.

Our Asset Management team has engaged with a renewable energy development company to identify assets that would maximize energy efficiency initiatives throughout our property portfolio. These initiatives include solar energy arrays, battery storage, and charging stations. In addition, we continue to explore regional opportunities with our tenants in order to qualify for city and county renewable energy or energy efficiency programs to conserve our world's finite resources.

Realty Income also has an internal "Green Team" that encourages our employees to focus on environmentally-smart choices to further reduce our environmental impact as a company. The Green Team, which includes executive and officer-level employees, works to positively impact the environment through education and engagement within the company and local communities, focusing on waste, energy, and water management.

Company Culture and Employees

We put great effort into cultivating an inclusive company culture. We are one team, and together we are committed to a culture that provides an engaging work environment and encourages respect, collaboration, humility, transparency, and integrity. Regular open communication is central to how we work, and our employees take pride in our 50-year

history of providing monthly dividends to our stockholders. We hire talented employees with diverse backgrounds and perspectives, and work to provide an environment where capable team members have fulfilling careers in the real estate industry.

Social Responsibility

We are committed to providing a positive and engaging work environment for our employees and taking an active role in the betterment of the communities in which our employees and shareholders live and work. Our employees are awarded compensation that is in line with those of our peers and competitors, including generous healthcare benefits (medical, dental, vision) for all employees and their families, participation in a 401(k) plan with a matching contribution from Realty Income, restricted stock awards based on company performance, competitive paid time-off

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benefits, a well-being program, continued education and development opportunities, up to 16 weeks of paid parental leave, and an infant-at-work program for new parents. We also have a long-standing commitment to being an equal opportunity employer and adhere to all Equal Employer Opportunity Policy guidelines.

We believe that giving back to our community is an extension of our mission to improve the lives of our shareholders, our employees, and their families. Realty Income and its employees have taken an active role in supporting communities through civic involvement with non-profit organizations and corporate donations. Our non-profit activities resulted in approximately 810 company-sponsored employee volunteer hours in 2018, principally through our partnership with San Diego Habitat for Humanity. We are proud of the efforts we have made to date and look forward to continuing to strengthen our impact as part of the successful operations of The Monthly Dividend Company®.

Additional information on Realty Income's commitment to social responsibility may be found on our website.

Corporate Governance

We believe that nothing is more important than a company's reputation for integrity and serving as a responsible fiduciary for its shareholders. We are committed to managing the company for the benefit of our stockholders and are focused on maintaining good corporate governance. Practices that illustrate this commitment include, but are not limited to:

Our Board of Directors is currently comprised of ten directors, nine of whom are independent,

non-employee directors;

In accordance with our continued focus on board refreshment, in July 2018, we added two new independent, non-employee directors;

Our Board of Directors is elected on an annual basis with a majority vote standard;

Our directors conduct annual self-evaluations and participate in orientation and continuing education programs; An Enterprise Risk Management evaluation is conducted annually to identify and assess company risk; Each committee within our Board of Directors is comprised entirely of independent directors; and We adhere to all other corporate governance principles outlined in our Corporate Governance Guidelines. These guidelines, as well as our bylaws, committee charters and other governance documents may be found on our website.

Business Ethics

We are committed to conducting our business according to the highest ethical standards and upholding our corporate responsibilities as a public company operating for the benefit of our shareholders. Our Board of Directors has adopted a Code of Business Ethics that applies to our directors, officers, and other employees. The Code of Business Ethics includes our commitment to dealing fairly with all of our customers, service providers, suppliers, and competitors. We conduct an annual training with our employees regarding ethical behavior and require all employees to acknowledge the terms of, and abide by, our Code of Business Ethics, which is also available on our website. Our employees have access to members of our Board of Directors to report anonymously, if desired, any suspicion of misconduct by any member of our senior management or executive team. Anonymous reporting is always available through the company's whistleblower hotline and reported to our Audit Committee quarterly.

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PROPERTY PORTFOLIO INFORMATION

At December 31, 2018, we owned a diversified portfolio:

Of 5,797 properties;

With an occupancy rate of 98.6%, or 5,717 properties leased and 80 properties available for lease; Leased to 262 different commercial tenants doing business in 48 separate industries; Located in 49 states and Puerto Rico;

With over 93.3 million square feet of leasable space; and

• With an average leasable space per property of approximately 16,110 square feet; approximately 11,260 square feet per retail property and 229,000 square feet per industrial property.

At December 31, 2018, of our 5,797 properties, 5,717 were leased under net lease agreements. A net lease typically requires the tenant to be responsible for monthly rent and certain property operating expenses including property taxes, insurance, and maintenance. In addition, our tenants are typically subject to future rent increases based on increases in the consumer price index (typically subject to ceilings), additional rent calculated as a percentage of the tenants' gross sales above a specified level, or fixed increases.

At December 31, 2018, our 262 commercial tenants, which we define as retailers with over 50 locations and non-retailers with over \$500 million in annual revenues, represented approximately 95% of our annualized revenue. We had 326 additional tenants, representing approximately 5% of our annualized revenue at December 31, 2018, which brings our total tenant count to 588 tenants.

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Industry Diversification

The following table sets forth certain information regarding our property portfolio classified according to the business of the respective tenants, expressed as a percentage of our total rental revenue:

Percentage of Rental Revenue by Industry

reitentage of Kental Kevenu	For the	l y	For t	he '	Years	En	ded					
	Quarter E	nded							_		_	
	December				Dec							
	2018	,	2018		2017		2016		2015		2014	
Aerospace	0.8	%	0.8	%	0.9	%	1.0	%	1.1	%	1.2	%
Apparel stores	1.2	%	1.3	%	1.6	%	1.9	%	2.0	%	2.0	%
Automotive collision services	s 0.9	%	0.9	%	1.0	%	1.0	%	1.0	%	0.8	%
Automotive parts	1.7	%	1.7	%	1.3	%	1.3	%	1.4	%	1.3	%
Automotive service	2.2	%	2.2	%	2.2	%	1.9	%	1.9	%	1.8	%
Automotive tire services	2.3	%	2.4	%	2.6	%	2.7	%	2.9	%	3.2	%
Beverages	2.4	%	2.5	%	2.7	%	2.6	%	2.7	%	2.8	%
Child care	1.7	%	1.7	%	1.8	%	1.9	%	2.0	%	2.2	%
Consumer appliances	0.5	%	0.5	%	0.5	%	0.5	%	0.6	%	0.5	%
Consumer electronics	0.3	%	0.3	%	0.3	%	0.3	%	0.3	%	0.3	%
Consumer goods	0.7	%	0.7	%	0.8	%	0.9	%	0.9	%	0.9	%
Convenience stores	12.4	%	11.2	%	9.6	%	8.7	%	9.2	%	10.1	%
Crafts and novelties	0.7	%	0.7	%	0.6	%	0.6	%	0.6	%	0.6	%
Diversified industrial	0.8	%	0.8	%	0.9	%	0.9	%	0.8	%	0.5	%
Dollar stores	7.4	%	7.5	%	7.9	%	8.6	%	8.9	%	9.6	%
Drug stores	9.8	%	10.2	%	10.9	%	11.2	%	10.6	%	9.5	%
Education	0.3	%	0.3	%	0.3	%	0.3	%	0.3	%	0.4	%
Electric utilities	0.1	%	0.1	%	0.1	%	0.1	%	0.1	%	0.1	%
Entertainment	0.4	%	0.4	%	0.4	%	0.5	%	0.5	%	0.5	%
Equipment services	0.4	%	0.4	%	0.4	%	0.6	%	0.5	%	0.6	%
Financial services	2.3	%	2.3	%	2.4	%	1.8	%	1.7	%	1.8	%
Food processing	0.5	%	0.5	%	0.6	%	1.1	%	1.2	%	1.4	%
General merchandise	2.3	%	2.3	%	2.0	%	1.8	%	1.7	%	1.5	%
Government services	0.9	%	0.9	%	1.0	%	1.1	%	1.2	%	1.3	%
Grocery stores	4.9	%	5.0	%	4.4	%	3.1	%	3.0	%	3.0	%
Health and beauty	0.3	%	0.2	%	*		*		*		*	
Health and fitness	7.2	%	7.4	%	7.5	%	8.1	%	7.7	%	7.0	%
Health care	1.5	%	1.5	%	1.4	%	1.5	%	1.7	%	1.8	%
Home furnishings	0.8	%	0.8	%	0.9	%	0.8	%	0.9	%	0.9	%
Home improvement	2.9	%	3.0	%	2.6	%	2.5	%	2.4	%	1.7	%
Insurance	0.1	%	0.1		0.1		0.1		0.1	%	0.1	%
Jewelry	0.1	%	0.1	%	0.1	%	0.1	%	0.1	%	0.1	%
Machinery	0.1	%	0.1	%	0.1	%	0.1	%	0.1	%	0.2	%
Motor vehicle dealerships	1.7	%	1.9		2.1		1.9		1.6		1.6	%
Office supplies	0.2	%	0.2	%	0.2		0.3	%	0.3	%	0.4	%
Other manufacturing	0.7	%	0.7	%	0.8	%	0.8	%	0.7	%	0.7	%
Packaging	1.1	%	1.1		1.0		0.8		0.8		0.8	%
Paper	0.1	%	0.1		0.1	%	0.1		0.1		0.1	%
Pet supplies and services	0.5	%	0.5		0.6		0.6		0.7		0.7	%
Restaurants - casual dining	3.4	%	3.2		3.8		3.9		3.8		4.3	%
e												

Restaurants - quick service	6.2	%	5.7	%	5.1	%	4.9	%	4.2	%	3.7	%
Shoe stores	0.5	%	0.5	%	0.6	%	0.7	%	0.7	%	0.9	%
Sporting goods	1.0	%	1.1	%	1.4	%	1.6	%	1.8	%	1.6	%
Telecommunications	0.6	%	0.6	%	0.6	%	0.6	%	0.7	%	0.7	%
Theaters	5.4	%	5.5	%	5.0	%	4.9	%	5.1	%	5.3	%
Transportation services	4.8	%	5.0	%	5.4	%	5.5	%	5.4	%	5.2	%
Wholesale clubs	2.8	%	3.0	%	3.3	%	3.6	%	3.8	%	4.1	%
Other	0.1	%	0.1	%	0.1	%	0.2	%	0.2	%	0.2	%
Totals	100.0	%	100.0)%	100.0)%	100.	0%	100.	0%	100.	0%

* Less than 0.1%

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Property Type Composition

The following table sets forth certain property type information regarding our property portfolio as of December 31, 2018 (dollars in thousands):

Property Type	Number of Properties	Approximate Leasable Square Feet	Rental Revenue for the Quarter Ended December 31, 2018 ⁽¹⁾	Percentage of Rental Revenue	
Retail	5,623	63,297,600	\$ 268,258	81.7	%
Industrial	117	26,793,100	39,922	12.1	
Office	42	3,104,200	13,652	4.2	
Agriculture	15	184,500	6,639	2.0	
Totals	5,797	93,379,400	\$ 328,471	100.0	%
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⁽¹⁾ Includes rental revenue for all properties owned at December 31, 2018. Excludes revenue of \$934 from sold properties.

Tenant Diversification

The following table sets forth the largest tenants in our property portfolio, expressed as a percentage of total rental revenue at December 31, 2018:

Topont	Number of	% of Rental Revenue	
Tenant	Leases	% of Kental Kevenue	
Walgreens	219	6.3	%
7-Eleven	398	5.5	%
FedEx	42	4.8	%
Dollar General	576	3.9	%
LA Fitness	54	3.7	%
Dollar Tree / Family Dollar	468	3.4	%
AMC Theatres	32	3.3	%
Walmart / Sam's Club	51	2.8	%
Circle K (Couche-Tard)	297	2.3	%
BJ's Wholesale Clubs	15	2.0	%
Treasury Wine Estates	17	1.9	%
CVS Pharmacy	85	1.9	%
Life Time Fitness	11	1.9	%
Regal Cinemas	24	1.7	%
GPM Investments / Fas Mart	210	1.6	%
Super America (Marathon)	132	1.6	%
TBC Corporation (Sumitomo)	159	1.4	%
Kroger	17	1.4	%
Rite Aid	51	1.2	%
Home Depot	15	1.2	%
Totals	2,873	53.8	%

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Service Category Diversification for our Retail Properties

The following table sets forth certain information regarding the properties owned at December 31, 2018, classified according to the business types and the level of services they provide (dollars in thousands):

	Retail Rental Revenue for the Quarter Ended December 31, 2018 ⁽¹⁾	Retail Rental	
Tenants Providing Services	¢ 0.000		01
Automotive collision services	\$ 2,936	1.1	%
Automotive service	7,153	2.7	
Child care	5,696	2.1	
Education	868	0.3	
Entertainment	1,292	0.5	
Equipment services	114	*	
Financial services	6,655	2.5	
Health and fitness	23,729	8.9	
Health care	2,009	0.8	
Telecommunications	66	*	
Theaters	17,714	6.6	
Transportation services	250	0.1	
Other	124	*	
	\$ 68,606	25.6	%
Tenants Selling Goods and Services			
Automotive parts (with installation)	1,653	0.6	
Automotive tire services	7,470	2.8	
Convenience stores	40,711	15.2	
Health and beauty	14	*	
Motor vehicle dealerships	5,710	2.1	
Pet supplies and services	675	0.2	
Restaurants - casual dining	10,543	3.9	
Restaurants - quick service	20,317	7.6	
_	\$ 87,093	32.4	%
Tenants Selling Goods			
Apparel stores	3,960	1.5	
Automotive parts	3,497	1.3	
Book stores	113	*	
Consumer electronics	1,064	0.4	
Crafts and novelties	1,999	0.8	
Dollar stores	24,385	9.1	
Drug stores	30,860	11.5	
General merchandise	6,460	2.4	
Grocery stores	16,167	6.0	
Home furnishings	2,178	0.8	
Home improvement	8,351	3.1	
Jewelry	175	0.1	
Office supplies	615	0.2	
Shoe stores	185	0.2	
Sporting goods	3,205	1.2	
Wholesale clubs	9,345	3.5	
Wholesale clubs	2,JTJ	5.5	

\$ 112,559	42.0	%
\$ 268,258	100.0	%

Totals

* Less than 0.1%

⁽¹⁾ Includes rental revenue for all retail properties owned at December 31, 2018. Excludes revenue of \$60,213 from non-retail properties and \$934 from sold properties.

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Lease Expirations

The following table sets forth certain information regarding the timing of the lease term expirations in our portfolio (excluding rights to extend a lease at the option of the tenant) and their contribution to rental revenue for the quarter ended December 31, 2018 (dollars in thousands):

Total	Portfoli	io	(1)			
		т	-		•	•	

rotar rottion	10					
	Expiri	ng	Approx.		% of	
	Leases	3	Leasable	Rental	Rental	
Year	Retail	Non-Retail	Sq. Feet	Revenue	Revenue	;
2019	244	10	3,012,700	\$11,279	3.4	%
2020	224	13	4,192,100	12,848	3.9	
2021	328	15	5,494,400	15,395	4.7	
2022	396	22	10,023,900	21,563	6.6	
2023	544	23	9,590,100	29,642	9.0	
2024	284	13	5,194,300	15,863	4.8	
2025	338	13	5,246,500	20,499	6.2	
2026	313	4	4,631,100	15,664	4.8	
2027	536	5	6,224,300	22,581	6.9	
2028	336	13	8,825,300	21,835	6.6	
2029	413	7	7,596,400	22,226	6.8	
2030	164	14	3,512,900	16,909	5.2	
2031	304	25	5,973,600	27,582	8.4	
2032	92	4	3,113,500	11,987	3.7	
2033	260		2,161,100	14,842	4.5	
2034 - 2044	828	4	7,422,400	47,688	14.5	
Totals	5,604	185	92,214,600	\$328,403	100.0	%

*Less than 0.1%

The lease expirations for leases under construction are based on the estimated date of completion of those projects.
 ⁽¹⁾ Excludes revenue of \$68 from 99 expired leases, and \$934 from sold properties at December 31, 2018. Leases on our multi-tenant properties are counted separately in the table above.

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Geographic Diversification

The following table sets forth certain state-by-state information regarding our property portfolio as of December 31, 2018 (dollars in thousands):

State	Number of Properties		Approximate Leasable Square Feet	Rental Revenue for the Quarter Ended December 31, 2018 ⁽¹⁾	Percentage of Rental Revenue
Alabama	169	98 %	1,589,700	\$ 5,958	1.8 %
Alaska	3	100	274,600	523	0.2
Arizona	117	100	1,821,000	6,848	2.1
Arkansas	86	100	922,300	2,288	0.7
California	193	100	6,031,800	28,977	8.8
Colorado	95	97	1,530,600	5,300	1.6
Connecticut	19	95	508,500	2,022	0.6
Delaware	18	100	93,000	750	0.2
Florida	398	98	4,196,800	18,672	5.7
Georgia	268	99	4,299,800	13,397	4.1
Idaho	12	100	87,000	418	0.1
Illinois	265	99	5,933,500	19,674	6.0
Indiana	189	98	2,220,400	9,087	2.8
Iowa	40	95	3,034,800	4,403	1.3
Kansas	110	96	1,931,800	5,042	1.5
Kentucky	80	100	1,695,300	4,689	1.4
Louisiana	115	97	1,588,000	5,144	1.6
Maine	18	100	203,700	1,225	0.4
Maryland	37	97	1,017,500	4,891	1.5
Massachusetts	58	91	656,500	2,833	0.9
Michigan	184	99	1,961,400	7,082	2.2
Minnesota	164	100	2,134,500	10,374	3.2
Mississippi	154	95	1,720,600	4,864	1.5
Missouri	176	97	2,775,500	8,719	2.7
Montana	11	100	87,000	498	0.2
Nebraska	43	98	780,100	1,981	0.6
Nevada	24	100	1,196,900	2,218	0.7
New Hampshire	13	100	296,400	1,372	0.4
New Jersey	73	97	998,400	5,731	1.7
New Mexico	34	100	366,400	1,105	0.3
New York	125	100	2,838,400	15,670	4.8
North Carolina	186	99	2,812,200	8,861	2.7
North Dakota	6	100	117,700	212	0.1
Ohio	304	100	6,962,500	17,416	5.3
Oklahoma	168	100	1,775,300	4,990	1.5
Oregon	28	96	593,300	2,291	0.7
Pennsylvania	223	99	2,295,500	10,766	3.3
Rhode Island	3	100	158,000	814	0.2
South Carolina	175	99	1,683,100	7,651	2.3
South Dakota	15	100	195,200	472	0.1
Tennessee	251	98	3,589,800	10,930	3.3
Texas	712	99	10,614,100	37,695	11.5
Utah	22	100	933,000	2,264	0.7

Vermont	2	100	88,000	365	0.1	
Virginia	212	98	3,129,000	10,057	3.1	
Washington	47	98	755,700	2,987	0.9	
West Virginia	25	100	418,100	1,471	0.4	
Wisconsin	117	99	2,383,700	7,029	2.1	
Wyoming	6	100	54,700	296	0.1	
Puerto Rico	4	100	28,300	149	*	
Totals\Average	5,797	99	% 93,379,400	\$ 328,471	100.0	%
* Less than 0.1%						
⁽¹⁾ Includes rental revenue for all properties owned at December 31, 2018. Excludes revenue of \$934 from sold						

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properties.

FORWARD-LOOKING STATEMENTS

This Annual Report on Form 10-K, including the documents incorporated by reference, contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Exchange Act of 1934, as amended. When used in this annual report, the words "estimated", "anticipated", "expect", "believe", "intend" and similar expressions are intended to identify forward-looking statements. Forward-looking statements include discussions of strategy, plans, or intentions of management. Forward-looking statements are subject to risks, uncertainties, and assumptions about Realty Income Corporation, including, among other things:

Our anticipated growth strategies;

Our intention to acquire additional properties and the timing of these acquisitions;

Our intention to sell properties and the timing of these property sales;

Our intention to re-lease vacant properties;

Anticipated trends in our business, including trends in the market for long-term, net leases of freestanding,

single-tenant properties; and

Future expenditures for development projects.

Future events and actual results, financial and otherwise, may differ materially from the results discussed in the forward-looking statements. In particular, some of the factors that could cause actual results to differ materially are:

Our continued qualification as a real estate investment trust;

General business and economic conditions;

Competition;

Fluctuating interest rates;

Access to debt and equity capital markets;

Continued volatility and uncertainty in the credit markets and broader financial markets;

Other risks inherent in the real estate business including tenant defaults, potential liability relating to

environmental matters, illiquidity of real estate investments, and potential damages from natural disasters; Impairments in the value of our real estate assets;

Changes in the tax laws of the United States of America;

The outcome of any legal proceedings to which we are a party or which may occur in the future; and

• Acts of terrorism and war.

Additional factors that may cause risks and uncertainties include those discussed in the sections entitled "Business", "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in this Annual Report.

Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date that this annual report was filed with the Securities and Exchange Commission, or SEC. While forward-looking statements reflect our good faith beliefs, they are not guarantees of future performance. We undertake no obligation to publicly release the results of any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date of this annual report or to reflect the occurrence of unanticipated events. In light of these risks and uncertainties, the forward-looking events discussed in this annual report might not occur.

Item 1A: Risk Factors

This "Risk Factors" section contains references to our "capital stock" and to our "stockholders." Unless expressly stated otherwise, the references to our "capital stock" represent our common stock and any class or series of our preferred stock, while the references to our "stockholders" represent holders of our common stock and any class or series of our preferred stock.

In order to grow we need to continue to acquire investment properties. The acquisition of investment properties may be subject to competitive pressures.

We face competition in the acquisition and operation of our properties. We expect competition from:

Businesses; Individuals; Fiduciary accounts and plans; and

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Other entities engaged in real estate investment and financing.

Some of these competitors are larger than we are and have greater financial resources. This competition may result in a higher cost for properties we wish to purchase.

Negative market conditions or adverse events affecting our existing or potential tenants, or the industries in which they operate, could have an adverse impact on our ability to attract new tenants, re-lease space, collect rent or renew leases, which could adversely affect our cash flow from operations and inhibit growth.

Cash flow from operations depends in part on our ability to lease space to tenants on economically favorable terms. We could be adversely affected by various facts and events over which we have limited or no control, such as:

Lack of demand in areas where our properties are located;

Inability to retain existing tenants and attract new tenants;

Oversupply of space and changes in market rental rates;

Declines in our tenants' creditworthiness and ability to pay rent, which may be affected by their operations, economic downturns and competition within their industries from other operators;

Defaults by and bankruptcies of tenants, failure of tenants to pay rent on a timely basis, or failure of tenants to comply with their contractual obligations;

Economic or physical decline of the areas where the properties are located; and Deterioration of physical condition of our properties.

At any time, any tenant may experience a downturn in its business that may weaken its operating results or overall financial condition. As a result, a tenant may delay lease commencement, fail to make rental payments when due, decline to extend a lease upon its expiration, become insolvent, or declare bankruptcy. Any tenant bankruptcy or insolvency, leasing delay or failure to make rental payments when due could result in the termination of the tenant's lease and material losses to us.

If tenants do not renew their leases as they expire, we may not be able to rent or sell the properties. Furthermore, leases that are renewed, and some new leases for properties that are re-leased, may have terms that are less economically favorable than expiring lease terms, or may require us to incur significant costs, such as renovations, tenant improvements, or lease transaction costs. Negative market conditions may cause us to sell vacant properties for less than their carrying value, which could result in impairments. Any of these events could adversely affect cash flow from operations and our ability to make distributions to stockholders and service indebtedness. A significant portion of the costs of owning property, such as real estate taxes, insurance, and maintenance, are not necessarily reduced when circumstances cause a decrease in rental revenue from the properties. In a weakened financial condition, tenants may not be able to pay these costs of ownership and we may be unable to recover these operating expenses from them.

Further, the occurrence of a tenant bankruptcy or insolvency could diminish the income we receive from the tenant's lease or leases. In addition, a bankruptcy court might authorize the tenant to terminate its leases with us. If that happens, our claim against the bankrupt tenant for unpaid future rent would be subject to statutory limitations that most likely would result in rent payments that would be substantially less than the remaining rent we are owed under the leases or we may elect not to pursue claims against a tenant for terminated leases. In addition, any claim we have for unpaid past rent, if any, may not be paid in full, or at all. Moreover, in the case of a tenant's leases that are not terminated as the result of its bankruptcy, we may be required or elect to reduce the rent payable under those leases or provide other concessions, reducing amounts we receive under those leases. As a result, tenant bankruptcies may have a material adverse effect on our results of operations. Any of these events could adversely affect our cash flow from operations and our ability to make distributions to stockholders and service our indebtedness.

As of December 31, 2018, 80 of our properties were available for lease or sale, of which 77 were single-tenant properties. At December 31, 2018, 69 of our properties under lease were unoccupied and available for sublease by the tenants, all of which were current with their rent and other obligations. During 2018, each of our tenants accounted for less than 10% of our rental revenue.

For 2018, our tenants in the "convenience store" industry accounted for approximately 11.2% of our rental revenue, while our tenants in the "drug store" industry accounted for approximately 10.2% of our rental revenue for the same period. A downturn in these industries could have a material adverse effect on our financial position, results of

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operations, our ability to pay the principal of and interest on our debt securities and other indebtedness and to make distributions on our common stock, including the common stock offered hereby, and preferred stock.

Individually, each of the other industries in our property portfolio accounted for less than 10% of our rental revenue for 2018. Nevertheless, downturns in these industries could also adversely affect our tenants, which in turn could also have a material adverse effect on our financial position, results of operations and our ability to pay the principal of and interest on our debt securities and other indebtedness and to make distributions on our common stock, and preferred stock.

In addition, some of our properties are leased to tenants that may have limited financial and other resources, and therefore, they are more likely to be adversely affected by a downturn in their respective businesses or in the regional, national, or international economy.

As a property owner, we may be subject to unknown environmental liabilities.

Investments in real property can create a potential for environmental liability. An owner of property can face liability for environmental contamination created by the presence or discharge of hazardous substances on the property. We can face such liability regardless of:

Our knowledge of the contamination; The timing of the contamination; The cause of the contamination; or The party responsible for the contamination of the property.

There may be environmental conditions associated with our properties of which we are unaware. In that regard, a number of our properties are leased to operators of convenience stores that sell petroleum-based fuels, as well as to operators of oil change and tune-up facilities and operators that use chemicals and other waste products. These facilities, and some other of our properties, use, or may have used in the past, underground lifts or underground tanks for the storage of petroleum-based or waste products, which could create a potential for the release of hazardous substances.

The presence of hazardous substances on a property may adversely affect our ability to lease or sell that property and we may incur substantial remediation costs or third party liability claims. Although our leases generally require our tenants to operate in compliance with all applicable federal, state, and local environmental laws, ordinances and regulations, and to indemnify us against any environmental liabilities arising from the tenants' activities on the property, we could nevertheless be subject to liability, including strict liability, by virtue of our ownership interest. There also can be no assurance that our tenants could or would satisfy their indemnification obligations under their leases. The discovery of environmental liabilities attached to our properties could have an adverse effect on our results of operations, our financial condition, or our ability to make distributions to stockholders and to pay the principal of and interest on our debt securities and other indebtedness.

In addition, several of our properties were built during the period when asbestos was commonly used in building construction and we may acquire other buildings with asbestos in the future. Environmental laws govern the presence, maintenance, and removal of asbestos-containing materials, or ACMs, and require that owners or operators of buildings containing asbestos properly manage and maintain the asbestos, that they adequately inform or train those who may come into contact with asbestos and that they undertake special precautions, including removal or other abatement in the event that asbestos is disturbed during renovation or demolition of a building. These laws may impose fines and penalties on building owners or operators for failure to comply with these requirements and may allow third parties to seek recovery from owners or operators for personal injury associated with exposure to asbestos fibers.

It is possible that our insurance could be insufficient to address any particular environmental situation and/or that, in the future, we could be unable to obtain insurance for environmental matters at a reasonable cost, or at all. Our tenants are generally responsible for, and indemnify us against, liabilities for environmental matters that arise during the lease terms as a result of tenants' activities on the properties. For properties that have underground storage tanks, in addition to providing an indemnity in our favor, the tenants generally are required to meet applicable state financial assurance obligations, including maintaining certain minimum net worth requirements, obtaining environmental insurance, or relying upon the state trust funds where available in the states where these properties are located to reimburse responsible parties for costs of environmental remediation. However, it is possible that one or more of our tenants could fail to have sufficient funds to cover any such indemnification or to meet applicable

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state financial assurance obligations, and thus we may still be obligated to pay for any such environmental liabilities.

Compliance. We have not been notified by any governmental authority, and are not otherwise aware, of any material noncompliance, liability, or claim relating to hazardous substances, toxic substances, or petroleum products in connection with any of our properties. In addition, we believe we are in compliance in all material respects with all present federal, state, and local laws relating to ACMs. Nevertheless, if environmental contamination should exist, we could be subject to liability, including strict liability, by virtue of our ownership interest.

Insurance and Indemnity. In March 2018, we entered into a ten-year environmental insurance policy that expires in March 2028 and replaced our previous ten-year environmental insurance policy. The limits on our current policy are \$10 million per occurrence and \$60 million in the aggregate. The limits on the excess policy are \$5 million per occurrence and \$10 million in the aggregate. Therefore, the primary and excess ten-year policies together provide a total limit of \$15 million per occurrence and \$70 million in the aggregate.

It is possible that our insurance could be insufficient to address any particular environmental situation and that, in the future, we could be unable to obtain insurance for environmental matters at a reasonable cost, or at all. Our tenants are generally responsible for, and indemnify us against, liabilities for environmental matters that occur on our properties. For properties that have underground storage tanks, in addition to providing an indemnity in our favor, the tenants generally obtain environmental insurance or rely upon the state funds in the states where these properties are located to reimburse tenants for environmental remediation.

If we fail to qualify as a REIT, the amount of dividends we are able to pay would decrease, which could adversely affect the market price of our capital stock and could adversely affect the value of our debt securities. Commencing with our taxable year ended December 31, 1994, we believe that we have been organized and have operated, and we intend to continue to operate, so as to qualify as a REIT under Sections 856 through 860 of the Code. However, we cannot assure you that we have been organized or have operated in a manner that has satisfied the requirements for qualification as a REIT, or that we will continue to be organized or operate in a manner that will allow us to continue to qualify as a REIT.

Qualification as a REIT involves the satisfaction of numerous requirements under highly technical and complex Code provisions, for which there are only limited judicial and administrative interpretations, as well as the determination of various factual matters and circumstances not entirely within our control.

For example, in order to qualify as a REIT, at least 95% of our gross income in each year must be derived from qualifying sources, and we must pay distributions to stockholders aggregating annually at least 90% of our taxable income (excluding net capital gains).

If we fail to satisfy all of the requirements for qualification as a REIT, we may be subject to certain penalty taxes or, in some circumstances, we may fail to qualify as a REIT. If we were to fail to qualify as a REIT in any taxable year:

We would be required to pay regular U.S. federal corporate income tax on our taxable income;

We would not be allowed a deduction for amounts distributed to our stockholders in computing our taxable income; We could be disqualified from treatment as a REIT for the four taxable years following the year during which qualification is lost;

We would no longer be required to make distributions to stockholders; and

This treatment would substantially reduce amounts available for investment or distribution to stockholders because of the additional tax liability for the years involved, which could have a material adverse effect on the market price of our capital stock and the value of our debt securities.

Even if we qualify for and maintain our REIT status, we may be subject to certain federal, state, and local taxes on our income and property. For example, if we have net income from a prohibited transaction, that income will be subject to a 100% tax. In addition, our taxable REIT subsidiaries, including Crest, are subject to federal and state taxes at the applicable tax rates on their income and property. Any failure to comply with legal and regulatory tax obligations could adversely affect our ability to conduct business and could adversely affect the market price of our capital stock and the value of our debt securities.

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Legislative or other actions affecting REITs could have a negative effect on us or our investors. The rules dealing with federal income taxation are constantly under review by persons involved in the legislative process and by the Internal Revenue Services, or the IRS, and the U.S. Department of the Treasury, or the Treasury. Changes to the tax laws, with or without retroactive application, could adversely affect us or our investors, including holders of our common stock or debt securities. We cannot predict how changes in the tax laws might affect us or our investors. New legislation, Treasury regulations, administrative interpretations or court decisions could significantly and negatively affect our ability to qualify as a REIT, the federal income tax consequences of such qualification, or the federal income tax consequences of an investment in us. Also, the law relating to the tax treatment of other entities, or an investment in other entities, could change, making an investment in such other entities more attractive relative to an investment in a REIT.

The 2017 Tax Cuts and Jobs Act, or TCJA, has significantly changed the U.S. federal income taxation of U.S. businesses and their owners, including REITs and their stockholders. We are continuing to assess the potential impact of TCJA on us as related regulations are proposed and finalized. The changes made by TCJA that could affect us and our investors include:

Temporarily reducing individual U.S. federal income tax rates on ordinary income, including the reduction of the highest individual U.S. federal income tax rate from 39.6% to 37% for taxable years beginning after December 31, 2017 and before January 1, 2026;

Permanently eliminating the progressive corporate tax rate structure, which previously imposed a maximum corporate tax rate of 35%, and replacing it with a flat corporate tax rate of 21%;

Permitting a deduction for certain domestic qualified business income from pass-through income entities, including dividends received by our stockholders from us that are not designated by us as capital gain dividends or qualified dividend income, which will allow individuals, trusts, and estates to deduct up to 20% of such amounts for taxable years beginning after December 31, 2017 and before January 1, 2026;

Reducing the highest rate of withholding with respect to our distributions to non-U.S. stockholders that are treated as attributable to gains from the sale or exchange of U.S. real property interests from 35% to 21%;

Limiting our deduction for net operating losses arising in taxable years beginning after December 31, 2017 to 80% of REIT taxable income (prior to the application of the dividends paid deduction);

Generally limiting the deduction for net business interest expense in excess of 30% of a business's "adjusted taxable income," except for taxpayers (including most equity REITs) that engage in certain real estate businesses and elect out of this rule (provided that such electing taxpayers must use an alternative depreciation system with longer depreciation periods); and

Eliminating the corporate alternative minimum tax.

Many of these changes were effective on January 1, 2018, without any transition periods or grandfathering for existing transactions. The legislation is still unclear in some respects and could be subject to potential amendments and technical corrections, as well as interpretations and implementing regulations by the Treasury and IRS, any of which could lessen or increase the impact of the legislation. In addition, state and local tax jurisdictions, which often use federal taxable income as a starting point for computing state and local tax liabilities, are continuing to evaluate the legislation to determine their respective levels of conformity to the new law. While some of the changes made by the tax legislation may adversely affect us in one or more reporting periods and prospectively, other changes may be beneficial on a going forward basis. We continue to work with our tax advisors and auditors to determine the full impact that the recent tax legislation as a whole will have on us.

Distribution requirements imposed by law limit our flexibility.

To maintain our status as a REIT for federal income tax purposes, we generally are required to distribute to our stockholders at least 90% of our taxable income, excluding net capital gains, each year. We also are subject to tax at

regular corporate rates to the extent that we distribute less than 100% of our taxable income (including net capital gains) each year.

In addition, we are subject to a 4% nondeductible excise tax to the extent that we fail to distribute during any calendar year at least the sum of 85% of our ordinary income for that calendar year, 95% of our capital gain net income for the calendar year, and any amount of that income that was not distributed in prior years.

We intend to continue to make distributions to our stockholders to comply with the distribution requirements of the Code as well as to reduce our exposure to federal income taxes and the nondeductible excise tax. Differences in timing between the receipt of income and the payment of expenses to arrive at taxable income, along with the effect

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of required debt amortization payments, could require us to borrow funds to meet the distribution requirements that are necessary to achieve the tax benefits associated with qualifying as a REIT.

Future issuances of equity securities could dilute the interest of holders of our common stock. Our future growth will depend, in large part, upon our ability to raise additional capital. If we were to raise additional capital through the issuance of equity securities, we could dilute the interests of holders of our common stock. The interests of our common stockholders could also be diluted by the issuance of shares of common stock pursuant to stock incentive plans. Likewise, our Board of Directors is authorized to cause us to issue preferred stock of any class or series (with dividend, voting and other rights as determined by our Board of Directors). Accordingly, our Board of Directors may authorize the issuance of preferred stock with voting, dividend and other similar rights that could dilute, or otherwise adversely affect, the interest of holders of our common stock.

We may acquire properties or portfolios of properties through tax deferred contribution transactions, which could result in stockholder dilution and limit our ability to sell or refinance such assets.

We have in the past and may in the future acquire properties or portfolios of properties through tax deferred contribution transactions in exchange for partnership units in an operating partnership, which could result in stockholder dilution through the issuance of operating partnership units that, under certain circumstances, may be exchanged for shares of our common stock. This acquisition structure may have the effect of, among other things, reducing the amount of tax depreciation we could deduct over the tax life of the acquired properties, and may require that we agree to restrictions on our ability to dispose of, or refinance the debt on, the acquired properties in order to protect the contributors' ability to defer recognition of taxable gain. Similarly, we may be required to incur or maintain debt we would otherwise not incur so we can allocate the debt to the contributors to maintain their tax bases. These restrictions could limit our ability to sell or refinance an asset at a time, or on terms, that would be favorable absent such restrictions.

We are subject to risks associated with debt and capital stock financing.

We intend to incur additional indebtedness in the future, including the use of our unsecured revolving credit facility, which has a borrowing capacity of \$3.0 billion. At December 31, 2018, we had \$252.0 million of outstanding borrowings under our revolving credit facility, a total of \$5.4 billion of outstanding unsecured senior debt securities (excluding unamortized net original issuance premiums of \$10.5 million and deferred financing costs of \$33.7 million), \$570.0 million of borrowings outstanding under our senior unsecured term loans (excluding deferred financing costs of \$1.4 million) and approximately \$298.4 million of outstanding mortgage debt (excluding net unamortized premiums totaling \$4.4 million and deferred financing costs of \$183,000 on this mortgage debt). To the extent that new indebtedness is added to our current debt levels, the related risks that we now face would increase. As a result, we are and will be subject to risks associated with debt financing, including the risk that our cash flow could be insufficient to make required payments on our debt. We also face variable interest rate risk as the interest rates on our revolving credit facility, our term loans and some of our mortgage debt are variable and could therefore increase over time. We also face the risk that we may be unable to refinance or repay our debt as it comes due. Given past disruptions in the financial markets and the recent global financial crisis and related uncertainties, including the impact of the United Kingdom's advisory referendum to withdraw from the European Union (referred to as Brexit), we also face the risk that one or more of the participants in our revolving credit facility may not be able to lend us money.

In addition, our revolving credit facility, our term loan facilities and mortgage loan documents contain provisions that could limit or, in certain cases, prohibit the payment of dividends and other distributions on our common stock and preferred stock. In particular, our revolving credit facility and our two \$250.0 million term loan facilities, all of which are governed by the same credit agreement, provide that, if an event of default (as defined in the credit agreement) exists, neither we nor any of our subsidiaries (other than our wholly-owned subsidiaries) may pay any dividends or other distributions on (except distributions payable in shares of a given class of our stock to the stockholders of that class), or repurchase or redeem, among other things, any shares of our common stock or preferred stock, during any

period of four consecutive fiscal quarters in an aggregate amount in excess of the greater of:

The sum of (a) 95% of our adjusted funds from operations (as defined in the credit agreement) for that period plus (b) the aggregate amount of cash distributions on our preferred stock for that period, and

The minimum amount of cash distributions required to be made to our stockholders in order to maintain our status as a REIT for federal income tax purposes and to avoid the payment of any income or excise taxes that would otherwise be imposed under specified sections of the Code on income we do not distribute to our stockholders,

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except that we may repurchase or redeem shares of our preferred stock with the net proceeds from the issuance of shares of our common stock or preferred stock. The credit agreement further provides that, in the event of a failure to pay principal, interest or any other amount payable thereunder when due or upon the occurrence of certain events of bankruptcy, insolvency or reorganization with respect to us or with respect to one or more of our subsidiaries that in the aggregate meet a significance test set forth in the credit agreement, we and our subsidiaries (other than our wholly-owned subsidiaries) may not pay any dividends or other distributions on (except for (a) distributions payable in shares of a given class of our stock to the stockholders of that class and (b) dividends and distributions described in the second bullet point above), or repurchase or redeem, among other things, any shares of our common stock or preferred stock. If any such event of default under the credit agreement were to occur, it would likely have a material adverse effect on the market price of our outstanding common and preferred stock and on the market value of our debt securities, could limit the amount of dividends or other distributions payable on our common stock and preferred stock or the amount of interest and principal we are able to pay on our indebtedness, or prevent us from paying those dividends, other distributions, interest or principal altogether, and may adversely affect our ability to qualify, or prevent us from qualifying, as a REIT.

Our indebtedness could also have other important consequences to holders of our common stock, preferred stock, and debt securities, including:

Increasing our vulnerability to general adverse economic and industry conditions;

Limiting our ability to obtain additional financing to fund future working capital, acquisitions, capital expenditures and other general corporate requirements;

Requiring the use of a substantial portion of our cash flow from operations for the payment of principal and interest on our indebtedness, thereby reducing our ability to use our cash flow to fund working capital, acquisitions, capital expenditures, and general corporate requirements;

Limiting our flexibility in planning for, or reacting to, changes in our business and our industry; and Putting us at a disadvantage compared to our competitors with less indebtedness.

If we default under a credit facility, loan agreement or other debt instrument, the lenders will generally have the right to demand immediate repayment of the principal and interest on all of their loans and, in the case of secured indebtedness, to exercise their rights to seize and sell the collateral.

Our business operations may not generate the cash needed to make distributions on our capital stock or to service our indebtedness.

Our ability to make distributions on our common stock and preferred stock and payments on our indebtedness, and to fund planned acquisitions and capital expenditures will depend on our ability to generate cash in the future. We cannot assure you that our business will generate sufficient cash flow from operations or that future borrowings will be available to us in an amount sufficient to enable us to make distributions on our common stock and preferred stock, to pay our indebtedness, or to fund our other liquidity needs.

The market value of our capital stock and debt securities could be substantially affected by various factors. The market value of our capital stock and debt securities will depend on many factors, which may change from time to time and may be outside of our control, including:

Prevailing interest rates, increases in which may have an adverse effect on the market value of our capital stock and debt securities;

The market for similar securities issued by other REITs;

General economic, political and financial market conditions;

The financial condition, performance and prospects of us, our tenants and our competitors;

Changes in legal and regulatory taxation obligations;

Litigation and regulatory proceedings;

Changes in financial estimates or recommendations by securities analysts with respect to us, our competitors or our industry;

Changes in our credit ratings; and

Actual or anticipated variations in quarterly operating results of us and our competitors.

In addition, over the last several years, prices of common stock and debt securities in the United States, or U.S., trading markets have been experiencing extreme price fluctuations, and the market values of our common stock and debt securities have also fluctuated significantly during this period. As a result of these and other factors,

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investors who purchase our capital stock and debt securities may experience a decrease, which could be substantial and rapid, in the market value of our capital stock and debt securities, including decreases unrelated to our operating performance or prospects.

Real estate ownership is subject to particular conditions that may have a negative impact on our revenue. We are subject to all of the inherent risks associated with the ownership of real estate. In particular, we face the risk that rental revenue from our properties may be insufficient to cover all corporate operating expenses, debt service payments on indebtedness we incur, and distributions on our capital stock. Additional real estate ownership risks include:

Adverse changes in general or local economic conditions;

Changes in supply of, or demand for, similar or competing properties;

Changes in interest rates and operating expenses;

Competition for tenants;

Changes in market rental rates;

Inability to lease properties upon termination of existing leases;

Renewal of leases at lower rental rates;

Inability to collect rents from tenants due to financial hardship, including bankruptcy;

Changes in tax, real estate, zoning and environmental laws that may have an adverse impact upon the value of real estate;

Uninsured property liability;

Property damage or casualty losses;

Unexpected expenditures for capital improvements, including requirements to bring properties into compliance with applicable federal, state and local laws;

The need to periodically renovate and repair our properties;

Development oriented activities;

Physical or weather-related damage to properties;

The potential risk of functional obsolescence of properties over time;

Acts of terrorism and war; and

Acts of God and other factors beyond the control of our management.

Real estate property investments are illiquid; therefore, the company may not be able to dispose of properties when desired or on favorable terms.

Real estate investments are relatively illiquid. Our ability to quickly sell or exchange any of our properties in response to changes in economic and other conditions will be limited. No assurances can be given that we will recognize full value, at a price and at terms that are acceptable to us, for any property that we are required to sell for liquidity reasons. Our inability to respond rapidly to changes in the performance of our investments could adversely affect our financial condition and results of operations.

Our acquisition of additional properties may have a significant effect on our business, liquidity, financial position and/or results of operations.

We are engaged in the process of identifying, analyzing, underwriting, and negotiating possible acquisition transactions. We cannot provide any assurances that we will be successful in consummating future acquisitions on favorable terms or that we will realize the benefits that we anticipate from such acquisitions. Our inability to consummate one or more acquisitions on such terms, our failure to adequately underwrite and identify risks and obligations when acquiring properties, or our failure to realize the intended benefits from one or more acquisitions, could have a significant adverse effect on our business, liquidity, financial position and/or results of operations, including as a result of our incurrence of additional indebtedness and related interest expense and our assumption of unforeseen contingent liabilities in connection with completed acquisitions.

Furthermore, we have made and may continue to make selected acquisitions of properties that fall outside our historical focus on freestanding, single-tenant, net lease locations. We may be exposed to a variety of new risks by expanding into new property types and properties leased to tenants engaged in non-retail businesses, including risks resulting from our limited experience in managing, underwriting and assessing risks related to such properties or understanding the market dynamics applicable to such properties, tenants or lease structures, any of which could also have a significant adverse effect on our business, liquidity, financial position and/or results of operations.

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If we acquire properties outside of the United States, we would be subject to a variety of additional risks that may negatively impact our operations.

We may make selected acquisitions of properties outside of the United States, in which case we may be exposed to a variety of new risks such as:

The laws, rules and regulations applicable in such jurisdictions outside of the United States, including those related to property ownership by foreign entities;

Fluctuations in exchange rates between foreign currencies and the U.S. dollar, and exchange controls; Limited experience with local business and cultural factors that differ from our usual standards and practices;

Challenges in establishing effective controls and procedures to regulate operations in different regions and to monitor compliance with applicable regulations, such as applicable laws related to corrupt practices, employment, licensing, construction or environmental compliance;

Unexpected changes in regulatory requirements, tax, tariffs, trade barriers and other laws within jurisdictions outside the United States or between the United States and such jurisdictions;

Potentially adverse tax consequences with respect to our properties;

The impact of regional or country-specific business cycles and economic instability, including deteriorations in political relations with the United States, instability in, or further withdrawals from, the European Union or other international trade alliances or agreements; and

Political instability, uncertainty over property rights, civil unrest, drug trafficking, political activism or the continuation or escalation of terrorist or gang activities.

If we are unable to adequately address these risks, they could have a significant adverse effect on our operations.

An uninsured loss or a loss that exceeds the policy limits on our properties could subject us to lost capital or revenue on those properties.

Under the terms and conditions of the leases currently in force on our properties, tenants generally are required to indemnify and hold us harmless from liabilities resulting from injury to persons, air, water, land or property, due to activities conducted on the properties, except for claims arising from the negligence or intentional misconduct of us or our agents. Additionally, tenants are generally required, at the tenant's expense, to obtain and keep in full force during the term of the lease, liability and property damage insurance policies. The insurance policies our tenants are required to maintain for property damage are generally in amounts not less than the full replacement cost of the improvements less slab, foundations, supports and other customarily excluded improvements. Our tenants are generally required to maintain general liability coverage depending on the tenant and the industry in which the tenant operates.

In addition to the indemnities and required insurance policies identified above, many of our properties are also covered by flood and earthquake insurance policies (subject to substantial deductibles) obtained and paid for by the tenants as part of their risk management programs. Additionally, we have obtained blanket liability, flood and earthquake (subject to substantial deductibles) and property damage insurance policies to protect us and our properties against loss should the indemnities and insurance policies provided by the tenants fail to restore the properties to their condition prior to a loss. However, should a loss occur that is uninsured or in an amount exceeding the combined aggregate limits for the policies noted above, or in the event of a loss that is subject to a substantial deductible under an insurance policy, we could lose all or part of our capital invested in, and anticipated revenue from, one or more of the properties, which could have a material adverse effect on our

results of operations or financial condition and on our ability to pay the principal of and interest on our debt securities and other indebtedness and to make distributions to our stockholders. We also face the risk that our insurance carriers may not be able to provide payment under any potential claims that might arise under the terms of our insurance policies, and we may not have the ability to purchase insurance policies we desire.

In addition, although we obtain title insurance policies of our properties to protect us and our properties against unknown title defects (such as claims of ownership, liens or other encumbrances), there may be certain title defects that our title insurance will not cover. If a material title defect related to any of our properties is not adequately covered by a title insurance policy, we could lose some or all of our capital invested in and our anticipated profits from such property, cause a financial misstatement or lead to reputational damage to the company.

Compliance with the Americans with Disabilities Act of 1990 and fire, safety, and other regulations may require us to make unintended expenditures that could adversely impact our results of operations.

Our properties are generally required to comply with the Americans with Disabilities Act of 1990, or the ADA. The ADA has separate compliance requirements for "public accommodations" and "commercial facilities," but generally

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requires that buildings be made accessible to people with disabilities. Compliance with the ADA requirements could require removal of access barriers and non-compliance could result in imposition of fines by the U.S. government or an award of damages to private litigants. The retailers to whom we lease properties are obligated by law to comply with the ADA provisions, and we believe that these retailers may be generally obligated to cover costs associated with compliance. If required changes involve greater expenditures than anticipated, or if the changes must be made on a more accelerated basis than anticipated, the ability of these retailers to cover costs could be adversely affected and we could be required to expend our own funds to comply with the provisions of the ADA, which could materially adversely affect our results of operations or financial condition and our ability to pay the principal of and interest on our debt securities and other indebtedness and to make distributions, building codes and other land use regulations, as they may be adopted by governmental agencies and bodies and become applicable to our properties. We may be required to make substantial capital expenditures to comply with those requirements and these expenditures could have a material adverse effect on our results of operations or financial condition and our ability to pay the principal of and interest on a may be adopted by governmental agencies and bodies and become applicable to our properties. We may be required to make substantial capital expenditures to comply with those requirements and these expenditures could have a material adverse effect on our results of operations or financial condition and our ability to pay the principal of and interest on our debt securities and other indebtedness and to make distributions to our stockholders.

Litigation risks could affect our business.

From time to time, we are involved in legal proceedings, lawsuits, and other claims. An unfavorable resolution of litigation may have a material adverse effect on our business, results of operations and financial condition. Regardless of its outcome, litigation may result in substantial costs and expenses and significantly divert the attention of management.

Property taxes may increase without notice.

The real property taxes on our properties and any other properties that we develop or acquire in the future may increase as property tax rates change and as those properties are assessed or reassessed by tax authorities.

We depend on key personnel.

We depend on the efforts of our executive officers and key employees. The loss of the services of our executive officers and key employees could have a material adverse effect on our results of operations or financial condition and on our ability to pay the principal and interest on our debt securities and other indebtedness and to make distributions to our stockholders. It is possible that we will not be able to recruit additional personnel with equivalent experience in the net lease industry.

Natural disasters, terrorist attacks, other acts of violence or war, or other unexpected events may affect the value of our debt and equity securities, the markets in which we operate and our results of operations. Natural disasters, terrorist attacks, other acts of violence or war, or other unexpected events may negatively affect our operations, the market price of our capital stock and the value of our debt securities. There can be no assurance that events like these will not occur or have a direct impact on our tenants, our business or the United States generally.

If events like these were to occur, they could materially interrupt our business operations, cause consumer confidence and spending to decrease or result in increased volatility in the U.S. and worldwide financial markets and economy. They also could result in or prolong an economic recession in the U.S. or abroad. Any of these occurrences could have a significant adverse impact on our operating results and revenues and on the market price of our capital stock and on the value of our debt securities. It could also have an adverse effect on our ability to pay principal and interest on our debt securities or other indebtedness and to make distributions to our stockholders.

We rely on information technology in our operations, and any material failure, inadequacy, interruption or security failure of that technology could harm our business.

We rely on information technology networks and systems, including the Internet, to process, transmit and store electronic information and to manage or support a variety of our business processes, including financial transactions

and maintenance of records, which may include personal identifying information. Although we have taken steps to protect the security of the data maintained in our information systems, our security measures may not be able to prevent the systems' improper functioning, or the theft of intellectual property, personal information, or personal property, such as in the event of cyber-attacks. Any failure to maintain proper function, security and availability of our information systems could interrupt our operations, result in theft of company assets, damage our reputation, subject us to liability claims and could adversely affect our business, financial condition and results of operations.

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In addition, we implemented a new enterprise resource planning system in 2018. We may experience difficulties with this system, which could potentially result in disruption to our normal accounting procedures and internal control over financial reporting, inaccuracies in the conversion of electronic data, difficulties integrating the systems and processes, additional costs to continue to refine the system's functionality, and disruption of our financial reporting process.

Disruptions in the financial markets could affect our ability to obtain financing on reasonable terms and have other adverse effects on us and the market price of our common stock.

Over the last several years, the United States stock and credit markets have experienced significant price volatility, dislocations and liquidity disruptions, which have caused market prices of many stocks and debt securities to fluctuate substantially and the spreads on prospective debt financings to widen considerably. In addition, recent global financial crises (such as concerns that certain European countries may be unable to pay their national debt) has had a similar effect. These circumstances have materially impacted liquidity in the financial markets, making terms for certain financings less attractive, and in certain cases have resulted in the unavailability of certain types of financing. Unrest in certain Middle Eastern countries and resultant fluctuation in petroleum prices have added to the uncertainty in the capital markets. Continued uncertainty in the stock and credit markets may negatively impact our ability to access additional financing at reasonable terms, which may negatively affect our ability to make acquisitions. A prolonged downturn in the stock or credit markets may cause us to seek alternative sources of potentially less attractive financing, and may require us to adjust our business plan accordingly. In addition, these factors may make it more difficult for us to sell properties or may adversely affect the price we receive for properties that we do sell, as prospective buyers may experience increased costs of financing or difficulties in obtaining financing. These events in the stock and credit markets may make it more difficult or costly for us to raise capital through the issuance of our common stock or preferred stock or debt securities. These disruptions in the financial markets also may have a material adverse effect on the market value of our common stock, preferred stock and debt securities, the income we receive from our properties and the lease rates we can charge for our properties, as well as other unknown adverse effects on us or the economy in general.

Inflation may adversely affect our financial condition and results of operations.

Although inflation has not materially impacted our results of operations in the recent past, increased inflation could have a more pronounced negative impact on any variable rate debt we incur in the future and on our results of operations. During times when inflation is greater than increases in rent, as provided for in our leases, rent increases may not keep up with the rate of inflation. Likewise, even though net leases reduce our exposure to rising property expenses due to inflation, substantial inflationary pressures and increased costs may have an adverse impact on our tenants if increases in their operating expenses exceed increases in revenue, which may adversely affect the tenants' ability to pay rent.

Current volatility in market and economic conditions may impact the accuracy of the various estimates used in the preparation of our financial statements and footnotes to the financial statements.

Various estimates are used in the preparation of our financial statements, including estimates related to asset and liability valuations (or potential impairments), and various receivables. Often these estimates require the use of market data values that are currently difficult to assess, as well as estimates of future performance or receivables collectability that can also be difficult to accurately predict. Although management believes it has been prudent and used reasonable judgment in making these estimates, it is possible that actual results may differ from these estimates.

Inherent limitations of internal controls over financial statements, disclosure controls and safeguarding of assets may adversely impact our financial condition and results of operations.

Our internal controls over financial reporting, disclosure controls and procedures and our operating internal controls may not prevent or detect financial misstatements or loss of assets because of inherent limitations, including the possibility of human error, the circumvention or overriding of controls, or fraud. Effective internal controls can provide only reasonable assurance with respect to financial statement and disclosure accuracy and safeguarding of

assets. Any failure of these internal controls could result in decreased investor confidence in the accuracy and completeness of our financial reports and disclosures, our REIT qualification being jeopardized, impairment in the company's access to capital, civil litigation or investigations by the NYSE, the SEC or other regulatory authorities, which may adversely impact our financial condition and results of operations.

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Our business could be negatively affected as a result of actions of activist stockholders and shareholder advisory firms.

Campaigns by stockholders to effect changes at publicly traded companies are sometimes led by investors seeking to increase short-term stockholder value through actions such as financial restructuring, increased debt, special dividends, stock repurchases or sales of assets or the entire company. If we become engaged in a process or proxy contest with an activist stockholder in the future, our business could be adversely affected, as such activities could be costly and time-consuming, disrupt our operations and divert the attention of management and our employees from executing our business plan. Additionally, perceived uncertainties as to our future direction as a result of stockholder activism or actual or potential changes to the composition of our Board of Directors or management team may lead to the perception of a change in the direction of our business, instability or lack of continuity, which may be exploited by our competitors, cause concern to current or potential sellers of properties, tenants and financing sources, and make it more difficult to attract and retain qualified personnel. If potential or existing sellers of properties, tenants or financing sources choose to delay, defer or reduce transactions with us or transact with our competitors instead of us because of any such issues, then our results of operations could be adversely affected. Similarly, we may suffer damage to our reputation (for example, regarding our corporate governance or stockholder relations) or brand by way of actions taken or statements made by outside constituents, including activist investors and shareholder advisory firms, which could adversely affect the market price of our common stock and preferred stock and the value of our debt securities, including the notes, resulting in significant loss of value, which could impact our ability to access capital, increase our cost of capital, and decrease our ability to acquire properties on attractive terms.

Our charter contains restrictions upon ownership of our common stock.

Our charter contains restrictions on ownership and transfer of our common stock intended to, among other purposes, assist us in maintaining our status as a REIT for United States federal and/or state income tax purposes. For example, our charter restricts any person from acquiring actual or constructive ownership of more than 9.8% (in value or number of shares, whichever is more restrictive) of our outstanding common stock. These restrictions could have anti-takeover effects and could reduce the possibility that a third party will attempt to acquire control of us, which could adversely affect the market price of our common stock.

The value of certain of our investment in real property may be reduced as the result of the expiration or loss of local tax abatements, tax credit programs, or other governmental incentives.

Certain of our investments have the benefit of governmental tax incentives aimed at inducing retail users to relocate to incentivize development in areas and neighborhoods which have not historically seen robust commercial development. The Tax Cuts and Jobs Act provided for such communities to be designated as Qualified Opportunity Zones, which are eligible for such tax benefits. These incentives typically have specific sunset provisions and may be subject to governmental discretion in the eligibility or award of the applicable incentives. The expiration of these incentive programs or the inability of potential tenants or users to be eligible for or to obtain governmental approval of the incentives, or the inability to remain compliant with such programs, may have an adverse effect on the value of our investment, cash flow and net income, and may result in impairment charges.

Item 1B: Unresolved Staff comments

There are no unresolved staff comments.

Item 2: Properties

Information pertaining to our properties can be found under Item 1.

Item 3: Legal Proceedings

We are subject to certain claims and lawsuits in the ordinary course of business, the outcome of which cannot be determined at this time. In the opinion of management, any liability we might incur upon the resolution of these claims and lawsuits will not, in the aggregate, have a material adverse effect on our consolidated financial position or results of operations.

Item 4:

Mine Safety Disclosures

None.

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PART II

Item 5: Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities

A. Our common stock is traded on the NYSE under the ticker symbol "O." The following table shows the high and low sales prices per share for our common stock as reported by the NYSE, and distributions declared per share of common stock for the periods indicated.

Price Per Share of Common Distributions Stock Declared (1) High Low 2018 \$57.07 \$47.26 \$ 0.6575 First Quarter Second Quarter 54.99 48.81 0.6590 Third Quarter 59.18 52.74 0.6605 Fourth Quarter 66.85 55.56 0.6620 Total \$ 2.6390 2017 First Ouarter \$63.60 \$56.92 \$ 0.6320 Second Quarter 62.31 52.86 0.6335 Third Quarter 60.02 53.35 0.6350 Fourth Quarter 58.22 53.02 0.6365 Total \$ 2.5370

⁽¹⁾Common stock cash distributions are declared monthly by us based on financial results for the prior months. At December 31, 2018, a distribution of \$0.221 per common share had been declared and was paid in January 2019.

B. There were 9,789 registered holders of record of our common stock as of December 31, 2018. We estimate that our total number of stockholders is over 525,000 when we include both registered and beneficial holders of our common stock.

C. During the fourth quarter of 2018, the following shares of stock were withheld for state and federal payroll taxes on the vesting of employee stock awards, as permitted under the 2012 Incentive Award Plan of Realty Income Corporation:

66,246 shares of stock, at a weighted average price of \$57.56, in October 2018; 124,460 shares of stock, at a weighted average price of \$63.90, in November 2018; and 278 shares of stock, at a weighted average price of \$64.27, in December 2018.

Item 6: Selected Financial Data (not covered by Report of Independent Registered Public Accounting Firm) (dollars in thousands, except for per share data)

The following table sets forth our selected historical consolidated financial information for each of the five years in the period ended December 31, 2018. The statements of income and comprehensive income data, the statements of equity data, the statements of cash flows data and the other data for the years ended December 31, 2018, 2017 and 2016 and the balance sheet data as of December 31, 2018 and 2017 were derived from our audited consolidated financial statements included elsewhere in this Form 10-K. The statements of income and comprehensive income data,

the statements of equity data, the statements of cash flows data and the other data for the years ended December 31, 2015 and 2014, and the balance sheet data as of December 31, 2016, 2015 and 2014 were derived from our audited consolidated financial statements that are not included in this Form 10-K.

The selected financial data presented below is not necessarily indicative of results of future operations and should be read in conjunction with our consolidated financial statements and the information included under the headings "Management's Discussion and Analysis of Financial Condition and Results of Operations" included elsewhere in this Form 10-K.

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As of or for the years ended December 31, Total assets (book value) Cash and cash equivalents Total debt Total liabilities Total equity Net cash provided by operating activities Net change in cash, cash equivalents and	10,387 6,499,976 7,139,505 8,120,978 940,742	2017 \$14,058,166 6,898 6,111,471 6,667,458 7,390,708 875,850	2016 \$13,152,871 9,420 5,839,605 6,365,818 6,787,053 799,863	2015 \$11,845,379 40,294 4,820,995 5,292,046 6,553,333 693,567	2014 \$10,989,349 3,852 4,907,673 5,348,249 5,641,099 617,768
restricted cash	8,929	(3,539)) (34,652)	4,152	20,211
Total revenue Net income Preferred stock dividends	1,327,838 364,598 —	1,215,768 319,318 (3,911)	1,103,172 316,477) (27,080)	1,023,285 284,855 (27,080)	933,505 271,940 (37,062)
Excess of redemption value over carrying		(13,373)) —		(6,015)
value of preferred shares redeemed Net income available to common stockholders	363,614	301,514	288,491	256,686	227,558
Cash distributions paid to common stockholders	761,582	689,294	610,516	533,238	479,256
Basic and diluted net income per common share	1.26	1.10	1.13	1.09	1.04
Cash distributions paid per common share	2.630500	2.527000	2.391500	2.271417	2.191625
Cash distributions declared per common share	2.639000	2.537000	2.403000	2.279000	2.192875
Basic weighted average number of common shares outstanding	289,427,430	273,465,680	255,066,500	235,767,932	218,390,885
Diluted weighted average number of common shares outstanding	289,923,984	273,936,752	255,624,250	236,208,390	218,767,885
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Item 7:

Management's Discussion and Analysis of Financial Condition and Results of Operations

GENERAL

Realty Income, The Monthly Dividend Company®, is an S&P 500 company dedicated to providing stockholders with dependable monthly dividends that increase over time. The company is structured as a real estate investment trust, or REIT, requiring it annually to distribute at least 90% of its taxable income (excluding net capital gains) in the form of dividends to its stockholders. The monthly dividends are supported by the cash flow generated from real estate owned under long-term, net lease agreements with regional and national commercial tenants.

Realty Income was founded in 1969, and listed on the New York Stock Exchange (NYSE: O) in 1994. Over the past 50 years, Realty Income has been acquiring and managing freestanding commercial properties that generate rental revenue under long-term net lease agreements. The company is a member of the S&P High Yield Dividend Aristocrats® index for having increased its dividend every year for more than 20 consecutive years.

At December 31, 2018, we owned a diversified portfolio:

Of 5,797 properties;

With an occupancy rate of 98.6%, or 5,717 properties leased and 80 properties available for lease;

Leased to 262 different commercial tenants doing business in 48 separate industries;

Located in 49 states and Puerto Rico;

With over 93.3 million square feet of leasable space; and

• With an average leasable space per property of approximately 16,110 square feet; approximately 11,260 square feet per retail property and 229,000 square feet per industrial property.

Of the 5,797 properties in the portfolio, 5,769, or 99.5%, are single-tenant properties, and the remaining are multi-tenant properties. At December 31, 2018, of the 5,769 single-tenant properties, 5,692 were leased with a weighted average remaining lease term (excluding rights to extend a lease at the option of the tenant) of approximately 9.2 years.

LIQUIDITY AND CAPITAL RESOURCES

Capital Philosophy

Historically, we have met our long-term capital needs by issuing common stock, preferred stock and long-term unsecured notes and bonds. Over the long term, we believe that common stock should be the majority of our capital structure; however, we may issue additional preferred stock or debt securities. We may issue common stock when we believe that our share price is at a level that allows for the proceeds of any offering to be accretively invested into additional properties. In addition, we may issue common stock to permanently finance properties that were initially financed by our credit facility or debt securities. However, we cannot assure you that we will have access to the capital markets at all times and at terms that are acceptable to us.

Our primary cash obligations, for the current year and subsequent years, are included in the "Table of Obligations," which is presented later in this section. We expect to fund our operating expenses and other short-term liquidity requirements, including property acquisitions and development costs, payment of principal and interest on our outstanding indebtedness, property improvements, re-leasing costs and cash distributions to common and preferred stockholders, primarily through cash provided by operating activities, borrowing on our credit facility and periodically through public securities offerings.

Conservative Capital Structure

We believe that our stockholders are best served by a conservative capital structure. Therefore, we seek to maintain a conservative debt level on our balance sheet and solid interest and fixed charge coverage ratios. At December 31, 2018, our total outstanding borrowings of senior unsecured notes and bonds, term loans, mortgages payable and credit facility borrowings were \$6.5 billion, or approximately 25.4% of our total market capitalization of \$25.7 billion.

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We define our total market capitalization at December 31, 2018 as the sum of:

Shares of our common stock outstanding of 303,742,090, plus total common units outstanding of 690,819, multiplied by the last reported sales price of our common stock on the NYSE of \$63.04 per share on December 31, 2018, or \$19.2 billion;

Outstanding borrowings of \$252.0 million on our credit facility;

Outstanding mortgages payable of \$298.4 million, excluding net mortgage premiums of \$4.4 million and deferred financing costs of \$183,000;

Outstanding borrowings of \$570.0 million on our term loans, excluding deferred financing costs of \$1.4 million; and Outstanding senior unsecured notes and bonds of \$5.4 billion, excluding unamortized net original issuance premiums of \$10.5 million and deferred financing costs of \$33.7 million.

In January 2019, we redeemed all of our outstanding 317,022 common units of Tau Operating Partnership, L.P., which reduced our total common units outstanding to 373,797 as of January 3, 2019. Additionally, in January 2019, we paid off the outstanding balance and interest on the \$70.0 million senior unsecured term loan entered in January 2013 in conjunction with our acquisition of ARCT. Following the redemption, we hold 100% of the ownership interests of Tau Operating Partnership, L.P., and continue to consolidate the entity.

Universal Shelf Registration

In November 2018, we filed a shelf registration statement with the SEC, which is effective for a term of three years and will expire in November 2021. In accordance with SEC rules, the amount of securities to be issued pursuant to this shelf registration statement was not specified when it was filed and there is no specific dollar limit. The securities covered by this registration statement include (1) common stock, (2) preferred stock, (3) debt securities, (4) depositary shares representing fractional interests in shares of preferred stock, (5) warrants to purchase debt securities, common stock, preferred stock, or depositary shares, and (6) any combination of these securities. We may periodically offer one or more of these securities in amounts, prices and on terms to be announced when and if these securities are offered. The specifics of any future offerings, along with the use of proceeds of any securities offered, will be described in detail in a prospectus supplement, or other offering materials, at the time of any offering.

At-the-Market (ATM) Programs

In November 2018, following the issuance and sale of 25,038,145 shares under our prior ATM equity distribution plans, or our prior ATM programs, we established a new ATM equity distribution plan, or our new ATM program, pursuant to which up to 28,961,855 additional shares of common stock may be offered and sold (1) by us to, or through, a consortium of banks acting as our sales agents or (2) by a consortium of banks acting as forward sellers on behalf of any forward purchasers contemplated thereunder, in each case by means of ordinary brokers' transactions on the NYSE at prevailing market prices or at negotiated prices. During 2018, we issued 19,138,610 shares and raised gross proceeds of \$1.1 billion under our new and prior ATM programs. From the inception of our new and prior ATM programs through December 31, 2018, we have issued 33,546,139 shares and raised \$2.0 billion.

Dividend Reinvestment and Stock Purchase Plan

Our Dividend Reinvestment and Stock Purchase Plan, or our DRSPP, provides our common stockholders, as well as new investors, with a convenient and economical method of purchasing our common stock and reinvesting their distributions. Our DRSPP also allows our current stockholders to buy additional shares of common stock by reinvesting all or a portion of their distributions. Our DRSPP authorizes up to 26,000,000 common shares to be issued. Our DRSPP includes a waiver approval process, allowing larger investors or institutions, per a formal approval process, to purchase shares at a small discount, if approved by us. During 2018, we issued 166,268 shares and raised approximately \$9.1 million under our DRSPP. We did not issue shares under the waiver approval process during 2018. From the inception of our DRSPP through December 31, 2018, we have issued 14,229,810 shares and raised approximately \$670.9 million.

Revolving Credit Facility

In October 2018, we entered into a new \$3.25 billion unsecured credit facility to replace our previous \$2.25 billion unsecured credit facility, of which \$2.0 billion was due to expire in June 2019. This new credit facility includes a \$3.0 billion unsecured revolving credit facility and a new \$250.0 million unsecured term loan due March 2024. The new revolving credit facility, or our revolving credit facility, matures in March 2023 and includes two six-month extensions that can be exercised at our option. Our revolving credit facility also has a \$1.0 billion expansion feature. Under our

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revolving credit facility, our current investment grade credit ratings provide for financing at LIBOR plus 0.775% with a facility commitment fee of 0.125%, for all-in drawn pricing of 0.90% over LIBOR.

The borrowing rate under our revolving credit facility is subject to an interest rate floor and may change if our investment grade credit ratings change. We also have other interest rate options available to us under our credit facility. Our revolving credit facility is unsecured and, accordingly, we have not pledged any assets as collateral for this obligation.

At December 31, 2018, we had a borrowing capacity of \$2.75 billion available on our revolving credit facility and an outstanding balance of \$252.0 million. The weighted average interest rate on borrowings outstanding under our revolving credit facility, at December 31, 2018, was 3.2% per annum. We must comply with various financial and other covenants in our credit facility. At December 31, 2018, we were in compliance with these covenants. We expect to use our credit facility to acquire additional properties and for other general corporate purposes. Any additional borrowings will increase our exposure to interest rate risk.

We generally use our credit facility for the short-term financing of new property acquisitions. Thereafter, we generally seek to refinance those borrowings with the net proceeds of long-term or permanent financing, which may include the issuance of common stock, preferred stock or debt securities. We cannot assure you, however, that we will be able to obtain any such refinancing, or that market conditions prevailing at the time of the refinancing will enable us to issue equity or debt securities at acceptable terms.

Term Loans

In October 2018, in conjunction with our revolving credit facility, we entered into a new \$250.0 million senior unsecured term loan, which matures in March 2024. Borrowing under this term loan bears interest at the current one-month LIBOR plus 0.85%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest on this term loan at 3.89%.

In December 2017, in conjunction with the acquisition of a portfolio of properties, we entered into a \$125.9 million promissory note, which was paid in full at maturity in January 2018. Borrowings under this note bore interest at 1.52%.

In June 2015, in conjunction with entering into our previous credit facility, we entered into a \$250.0 million senior unsecured term loan maturing June 2020. Borrowing under this term loan bears interest at the current one-month LIBOR, plus 0.90%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest rate on this term loan at 2.62%.

In January 2013, in conjunction with our acquisition of American Realty Capital Trust, Inc., or ARCT, we entered into a \$70.0 million senior unsecured term loan with an initial maturity date of January 2018. Borrowing under this term loan bore interest at the current one-month LIBOR plus 1.10%. In conjunction with this term loan, we also entered into an interest rate swap, which, until its termination in January 2018, effectively fixed our per annum interest rate on this term loan at 2.05%. In 2018, we entered into two separate six–month extensions of this loan, during which periods the interest was born at the current one–month LIBOR, plus 0.90%. In January 2019, we paid off the outstanding principal and interest on this term loan.

Mortgage Debt

As of December 31, 2018, we had \$298.4 million of mortgages payable, all of which were assumed in connection with our property acquisitions. Additionally, at December 31, 2018, we had net premiums totaling \$4.4 million on these mortgages and deferred financing costs of \$183,000. We expect to pay off the mortgages payable as soon as prepayment penalties have declined to a level that would make it economically feasible to do so. During 2018, we

made \$21.9 million of principal payments, including the repayment of two mortgages in full for \$17.0 million.

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Notes Outstanding

Our senior unsecured note and bond obligations consist of the following as of December 31, 2018, sorted by	/ maturity			
date (dollars in millions):				
5.750% notes, issued in June 2010 and due in January 2021	\$250			
3.250% notes, \$450 issued in October 2012 and \$500 issued in December 2017, both due in October 2022				
4.650% notes, issued in July 2013 and due in August 2023				
3.875% notes, issued in June 2014 and due in July 2024	350			
3.875% notes, issued in April 2018 and due in April 2025				
4.125% notes, \$250 issued in September 2014 and \$400 issued in March 2017, both due in October 2026				
3.000% notes, issued in October 2016 and due in January 2027				
3.650% notes, issued in December 2017 and due in January 2028				
5.875% bonds, \$100 issued in March 2005 and \$150 issued in June 2011, both due in March 2035				
4.650% notes, \$300 issued in March 2017 and \$250 issued in December 2017, both due in March 2047				
Total principal amount	5,400			
Unamortized net original issuance premiums and deferred financing costs	(23)			
	\$5,377			

In January 2018, we repaid our \$350.0 million of outstanding 2.000% notes, plus accrued and unpaid interest upon maturity. In April 2018, we issued \$500.0 million of 3.875% senior unsecured notes due 2025, or the 2025 Notes. The public offering price for the 2025 Notes was 99.50% of the principal amount, for an effective yield to maturity of 3.957%. The net proceeds of approximately \$493.1 million from this offering were used to repay borrowings outstanding under our credit facility, to fund investment opportunities, and for other general corporate purposes.

All of our outstanding notes and bonds have fixed interest rates and contain various covenants, with which we remained in compliance as of December 31, 2018. Additionally, interest on all of our senior note and bond obligations is paid semiannually.

The following is a summary of the key financial covenants for our senior unsecured notes, as defined and calculated per the terms of our senior notes and bonds. These calculations, which are not based on U.S. GAAP measurements, are presented to investors to show our ability to incur additional debt under the terms of our senior notes and bonds as well as to disclose our current compliance with such covenants, and are not measures of our liquidity or performance. The actual amounts as of December 31, 2018 are: Note Covenants Required Actual

Limitation on incurrence of total debt	< 60% of adjusted assets	39.2	%
Limitation on incurrence of secured debt	< 40% of adjusted assets	1.9	%
Debt service coverage (trailing 12 months) ⁽¹⁾	> 1.5 x	4.4x	
Maintenance of total unencumbered assets	> 150% of unsecured debt	258.4	1%

⁽¹⁾ Our debt service coverage ratio is calculated on a pro forma basis for the preceding four-quarter period on the assumptions that: (i) the incurrence of any Debt (as defined in the covenants) incurred by us since the first day of such four-quarter period and the application of the proceeds therefrom (including to refinance other Debt since the first day of such four-quarter period, and (ii) any acquisition or disposition by us of any asset or group since the first day of such four quarters had in each case occurred on January 1, 2018, and subject to certain additional adjustments. Such pro forma ratio has been prepared on the basis required by that debt service covenant, reflects various estimates and assumptions and is subject to other uncertainties, and therefore does not purport to reflect what our actual debt service coverage ratio would have been had transactions referred to in clauses (i), (ii) and (iii) of the preceding sentence occurred as of January 1, 2018, nor does it purport to reflect our debt service coverage ratio for any future period. Our fixed charge coverage ratio is calculated in the same manner as our debt service coverage ratio, except that preferred stock dividends are also added

to the denominator; since we redeemed our Class F preferred dividends in April 2017, our fixed charge coverage ratio is equivalent to our debt service coverage ratio. The following is our calculation of debt service and fixed charge coverage at December 31, 2018 (in thousands, for trailing twelve months):

coverage at December 51, 2010 (in allousands, for training twerve montais).			
Net income attributable to the Company	\$363,614		
Plus: interest expense, excluding the amortization of deferred financing costs	257,689		
Plus: provision for taxes	5,340		
Plus: depreciation and amortization	539,780		
Plus: provisions for impairment	26,269		
Plus: pro forma adjustments	48,766		
Less: gain on sales of real estate	(24,643)		
Income available for debt service, as defined	\$1,216,815		
Total pro forma debt service charge	\$275,253		
Debt service and fixed charge coverage ratio	4.4		

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Cash Reserves

We are organized to operate as an equity REIT that acquires and leases properties and distributes to stockholders, in the form of monthly cash distributions, a substantial portion of our net cash flow generated from leases on our properties. We intend to retain an appropriate amount of cash as working capital. At December 31, 2018, we had cash and cash equivalents totaling \$10.4 million.

We believe that our cash and cash equivalents on hand, cash provided from operating activities, and borrowing capacity is sufficient to meet our liquidity needs for the next twelve months. We intend, however, to use permanent or long-term capital to fund property acquisitions and to repay future borrowings under our credit facility.

Credit Agency Ratings

The borrowing interest rates under our credit facility are based upon our ratings assigned by credit rating agencies. As of December 31, 2018, we were assigned the following investment grade corporate credit ratings on our senior unsecured notes and bonds: Moody's Investors Service has assigned a rating of A3 with a "stable" outlook, Standard & Poor's Ratings Group has assigned a rating of A- with a "stable" outlook, and Fitch Ratings has assigned a rating of BBB+ with a "stable" outlook.

Based on our ratings as of December 31, 2018, the facility interest rate was LIBOR, plus 0.775% with a facility commitment fee of 0.125%, for all-in drawn pricing of 0.90% over LIBOR. Our credit facility provides that the interest rate can range between: (i) LIBOR, plus 1.45% if our credit rating is lower than BBB-/Baa3 or unrated and (ii) LIBOR, plus 0.75% if our credit rating is A/A2 or higher. In addition, our credit facility provides for a facility commitment fee based on our credit ratings, which range from: (i) 0.30% for a rating lower than BBB-/Baa3 or unrated, and (ii) 0.10% for a credit rating of A/A2 or higher.

We also issue senior debt securities from time to time and our credit ratings can impact the interest rates charged in those transactions. If our credit ratings or ratings outlook change, our cost to obtain debt financing could increase or decrease. The credit ratings assigned to us could change based upon, among other things, our results of operations and financial condition. These ratings are subject to ongoing evaluation by credit rating agencies and we cannot assure you that our ratings will not be changed or withdrawn by a rating agency in the future if, in its judgment, circumstances warrant. Moreover, a rating is not a recommendation to buy, sell or hold our debt securities, preferred stock or common stock.

Table of Obligations

The following table summarizes the maturity of each of our obligations as of December 31, 2018 (dollars in millions):

Year of Maturity	Credit Facility		Term Loans ⁽³⁾	Mortgages Payable ⁽⁴⁾		Ground Leases Paid by Realty Income ⁽⁶⁾	Ground Leases Paid by Our Tenants ⁽⁷⁾	Other ⁽⁸⁾	Totals
2019	\$—	\$—	\$ 70.0	\$ 20.7	\$258.8	\$ 1.5	\$ 13.5	\$ 29.4	\$393.9
2020			250.0	82.4	253.5	1.4	13.5		600.8
2021		250.0		67.0	237.1	1.2	13.2		568.5
2022		950.0		109.7	226.5	1.2	13.1		1,300.5
2023	252.0	750.0		6.7	185.6	1.2	13.1		1,208.6
Thereafte	er—	3,450.0	250.0	11.9	1,052.7	19.8	82.0		4,866.4
Totals	\$252.0	\$5,400.0	\$ 570.0	\$ 298.4	\$2,214.2	\$ 26.3	\$ 148.4	\$ 29.4	\$8,938.7

⁽¹⁾ The initial term of the credit facility expires in March 2023 and includes, at our option, two six–month extensions.

⁽²⁾ Excludes both non–cash original issuance discounts and premiums recorded on notes payable of \$10.5 million and deferred financing costs of \$33.7 million at December 31, 2018.

⁽³⁾ Excludes deferred financing costs of \$1.4 million. In January 2019, we repaid the outstanding principal and interest on the \$70.0 million senior unsecured term loan we entered into in conjunction with our acquisition of ARCT in January 2013.

⁽⁴⁾ Excludes both non–cash net premiums recorded on the mortgages payable of \$4.4 million and deferred financing costs of \$183,000 at December 31, 2018.

⁽⁵⁾ Interest on the term loans, notes, bonds, mortgages payable, and credit facility has been calculated based on outstanding balances as of December 31, 2018 through their respective maturity dates.

⁽⁶⁾ Realty Income currently pays the ground lessors directly for the rent under the ground leases.

⁽⁷⁾ Our tenants, who are generally sub-tenants under ground leases, are responsible for paying the rent under these ground leases. In the event a tenant fails to pay the ground lease rent, we are primarily responsible.

⁽⁸⁾ "Other" consists of \$23.6 million of commitments under construction contracts and \$5.8 million of commitments for tenant improvements and leasing costs.

Our credit facility, term loans, and notes payable obligations are unsecured. Accordingly, we have not pledged any assets as collateral for these obligations.

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No Unconsolidated Investments

We have no unconsolidated investments, nor do we engage in trading activities involving energy or commodity contracts.

Impact of Real Estate and Credit Markets

In the commercial real estate market, property prices generally continue to fluctuate. Likewise, during certain periods, the U.S. credit markets have experienced significant price volatility, dislocations, and liquidity disruptions, which may impact our access to and cost of capital. We continually monitor the commercial real estate and U.S. credit markets carefully and, if required, will make decisions to adjust our business strategy accordingly.

Acquisitions During 2018

During 2018, we invested \$1.8 billion in 764 new properties and properties under development or expansion, with an initial weighted average contractual lease rate of 6.4%. The 764 new properties and properties under development or expansion are located in 39 states, will contain approximately 5.2 million leasable square feet, and are 100% leased with a weighted average lease term of 14.8 years. The tenants occupying the new properties operate in 21 industries and the property types are 96.3% retail and 3.7% industrial, based on rental revenue. During 2018, none of our real estate investments caused any one tenant to be 10% or more of our total assets at December 31, 2018.

The initial weighted average contractual lease rate for a property is generally computed as estimated contractual first year cash net operating income, which, in the case of a net leased property, is equal to the aggregate cash base rent for the first full year of each lease, divided by the total cost of the property. Since it is possible that a tenant could default on the payment of contractual rent, we cannot provide assurance that the actual return on the funds invested will remain at the percentages listed above.

In the case of a property under development or expansion, the contractual lease rate is generally fixed such that rent varies based on the actual total investment in order to provide a fixed rate of return. When the lease does not provide for a fixed rate of return on a property under development or expansion, the initial weighted average contractual lease rate is computed as follows: estimated cash net operating income (determined by the lease) for the first full year of each lease, divided by our projected total investment in the property, including land, construction and capitalized interest costs. Of the \$1.8 billion we invested during 2018, \$80.3 million was invested in 14 properties under development or expansion with an initial weighted average contractual lease rate of 6.9%. We may continue to pursue development or expansion opportunities under similar arrangements in the future.

Portfolio Discussion

Leasing Results

At December 31, 2018, we had 80 properties available for lease out of 5,797 properties in our portfolio, which represents a 98.6% occupancy rate based on the number of properties in our portfolio. Since December 31, 2017, when we reported 83 properties available for lease out of 5,172 and a 98.4% occupancy rate, we:

Had 267 lease expirations; Re-leased 228 properties; and Sold 42 vacant properties.

Of the 228 properties re-leased during 2018, 215 properties were re-leased to existing tenants, three were re-leased to new tenants without vacancy, and ten were re-leased to new tenants after a period of vacancy. The annual rent on these 228 leases was \$46.15 million, as compared to the previous rent on these same properties of \$44.66 million, which represents a rent recapture rate of 103.3% on the properties re-leased during 2018.

As part of our re-leasing costs, we pay leasing commissions to unrelated, third party real estate brokers consistent with the commercial real estate industry standard, and sometimes provide tenant rent concessions. We do not consider the collective impact of the leasing commissions or tenant rent concessions to be material to our financial position or results of operations.

At December 31, 2018, our average annualized rental revenue was approximately \$14.24 per square foot on the 5,717 leased properties in our portfolio. At December 31, 2018, we classified 17 properties with a carrying amount of \$16.6 million as held for sale on our balance sheet. The expected sale of these properties does not represent a

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strategic shift that will have a major effect on our operations and financial results and is consistent with our existing disposition strategy to further enhance our real estate portfolio and maximize portfolio returns.

Investments in Existing Properties

In 2018, we capitalized costs of \$17.9 million on existing properties in our portfolio, consisting of \$3.9 million for re-leasing costs, \$1.1 million for recurring capital expenditures, and \$12.9 million for non-recurring building improvements. In 2017, we capitalized costs of \$12.7 million on existing properties in our portfolio, consisting of \$1.6 million for re-leasing costs, \$912,000 for recurring capital expenditures, and \$10.2 million for non-recurring building improvements.

The majority of our building improvements relate to roof repairs, HVAC improvements, and parking lot resurfacing and replacements. The amounts of our capital expenditures can vary significantly, depending on the rental market, tenant credit worthiness, the lease term and the willingness of tenants to pay higher rents over the terms of the leases.

We define recurring capital expenditures as mandatory and repetitive landlord capital expenditure obligations that have a limited useful life. We define non-recurring capital expenditures as property improvements where we invest additional capital that extend the useful life of the properties.

Increases in Monthly Dividends to Common Stockholders

We have continued our 50-year policy of paying monthly dividends. In addition, we increased the dividend five times during 2018 and twice in 2019. As of February 2019, we have paid 85 consecutive quarterly dividend increases and increased the dividend 100 times since our listing on the NYSE in 1994.

	Mon	th	Month	Dividend	Increase
2018 Dividend increases	Dec	lared	Paid	per share	per share
1st increase	Dec	2017	Jan 2018	\$0.2125	\$0.0005
2nd increase	Jan 2	2018	Feb 2018	\$0.2190	\$0.0065
3rd increase	Mar	2018	Apr 2018	\$0.2195	\$0.0005
4th increase	Jun	2018	Jul 2018	\$0.2200	\$0.0005
5th increase	Sep	2018	Oct 2018	\$0.2205	\$0.0005
2019 Dividend increases					
	D	0010	T 0010	A A A A 1 A	A A A A A A F

1st increase	Dec 2018	Jan 2019	\$0.2210	\$0.0005
2nd increase	Jan 2019	Feb 2019	\$0.2255	\$0.0045

The dividends paid per share during 2018 totaled approximately \$2.6305, as compared to approximately \$2.5270 during 2017, an increase of \$0.1035, or 4.1%.

The monthly dividend of \$0.2255 per share represents a current annualized dividend of \$2.706 per share, and an annualized dividend yield of approximately 4.3% based on the last reported sale price of our common stock on the NYSE of \$63.04 on December 31, 2018. Although we expect to continue our policy of paying monthly dividends, we cannot guarantee that we will maintain our current level of dividends, that we will continue our pattern of increasing dividends per share, or what our actual dividend yield will be in any future period.

RESULTS OF OPERATIONS

Critical Accounting Policies

Our consolidated financial statements have been prepared in accordance with GAAP, and are the basis for our discussion and analysis of financial condition and results of operations. Preparing our consolidated financial

statements requires us to make a number of estimates and assumptions that affect the reported amounts and disclosures in the consolidated financial statements. We believe that we have made these estimates and assumptions in an appropriate manner and in a way that accurately reflects our financial condition. We continually test and evaluate these estimates and assumptions using our historical knowledge of the business, as well as other factors, to ensure that they are reasonable for reporting purposes. However, actual results may differ from these estimates and assumptions. This summary should be read in conjunction with the more complete discussion of our accounting policies and procedures included in note 2 to our consolidated financial statements.

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In order to prepare our consolidated financial statements according to the rules and guidelines set forth by GAAP, many subjective judgments must be made with regard to critical accounting policies. Management must make significant assumptions in determining the fair value of assets acquired and liabilities assumed. When acquiring a property for investment purposes, we typically allocate the cost of real estate acquired, inclusive of transaction costs, to: (1) land, (2) building and improvements, and (3) identified intangible assets and liabilities, based in each case on their relative estimated fair values. Intangible assets and liabilities consist of above-market or below-market lease value and the value of in-place leases, as applicable. In an acquisition of multiple properties, we must also allocate the purchase price among the properties. The allocation of the purchase price is based on our assessment of estimated fair value and is often based upon the expected future cash flows of the property and various characteristics of the market where the property is located. In addition, any assumed mortgages receivable or payable are recorded at their estimated fair values. The estimated fair values of our mortgages payable have been calculated by discounting the future cash flows using applicable interest rates that have been adjusted for factors, such as industry type, tenant investment grade, maturity date, and comparable borrowings for similar assets. The use of different assumptions in the allocation of the purchase price of the acquired properties and liabilities assumed could affect the timing of recognition of the related revenue and expenses.

Another significant judgment must be made as to if, and when, impairment losses should be taken on our properties when events or a change in circumstances indicate that the carrying amount of the asset may not be recoverable. A provision is made for impairment if estimated future operating cash flows (undiscounted and without interest charges) plus estimated disposition proceeds (undiscounted) are less than the current book value of the property. Key inputs that we utilize in this analysis include projected rental rates, estimated holding periods, historical sales and re-leases, capital expenditures, and property sales capitalization rates. If a property is held for sale, it is carried at the lower of carrying cost or estimated fair value, less estimated cost to sell. The carrying value of our real estate is the largest component of our consolidated balance sheets. Our strategy of primarily holding properties, long-term, directly decreases the likelihood of their carrying values not being recoverable, thus requiring the recognition of an impairment. However, if our strategy, or one or more of the above assumptions were to change in the future, an impairment may need to be recognized. If events should occur that require us to reduce the carrying value of our real estate by recording provisions for impairment, they could have a material impact on our results of operations.

The following is a comparison of our results of operations for the years ended December 31, 2018, 2017 and 2016.

Total Revenue

The following summarizes our total revenue (dollars in thousands):

				Change in	Dollars
				2018	2017
	2018	2017	2016	versus	versus
				2017	2016
REVENUE					
Rental	\$1,274,596	\$1,166,224	\$1,057,413	\$108,372	\$108,811
Tenant reimbursements	46,950	46,082	43,104	868	2,978
Other	6,292	3,462	2,655	2,830	807
Total revenue	\$1,327,838	\$1,215,768	\$1,103,172	\$112,070	\$112,596

Rental Revenue

The increase in rental revenue in 2018 compared to 2017 is primarily attributable to:

The 753 properties (4.8 million square feet) we acquired in 2018, which generated \$54.0 million of rent in 2018; The 287 properties (7.2 million square feet) we acquired in 2017, which generated \$95.7 million of rent in 2018, compared to \$35.8 million in 2017, an increase of \$59.9 million;

Same store rents generated on 4,629 properties (78.1 million square feet) during 2018 and 2017, increased by \$9.5 million, or 0.9%, to \$1.08 billion from \$1.07 billion; and

A net increase in straight-line rent and other non-cash adjustments to rent of \$5.7 million in 2018 as compared to 2017; partially offset by

A net decrease of \$13.2 million relating to properties sold in 2018 and during 2017; and

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- A net decrease of \$7.5 million relating to the aggregate of (i) rental revenue from properties (123 properties comprising 2.7 million square feet) that were available for lease during part of 2018 or 2017, (ii) rental revenue for 5 properties under development, and (iii) lease termination settlements. In aggregate, the revenues for
- these items totaled \$15.9 million in 2018, compared to \$23.4 million in 2017.

The increase in rental revenue in 2017 compared to 2016 is primarily attributable to:

•The 287 properties (7.2 million square feet) we acquired in 2017, which generated \$35.8 million of rent in 2017; The 475 properties (7.6 million square feet) we acquired in 2016, which generated \$114.4 million of rent in 2017, compared to \$39.7 million in 2016, an increase of \$74.7 million;

Same store rents generated on 4,254 properties (71.1 million square feet) during 2017 and 2016, increased by \$9.8 million, or 1.0%, to \$973.1 million from \$963.3 million; partially offset by

A net decrease in straight-line rent and other non-cash adjustments to rent of \$3.0 million in 2017 as compared to 2016;

A net decrease of \$7.2 million relating to properties sold in 2017 and during 2016; and

- A net decrease of \$1.3 million relating to the aggregate of (i) rental revenue from properties (147 properties
- comprising 2.9 million square feet) that were available for lease during part of 2017 or 2016, (ii) rental revenue for 9 properties under development, and (iii) lease termination settlements. In aggregate, the revenues for these items totaled \$26.6 million in 2017, compared to \$28.0 million in 2016.

For purposes of determining the same store rent property pool, we include all properties that were owned for the entire year-to-date period, for both the current and prior year, except for properties during the current or prior year that; (i) were vacant at any time, (ii) were under development or redevelopment, or (iii) were involved in eminent domain and rent was reduced. Each of the exclusions from the same store pool are separately addressed within the applicable sentences above, explaining the changes in rental revenue for the period.

Of the 5,797 properties in the portfolio at December 31, 2018, 5,769, or 99.5%, are single-tenant properties and the remaining are multi-tenant properties. Of the 5,769 single-tenant properties, 5,692, or 98.7%, were net leased with a weighted average remaining lease term (excluding rights to extend a lease at the option of the tenant) of approximately 9.2 years at December 31, 2018. Of our 5,692 leased single-tenant properties, 4,952 or 87.0% were under leases that provide for increases in rents through:

Base rent increases tied to a consumer price index (typically subject to ceilings);

Percentage rent based on a percentage of the tenants' gross sales;

Fixed increases; or

A combination of two or more of the above rent provisions.

Percentage rent, which is included in rental revenue, was \$5.9 million in 2018, \$6.1 million in 2017, and \$5.3 million in 2016. Percentage rent in 2018 was less than 1% of rental revenue and we anticipate percentage rent to be less than 1% of rental revenue in 2019.

Our portfolio of real estate, leased primarily to regional and national tenants under net leases, continues to perform well and provides dependable lease revenue supporting the payment of monthly dividends to our stockholders. At December 31, 2018, our portfolio of 5,797 properties was 98.6% leased with 80 properties available for lease, as compared to 98.4% leased, with 83 properties available for lease at December 31, 2017. It has been our experience that approximately 1% to 4% of our property portfolio will be unleased at any given time; however, it is possible that the number of properties available for lease could exceed these levels in the future.

Tenant Reimbursements

A number of our leases provide for contractually obligated reimbursements from tenants for recoverable real estate taxes and operating expenses. The increase in tenant reimbursements in the years presented is primarily due to our increase in acquisitions.

Other Revenue

The increase in other revenue in the years presented was primarily related to higher proceeds from property insurance claims, condemnations and interest income from our investments in United States government money market funds.

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Total Expenses

The following summarizes our total expenses (dollars in thousands):

EXPENSES	2018		2017		2016		Increase 2018 versus 2017	(Decrease) 2017 versus 2016
Depreciation and amortization	\$539,780		\$498,788		\$449,943		\$40,992	\$48,845
Interest	266,020		247,413		344 <i>9</i> ,943 219,974		\$40,992 18,607	\$48,845 27,439
	,		<i>,</i>		,		·	6,480
General and administrative ⁽²⁾	84,148		58,446		51,966		25,702	,
Property (excluding reimbursable)	19,376		23,398		19,761		(4,022)	3,637
Property (reimbursable)	46,950		46,082		43,104		868	2,978
Income taxes	5,340		6,044		3,262		(704)	2,782
Provisions for impairment	26,269		14,751		20,664		11,518	(5,913)
Total expenses	\$987,883		\$894,922		\$808,674		\$92,961	\$86,248
Total revenue ⁽¹⁾	\$1,280,888		\$1,169,68	6	\$1,060,068	8		
General and administrative expenses as a percentage of total revenue ⁽²⁾	5.1	%	5.0	%	4.9	%		
Property expenses net of tenant reimbursements as a percentage of total revenue	1.5	%	2.0	%	1.9	%		

(1) Excludes tenant reimbursements revenue.

General and administrative expenses for 2018 included a one-time severance payment made to our former CEO in October 2018. The total value of cash, stock compensation and professional fees incurred as a result of this severance was \$28.3 million; however, the net amount, after incorporating accruals for CEO compensation previous to this severance, was \$18,651 and was recorded to general and administrative expense (see our

(2) discussion of Adjusted Funds from Operations Available to Common Stockholders, or AFFO, which is not a financial measure under generally accepted accounting principles, which includes a reconciliation of this amount). In order to present a normalized calculation of our general and administrative expenses as a percentage of total revenue for 2018, we have excluded this one-time executive severance charge to arrive at a normalized general and administrative amount of \$65,497, which was used for our calculation.

Depreciation and Amortization

The increase in depreciation and amortization in 2018 and 2017 was primarily due to the acquisition of properties in 2017 and 2018, which was partially offset by property sales in those same periods. As discussed in the sections entitled "Funds from Operations Available to Common Stockholders (FFO)" and "Adjusted Funds from Operations Available to Common Stockholders (AFFO)," depreciation and amortization is a non-cash item that is added back to net income available to common stockholders for our calculation of FFO and AFFO.

Interest Expense

The following is a summary of the components of our interest expense (dollars in thousands):

	2018		2017		2016	
Interest on our credit facility, term loans, notes, mortgages and interest rate swaps	\$260,103		\$237,165		\$213,540	
Credit facility commitment fees	2,774		2,999		3,050	
Amortization of origination and deferred financing costs	8,711		7,975		7,126	
Gain on interest rate swaps	(2,733)	(3,250)	(1,639)
Dividend on preferred shares subject to redemption			2,257			
Amortization of net mortgage premiums	(1,520)	(466)	(3,414)

Amortization of net note (premiums) and discounts	(1,256)	884	1,470
Capital lease obligation	310	310	310
Interest capitalized	(369)	(461)	(469)
Interest expense	\$266,020	\$247,413	\$219,974
Credit facility, term loans, mortgages and notes			
Average outstanding balances (dollars in thousands)	\$6,662,952	\$5,877,862	\$5,081,663
Average interest rates	3.90 %	5 3.99 %	4.11 %

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The increases in interest expense for the years presented are primarily due to the issuances of notes in each respective year. These increases were partially offset by note redemptions in each respective year and lower outstanding debt balances on mortgages payable as a result of mortgage payoffs in 2018 and 2017.

Additionally, before we implemented hedge accounting in the fourth quarter of 2018, we adjusted the carrying value of our interest rate swaps to fair value each quarter through interest expense. Following the adoption of hedge accounting, we record this change in fair value within other comprehensive income.

At December 31, 2018, the weighted average interest rate on our:

Credit facility outstanding borrowings of \$252.0 million was 3.2%;

•Term loans outstanding of \$570.0 million (excluding deferred financing costs of \$1.4 million) was 3.3%;

Mortgages payable of \$298.4 million (excluding net premiums totaling \$4.4 million and deferred financing costs of \$183,000 on these mortgages) was 5.1%;

Notes and bonds payable of \$5.4 billion (excluding unamortized net original issuance premiums of \$10.5 million and deferred financing costs of \$33.7 million) was 4.0%; and

Combined outstanding notes, bonds, mortgages, term loan and credit facility borrowings of \$6.5 billion was 4.0%.

In January 2019, we paid off the outstanding balance and interest on the \$70.0 million senior unsecured term loan entered in January 2013 in conjunction with our acquisition of ARCT.

General and Administrative Expenses

General and administrative expenses increased during 2018 primarily due to a severance charge of \$18.7 million for our former CEO who departed the company in October 2018, and higher corporate–level professional fees. General and administrative expenses in both 2018 and 2017 increased due to higher compensation costs related to higher headcount. In January 2019, we had 165 employees, as compared to 152 employees in January 2018, and 146 employees in January 2017.

Property Expenses (excluding reimbursable)

Property expenses (excluding reimbursable) consist of costs associated with unleased properties, non-net-leased properties and general portfolio expenses. Expenses related to unleased properties and non-net-leased properties include, but are not limited to, property taxes, maintenance, insurance, utilities, property inspections, bad debt expense and legal fees. General portfolio costs include, but are not limited to, insurance, legal, property inspections, and title search fees. At December 31, 2018, 80 properties were available for lease, as compared to 83 at December 31, 2017 and 84 at December 31, 2016.

The 2018 decrease in property expenses (excluding reimbursable) was primarily attributable to lower bad debt expense, while the 2017 increase was the result of higher property taxes and bad debt expense.

Property Expenses (reimbursable)

The increase in property expenses (reimbursable) in both 2018 and 2017 was primarily attributable to the increased portfolio size, which contributed to higher contractually obligated reimbursements from tenants for recoverable real estate taxes and operating expenses primarily due to our acquisitions in each year.

Income Taxes

Income taxes are for city and state income and franchise taxes paid by us and our subsidiaries. These taxes from operations increased from 2017 to 2018 due to acquisitions; however, the overall tax expense decreased due to a one-time charge in 2017 that increased tax expenses at the end of 2017. The Tax Cuts & Jobs Act, passed at the end of 2017, reduced the corporate tax rate, which reduced the value of the deferred tax assets in 2017 and increased our tax expense in 2017. The increase from 2016 to 2017 was primarily due to increased activity in our taxable REIT

subsidiary.

Provisions for Impairment

In 2018, we recorded total provisions for impairment of \$26.3 million on six properties classified as held for sale, three properties classified as held for investment, and 35 sold properties. In 2017, we recorded total provisions for impairment of \$14.8 million on one property classified as held for sale, three properties classified as held for investment, and 22 sold properties. In 2016, we recorded total provisions for impairment of \$20.7 million on one property classified as held for sale and 38 sold properties.

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Other Items

Gain on Sales of Real Estate

During 2018, we sold 128 properties for \$142.3 million, which resulted in a gain of \$24.6 million.

During 2017, we sold 59 properties for \$167.0 million, which resulted in a gain of \$40.9 million.

During 2016, we sold 77 properties for \$90.5 million, which resulted in a gain of \$22.0 million. Additionally, during 2016 we sold our former corporate headquarters building for \$8.6 million.

At December 31, 2018, we classified real estate with a carrying amount of \$16.6 million as held for sale on our balance sheet. In 2019, we intend to continue our active disposition efforts to further enhance our real estate portfolio and anticipate \$75 to \$100 million in yet to be identified property sales for all of 2019. We intend to invest these proceeds into new property acquisitions, if there are attractive opportunities available. However, we cannot guarantee that we will sell properties during the next 12 months at our estimated values or be able to invest the property sale proceeds in new properties.

Loss on Extinguishment of Debt

In December 2017, we completed the early redemption on all \$550.0 million of outstanding 6.75% notes due August 2019, plus accrued and unpaid interest. As a result of the early redemption, we recognized a \$42.4 million loss on extinguishment of debt, which represents \$0.15 on a diluted per common share basis.

Preferred Stock Dividends

We did not pay any preferred stock dividends in 2018. Preferred stock dividends totaled \$3.9 million in 2017. Additionally, in April 2017, we paid a final dividend on our Class F preferred stock of \$1.7 million, which was recorded to interest expense. Preferred stock dividends totaled \$27.1 million in 2016.

Excess of Redemption Value over Carrying Value of Preferred Shares Redeemed

When we issued the irrevocable notice of redemption on our Class F preferred stock in March 2017, we incurred a non-cash charge of \$13.4 million for the excess of redemption value over the carrying value. The non-cash charge represents the Class F preferred stock original issuance cost that was paid in 2012.

Net Income Available to Common Stockholders

Net income available to common stockholders was \$363.6 million in 2018, compared to \$301.5 million in 2017, an increase of \$62.1 million. On a diluted per common share basis, net income was \$1.26 in 2018, as compared to \$1.10 in 2017, an increase of \$0.16, or 14.5%. Net income available to common stockholders was \$288.5 million in 2016, or \$1.13 on a diluted per common share basis.

Net income available to common stockholders in 2018 was impacted by a severance payment made to our former CEO in October 2018. The total value of cash, stock compensation and professional fees incurred as a result of this severance was \$28.3 million; however, the net amount, after incorporating accruals for CEO compensation previous to this severance, was \$18.7 million, equivalent to \$0.06 per share.

The calculation to determine net income available to common stockholders includes impairments and gains from the sale of properties, which can vary from period to period based on the timing and significantly impact net income available to common stockholders.

Adjusted Earnings before Interest, Taxes, Depreciation and Amortization for Real Estate (Adjusted EBITDAre)

The National Association of Real Estate Investment Trust (NAREIT) came to the conclusion that a NAREIT-defined EBITDA metric for real estate companies (i.e., EBITDA for real estate, or EBITDAre) would provide investors with a consistent measure to help make investment decisions among REITs. We have re-labeled our Adjusted EBITDA to "Adjusted EBITDAre" in order to be consistent with the NAREIT definition, other than the one-time executive severance charge described below. We define Adjusted EBITDAre, a non-GAAP financial measure, for the most recent quarter, as earnings (net income) before (i) interest expense, including non-cash gain on swaps, (ii) income and franchise taxes, (iii) real estate depreciation and amortization, (iv) impairment losses, (v) gain on sales of real estate, and (vi) executive severance charge (as described in the Adjusted Funds from Operations section). Our Adjusted EBITDAre may not be comparable to Adjusted EBITDAre reported by other companies or as defined by

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NAREIT, and other companies may interpret or define Adjusted EBITDAre differently than we do. Management believes Adjusted EBITDAre to be a meaningful measure of a REIT's performance because it is widely followed by industry analysts, lenders and investors. Management also believes the use of an annualized quarterly Adjusted EBITDAre metric is meaningful because it represents the company's current earnings run rate for the period presented. The ratio of our total debt to our annualized quarterly Adjusted EBITDAre is also used to determine vesting of performance share awards granted to our executive officers. Adjusted EBITDAre should be considered along with, but not as an alternative to net income as a measure of our operating performance. Our ratio of debt to Adjusted EBITDAre, which is used by management as a measure of leverage, is calculated by annualizing quarterly Adjusted EBITDAre and then dividing by our total debt per the consolidated balance sheet.

Dollars in thousands	2018	2017	2016
Net income	\$85,303	\$60,952	\$92,724
Interest ⁽¹⁾	70,635	103,903	48,935
Income taxes	1,607	3,424	449
Depreciation and amortization	137,711	127,033	117,752
Executive severance charge ⁽²⁾	18,651		
Impairment loss	1,235	6,679	3,709
Gain on sales of real estate	(5,825)	(23,208)	(6,696)
Quarterly Adjusted EBITDAre	\$309,317	\$278,783	\$256,873
Annualized Adjusted EBITDAre ⁽³⁾	\$1,237,268	\$1,115,132	\$1,027,492
Total Debt	\$6,499,976	\$6,111,471	\$5,839,605
Debt/Adjusted EBITDAre	5.3	5.5	5.7

(1) Interest expense includes a loss on extinguishment of debt of \$42.4 million for the year ended December 31, 2017.
 (2) Reflects an \$18.7 million severance charge for our former CEO upon his departure in October 2018.

⁽³⁾ We calculate Annualized Adjusted EBITDAre by multiplying the Quarterly Adjusted EBITDAre by four.

FUNDS FROM OPERATIONS AVAILABLE TO COMMON STOCKHOLDERS (FFO)

In 2018, our FFO increased by \$130.6 million, or 16.9%, to \$903.3 million, as compared to \$772.7 million in 2017. On a diluted per common share basis, FFO was \$3.12 in 2018, as compared to \$2.82 in 2017, an increase of \$0.30, or 10.6%. In 2016, FFO was \$735.4 million, or \$2.88 on a diluted per common share basis. Our FFO in 2018 was impacted by a severance payment made to our former CEO in October 2018. The total value of cash, stock compensation and professional fees incurred as a result of this severance was \$28.3 million; however, the net amount, after incorporating accruals for CEO compensation previous to this severance, was \$18.7 million, equivalent to \$0.06 per share. Our FFO in 2017 was impacted by a loss of \$42.4 million, or \$0.15 per share, on extinguishment of debt upon the early redemption on all \$550.0 million of our outstanding 6.75% notes due August 2019 during December 2017. FFO was also impacted by a non-cash redemption charge of \$13.4 million, or \$0.05 per share, upon the redemption of the 6.625% Monthly Income Class F Preferred Stock that was redeemed in April 2017. This charge is based on the excess of redemption value over the carrying value of the 6.625% Monthly Income Class F Preferred Stock that represents the original issuance cost that we paid in 2012. FFO for 2017 also includes the early redemption on all \$550.0 million of .55% notes due August 15, 2019, plus accrued and unpaid interest.

The following is a reconciliation of net income available to common stockholders (which we believe is the most comparable GAAP measure) to FFO. Also presented is information regarding distributions paid to common stockholders and the weighted average number of common shares used for the basic and diluted computation per share (dollars in thousands, except per share amounts):

Net income available to common stockholders Depreciation and amortization Depreciation of furniture, fixtures and equipment Provisions for impairment on investment properties Gain on sales of investment properties FFO adjustments allocable to noncontrolling interests FFO available to common stockholders FFO allocable to dilutive noncontrolling interests Diluted FFO	26,269 (24,643)	14,751 (40,898)	2016 \$ 288,491 449,943 (747) 20,664 (21,979) (977) \$ 735,395 1,435 \$ 736,830
FFO per common share: Basic Diluted Distributions paid to common stockholders FFO available to common stockholders in excess of distributions paid to common stockholders Weighted average number of common shares used for computation per share: Basic Diluted		\$ 2.83 \$ 2.82 \$ 689,294 \$ 83,371 273,465,680 273,936,752	

We define FFO, a non-GAAP measure, consistent with the National Association of Real Estate Investment Trust's definition, as net income available to common stockholders, plus depreciation and amortization of real estate assets, plus impairments of depreciable real estate assets, and reduced by gains on property sales.

We consider FFO to be an appropriate supplemental measure of a REIT's operating performance as it is based on a net income analysis of property portfolio performance that adds back items such as depreciation and impairments for FFO. The historical accounting convention used for real estate assets requires straight-line depreciation of buildings and improvements, which implies that the value of real estate assets diminishes predictably over time. Since real estate values historically rise and fall with market conditions, presentations of operating results for a REIT, using historical accounting for depreciation, could be less informative. The use of FFO is recommended by the REIT industry as a supplemental performance measure. In addition, FFO is used as a measure of our compliance with the financial covenants of our credit facility.

ADJUSTED FUNDS FROM OPERATIONS AVAILABLE TO COMMON STOCKHOLDERS (AFFO)

In 2018, our AFFO increased by \$86.0 million, or 10.3%, to \$924.6 million, as compared to \$838.6 million in 2017. On a diluted per common share basis, AFFO was \$3.19 in 2018, as compared to \$3.06 in 2017, an increase of \$0.13, or 4.2%. In 2016, AFFO was \$736.4 million, or \$2.88 on a diluted per common share basis. We consider AFFO to be an appropriate supplemental measure of our performance. Most companies in our industry use a similar measurement, but they may use the term "CAD" (for Cash Available for Distribution), "FAD" (for Funds Available for Distribution) or other terms.

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The following is a reconciliation of net income available to common stockholders (which we believe is the most comparable GAAP measure) to FFO and AFFO. Also presented is information regarding distributions paid to common stockholders and the weighted average number of common shares used for the basic and diluted computation per share (dollars in thousands, except per share amounts):

Net income available to common stockholders Cumulative adjustments to calculate FFO ⁽¹⁾ FFO available to common stockholders Executive severance charge ⁽²⁾ Loss on extinguishment of debt	and and a latera	2018 \$ 363,614 539,643 903,257 18,651 —	2017 \$ 301,514 471,151 772,665 42,426	2016 \$ 288,491 446,904 735,395
Excess of redemption value over carrying value of Class F predemption	preferred share		13,373	
Amortization of share-based compensation Amortization of deferred financing costs ⁽³⁾ Amortization of net mortgage premiums Gain on interest rate swaps Leasing costs and commissions Recurring capital expenditures Straight-line rent		(2,733) (3,907) (1,084)	(3,250) (1,575) (912)	12,007 5,352 (3,414) (1,639) (797) (679) (19,451)
Amortization of above and below-market leases Other adjustments ⁽⁴⁾		16,852 268	14,013 283	9,297 303
Total AFFO available to common stockholders		\$ 924,558	\$ 838,638	\$ 736,374
AFFO allocable to dilutive noncontrolling interests Diluted AFFO		901 \$ 925,459	1,178 \$ 839,816	1,455 \$ 737,829
AFFO per common share		* * * * *		.
Basic		\$ 3.19	\$ 3.07	\$ 2.89
Diluted		\$ 3.19	\$ 3.06	\$ 2.88
Distributions paid to common stockholders		\$ 761,582	\$ 689,294	\$ 610,516
AFFO available to common stockholders in excess of distrib common stockholders	-	\$ 162,976	\$ 149,344	\$ 125,858
Weighted average number of common shares used for comp share:	outation per			
Basic Diluted ⁽¹⁾ See reconciling items for FFO presented under "Funds fr	om Operations .	289,923,984	273,465,680 274,024,934 ommon Stockl	255,822,679
⁽²⁾ The executive severance charge represents the increment	al costs incurred	l upon our forr	ner CEO's dep	arture in
October 2018 per the reconciliation below:				
Cash	\$9,817			
Stock compensation	17,902			
Professional fees	574			
Total value of severance	28,293			
Amount accrued for CEO compensation prior to separation				
Incremental severance	\$18,651			

⁽³⁾ Includes the amortization of costs incurred and capitalized upon issuance of our notes payable, assumption of our mortgages payable and upon issuance of our term loans. The deferred financing costs are being amortized over the lives of the respective mortgages and term loans. No costs associated with our credit facility agreements or annual fees paid to credit rating agencies have been included.

⁽⁴⁾ Includes adjustments allocable to both non-controlling interests and capital lease obligations.

We believe the non-GAAP financial measure AFFO provides useful information to investors because it is a widely accepted industry measure of the operating performance of real estate companies that is used by industry analysts and investors who look at and compare those companies. In particular, AFFO provides an additional measure to compare the operating performance of different REITs without having to account for differing depreciation assumptions and other unique revenue and expense items which are not pertinent to measuring a particular company's on-going operating performance. Therefore, we believe that AFFO is an appropriate supplemental performance metric, and that the most appropriate GAAP performance metric to which AFFO should be reconciled is net income available to common stockholders.

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Presentation of the information regarding FFO and AFFO is intended to assist the reader in comparing the operating performance of different REITs, although it should be noted that not all REITs calculate FFO and AFFO in the same way, so comparisons with other REITs may not be meaningful. Furthermore, FFO and AFFO are not necessarily indicative of cash flow available to fund cash needs and should not be considered as alternatives to net income as an indication of our performance. FFO and AFFO should not be considered as alternatives to reviewing our cash flows from operating, investing, and financing activities. In addition, FFO and AFFO should not be considered as measures of liquidity, our ability to make cash distributions, or our ability to pay interest payments.

IMPACT OF INFLATION

Tenant leases generally provide for limited increases in rent as a result of increases in the tenants' sales volumes, increases in the consumer price index (typically subject to ceilings), or fixed increases. We expect that inflation will cause these lease provisions to result in rent increases over time. During times when inflation is greater than increases in rent, as provided for in the leases, rent increases may not keep up with the rate of inflation.

Moreover, our use of net lease agreements tends to reduce our exposure to rising property expenses due to inflation because the tenant is responsible for property expenses. Inflation and increased costs may have an adverse impact on our tenants if increases in their operating expenses exceed increases in revenue.

IMPACT OF RECENT ACCOUNTING PRONOUNCEMENTS

For information on the impact of recent accounting pronouncements on our business, see note 2 of the Notes to the Consolidated Financial Statements.

Item 7A: Quantitative and Qualitative Disclosures about Market Risk

We are exposed to interest rate changes primarily as a result of our credit facility, term loans, mortgages payable, and long-term notes and bonds used to maintain liquidity and expand our real estate investment portfolio and operations. Our interest rate risk management objective is to limit the impact of interest rate changes on earnings and cash flow and to lower our overall borrowing costs. To achieve these objectives we issue long-term notes and bonds, primarily at fixed rates.

In order to mitigate and manage the effects of interest rate risks on our operations, we may utilize a variety of financial instruments, including interest rate swaps and caps. The use of these types of instruments to hedge our exposure to changes in interest rates carries additional risks, including counterparty credit risk, the enforceability of hedging contracts and the risk that unanticipated and significant changes in interest rates will cause a significant loss of basis in the contract. To limit counterparty credit risk we will seek to enter into such agreements with major financial institutions with favorable credit ratings. There can be no assurance that we will be able to adequately protect against the foregoing risks or realize an economic benefit that exceeds the related amounts incurred in connection with engaging in such hedging activities. We do not enter into any derivative transactions for speculative or trading purposes.

The following table presents by year of expected maturity, the principal amounts, average interest rates and estimated fair values of our fixed and variable rate debt as of December 31, 2018. This information is presented to evaluate the expected cash flows and sensitivity to interest rate changes (dollars in millions):

Expected Maturity Data

Year of maturity	Fixed rate debt	Weighted average rate on fixed rate debt		Variable rate debt	Weighted average rate on variable rate debt	
2019	\$4.7	5.61	%	\$86.0	3.58	%
2020	332.4	3.21		_		
2021	317.0	5.73			_	
2022	1,059.7	3.43			_	
2023	756.7	4.65		252.0	3.11	
Thereafter	3,711.9	4.00		_	_	
Totals ⁽¹⁾	\$6,182.4	4.03	%	\$338.0	3.23	%
Fair Value (2)	\$6,219.7			\$338.0		
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⁽¹⁾ Excludes net premiums recorded on mortgages payable, net original issuance premiums recorded on notes payable and deferred financing costs on mortgages payable, notes payable, and term loans. At December 31, 2018, the unamortized balance of net premiums on mortgages payable is \$4.4 million, the unamortized balance of net original issuance premiums on notes payable is \$10.5 million, and the balance of deferred financing costs on mortgages payable is \$183,000, on notes payable is \$33.7 million, and on term loans is \$1.4 million.

⁽²⁾ We base the estimated fair value of the fixed rate senior notes and bonds at December 31, 2018 on the indicative market prices and recent trading activity of our senior notes and bonds payable. We base the estimated fair value of our fixed rate and variable rate mortgages at December 31, 2018 on the relevant forward interest rate curve, plus an applicable credit-adjusted spread. We believe that the carrying value of the credit facility balance and term loans balance reasonably approximate their estimated fair values at December 31, 2018.

The table incorporates only those exposures that exist as of December 31, 2018. It does not consider those exposures or positions that could arise after that date. As a result, our ultimate realized gain or loss, with respect to interest rate fluctuations, would depend on the exposures that arise during the period, our hedging strategies at the time, and interest rates.

All of our outstanding notes and bonds have fixed interest rates. All of our mortgages payable, except two mortgages with principal balances totaling \$23.3 million at December 31, 2018 have fixed interest rates. After factoring in arrangements that limit our exposure to interest rate risk and effectively fix our per annum interest rates, our mortgage debt subject to variable rates totals \$16.0 million at December 31, 2018. Interest on our credit facility and term loan balances is variable. However, the variable interest rate feature on our term loans has been mitigated by interest rate swap agreements. Based on our credit facility balance of \$252.0 million at December 31, 2018, a 1% change in interest rates would change our interest rate costs by \$2.5 million per year.

Item 8: Financial Statements and Supplementary Data

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A. Reports of Independent Registered Public Accounting Firm

B. Consolidated Balance Sheets, December 31, 2018 and 2017

- C. Consolidated Statements of Income and Comprehensive Income, Years ended December 31, 2018, 2017 and 2016
- D. Consolidated Statements of Equity, Years ended December 31, 2018, 2017 and 2016
- E. Consolidated Statements of Cash Flows, Years ended December 31, 2018, 2017 and 2016

F. Notes to Consolidated Financial Statements

G. Consolidated Quarterly Financial Data (unaudited) for 2018 and 2017

H. Schedule III Real Estate and Accumulated Depreciation

Schedules not filed: All schedules, other than that indicated in the Table of Contents, have been omitted as the required information is either not material, inapplicable or the information is presented in the financial statements or related notes.

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Report of Independent Registered Public Accounting Firm

To the Stockholders and Board of Directors Realty Income Corporation:

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated balance sheets of Realty Income Corporation and subsidiaries (the Company) as of December 31, 2018 and 2017, the related consolidated statements of income and comprehensive income, equity, and cash flows for each of the years in the three-year period ended December 31, 2018, and the related notes and financial statement schedule III (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2018 and 2017, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2018, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2018, based on criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated February 21, 2019 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

(signed) KPMG LLP

We have served as the Company's auditor since 1993.

San Diego, California February 21, 2019

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Report of Independent Registered Public Accounting Firm

To the Stockholders and Board of Directors Realty Income Corporation:

Opinion on Internal Control Over Financial Reporting

We have audited Realty Income Corporation and subsidiaries' (the Company) internal control over financial reporting as of December 31, 2018, based on criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2018, based on criteria established in Internal Reporting as of December 31, 2018, based on criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2018 and 2017, the related consolidated statements of income and comprehensive income, equity, and cash flows for each of the years in the three-year period ended December 31, 2018, and the related notes and financial statement schedule III (collectively, the consolidated financial statements), and our report dated February 21, 2019 expressed an unqualified opinion on those consolidated financial statements.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have

a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

(signed) KPMG LLP

San Diego, California February 21, 2019

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REALTY INCOME CORPORATION AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS December 31, 2018 and 2017

(dollars in thousands, except per share data)

(dollars in thousands, except per share data)		
	2018	2017
ASSETS		
Real estate, at cost:		
Land	\$4,682,660	\$4,080,400
Buildings and improvements	11,858,806	10,936,069
Total real estate, at cost	16,541,466	15,016,469
Less accumulated depreciation and amortization) (2,346,644)
Net real estate held for investment	13,826,932	12,669,825
Real estate held for sale, net	16,585	6,674
Net real estate	13,843,517	12,676,499
Cash and cash equivalents	10,387	6,898
Accounts receivable, net	144,991	119,533
Lease intangible assets, net	1,199,597	1,194,930
Goodwill	14,630	14,970
Other assets, net	47,361	45,336
Total assets	\$15,260,483	\$14,058,166
LIABILITIES AND EQUITY		
Distributions payable	\$67,789	\$60,799
Accounts payable and accrued expenses	133,765	109,523
Lease intangible liabilities, net	310,866	268,796
Other liabilities	127,109	116,869
Line of credit payable	252,000	110,000
Term loans, net	568,610	445,286
Mortgages payable, net	302,569	325,941
Notes payable, net	5,376,797	5,230,244
Total liabilities	7,139,505	6,667,458
	,,107,000	0,007,100
Commitments and contingencies		
Communication and Commigenetics		
Stockholders' equity:		
Common stock and paid in capital, par value \$0.01 per share, 370,100,000 shares		
authorized, 303,742,090 shares issued and outstanding as of December 31, 2018 and	10,754,495	9,624,264
284,213,685 shares issued and outstanding as of December 31, 2017	10,75 1,175	>,021,201
Distributions in excess of net income	(2,657,655) (2,252,763)
Accumulated other comprehensive loss	(8,098	(2,232,703)
Total stockholders' equity	8,088,742	, 7,371,501
Noncontrolling interests	32,236	19,207
Total equity	8,120,978	7,390,708
Total liabilities and equity	\$15,260,483	\$14,058,166
rotar naomatos and equity	ψ15,200,405	ψ17,050,100

The accompanying notes to consolidated financial statements are an integral part of these statements.

REALTY INCOME CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME Years Ended December 31, 2018, 2017 and 2016

(dollars in thousands, except per share data)

	2018	2017	2016
REVENUE	¢ 1 074 50C	¢1.166.004	¢ 1 057 412
Rental	\$1,274,596	\$1,166,224	\$1,057,413
Tenant reimbursements	46,950	46,082	43,104
Other	6,292	3,462	2,655
Total revenue	1,327,838	1,215,768	1,103,172
EXPENSES			
Depreciation and amortization	539,780	498,788	449,943
Interest	266,020	247,413	219,974
General and administrative	84,148	58,446	51,966
Property (including reimbursable)	66,326	69,480	62,865
Income taxes	5,340	6,044	3,262
Provisions for impairment	26,269	14,751	20,664
Total expenses	987,883	894,922	808,674
Gain on sales of real estate	24,643	40,898	21,979
Loss on extinguishment of debt		(42,426)	
Net income	364,598	319,318	316,477
Net income attributable to noncontrolling interests	(984)	(520)	(906)
Net income attributable to the Company	363,614	318,798	315,571
Preferred stock dividends		(3,911)	(27,080)
Excess of redemption value over carrying value of preferred shares redeemed		(13,373)	
Net income available to common stockholders	\$363,614	\$301,514	\$288,491
Amounts available to common stockholders per common share:			
Net income, basic and diluted	\$1.26	\$1.10	\$1.13
Weighted average common shares outstanding:			
Basic	289 427 430	273,465,680	255 066 500
Diluted		273,936,752	
Dirucci	207,723,704	213,750,752	255,024,250
Other comprehensive income:			
Net income attributable to the Company	\$363,614	\$318,798	\$315,571
Change in fair value of interest rate swaps	(8,618)		\$—
Amortization of interest rate swaps	520		_
Comprehensive income attributable to the Company	\$355,516	\$318,798	\$315,571

The accompanying notes to consolidated financial statements are an integral part of these statements.

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REALTY INCOME CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF EQUITY Years Ended December 31, 2018, 2017 and 2016

(dollars in thousands)

(dollars in thous	ands)		D (1	G					
	Shares of preferred stock	Shares of common stock	Preferred stock and paid in capital	Common stock and paid in capital	Distributions in excess of net income	Accumul other comprehe loss	ated Total stockholders ensive equity	, Noncontr interests	0
Balance, December 31, 2015	16,350,000	250,416,757	\$395,378	\$7,666,428	\$(1,530,210)	\$—	\$6,531,596	\$21,737	\$6,553
Net income Distributions	_	_	_	_	315,571	_	315,571	906	316,47
paid and payable	_		_	_	(642,529)	—	(642,529)	(12,682)	(655,21
Share issuances, net of costs Contributions	_	9,449,167	_	557,636	_	_	557,636	_	557,63
by noncontrolling interests			_		_	—	_	15,906	15,906
Redemption of common units	_	103,182	_	(2,865)	·	_	(2,865)	(6,161)	(9,026
Reallocation of equity	_			(543)		_	(543)	543	_
Share-based compensation, net	_	199,153	_	7,938	_	_	7,938	_	\$7,938
Balance, December 31, 2016	16,350,000	260,168,259	\$395,378	\$8,228,594	\$(1,857,168)	\$—	\$6,766,804	\$20,249	\$6,787
Net income	_	_	_	_	318,798		318,798	520	319,31
Distributions paid and payable	_		_	_	(701,020)	_	(701,020)	(2,047)	(703,06
Share issuances, net of costs Contributions		23,957,741		1,388,080	_	_	1,388,080		1,388,0
by noncontrolling interests	_	_	_	_	—	_	_		_
Preferred shares redeemed	(16,350,000)		(395,378)		(13,373)	_	(408,751)		(408,75
Reallocation of				(485)	·		(485)	485	_
equity	_	87,685	_	8,075	_	_	8,075	_	\$8,075

Share-based compensation, net									
Balance, December 31, 2017	_	284,213,685	\$—	\$9,624,264	\$(2,252,763)	\$—	\$7,371,501	\$19,207	\$7,390
Net income Other	_	_	_	_	363,614	_	363,614	984	364,598
comprehensive loss	—	—	—	—	—	(8,098)	(8,098) —	(8,098
Distributions paid and payable	_	_	_	_	(768,506)	_	(768,506) (1,996) (770,50
Share issuances, net of costs Contributions by noncontrolling interests	_	19,304,878	—	1,119,297			1,119,297		1,119,2
	_	_	_	_	_	_	_	18,848	18,848
Redemption of common units	_	88,182	_	2,829	_		2,829	(5,581) (2,752
Reallocation of equity	_	_	_	(774)	_	_	(774) 774	
Share-based compensation, net	_	135,345	_	8,879	_	_	8,879	_	\$8,879
Balance, December 31, 2018	_	303,742,090	\$—	\$10,754,495	\$(2,657,655)	\$(8,098)	\$8,088,742	\$32,236	\$8,120

The accompanying notes to consolidated financial statements are an integral part of these statements.

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REALTY INCOME CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS Years Ended December 31, 2018, 2017 and 2016			
(dollars in thousands)			
	2018	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income	\$364,598	\$319,318	\$316,477
Adjustments to net income:			
Depreciation and amortization	539,780	498,788	449,943
Loss on extinguishment of debt		42,426	
Amortization of share-based compensation	27,267	13,946	12,007
Non-cash revenue adjustments	(7,835)	(3,927)	(10,154)
Amortization of net premiums on mortgages payable	(1,520)	(466)	(3,414)
Amortization of net (premiums) discounts on notes payable	(1,256)	884	1,470
Amortization of deferred financing costs	9,021	8,274	7,434
Gain on interest rate swaps	(2,733)	(3,250)	(1,639)
Gain on sales of real estate	(24,643)	(40,898)	(21,979)
Provisions for impairment on real estate	26,269	14,751	20,664
Change in assets and liabilities			
Accounts receivable and other assets	(6,901)	(92)	(5,414)
Accounts payable, accrued expenses and other liabilities	18,695	26,096	34,468
Net cash provided by operating activities	940,742	875,850	799,863
CASH FLOWS FROM INVESTING ACTIVITIES			,
Investment in real estate	(1,769,335	(1,413,270	(1,798,892)
Improvements to real estate, including leasing costs		(15,247)	
Proceeds from sales of real estate	142,286	166,976	99,096
Insurance and other proceeds received	7,648	14,411	_
Collection of loans receivable	5,267	123	12,515
Non-refundable escrow deposits for pending acquisitions			
Net cash used in investing activities			(1,700,707)
CASH FLOWS FROM FINANCING ACTIVITIES			
Cash distributions to common stockholders	(761,582)	(689,294)	(610,516)
Cash dividends to preferred stockholders		(6,168)	
Borrowings on line of credit	1,774,000	1,465,000	
Payments on line of credit	(1,632,000	(2,475,000	(2,997,000
Principal payment on term loan	(125,866)		
Proceeds from notes and bonds payable issued		2,033,041	592,026
Principal payment on notes payable			(275,000)
Proceeds from term loan	250,000		
Proceeds from mortgages payable			9,963
Payments upon extinguishment of debt		(41,643)	
Principal payments on mortgages payable	(21,905)		(231,743)
Redemption of preferred stock	(,> 00) 	(408,750)	
Proceeds from common stock offerings, net		704,938	383,572
Proceeds from dividend reinvestment and stock purchase plan	9,114	69,931	10,252
Proceeds from At-the-Market (ATM) program	-	621,697	166,781
Redemption of common units	(2,752)		(9,026)
Distributions to noncontrolling interests		(2,043)	
Debt issuance costs		(17,510)	
	(10,005)	(17,510)	(3,277)

Other items, including shares withheld upon vesting	(33,387) (14,356) (7,038)
Net cash provided by financing activities	707,871	375,118	866,192
Net increase (decrease) in cash, cash equivalents and restricted cash	8,929	(3,539) (34,652)
Cash, cash equivalents and restricted cash, beginning of period	12,142	15,681	50,333
Cash, cash equivalents and restricted cash, end of period	\$21,071	\$12,142	\$15,681
For supplemental disclosures, see note 16.			

The accompanying notes to consolidated financial statements are an integral part of these statements.

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REALTY INCOME CORPORATION AND SUBSIDIARIES NOTES TO CONSOLIDATED FINANCIAL STATEMENTS December 31, 2018, 2017, and 2016

1. Organization and Operation

Realty Income Corporation ("Realty Income," the "Company," "we," "our" or "us") is organized as a Maryland corporation. W invest in commercial real estate and have elected to be taxed as a real estate investment trust, or REIT.

At December 31, 2018, we owned 5,797 properties, located in 49 states and Puerto Rico, containing over 93.3 million leasable square feet.

Information with respect to number of properties, square feet, average initial lease term and weighted average contractual lease rate is unaudited.

2. Summary of Significant Accounting Policies and Procedures and Recent Accounting Pronouncements

Federal Income Taxes. We have elected to be taxed as a REIT, as defined above, under the Internal Revenue Code of 1986, as amended, or the Code. We believe we have qualified and continue to qualify as a REIT. Under the REIT operating structure, we are permitted to deduct dividends paid to our stockholders in determining our taxable income. Assuming our dividends equal or exceed our taxable net income, we generally will not be required to pay federal corporate income taxes on such income. Accordingly, no provision has been made for federal income taxes in the accompanying consolidated financial statements, except for federal income taxes of our taxable REIT subsidiaries. The income taxes recorded on our consolidated statements of income and comprehensive income represent amounts paid by Realty Income and its subsidiaries for city and state income and franchise taxes.

Earnings and profits that determine the taxability of distributions to stockholders differ from net income reported for financial reporting purposes due to differences in the estimated useful lives and methods used to compute depreciation and the carrying value (basis) of the investments in properties for tax purposes, among other things.

We regularly analyze our various federal and state filing positions and only recognize the income tax effect in our financial statements when certain criteria regarding uncertain income tax positions have been met. We believe that our income tax positions would more likely than not be sustained upon examination by all relevant taxing authorities. Therefore, no provisions for uncertain income tax positions have been recorded in our financial statements.

Net Income per Common Share. Basic net income per common share is computed by dividing net income available to common stockholders by the weighted average number of common shares outstanding during each period. Diluted net income per common share is computed by dividing net income available to common stockholders, plus income attributable to dilutive shares and convertible common units, for the period by the weighted average number of common shares that would have been outstanding assuming the issuance of common shares for all potentially dilutive common shares outstanding during the reporting period.

The following is a reconciliation of the denominator of the basic net income per common share computation to the denominator of the diluted net income per common share computation.

	2018	2017	2016
Weighted average shares used for the basic net income per share computation	289,427,430	273,465,680	255,066,500
Incremental shares from share-based compensation	179,532	154,050	240,728

Weighted average partnership common units convertible to common shares	317,022	317,022	317,022
that were dilutive Weighted average shares used for diluted net income per share computation	289 923 984	273,936,752	255 624 250
Unvested shares from share-based compensation that were anti-dilutive	13.148	32.205	475
Weighted average partnership common units convertible to common shares	297.576	88.182	198,429
that were anti-dilutive	277,370	00,102	170,127

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Revenue Recognition and Accounts Receivable. The majority of our leases are accounted for as operating leases. Under this method, leases that have fixed and determinable rent increases are recognized on a straight-line basis over the lease term. Any rental revenue contingent upon a tenant's sales is recognized only after the tenant exceeds their sales breakpoint. Rental increases based upon changes in the consumer price indexes are recognized only after the changes in the indexes have occurred and are then applied according to the lease agreements. Contractually obligated reimbursements from tenants for recoverable real estate taxes and operating expenses are included in tenant reimbursements in the period when such costs are incurred.

Other revenue, which comprises property-related revenue not included in rental revenue or tenant reimbursements, was \$6.3 million in 2018, \$3.5 million in 2017 and \$2.7 million in 2016.

Principles of Consolidation. The accompanying consolidated financial statements include the accounts of Realty Income and other subsidiaries for which we make operating and financial decisions (i.e. control), after elimination of all material intercompany balances and transactions. We consolidate entities that we control and record a noncontrolling interest for the portion that we do not own. Noncontrolling interest that was created or assumed as part of a business combination was recognized at fair value as of the date of the transaction (see note 11). We have no unconsolidated investments.

Cash Equivalents and Restricted Cash. We consider all short-term, highly liquid investments that are readily convertible to cash and have an original maturity of three months or less at the time of purchase to be cash equivalents. Our cash equivalents are primarily investments in United States government money market funds. Restricted cash includes cash proceeds from the sale of assets held by qualified intermediaries in anticipation of the acquisition of replacement properties in tax-free exchanges under Section 1031 of the Code, impounds related to mortgages payable and cash that is not immediately available to Realty Income (i.e. escrow deposits for future acquisitions).

Cash accounts maintained on behalf of Realty Income in demand deposits at commercial banks and money market funds may exceed federally insured levels or may be held in accounts without any federal insurance or any other insurance or guarantee. However, Realty Income has not experienced any losses in such accounts.

Gain on Sales of Properties. When real estate is sold, the related net book value of the applicable assets is removed and a gain from the sale is recognized in our consolidated statements of income and comprehensive income. We record a gain from the sale of real estate provided that various criteria, relating to the terms of the sale and any subsequent involvement by us with the real estate, have been met.

Allocation of the Purchase Price of Real Estate Acquisitions. A majority of our acquisitions qualify as asset acquisitions and the transaction costs associated with those acquisitions are capitalized. When acquiring a property for investment purposes, we typically allocate the cost of real estate acquired, inclusive of transaction costs, to: (1) land, (2) building and improvements, and (3) identified intangible assets and liabilities, based in each case on their relative estimated fair values. Intangible assets and liabilities consist of above-market or below-market lease value of in-place leases and the value of in-place leases, as applicable. In an acquisition of multiple properties, we must also allocate the purchase price among the properties. The allocation of the purchase price is based on our assessment of estimated fair value and is often based upon the expected future cash flows of the property and various characteristics of the markets where the property is located. In addition, any assumed mortgages receivable or payable are recorded at their estimated fair values. The estimated fair values of our mortgages payable have been calculated by discounting the future cash flows using applicable interest rates that have been adjusted for factors, such as industry type, tenant investment grade, maturity date, and comparable borrowings for similar assets. The use of different assumptions in the allocation of the purchase price of the acquired properties and liabilities assumed could affect the timing of recognition of the related revenue and expenses.

Our estimated fair value determinations are based on management's judgment, utilizing various factors, including: (1) market conditions, (2) industry that the tenant operates in, (3) characteristics of the real estate, i.e.: location, size, demographics, value and comparative rental rates, (4) tenant credit profile, (5) store profitability and the importance of the location of the real estate to the operations of the tenant's business, and/or (6) real estate valuations, prepared internally by our real estate research department or, in certain circumstances, by an independent valuation firm. Our methodologies for measuring fair value related to the allocation of the purchase price of real estate acquisitions include both observable market data (and thus should be categorized as level 2 on the Financial Accounting Standards Board, or FASB's, three-level valuation hierarchy) and unobservable inputs that

reflect our own internal assumptions and calculations (and thus should be categorized as level 3 on FASB's three-level valuation hierarchy).

The fair value of the tangible assets of an acquired property with an in-place operating lease (which includes land and buildings/improvements) is determined by valuing the property as if it were vacant, and the "as-if-vacant" value is then allocated to land and buildings/improvements based on our determination of the fair value of these assets. Our fair value determinations are based primarily on internally prepared real estate valuations for each property, and consider estimates of carrying costs during the expected lease-up periods, current market conditions, as well as costs to execute similar leases. In allocating the fair value to identified intangibles for above-market or below-market leases, an amount is recorded based on the present value of the difference between (i) the contractual amount to be paid pursuant to the in-place lease and (ii) our estimate of fair market lease rate for the corresponding in-place lease, measured over the remaining term of the lease.

The values of the above-market and below-market leases are amortized over the term of the respective leases, including any bargain renewal options, as an adjustment to rental revenue on our consolidated statements of income and comprehensive income. The value of in-place leases, exclusive of the value of above-market and below-market in-place leases, is amortized to depreciation and amortization expense over the remaining periods of the respective leases. If a lease is terminated prior to its stated expiration, all unamortized amounts relating to that lease are recorded to revenue or expense as appropriate.

In allocating the fair value to assumed mortgages, amounts are recorded to debt premiums or discounts based on the present value of the estimated cash flows, which is calculated to account for either above or below-market interest rates. Our assumed net debt premiums are amortized as a reduction to interest expense over the remaining term of the respective mortgages.

In allocating noncontrolling interests, amounts are recorded based on the proportional share of equity issued or contributions made at the date of acquisition, as determined by the terms of the applicable agreement.

Depreciation and Amortization. Land, buildings and improvements are recorded and stated at cost. Major replacements and betterments, which improve or extend the life of the asset, are capitalized and depreciated over their estimated useful lives, while ordinary repairs and maintenance are expensed as incurred. Buildings and improvements that are under redevelopment, or are being developed, are carried at cost and no depreciation is recorded on these assets. Additionally, amounts essential to the development of the property, such as pre-construction, development, construction, interest and other costs incurred during the period of development are capitalized. We cease capitalization when the property is available for occupancy upon substantial completion of tenant improvements, but in any event no later than one year from the completion of major construction activity.

Properties are depreciated using the straight-line method over the estimated useful lives of the assets. The estimated useful lives are as follows:

Buildings	25 years or 35 years
Building improvements	4 to 20 years
Tenant improvements and lease commissions	The shorter of the term of the related lease or useful life
Acquired in-place leases	Remaining terms of the respective leases

Provision for Impairment. We review long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. A provision is made for impairment if estimated future operating cash flows (undiscounted and without interest charges) plus estimated disposition proceeds (undiscounted) are less than the current book value of the property. Key factors that we utilize in this analysis include

projected rental rates, estimated holding periods, historical sales and re-leases, capital expenditures and property sales capitalization rates. If a property is classified as held for sale, it is carried at the lower of carrying cost or estimated fair value, less estimated cost to sell, and depreciation of the property ceases.

If a property was previously reclassified as held for sale but the applicable criteria for this classification are no longer met, the property is reclassified to real estate held for investment. A property that is reclassified to held for investment is measured and recorded at the lower of (i) its carrying amount before the property was classified as

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held for sale, adjusted for any depreciation expense that would have been recognized had the property been continuously classified as held for investment, or (ii) the fair value at the date of the subsequent decision not to sell.

Seventeen properties were classified as held for sale at December 31, 2018. We do not depreciate properties that are classified as held for sale.

In 2018, we recorded total provisions for impairment of \$26.3 million on six properties classified as held for sale, three properties classified as held for investment, and 35 sold properties. In 2017, we recorded total provisions for impairment of \$14.8 million on one property classified as held for sale, three properties classified as held for investment, and 22 sold properties. In 2016, we recorded total provisions for impairment of \$20.7 million on one property classified as held for sale and 38 sold properties.

Goodwill. We assign a portion of our goodwill to our applicable property sales, which results in a reduction of the carrying amount of our goodwill. In order to allocate goodwill to the carrying amount of properties that we sell, we utilize a relative fair value approach based on the original methodology for assigning goodwill. Goodwill is tested for impairment during the second quarter of each year as well as when events or circumstances occur indicating that our goodwill might be impaired. Based on our analysis of goodwill during the second quarters of 2018, 2017 and 2016, we determined, that the fair values of our reporting units were not more likely than not to be less than their respective carrying amounts and no impairment was recorded on our existing goodwill during 2018, 2017 and 2016.

Equity Offering Costs. Underwriting commissions and offering costs have been reflected as a reduction of additional paid-in-capital on our consolidated balance sheets.

Noncontrolling Interests. Noncontrolling interests are reflected on our consolidated balance sheets as a component of equity. Noncontrolling interests acquired prior to our adoption of ASU 2017-1, were recorded initially at fair value based on the price of the applicable units issued or contributions made, and subsequently adjusted each period for distributions, additional contributions and the allocation of net income attributable to the noncontrolling interests. Noncontrolling interests issued or assumed subsequent to our adoption of ASU 2017-01 on October 1, 2017, were recorded based on the proportional share of equity in the entity.

Derivative and Hedging Activities. We record all derivatives on the balance sheet at fair value. The accounting for changes in the fair value of derivatives depends on the intended use of the derivative, whether we have elected to designate a derivative in a hedging relationship and apply hedge accounting and whether the hedging relationship has satisfied the criteria necessary to apply hedge accounting. We may enter into derivative contracts that are intended to economically hedge certain of its risk, even though hedge accounting does not apply or we elect not to apply hedge accounting.

As of December 31, 2018 we had three interest rate swaps in place, including one on each of our \$250.0 million unsecured term loans and the third on an assumed mortgage loan. Our objective in using derivatives is to add stability to interest expense and to manage our exposure to interest rate movements. In October 2018, we designated these three interest rate swaps as hedges and adopted hedge accounting treatment in accordance with Topic 815, "Derivatives and Hedging." From the adoption date through the end of 2018, the effective portion of gains or losses on our interest rate swaps were recorded in accumulated other comprehensive loss on our consolidated balance sheet as of December 31, 2018, instead of through interest expense on our consolidated statements of income and comprehensive income.

Use of Estimates. The consolidated financial statements were prepared in conformity with U.S. generally accepted accounting principles, or GAAP, which requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial

statements, and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Recent Accounting Pronouncements. In May 2014, the Financial Accounting Standards Board (FASB) issued ASU 2014-9, Revenue from Contracts with Customers. This ASU, as amended by ASU 2015-14, Revenue from Contracts with Customers: Deferral of the Effective Date, outlines a comprehensive model for companies to use in accounting for revenue arising from contracts with customers, and will apply to transactions such as the sale of real estate. This ASU, which is effective for interim and annual periods beginning after December 15, 2017, requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services and also

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to provide certain additional disclosures. We adopted this standard effective as of January 1, 2018 and utilized the cumulative effect transition method of adoption. The adoption of this guidance did not have a material impact on our financial position or results of operations.

In February 2016, the FASB issued ASU 2016-2 (Topic 842, Leases), which amended Topic 840, Leases. Under this amended topic, the accounting applied by a lessor is largely unchanged from that applied under Topic 840, Leases. The large majority of operating leases should remain classified as operating leases, and lessors should continue to recognize lease income for those leases on a generally straight-line basis over the lease term. Although primarily a lessor, we are also a lessee under several ground lease arrangements. Upon adoption, we will recognize lease obligations for ground leases with a corresponding right of use asset. We expect our right of use asset to be approximately 1% percent of our total assets upon adoption. The amendments included in this topic are effective, for interim and annual periods beginning after December 15, 2018. We adopted this standard when it becomes effective as of January 1, 2019, and we elected the practical expedients available for implementation under the standard.

In August 2017, the FASB issued ASU 2017-12, which amended Topic 815, Derivatives and Hedging. The purpose of this updated guidance is to better align a company's financial reporting for hedging activities with the economic objectives of those activities. The transition guidance provides companies with the option of early adopting the new standard using a modified retrospective transition method in any interim period after issuance of the update, or alternatively requires adoption for fiscal years beginning after December 15, 2018. We early adopted this standard effective as of October 24, 2018, and it did not have a material impact on our consolidated financial statements.

Supplemental Detail for Certain Components of Consolidated Balance Sheets (dollars in thousands):

 A. Lease intangible assets, net, consist of the following In-place leases Accumulated amortization of in-place leases Above-market leases Accumulated amortization of above-market leases 	g at:	2018 \$ 1,321,9' (546,573 583,109	79	December 31 2017 \$ 1,272,897 (444,221 487,933 (121,679	,))
				\$ 1,194,930	
		nber 31, 1		mber 31,	
B. Other assets, net, consist of the following at:	2018		2017	0.51	
Prepaid expenses	\$ 14,		\$ 12,		
Credit facility origination costs	14,24		4,366	1	
Impounds related to mortgages payable	9,555	4	4,565		
Corporate assets, net	5,681	(6,074		
Restricted escrow deposits	1,129		679		
Non-refundable escrow deposits for pending acquisitions	200	,	7,500	1	
Notes receivable issued in connection with property sales			5,267		
Receivable for property rebuilds			3,919		
Other items	1,853		115		
	\$ 47,		\$ 45,	336	
C. Distributions payable consist of the following decla Common stock distributions Noncontrolling interests distributions	ared dis	tributions	at:	December 31 2018 \$ 67,636 153	, December 31, 2017 \$ 60,713 86
				\$ 67,789	\$ 60,799

3.

			December 31	, December 31,
D. Accounts payable and accrued expenses consis	st of the followi	ng at:	2018	2017
Notes payable - interest payable			\$ 73,094	\$ 64,058
Property taxes payable			14,511	11,718
Mortgages, term loans, credit line - interest payable an	nd interest rate s	swaps	8,597	2,360
Accrued costs on properties under development			8,137	2,681
Other items			29,426	28,706
			\$ 133,765	\$ 109,523
		Decem	ber 31, Dece	mber 31,
E. Lease intangible liabilities, net, consist of the	following at:	2018	2017	
Below-market leases		\$ 404,9	938 \$ 340),906
Accumulated amortization of below-market leases		(94,072	2) (72,1	10)
		\$ 310,8	\$ 268	3,796
	December 31,	Decem	ber 31,	
F. Other liabilities consist of the following at:	2018	2017		
Rent received in advance and other deferred revenue	\$ 115,380	\$ 105,	284	
Security deposits	6,093	6,259		
Capital lease obligations	5,636	5,326		
	\$ 127,109	\$ 116,	869	

4. Investments in Real Estate

We acquire land, buildings and improvements necessary for the successful operations of commercial tenants.

A. Acquisitions during 2018 and 2017

During 2018, we invested \$1.8 billion in 764 new properties and properties under development or expansion with an initial weighted average contractual lease rate of 6.4%. The 764 new properties and properties under development or expansion are located in 39 states, will contain approximately 5.2 million leasable square feet, and are 100% leased with a weighted average lease term of 14.8 years. The tenants occupying the new properties operate in 21 industries and the property types consist of 96.3% retail and 3.7% industrial, based on rental revenue. None of our investments during 2018 caused any one tenant to be 10% or more of our total assets at December 31, 2018.

The \$1.8 billion invested during 2018 was allocated as follows: \$657.9 million to land, \$1.0 billion to buildings and improvements, \$135.2 million to intangible assets related to leases, and \$35.8 million to intangible liabilities related to leases and other assumed liabilities. There was no contingent consideration associated with these acquisitions.

The properties acquired during 2018 generated total revenues of \$57.3 million and net income of \$30.9 million during the year ended December 31, 2018.

In comparison, during 2017, we invested \$1.52 billion in 303 new properties and properties under development or expansion with an initial weighted average contractual lease rate of 6.4%. The 303 new properties and properties under development or expansion were located in 40 states, contained approximately 7.8 million leasable square feet, and were 100% leased with a weighted average lease term of 14.4 years. The tenants occupying the new properties operated in 23 industries and the property types consisted of 94.5% retail and 5.5% industrial, based on rental revenue.

The \$1.52 billion invested during 2017 was allocated as follows: \$365.0 million to land, \$955.2 million to buildings and improvements, \$246.3 million to intangible assets related to leases, and \$47.0 million to intangible liabilities related to leases and other assumed liabilities. There was no contingent consideration associated with these acquisitions.

The properties acquired during 2017 generated total revenues of \$37.1 million and net income of \$17.9 million during the year ended December 31, 2017.

The initial weighted average contractual lease rate for a property is generally computed as estimated contractual first year cash net operating income, which, in the case of a net leased property, is equal to the aggregate cash base rent for the first full year of each lease, divided by the total cost of the property. Since it is possible that a

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tenant could default on the payment of contractual rent, we cannot provide assurance that the actual return on the funds invested will remain at the percentages listed above.

In the case of a property under development or expansion, the contractual lease rate is generally fixed such that rent varies based on the actual total investment in order to provide a fixed rate of return. When the lease does not provide for a fixed rate of return on a property under development or expansion, the initial weighted average contractual lease rate is computed as follows: estimated cash net operating income (determined by the lease) for the first full year of each lease, divided by our projected total investment in the property, including land, construction and capitalized interest costs. Of the \$1.8 billion we invested during 2018, \$80.3 million was invested in 14 properties under development or expansion with an initial weighted average contractual lease rate of 6.9%. Of the \$1.52 billion we invested in 17 properties under development or expansion with an initial weighted average contractual lease rate of 6.9%.

B. Investments in Existing Properties

During 2018, we capitalized costs of \$17.9 million on existing properties in our portfolio, consisting of \$3.9 million for re-leasing costs, \$1.1 million for recurring capital expenditures and \$12.9 million for non-recurring building improvements. In comparison, during 2017, we capitalized costs of \$12.7 million on existing properties in our portfolio, consisting of \$1.6 million for re-leasing costs, \$912,000 for recurring capital expenditures and \$10.2 million for non-recurring building improvements.

C. Properties with Existing Leases

Of the \$1.8 billion we invested during 2018, approximately \$425.5 million was used to acquire 205 properties with existing leases. In comparison, of the \$1.52 billion we invested during 2017, approximately \$1.1 billion was used to acquire 178 properties with existing leases. The value of the in-place and above-market leases is recorded to lease intangible assets, net on our consolidated balance sheets, and the value of the below-market leases is recorded to lease intangible liabilities, net on our consolidated balance sheets.

The values of the in-place leases are amortized as depreciation and amortization expense. The amounts amortized to expense for all of our in-place leases, for 2018, 2017, and 2016 were \$106.6 million, \$104.8 million, and \$94.0 million, respectively.

The values of the above-market and below-market leases are amortized over the term of the respective leases, including any bargain renewal options, as an adjustment to rental revenue on our consolidated statements of income and comprehensive income. The amounts amortized as a net decrease to rental revenue for capitalized above-market and below-market leases for 2018, 2017, and 2016 were \$16.9 million, \$14.0 million, and \$9.3 million, respectively. If a lease were to be terminated prior to its stated expiration, all unamortized amounts relating to that lease would be recorded to revenue or expense as appropriate.

The following table presents the estimated impact during the next five years and thereafter related to the amortization of the above-market and below-market lease intangibles and the amortization of the in-place lease intangibles at December 31, 2018 (in thousands):

	Net	Increase to
	decrease to	amortization
	rental revenue	expense
2019	\$ (17,550)	\$ 99,057
2020	(16,820)	93,337
2021	(15,622)	85,174
2022	(13,918)	73,577
2023	(12,504)	63,422
Thereafter	(36,911)	360,839

Totals \$ (113,325) \$ 775,406

5. Credit Facility

In October 2018, we entered into a new \$3.25 billion unsecured credit facility to replace our previous \$2.25 billion unsecured credit facility, of which \$2.0 billion was due to expire in June 2019. This new credit facility includes a \$3.0 billion unsecured revolving credit facility and a new \$250.0 million unsecured term loan due March 2024. The new revolving credit facility, or our revolving credit facility, matures in March 2023 and includes two six–month

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extensions. Our revolving credit facility also has a \$1.0 billion expansion feature. Under our revolving credit facility, our investment grade credit ratings as of December 31, 2018 provide for financing at LIBOR plus 0.775% with a facility commitment fee of 0.125%, for all-in drawn pricing of 0.90% over LIBOR. The borrowing rate is subject to an interest rate floor and may change if our investment grade credit ratings were to change. We also have other interest rate options available to us under our revolving credit facility. Our revolving credit facility is unsecured and, accordingly, we have not pledged any assets as collateral for this obligation.

At December 31, 2018, credit facility origination costs of \$14.2 million are included in other assets, net on our consolidated balance sheet. This balance includes \$12.9 million of new credit facility origination costs incurred during 2018 as a result of entering into our new revolving credit facility. These costs are being amortized over the remaining term of our revolving credit facility.

At December 31, 2018, we had a borrowing capacity of \$2.75 billion available on our revolving credit facility (subject to customary conditions to borrowing) and an outstanding balance of \$252.0 million, as compared to an outstanding balance of \$110.0 million at December 31, 2017.

The weighted average interest rate on outstanding borrowings under our revolving credit facility was 2.9% during 2018 and 2.0% during 2017. At December 31, 2018 and 2017, the weighted average interest rate on borrowings outstanding was 3.2% and 4.5%, respectively. Our credit facility is subject to various leverage and interest coverage ratio limitations, and at December 31, 2018, we were in compliance with the covenants on our credit facility.

6. Term Loans

In October 2018, in conjunction with our revolving credit facility, we entered into a new \$250.0 million senior unsecured term loan, which matures in March 2024. Borrowing under this term loan bears interest at the current one-month LIBOR, plus 0.85%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest on this term loan at 3.89%.

In December 2017, in conjunction with the acquisition of a portfolio of properties, we entered into a \$125.9 million promissory note, which was paid in full at maturity in January 2018. Borrowings under this note bore interest at 1.52%.

In June 2015, in conjunction with entering into our previous credit facility, we entered into a \$250.0 million senior unsecured term loan maturing in June 2020. Borrowing under this term loan bears interest at the current one-month LIBOR, plus 0.90%. In conjunction with this term loan, we also entered into an interest rate swap which effectively fixes our per annum interest rate on this term loan at 2.62%.

In January 2013, in conjunction with our acquisition of American Realty Capital Trust, Inc., or ARCT, we entered into a \$70.0 million senior unsecured term loan with an initial maturity date of January 2018. Borrowing under this term loan bore interest at the current one-month LIBOR, plus 1.10%. In conjunction with this term loan, we also entered into an interest rate swap, which, until its termination in January 2018, effectively fixed our per annum interest rate on this term loan at 2.05%. In 2018, we entered into two separate six–month extensions of this loan, during which periods the interest was born at the current one–month LIBOR, plus 0.90%. In January 2019, we paid off the outstanding principal and interest on this term loan (see note 21).

Deferred financing costs of \$1.2 million incurred in conjunction with the \$250.0 million term loan maturing June 2020, \$1.1 million incurred in conjunction with the \$250.0 million term loan maturing March 2024 and \$410,000 incurred in conjunction with the \$70.0 million term loan are being amortized over the remaining terms of each respective term loan. The net balance of these deferred financing costs, which was \$1.4 million at December 31, 2018 and \$580,000 at December 31, 2017, is included within term loans, net on our consolidated balance sheets.

7. Mortgages Payable

During 2018, we made \$21.9 million in principal payments, including the repayment of two mortgages in full for \$17.0 million. During 2017, we made \$139.7 million in principal payments, including the repayment of eight mortgages in full for \$133.5 million. No mortgages were assumed during 2018 or 2017. Assumed mortgages are secured by the properties on which the debt was placed and are considered non-recourse debt with limited customary exceptions for items such as solvency, bankruptcy, misrepresentation, fraud, misapplication of

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payments, environmental liabilities, failure to pay taxes, insurance premiums, liens on the property, violations of the single purpose entity requirements, and uninsured losses.

Our mortgages contain customary covenants, such as limiting our ability to further mortgage each applicable property or to discontinue insurance coverage without the prior consent of the lender. At December 31, 2018, we were in compliance with these covenants.

The balance of our deferred financing costs, which are classified as part of mortgages payable, net, on our consolidated balance sheets, was \$183,000 at December 31, 2018 and \$236,000 at December 31, 2017. These costs are being amortized over the remaining term of each mortgage.

The following is a summary of all our mortgages payable as of December 31, 2018 and 2017, respectively (dollars in thousands):

		Weig	ted			Weighted		Unamortized	
	Number of	Aver	age	Weighted Average		Average	Remaining	Premium	Mortgage
As Of	Properties ⁽¹⁾	State	d	Effective Interest		Remaining	Principal	and Deferred	Payable
	rioperties	Intere	est	Rate ⁽³⁾		Years Until	Balance	Finance Costs	Balance
		Rate ⁽	2)			Maturity		Balance, net	
12/31/2018	60	5.1	%	4.6	%	3.2	\$298,377	\$ 4,192	\$302,569
12/31/2017	62	5.0	%	4.4	%	4.0	\$320,283	\$ 5,658	\$325,941

⁽¹⁾ At December 31, 2018, there were 26 mortgages on 60 properties, while at December 31, 2017, there were 28 mortgages on 62 properties. The mortgages require monthly payments with principal payments due at maturity. The mortgages are at fixed interest rates, except for two mortgages on two properties with a principal balance totaling \$23.3 million at December 31, 2018, and three mortgages on three properties with a principal balance totaling \$29.9 million at December 31, 2017. After factoring in arrangements which limit our exposure to interest rate risk and effectively fix our per annum interest rates, our mortgage debt subject to variable rates totals \$16.0 million at December 31, 2018 and \$22.4 million at December 31, 2017.

⁽²⁾ Stated interest rates ranged from 3.8% to 6.9% at December 31, 2018, while stated interest rates ranged from 3.4% to 6.9% at December 31, 2017.

⁽³⁾ Effective interest rates ranged from 1.1% to 7.7% at December 31, 2018, while effective interest rates ranged from 2.6% to 5.5% at December 31, 2017.

The following table summarizes the maturity of mortgages payable, excluding net premiums of \$4.4 million and deferred financing costs of \$183,000, as of December 31, 2018 (dollars in millions):

Year of Maturity	Principal
2019	\$ 20.7
2020	82.4
2021	67.0
2022	109.7
2023	6.7
Thereafter	11.9
Totals	\$ 298.4

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8. Notes Payable

A. General

Our senior unsecured notes and bonds consist of the following, sorted by maturity date (dollars in millions):				
	December 31	, December 31,		
	2018	2017		
2.000% notes, issued in October 2012 and due in January 2018	\$ —	\$ 350		
5.750% notes, issued in June 2010 and due in January 2021	250	250		
3.250% notes, \$450 issued in October 2012 and \$500 issued in December 2017, both due in October 2022	950	950		
4.650% notes, issued in July 2013 and due in August 2023	750	750		
3.875% notes, issued in June 2014 and due in July 2024	350	350		
3.875% notes, issued April 2018 and due in April 2025	500			
4.125% notes, \$250 issued in September 2014 and \$400 issued in March 2017, both due in October 2026	650	650		
3.000% notes, issued in October 2016 and due in January 2027	600	600		
3.650% notes, issued in December 2017 and due in January 2028	550	550		
5.875% bonds, \$100 issued in March 2005 and \$150 issued in June 2011, both due in March 2035	250	250		
4.650% notes, \$300 issued in March 2017 and \$250 issued in December 2017, both due in March 2047	550	550		
Total principal amount Unamortized net original issuance premiums and deferred financing costs	5,400 (23 \$ 5,377	5,250 (20) \$5,230		

The following table summarizes the maturity of our notes and bonds payable as of December 31, 2018, excluding unamortized net original issuance premiums and deferred financing costs (dollars in millions):

Year of Maturity	Principal
2021	\$ 250
2022	950
2023	750
Thereafter	3,450
Totals	\$ 5,400

As of December 31, 2018, the weighted average interest rate on our notes and bonds payable was 4.0% and the weighted average remaining years until maturity was 8.7 years.

Interest incurred on all of the notes and bonds was \$213.8 million for 2018, \$197.1 million for 2017 and \$171.5 million for 2016. The interest rate on each of these notes and bonds is fixed.

Our outstanding notes and bonds are unsecured; accordingly, we have not pledged any assets as collateral for these or any other obligations. Interest on all of the senior note and bond obligations is paid semiannually.

All of these notes and bonds contain various covenants, including: (i) a limitation on incurrence of any debt which would cause our debt to total adjusted assets ratio to exceed 60%; (ii) a limitation on incurrence of any secured debt which would cause our secured debt to total adjusted assets ratio to exceed 40%; (iii) a limitation on incurrence of any debt which would cause our debt service coverage ratio to be less than 1.5 times; and (iv) the maintenance at all times of total unencumbered assets not less than 150% of our outstanding unsecured debt. At December 31, 2018, we were in compliance with these covenants.

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B. Note Issuances

During the three year period ended December 31, 2018 we issued the following notes and bonds (dollars in millions):

2018 Issuances	Date of Issuance M	laturity date	Principal amount issued	Public offering price	Effective yield to maturity
3.875% notes	April 2018 A	pril 2025	\$500	99.50%	3.96%
2017 Issuances					
4.125% notes	March 2017	October 2	2026 (1) \$	6400 102.	98% 3.75%
4.650% notes	March 2017	March 20)47 \$	5300 99.9	7 % 4.65%
3.250% notes	December 201	7 October 2	2022 (2) \$	500 101.	77% 2.84%
3.650% notes	December 201	7 January 2	2028 \$	550 99.7	8 % 3.68%
4.650% notes	December 201	7 March 20)47 ⁽³⁾ \$	5250 105.	43% 4.32%
2016 Issuances					

3.000% notes October 2016 January 2027 \$600 98.67% 3.15%

⁽¹⁾ This issuance constituted a further issuance of, and formed a single series with the senior notes due 2026 issued in September 2014.

⁽²⁾ This issuance constituted a further issuance of, and formed a single series with the senior notes due 2022 issued in October 2012.

⁽³⁾ This issuance constituted a further issuance of, and formed a single series with the senior notes due 2047 issued in March 2017.

The net proceeds of approximately \$493.1 million from the April 2018 note offering were used to repay borrowings outstanding under our credit facility, to fund investment opportunities, and for other general corporate purposes. The net proceeds of \$1.3 billion from the December 2017 note offerings were used to redeem all \$550.0 million aggregate principal amount of our outstanding 2019 notes, including accrued and unpaid interest, and to repay borrowings outstanding under our revolving credit facility and, to the extent not used for those purposes, to fund the development and acquisitions of additional properties and for other general corporate purposes. The net proceeds of \$705.2 million from the March 2017 note offerings were used to repay borrowings outstanding under our credit facility, to fund investment opportunities and for other general corporate purposes.

The net proceeds of approximately \$586.7 million from the October 2016 offering were used to repay borrowings outstanding under our credit facility.

C. Note Repayment

In January 2018, we repaid our \$350.0 million of outstanding 2.000% notes, plus accrued and unpaid interest upon maturity.

In December 2017, we completed the early redemption on all \$550.0 million of outstanding 6.75% notes due August 2019, plus accrued and unpaid interest. As a result of the early redemption, we recognized a \$42.4 million loss on extinguishment of debt, which represents \$0.15 on a diluted per common share basis.

In September 2017, we repaid our \$175.0 million of outstanding 5.375% notes, plus accrued and unpaid interest upon maturity.

In September 2016, we repaid all \$275.0 million of outstanding 5.950% notes, plus accrued and unpaid interest upon maturity.

9. Issuances of Common Stock

A. Issuance of Common Stock in an Overnight Offering

We did not issue any shares in an overnight offering in 2018. In March 2017, we issued 11,850,000 shares of common stock in an overnight offering. After underwriting discounts and other offering costs of \$29.8 million, the net proceeds of \$704.9 million were used to repay borrowings under our credit facility.

In May 2016, we issued 6,500,000 shares of common stock in an overnight offering. After underwriting discounts and other offering costs of \$12.1 million, the net proceeds of \$383.6 million were used to repay borrowings under our credit facility.

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B. Dividend Reinvestment and Stock Purchase Plan

Our Dividend Reinvestment and Stock Purchase Plan, or our DRSPP, provides our common stockholders, as well as new investors, with a convenient and economical method of purchasing our common stock and reinvesting their distributions. Our DRSPP also allows our current stockholders to buy additional shares of common stock by reinvesting all or a portion of their distributions. Our DRSPP authorizes up to 26,000,000 common shares to be issued. During 2018, we issued 166,268 shares and raised approximately \$9.1 million under our DRSPP. During 2017, we issued 1,193,653 shares and raised approximately \$69.9 million under our DRSPP. From the inception of our DRSPP through December 31, 2018, we have issued 14,229,810 shares and raised \$670.9 million.

Our DRSPP includes a waiver approval process, allowing larger investors or institutions, per a formal approval process, to purchase shares at a small discount, if approved by us. We did not issue shares under the waiver approval process during 2018. During 2017, we issued 927,695 shares and raised \$54.7 million under the waiver approval process. These shares are included in the total activity for 2017 noted in the preceding paragraph.

C. At-the-Market (ATM) Programs

In November 2018, following the issuance and sale of 25,038,145 shares under our prior ATM equity distribution plans, or our prior ATM programs, we established a new ATM equity distribution plan, or our new ATM program, pursuant to which up to 28,961,855 additional shares of common stock may be offered and sold (1) by us to, or through, a consortium of banks acting as our sales agents or (2) by a consortium of banks acting as forward sellers on behalf of any forward purchasers contemplated thereunder, in each case by means of ordinary brokers' transactions on the NYSE at prevailing market prices or at negotiated prices. During 2018, we issued 19,138,610 shares and raised gross proceeds of \$1.1 billion under our new and prior ATM programs. During 2017, we issued 10,914,088 shares and raised gross proceeds of \$621.7 million under our prior ATM programs. From the inception of our new and prior ATM programs through December 31, 2018, we have issued 33,546,139 shares authorized by our ATM programs and raised \$2.0 billion. At December 31, 2018, we had 20,453,861 shares remaining for future issuance under our new ATM program.

10. Redemption of Preferred Stock

We issued an irrevocable notice of redemption with respect to our 6.625% Monthly Income Class F Preferred Stock, or the Class F preferred stock, in March 2017, and, as a result, we incurred a non–cash charge of \$13.4 million for 2017, representing the Class F preferred stock original issuance costs that we paid in 2012.

11. Noncontrolling Interests

In January 2013, we completed our acquisition of ARCT. Equity issued as consideration for this transaction included common and preferred partnership units issued by Tau Operating Partnership, L.P., or Tau Operating Partnership, the consolidated subsidiary which owns properties acquired through the ARCT acquisition. As of December 31, 2018, we and our subsidiaries hold a 99.4% interest in Tau Operating Partnership, and consolidate the entity. In January 2019, we redeemed all 317,022 remaining common units of Tau Operating Partnership, and paid off the outstanding balance and interest on the \$70.0 million senior unsecured term loan entered in January 2013 in conjunction with our acquisition of ARCT (see note 21). Following the redemption, we hold 100% of the ownership interests of Tau Operating Partnership and continue to consolidate the entity.

In June 2013, we completed the acquisition of a portfolio of properties by issuing common partnership units in Realty Income, L.P. as consideration for the acquisition. Additionally, in 2018, we completed the acquisition of an additional portfolio of properties, by paying both cash and by issuing additional common partnership units in Realty Income, L.P. as consideration for the acquisitions. At December 31, 2018, the remaining units from this issuance represent a 1.5% ownership in Realty Income, L.P. We hold the remaining 98.5% interests in this entity and consolidate the

entity.

Neither of the common partnership units have voting rights. Both common partnership units are entitled to monthly distributions equal to the amount paid to common stockholders of Realty Income, and are redeemable in cash or Realty Income common stock, at our option, and at a conversion ratio of one to one, subject to certain exceptions. Noncontrolling interests with redemption provisions that permit the issuer to settle in either cash or common stock, at the option of the issuer, were evaluated to determine whether temporary or permanent equity classification on the balance sheet was appropriate. We determined that the units meet the requirements to qualify for presentation as permanent equity.

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In 2016, we completed the acquisition of two properties by acquiring a controlling interest in two entities. We are the managing member of these entities, and possess the ability to control the business and manage the affairs of these entities. In December 2018, we acquired all of the outstanding minority ownership interests associated with one of these entities. At December 31, 2018, we and our subsidiaries held 95% and 100% interests, respectively, and fully consolidated these entities in our consolidated financial statements.

The following table represents the change in the carrying value of all noncontrolling interests through December 31, 2018 (dollars in thousands):

	Tau Operating Partnership units ⁽¹⁾	Realty Income, L.P. units ⁽²⁾	Other Noncontrolling Interests	Total
Carrying value at December 31, 2016	\$ 13,405	\$ 2,216	\$ 4,628	\$20,249
Reallocation of equity	492	(26) 19	485
Distributions	(804) (224) (1,019) (2,047)
Allocation of net income	229	194	97	520
Carrying value at December 31, 2017	\$ 13,322	\$ 2,160	\$ 3,725	\$19,207
Reallocation of equity	572	(43) 245	774
Redemptions	—	(2,829) (2,752) (5,581)
Shares issued in conjunction with acquisition	—	18,848	—	18,848
Distributions	(837) (842) (317) (1,996)
Allocation of net income	299	618	67	984
Carrying value at December 31, 2018	\$ 13,356	\$ 17,912	\$ 968	\$32,236

⁽¹⁾ 317,022 Tau Operating Partnership units were issued on January 22, 2013 and remained outstanding as of December 31, 2018 and December 31, 2017. In January 2019, we redeemed all 317,022 remaining Tau Operating Partnership units (see 21).

⁽²⁾ 534,546 Realty Income L.P. units were issued on June 27, 2013, 242,007 units were issued on March 30, 2018 and 131,790 units were issued on April 30, 2018. 373,797 and 88,182 remained outstanding as of December 31, 2018 and 2017, respectively.

Both Tau Operating Partnership and Realty Income, L.P. and the entity acquired during 2016 are considered variable interest entities, or VIEs, in which we are deemed the primary beneficiary based on our controlling financial interests. Below is a summary of selected financial data of consolidated VIEs at December 31, 2018 and 2017 (in thousands):

	December 31,	December 31,
	2018	2017
Net real estate	\$ 2,903,093	\$ 2,936,397
Total assets	3,259,495	3,342,443
Total debt	191,565	210,384
Total liabilities	320,800	313,295

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12. Distributions Paid and Payable

A. Common Stock

We pay monthly distributions to our common stockholders. The following is a summary of monthly distributions paid per common share for 2018, 2017 and 2016:

Month	2018	2017	2016
January	\$0.2125	\$0.2025	\$0.1910
February	0.2190	0.2105	0.1985
March	0.2190	0.2105	0.1985
April	0.2195	0.2110	0.1990
May	0.2195	0.2110	0.1990
June	0.2195	0.2110	0.1990
July	0.2200	0.2115	0.1995
August	0.2200	0.2115	0.1995
September	0.2200	0.2115	0.2015
October	0.2205	0.2120	0.2020
November	0.2205	0.2120	0.2020
December	0.2205	0.2120	0.2020
Total	\$2.6305	2.5270	\$2.3915

The following presents the federal income tax characterization of distributions paid or deemed to be paid per common share for the years:

	2018	2017	2016
Ordinary income	\$2.0269173	\$1.9402085	\$1.8771975
Nontaxable distributions	0.6035827	0.5478464	0.5143025
Total capital gain distribution		0.0389451	_
Totals	\$2.6305000	\$2.5270000	\$2.3915000

At December 31, 2018, a distribution of \$0.2210 per common share was payable and was paid in January 2019. At December 31, 2017, a distribution of \$0.2125 per common share was payable and was paid in January 2018.

B. Class F Preferred Stock

In April 2017, we redeemed all 16,350,000 shares of our Class F preferred stock. During the first three months of 2017, we paid three monthly dividends to holders of our Class F preferred stock totaling \$0.414063 per share, or \$3.9 million. In April 2017, we paid a final monthly dividend of \$0.101215 per share, or \$1.7 million, which was recorded as interest expense. For 2017, dividends per share of \$0.5073368 were characterized as ordinary income and dividends per share of \$0.0079412 were characterized as total capital gain distribution for federal income tax purposes. During 2016, we paid twelve monthly dividends to holders of our Class F preferred stock totaling \$1.656252 per share, or \$27.1 million, which were characterized as ordinary income for federal income tax purposes.

13. Operating Leases

A. At December 31, 2018, we owned 5,797 properties in 49 states and Puerto Rico. Of the 5,797 properties, 5,769, or 99.5%, are single-tenant properties, and the remaining are multi-tenant properties. At December 31, 2018, 80 properties were available for lease or sale.

Substantially all leases are net leases where the tenant pays or reimburses us for property taxes and assessments, maintains the interior and exterior of the building and leased premises, and carries insurance coverage for public

liability, property damage, fire and extended coverage.

Rent based on a percentage of a tenants' gross sales (percentage rents) was \$5.9 million for 2018, \$6.1 million for 2017 and \$5.3 million for 2016.

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At December 31, 2018, minimum future annual rents to be received on the operating leases for the next five years and thereafter are as follows (dollars in thousands):

2019\$1,299,03920201,259,39420211,209,22720221,139,53620231,056,323Thereafter 6,682,393Total\$12,645,912

B. Major Tenants - No individual tenant's rental revenue, including percentage rents, represented more than 10% of our total revenue for each of the years ended December 31, 2018, 2017 or 2016.

14. Gain on Sales of Real Estate

During 2018, we sold 128 properties for \$142.3 million, which resulted in a gain of \$24.6 million.

During 2017, we sold 59 properties for \$167.0 million, which resulted in a gain of \$40.9 million.

During 2016, we sold 77 properties for \$90.5 million, which resulted in a gain of \$22.0 million. Additionally, during 2016 we sold our former corporate headquarters building for \$8.6 million.

These property sales do not represent a strategic shift that will have a major effect on our operations and financial results, and therefore do not require presentation as discontinued operations.

15. Fair Value of Financial Instruments

Fair value is defined as the price that would be received from the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The disclosure for assets and liabilities measured at fair value requires allocation to a three-level valuation hierarchy. This valuation hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. Categorization within this hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

We believe that the carrying values reflected in our consolidated balance sheets reasonably approximate the fair values for cash and cash equivalents, accounts receivable, escrow deposits, loans receivable, line of credit payable, term loans and all other liabilities, due to their short-term nature or interest rates and terms that are consistent with market, except for our notes receivable issued in connection with property sales, mortgages payable and our senior notes and bonds payable, which are disclosed as follows (dollars in millions):

		fair
At December 31, 2018	Carrying value	value
Mortgages payable assumed in connection with acquisitions ⁽¹⁾	\$ 298.4	\$ 305.7
Notes and bonds payable ⁽²⁾	5,400.0	5,430.0
		Estimated
		fair
At December 31, 2017		value

	Carrying	5
	value	
Notes receivable issued in connection with property sales	\$ 5.3	\$ 5.3
Mortgages payable assumed in connection with acquisitions ⁽¹⁾	320.3	334.2
Notes and bonds payable ⁽²⁾	5,250.0	5,475.3

⁽¹⁾ Excludes non-cash net premiums recorded on the mortgages payable. The unamortized balance of these net premiums is \$4.4 million at December 31, 2018, and \$5.9 million at December 31, 2017. Also excludes deferred financing costs of \$183,000 at December 31, 2018, and \$236,000 at December 31, 2017.
 ⁽²⁾ Excludes non-cash original issuance premiums and discounts recorded on notes payable. The unamortized balance of the net original issuance premiums was \$10.5 million at December 31, 2018, and \$14.3 million at December 31, 2017. Also excludes deferred financing costs of \$33.7 million at December 31, 2018 and \$34.1 million at December 31, 2017.

The estimated fair values of our notes receivable issued in connection with property sales and our mortgages payable have been calculated by discounting the future cash flows using an interest rate based upon the relevant forward interest rate curve, plus an applicable credit-adjusted spread. Because this methodology includes

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unobservable inputs that reflect our own internal assumptions and calculations, the measurement of estimated fair values related to our notes receivable and mortgages payable is categorized as level three on the three-level valuation hierarchy.

The estimated fair values of our senior notes and bonds payable are based upon indicative market prices and recent trading activity of our senior notes and bonds payable. Because this methodology includes inputs that are less observable by the public and are not necessarily reflected in active markets, the measurement of the estimated fair values, related to our notes and bonds payable, is categorized as level two on the three-level valuation hierarchy.

We record interest rate swaps on the consolidated balance sheet at fair value. Prior to our adoption of hedge accounting during October 2018 (see note 2), the change in fair value of interest rate swaps was recognized through interest expense. Following adoption, changes to fair value are recorded to accumulated other comprehensive income, or AOCI. At December 31, 2018 and 2017, interest rate swaps in a liability position valued at \$7.0 million and \$0.5 million, respectively, were included in accounts payable and accrued expenses and interest rate swaps in an asset position valued at \$3.0 million and \$1.7 million, respectively, were included in other assets, net on the consolidated balance sheet. The fair value of our interest rate swaps are based on valuation techniques including discounted cash flow analysis on the expected cash flows of each swap, using both observable and unobservable market-based inputs, including interest rate curves. Because this methodology uses observable and unobservable inputs, and the unobservable inputs are not significant to the fair value measurement, the measurement of interest rate swaps is categorized as level two on the three-level valuation hierarchy.

Unrealized gains and losses in AOCI are reclassified to interest expense when the related hedged items are recognized. During 2018, we reclassified \$0.5 million from AOCI into interest expense. We expect to reclassify \$2.8 million from AOCI into interest expense within the next twelve months.

16. Supplemental Disclosures of Cash Flow Information

Cash paid for interest was \$251.5 million in 2018, \$240.4 million in 2017, and \$214.3 million in 2016.

Interest capitalized to properties under development was \$369,000 in 2018, \$461,000 in 2017, and \$469,000 in 2016.

Cash paid for income taxes was \$4.7 million in 2018, \$3.8 million in 2017, and \$3.6 million in 2016.

The following non-cash activities are included in the accompanying consolidated financial statements:

A. During 2018, we issued 373,797 common partnership units of Realty Income, L.P. as partial consideration for an acquisition of properties, totaling \$18.8 million.

B. During 2018, we completed the acquisition of a property using \$7.5 million in funds that were held in a non-refundable escrow account. These funds were included in other assets, net, at December 31, 2017.

C. During 2017, we completed the acquisition of a portfolio of properties by entering into a note payable in the amount of \$125.9 million with the seller, maturing in January 2018. This note was paid in full at maturity.

D. During 2016, we assumed mortgages payable to third-party lenders of \$44.1 million and recorded a premium of \$692,000.

E. During 2016, consolidated joint venture members made real estate contributions of \$15.9 million, net of contributed mortgages payable included in the figures disclosed above in note 16.D.

F. Accrued costs on properties under development resulted in an increase in buildings and improvements and accounts payable of \$5.5 million at December 31, 2018.

Per the requirements of ASU 2016-18, which amends Topic 230, Statement of Cash Flows: Restricted Cash, the following table provides a reconciliation of cash and cash equivalents reported within the consolidated balance sheets to the total of the cash, cash equivalents and restricted cash reported within the consolidated statements of cash flows (dollars in thousands):

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	December	r December
	31, 2018	31, 2017
Cash and cash equivalents shown in the consolidated balance sheets	\$10,387	\$ 6,898
Impounds related to mortgages payable ⁽¹⁾	9,555	4,565
Restricted escrow deposits ⁽¹⁾	1,129	679
Total cash, cash equivalents, and restricted cash shown in the consolidated statements of cash	\$ 21 071	\$ 12,142
flows	Ψ21,071	$\psi_{12}, 172$

⁽¹⁾ Included within other assets, net on the consolidated balance sheets (see note 3). These amounts consist of cash that we are legally entitled to, but that is not immediately available to us. As a result, these amounts were considered restricted as of the dates presented.

17. Employee Benefit Plan

We have a 401(k) plan covering substantially all of our employees. Under our 401(k) plan, employees may elect to make contributions to the plan up to a maximum of 60% of their compensation, subject to limits under the Code. We match 50% of each of our employee's salary deferrals up to the first 6% of the employee's eligible compensation. Our aggregate matching contributions each year have been immaterial to our results of operations.

18. Common Stock Incentive Plan

In 2012, our Board of Directors adopted and stockholders approved the Realty Income Corporation 2012 Incentive Award Plan, or the 2012 Plan, to enable us to motivate, attract and retain the services of directors and employees considered essential to our long-term success. The 2012 Plan offers our directors and employees an opportunity to own our stock or rights that will reflect our growth, development and financial success. Under the terms of the 2012 plan, the aggregate number of shares of our common stock subject to options, restricted stock, stock appreciation rights, restricted stock units and other awards, will be no more than 3,985,734 shares. The 2012 Plan has a term of ten years from the date it was adopted by our Board of Directors.

The amount of share-based compensation costs recognized in general and administrative expense on our consolidated statements of income and comprehensive income was \$27.3 million during 2018 (including \$11.8 million of accelerated equity awards for our former CEO upon his departure from the company), \$13.9 million during 2017, and \$12.0 million during 2016.

In October 2018, John P. Case departed as our Chief Executive Officer (CEO) and resigned as a member of our Board of Directors. In connection with his departure, we entered into a severance agreement with Mr. Case. Pursuant to the terms of this severance agreement, Mr. Case received a severance payment, which included both cash and stock compensation components. The total value of cash, stock compensation and professional fees incurred as a result of this severance was \$28.3 million; however, the net amount, after incorporating accruals for CEO compensation previous to this severance, was \$18.7 million, which was recognized in general and administrative expense on our 2018 consolidated statement of income and comprehensive income, and which represents the incremental costs incurred per the reconciliation below (dollars in thousands):

Cash	\$9,817
Stock compensation	17,902
Professional fees	574
Total value of severance	28,293
Amount accrued for CEO compensation prior to separation	(9,642)
Incremental severance	\$18,651

A. Restricted Stock

The following table summarizes our common stock grant activity under our 2012 Plan.

	2018		2017		2016	
	Number o shares	f average price ⁽¹⁾	Number of shares	Weighted average price ⁽¹⁾	Number of shares	Weighted average price ⁽¹⁾
Outstanding nonvested shares, beginning of year	475,768	\$ 52.32	513,523	\$ 48.33	456,282	\$ 30.46
Shares granted	183,952	\$ 52.21	149,264	\$ 59.21	260,171	\$ 54.14
Shares vested	(310,706)	\$ 51.05	(183,381)	\$ 46.65	(200,066)	\$ 43.26
Shares forfeited	(41,193)	\$ 53.06	(3,638)	\$ 56.57	(2,864)	\$ 48.15
Outstanding nonvested shares, end of each period	307,821	\$ 53.44	475,768	\$ 52.32	513,523	\$ 48.33
(1) Grant data fair valua						

⁽¹⁾Grant date fair value.

The vesting schedule for shares granted to non-employee directors is as follows:

For directors with less than six years of service at the date of grant, shares vest in 33.33% increments on each of the first three anniversaries of the date the shares of stock are granted;

For directors with six years of service at the date of grant, shares vest in 50% increments on each of the first two anniversaries of the date the shares of stock are granted;

For directors with seven years of service at the date of grant, shares are 100% vested on the first anniversary of the date the shares of stock are granted; and

For directors with eight or more years of service at the date of grant, there is immediate vesting as of the date the shares of stock are granted.

During May 2018, we granted 28,000 shares of common stock to the independent members of our Board of Directors, of which 20,000 shares vested immediately, 4,000 shares vest in equal parts over a three-year service period, and 4,000 shares vest in equal parts over a two-year service period. In addition, in July 2018, we granted 8,000 shares of common stock to our two newly appointed independent directors of our Board of Directors, which vest in equal parts over a three-year service period.

Shares granted to employees typically vest annually in equal parts over a four-year service period. During 2018, 147,952 shares were granted to our employees, and vest over a four-year service period.

As of December 31, 2018, the remaining unamortized share-based compensation expense related to restricted stock totaled \$12.1 million, which is being amortized on a straight-line basis over the service period of each applicable award. The amount of share-based compensation is based on the fair value of the stock at the grant date. We define the grant date as the date the recipient and Realty Income have a mutual understanding of the key terms and condition of the award, and the recipient of the grant begins to benefit from, or be adversely affected by, subsequent changes in the price of the shares.

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B. Performance Shares

During 2018, 2017 and 2016, we granted performance share awards, as well as dividend equivalent rights, to our executive officers. The number of performance shares that vest is based on the achievement of the following performance goals:

2017 & 2018 Performance Awards Metrics	Weightin	g
Total shareholder return ("TSR") relative to RMS Index	45	%
TSR relative to JP Morgan Net Lease Peers	26	%
Dividend per share growth rate	16	%
Debt-to-EBITDA ratio	13	%
2016 Performance Awards Metrics	Weightin	g
Total shareholder return ("TSR") relative to MSCI US REIT Index	50	%
TSR relative to NAREIT Freestanding Index	20	%
Dividend per share growth rate	20	%
Debt-to-EBITDA ratio	10	%

The performance shares are earned based on our performance, and vest 50% on the first and second January 1 after the end of the three-year performance period, subject to continued service. The performance period for the 2016 performance awards began on January 1, 2016 and ended on December 31, 2018. The performance period for the 2017 performance awards began on January 1, 2017 and will end on December 31, 2019. The performance period for the 2018 performance awards began on January 1, 2018 and will end on December 31, 2020.

The fair value of the performance shares was estimated on the date of grant using a Monte Carlo Simulation model. The following table summarizes our performance share grant activity:

0 1	2010	•	0017		2016	
	2018		2017		2016	
	Number of	Weighted	l Number of	Weighted	l Number of	Weighted
	performance	average	performance	average	performance	average
	shares	price ⁽¹⁾	shares	price ⁽¹⁾	shares	price ⁽¹⁾
Outstanding nonvested shares, beginning of year	245,309	\$ 62.49	159,751	\$ 49.95	115,121	\$ 46.94
Shares granted	256,999	\$ 51.89	124,681	\$ 71.79	58,575	\$ 55.07
Shares vested	(291,785) \$ 54.88	(39,123)	\$ 41.60	(10,454	\$ 44.54
Shares forfeited		\$ —		\$ —	(3,491	\$ 52.55
Outstanding nonvested shares, end of each period	210,523	\$ 59.08	245,309	\$ 62.49	159,751	\$ 49.95
⁽¹⁾ Grant date fair value.						

As of December 31, 2018, the remaining share-based compensation expense related to the performance shares totaled \$6.4 million and is being recognized on a tranche-by-tranche basis over the service period.

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C. Restricted Stock Units

During 2018 and 2017 we also granted restricted stock units that primarily vest over a four-year service period and have the same economic rights as shares of restricted stock:

	2018 Number of restricted stock units	Weighted average price ⁽¹⁾	2017 Number of restricted stock units	Weighted average price ⁽¹⁾	2016 Number of restricted stock units	Weighted average price ⁽¹⁾
Outstanding nonvested shares, beginning of year	24,869	\$ 55.97	18,460	\$ 52.65	10,136	\$ 52.21
Shares granted	8,383	\$ 49.96	10,467	\$ 60.56	14,783	\$ 52.76
Shares vested	(10,118) \$ 55.01	(4,058) \$ 52.70	(6,459) \$ 52.21
Shares forfeited	(8,166) \$ 53.45		\$ —		\$ —
Outstanding nonvested shares, end of each period ⁽¹⁾ Grant date fair value.	14,968	\$ 54.62	24,869	\$ 55.97	18,460	\$ 52.65

As of December 31, 2018, the remaining share-based compensation expense related to the restricted stock units totaled \$471,000 and is being recognized on a straight-line basis over the service period.

19. Segment Information

We evaluate performance and make resource allocation decisions on an industry by industry basis. For financial reporting purposes, we have grouped our tenants into 48 activity segments. All of the properties are incorporated into one of the applicable segments. Because almost all of our leases require the tenant to pay operating expenses, rental revenue is the only component of segment profit and loss we measure.

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The following tables set forth certain information regarding the properties owned by us, classified according to the business of the respective tenants (dollars in thousands):

Assets, as of December 31:	2018	2017
Segment net real estate:		
Apparel	\$157,167	\$164,919
Automotive service	210,668	213,156
Automotive tire services	238,939	247,557
Beverages	284,910	289,170
Convenience stores	1,756,732	997,170
Dollar stores	1,117,250	1,105,097
Drug stores	1,490,261	1,518,443
Financial services	414,613	384,867
General merchandise	317,424	313,181
Grocery stores	774,526	793,286
Health and fitness	882,515	896,430
Home improvement	424,494	407,002
Motor vehicle dealerships	198,204	204,651
Restaurants-casual dining	559,616	494,977
Restaurants-quick service	964,980	681,763
Theaters	555,990	566,585
Transportation services	758,133	776,068
Wholesale club	412,203	426,551
Other non-reportable segments	2,324,892	2,195,626
Total segment net real estate	13,843,517	12,676,499
Intangible assets:	, ,	, ,
Apparel	32,691	36,600
Automotive service	61,951	64,388
Automotive tire services	8,696	10,383
Beverages	1,765	2,022
Convenience stores	108,714	45,445
Dollar stores	48,842	47,905
Drug stores	165,558	173,893
Financial services	20,426	24,867
General merchandise	43,122	50,184
Grocery stores	144,551	140,780
Health and fitness	71,609	76,276
Home improvement	57,928	61,045
Motor vehicle dealerships	28,154	31,720
Restaurants-casual dining	18,153	20,079
Restaurants-quick service	54,448	51,711
Theaters	25,811	26,448
Transportation services	73,577	87,162
Wholesale club	26,484	29,596
Other non-reportable segments	207,117	214,426
		217,720
(TOOOW111)	_0/,11/	
Goodwill: Automotive service		437
Automotive service	437	437 862
		437 862 2,004

Restaurants-casual dining	1,841	2,062
Restaurants-quick service	1,052	1,064
Other non-reportable segments	8,455	8,541
Other corporate assets	202,739	171,767
Total assets	\$15,260,483	\$14,058,166

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Revenue for the years ended December 31,	2018	2017	2016
Segment rental revenue:			
Apparel	\$16,768	\$19,190	\$19,975
Automotive service	28,303	25,291	20,212
Automotive tire services	30,078	29,560	28,754
Beverages	31,488	31,174	27,587
Convenience stores	142,194	111,023	91,784
Dollar stores	94,782	91,076	90,746
Drug stores	129,565	126,555	117,758
Financial services	29,429	28,744	18,769
General merchandise	29,249	23,752	18,976
Grocery stores	63,594	50,731	32,815
Health and fitness	94,638	88,146	85,901
Home improvement	37,939	30,324	25,695
Motor vehicle dealerships	24,372	23,989	20,329
Restaurants-casual dining	46,171	43,876	42,312
Restaurants-quick service	72,465	59,638	52,674
Theaters	70,560	58,443	51,926
Transportation services	63,565	62,337	57,694
Wholesale club	37,571	37,646	37,531
Other non-reportable segments	231,865	224,729	215,975
Total rental revenue	1,274,596	1,166,224	1,057,413
Tenant reimbursements	46,950	46,082	43,104
Other revenue	6,292	3,462	2,655
Total revenue	\$1,327,838	\$1,215,768	\$1,103,172

20. Commitments and Contingencies

In the ordinary course of business, we are party to various legal actions which we believe are routine in nature and incidental to the operation of our business. We believe that the outcome of the proceedings will not have a material adverse effect upon our consolidated financial position or results of operations.

At December 31, 2018, we had commitments of \$5.8 million for re-leasing costs, recurring capital expenditures, and non-recurring building improvements. In addition, as of December 31, 2018, we had committed \$23.6 million under construction contracts, which is expected to be paid in the next twelve months.

We have certain properties that are subject to ground leases which are accounted for as operating leases. At December 31, 2018, minimum future rental payment for the next five years and thereafter are as follows (dollars in millions):

	Ground Leases	Ground Leases	
	Paid by	Paid by	Total
	Realty Income ⁽¹⁾	Our Tenants ⁽²⁾	
2019	\$ 1.5	\$ 13.5	\$15.0
2020	1.4	13.5	14.9
2021	1.2	13.2	14.4
2022	1.2	13.1	14.3
2023	1.2	13.1	14.3
Thereafter	19.8	82.0	101.8

Total \$ 26.3 \$ 148.4 \$174.7

- ⁽¹⁾ Realty Income currently pays the ground lessors directly for the rent under the ground leases.
- (2) Our tenants, who are generally sub-tenants under the ground leases, are responsible for paying the rent under these ground leases. In the event a tenant fails to pay the ground lease rent, we are primarily responsible.

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Upon adoption of ASC 2016–2 (Topic 842) Leases on January 1, 2019, we will recognize lease obligations for ground leases with a corresponding right of use asset on our consolidated balance sheet.

21. Subsequent Events

In January and February 2019, we declared a dividend of \$0.2255, which will be paid in February 2019 and March 2019, respectively.

In January 2019, we redeemed all 317,022 remaining common units of Tau Operating Partnership, L.P., which reduced our total common units outstanding to 373,797 as of January 3, 2019. Additionally, in January 2019, we paid off the outstanding balance and interest on the \$70.0 million senior unsecured term loan entered in January 2013 in conjunction with our acquisition of ARCT. Following the redemption, we hold 100% of the ownership interests of Tau Operating Partnership, L.P., and continue to consolidate the entity.

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REALTY INCOME CORPORATION AND SUBSIDIARIES

CONSOLIDATED QUARTERLY FINANCIAL DATA

(dollars in thousands, except per share data)

(not covered by Report of Independent Registered Public Accounting Firm)

	First	Second	Third	Fourth	Year ⁽¹⁾
	Quarter	Quarter	Quarter	Quarter	I cal
2018					
Total revenue	\$318,295	\$328,886	\$338,081	\$342,576	\$1,327,838
Depreciation and amortization expense	131,103	133,999	136,967	137,711	539,780
Interest expense	59,415	66,628	69,342	70,635	266,020
Other expenses	47,680	39,349	40,302	54,752	182,083
Net income	83,315	96,697	99,283	85,303	364,598
Net income available to common stockholders	83,163	96,380	98,999	85,072	363,614
Net income per common share					
Basic and diluted	0.29	0.34	0.34	0.29	1.26
Dividends paid per common share	0.6505	0.6585	0.6600	0.6615	2.6305
2017					
Total revenue	\$298,025	\$300,170	\$306,920	\$310,654	\$1,215,768
Depreciation and amortization expense	121,097	123,089	127,569	127,033	498,788
Interest expense	59,305	63,679	62,951	61,477	247,413
Other expenses	39,120	34,982	32,646	41,974	148,721
Net income	89,035	81,259	88,073	60,952	319,318
Net income available to common stockholders	71,586	81,136	87,940	60,852	301,514
Net income per common share					
Basic and diluted	0.27	0.30	0.32	0.22	1.10
Dividends paid per common share	0.6235	0.6330	0.6345	0.6360	2.5270

⁽¹⁾ Amounts for each period are calculated independently. The sum of the quarters may differ from the annual amount.

Item 9:Changes In and Disagreements With Accountants on Accounting and FinancialDisclosure

We have had no disagreements with our independent registered public accounting firm on accounting matters or financial disclosure, nor have we changed accountants in the two most recent fiscal years.

Item 9A: Controls and Procedures

Evaluation of Disclosure Controls and Procedures

We maintain disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended) that are designed to ensure that information required to be disclosed in our Exchange Act reports is recorded, processed, summarized and reported within the time periods specified in the Securities and Exchange Commission's rules and forms, and that such information is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure. In designing and evaluating the disclosure controls and procedures, management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives, and management necessarily was required to apply

its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

As of and for the year ended December 31, 2018, we carried out an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures, under the supervision and with the participation of management, including our Chief Executive Officer and Chief Financial Officer. Based on the foregoing, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective and were operating at a reasonable assurance level.

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Management's Report on Internal Control Over Financial Reporting

Internal control over financial reporting refers to the process designed by, or under the supervision of, our Chief Executive Officer and Chief Financial Officer, and effected by our Board of Directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles, and includes those policies and procedures that:

(1) Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

Management is responsible for establishing and maintaining adequate internal control over financial reporting for the Company.

Management has used the framework set forth in the report entitled "Internal Control--Integrated Framework (2013)" published by the Committee of Sponsoring Organizations of the Treadway Commission to evaluate the effectiveness of the Company's internal control over financial reporting. Management has concluded that the Company's internal control over financial reporting was effective as of the end of the most recent fiscal year. KPMG LLP has issued an attestation report on the effectiveness of the Company's internal control over financial reporting.

Submitted on February 21, 2019 by,

Sumit Roy, President, Chief Executive Officer

Paul M. Meurer, Executive Vice President, Chief Financial Officer, and Treasurer

Changes in Internal Controls

In January 2018, we implemented an enterprise resource planning system and accordingly we have updated our internal controls over financial reporting, as necessary, to accommodate modifications to our business processes and to take advantage of enhanced automated controls provided by the new system. There have been no changes in our internal control over financial reporting that occurred during the quarter ended December 31, 2018 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

Limitations on the Effectiveness of Controls

Internal control over financial reporting cannot provide absolute assurance of achieving financial reporting objectives because of its inherent limitations. Internal control over financial reporting is a process that involves human diligence and compliance and is subject to lapses in judgment and breakdowns resulting from human failures. Internal control over financial reporting also can be circumvented by collusion or improper management override. Because of such limitations, there is a risk that material misstatements may not be prevented or detected on a timely basis by internal control over financial reporting. However, these inherent limitations are known features of the financial reporting process. Therefore, it is possible to design into the process safeguards to reduce, though not eliminate, this risk.

Item 9B: Other Information

None.

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PART III

Item 10: Directors, Executive Officers and Corporate Governance

The information required by this item is set forth under the captions "Board of Directors" and "Executive Officers of the Company" and "Section 16(a) Beneficial Ownership Reporting Compliance" in our definitive Proxy Statement for the 2019 Annual Meeting of Stockholders, to be filed pursuant to Regulation 14A, and is incorporated herein by reference. The Annual Meeting of Stockholders is presently scheduled to be held on May 14, 2019.

Item 11: Executive Compensation

The information required by this item is set forth under the caption "Executive Compensation" in our definitive Proxy Statement for the 2019 Annual Meeting of Stockholders, to be filed pursuant to Regulation 14A, and is incorporated herein by reference.

Item 12: Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

The information required by this item is set forth under the caption "Security Ownership of Certain Beneficial Owners and Management" in our definitive Proxy Statement for the 2019 Annual Meeting of Stockholders, to be filed pursuant to Regulation 14A, and is incorporated herein by reference.

Item 13: Certain Relationships, Related Transactions and Director Independence

The information required by this item is set forth under the caption "Related Party Transactions" in our definitive Proxy Statement for the 2019 Annual Meeting of Stockholders, to be filed pursuant to Regulation 14A, and is incorporated herein by reference.

Item 14: Principal Accounting Fees and Services

The information required by this item is set forth under the caption "Independent Registered Public Accounting Firm Fees and Services" in our definitive Proxy Statement for the 2019 Annual Meeting of Stockholders, to be filed pursuant to Regulation 14A, and is incorporated herein by reference.

PART IV

- Item 15:Exhibits and Financial Statement Schedules
- A. The following documents are filed as part of this report.
- 1. Financial Statements (see Item 8)
- a. Reports of Independent Registered Public Accounting Firm

b. Consolidated Balance Sheets, December 31, 2018 and 2017

c. Consolidated Statements of Income and Comprehensive Income, Years ended December 31, 2018, 2017 and 2016 d. Consolidated Statements of Equity, Years ended December 31, 2018, 2017 and 2016

e. Consolidated Statements of Cash Flows, Years ended December 31, 2018, 2017 and 2016

f.	Notes to Consolidated Financial Statements
g.	Consolidated Quarterly Financial Data, (unaudited) for 2018 and 2017
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2. Financial Statement Schedule. Reference is made to page F-1 of this report for Schedule III Real Estate and Accumulated Depreciation (electronically filed with the Securities and Exchange Commission).

Schedules not Filed: All schedules, other than those indicated in the Table of Contents, have been omitted as the required information is either not material, inapplicable or the information is presented in the financial statements or related notes.

3. Exhibits

Articles of Incorporation and By-Laws

Exhibit No. Description

2.1	Agreement and Plan of Merger, dated as of September 6, 2012 (File No. 001-13374), by and among Realty Income Corporation, Tau Acquisition LLC and American Realty Capital Trust, Inc. (filed as
2.2	exhibit 2.1 to the Company's Form 8-K, filed on September 6, 2012 and incorporated herein by reference). First Amendment to Agreement and Plan of Merger, dated as of January 6, 2013, by and among Realty Income Corporation, Tau Acquisition LLC and American Realty Capital Trust, Inc. (filed as exhibit 2.1 to the Company's Form 8-K, filed on January 7, 2013 (File No. 001-13374) and incorporated herein by reference).
3.1	Articles of Incorporation of the Company, as amended by amendment No. 1 dated May 10, 2005 and amendment No. 2 dated May 10, 2005 (filed as exhibit 3.1 to the Company's Form 10-Q for the quarter ended June 30, 2005 (File No. 033-69410) and incorporated herein by reference).
3.2	Articles of Amendment dated July 29, 2011 (filed as exhibit 3.1 to the Company's Form 8-K, filed on August 2, 2011 (File No. 001-13374) and incorporated herein by reference).
3.3	Articles of Amendment dated June 21, 2012 (filed as exhibit 3.1 to the Company's Form 8-K, filed on June 21, 2012 (File No. 001-13374) and incorporated herein by reference).
3.4	Amended and Restated Bylaws of the Company dated March 13, 2018 (filed as exhibit 3.1 to the Company's Form 8-K, filed on March 14, 2018 (File No. 001-13374) and incorporated herein by reference)
3.5	Articles Supplementary dated June 30, 1998 establishing the terms of the Company's Class A Junior Participating Preferred Stock (filed as exhibit A to exhibit 1 of Form 8-A12B, filed on June 26, 1998 (File No. 001-13374) and incorporated herein by reference).
3.6	Articles Supplementary dated May 24, 1999 establishing the terms of the Company's 93/8% Class B Cumulative Redeemable Preferred Stock (filed as exhibit 4.1 on Form 8-K, filed on May 25, 1999 (File No. 001-13374) and incorporated herein by reference).
3.7	Articles Supplementary dated July 28, 1999 establishing the terms of the Company's 91/2% Class C Cumulative Redeemable Preferred Stock (filed as exhibit 4.1 on Form 8-K, filed on July 30, 1999 (File No. 001-13374) and incorporated herein by reference).
3.8	Articles Supplementary dated May 24, 2004 and the Articles Supplementary dated October 18, 2004 establishing the terms of the Company's 7.375% Monthly Income Class D Cumulative Redeemable Preferred Stock (filed as exhibit 3.8 on Form 8-A12B, filed on May 25, 2004 (File No. 001-13374) and incorporated herein by reference).

3.9	Articles Supplementary dated November 30, 2006 establishing the terms of the Company's 6.75% Monthly Income Class E Cumulative Redeemable Preferred Stock (filed as exhibit 3.5 on Form 8-A12B, filed on December 5, 2006 (File No. 001-13374) and incorporated herein by reference).
3.10	Articles Supplementary to the Articles of Incorporation of the Company classifying and designating the 6.625% Monthly Income Class F Cumulative Redeemable Preferred Stock, dated February 3, 2012 (the "First Class F Articles Supplementary") (filed as exhibit 3.1 to the Company's Form 8-K, filed on February 3, 2012 (File No. 001-13374) and incorporated herein by reference).
3.11	Certificate of Correction to the First Class F Articles Supplementary, dated April 11, 2012 (filed as exhibit 3.2 to the Company's Form 8-K, filed on April 17, 2012 (File No. 001-13374) and incorporated herein by reference).
3.12	Articles Supplementary to the Articles of Incorporation of the Company classifying and designating additional shares of the 6.625% Monthly Income Class F Cumulative Redeemable Preferred Stock, dated April 17, 2012 (filed as exhibit 3.3 to the Company's Form 8-K, filed on April 17, 2012 (File No. 001-13374) and incorporated herein by reference).
Instruments	defining the rights of security holders, including indentures
4.1	Indenture dated as of October 28, 1998 between the Company and The Bank of New York (filed as exhibit 4.1 to the Company's Form 8-K, filed on October 28, 1998 (File No. 001-13374) and incorporated herein by reference).
4.2	Form of 5.875% Senior Notes due 2035 (filed as exhibit 4.2 to the Company's Form 8-K, filed on March 11, 2005 (File No. 033-69410) and incorporated herein by reference).
4.3	Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the Company and The Bank of New York, as Trustee, establishing a series of securities entitled 5.875% Senior Debentures due 2035 (filed as exhibit 4.3 to the Company's Form 8-K, filed on March 11,
4.4	2005 (File No. 033-69410) and incorporated herein by reference). Form of 5.750% Notes due 2021 (filed as exhibit 4.2 to Company's Form 8-K, filed on June 29, 2010 (File No. 001-13374) and incorporated herein by reference).
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Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the

- 4.5 Company and The Bank of New York Mellon Trust Company, N.A., as Successor Trustee, establishing a series of securities entitled 5.750% Notes due 2021 (filed as exhibit 4.3 to the Company's Form 8-K, filed on June 29, 2010 (File No. 001-13374) and incorporated herein by reference).
- 4.6 Form of Common Stock Certificate (filed as exhibit 4.16 to the Company's Form 10-Q for the quarter ended September 30, 2011, filed on October 28, 2011 (File No. 001-13374) and incorporated herein by reference).
- 4.7 Form of 3.250% Note due 2022 (filed as exhibit 4.3 to Company's Form 8-K, filed on October 10, 2012 (File No. 001-13374) and incorporated herein by reference).
- Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee, establishing a series of securities entitled "2.000% Notes due 2018" and establishing a series of securities entitled "3.250% Notes due 2022"
- 4.8 securities entitled "2.000% Notes due 2018" and establishing a series of securities entitled "3.250% Notes due 2022" (filed as exhibit 4.4 to the Company's Form 8-K, filed on October 10, 2012 (File No. 001-13374) and incorporated herein by reference).
- 4.9 Form of 4.650% Note due 2023 (filed as exhibit 4.2 to Company's Form 8-K, filed on July 16, 2013 (File No. 001-13374) and incorporated herein by reference). Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the
- 4.10 Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee, establishing a series of securities entitled "4.650% Notes due 2023" (filed as exhibit 4.3 to the Company's Form 8-K, filed on July 16, 2013 (File No. 001-13374) and incorporated herein by reference).
- 4.11 Form of 3.875% Note due 2024 (filed as exhibit 4.2 to Company's Form 8-K, filed on June 25, 2014 and incorporated herein by reference).

Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the

- 4.12 Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee, establishing a series of securities entitled "3.875% Notes due 2024" (filed as exhibit 4.3 to the Company's Form 8-K, filed on June 25, 2014 and incorporated herein by reference).
- 4.13 Form of 4.125% Note due 2026 (filed as exhibit 4.2 to Company's Form 8-K, filed on September 23, 2014 and incorporated herein by reference).

4.14 Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee, establishing a series of

- 4.14 <u>securities entitled "4.125% Notes due 2026" (filed as exhibit 4.3 to the Company's Form 8-K, filed</u> on <u>September 23, 2014 and incorporated herein by reference).</u>
- 4.15 Form of 3.000% Note due 2027 (filed as exhibit 4.2 to Company's Form 8-K, filed on October 12, 2016 and incorporated herein by reference). Officer's Certificate pursuant to sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the
- 4.16 Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee, establishing a series of
- 4.10 securities entitled "3.000% Notes due 2027" (filed as exhibit 4.3 to the Company's Form 8-K, filed on October 12, 2016 and incorporated herein by reference).
- 4.17 Form of 4.650% Note due 2047 (filed as exhibit 4.2 to Company's Form 8-K, filed on March 15, 2017 and incorporated herein by reference).
- 4.18 Form of 4.125% Note due 2026 (filed as exhibit 4.3 to Company's Form 8-K, filed on March 15, 2017 and incorporated herein by reference). Officers' Certificate pursuant to Sections 201, 301, and 303 of the Indenture dated October 28, 1998 between the
- 4.19 4.19
 Company and The bank of New York Mellon Trust Company, N.A. as successor trustee, establishing a series of accuration and the series of the seri
- 4.17 securities entitled "4.650% Notes due 2047" and re-opening a series of securities entitled "4.125% Notes due 2026" (filed as exhibit 4.4 to Company's Form 8-K, filed on March 15, 2017 and incorporated herein by reference).
 4.20 Form of 3.650% Note due 2028 (filed as exhibit 4.2 to Company's Form 8-K, filed on December 6, 2017 and
- 4.20 <u>Form of 3.050% Note due 2028 (filed as exhibit 4.2 to Company's Form 8-K, filed on December 6, 2017 and incorporated herein by reference).</u>
- 4.21 Form of 3.250% Note due 2022 (filed as exhibit 4.3 to Company's Form 8-K, filed on December 6, 2017 and incorporated herein by reference).

- 4.22 Form of 4.650% Note due 2047 (filed as exhibit 4.4 to Company's Form 8-K, filed on December 6, 2017 and incorporated herein by reference). Officers' Certificate pursuant to Sections 201, 301 and 303 of the Indenture dated October 28, 1998 between the
- Company and The Bank of New York Mellon Trust Company, N.A., as successor trustee, establishing a series of 4.23 securities entitled "3.650% Notes due 2028" and re-opening a series of securities entitled "3.250% Notes due 2022"
- and "4.650% Notes due 2047." (filed as exhibit 4.5 to the Company's Form 8-K, filed on December 6, 2017 and incorporated herein by reference).
- 4.24 Form of 3.875% Note due 2025 (filed as exhibit 4.2 to Company's Form 8-K, filed on April 4, 2018 and incorporated herein by reference).

Officers' Certificate pursuant to Sections 201, 301, and 303 of the Indenture dated October 28, 1998 between the 4.25 Company and The Bank of New York Mellon Trust Company, N.A. as successor trustee, establishing a series of

4.25 securities entitled "3.875% Notes due 2025" and re-opening a series of securities entitled "4.125% Notes due 2026" (filed as exhibit 4.3 to Company's Form 8-K, filed on April 4, 2018 and incorporated herein by reference).

Material Contracts

- 10.1 <u>Management Incentive Plan (filed as Exhibit 10.10 to the Company's Form 10-K for the year ended</u> December 31, 1997, filed on March 20, 1998 (File No. 001-13374) and incorporated herein by reference). Form of Nonqualified Stock Option Agreement for Independent Directors (filed as Exhibit 10.11 to the
- 10.2 Company's Form 10-K for the year ended December 31, 1997, filed on March 20, 1998 (File No. 001-13374) and incorporated herein by reference).

Form of Restricted Stock Agreement between the Company and Executive Officers under the 2003 Stock

10.3 Incentive Award Plan of Realty Income Corporation (filed as exhibit 10.11 to the Company's Form 8-K, filed on January 6, 2005 and dated January 1, 2005 (File No. 001-13374) and incorporated herein by reference).

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2003 Stock Incentive Award Plan of Realty Income Corporation, as amended and restated February 21, 2006

- 10.4 (filed as exhibit 10.10 to the Company's Form 10-K for the year ended December 31, 2005, filed on February 23, 2006 (File No. 033-69410) and incorporated herein by reference).
- Amendment dated May 15, 2007 to the Amended and Restated 2003 Stock Incentive Award Plan of Realty 10.5 Income Corporation (filed as exhibit 10.1 to the Company's Form 10-O, for the quarter ended June 30, 2007 and incorporated herein by reference).
 - Form of Restricted Stock Agreement under the 2003 Stock Incentive Award Plan of Realty Income Corporation
- 10.6 (filed as exhibit 10.2 to the Company's Form 10-Q, for the guarter ended June 30, 2007, filed on August 2, 2007 (File No. 001-13374) and incorporated herein by reference). Amended and Restated Form of Employment Agreement between the Company and its Executive Officers
- (filed as exhibit 10.1 to the Company's Form 8-K, filed on January 7, 2010 and dated January 5, 2010 (File No. 10.7 001-13374) and incorporated herein by reference). Form of Restricted Stock Agreement for John P. Case (filed as exhibit 10.1 to the Company's Form 10-O, for
- the quarter ended March 31, 2010, filed on April 29, 2010 (File No. 001-13374) and incorporated herein by 10.8 reference).
- Realty Income Corporation 2012 Incentive Award Plan (filed as Appendix B to the Company's Proxy Statement 10.9 on Schedule 14A filed on March 30, 2012 and incorporated herein by reference).
 - Form of Restricted Stock Agreement for Employees under the Realty Income Corporation 2012 Incentive
- 10.10 Award Plan (filed as exhibit 10.1 to the Company's Form 8-K, filed on January 8, 2013 (File No. 001-13374) and incorporated herein by reference). Form of Restricted Stock Agreement for Non-Employee Directors under the Realty Income Corporation 2012
- 10.11 Incentive Award Plan (filed as exhibit 10.2 to the Company's Form 8-K, filed on January 8, 2013 (File No. 001-13374) and incorporated herein by reference). The First Amendment to Amended and Restated Credit Agreement among the Company, as Borrower, each of

10.12 the Lenders party thereto and Wells Fargo Bank, National Association, as Administrative Agent (filed as

- exhibit 10.1 to the Company's Form 8-K, filed on June 3, 2013 (File No. 001-13374) and incorporated herein by reference).
- 10.13 Form of Amendment to Employment Agreement (filed as exhibit 10.1 to the Company's Form 8-K, filed on June 19, 2013 (File No. 001-13374) and incorporated herein by reference).
- 10.14 Form of Addendum to Restricted Stock Agreement (filed as exhibit 10.2 to the Company's Form 8-K, filed on June 19, 2013 (File No. 001-13374) and incorporated herein by reference).

The Second Amendment to Amended and Restated Credit Agreement among the Company, as Borrower, each 10.15 of the Lenders party thereto and Wells Fargo Bank, National Association, as Administrative Agent (filed as

exhibit 10.1 to the Company's Form 8-K, filed on August 28, 2013 (File No. 001-13374) and incorporated herein by reference).

Form of Time-Based Restricted Stock Agreement for John P. Case dated September 3, 2013 (filed as exhibit

- 10.16 10.7 to the Company's Form 10-Q, for the guarter ended September 30, 2013 (File No. 001-13374) and incorporated herein by reference).
- Form of Performance-Based Restricted Stock Agreement for John P. Case dated September 26, 2013 (filed as 10.17 exhibit 10.8 to the Company's Form 10-Q, for the guarter ended September 30, 2013 (File No. 001-13374) and incorporated herein by reference).

The Third Amendment to Amended and Restated Credit Agreement among the Company, as Borrower, each of

- 10.18 the Lenders party thereto and Wells Fargo Bank, National Association, as Administrative Agent (filed as exhibit 10.1 to the Company's Form 8-K, filed on October 29, 2013 (File No. 001-13374) and incorporated herein by reference).
- 10.19 Severance Agreement for Gary M. Malino (filed as exhibit 10.2 to the Company's Form 10-Q, filed on
- October 30, 2014 and incorporated herein by reference).
- 10.20 Amended and Restated Form Indemnification Agreement, between the Company and each executive officer and each director of the Board of Directors of the Company (filed as exhibit 10.1 to the Company's Form 8-K,

filed on October 30, 2014 and incorporated herein by reference).

10.21 Form of Performance Share Award Agreement (filed as exhibit 10.1 to the Company's Form 10-Q, filed on April 30, 2015 and incorporated herein by reference).

Dividend Reinvestment and Stock Purchase Plan (filed pursuant to Rule 424(b)(5) under the Securities Act of

- 10.22 <u>1933, as amended, on February 23, 2015, as a prospectus supplement to the Company's prospectus dated</u> February 22, 2013 (File No. 333-186788) and incorporated herein by reference).
- Dividend Reinvestment and Stock Purchase Plan (filed pursuant to Rule 424(b)(5) under the Securities Act of 10.23 1933, as amended, on July 30, 2015, as a prospectus supplement to the Company's prospectus dated
- February 22, 2013 (File No. 333-186788) and incorporated herein by reference). 10.24 Form of Restricted Stock Agreement (filed as exhibit 10.30 to the Company's Form 10-K for the year ended
- 10.24 Form of Restricted Stock Agreement (filed as exhibit 10.30 to the Company's Form 10-K for the year ended December 31, 2015 and incorporated herein by reference).
- 10.25 Form of Restricted Stock Unit Award Agreement (filed as exhibit 10.31 to the Company's Form 10-K for the year ended December 31, 2015 and incorporated herein by reference).
- 10.26 Form of Second Amendment to Employment Agreement (filed as exhibit 10.32 to the Company's Form 10-K for the year ended December 31, 2015 and incorporated herein by reference).
- 10.27 First Amendment to Realty Income Corporation 2012 Incentive Award Plan. (filed as exhibit 10.33 to the Company's Form 10-K, filed on February 23, 2017 and incorporated herein by reference).
- 10.28 Second Amendment to Realty Income Corporation 2012 Incentive Award Plan (filed as exhibit 10.1 to the Company's Form 8-K, filed on February 17, 2017 and incorporated herein by reference).
- Amended and Restated Employment Agreement dated February 14, 2017 between the Company and John P. 10.29 Case (filed as exhibit 10.2 to the Company's Form 10-Q for the period ended March 31, 2017 and incorporated
- herein by reference). Form of Performance Share Award Agreement (filed as avhibit 10.3 to the Company's Form 10 O for the
- 10.30 Form of Performance Share Award Agreement (filed as exhibit 10.3 to the Company's Form 10-Q for the quarter ended March 31, 2017 and incorporated herein by reference).
- 10.31 Severance Agreement and General Release for John P. Case dated October 16, 2018 (filed as exhibit 10.1 to the Company's Form 8-K, filed on October 17, 2018 and incorporated herein by reference).

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10.32	Credit Agreement dated October 24, 2018 (filed as exhibit 10.1 to the Company's Form 8-K, filed on October 26, 2018 and incorporated herein by reference).
10.33	Realty Income Executive Severance Plan dated January 15, 2019 (filed as exhibit 10.1 to the Company's Form 8-K, filed on January 18, 2019 and incorporated herein by reference).
10.34	Form of Participation Agreement to Realty Income Executive Severance Plan dated January 15, 2019 (filed as exhibit 10.2 to the Company's Form 8-K, filed on January 18, 2019 and incorporated herein by reference).
Subsidiaries o	f the Registrant
*21.1	Subsidiaries of the Company as of February 21, 2019.
Consents of E	xperts and Counsel
*23.1	Consent of Independent Registered Public Accounting Firm.
Certifications	
*31.1	Rule 13a-14(a) Certifications as filed by the Chief Executive Officer pursuant to SEC release No. 33-8212 and 34-47551.
*31.2	Rule 13a-14(a) Certifications as filed by the Chief Financial Officer pursuant to SEC release No. 33-8212 and 34-47551.
*32	Section 1350 Certifications as furnished by the Chief Executive Officer and the Chief Financial Officer pursuant to SEC release No. 33-8212 and 34-47551.
Interactive Da	ta Files
	The following materials from Realty Income Corporation's Annual Report on Form 10-K for the year ended December 31, 2018, formatted in Extensible Business Reporting Language: (i) Consolidated
*101	Balance Sheets, (ii) Consolidated Statements of Income and Comprehensive Income, (iii) Consolidated
	Statements of Stockholders' Equity, (iv) Consolidated Statements of Cash Flows, (v) Notes to
	Consolidated Financial Statements, and (vi) Schedule III Real Estate and Accumulated Depreciation.
* Filed herewi	ith.

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

REALTY INCOME CORPORATION

By: ^{/s/SUMIT} ROY Sumit Roy President, Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

/s/MICHAEL By: Date: February 21, 2019 MCKEE Michael D. McKee Non-Executive Chairman of the Board of Directors /s/KATHLEEN By: Date: February 21, 2019 Ph.D. Kathleen R. Allen, Ph.D. Director By: Date: February 21, 2019 ROY Sumit Roy Director, President, Chief **Executive Officer** (Principal Executive Officer) /s/A. By: IDAR February 21, 2019

CHAPMAN

A. Larry Chapman Director /s/REGINALD By: HDate: February 21, 2019 GILYARD Reginald H. Gilyard Director /s/PRIYA By: CDHER February 21, 2019 HUSKINS Priya Cherian Huskins Director /s/GERARDO By: IDate: February 21, 2019 LOPEZ Gerardo I. Lopez Director /s/GREGORY By: TDate: February 21, 2019 **MCLAUGHLIN** Gregory Τ. McLaughlin Director /s/RONALD By: IDate: February 21, 2019 MERRIMAN Ronald L. Merriman Director By: Date: February 21, 2019 Stephen E. Sterrett Director

/s/PAUL By: M.Date: February 21, 2019 MEURER Paul M. Meurer Executive Vice President, Chief Financial Officer and Treasurer (Principal Financial Officer) /s/SEAN By: P. Date: February 21, 2019 NUGENT Sean P. Nugent Senior Vice President, Controller (Principal Accounting Officer)

<u>Table of Contents</u> REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	nount at Which Period 4, 6 and 7)	Carried at	
Description State Encumbrances (Note 1) (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depre (Note
AerospaceBatesvilleMSEllisvilleMSColumbusOH13,703,817DFWTXAirportTXLufkinTX	4,140,000 — —	917,219,291 920,930,630 19,637,318 37,503,886 15,492,255	 203,037 13,600 			017,219,291 021,133,668 19,637,318 37,517,486 15,492,255	19,380,140 25,273,668 19,637,318 37,517,486 16,082,180	3,360 3,109 511,31
ApparelMesaAZEl CajonCAElk GroveCAElk GroveCAFolsomCAHanfordCALodiCAMantecaCAMorenoCAValleyCARedlandsCASouth LakeCATaboeCA	804,327 3,250,000 2,370,000 562,812 3,153,559 1,565,672 1,654,486 3,006,680 3,446,351	867,013 12,518,083 2,668,492 16,776,852 011,342,375 3,468,215 2,661,260 24,440,141 53,305,084 02,242,430 4,460,201 03,176,091	6,484 89,660 24,266 197,969 340,021 9,750		804,327 3,250,000 2,370,000 562,812 3,153,559 1,565,672 1,654,486 3,006,680 3,446,351	012,607,743 2,692,758 016,776,852 011,342,375 3,468,215 02,661,260	1,492,532 19,537,743 3,497,085 20,026,852 13,712,375 4,031,027 5,814,819 6,005,813 5,157,539 5,589,131 7,906,552 6,295,841	2,291 683,1 23,047 51,984 872,8 669,7 1,103 938,1 730,8 1,122
TahoeCAVacavilleCAManchesterCTDanburyCTDeerfieldBeachFLMelbourneFLCummingGA4,675,000CollinsvilleIL3,570,500GeorgetownKY5,679,500MissoulaMTStatenNYIslandNY	1,299,816 771,660 1,096,861 3,160,000 994,000 2,100,000 675,724 1,922,820 163,100	53,375,574 3,653,539 6,217,688 04,832,848 4,076,554 06,472,785 7,021,479 010,448,325	183,515 367,119 491,514 93,798 1,063,770 	 161 183,005 16,199 	1,299,816 771,660 1,096,861 3,160,000 994,000 2,100,000 675,724 1,922,820 163,100	53,559,089 4,020,818 6,709,202 04,926,645 5,323,328 06,472,785 7,021,854 010,448,325	4,858,905 4,792,478 7,806,063 8,086,645 6,317,328 8,572,785 7,697,578 12,371,145 570,392 7,862,159	948,1 3,080 5,497 1,622 2,931 1,219 1,673 52,490 394,8

Bend Clarksville Jackson The Colony	TN —	4,060,00013,198,790 3,992,886— 381,076 857,261 2,580,0002,214,133	9,498 47,658 70,940 285,298	 19,237 158	4,060,00013,208,288 3,992,88647,658 381,076 947,438 2,580,0002,499,589	17,268,2882,618 4,040,544 4,330 1,328,514 774,1 5,079,589 799,9
Automotive Collision	2					
Service						
Colorado Springs	C0 —	1,085,5602,137,425	_		1,085,5602,137,425	3,222,985 591,2
Denver	со —	480,348 2,127,792	_	_	480,348 2,127,792	2,608,140 562,4
Highlands Ranch	CO —	583,289 2,139,057	_		583,289 2,139,057	2,722,346 1,258
Littleton	CO —	601,388 2,169,898			601,388 2,169,898	2,771,286 1,129
Parker	CO —	868,768 2,653,745	—		868,768 2,653,745	3,522,513 1,384

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description Encumbrance (Note 1) State (Note 2)	^{es} Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Deprea (Note :
Thornton CO —	693,323	1,896,616	_		693,323	1,896,616	2,589,939	1,063,
Fort Myers FL —	1,050,00	01,395,464			1,050,000	1,395,464	2,445,464	
Fort Myers FL —	530,000	955,371			530,000	955,371	1,485,371	116,23
Naples FL —	1,590,00	0918,896			1,590,000	918,896	2,508,896	111,79
Cumming GA —	661,624	1,822,363	25,000		661,624	1,847,363	2,508,987	1,111,
DouglasvilleGA —	679,868	1,935,515			679,868	1,935,515	2,615,383	1,184,
Lilburn GA —	1,150,00	01,670,724	—		1,150,000	1,670,724	2,820,724	
Macon GA —		01,317,435	—		1,400,000	1,317,435	2,717,435	
Morrow GA —	725,948	1,846,315		_	725,948	1,846,315	2,572,263	1,135,
Peachtree City GA —	1,190,38	0689,284	23,610	—	1,190,380	0712,894	1,903,274	442,56
Roswell GA —	1,825,00	01,934,495			1,825,000	1,934,495	3,759,495	540,56
Warner Robins GA —	1,250,00	01,012,258			1,250,000	01,012,258	2,262,258	279,80
Chicago IL —	1,300,00	01,600,000			1,300,000	1,600,000	2,900,000	157,33
Crystal LakeIL —	250,000	1,143,500			250,000	1,143,500	1,393,500	127,69
Grayslake IL —	360,000	1,374,505	5,500		360,000	1,380,005	1,740,005	71,073
Maryville IL —	320,000	882,122	—		320,000	882,122	1,202,122	174,93
Mundelein IL —	478,805	821,195	400,000		478,805	1,221,195	1,700,000	35,407
Naperville IL —	1,090,00	01,596,107			1,090,000	1,596,107	2,686,107	321,88
Oak Lawn IL —	180,000	547,102	—		180,000	547,102	727,102	112,14
Oak Lawn IL —	370,000	1,116,743			370,000	1,116,743	1,486,743	225,19
Orland Park IL —	120,000	1,015,358			120,000	1,015,358	1,135,358	204,76
Schaumburg IL —	435,815	789,188	102,966	10,000	435,815	902,154	1,337,969	23,283
South Holland IL —	80,000	1,548,690	_	—	80,000	1,548,690	1,628,690	312,31
Waukegan IL —	710,000	782,268			710,000	782,268	1,492,268	40,417
Zion IL —	230,000	540,650			230,000	540,650	770,650	27,934
Cedar Lake IN —	300,000	1,037,278			300,000	1,037,278	1,337,278	164,23
Gary IN —	100,000	1,875,652			100,000	1,875,652	1,975,652	296,97
Hammond IN —	230,000	1,217,329			230,000	1,217,329	1,447,329	192,74
Highland IN —	390,000	910,537	—		390,000	910,537	1,300,537	144,16
Florence KY —	350,000	1,150,428			350,000	1,150,428	1,500,428	120,79
Ann Arbor MI —	680,000	1,433,382			680,000	1,433,382	2,113,382	-
Clawson MI —	220,000	517,432	—		220,000	517,432	737,432	83,651

Clinton Township	MI	—	480,000	3,578,405	_		480,000	3,578,405	4,058,405542,72
Livonia	MI		317,728	1,035,971	71,852	_	317,728	1,107,822	1,425,550167,48
Novi	MI	_	530,000	2,092,323	_	_	530,000	2,092,323	2,622,323317,33
Rochester Hills	MI	_	280,000	1,179,451	_		280,000	1,179,451	1,459,451178,88
Sterling Heights	MI	_	480,000	1,920,459	_	_	480,000	1,920,459	2,400,459233,65
Warren	MI		300,000	746,229			300,000	746,229	1,046,229113,17
Washington	MI		240,000	474,241			240,000	474,241	714,241 76,669
Wayne	MI		190,000	1,009,116			190,000	1,009,116	1,199,116163,14
Woodhaven	MI		170,000	1,148,368			170,000	1,148,368	1,318,368185,65

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		Initial C	Cost to Company	Cost Capitaliz Subsequent to Acquisition		Close of	mount at Which Period 4, 6 and 7)	Carried at	;
Description (Note 1)	State Encumbrance: (Note 2)	^{:S} Land	Buildings, Improvements and Acquisition Fees	S Improvement	Carrying ts Costs	Land	Buildings, Improvements and Acquisition Fees		Accur Depre (Note
Ham Lake Stillwater	MN — MN —	192,610 656,250	1,930,958 1,218,901	 187,158		192,610 656,250	1,930,958 1,406,059	2,123,568 2,062,309	
Olive Branch	MS —	350,000	1,965,718			350,000	1,965,718	2,315,718	589,98
Cary Durham Wilmington Las Vegas	NC — NC — NC — NC — NV —	610,389 680,969 378,813 720,000	1,492,235 1,323,140 1,150,679 1,660,100	 1,050,000		610,389 680,969 378,813 720,000	1,492,235 1,323,140 1,150,679 2,710,100	2,102,624 2,004,109 1,529,492 3,430,100	668,18 618,49
Huber Heights	ОН —	160,000	799,843	_		160,000	799,843	959,843	81,317
Heights Moraine Bartlett Nashville Riverton Salt Lake City	OH — TN — TN — UT — UT —	648,526 1,830,000 1,100,000	873,745 1,960,733 02,263,339 01,576,390 01,598,391		 	1,830,000 1,100,000	873,745 1,960,733 02,263,339 01,576,390 01,598,391	1,043,745 2,609,259 4,093,339 2,676,390 4,498,391	1,101, 357,11 365,23
Automotive Parts & Accessories Birmingham Brent Flomaton Harvest Hoover Millbrook Montgomery Red Bay Cabot San Luis Tucson Grass Valley Sacramento Colorado Springs	al — AZ — AZ — AZ — AZ — AYCA —	863,921 108,000 254,465 192,267 267,787 287,508 194,250 325,000 210,000	1,113,660 808,163 1,537,832 1,269,964 518,741 502,350 1,156,806 595,578 694,650 431,434	 174,419 59,819 37,463 	 84 	355,823 361,067 90,000 744,737 863,921 108,000 254,465 192,267 267,787 287,508 194,250 325,000 210,000 520,000	660,814 1,113,660 808,163 1,537,832 1,269,964 693,160 562,252 1,156,806 633,041 694,650 431,434 384,955 466,419 922,073	625,684 709,955	46,403 181,83 366,51 52,915 512,01 427,09 48,200 121,99 147,03 431,43 384,95 466,41

Denver	CO —	141,400 314,056		82	141,400 314,138	455,538 314,13
Denver	CO —	315,000 699,623		161	315,000 699,785	1,014,785699,78
Littleton	CO —	252,925 561,758	_	53	252,925 561,811	814,736 561,81
Smyrna	DE —	232,273 472,855	15,774		232,273 488,629	720,902 395,26
Apopka	FL —	820,000 1,115,761	_	_	820,000 1,115,761	1,935,761247,32
Deerfield Beach	FL —	475,000 871,738	2,420	_	475,000 874,158	1,349,158690,97
Jacksonville	e FL —	330,000 1,196,260	_	_	330,000 1,196,260	1,526,260121,62
Kissimmee	FL —	1,000,0001,169,792			1,000,0001,169,792	2,169,792259,30
Kissimmee	FL —	580,290 1,290,608	_	_	580,290 1,290,608	1,870,898225,85
Merritt Island	FL —	309,652 482,459	44,387	21,831	309,652 548,676	858,328 470,49
Atlanta	GA —	652,551 763,360	27,163	45,249	652,551 835,772	1,488,323646,21
Breman	GA —	405,663 1,251,211	_		405,663 1,251,211	1,656,87452,134

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	Initial Compa	Cost to ny	Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1) State Encumbrance (Note 2)	²⁸ Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accum Deprec (Note 5
Bremen GA — Byron GA —		0807,036 2868,859	_		-)807,036 2868,859	1,197,036 1,228,471	44,387 186,805
Council Bluffe IA —	194,35	5431,668	_		194,355	5431,668	626,023	431,668
BluffsINDes MoinesIAWest BranchIABoiseIDMoscowIDQuincyILChicagoILChicagoILChicagoILChicagoILJolietIL1L1,244,943AvonINBrazilINChestertonINGriffithINIndianapolisINIndianapolisINPlainfieldINPrincetonINVincennesINHutchinsonKSKansas CityKSWichitaKSWichitaKS	441,273 969,797 158,400 117,250 358,433 760,000 270,000 490,000 723,566 580,000 183,955 293,382 343,775 243,422 540,000 148,90 453,643 134,209 185,312 220,297 246,622 340,943	3981,424 719,896,576 0351,812 0260,417 8763,572 01,483,800 01,639,501 01,533,006 72,571,856 01,232,866 2453,831 2708,842 8830,602 2541,389 0730,133 1645,660 5908,485 9560,113 2489,779 7545,701 3525,376 5726,307			441,273 969,797 158,400 117,250 358,438 760,000 270,000 490,000 723,567 580,000 183,952 293,382 343,778 243,422 540,000 148,901 453,645 134,209 185,312 220,297 246,623 340,945	3981,424 22,359,754 357,240 357,240 3260,417 3763,572 1,497,125 1,695,501 1,546,663 2,571,856 1,232,866 230,047 2708,842 830,602 2565,780 0730,133 912,599 5998,128 0571,351 2520,103 2545,701 3525,376 3726,307	1,422,697 23,329,55 515,640 377,667 1,122,010 2,257,125 1,965,501 2,036,663 3,295,423 1,812,866 713,999 1,002,224 1,174,380 809,202 1,270,133 1,061,500 1,451,773 705,560 705,415 765,998 771,999 1,067,252	197,92 15,163,3 357,240 260,41 21,635 244,768 275,430 251,469 612,959 76,027 380,54 150,038 175,81 114,03 59,628 765,604 808,075 446,972 402,240 15,462 14,886 20,579
Wichita KS — Kansas City KS — Grayson KY —	222,000	0486,726 0455,881 71,103,972	 		222,000)486,726)474,620 / 1,103,972	715,206 696,620 1,587,579	13,791 474,620 45,999
Harrodsburg KY — Hazard KY — Lawrenceburg KY — Lexington KY — Paris KY —	262,043 438,297 272,223 475,04 250,000	81,029,125 71,351,866 81,069,102 11,056,527 01,158,644			262,048 438,297 272,228 475,041	31,029,125 71,351,866 31,069,102 1,056,527 01,158,644	1,291,173 1,790,163 1,341,330 1,531,568 1,408,644	204,110 56,328 208,475 149,675 106,209
Scottsville KY —	503,473	31,039,640	_	_	503,473	31,039,640	1,543,113	247,78

Stanford	КҮ —	293,6861,153,374	 	293,6861,153,374	1,447,060 213,374
		, , ,			
Abbeville	LA —	243,413724,139	 	243,413724,139	967,552 20,517
Opelousas	LA —	325,750693,938	 	325,750693,938	1,019,688 19,662
Jena	LA —	515,6081,110,356	 _	515,6081,110,356	1,625,964 46,265
Jonesboro	LA —	377,4281,164,124	 	377,4281,164,124	1,541,552 48,505
Kaplan	LA —	232,224911,999	 	232,224911,999	1,144,223 177,840
Lafayette	LA —	740,4441,528,968	 	740,4441,528,968	2,269,412 364,404

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	Initial (Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 5, 4, 6 and 7)	h Carried	
Description Encumbrance (Note 1) (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumulat Depreciatio (Note 5)
LafayetteLA—ManyLA—RayvilleLA—SlidellLA—SulphurLA—SulphurLA—WestLA—MonroeLA—WinnfieldLA—AlmaMI—AlmaMI—FlushingMI—FlushingMI—RockfordMI—SaginawMI—SaginawMI—St. JohnsMI—SturgisMI—	404,922 545,926 629,335 290,047 462,715 483,489 155,000 187,704 496,691 367,724 265,000 870,632 558,997 948,826 859,956 201,681 109,558	3550,274			404,922 545,926 629,335 290,047 462,715 483,489 155,000 187,704 496,691 367,724 265,000 870,632 558,997 948,826 859,956 201,681 109,558	1,248,926 1,074,026 1,299,536 713,610 1,394,603 1,103,701 616,104 737,155 1,104,676 817,846 707,262 1,726,400 1,810,664 1,959,264 1,776,128 833,276 560,639	1,899,661 1,653,848 1,619,952 1,928,871 1,003,657 1,857,318 1,587,190 771,104 924,859 1,601,367 1,185,570 972,262 2,597,032 2,369,661 2,908,090 2,636,084 1,034,957 670,197	52,039 44,751 309,723 153,390 332,380 45,988 481,929 99,516 215,412 151,301 568,089 411,459 431,476 466,958 423,247 111,135 448,697
Waterford MI — St. Peters MO — Crystal a — MS —	469,776	2,056,657 51,044,816 1,061,859	53,844 		469,776		3,106,492 1,514,592 1,576,093	193,291
SpringsNDHorn LakeMSRichlandMSNCMSVicksburgMSBiscoeNCHarrisburgNCStatesvilleNCLincolnNEKearneyNEOmahaNEOmahaNEArtesiaNMBloomfieldNM	142,702 243,565 631,900 340,000 680,000 503,371 345,046 236,000 196,000 199,100 400,000	2514,779 5558,645 01,304,832 01,012,799 0813,119 1,288,415 5735,044 0784,246 0435,321 0412,042 0807,227 31,143,268	66,008 10,302 	 32 32 	142,702 243,565 631,900 340,000 680,000 503,371 345,046 236,000 196,000 199,100 400,000	580,787 568,947 1,304,832 1,012,799 813,119 1,288,415 735,044 784,246 435,354 412,074 807,227	723,489	432,727 433,629 310,985 99,592 180,241 53,684 20,826 32,677 435,354 412,074 178,935

Las Cruces	s NM —	370,0001,010,676	_		370,0001,010,676	1,380,676224,033
Rio Ranch	oNM —	211,577469,923			211,577469,923	681,500 469,923
Santa Fe	NM —	550,7751,224,964			550,7751,224,964	1,775,739255,201
Fernley	NV —	300,0001,027,155	_		300,0001,027,155	1,327,155227,686
Las Vegas	NV —	161,000357,585	260,000		161,000617,585	778,585 611,714
Dunkirk	NY —	631,3751,303,749			631,3751,303,749	1,935,124310,727
Akron	ОН —	264,619588,531			264,619588,531	853,150 83,375
Canton	ОН —	396,560597,553		25,452	396,560623,005	1,019,565499,569

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accum Depreci (Note 5
Centerville	ОН		601,408	758,192	9,017	38,193	601,408	805,402	1,406,810)647,907
	OH		240,000	705,447	43,393	_	240,000	748,840	988,840	
Hamilton	OH		183,000	515,727	6,508		183,000	522,235	705,235	411,265
Middlefield	OH		258,980	1,017,075			258,980	1,017,075	1,276,055	5184,769
Mt. Orab	OH		360,434	1,111,707			360,434	1,111,707	1,472,141	46,321
New Lexington	ОН		290,000	955,997	9,544	_	290,000	965,541	1,255,541	91,317
-	OH		212,325	1,026,562			212,325	1,026,562	1,238,887	7210,445
	OH		130,000	1,562,052			130,000	1,562,052	1,692,052	
Toledo	OH		140,000	1,059,979			140,000	1,059,979	1,199,979	
Waverly	OH		176,895	694,710	5,225		176,895	699,935	876,830	94,276
Tulsa	OK		262,685	559,592			262,685	559,592	822,277	15,855
Del City	OK		634,664	1,178,662			634,664	1,178,662	1,813,326	5284,843
Oklahoma City	OK		602,052	1,118,096		_	602,052	1,118,096	1,720,148	3259,026
Albany	OR		152,250	338,153		58	152,250	338,211	490,461	338,211
Beaverton	OR		210,000	466,419		58	210,000	466,476	676,476	466,476
Portland	OR		190,750	423,664		58	190,750	423,721	614,471	423,721
Portland	OR		147,000	326,493		58	147,000	326,551	473,551	326,551
Salem	OR		136,500	303,170		58	136,500	303,228	439,728	303,228
Butler	PA		339,929	633,078	47,758		339,929	680,836	1,020,765	5550,389
Carnegie	PA		260,000	1,208,582	116,847		260,000	1,325,429	1,585,429	9118,966
Dover	PA		265,112	593,341	7,926		265,112	601,266	866,378	488,782
Enola	PA		220,228	546,026	11,416	172	220,228	557,614	777,842	448,741
Hanover	PA		132,500	719,511	9,982		132,500	729,492	861,992	563,561
Harrisburg	PA		327,781	608,291	10,681	172	327,781	619,143	946,924	506,341
Harrisburg	PA		283,417	352,473	10,519	172	283,417	363,164	646,581	289,877
Lancaster	PA		199,899	774,838	143,397		199,899	918,234	1,118,133	3665,074
Lebanon	PA		360,751	802,338	23,614		360,751	825,952	1,186,703	3141,413
New Castle	PA		180,009	525,774	91,802		180,009	617,576	797,585	499,600
Reading	PA		379,000	658,722	43,750	—	379,000	702,472	1,081,472	2538,190
Guayama	PR	939,579	874,937	1,806,689		—	874,937	1,806,689	2,681,626	5430,594
Humacao	PR	1,432,858	1,161,891	2,399,229		_	1,161,891	2,399,229	3,561,120)571,816
Ponce	PR	1,714,732	1,321,292	2,728,382		_	1,321,292	22,728,382	4,049,674	1650,265
San Juan	PR	1,432,858	1,158,525	2,392,278		_	1,158,525	52,392,278	3,550,803	3570,160

Cheraw	SC		330,016	1,146,257	_	 330,016	1,146,257	1,476,27347,761
Chester	SC	_	132,006	518,420	79,252	 132,006	597,673	729,679 100,309
Columbia	SC	_	474,027	1,427,348		 474,027	1,427,348	1,901,375340,184
Gaston	SC		250,000	956,334		 250,000	956,334	1,206,33497,227
Manning	SC		260,000	999,132		 260,000	999,132	1,259,13298,248
Winnsboro	SC		90,000	921,541		 90,000	921,541	1,011,54193,690
York	SC		198,409	779,197		 198,409	779,197	977,606 141,554
Arlington	TN		381,083	707,726		 381,083	707,726	1,088,809171,034
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			Initial C Compan		Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	h Carried	
Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Columbia	TN	_	273,120)431,716	53,058	_	273,120)484,774	757,894	339,557
Decatur	TN		-		4,000		-)884,938	1,064,938	-
Erwin	TN		-	989,778			-	1989,778	1,646,102	
McKenzie	TN		-	21,086,828			-	21,086,828	1,321,330	-
Cleburne	ΤX		-	671,638			-	671,638	986,919	-
Denison	ΤX			557,694				1557,694	819,488	-
Gainesville				2804,280			-		1,074,632	
Grand Prairie	TX			9795,401	_		,	9795,401	1,168,780	
Houston	ΤX		385,834	821,933			385,834	4821,933	1,207,767	23.288
Hurst	TX		-	0667,669			-	9667,669	981,088	
Marshall	TX		-	3615,668			-	3615,668	904,676	,
McAllen	TX		-	725,546			-	725,546	1,066,133	
McKinney	TX		-	9758,547			-	9758,547	1,114,626	
Mission	TX		-	719,482			-	719,482	1,057,223	
Mt. Pleasant				3660,431	_		-	3660,431	882,429	
Palestine	TX		-	680,759			-	680,759	909,590	
Pasadena	TX			805,444				3805,444	1,183,537	
San Antonio			-	856,374		_	-	856,374	1,185,557	
San Antonio			-	0774,421	_	_	,)774,421	1,137,951	
Sulphur				·			,	,		
Springs	ТΧ		270,623	805,086		—	270,623	3805,086	1,075,709	22,811
Terrell	ΤХ		310 622	2672,072			310 622	2672,072	982,694	19.042
Tyler	TX		-)592,154)592,154	870,124	-
Tyler	TX			5854,042			-	5854,042	1,254,948	-
Waxahachie				712,793			-	1712,793	1,047,394	
Weatherford				5701,919			,	5701,919	1,031,415	,
Wichita				,			,	,		-
Falls	ТΧ		295,353	629,185		—	295,353	3629,185	924,538	17,827
Wichita										
Falls	ΤX		313,364	667,554		—	313,364	1667,554	980,918	18,914
Wichita										
Falls	ΤX		662,512	2685,201			662,512	2685,201	1,347,713	19,414
Alpine	ΤХ		260 251	1,081,899			260 251	1,081,899	1,342,150	145 070
Brownsville			-	881,737			-	11,081,899	1,342,130	
DIOWIISVIIIC	IΛ		517,574	001,737			517,574	1001,757	1,399,111	50,759

Carrizo	ТХ —	418 555 1 200 072		418 555 1 200 072	1 700 527 52 701
Springs	1.4 —	418,5551,290,972		 418,5551,290,972	1,709,52753,791
Castroville	ТХ —	520,3441,187,835		 520,3441,187,835	1,708,17949,493
Channelviev	wTX —	483,8041,168,921	—	 483,8041,168,921	1,652,725251,318
Cotulla	ТХ —	379,438978,336	—	 379,438978,336	1,357,77440,764
Dallas	ТХ —	562,6121,251,290	_	 562,6121,251,290	1,813,902223,147
Denton	ТХ —	368,6351,047,327	_	 368,6351,047,327	1,415,962214,702
Edinburg	ТХ —	320,000963,916	_	 320,000963,916	1,283,916213,668
Fabens	ТХ —	496,6121,133,658	_	 496,6121,133,658	1,630,27047,236
George Wes	stTX —	316,261913,885	_	 316,261913,885	1,230,14638,079
Grand	\mathbf{TV}	574 5741 277 806	1 155	574 5741 270 251	1 952 025 210 500
Prairie	ТХ —	574,5741,277,896	1,455	 574,5741,279,351	1,853,925219,509
Hallettsville	е ТХ —	237,572932,999	18,920	 237,572951,919	1,189,491196,847

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Initial Cost to Company	Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description State Encumbrance (Note 1) State (Note 2)	Buildings, Improvement Land and Acquisition Fees	s Improvement	Carrying SCosts	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
HoustonTX—KatyTX—LaredoTX—LytleTX—RichmondTX—Rio GrandTX—CityTX—RomaTX—San BenitoTX—SchulenburgTX—SlatonTX—BellevueWA—BellevueWA—BellinghamWA—EastWA—KentWA—MosesLakeWARentonWA—SilverdaleWA—TacomaWA—VancouverWA—VancouverWA—VancouverWA—ViroquaWI—	702,3261,017,275 558,6841,242,555 807,0441,498,795 422,1841,302,167 441,2541,253,642 546,922817,101 200,0001,004,538 449,015998,643 467,0011,026,340 458,8681,047,498 366,287814,648 185,500411,997 168,000373,133 148,400329,602 199,500443,098 199,500443,091 138,600307,831 185,500412,003 162,400360,697 183,808419,777 191,800425,996 196,000435,324 180,250400,343 168,000373,135 130,000751,418			558,684 807,044 422,184 441,254 546,922 200,000 449,015 467,001 458,868 366,287 185,500 168,000 148,400 199,500 138,600 185,500 162,400 183,808 191,800 196,000 180,250 168,000 130,000	41,302,167 41,253,642 2817,101 01,004,538 5998,643 11,026,340 31,047,498 7841,598 0412,103 0373,239 0329,709 0443,204 0443,198 0307,938 0412,110 0360,804 8419,883 0426,102 0435,431 0400,400 0373,193 0751,418	478,109 642,704 642,698 446,538 597,610 523,204 603,691 617,902 631,431 580,650 541,193 881,418	9225,731 9362,209 154,257 6261,176 334,046 8222,673 8208,051 142,764 643,646 5115,733 412,103 373,239 329,709 443,204 443,198 307,938 412,110 360,804 419,883 426,102 435,431 400,400 373,193 169,069
WausauWIKenovaWVNutter FortWVOak HillWV	499,1591,138,765 407,3191,339,866 380,000723,892 388,5401,198,398	6,800 — 40,697 —		407,319 380,000	91,145,565 91,339,866 9764,589 91,198,398	1,644,724 1,747,185 1,144,589 1,586,938	555,828 961,711
Automotive Service Flagstaff AZ —	144,821417,485	8,150	36	144,821	425,671	570,492	348,013

Mesa	AZ —	210,620475,072	_	 210,620475,072	685,692 315,919
Phoenix	AZ —	189,341546,984	_	 189,341546,984	736,325 363,745
Phoenix	AZ —	384,608279,824		 384,608279,824	664,432 186,081
Sierra Vista	a AZ —	175,114345,508		 175,114345,508	520,622 229,761
Tucson	AZ —	226,596437,972		 226,596437,972	664,568 291,249
Bakersfield	CA —	65,165 206,927		 65,165 206,927	272,092 137,605
Bakersfield	CA —	940,0001,463,025		 940,0001,463,025	2,403,025104,850
Bakersfield	CA —	980,0001,487,009		 980,0001,487,009	2,467,009106,569
Bakersfield	CA —	860,0001,926,663		 860,0001,926,663	2,786,663138,078

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Cost Ca	oitalized
Initial Cost to Company Subseque	ent to
Acquisiti	on

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description (Note 1)	¹ State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accun Deprec (Note 5
Bakersfield	I CA	_	890,000	1,134,618			890,000	1,134,618	2,024,618	381,314
Bakersfield	I CA		1,330,000	02,443,052			1,330,000)2,443,052	3,773,052	2134,36
Chula Vista	a CA		313,293	409,654	26,019	177	313,293	435,850	749,143	374,26
Dublin	CA	_	415,620	1,153,928	_		415,620	1,153,928	1,569,548	3767,36
Folsom	CA		471,813	325,610	_		471,813	325,610	797,423	216,52
Indio	CA		264,956	265,509	_		264,956	265,509	530,465	176,56
Lancaster	CA		730,000	1,462,400	_		730,000	1,462,400	2,192,400)104,80
Los Angele	esCA	_	580,446	158,876	_		580,446	158,876	739,322	105,65
Oxnard	CA	_	186,980	198,236	_		186,980	198,236	385,216	131,82
Palmdale	CA	_	1,010,000	02,313,240	_		1,010,000	02,313,240	3,323,240)165,78
Simi Valley	y CA		213,920	161,012	_		213,920	161,012	374,932	107,07
Stockton	CA		1,395,822	22,882,282	_		1,395,822	22,882,282	4,278,104	1686,94
Vacaville	CA		,	284,931	_		358,067	284,931	642,998	189,47
Aurora	CO		231,314	430,495	_	115	231,314	430,610	661,924	194,55
Broomfield	l CO	—	154,930	503,626	—	2,667	154,930	506,294	661,224	453,35
Colorado Springs	CO		1,700,706	52,042,960			1,700,706	52,042,960	3,743,666	510,215
Denver	CO		79,717	369,587		79	79,717	369,666	449,383	369,66
Denver	CO		239,024	444,785		115	239,024	444,900	683,924	201,00
Lakewood	CO		70,422	132,296			70,422	132,296	202,718	59,754
Thornton	CO		276,084	415,464		316	276,084	415,779	691,863	365,00
Cheshire	CT		531,812	545,860			531,812	545,860	1,077,672	220,925
Southington	n CT	_	225,882	672,910	_	172	225,882	673,082	898,964	579,88
Vernon	CT		81,529	300,518			81,529	300,518	382,047	198,84
Jacksonvill	eFL	_	76,585	355,066	28,668	178	76,585	383,912	460,497	363,88
Miami Gardens	FL		163,239	262,726		_	163,239	262,726	425,965	173,83
Orange Cit	y FL	_	99,613	139,008	_		99,613	139,008	238,621	92,438
Atlanta	GA	_	309,474	574,737	_		309,474	574,737	884,211	202,11
Bogart	GA		66,807	309,733			66,807	309,733	376,540	309,73
Duluth	GA		222,275	316,925	2,288	89	222,275	319,301	541,576	267,33
Duluth	GA		290,842	110,056			290,842	110,056	400,898	73,185
Kennesaw	GA	_	266,865	139,425	_		266,865	139,425	406,290	92,716
Marietta	GA		69,561	346,024	_	41	69,561	346,065	415,626	346,06
Norcross	GA		244,124	151,831			244,124	151,831	395,955	100,96

Norcross	GA		503,773	937,121	39,032		503,773	976,153	1,479,926	5484,58
Riverdale	GA		58,444	270,961			58,444	270,961	329,405	270,96
Snellville	GA	_	253,316	132,124		_	253,316	132,124	385,440	87,861
Tucker	GA	_	78,646	364,625	32,603	3,258	78,646	400,485	479,131	383,55
Marietta	GA		60,900	293,461	67,871		60,900	361,332	422,232	339,92
Arlington Hts	IL	_	441,437	215,983	_		441,437	215,983	657,420	143,62
Chicago	IL		329,076	255,294		_	329,076	255,294	584,370	169,76
Westcheste	r IL		421,239	184,812			421,239	184,812	606,051	122,89

		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	nount at Which Period 4, 6 and 7)	Carried a	t
Description (Note 1)	State Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depre (Note
Anderson	IN —	232,170 231,384	385,661		179 130	232,170	385,840	618,010	324,7
Indianapolis Michigan	IIN —	231,384	428,307		150	231,384	428,437	659,821	382,0
Michigan City	IN —	389,573	297,650			389,573	297,650	687,223	197,9
Warsaw	IN —	140,893	228,116			140,893	228,116	369,009	151,6
Topeka	KS —	32,022	60,368			32,022	60,368	92,390	27,26
Wichita	KS —	787,377	1,463,936	78,745	70,913	787,377	1,613,594	2,400,971	770,6
Wichita	KS —	550,000	1,103,825			550,000	1,103,825	1,653,825	557,03
Louisville	КҮ —	56,054	259,881		12	56,054	259,893	315,947	259,8
East Wareham	MA —	149,680	278,669			149,680	278,669	428,349	185,3
Fairhaven	MA —	138,957	289,294			138,957	289,294	428,251	192,3
Gardner	MA —	138,990	289,361			138,990	289,361	428,351	192,4
Hyannis	МА —	180,653	458,522			180,653	458,522	639,175	303,3
Lenox	МА —	287,769	535,273			287,769	535,273	823,042	423,7
Newburyport		274,698	466,449			274,698	466,449	741,147	308,6
North Reading	MA —	180,546	351,161	_	_	180,546	351,161	531,707	233,5
Orleans	МА —	138,212	394,065			138,212	394,065	532,277	262,0
Teaticket	MA —	191,302	340,539			191,302	340,539	531,841	226,4
Aberdeen	MD —	223,617	225,605			223,617	225,605	449,222	149,2
Bethesda	MD —	282,717	525,928			282,717	525,928	808,645	237,5
Capitol Heights	MD —	534,854	219,979		_	534,854	219,979	754,833	146,2
Clinton	MD —	70,880	328,620	11,440		70,880	340,060	410,940	337,2
Lexington Park	MD —	103,796	335,288		_	103,796	335,288	439,084	222,9
Kalamazoo	MI —	389,549	296,975			389,549	296,975	686,524	197,4
Portage	MI —	400,297	286,441			400,297	286,441	686,738	190,4
Southfield	MI —	275,952	350,765	_		275,952	350,765	626,717	233,2
Troy	MI —	214,893	199,299			214,893	199,299	414,192	132,5
•	MN —	203,338	258,626		_	,	258,626	461,964	171,1
Independence			233,152	4,467	3,958	205,550		539,218	213,9
Arden	NC -	-	1,290,755			-)1,290,755	2,300,755	
Asheville	NC — NC —	441,746				441,746			
ASIEVIIIE	nc —	++1,/40	242,303	_	_	441,/40	242,303	004,311	161,3

Asheville	NC ·	 838,421	1,558,792	480	27,477	838,421	1,586,749	2,425,170	0763,0
Asheville	NC ·	 960,000	1,314,406			960,000	1,314,406	2,274,406	567,91
Concord	NC ·	 237,688	357,976	6,863	26	237,688	364,865	602,553	294,8
Durham	NC ·	 55,074	255,336		647	55,074	255,983	311,057	255,9
Durham	NC ·	 354,676	364,603	64,000	12	354,676	428,615	783,291	330,6
Fayetteville	NC ·	 224,326	257,733		131	224,326	257,865	482,191	217,0
Greensboro	NC ·	 286,068	244,606			286,068	244,606	530,674	162,6
Matthews	NC ·	 295,580	338,472	17,484	16,095	295,580	372,050	667,630	294,8
Pineville	NC ·	 254,460	355,630	50,770	23	254,460	406,424	660,884	305,5
Raleigh	NC ·	 89,145	413,301			89,145	413,301	502,446	413,3
Raleigh	NC ·	 398,694	263,621			398,694	263,621	662,315	223,6

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

Centerville OH —

305,000 420,448

		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of l	nount at Which Period 4, 6 and 7)	Carried at	t
Description (Note 1)	State Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
Salisbury	NC —	235,614	150,592		_	235,614	150,592	386,206	100,14
Weaverville		470,000	1,595,752			470,000	1,595,752	2,065,752	-
Lincoln	NE —	-	316,958	_		337,138	316,958	654,096	
	NJ —	463,808	862,240	_		463,808	862,240	1,326,048	-
Edison	NJ —	448,936	238,773			448,936	238,773	687,709	158,78
Glassboro	NJ —	182,013	312,480			182,013	312,480	494,493	206,75
Hamilton		-							
Square	NJ —	422,477	291,555			422,477	291,555	714,032	193,88
Randolph	NJ —	452,629	390,163			452,629	390,163	842,792	259,45
Trenton	NJ —	265,238	298,167			265,238	298,167	563,405	198,27
West		203,230	290,107			205,250	290,107	505,105	
Deptford	NJ —	212,788	320,283	_		212,788	320,283	533,071	212,98
Westfield	NJ —	705,337	288,720			705,337	288,720	994,057	191,99
Albuquerque		231,553	430,026	_		231,553	430,026	661,579	151,22
· ·	NV —	326,879	359,101			326,879	359,101	685,980	238,80
Las Vegas	NV —	316,441	369,768			316,441	369,768	686,209	245,89
•	NV —	252,169	562,715			252,169	562,715	814,884	374,20
e		-			_	-			
U	NV —		53,624,877	_			53,624,877	5,564,892	
Sparks	NV —	326,813	306,311			326,813	306,311	633,124	203,69
Bethpage	NY —	334,120	621,391			334,120	621,391	955,511	280,66
East Amherst	NY —	260,708	484,788		_	260,708	484,788	745,496	383,78
East	NY —	250,609	466.264		_	250,609	466,264	716,873	369,11
Syracuse									
Freeport	NY —	-	251,894			134,828	251,894	386,722	113,77
Johnson City	/NY —	242,863	451,877			242,863	451,877	694,740	357,72
Queens Village	NY —	242,775	451,749		_	242,775	451,749	694,524	204,04
Riverhead	NY —	143,929	268,795			143,929	268,795	412,724	121,40
West	NV	260 602	400 610			260 602	400 610	760 211	205 51
Amherst	NY —	268,692	499,619	_	_	268,692	499,619	768,311	395,52
Beavercreek	ОН —	205,000	492,538		—	205,000	492,538	697,538	429,32
Canal Winchester	ОН —	443,751	825,491			443,751	825,491	1,269,242	2528,08
	011	205 000	400 440			205 000	400 440	705 440	

725,448 377,70

305,000 420,448

Cincinnati	ОН —	211,185	392,210		 211,185	392,210	603,395	237,28
Cincinnati	ОН —	305,556	244,662		 305,556	244,662	550,218	139,86
Cincinnati	ОН —	589,286	160,932		 589,286	160,932	750,218	91,999
Cincinnati	ОН —	159,375	265,842		 159,375	265,842	425,217	151,97
Cincinnati	ОН —	350,000	300,217	_	 350,000	300,217	650,217	168,62
Cleveland	ОН —	337,593	451,944		 337,593	451,944	789,537	282,46
Cleveland	ОН —	317,308	307,842		 317,308	307,842	625,150	175,98
Columbus	ОН —	71,098	329,627		 71,098	329,627	400,725	329,62
Columbus	ОН —	75,761	351,247		 75,761	351,247	427,008	351,24
Columbus	ОН —	432,110	386,553		 432,110	386,553	818,663	241,59
Columbus	ОН —	466,696	548,133		 466,696	548,133	1,014,829	9342,58
Columbus	ОН —	337,679	272,484	_	 337,679	272,484	610,163	155,77
Columbus	ОН —	190,000	260,162	_	 190,000	260,162	450,162	148,72

			Initial C Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whice of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumu Deprecia (Note 5)
Columbus	ОН		371,429	278,734	_	_	371,429	0278,734	650,163	159,342
Cuyahoga Falls	ОН			271,400		_	253,750	0271,400	525,150	155,150
Dayton	OH		70 000	324,538			70 000	324,538	394,538	324,538
Dayton	OH		-	251,127			-	251,127	600,218	143,560
Dublin	OH		-	428,046	_		-	428,046	865,933	267,528
Fairfield	OH		-	235,024	44,232	3,330	-	3282,586	605,994	229,295
Fairlawn	OH		,	270,150	77,232	5,550	,	232,330	550,150	154,435
Findlay	OH		,	397,004	52,897	16,801	-	5466,703	750,218	342,525
Hamilton	OH		-	413,279	52,897	10,001	-	3413,279	665,887	342,323 356,105
Huber	OH		·	449,381		_)449,381	731,381	394,706
Heights	OH		241 122	114 095			241 122	114 095	255 217	65 210
Lima Marian			-	114,085			-	2114,085	355,217	65,219
Marion	OH		-	275,162			-	275,162	375,162	154,549
Mason	OH		510,990	405,373			310,990	0405,373	716,363	253,357
Mount Vernon	OH			375,357	_	114		375,471	591,586	316,039
Norwalk	OH		-	366,000		114	-	5366,113	566,318	308,162
Parma	OH		-	381,184	—	—	-	5381,184	650,150	217,910
Reynoldsburg	gOH		267,750	497,371			267,750	0497,371	765,121	284,331
Reynoldsburg	gОН		374,000	176,162	_		374,000	176,162	550,162	100,706
Sandusky	OH		264,708	404,011		114	264,708	3404,125	668,833	340,160
Solon	OH		794,305	222,797			794,305	5222,797	1,017,102	2139,248
Springboro	OH		191,911	522,902			191,911	522,902	714,813	455,637
Springfield	OH		320,000	280,217			320,000	280,217	600,217	160,191
Springfield	OH		189,091	136,127	_		189,091	136,127	325,218	77,819
Stow	OH		310,000	415,150			310,000	0415,150	725,150	237,327
Toledo	OH		120,000	230,217			120,000	230,217	350,217	131,607
Toledo	OH		250,000	175,217			250,000	175,217	425,217	100,166
Toledo	OH		-	280,217			,	280,217	600,217	160,191
Toledo	OH			530,217			,	530,217	780,217	303,107
West Chester				768,644			,	768,644	1,215,093	-
Willowick	OH		,	459,774			· ·	459,774	781,121	423,758
Zanesville	OH		-	300,162			-	0300,162	425,162	171,592
Tulsa	OK		-	249,702	_	51	-	3249,754	383,402	112,800
1 1150	0K	_	155,040	277,102		51	155,040	, <u>2</u> ,,,,,, 7	505,702	112,000

Portland	OR —	251,499345,952	_	58	251,499346,010	597,509	224,985
Salem	OR —	337,711253,855		58	337,711253,913	591,624	168,870
Bethel Park	PA —	299,595331,264		114	299,595331,378	630,973	278,935
Bethlehem	PA —	275,328389,067		172	275,328389,239	664,567	327,642
Bethlehem	PA —	229,162310,526		172	229,162310,698	539,860	261,527
Bridgeville	PA —	275,000375,150			275,000375,150	650,150	214,460
Coraopolis	PA —	225,000375,150			225,000375,150	600,150	214,460
Harrisburg	PA —	129,014220,317			129,014220,317	349,331	146,507
Monroeville	PA —	275,000250,150			275,000250,150	525,150	143,002

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Acc Dep (No
North Wales	PA		2,813,873	4,379,809			2,813,873	34,379,809	7,193,682	21,04
Pittsburgh	PA -		378,715	685,374	_	_	378,715	685,374	1,064,089	9443,
Pittsburgh	PA		219,938	408,466			219,938	408,466	628,404	247,
Pittsburgh	PA		175,000	300,150			175,000	300,150	475,150	171,
Pittsburgh	PA		243,750	406,400			243,750	406,400	650,150	232,
Pittsburgh	PA		208,333	416,817			208,333	416,817	625,150	238,
Pittsburgh	PA ·		121,429	303,721			121,429	303,721	425,150	173,
Warminster	PA		319,918	216,999			319,918	216,999	536,917	144,
Wexford	PA		284,375	240,775			284,375	240,775	525,150	137,
York			249,436	347,424		172	249,436	347,595	597,031	292,
Charleston	SC		217,250	294,079	6,700	159	217,250	300,938	518,188	256,
Columbia			267,622	298,594	4,116	_	267,622	302,710	570,332	249,
Greenville			221,946	315,163			221,946	315,163	537,109	267,
Lexington	SC		241,534	342,182			241,534	342,182	583,716	269,
North Charleston	SC		174,980	341,466	14,074	153	174,980	355,692	530,672	286,
Sioux Falls	SD ·		48,833	91,572			48,833	91,572	140,405	41,3
Antioch	TN		400,000	781,228			400,000	781,228	1,181,228	8118,
Athens	TN		760,000	1,068,639			760,000	1,068,639	1,828,639	955,2
Brentwood	TN		305,546	505,728			305,546	505,728	811,274	423,
Columbia	TN		540,000	749,813			540,000	749,813	1,289,813	3113,
Gallatin	TN		720,000	862,737			720,000	862,737	1,582,737	7130,
Hendersonville	TN		175,764	327,096			175,764	327,096	502,860	208,
Hendersonville	TN		680,000	972,437			680,000	972,437	1,652,437	7147,
Hermitage	TN		204,296	172,695			204,296	172,695	376,991	114,
Hermitage	TN		480,000	789,017			480,000	789,017	1,269,017	7119,
Knoxville	TN		1,570,000	1,822,418			1,570,000	1,822,418	3,392,418	894,1
Madison	TN		175,769	327,068			175,769	327,068	502,837	208,
Maryville	TN		1,090,000	1,092,328			1,090,000	1,092,328	2,182,328	856,4
Memphis	TN		108,094	217,079			108,094	217,079	325,173	144,
Memphis	TN		214,110	193,591		_	214,110	193,591	407,701	128,
Memphis	TN		215,017	216,794		_	215,017	216,794	431,811	143,
Mount Juliet	TN		540,000	929,909		_	540,000	929,909	1,469,909	9141,
Murfreesboro	TN		150,411	215,528		_	150,411	215,528	365,939	143,
Murfreesboro	TN		563,164	814,275		—	563,164	814,275	1,377,439	9123,

Murfreesboro	TN —	550,000	851,709		 550,000	851,709	1,401,709129
Nashville	TN —	342,960	227,440	_	 342,960	227,440	570,400 193,
Nashville	TN —	600,000	752,612		 600,000	752,612	1,352,612114,
Nashville	TN —	510,210	792,902	—	 510,210	792,902	1,303,112120,
Nashville	TN —	568,793	822,413		 568,793	822,413	1,391,206124,
Oak Ridge	TN —	750,000	1,030,152		 750,000	1,030,152	1,780,15253,2
Ooltewah	TN —	940,000	1,193,572		 940,000	1,193,572	2,133,57261,6

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Hampton

VA —

460,000 329,113

			Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	nount at Which Period 4, 6 and 7)	Carried a	t
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accum Deprec (Note 5
Smyrna	TN		560,000	874,142	_	_	560,000	874,142	1,434,142	2132,57
Carrollton	ТΧ		174,284	98,623			174,284	98,623	272,907	65,582
Carrollton	ТΧ		177,041	199,088		_	177,041	199,088	376,129	132,39
Copperas Cove	ТΧ	_	820,000	1,069,475	_	_	820,000	1,069,475	1,889,475	5101,60
Dallas	ТΧ		234,604	325,951	12,719	15,373	234,604	354,044	588,648	309,21
Fort Worth	ТΧ		83,530	111,960			83,530	111,960	195,490	74,452
Helotes	ТΧ		1,360,000	1,032,521			1,360,000	1,032,521	2,392,521	153,347
Houston	ТΧ		285,000	369,697		311	285,000	370,008	655,008	313,84
Houston	ТΧ		2,350,000	1,115,798		—	2,350,000	1,115,798	3,465,798	3120,87
Humble	ТΧ		257,169	325,652			257,169	325,652	582,821	216,55
Killeen	ТΧ		710,000	991,863		—	710,000	991,863	1,701,863	
Killeen	ТΧ		210,000	1,596,000			210,000	1,596,000	1,806,000)151,62
Lake Jackson	ТΧ	_	197,170	256,376	_	_	197,170	256,376	453,546	170,48
Lewisville	ТΧ		199,942	324,736			199,942	324,736	524,678	290,63
Lewisville	ТΧ		130,238	207,683			130,238	207,683	337,921	137,41′
Pflugerville	ТΧ		410,000	1,356,656			410,000	1,356,656	1,766,656	5128,88
Temple	ТΧ		530,000	1,453,900			530,000	1,453,900	1,983,900)138,12
Waco	ТΧ		232,105	431,053			232,105	431,053	663,158	151,58
American Fork		_	849,848	2,561,827	_	_	849,848	2,561,827	3,411,675	5542,25
Cottonwood Hghts	l UT	_	720,000	1,734,194		—	720,000	1,734,194	2,454,194	4170,52
Draper	UT		1,220,000	1,574,521			1,220,000	1,574,521	2,794,521	154,82
Layton	UT		390,000	1,575,711			390,000	1,575,711	1,965,711	1254,74
Park City	UT		780,000	1,082,808			780,000	1,082,808	1,862,808	3175,054
South Jordan	UT		1,620,150	1,879,850		_	1,620,150	1,879,850	3,500,000)391,63
Chesapeake	VA		620,000	878,059			620,000	878,059	1,498,059	962,928
Chesapeake			1,030,000				1,030,000		1,453,911	
Chesapeake			750,000	-			750,000		1,556,516	-
Chesapeake				1,889,265		_	-	1,889,265	3,189,265	-
-	VA		710,000				710,000		1,444,904	-
	.		1 60 000	220 112			100 000			

789,113 23,586

460,000 329,113

Hampton	VA	_	720,000	835,007	_		720,000	835,007	1,555,00	0759,842
Newport news	VA	_	450,000	830,388	—	—	450,000	830,388	1,280,38	8859,511
Newport News	VA		350,000	573,817		_	350,000	573,817	923,817	41,124
Norfolk	VA		460,000	522,772			460,000	522,772	982,772	2 37,465
Norfolk	VA		530,000	672,381			530,000	672,381	1,202,38	8148,187
Norfolk	VA	_	630,000	496,275			630,000	496,275	1,126,2	7535,622
Richmond	VA		403,549	876,981			403,549	876,981	1,280,53	30523,66
Roanoke	VA		349,628	322,545		153	349,628	322,698	672,326	5 271,63
Suffolk	VA	_	790,000	504,279			790,000	504,279	1,294,2	7936,140
Virginia beach	VA		760,000	417,873		_	760,000	417,873	1,177,8′	7329,948
Virginia Beach	VA		1,070,000	0342,099			1,070,000	0342,099	1,412,09	9924,517

			Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	nount at Which Period 4, 6 and 7)	Carried a	ıt
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
Virginia beach	VA		930,000	321,534	_		930,000	321,534	1,251,534	423,043
Virginia Beach	VA		480,000	386,732			480,000	386,732	866,732	27,716
Beach	VA		670,000	460,364	_		670,000	460,364	1,130,364	432,993
Virginia beach	VA		890,000	1,358,843			890,000	1,358,843	2,248,843	397,384
	VA		186,723	241,173		_	186,723	241,173	427,896	160,37
Bremerton	WA		261,172	373,080		2,621	261,172	375,701	636,873	332,40
Tacoma	WA		109,127	202,691			109,127	202,691	311,818	91,549
Cudahy	WI		470,000	1,208,890		_	470,000	1,208,890	1,678,890	0118,87
Franklin	WI		1,090,000	2,175,218		_	1,090,000	02,175,218	3,265,218	8213,89
Menomonee Falls	WI		1,280,000	1,892,112			1,280,000	1,892,112	3,172,112	2186,05
Milwaukee	WI		173,005	499,244			173,005	499,244	672,249	460,13
Milwaukee	WI		152,509	475,480		_	152,509	475,480	627,989	423,96
Mount Pleasant	WI	—	184,002	114,167			184,002	114,167	298,169	75,920
	WI		188,491	466,268	55,866	507	188,491	522,641	711,132	440,67
	WI		150,000	820,494		—	150,000	820,494	970,494	80,682
West Milwaukee	WI		780,000	1,747,681			780,000	1,747,681	2,527,68	1171,85
Automotive Tire Services										
	AL		760,031	1,413,494		_	760,031	1,413,494	2,173,52	5685,54
	AL			1,228,112		_	660,210	1,228,112	1,888,322	-
Birmingham			635,111	1,180,909		_	635,111	1,180,909	1,816,020	
Birmingham			620,270	1,153,493			620,270	1,153,493	1,773,76	
Daphne	AL	_	876,139	1,629,123		_	876,139	1,629,123	2,505,262	2790,12
Decatur	AL		635,111	1,181,499		_	635,111	1,181,499	1,816,610	0573,02
Decatur	AL		1,100,000	1,336,744			1,100,000	1,336,744	2,436,744	495,800
Dothan	AL		455,651	565,343			455,651	565,343	1,020,994	4229,56
Foley	AL		870,031	1,617,357			870,031	1,617,357	2,487,388	8784,41

Gardendale	AL —	610,055	1,134,554			610,055	1,134,554	1,744,609549,95
Hoover	AL —	504,396	938,299			504,396	938,299	1,442,695455,07
Huntsville	AL —	499,843	929,863			499,843	929,863	1,429,706450,97
Huntsville	AL —	635,111	1,181,499			635,111	1,181,499	1,816,610573,02
Madison	AL —	635,111	1,181,532			635,111	1,181,532	1,816,643573,03
Mobile	AL —	635,111	1,181,499			635,111	1,181,499	1,816,610573,02
Mobile	AL —	525,750	977,810			525,750	977,810	1,503,560474,23
Montgomer	yAL —	544,181	654,046			544,181	654,046	1,198,227276,48
Orange Beach	AL —	630,244	1,172,036	_	_	630,244	1,172,036	1,802,280568,43
Pelham	AL —	635,111	1,180,909			635,111	1,180,909	1,816,020572,73
Phenix City	AL —	630,244	1,172,024			630,244	1,172,024	1,802,268568,42
Benton	AR —	976,474	2,016,354			976,474	2,016,354	2,992,828480,56
Tucson	AZ —	178,297	396,004			178,297	396,004	574,301 396,00
Arvada	CO —	301,489	931,092			301,489	931,092	1,232,581675,0

			Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	nount at Which Period 4, 6 and 7)	Carried a	t
Description (Note 1)	NTOTA	Encumbrances Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note :
Aurora Aurora	CO – CO –		221,691 353,283	492,382 1,135,051		 31,948	221,691 353,283	492,382 1,166,999	714,073 1,520,282	-
Colorado Springs	CO –	_	280,193	622,317		_	280,193	622,317	902,510	622,31
Colorado Springs	CO –	_	192,988	433,542	_	_	192,988	433,542	626,530	433,54
	CO –	_	688,292	1,331,224			688,292	1,331,224	2,019,516	5851,94
Grand Junction	CO –	_	1,121,415	2,315,649			1,121,415	2,315,649	3,437,064	4551,89
Westminster	:CO –	_	526,620	1,099,523	_	_	526.620	1,099,523	1,626,143	3782.52
	FL –			1,922,591	_		-	1,922,591	2,957,002	,
Fort Walton Beach	FL –	_	635,111	1,181,032			635,111	1,181,032	1,816,143	3572,79
Fort Walton Beach	FL –	_	635,111	1,181,032	_	_	635,111	1,181,032	1,816,143	3572,79
	FL –	_	500,000	645,402	_		500,000	645,402	1,145,402	2524,04
Largo	FL –	_	540,000	1,168,386			540,000	1,168,386	1,708,386	583,734
Middleburg	FL –	_	1,167,247	2,410,289	5,843		1,167,247	2,416,132	3,583,379	9579,54
Milton New	FL –	_	635,111	1,181,145	_	—	635,111	1,181,145	1,816,256	572,85
	FL –	_	570,000	638,386	_	_	570,000	638,386	1,208,386	645,751
	FL –		920 803	1,711,621			920 803	1,711,621	2,632,424	1830-13
	FL –		-	1,181,076			635,111	1,181,076	1,816,187	
	FL –		630,244	1,172,023			630,244	1,172,023	1,802,267	
	FL –		-	1,806,780		_	971,996	1,806,780	2,778,776	
	FL –		-	1,171,993	_		630,244	1,171,993	1,802,237	
Panama City			-	1,181,076			635,111	1,181,076	1,816,187	
•	FL –		635,111	1,181,063			635,111	1,181,063	1,816,174	
Pensacola	FL –	_	588,305	1,094,130			588,305	1,094,130	1,682,435	
Port Saint Lucie	FL –	_	700,000	2,018,138		_	700,000	2,018,138	2,718,138	3144,63
Saint Cloud	FL –	_	525,207	976,968	_		525,207	976,968	1,502,175	5473 82
	FL –		630,244	1,172,023			630,244	1,172,023	1,802,267	
Tallahassee			-	781,405		_	419,902	781,405	1,201,307	-
			,2 0-				,2 02		,,_,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,.,

Tallahassee FL —	611,916 1,137,986			611,916 1,137,986	1,749,902551,91
Tampa FL —	427,395 472,030			427,395 472,030	899,425 383,29
Union Park FL —	1,004,1031,866,287			1,004,1031,866,287	2,870,390905,14
Alpharetta GA —	630,244 1,171,870			630,244 1,171,870	1,802,114568,35
Atlanta GA —	55,840 258,889	16,005	14,141	55,840 289,035	344,875 283,99
Canton GA —	1,010,0001,352,903			1,010,0001,352,903	2,362,903245,77
Columbus GA —	630,244 1,171,988			630,244 1,171,988	1,802,232568,41
Conyers GA —	531,935 1,180,296			531,935 1,180,296	1,712,231788,56
Conyers GA —	635,111 1,181,027			635,111 1,181,027	1,816,138572,79
DouglasvilleGA —	795,842 1,643,361			795,842 1,643,361	2,439,203391,66
Duluth GA —	638,509 1,186,594			638,509 1,186,594	1,825,103717,88
Hiram GA —	635,111 1,181,017			635,111 1,181,017	1,816,128572,78
Kennesaw GA —	519,903 967,180			519,903 967,180	1,487,083469,07
Kennesaw GA —	659,964 1,827,997			659,964 1,827,997	2,487,961435,67

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		Initial Cost to Company		1		Close of I	nount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accı Depr (Note
Lawrenceville	eGA —	635,111	1,181,137		_	635,111	1,181,137	1,816,248	3572,8
Lilburn	GA —	994,894	1,807,565	_		994,894	1,807,565	2,802,459	9430,8
Marietta	GA —	500,293	930,657			500,293	930,657	1,430,950)451,3
McDonough	GA —	635,111	1,181,032	_		635,111	1,181,032	1,816,143	3572,7
McDonough	GA —	910,000	1,400,696			910,000	1,400,696	2,310,696	5254,4
Peachtree City	GA —	625,316	1,162,827		_	625,316	1,162,827	1,788,143	3563,9
Roswell	GA —	515,617	959,138			515,617	959,138	1,474,755	5465,1
Sandy Spring	sGA —	586,211	1,090,241			586,211	1,090,241	1,676,452	2528,7
Stockbridge	GA —	632,128	1,175,478			632,128	1,175,478	1,807,606	5570,1
Union City	GA —	970,000	938,386			970,000	938,386	1,908,386	567,25
Aurora	IL —	513,204	953,885			513,204	953,885	1,467,089	9577,0
Joliet	IL —	452,267	840,716			452,267	840,716	1,292,983	3508,6
Lombard	IL —	428,170	795,965		2,000	428,170	797,965	1,226,135	5483,0
Niles	IL —	366,969	682,306			366,969	682,306	1,049,275	5412,7
Orland Park	IL —	663,087	1,232,240			663,087	1,232,240	1,895,327	745,5
Round Lake Beach	IL —	472,132	236,585		_	472,132	236,585	708,717	157,3
Vernon Hills	IL —	524,948	975,668			524,948	975,668	1,500,616	590,2
West Dundee	IL —	530,835	986,628			530,835	986,628	1,517,463	3596,9
Overland Parl	kKS —	1,101,841	2,047,067			1,101,841	2,047,067	3,148,908	31,238
Wichita	KS —	935,607	1,989,962	6,300		935,607	1,996,262	2,931,869	9475,2
Winchester	КҮ —	355,474	929,177	20,045	22,464	355,474	971,686	1,327,160)787,4
Baton Rouge	LA —	1,158,316	52,391,847	_		1,158,316	52,391,847	3,550,163	3570,0
Allston	MA —	576,505	1,071,520	_		576,505	1,071,520	1,648,025	5648,2
Billerica	MA —	399,043	462,240	_	172	399,043	462,411	861,454	401,4
Shrewsbury	МА —	721,065	1,339,913			721,065	1,339,913	2,060,978	8810,6
Waltham	MA —	338,955	630,279	_		338,955	630,279	969,234	381,3
Weymouth	MA —	752,234	1,397,799	_		752,234	1,397,799	2,150,033	3845,6
Woburn	MA —	676,968	1,258,018	_		676,968	1,258,018	1,934,986	6761,0
Annapolis	MD —	780,806	1,450,860	_		780,806	1,450,860	2,231,666	5877,7
Bowie	MD —	734,558	1,364,970		_	734,558	1,364,970	2,099,528	
Capitol Heights	MD —	701,705	1,303,958	_		701,705	1,303,958	2,005,663	8788,8
Germantown	MD —	808,296	1,501,913	_		808,296	1,501,913	2,310,209	908,6

Waldorf	MD —	427,033 793,854		_	427,033 793,854	1,220,887480,2
Eagan	MN —	902,443 845,536			902,443 845,536	1,747,979689,1
Bridgeton	МО —	1,120,470—			1,120,470—	1,120,470—
Grandview	МО —	347,150 711,024			347,150 711,024	1,058,174577,1
Independenc	e MO —	721,020 1,339,829			721,020 1,339,829	2,060,849810,5
Lake Saint Louis	мо —	1,222,3032,019,908	59,710	_	1,222,3032,079,618	3,301,921487,7
St. Louis	мо —	386,112 717,856			386,112 717,856	1,103,968434,2
Charlotte	NC —	508,100 457,295			508,100 457,295	965,395 285,8
Charlotte	NC —	181,662 338,164			181,662 338,164	519,826 204,5

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description (Note 1)	Encumbrance State (Note 2)	es Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying SCosts	Land	Buildings, Improvements and Acquisition Fees	Total	Aco Dep (No
Clemmons	NC —	630,000	1,100,160	_		630,000	1,100,160	1,730,16	0489
Jamestown	NC —	650,000	857,823			650,000	857,823	1,507,82	3381
Matthews	NC —	489,063	909,052			489,063	909,052	1,398,11	5549
Omaha	NE —	253,128	810,922		32	253,128	810,954	1,064,08	2625
Manchester	NH —	722,532	1,342,636			722,532	1,342,636	2,065,16	8812
Newington	NH —	690,753	1,283,624			690,753	1,283,624	1,974,37	7776
Salem	NH —	597,833	1,111,059			597,833	1,111,059	1,708,89	2672
Deptford	NJ —	619,376	1,151,062			619,376	1,151,062	1,770,43	8696
Maple Shade	NJ —	508,285	944,750			508,285	944,750	1,453,03	5571
Northfield	NJ —	1,364,99	72,361,337			1,364,997	72,361,337	3,726,33	4562
Albuquerque	NM —	1,210,01	52,498,602			1,210,015	52,498,602	3,708,61	7595
Akron	ОН —	242,133	450,467			242,133	450,467	692,600	272
Cambridge	ОН —	103,368	192,760			103,368	192,760	296,128	116
Canton	ОН —	337,161	626,948			337,161	626,948	964,109	379
Cleveland	ОН —	582,107	1,081,848			582,107	1,081,848	1,663,95	5654
Columbus	ОН —	385,878	717,422			385,878	717,422	1,103,30	0434
Edmond	ОК —	1,240,40	32,561,350			1,240,403	32,561,350	3,801,75	3610
Oklahoma Cit	уОК —	509,370	752,691			509,370	752,691	1,262,06	1588
Oklahoma Cit	yOK —	1,127,05	62,327,297	15,950		1,127,056	52,343,247	3,470,30	3556
Owasso	ОК —	1,078,29	62,226,612	12,488		1,078,296	52,239,100	3,317,39	6536
Tulsa	ОК —	964,367	1,996,137	14,191		964,367	2,010,328	2,974,69	5481
Yukon	ОК —	1,173,07	02,422,313	27,799		1,173,070	02,450,111	3,623,18	1586
Greensburg	PA —	594,891	1,105,589			594,891	1,105,589	1,700,48	0668
Lancaster	PA —	431,050	801,313			431,050	801,313	1,232,36	3484
Mechanicsbur	gPA —	455,854	847,377			455,854	847,377	1,303,23	1512
Monroeville	PA —	723,660	1,344,733			723,660	1,344,733	2,068,39	3813
Philadelphia	PA —	334,939	622,821			334,939	622,821	957,760	376
Pittsburgh	PA —	384,756	715,339			384,756	715,339	1,100,09	5432
York	PA —	389,291	723,760			389,291	723,760	1,113,05	
East Providence	RI —	580,000	1,459,272	_		580,000	1,459,272	2,039,27	2104
Clover	sc —	610,000	1,360,347			610,000	1,360,347	1,970,34	797,4
Columbia	sc —	343,785	295,001	183,130		343,785	478,131	821,916	
Little River	SC —	340,000	868,386			340,000	868,386	1,208,38	
Sioux Falls	SD —	332,979	498,108	_		332,979	498,108	831,087	
		, -	,			,	-	, -	

Goodlettsville	e TN —	601,306 1,117,504		 601,306 1,117,504	1,718,810676
Hermitage	TN —	560,443 1,011,799		 560,443 1,011,799	1,572,242664
Allen	ТХ —	1,162,6142,400,722	46,748	 1,162,6142,447,470	3,610,084593
Arlington	ТХ —	599,558 1,114,256	_	 599,558 1,114,256	1,713,814674
Austin	ТХ —	185,454 411,899		 185,454 411,899	597,353 411
Austin	ТХ —	710,485 1,320,293		 710,485 1,320,293	2,030,778798
Austin	ТХ —	590,828 1,098,073		 590,828 1,098,073	1,688,901664

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note :
Austin	TX	_	569,909	1,059,195	_		569,909	1,059,195	1,629,104	640,80
Austin	ΤХ		532,497	989,715	_	_	532,497	989,715	1,522,212	2598,77
Austin	ΤХ		1,066,021	2,201,264			1,066,021	2,201,264	3,267,285	524,63
Carrollton	ΤХ		568,401	1,056,394			568,401	1,056,394	1,624,795	639,11
Conroe	ΤХ		396,068	736,346			396,068	736,346	1,132,414	445,48
Crowley	ΤХ		1,103,218	32,278,074			1,103,218	32,278,074	3,381,292	2542,94
Dallas	ΤХ		191,267	424,811	47,615		191,267	472,426	663,693	426,61
Fort Worth	ΤХ		543,950	1,010,984			543,950	1,010,984	1,554,934	611,64
Garland	ΤХ		242,887	539,461	33,982	26,371	242,887	599,814	842,701	564,55
Houston	ΤХ		151,018	335,417	_	58	151,018	335,474	486,492	335,46
Houston	ΤХ		392,113	729,002			392,113	729,002	1,121,115	6441,04
Houston	ΤX		1,030,379	91,914,353			1,030,379	91,914,353	2,944,732	21,158,
Houston	ΤХ		619,101	1,150,551			619,101	1,150,551	1,769,652	2696,07
Houston	ΤХ		642,495	1,193,997			642,495	1,193,997	1,836,492	2722,36
Houston	ΤХ		872,866	1,621,829			872,866	1,621,829	2,494,695	981,20
Houston	ΤХ		1,100,000)613,509			1,100,000)613,509	1,713,509	943,968
Humble	ΤX		612,414	1,138,132			612,414	1,138,132	1,750,546	688,56
League City	ΤX		1,032,003	32,131,018			1,032,003	32,131,018	3,163,021	507,89
Leon Valley	ΤX		178,221	395,834			178,221	395,834	574,055	395,83
Leon Valley	TX		529,967	985,046			529,967	985,046	1,515,013	595,94
Mesquite	ΤХ		591,538	1,099,363	_	_	591,538	1,099,363	1,690,901	665,11
Pasadena	ΤХ		107,391	238,519	_	58	107,391	238,576	345,967	238,56
Pearland	ΤХ		935,739	1,932,240	_	_	935,739	1,932,240	2,867,979	460,51
Plano	ΤХ		187,564	417,157	700	91	187,564	417,948	605,512	417,15
Plano	ΤХ		494,407	918,976	_	_	494,407	918,976	1,413,383	555,97
Richardson	ΤХ		555,188	1,031,855	_	_	555,188	1,031,855	1,587,043	624,26
Rockwall	ΤХ		1,178,158	32,432,819	_	_	1,178,158	32,432,819	3,610,977	579,82
San Antonio	ΤX		245,164	544,518			245,164	544,518	789,682	544,51
San Antonio	ΤX		688,249	1,278,967			688,249	1,278,967	1,967,216	5773,77
Stafford	ΤХ		706,786	1,313,395	_	_	706,786	1,313,395	2,020,181	794,60
Waco	ΤХ		401,999	747,362	_	_	401,999	747,362	1,149,361	452,15
Weatherford	ITX		971,317	2,005,706		_	971,317	2,005,706	2,977,023	478,02
Webster	ΤX		600,261	1,115,563			600,261	1,115,563	1,715,824	674,91
Pasadena	ΤX		147,535	274,521	13,661	11,252	147,535	299,434	446,969	233,76
Bountiful	UT		183,750	408,115	—	—	183,750	408,115	591,865	408,11

Alexandria	VA —	542,791 1,008,832			542,791 1,008,832	1,551,623610,34
Alexandria	VA —	592,698 1,101,517			592,698 1,101,517	1,694,215666,41
Chesapeake	VA —	770,000 1,112,334			770,000 1,112,334	1,882,334494,98
Chester	VA —	1,204,5252,487,265		_	1,204,5252,487,265	3,691,790592,79
Lynchburg	VA —	342,751 637,329		_	342,751 637,329	980,080 385,58
Virginia Beach	VA —	780,000 1,026,384	375	_	780,000 1,026,759	1,806,759456,76

			Initial Cos	t to Company	Cost Capitaliz Subsequent to Acquisition	zed	Gross Am Close of Pe (Notes 3, 4		Carried at	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Ac De (No
Woodbridg Lakewood Brown Dee Delafield Madison Milwaukee Oak Creek	WA r WI WI WI WI		774,854 187,111 257,408 324,574 452,630 1,304,098 420,465	1,439,806 415,579 802,141 772,702 811,977 2,692,877 852,408			774,854 187,111 257,408 324,574 452,630 1,304,098 420,465	1,439,806 415,579 802,141 772,702 811,977 2,692,877 852,408	2,214,660 602,690 1,059,549 1,097,276 1,264,607 3,996,975 1,272,873	415 643 595 656 641
Beverage Calistoga Calistoga Calistoga Calistoga Calistoga Calistoga Calistoga Calistoga Calistoga Napa Napa Napa Napa Napa Napa Napa Na	CA CA CA CA CA CA CA CA CA CA CA CA CA C		6,039,131 4,988,527 8,146,907 12,675,172 45,184,528 10,630,191 6,860,862	21,154,970 1,576,869 1,999,473 2,067,093 4,907,828 10,437,472 5,580,929 524,117 25,000,000 2,846,011 5,898,149 6,589,664 390,515 298,928 1,607,783			6,039,131 4,988,527 8,146,907 12,675,172 45,184,528 10,630,191 6,860,862	21,154,970 1,576,869 1,999,473 2,067,093 24,907,828 310,437,472 5,580,929 524,117 25,000,000 92,846,011 5,898,149 56,589,664 5390,515 298,928 71,607,783	15,428,000 26,600,000 7,616,000 6,988,000 10,214,000 17,583,000 55,622,000 16,211,120 7,384,979 31,000,000 14,100,000 14,100,000 23,488,240 30,061,000 11,168,000 4,974,190 13,665,910 19,405,000	07,2 538 686 0706 01,6 03,5 01,7 147 08,5 0979 02,0 02,2 0138 96, 0671
Helena Shreveport Books	LA	_	1,320,003		_	147	1,320,003		9,450,589	
Tampa Child Care Hoover Conway	FL AL AR	_	998,250 63,800 300,000	3,696,707 295,791 1,200,000	129,751 58,263	79 16,414 —	998,250 63,800 300,000	3,826,537 370,468 1,200,000	4,824,787 434,268 1,500,000	337

Conway	AR —	580,000	785,000			580,000	785,000	1,365,000 4
Avondale	AZ —	242,723	1,129,139	_		242,723	1,129,139	1,371,862 8
Chandler	AZ —	291,720	647,923	_		291,720	647,923	939,643 6
Chandler	AZ —	271,695	603,446	9,758	19,469	271,695	632,673	904,368 6
Mesa	AZ —	308,951	1,025,612			308,951	1,025,612	1,334,563 7
Mesa	AZ —	565,882	925,957			565,882	925,957	1,491,839 1
Mesa	AZ —	707,051	1,156,953			707,051	1,156,953	1,864,004 1

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Colorado

Springs

CO —

58,400

271,217

				Initial Cost to Company		· •		Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)			
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Deprec (Note :	
Phoenix Scottsdale Scottsdale Tempe Calabasas	AZ AZ AZ AZ CA		291,993 264,504 292,200	516,181 648,529 587,471 648,989 725,248	52,737 — — — 100,838	32,125 	260,719 291,993 264,504 292,200 156,430	601,042 648,529 614,939 649,153 884,453	861,761 940,522 879,443 941,353 1,040,883	-	
Canyon Country	CA -		992,534	1,624,092	_		992,534	1,624,092	2,616,626	52,707	
Carmichael Chino Chula Vista El Cajon	CA · CA · CA · CA · CA · CA ·		155,000 350,563 157,804 276,286 281,563 276,328 649,256	607,507 634,071 778,614 731,621 613,638 625,363 613,733 1,062,383	80,368 	21,673 32,148 43,353 44,802 44,375 	131,035 155,000 350,563 157,804 276,286 281,563 276,328 649,256	709,548 666,219 821,967 778,963 699,430 625,363 638,700 1,062,383	1,172,530 936,767 975,716 906,926 915,028 1,711,639)821,96 778,25 663,30 625,36 637,77 91,771	
Viejo	CA ·		-	744,367	23,400		353,891	767,767	1,121,658		
Oceanside Oceanside Palmdale Rancho	CA · CA · CA ·		249,490	1,676,212	76,014 9,864	51,857 — —	145,568 1,024,386 249,490 721,643	1,676,212	948,328 2,700,598 813,479 1,902,475	32,794 563,98	
Cordova Rancho Cucamonga	CA -		471,733	1,047,739	292,673	170	471,733	1,340,583	1,812,316	51,164,0	
Sacramento				1,133,889			692,955	1,133,889	1,826,844		
Santee Simi Valley Valencia Vallejo Walnut	CA - CA - CA -		208,585 301,295 787,308 217,365	1,532,069 967,055 669,185 1,288,279 1,007,753	 79,082 70,470 57,287		936,296 208,585 301,295 787,308 217,365	1,532,069 1,046,245 739,701 1,288,279 1,116,089	2,468,365 1,254,830 1,040,996 2,075,587 1,333,454	01,030,3 5730,63 72,147 11,072,3	
Arvada Aurora Broomfield	CO · CO · CO ·		287,000	598,616 637,440 344,941	 20,313 25,000	 18,188 82	365,833 287,000 155,306	598,616 675,940 370,024	964,449 962,940 525,330	998 667,21 369,12	

82

25,000

354,699 294,87

296,299

58,400

Colorado Springs	C0 —	698,702	1,143,292	_		698,702	1,143,292	1,841,994	41,905
Colorado Springs	C0 —	580,287	949,529	_	—	580,287	949,529	1,529,810	61,583
Colorado Springs	C0 —	1,221,597	71,998,910			1,221,59	71,998,910	3,220,507	73,332
Fort Collins	s CO —	55,200	256,356	15,030	79	55,200	271,465	326,665	264,13
Fort Collins	s CO —	970,119	1,587,414	_		970,119	1,587,414	2,557,533	32,646
Littleton	со —	161,617	358,956		82	161,617	359,038	520,655	359,03
Longmont	со —	115,592	535,931		71	115,592	536,002	651,594	536,00
Parker	со —	153,551	341,042		82	153,551	341,124	494,675	341,12
Westminste	erCO —	306,387	695,737	178,877	11,233	306,387	885,847	1,192,234	4741,92
Bradenton	FL —	160,060	355,501	25,000	79	160,060	380,580	540,640	379,69
Clearwater	FL —	42,223	269,380	_	79	42,223	269,459	311,682	269,45

			Initial (Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whice of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumu Deprecia (Note 5)
Indian Harbour Beach	FL	_	345,128	3564,736	_		345,128	564,736	909,864	941
	FL		48 000	243,060			48 000	243,060	291,060	243,060
	FL		-	0410,447	22,872	_		433,319	618,119	431,305
Margate				309,183		_	-	309,183	375,869	309,183
Melbourne		_	,	549,345	_	79	-	549,424	805,863	549,424
Niceville		_	<i>,</i>	341,688	_		-	341,688	415,384	341,688
Orange Park			-	1,321,407				1,321,407	2,128,961	
Orlando	FL		-	313,922		140	-	314,062	382,063	314,022
Orlando	FL		-	353,538		154	159,177	353,691	512,868	353,691
Oviedo			-	369,598	48,532	19,157	-	437,287	603,696	389,828
Pensacola	FL		147,000	326,492	20,000		147,000	346,492	493,492	341,700
Royal Palm Beach	FL		194,193	3431,309	25,000		194,193	456,309	650,502	453,644
Saint Augustine	FL	_		213,040	23,090	_		236,130	280,930	231,338
Sunrise	FL)533,280	92,266	153	-	625,699	870,699	608,477
Tampa	FL		,	199,846		154	-	200,000	253,385	200,000
Winter Park	FL	_	-	5949,037			-	949,037	1,529,023	
Panama City			-	244,314	82,701	—		327,015	396,515	
Dallas	GA		-	1,467,000			,	1,467,000	1,617,000	,
Dallas	GA			2,068,000				2,068,000		0106,847
Duluth	GA			1,040,008	 50 515		-	1,040,008	1,350,008	
Ellenwood Hiram	GA GA			3275,414 02,252,000	58,545	272		334,231	453,909	
Lawrenceville			-)2,232,000)316,961	153,626	14,612		2,252,000 9485,199	2,352,000 626,648	449,895
Lithia Springs				363,358	155,020	14,012 84		363,442	550,886	449,893 363,442
Lithonia	GA		,	524,459	24,410	380	-	549,249	788,964	542,536
Marietta	GA		-	330,090	25,000		-	355,090	503,710	354,354
Marietta	GA		-)596,299	76,426			672,725	968,475	
Marietta	GA			0668,529	71,474	19,961		759,964	1,060,964	
Smyrna	GA			0610,229				610,229	884,979	
Stockbridge	GA		-)374,688	85,264	5,382	-	9465,334	634,034	
Villa Rica	GA		-	968,000			-	968,000	1,078,000	

Woodstock	GA	 752,0291,230,553			752,0291,230,553	1,982,5822,051
Cedar Rapids	IA IA	 194,950427,085			194,950427,085	622,035 427,085
Iowa City	IA	 186,900408,910	_		186,900408,910	595,810 408,910
Addison	IL	 125,780583,146		132	125,780583,278	709,058 583,278
Algonquin	IL	 241,500509,629	61,048	583	241,500571,260	812,760 528,057
Aurora	IL	 165,679398,738	105,300	21,963	165,679526,001	691,680 459,808
Aurora	IL	 468,0001,259,926	_		468,0001,259,926	1,727,926959,734
Bartlett	IL	 120,824560,166	81,122	12,101	120,824653,389	774,213 609,212
Batavia	IL	 655,1191,071,977	_		655,1191,071,977	1,727,0961,787
Carol Stream	IL	 122,831586,416	_	132	122,831586,548	709,379 586,548

			Initial C Compan		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whice of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Crystal Lake	IL		400,000	1,259,424			400,000	1,259,424	1,659,424	963,540
Glendale Heights	IL		318,500	707,399		_	318,500	707,399	1,025,899	707,399
Hoffman	IL	_	318,500	707,399	_	85	318,500	0707,484	1,025,984	707,484
Hoffman Estates	IL		876,842	1,434,785		_	876,842	21,434,785	2,311,627	2,391
Homer Glen	IL	_	189,477	442,018	_	655	189,477	442,673	632,150	442,354
Lake In The Hills	IL	_	375,000	1,127,678	_		375,000	1,127,678	1,502,678	862,751
	IL		890 707	1,457,471			890 707	1,457,471	2,348,178	2.429
				1,230,654	_			1,230,654	1,655,654	
-			141,250		_	232	-)313,953	455,203	
			-	1,165,818			-	1,165,818	1,545,818	-
U			121,911			132	-	565,365	687,276	
	IL		297,541				-	561,037	858,578	561,037
Schaumburg	IL		218,798		20,461		-	506,416	725,214	500,880
Vernon Hills			132,523			583		615,013		614,840
Westmont	IL		124,742	-	77,621	24,741	-	680,693	-	634,160
Fishers	IN		212,118		26,509	11,338	212,118	457,805		442,183
Highland	IN		220,460	436,476			220,460	436,476		436,476
Indianapolis	IN		245,000	544,153			245,000	544,153	789,153	544,153
Indianapolis	IN		519,208	917,268			519,208	917,268	1,436,476	7,644
Indianapolis	IN		475,226	709,671			475,226	5709,671	1,184,897	5,914
Indianapolis	IN		459,131	883,095			459,131	883,095	1,342,226	7,359
Lenexa	KS		318,500	707,399	98,965	127	318,500	806,491	1,124,991	745,715
Olathe	KS		304,500	676,308	87,242	44	304,500	763,594	1,068,094	728,786
Overland Park	KS	_	357,500	1,115,171	—	_	357,500	01,115,171	1,472,671	860,577
Overland Park	KS	_	836,286	1,368,423	_		836,286	1,368,423	2,204,709	2,281
	KS	_	315,000	699.629		251	315.000	699,879	1,014,879	699,879
	KS		288,246	-	_	127	-	5936,002	1,224,248	-
			209,890	·	33,984	16,592		466,125	676,015	,
	KY		-	1,212,521	·		-	1,212,521	1,953,531	-
C										

Louisville Baton Roug Acton Westboroug Ellicott City Frederick Olney Waldorf Waldorf Canton Rochester Hills Sterling	MA — hMA — MD — MD — MD — MD — MD — MD — MI — MI —	540,400884,262 428,167700,613 315,533700,813 359,412773,877 219,368630,839 203,3521,017,109 342,500760,701 237,207526,844 130,430604,702 55,000 378,848 476,136779,107	 63,037 26,550 4,400 2,913 	 22,260 2,874 41,272 172 206 304 	540,400884,262 428,167700,613 315,533700,813 359,412859,174 219,368657,389 203,3521,019,983 342,500806,373 237,207527,015 130,430604,908 55,000 382,065 476,136779,107	1,424,6621,474 1,128,7801,168 1,016,346700,813 1,218,586830,451 876,757 655,698 1,223,335835,208 1,148,873806,052 764,222 527,015 735,338 604,788 437,065 381,743 1,255,2431,299
Hills Sterling Heights	MI —	377,600617,870		_	377,600617,870	995,470 1,030

	Initial C	ost to Company	Cost Capitaliz Subsequent to Acquisition	zed	Close of I	mount at Which Period 4, 6 and 7)	Carried a	t
Description (Note 1) State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note
Apple MN — Valley	113,523	526,319	87,374	13,814	113,523	627,507	741,030	564,46
Brooklyn Park MN —	118,111	547,587	_	197	118,111	547,784	665,895	547,78
ParkEden Prairie MNPlymouthMNSaint PaulMNMaple GroveMNMaple GroveMNFlorissantMOGladstoneMOGladstoneMOKansas CityMOLee'sMOSummitMOLee'sMOSummitCaryJacksonMSCaryNCCaryNCCharlotteNCMoncolorMoncolorMO	124,286 134,221 242,165 313,250 318,500 294,000 307,784 239,627 313,740 248,483 121,697 75,200 1,043,774 134,582 32,441 175,700	576,243 622,350 537,856 660,149 707,399 652,987 910,401 532,220 939,367 572,522 637,691 262,973 41,707,936 268,222 190,859 390,234		197 197 288 288 357 2,763 	124,286 134,221 242,165 313,250 318,500 294,000 307,784 239,627 313,740 248,483 121,697 75,200 1,043,774 134,582 32,441 175,700	576,440 622,547 538,143 660,437 810,166 722,189 910,401 646,034 939,367 644,529 725,605 277,973 41,707,936 292,700 190,859 416,546	700,726 756,768 780,308 973,687 1,128,666 1,016,189 1,218,185 885,661 1,253,107 893,012 847,302 353,173 2,751,710 427,282 223,300 592,246	576,44 622,54 538,08 660,38 5765,64 9667,22 5729,31 552,94 7721,79 484,08 604,10 273,18 02,847 291,95 190,85 415,46
DurhamNC—DurhamNC—DurhamNC—FayettevilleNC—FayettevilleNC—BellevueNE—OmahaNE—OmahaNE—OmahaNE—OmahaNE—OmahaNE—LondonderryNH—	557,643 427,771 162,216 60,568 60,500 53,000 142,867 359,787 335,467	429,380 860,965 912,477 699,966 316,300 280,819 280,491 245,720 317,315 588,722 745,082	 28,800 72,027 127,154	 32 32 32 32 11,802	427,771 162,216 60,568 60,500 53,000 142,867 359,787 335,467	912,477 699,966 345,100 280,819 280,524 317,779 317,347 588,722 884,037	650,108 1,387,128 1,470,120 1,127,737 507,316 341,387 341,024 370,779 460,214 948,509 1,219,504	81,435 01,521 71,167 320,20 280,81 280,52 270,66 317,34 981 4813,00
Lumberton NJ — Pennsauken NJ —	546,051 576,592	893,509 943,482	_		546,051 576,592	893,509 943,482	1,439,560 1,520,074	

Beavercree	k OH —	179,552	398,786			179,552	398,786	578,338	398,78
Centerville	ОН —	174,519	387,613	91,764	6,430	174,519	485,807	660,326	402,29
Centerville	ОН —	320,361	524,209			320,361	524,209	844,570	874
Cincinnati	ОН —	170,778	379,305		85	170,778	379,389	550,167	379,38
Cincinnati	ОН —	341,343	558,543			341,343	558,543	899,886	931
Cincinnati	ОН —	707,479	1,157,655			707,479	1,157,655	1,865,134	41,929
Dublin	ОН —	84,000	389,446			84,000	389,446	473,446	389,44
Englewood	ОН —	74,000	343,083		85	74,000	343,168	417,168	343,16
Huber Heights	ОН —	245,000	544,153		_	245,000	544,153	789,153	544,15
Pickeringto	on OH —	87,580	406,055			87,580	406,055	493,635	406,05

		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	nount at Which Period 4, 6 and 7)	Carried a	t
Description (Note 1)	State Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note
Westerville	ОН —	82,000	380,173	_	_	82,000	380,173	462,173	380,17
Broken Arrow	ОК —	78,705	220,434	_	_	78,705	220,434	299,139	220,43
Midwest City	ОК —	67,800	314,338			67,800	314,338	382,138	314,33
Oklahoma City	ОК —	50,800	214,474			50,800	214,474	265,274	214,47
Oklahoma City	ОК —	79,000	366,261	17,659	_	79,000	383,921	462,921	383,92
Yukon	ОК —	61,000	282,812	27,000	_	61,000	309,812	370,812	308,75
	ОК —	522,335	854,701			522,335	854,701	1,377,030	51,425
City) Lansdale	PA —	664,441	1,087,231	_		664,441	1,087,231	1,751,672	21,812
West Chester	PA —	1,109,622	21,815,685		—	1,109,622	21,815,685	2,925,307	73,026
York	PA —	488,392	799,161		_	488,392	799,161	1,287,553	31,332
Charleston	SC —	140,700	312,498	25,000	153	140,700	337,652	478,352	336,26
Columbia	SC —	58,160	269,643	_		58,160	269,643	327,803	269,64
Columbia	SC —	160,831	313,600			160,831	313,600	474,431	313,60
Goose Creek	asc —	61,635	192,905	_	153	61,635	193,058	254,693	193,05
North Charleston	SC —	125,593	278,947	12,126	14,855	125,593	305,928	431,521	303,44
Summerville	esc —	44,400	174,500		153	44,400	174,653	219,053	174,65
Memphis	TN —	238,000	531,342	161,804	9,063	238,000	702,209	940,209	571,61
Arlington	ТХ —	241,500	550,559	88,432	5,242	241,500	644,233	885,733	590,90
Austin	ТХ —	88,872	222,684	124,002	281	88,872	346,967	435,839	271,60
Austin	ТХ —	134,383	623,103	2,379	21,981	134,383	647,463	781,846	644,14
Austin	ТХ —	191,636	425,629	15,530	_	191,636	441,159	632,795	441,15
Austin	ТХ —	217,878	483,913	149,228	9,167	217,878	642,308	860,186	561,87
Bedford	ТХ —	-	550,559	34,949		241,500	585,507	827,007	585,50
Carrollton	TX —	-	617,113	52,614	261	277,850	669,988	947,838	649,18
Cedar Park	TX —	168,857	375,036	5,200	139	168,857	380,375	549,232	380,37
Colleyville	TX —	250,000	1,070,360		102	250,000	1,070,462	1,320,462	
Corinth	TX —	285,000	1,041,626			285,000	1,041,626	1,326,620	

Cypress	TX		294,582	919,276			294,582	919,276	1,213,858	8727,80
Cypress	ΤХ		1,130,058	81,849,125		_	1,130,05	81,849,125	2,979,183	33,082
Euless	ΤХ		234,111	519,962		_	234,111	519,962	754,073	519,96
Flower Mound	TX	_	202,773	442,845	32,069	16,315	202,773	491,229	694,002	484,25
Flower Mound	ΤX		281,735	1,099,726	49,070	31,678	281,735	1,180,475	1,462,210	0908,76
Fort Worth	ΤX		85,518	399,293	51,953	12,923	85,518	464,168	549,686	436,96
Fort Worth	ΤX		238,000	528,608	73,662	91	238,000	602,362	840,362	568,55
Fort Worth	ΤX		216,160	427,962	_	54	216,160	428,015	644,175	428,01
Grand Prairie	ТΧ	_	167,164	376,847	52,635	28,539	167,164	458,020	625,184	440,12
Houston	ΤX		139,125	308,997	19,128	286	139,125	328,412	467,537	328,52
Houston	ΤX		149,109	323,314	27,979	245	149,109	351,538	500,647	341,54
Houston	ΤX		688,723	1,126,964	_		688,723	1,126,964	1,815,68	71,878
Humble	ΤX		278,915	1,034,868	_		278,915	1,034,868	1,313,783	3798,60
Katy	ΤX		309,898	983,041			309,898	983,041	1,292,939	9784,82

			Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	zed	Close of	mount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
Lewisville	ТΧ	_	192,777	428,121	47,371	95	192,777	475,587	668,364	461,44
Mansfield	ТΧ		181,375	402,839	46,878	83	181,375	449,800	631,175	444,80
Plano	ТΧ		261,912	581,658	52,751	298	261,912	634,707	896,619	618,76
Plano	ТΧ		250,514	556,399	33,978	425	250,514	590,802	841,316	579,50
Prosper	ТΧ		760,608	2,989,392		_	760,608	2,989,392	3,750,000	134,52
San Antonio	ΤX	_	130,833	606,596	43,050	22,373	130,833	672,019	802,852	646,14
San Antonio	ТΧ		102,512	475,288	54,593	16,961	102,512	546,842	649,354	514,50
San Antonio	ΤX		81,530	378,007		_	81,530	378,007	459,537	378,00
San Antonio	ТΧ	_	181,412	402,923	_	139	181,412	403,063	584,475	403,00
San Antonio	ТΧ	_	234,500	520,831	_	139	234,500	520,970	755,470	520,97
San Antonio	ТΧ	_	217,000	481,967	32,529		217,000	514,496	731,496	514,49
San Antonio	ТΧ	_	182,868	406,155	18,940		182,868	425,095	607,963	425,09
San Antonio	ТΧ		220,500	447,108		—	220,500	447,108	667,608	447,10
Sugar Land	ТΧ		339,310	1,000,876			339,310	1,000,876	1,340,186	779,01
Mesquite	ТΧ		139,466	326,525	37,647	387	139,466	364,559	504,025	344,43
•	UT		136,574				136,574	269,008	405,582	269,00
•	UT		168,089	373,330			168,089	373,330	541,419	373,33
Centreville			371,000	824,003		463	371,000	824,466	1,195,466	
Chesapeake			190,050	422,107	24,568		190,050	446,675	636,725	445,51
Glen Allen			74,643	346,060		153	74,643	346,214	420,857	346,21
Portsmouth	VA		171,575	381,073	24,932		171,575	406,005	577,580	404,80
Richmond			-	1,179,843			721,039	1,179,843	1,900,882	
	VA		412,095	1,357,905			412,095	1,357,905	1,770,000	20,369
Virginia Beach	VA	_	534,285	874,255	_	_	534,285	874,255	1,408,540	1,457
Bremerton	WA		405,837	664,076			405,837	664,076	1,069,913	1,107
	WA		150,785	699,101	_	107	150,785	699,207	849,992	699,20

Federal Way									
Federal Way	WA —	261,943	581,782	27,500	107	261,943	609,388	871,331	607,83
Gig Harbor	с WA —	823,172	1,346,964			823,172	1,346,964	2,170,136	2,245
Kent	WA —	140,763	678,809	36,500		140,763	715,309	856,072	715,30
Kirkland	WA —	301,000	668,534		107	301,000	668,641	969,641	668,64
Puyallup	WA —	195,552	434,327	27,000	107	195,552	461,434	656,986	460,15
Redmond	WA —	279,830	621,513		107	279,830	621,620	901,450	621,62
Renton	WA —	111,183	515,490			111,183	515,490	626,673	515,49
Silverdale	WA —	586,461	959,631			586,461	959,631	1,546,092	1,599
Tacoma	WA —	642,892	1,051,970			642,892	1,051,970	1,694,862	1,753
Appleton	WI —	196,000	424,038		409	196,000	424,447	620,447	424,44
Waukesha	WI —	233,100	461,500		211	233,100	461,711	694,811	461,71
Waukesha	WI —	215,950	427,546	—	409	215,950	427,954	643,904	427,95
Consumer Appliance North									
Liberty	IA —	6,395,970	019,385,806	76,574		6,395,970	019,462,380	25,858,350)3,300,

		Initial Cost to Company		Cost Capitalized Subsequent to Acquisition		Close of I	mount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	Encumbrance (Note 2)	^{2S} Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying SCosts	Land	Buildings, Improvements and Acquisition Fees	Total	Ac De (No
Greenville Marion	ОН — ОН —		028,221,803 25,410,810	33,377	55)28,255,235 25,410,810	29,959,363 26,211,813	
Consumer Electronics Tampa Smyrna Coumbia Jackson Pineville Albion Wellsville Westbury Austin Fredericksbur Consumer Goods DeKalb Loves Park Rural Hall Grantsville	FL — GA — MD — MI — NC — NY — NY — NY — TX — gVA — IL — IL — IL — UT —	1,094,05 3,283,57 550,162 567,864 170,589 161,331 6,333,59 3,630,00 2,060,00 3,507,50 1,191,14 710,000	933,768 83,090,236 93,105,146 571,590 840,284 317,424 300,231 03,952,773 05,083,734 03,638,672 350,808,610 715,857,995 17,739,591 140,160,295	103,336 — 37,249 145,229 108,853 489,501 — — — 75,975 —	32,053 210 153 7,680 11,520 	1,094,058 3,283,579 550,162 567,864 170,589 161,331 6,333,590 3,630,000 2,060,000 3,507,503 1,191,147 710,000	877,686 470,333	1,471,031 4,184,294 6,388,725 1,121,962 1,445,550 640,922 581,935 10,775,864 8,713,734 5,698,672 54,316,111 17,049,142 18,525,566 41,879,670	2,6 139 454 700 271 251 43,5 889 32 38,6 21,7 61,6
Convenience Stores Daphne Mobile Mobile North Little Rock Florence Gilbert Glendale Glendale Maricopa	AL — AL — AL — AR — AZ — AZ — AZ — AZ — AZ —	140,000 190,000 180,000 1,138,38 150,000 680,000 610,000 400,000 170,000	391,637 301,637 421,637 12,114,137 371,637 1,111,637 531,637 931,637 361,637			140,000 190,000 180,000 1,138,381 150,000 680,000 610,000 400,000 170,000	391,637 301,637 421,637 12,114,137 371,637 1,111,637 531,637 931,637 361,637	531,637 491,637 601,637 3,252,518 521,637 1,791,637 1,141,637 1,331,637 531,637	219 65 314

Mesa	AZ —	560,000	821,637		 560,000	821,637	1,381,637	480
Mesa	AZ —	750,000	1,071,637		 750,000	1,071,637	1,821,637	634
Mesa	AZ —	810,000	1,061,637		 810,000	1,061,637	1,871,637	628
Mesa	AZ —	890,000	1,081,637		 890,000	1,081,637	1,971,637	639
Mesa	AZ —	780,000	1,071,637		 780,000	1,071,637	1,851,637	634
Mesa	AZ —	900,000	1,191,637	_	 900,000	1,191,637	2,091,637	705
Payson	AZ —	210,000	351,637	_	 210,000	351,637	561,637	208
Payson	AZ —	260,000	311,637		 260,000	311,637	571,637	184
Peoria	AZ —	520,000	751,637		 520,000	751,637	1,271,637	444
Phoenix	AZ —	440,000	511,637		 440,000	511,637	951,637	302

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

$\begin{array}{llllllllllllllllllllllllllllllllllll$	Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accun Deprec (Note 5
$ \begin{array}{llllllllllllllllllllllllllllllllllll$	Phoenix	AZ		360,000	421,637	_		360,000	421,637	781,637	249,46
$ \begin{array}{llllllllllllllllllllllllllllllllllll$	Phoenix	AZ		710,000	591,637			710,000	591,637	1,301,637	7350,04
$\begin{array}{llllllllllllllllllllllllllllllllllll$	Phoenix	AZ	_	320,000	661,637	_		320,000	661,637	981,637	391,46
$\begin{array}{cccccccccccccccccccccccccccccccccccc$	Phoenix	AZ		450,000	651,637			450,000	651,637	1,101,637	7385,54
$\begin{array}{llllllllllllllllllllllllllllllllllll$	Phoenix	AZ		430,000	711,637			430,000	711,637	1,141,637	7421,04
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	Phoenix	AZ		730,000	931,637			730,000	931,637	1,661,637	7551,21
Queen CreekAZ520,000891,637520,000891,6371,411,637527,54ScottsdaleAZ210,000201,637210,000201,637411,637 119,29ScottsdaleAZ660,0001,031,637660,0001,031,6371169,1637 610,38SieraVistaAZ110,000301,637660,0001,031,637411,637 178,46TempeAZ2620,0001,071,637620,0001,071,6371,691,637 634,04TempeAZ-270,000461,637270,000461,637731,637 273,13TollesonAZ-110,000381,637460,0001,231,6371,691,637 225,79TucsonAZ-220,000311,637220,000311,637184,38TucsonAZ-120,000234,565126,000234,565360,565138,00Weilkon AZ-120,000291,637120,000291,637411,637172,54ClovisCA-990,000823,746120,000291,637411,637172,54King CityCA-2,520,0001,888,7202,520,0001,888,7204,408,720153,76LakeCA-1,260,0001,570,0001,260,0001,570,9002,830,000128,11King CityCA-2,088,6552,611,3452,088,6552,611,345<	Phoenix	AZ		790,000	1,051,637			790,000	1,051,637	1,841,637	7622,21
CreekAZS20,000 $891,657$ S20,000 $891,657$ $1,411,657,527,34$ ScottsdaleAZ- $210,000$ $201,637$ $210,000$ $201,637$ $411,637$ $119,29$ ScottsdaleAZ- $660,000$ $1,031,637$ $660,000$ $1,031,637$ $11,691,637,637,01,38$ Sierra VistaAZ- $110,000$ $301,637$ $600,000$ $1,071,637$ $11,691,637,637,043$ TempeAZ- $270,000$ $461,637$ $270,000$ $461,637$ $731,637$ $273,13$ TollesonAZ- $460,000$ $1,231,637$ $460,000$ $1,231,637$ $16,91,637,728,71$ TombstoneAZ- $110,000$ $381,637$ $220,000$ $311,637$ $257,97$ TucsonAZ- $220,000$ $511,637$ $220,000$ $311,637$ $1961,637,302,71,83,70$ TucsonAZ- $126,000$ $234,565$ $126,000$ $234,565$ $360,565$ $138,00$ WeltonAZ- $120,000$ $291,637$ $150,000$ $231,637$ $11,637$ $172,54$ Kickenburg AZ- $150,000$ $23,746$ $150,000$ $23,746$ $1,813,74667,111$ King CityCA- $990,000$ $823,746$ $990,000$ $823,746$ $1,813,7467,111$ King CityCA-<	Pinetop	AZ		170,000	311,637			170,000	311,637	481,637	184,38
$ \begin{array}{llllllllllllllllllllllllllllllllllll$	-	AZ	_	520,000	891,637			520,000	891,637	1,411,637	7527,54
Sierra Vista AZ110,000301,637110,000301,637411,637178,46TempeAZ620,0001,071,637620,0001,071,6371,691,637634,04TempeAZ270,000461,637270,000461,637731,637273,13TollesonAZ460,0001,231,637460,0001,231,6371,691,637728,71TombstoneAZ110,000381,637110,000381,637491,637225,79TucsonAZ220,000311,637530,000511,6371,661,637363,73184,38TucsonAZ126,000234,565126,000234,565360,565138,00WelltonAZ120,000291,637150,000291,637411,637172,54Uickenburg AZ150,000291,637150,000291,6374,408,720153,76LakeCA990,000823,7462,520,0001,888,7204,408,720153,76LakeCA1,260,0001,570,0002,520,0001,837,4591,677,996782OakhurstCA2,088,6552,611,3452,088,6552,611,3454,700,000212,61Sacramento CA1,737,2972,172,0591	Scottsdale	AZ		210,000	201,637			210,000	201,637	411,637	119,29
$\begin{array}{cccccccccccccccccccccccccccccccccccc$	Scottsdale	AZ		660,000	1,031,637			660,000	1,031,637	1,691,637	7610,38
TempeAZ270,000 $461,637$ 270,000 $461,637$ $731,637$ $273,13$ TollesonAZ- $460,000$ $1,231,637$ $460,000$ $1,231,637$ $1,691,637728,71$ TombstoneAZ- $110,000$ $381,637$ $110,000$ $381,637$ $491,637$ $225,79$ TucsonAZ- $220,000$ $311,637$ $220,000$ $311,637$ $531,637$ $184,38$ TucsonAZ- $550,000$ $511,637$ $550,000$ $511,637$ $1,061,637302,71$ TucsonAZ- $126,000$ $234,565$ $126,000$ $234,565$ $360,565$ $138,00$ WeltonAZ- $120,000$ $291,637$ 120,000 $291,637$ $411,637$ $172,54$ Wickenburg AZ-150,000 $291,637$ 120,000 $291,637$ $411,637$ $172,54$ ClovisCA- $990,000$ $823,746$ $990,000$ $823,746$ $1,813,74667,111$ King CityCA- $2,520,0001,570,000$ $2,520,0001,570,000$ $2,830,000128,11$ Elsinore- $1,260,0001,570,000$ $1,260,0001,570,000$ $2,830,000128,11$ MercedCA- $840,000$ $857,459$ $2,088,6552,611,345$ $4,700,000212,61$ SacramentoCA- $2,028,0001,020,000$ - $1,737,2972,172,059$ $3,909,356176,84$ <td>Sierra Vista</td> <td>AZ</td> <td>_</td> <td>110,000</td> <td>301,637</td> <td></td> <td></td> <td>110,000</td> <td>301,637</td> <td>411,637</td> <td>178,46</td>	Sierra Vista	AZ	_	110,000	301,637			110,000	301,637	411,637	178,46
TollesonAZ460,0001,231,637460,0001,231,6371,691,637728,71TombstoneAZ-110,000381,637110,000381,637491,637225,79TucsonAZ-220,000311,637220,000311,637531,637184,38TucsonAZ-550,000511,637550,000511,6371,061,637 302,71TucsonAZ-126,000234,565126,000234,565360,565138,00WelltonAZ-120,000291,637120,000291,637441,637172,54ClovisCA-990,000823,746990,000823,7461,813,74667,111King CityCA-2,520,0001,888,7202,520,0001,888,7204,408,720LakeCA-1,260,0001,570,0001,260,0001,570,0002,830,000128,11MercedCA-840,000857,459840,000857,4591,697,45969,782OakhurstCA-2,088,6552,611,3452,088,6552,611,3454,700,000212,61SacramentoCA-1,737,2972,172,059-1,737,2972,172,0593,909,356176,84San JoseCA-4,630,0001,020,0002,290,0001,600,0003,890,000130,45Santa CruzCA </td <td>Tempe</td> <td>AZ</td> <td></td> <td>620,000</td> <td>1,071,637</td> <td></td> <td></td> <td>620,000</td> <td>1,071,637</td> <td>1,691,637</td> <td>7634,04</td>	Tempe	AZ		620,000	1,071,637			620,000	1,071,637	1,691,637	7634,04
Tombstone AZ110,000 $381,637$ 110,000 $381,637$ $491,637$ $225,79$ Tucson AZ-220,000 $311,637$ 220,000 $311,637$ $531,637$ $184,38$ Tucson AZ-550,000 $511,637$ 550,000 $511,637$ $1,061,637302,71$ Tucson AZ-126,000 $234,565$ 126,000 $234,565$ $360,565$ $138,00$ Wellton AZ-120,000 $291,637$ 120,000 $291,637$ $411,637$ $172,54$ Wickenburg AZ-150,000 $291,637$ 150,000 $291,637$ $441,637$ $172,54$ Clovis CA-990,000 $823,746$ 990,000 $823,746$ $1,813,74667,111$ King City CA-2,520,0001,888,7202,520,0001,888,7204,408,720153,76LakeCA-1,260,0001,570,0001,260,0001,570,0002,830,000128,11Merced CA-840,000857,459840,000857,4591,697,45969,782Oakhurst CA-740,000930,904740,000930,904-740,000930,9041,670,90475,759Richmond CA-2,088,6552,611,345-2,088,6552,611,3454,700,000212,613,909,356176,84San Jose CA-4,630,0001,020,0004,630,0001,020,0005,650,00083,024Santa Cruz CA- <td>Tempe</td> <td>AZ</td> <td></td> <td>270,000</td> <td>461,637</td> <td></td> <td></td> <td>270,000</td> <td>461,637</td> <td>731,637</td> <td>273,13</td>	Tempe	AZ		270,000	461,637			270,000	461,637	731,637	273,13
TucsonAZ220,000 $311,637$ 220,000 $311,637$ $531,637$ $184,38$ TucsonAZ- $550,000$ $511,637$ $550,000$ $511,637$ $1,061,637302,71$ TucsonAZ- $126,000$ $234,565$ $126,000$ $234,565$ $360,565$ $138,00$ WelltonAZ- $120,000$ $291,637$ $120,000$ $291,637$ $411,637$ $172,54$ Wickenburg AZ- $150,000$ $291,637$ $150,000$ $291,637$ $441,637$ $172,54$ ClovisCA- $990,000$ $823,746$ $990,000$ $823,746$ 1,813,74667,111King CityCA- $2,520,0001,888,720$ $2,520,0001,888,720$ 4,408,720153,76LakeCA- $1,260,0001,570,000$ $1,260,0001,570,000$ 2,830,000128,11MercedCA- $840,000$ $857,459$ $840,000$ $857,459$ $1,697,45969,782$ OakhurstCA- $740,000$ $930,904$ $740,000$ $930,904$ 1,670,90475,759RichmondCA- $2,088,6552,611,345$ -2,088,6552,611,345 $4,700,000212,61$ SacramentoCA- $1,737,2972,172,059$ - $1,737,2972,172,059$ $3,909,356176,84$ San JoseCA- $4,630,0001,020,000$ - $4,630,0001,020,000$ $5,650,00083,024$ <td>Tolleson</td> <td>AZ</td> <td></td> <td>460,000</td> <td>1,231,637</td> <td></td> <td></td> <td>460,000</td> <td>1,231,637</td> <td>1,691,637</td> <td>7728,71</td>	Tolleson	AZ		460,000	1,231,637			460,000	1,231,637	1,691,637	7728,71
TucsonAZ550,000511,637——550,000511,6371,061,637 302,71TucsonAZ—126,000234,565…—126,000234,565360,565138,00WelltonAZ—120,000291,637120,000291,637411,637172,54Wickenburg AZ—150,000291,637150,000291,637441,637172,54ClovisCA…990,000823,746990,000823,7461,813,74667,111King CityCA…2,520,0001,888,7202,520,0001,888,7204,408,720153,76LakeCA…1,260,0001,570,0002,520,0001,888,7204,408,720153,76DakhurstCA…1,260,0001,570,0001,260,0001,570,0002,830,000128,11MercedCA…840,000857,4591,260,0001,570,0002,830,000128,11MercedCA…740,000930,904740,000930,904670,90475,759RichmondCA…2,088,6552,611,3452,088,6552,617,8454,700,000212,61SacramentoCA…1,737,2972,172,0591,737,2972,172,0593,909,356176,84San JoseCA…4,630,0001,020,0002,290,0001,600,0003,890,000130,45Santa Cruz<	Tombstone	AZ		110,000	381,637			110,000	381,637	491,637	225,79
TucsonAZ126,000234,565126,000234,565 $360,565$ $138,00$ WelltonAZ120,000291,637120,000291,637 $411,637$ $172,54$ Wickenburg AZ150,000291,637150,000291,637 $441,637$ $172,54$ ClovisCA990,000 $823,746$ 990,000 $823,746$ $823,746$ $823,746$ $833,720$ $4,408,720$ $53,76$ LakeCA2,520,0001,888,720 $2,520,0001,570,000$ $2,830,000128,11$ ElsinoreNercedCA1,260,0001,570,000 $1,260,0001,570,000$ $2,830,000128,11$ MercedCA840,000 $857,459$ $840,000$ $857,459$ $1,697,45969,782$ OakhurstCA740,000930,904 $740,000$ 930,904 $1,670,90475,759$ RichmondCA $2,088,6552,611,345$ $2,088,6552,611,345$ $4,700,000212,61$ SacramentoCA $1,737,2972,172,059$ $1,737,2972,172,059$ $3,909,356176,84$ San JoseCA $4,630,0001,020,000$ $4,630,0001,020,000$ $5,650,00083,024$ Santa CruzCA $1,210,000636,085$ 1	Tucson	AZ		220,000	311,637			220,000	311,637	531,637	184,38
WelltonAZ120,000291,637——120,000291,637411,637172,54Wickenburg AZ150,000291,637——150,000291,637441,637172,54ClovisCA990,000823,746——990,000823,7461,813,74667,111King CityCA2,520,0001,888,720——2,520,0001,888,7204,408,720153,76LakeCA1,260,0001,570,000——1,260,0001,570,0002,830,000128,11Elsinore1,260,0001,570,000——840,000857,4591,697,45969,782OakhurstCA740,000930,904——740,000930,9041,670,90475,759RichmondCA2,088,6552,611,345—2,088,6552,611,3454,700,000212,61SacramentoCA1,737,2972,172,059——1,737,2972,172,0593,909,356176,84San JoseCA4,630,0001,020,000—4,630,0001,020,0005,650,00083,024Sand CityCA2,290,0001,600,000—2,290,0001,600,0003,890,000130,45Santa CruzCA1,210,000636,085—1,210,000636,0851,846,08551,659Santa CruzCA1,200,000563,273—1,200,000563,2731,763,27345,850	Tucson	AZ		550,000	511,637			550,000	511,637	1,061,637	7302,71
Wickenburg AZ150,000291,637—150,000291,637441,637172,54ClovisCA990,000 $823,746$ —990,000 $823,746$ 1,813,74667,111King CityCA—2,520,0001,888,720——2,520,0001,888,7204,408,720153,76LakeCA—1,260,0001,570,000——1,260,0001,570,0002,830,000128,11MercedCA—840,000857,459——840,000857,4591,697,45969,782OakhurstCA—740,000930,904——740,000930,9041,670,90475,759RichmondCA—2,088,6552,611,345—2,088,6552,611,3454,700,000212,61SacramentoCA—1,737,2972,172,059—1,737,2972,172,0593,909,356176,84San JoseCA—4,630,0001,020,000—4,630,0001,020,0005,650,00083,024Sand CityCA—2,290,0001,600,000—2,290,0001,600,0003,890,000130,45Santa CruzCA—1,210,000636,085—1,210,000636,0851,846,08551,659Santa CruzCA—1,200,000563,273—1,200,000563,2731,763,27345,850	Tucson	AZ		126,000	234,565			126,000	234,565	360,565	138,00
$\begin{array}{cccccccccccccccccccccccccccccccccccc$	Wellton	AZ		120,000	291,637			120,000	291,637	411,637	172,54
King CityCA $2,520,0001,888,720$ $ 2,520,0001,888,720$ $4,408,720153,76$ LakeCA $1,260,0001,570,000$ $ 1,260,0001,570,000$ $2,830,000128,11$ MercedCA $ 840,000$ $857,459$ $ 840,000$ $857,459$ $1,697,45969,782$ OakhurstCA $ 740,000$ $930,904$ $ 740,000$ $930,904$ $1,670,90475,759$ RichmondCA $ 2,088,6552,611,345$ $ 2,088,6552,611,345$ $4,700,000212,61$ SacramentoCA $ 1,737,2972,172,059$ $ 1,737,2972,172,059$ $3,909,356176,84$ San JoseCA $ 2,290,0001,600,000$ $ 2,290,0001,600,000$ $5,650,00083,024$ Sand CityCA $ 2,290,0001,600,000$ $ 2,290,0001,600,000$ $3,890,000130,45$ Santa CruzCA $ 1,210,000636,085$ $ 1,200,000563,273$ $1,763,27345,850$	Wickenburg	gΑΖ		150,000	291,637			150,000	291,637	441,637	172,54
Lake CA — 1,260,0001,570,000 — — 1,260,0001,570,000 2,830,000128,11 Merced CA — 840,000 857,459 — — 840,000 857,459 1,697,45969,782 Oakhurst CA — 740,000 930,904 — — 740,000 930,904 1,670,90475,759 Richmond CA — 2,088,6552,611,345 — — 2,088,6552,611,345 4,700,000212,61 Sacramento CA — 1,737,2972,172,059 — — 1,737,2972,172,059 3,909,356176,84 San Jose CA — 4,630,0001,020,000 — — 4,630,0001,020,000 5,650,00083,024 Sand City CA — 2,290,0001,600,000 — — 2,290,0001,600,000 3,890,000130,45 Santa Cruz CA — 1,210,000636,085 — — 1,210,000636,085 1,846,08551,659 Santa Cruz CA — 1,200,000563,273 — — 1,200,000563,273 1,763,27345,850	Clovis	CA		990,000	823,746			990,000	823,746	1,813,740	567,111
ElsinoreCA1,260,0001,570,000—1,260,0001,570,0002,830,000128,11MercedCA—840,000857,459——840,000857,4591,697,45969,782OakhurstCA—740,000930,904——740,000930,9041,670,90475,759RichmondCA—2,088,6552,611,345—2,088,6552,611,3454,700,000212,61SacramentoCA—1,737,2972,172,059——1,737,2972,172,0593,909,356176,84San JoseCA—4,630,0001,020,000——4,630,0001,020,0005,650,00083,024Sand CityCA—2,290,0001,600,000——2,290,0001,600,0003,890,000130,45Santa CruzCA—1,210,000636,085—1,210,000636,0851,846,08551,659Santa CruzCA—1,200,000563,273—1,200,000563,2731,763,27345,850	King City	CA		2,520,000	1,888,720			2,520,000	01,888,720	4,408,720	0153,76
OakhurstCA740,000930,904740,000930,9041,670,90475,759RichmondCA2,088,6552,611,3452,088,6552,611,3454,700,000212,61SacramentoCA1,737,2972,172,0591,737,2972,172,0593,909,356176,84San JoseCA4,630,0001,020,0004,630,0001,020,0005,650,00083,024Sand CityCA2,290,0001,600,0002,290,0001,600,0003,890,000130,45Santa CruzCA1,210,000636,0851,210,000636,0851,846,08551,659Santa CruzCA1,200,000563,2731,200,000563,2731,763,27345,850		CA		1,260,000	1,570,000		_	1,260,000	01,570,000	2,830,000	0128,11
RichmondCA $2,088,6552,611,345$ $ 2,088,6552,611,345$ $4,700,000212,61$ SacramentoCA $ 1,737,2972,172,059$ $ 1,737,2972,172,059$ $3,909,356176,84$ San JoseCA $ 4,630,0001,020,000$ $ 4,630,0001,020,000$ $5,650,00083,024$ Sand CityCA $ 2,290,0001,600,000$ $ 2,290,0001,600,000$ $3,890,000130,45$ Santa CruzCA $ 1,210,000636,085$ $ 1,210,000636,085$ $1,846,08551,659$ Santa CruzCA $ 1,200,000563,273$ $ 1,200,000563,273$ $1,763,27345,850$	Merced	CA		840,000	857,459			840,000	857,459	1,697,459	969,782
RichmondCA $2,088,6552,611,345$ $ 2,088,6552,611,345$ $4,700,000212,61$ SacramentoCA $ 1,737,2972,172,059$ $ 1,737,2972,172,059$ $3,909,356176,84$ San JoseCA $ 4,630,0001,020,000$ $ 4,630,0001,020,000$ $5,650,00083,024$ Sand CityCA $ 2,290,0001,600,000$ $ 2,290,0001,600,000$ $3,890,000130,45$ Santa CruzCA $ 1,210,000636,085$ $ 1,210,000636,085$ $1,846,08551,659$ Santa CruzCA $ 1,200,000563,273$ $ 1,200,000563,273$ $1,763,27345,850$	Oakhurst	CA		740,000	930,904			740,000	930,904	1,670,904	475,759
San JoseCA $ 4,630,0001,020,000$ $ 4,630,0001,020,000$ $5,650,00083,024$ Sand CityCA $ 2,290,0001,600,000$ $ 2,290,0001,600,000$ $3,890,000130,45$ Santa CruzCA $ 1,210,000636,085$ $ 1,210,000636,085$ $1,846,08551,659$ Santa CruzCA $ 1,200,000563,273$ $ 1,200,000563,273$ $1,763,27345,850$	Richmond	CA		2,088,655	52,611,345			2,088,655	52,611,345	4,700,000)212,61
Sand CityCA2,290,0001,600,0002,290,0001,600,0003,890,000130,45Santa CruzCA1,210,000636,0851,210,000636,0851,846,08551,659Santa CruzCA1,200,000563,2731,200,000563,2731,763,27345,850	Sacramento	CA		1,737,297	2,172,059			1,737,297	72,172,059	3,909,350	5176,84
Santa Cruz CA 1,210,000636,085 — — 1,210,000636,085 1,846,08551,659 Santa Cruz CA 1,200,000563,273 — — 1,200,000563,273 1,763,27345,850	San Jose	CA		4,630,000	1,020,000	_		4,630,000	01,020,000		
Santa CruzCA1,210,000636,0851,210,000636,0851,846,08551,659Santa CruzCA1,200,000563,2731,200,000563,2731,763,27345,850	Sand City	CA		2,290,000	1,600,000	_		2,290,000	01,600,000	3,890,000)130,45
Santa Cruz CA — 1,200,000563,273 — — 1,200,000563,273 1,763,27345,850	Santa Cruz	CA		1,210,000	636,085	_		1,210,000	0636,085	1,846,085	551,659
	Santa Cruz	CA		1,200,000	563,273			1,200,000	0563,273		
	Stockton	CA		1,051,621	1,314,791			1,051,62	11,314,791	2,366,412	2107,05

Aurora	со —	1,040,0001,928,302	_		1,040,0001,928,302	2,968,302156,94
Brighton	CO —	510,000 1,794,977	_		510,000 1,794,977	2,304,977146,07
Colorado Springs	CO —	1,103,6502,049,635	_	—	1,103,6502,049,635	3,153,285475,34
Colorado Springs	CO —	800,000 1,780,000	_	—	800,000 1,780,000	2,580,000144,82
Colorado Springs	CO —	1,157,7171,447,438	_	—	1,157,7171,447,438	2,605,155117,85
Colorado Springs	CO —	1,424,0181,774,083	_		1,424,0181,774,083	3,198,101144,42
Henderson	CO —	1,180,0001,845,489	_		1,180,0001,845,489	3,025,489150,20
Peyton	со —	1,403,2831,998,754			1,403,2831,998,754	3,402,037162,73

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accum Deprec (Note 5
Vernon	СТ	_	179,646	319,372	_	13	179,646	319,385	499,031	303,94
Westbrook	CT	_	98,247	373,340	_		98,247	373,340	471,587	355,29
Camden	DE	_	113,811	174,435	_		113,811	174,435	288,246	110,17
Camden	DE		250,528	379,165			250,528	379,165	629,693	239,499
Dewey	DE		147,465	224,665			147,465	224,665	372,130	141,90
Dover	DE		278,804	421,707			278,804	421,707	700,511	266,37
Dover	DE		367,137	554,207			367,137	554,207	921,344	350,06
Dover	DE		367,425	554,884			367,425	554,884	922,309	350,49
Felton	DE		307,260	464,391			307,260	464,391	771,651	293,33
Greenwood	DE		632,303	1,176,711			632,303	1,176,711	1,809,014	4523,63
Harrington	DE		563,812	849,220			563,812	849,220	1,413,032	2536,41′
Milford	DE		310,049	468,575			310,049	468,575	778,624	295,97
New Castle	DE		589,325	887,488			589,325	887,488	1,476,813	3560,589
Smyrna	DE		121,774	186,436			121,774	186,436	308,210	117,75
Smyrna	DE		401,135	605,332			401,135	605,332	1,006,467	7382,36
Townsend	DE		241,416	365,749			241,416	365,749	607,165	231,024
Wilmington	DE		280,682	424,525			280,682	424,525	705,207	268,15
Apopka	FL		1,607,879	2,003,141			1,607,879	92,003,141	3,611,020	0163,06
Archer	FL		296,238	578,145			296,238	578,145	874,383	453,843
Bradenton	FL		946,638	1,672,027			946,638	1,672,027	2,618,665	5398,67
Bradenton	FL		414,000	109,000			414,000	109,000	523,000	25,778
Bushnell	FL		130,000	291,637			130,000	291,637	421,637	172,549
Bushnell	FL		1,660,211	1,302,926			1,660,211	1,302,926	2,963,137	741,259
Cape Coral	FL		1,460,725	51,826,275			1,460,725	51,826,275	3,287,000	0148,69
Cape Coral	FL		260,000	1,667,327			260,000	1,667,327	1,927,327	7135,69
Casselberry	FL		1,370,000	2,006,750			1,370,000	02,006,750	3,376,750	0163,340
Clearwater	FL		359,792	311,845			359,792	311,845	671,637	184,50
Clearwater	FL		1,140,824	1,006,445			1,140,824	1,006,445	2,147,269	931,871
Cocoa	FL		323,827	287,810			323,827	287,810	611,637	170,28
Coral Springs	FL		842,439	1,049,534		_	842,439	1,049,534	1,891,973	385,438
Deerfield Beach	FL	_	1,600,000	982,745	_	_	1,600,000)982,745	2,582,745	580,013
Deltona	FL		140,000	321,637			140,000	321,637	461,637	190,299
Englewood	FL		270,000	331,637		_	270,000	331,637	601,637	196,21

Englewood FL		1,051,545927,683		_	1,051,545927,683	1,979,22829,377
Estero FL		750,000 1,926,751			750,000 1,926,751	2,676,751156,78
Fort Lauderdale FL	—	1,589,1551,986,845	_		1,589,1551,986,845	3,576,000161,768
Fort Lauderdale FL	_	2,630,0001,487,205			2,630,0001,487,205	4,117,205121,179
Fort Myers FL		1,569,5521,955,393	_		1,569,5521,955,393	3,524,945159,180
Fort Myers FL		1,050,0001,892,065	_		1,050,0001,892,065	2,942,065153,952
Fort Myers FL		1,195,3581,702,597			1,195,3581,702,597	2,897,955138,61
Gainesville FL	_	515,834 873,187			515,834 873,187	1,389,021685,45

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Naples

FL —

620,000 381,637

		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of l	nount at Which Period 4, 6 and 7)	Carried at	t
Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accun Deprec (Note 5
Gainesville	FL —	480,318	600,633			480,318	600,633	1,080,951	471,49
Gainesville	FL —	347,310	694,859			347,310	694,859	1,042,169	545,46
Gainesville	FL —	339,263	658,807			339,263	658,807	998,070	517,16
Gainesville	FL —	351,921	552,557			351,921	552,557	904,478	433,75
Gainesville	FL —	500,032	850,291			500,032	850,291	1,350,323	667,47
Homosassa Springs	FL —	740,000	621,637		—	740,000	621,637	1,361,637	367,79
Hudson	FL —	300,000	351,637			300,000	351,637	651,637	208,04
Intercession City	FL —	161,776	319,861		_	161,776	319,861	481,637	189,24
Jacksonville	eFL —	266,111	494,206			266,111	494,206	760,317	290,75
Jupiter	FL —	1,591,966	52,267,502			1,591,966	52,267,502	3,859,468	184,61
Jupiter	FL —	2,540,000)1,449,889			2,540,000	1,449,889	3,989,889	118,15
-	FL —	873,700	627,937			873,700	627,937	1,501,637	371,52
•	FL —	492,785	208,852			492,785	208,852	701,637	
Kissimmee	FL —	920,000	2,075,994			920,000	2,075,994	2,995,994	169,04
Kissimmee	FL —	920,000	2,121,172			920,000	2,121,172	3,041,172	172,69
Lake Mary	FL —	1,720,000)1,592,384			1,720,000	1,592,384	3,312,384	129,59
Lake Worth	FL —	2,440,000)1,113,008			2,440,000	1,113,008	3,553,008	390,651
Lakeland	FL —	527,076	464,561			527,076	464,561	991,637	274,86
Lakeland	FL —	300,000	321,637			300,000	321,637	621,637	190,29
Land O Lakes	FL —	120,000	361,637		_	120,000	361,637	481,637	213,96
Largo	FL —	900,000	1,475,882		_	900,000	1,475,882	2,375,882	276,16
Lehigh Acres	FL —	1,363,701	1,942,375	_		1,363,701	1,942,375	3,306,076	5158,14
Lutz	FL —	480,000	421,637			480,000	421,637	901,637	249,46
	FL —	-)1,563,478			,	1,563,478	2,848,528	
Miramar	FL —		2,114,731			, ,	2,114,731	3,806,175	-
Miramar	FL —		32,500,157				2,500,157	4,255,465	
Moore Haven	FL —	180,342				180,342	331,295	511,637	
Mount Dora	aFL —	1.423 518	32,514,329			1.423 518	2,514,329	3,937,847	599 51
Naples	FL —	150,000			_	150,000		451,637	
Naples		620,000	· ·			620,000	,	1 001 627	

1,001,637225,79

620,000 381,637

Naples	FL —	1,372,4651,715,927		_	1,372,4651,715,927	3,088,392139,71
Naples	FL —	3,600,0001,536,146		—	3,600,0001,536,146	5,136,146125,15
New Port Richey	FL —	190,000 601,637	—		190,000 601,637	791,637 355,96
North Fort Myers	FL —	140,000 281,637	—		140,000 281,637	421,637 166,63
Ocoee	FL —	1,421,3221,770,724	—		1,421,3221,770,724	3,192,046144,14
Okeechobe	eFL —	195,075 346,562	_		195,075 346,562	541,637 205,04
Orlando	FL —	240,000 301,637	_		240,000 301,637	541,637 178,46
Orlando	FL —	1,326,9051,653,095			1,326,9051,653,095	2,980,000134,57
Orlando	FL —	1,240,0002,690,000			1,240,0002,690,000	3,930,000219,14
Orlando	FL —	1,946,3072,772,204			1,946,3072,772,204	4,718,511225,70
Orlando	FL —	1,217,9821,522,784		—	1,217,9821,522,784	2,740,766123,98

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depre (Note
Orlando	FL		1,010,000	1,421,356	_		1,010,000)1,421,356	2,431,356	5115,8
Orlando	FL		1,290,000	955,589			1,290,000	955,589	2,245,589	977,88
Oviedo	FL		950,897	1,184,655			950,897	1,184,655	2,135,552	296,43
Palm Bay	FL		230,880	300,757		—	230,880		531,637	
Palm Bay	FL		2,265,855	1,711,979			2,265,855	51,711,979	3,977,834	454,21
Palm Beach Gardns	FL	_	2,040,000	1,121,312			2,040,000	01,121,312	3,161,312	290,93
Palm Harbor	FL		510,000	381,637			510,000	381,637	891,637	225,7
Panama City	FL		210,000	431,637			210,000	431,637	641,637	255,3
Pensacola	FL		168,000	312,727			168,000	312,727	480,727	183,9
Plantation	FL		2,260,000	1,617,690			2,260,000	1,617,690	3,877,690)131,5
Port Charlotte	FL	_	170,000	311,637	_	_	170,000	311,637	481,637	184,3
Port Charlotte	FL	_	200,000	356,637	_	_	200,000	356,637	556,637	211,0
Port Orange	FL		609,438	512,199			609,438	512,199	1,121,637	7303,0
Port Saint Lucie	FL	_	1,050,000	1,968,282	_	_	1,050,000	1,968,282	3,018,282	2160,2
Punta Gorda	FL		400,000	511,637			400,000	511,637	911,637	302,7
Riverview	FL		1,930,000	1,423,752			1,930,000	1,423,752	3,353,752	2292,0
Sanford	FL		1,685,711	2,401,027		—	1,685,711	2,401,027	4,086,738	3195,4
Sarasota	FL		2,700,000	1,406,134			2,700,000	1,406,134	4,106,134	1114,5
Stuart	FL		2,103,649	2,620,786			2,103,649	2,620,786	4,724,435	5213,3
Tallahassee	FL		600,000				600,000	341,637	941,637	
Tamarac		_	1,551,449	2,209,791				2,209,791	3,761,240)179,9
Tampa	FL			301,637			,	,	601,637	178,4
Tampa			380,000	361,637			380,000	361,637	741,637	213,9
Tampa			320,000				320,000		911,637	
Webster	FL		640,000	1,071,637			640,000	1,071,637	1,711,637	7634,0
West Palm Beach	FL	_	1,080,645	1,351,079	_	_	1,080,645	1,351,079	2,431,724	110,0
Winter Springs	FL	_	150,000	291,637	_	_	150,000	291,637	441,637	172,5
Zephyrhills	FL		944,539	1,495,185			944,539	1,495,185	2,439,724	127,41
Augusta	GA	_	620,000	383,232	_		620,000	383,232	1,003,232	2298,2

Augusta	GA —	540,000	337,853	 	540,000	337,853	877,853	262,9
Augusta	GA —	510,000	392,929	 	510,000	392,929	902,929	305,8
Augusta	GA —	180,000	422,020	 _	180,000	422,020	602,020	328,4
Augusta	GA —	260,000	392,171	 	260,000	392,171	652,171	305,2
Augusta	GA —	240,000	451,637	 	240,000	451,637	691,637	267,2
Calhoun	GA —	122,500	228,742	 	122,500	228,742	351,242	139,1
Calhoun	GA —	262,500	488,742	 	262,500	488,742	751,242	297,3
Cartersville	GA —	262,500	488,742	 _	262,500	488,742	751,242	297,3
Chatsworth	GA —	140,000	261,242	 	140,000	261,242	401,242	158,9
Chatsworth	GA —	140,000	261,242	 	140,000	261,242	401,242	158,9
Chatsworth	GA —	140,000	261,242	 	140,000	261,242	401,242	158,9
Chickamauga	aGA —	181,731	338,742	 	181,731	338,742	520,473	206,0
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IA —

IA —

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IL

IL

779,853 1,377,438

1,050,0001,848,552

784,675 1,385,954

500,000 1,268,448

768,748 1,427,676

661,500 1,228,500

Adair

Ankeny

Norwalk

Belvidere

Dekalb

Neola

			Initial Cost to Company		-	*		Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)			
Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note	
Dalton	GA		171,500	319,742			171,500	319,742	491,242	194,50	
Dalton	GA		87,500	163,742			87,500	163,742	251,242	99,603	
Dalton	GA		485,650	903,162			485,650	903,162	1,388,81		
Dalton	GA		146,000	272,385		_	146,000	272,385	418,385		
Dalton	GA		420,000	781,242			420,000	781,242	1,201,24		
Dalton	GA		210,000	391,242			210,000	391,242	601,242	-	
Dalton	GA		332,500	618,742			332,500	618,742	951,242	-	
Dalton	GA		437,500	813,742			437,500	813,742	1,251,24		
Decatur	GA		529,383	532,429		296	529,383	532,725	1,062,10		
Decatur	GA		,	2,866,018			·	2,866,018	4,488,64		
Dunwoody	GA			724,254		296	545,462	724,550	1,270,01	-	
Flintstone	GA		157,500	293,742			157,500	293,742	451,242		
La Fayette	GA		122,500	228,742		_	122,500	228,742	351,242	139,14	
Lithonia	GA		386,784	776,436		_	386,784	776,436	1,163,22		
Mableton	GA		491,069	355,957		_	491,069	355,957			
Martinez	GA		450,000	402,777			450,000	402,777	852,777		
Martinez	GA		830,000	871,637			830,000	871,637	1,701,63		
Norcross	GA		384,162	651,273			384,162	651,273	1,035,43		
Ringgold	GA		226,671	1,168,914			226,671	1,168,914	1,395,58		
Ringgold	GA		363,825	716,242			363,825	716,242	1,080,06	-	
Ringgold	GA		482,251	896,851			482,251	896,851	1,379,10	-	
Rocky Face	GA		164,231	306,241			164,231	306,241	470,472	186,29	
Rome	GA		210,000	391,242			210,000	391,242	601,242	237,99	
Rome	GA		199,199	371,183			199,199	371,183	570,382	225,79	
Rome	GA			375,997			179,762	375,997	555,759	228,72	
Rome	GA		315,000	586,242			315,000	586,242	901,242	356,62	
Rossville	GA		157,500	293,742		_	157,500	293,742	451,242	178,68	
Summerville			66,231	124,242		_	66,231	124,242	190,473	75,574	
Trenton	GA		-	241,242			129,231	241,242	370,473	146,74	
A .1	ТА		,	1 277 420			· · · · · · · · · · · · · · · · · · ·	1 277 420	0 157 00	,	

2,157,291328,43

2,898,552113,99

2,170,629330,46

1,768,44878,221

2,196,424517,15

1,890,000445,38

779,853 1,377,438

1,050,0001,848,552

784,675 1,385,954

500,000 1,268,448

768,748 1,427,676

661,500 1,228,500

Godfrey IL		374,586	733,190		_	374,586	733,190	1,107,776631,70
Granite City IL		362,287	737,255			362,287	737,255	1,099,542635,20
Hartford IL		599,172	1,112,747			599,172	1,112,747	1,711,919403,52
Loves Park IL		547,582	1,018,023			547,582	1,018,023	1,565,605450,46
Loves Park IL		760,725	1,412,775			760,725	1,412,775	2,173,500512,03
Machesney Park IL	_	562,275	1,044,225	_	_	562,275	1,044,225	1,606,500378,20

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrance: (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Acc Depr (Note
Marengo	IL		501,948	932,188			501,948	932,188	1,434,136	5337,9
Monee	IL		918,332	1,148,146			918,332	1,148,146	2,066,478	
Rochelle	IL		607,418	1,129,145			607,418	1,129,145	1,736,563	3499,2
Rockford	IL		463,050	859,950			463,050	859,950	1,323,000)311,8
Rockford	IL		388,631	721,744			388,631	721,744	1,110,375	5261,8
Tuscola	IL		752,456	1,397,419			752,456	1,397,419	2,149,875	5507,0
Albany	IN		427,437	796,632			427,437	796,632	1,224,069	9371,5
Alexandria	IN		139,219	259,369			139,219	259,369	398,588	120,6
Anderson	IN		147,263	274,307			147,263	274,307	421,570	127,5
Anderson	IN		283,430	529,190			283,430	529,190	812,620	247,1
Frankfort	IN		208,666	390,345			208,666	390,345	599,011	182,5
Greenwood	IN		173,250	323,022			173,250	323,022	496,272	150,2
Hartford City	IN		250,310	467,702			250,310	467,702	718,012	218,5
Indianapolis	IN		129,938	242,134			129,938	242,134	372,072	112,5
Indianapolis	IN		269,294	502,439			269,294	502,439	771,733	234,4
Indianapolis	IN		318,432	593,693			318,432	593,693	912,125	276,8
Knox	IN		341,250	634,999			341,250	634,999	976,249	285,5
Lafayette	IN		147,263	274,309			147,263	274,309	421,572	127,5
Lafayette	IN		112,613	209,959		_	112,613	209,959	322,572	97,62
Marion	IN		209,196	391,495			209,196	391,495	600,691	182,8
Michigan Cit	yIN		227,500	423,749			227,500	423,749	651,249	190,8
Mishawaka	IN		123,983	233,743		_	123,983	233,743	357,726	109,7
Morristown	IN		366,590	684,082			366,590	684,082	1,050,672	2319,
Muncie	IN		103,950	193,870			103,950	193,870	297,820	90,14
Muncie	IN		184,237	344,974			184,237	344,974	529,211	161,4
New Albany	IN		181,459	289,353			181,459	289,353	470,812	275,3
New Albany	IN		262,465	331,796		_	262,465	331,796	594,261	315,7
New Castle	IN		203,941	381,519			203,941	381,519	585,460	178,2
Richmond	IN		281,248	525,089			281,248	525,089	806,337	244,9
Richmond	IN		255,908	478,528			255,908	478,528	734,436	223,5
Rushville	IN		138,600	258,672			138,600	258,672	397,272	120,2
Rushville	IN		121,275	226,497			121,275	226,497	347,772	105,3
South Bend	IN		372,387	695,064	_		372,387	695,064	1,067,451	324,2
Wabash	IN		430,437	802,871	_		430,437	802,871	1,233,308	374,4
Wabash	IN	—	334,923	624,988		13	334,923	625,001	959,924	291,4

Warsaw	IN —	415,275 774,213		13	415,275 774,226	1,189,501360,8
West Lafayette	IN —	1,052,6281,342,855	—	_	1,052,6281,342,855	2,395,483625,2
Zionsville	IN —	910,595 1,693,926			910,595 1,693,926	2,604,521788,7
Berea	КҮ —	252,077 360,815	_		252,077 360,815	612,892 343,3
Elizabethtow	nKY —	286,106 286,106		93,004	286,106 379,110	665,216 280,6
Lebanon	КҮ —	158,052 316,105		153	158,052 316,258	474,310 300,9

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Acc Dep (No
Louisville	KY	_	198,926	368,014		_	198,926	368,014	566,940	350,
Louisville	KY		216,849	605,697	_		216,849	605,697	822,546	546,
Mount Washington	KY		327,245	479,593	_	_	327,245	479,593	806,838	424,
Baton Rouge	LA	—	500,000	521,637			500,000	521,637	1,021,637	
Baton Rouge	LA		210,000	361,637			210,000	361,637	571,637	213,
Bossier City	LA		230,000	431,637			230,000	431,637	661,637	255,
Destrehan	LA		200,000	411,637			200,000	411,637	611,637	243,
Lafayette	LA		240,000	391,637		_	240,000	391,637	631,637	231,
Pineville	LA		170,000	371,637		_	170,000	371,637	541,637	219,
Shreveport	LA		192,500	358,227		_	192,500	358,227	550,727	210,
Amherst	MA		110,969	639,806		_	110,969	639,806	750,775	393,
North Reading	g MA		574,601	756,174			574,601	756,174	1,330,775	5465.
Revere	MA		1,425,557	1,513,027			1,425,557	1,513,027	2,938,584	427,7
Revere	MA		1,479,502	2799,952			1,479,502	2799,952	2,279,454	14,00
Seekonk	MA		298,354	268,518			298,354	268,518	566,872	255.
Berlin	MD		255,951	387,395			255,951	387,395	643,346	244,
Columbia	MD		2,418,975	52,161,684			2,418,975	52,161,684	4,580,659	968,4
Crisfield	MD		219,704	333,024			219,704	333,024	552,728	210.
Hebron	MD		376,251	567,844			376,251	567,844	944,095	358.
La Plata	MD		1,017,544	12,706,729			1,017,544	2,706,729	3,724,273	31,77
Laurel	MD		390,000	1,653,440			390,000	1,653,440	2,043,440	0135.
Mechanicsville	eMD		1,540,335	52,860,928			1,540,335	2,860,928	4,401,263	31,89
Millersville	MD		830,737	2,696,245			830,737	2,696,245	3,526,982	21,78
Breckenridge	MI		437,500	813,468			437,500	813,468	1,250,968	3365.
Carson City	MI		262,500	488,468			262,500	488,468	750,968	
Charlevoix	MI		385,000	715,513			385,000	715,513	1,100,513	3322.
Cheboygan	MI		280,000	520,513			280,000	520,513	800,513	234.
Clare	MI		306,250	569,718			306,250	569,718	875,968	256.
Clare	MI		229,250	426,718			229,250	426,718	655,968	191.
Comstock Parl	kMI		315,000	586,261			315,000	586,261	901,261	264.
Farwell			437,500	813,468		_	437,500	813,468	1,250,968	
Flint			194,492	476,504		139	194,492	476,644	671,136	
Gladwin	MI		140,000	260,513			140,000	260,513	400,513	
Grand Rapids			437,500	813,761			437,500	813,761	1,251,261	
L				-					. ,	1

Kalamazoo	MI —	238,000 443,249	 	238,000 443,249	681,249 199,
Kalkaska	MI —	437,500 813,013	 	437,500 813,013	1,250,513366,
Lake City	MI —	115,500 215,013	 	115,500 215,013	330,513 97,2
Lakeview	MI —	96,250 179,718	 	96,250 179,718	275,968 81,6
Mackinaw Ci	tyMI —	455,000 845,513	 	455,000 845,513	1,300,513379,
Mecosta	MI —	122,500 228,468	 	122,500 228,468	350,968 102,
Midland	MI —	437,500 813,013	 	437,500 813,013	1,250,513365.

			Initial (Compar		Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	e Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^S Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Mount Pleasant	MI	_	162,75(0303,294		13	162,75(0303,307	466,057	137,368
Mount Pleasant	MI	_	463,750	0862,218	_	_	463,750	0862,218	1,325,968	387,389
Mount Pleasant	MI	_	210,000	0390,968	_	_	210,000	0390,968	600,968	176,387
Mount Pleasant	MI	_	437,500	0813,468			437,500	0813,468	1,250,968	366,084
Mount Pleasant	MI	_	350,000	0650,968		—	350,000	0650,968	1,000,968	3292,678
Mount Pleasant	MI			0325,968	_		·	0325,968	-	146,970
Petoskey	MI		-	0910,513	—	—	-	0910,513	1,400,513	
Prudenville			-	0247,513		—	-	0247,513	380,513	
Saginaw			-	0488,013			-	0488,013	-	219,620
Standish	MI		92,750	172,763	—	—	92,750	172,763	265,513	78,283
Traverse City		—	-	0391,002	—	—	·	0391,002	-	176,403
Walker				01,089,999	—	—	-	01,089,999	1,676,249	
Alexandria	MN			4246,858	—		-	4246,858	379,782	
Andover	MN			61,650,454			,	61,650,454	2,539,160	
Apple Valley	-		-	0650,000			-	0650,000	1,000,000	,
Baxter				0650,000				0650,000	1,000,000	
Blaine	MN		,	01,424,929			-	01,424,929	2,192,199	
Bloomingtor				0487,500			,	0487,500	750,000	-
Bloomingtor			-	11,256,859				11,256,859	1,933,630	
Brainerd	MN	—	490,000	0910,000			490,000	0910,000	1,400,000)294,172
Brooklyn Center	MN	_	979,764	41,819,561		—	979,764	41,819,561	2,799,325	586,020
Brooklyn Center	MN	_	979,764	41,819,561	_	_	979,764	41,819,561	2,799,325	586,263
Brooklyn Center	MN	_	979,764	41,819,561	_	—	979,764	41,819,561	2,799,325	5586,263
Brooklyn Park	MN	_	830,336	61,542,052	_	_	830,336	61,542,052	2,372,388	3496,997

Brooklyn Park	MN —	578,9641,075,220	_	_	578,9641,075,220	1,654,184346,833
Brooklyn Park	MN —	750,6971,394,151	_	_	750,6971,394,151	2,144,848314,536
Burnsville	MN —	615,2401,142,589	_		615,2401,142,589	1,757,829368,261
Burnsville	MN —	515,298956,981	_		515,298956,981	1,472,279308,799
Burnsville	MN —	350,000650,000	_		350,000650,000	1,000,000210,054
Burnsville	MN —	932,5581,731,892			932,5581,731,892	2,664,450558,062
Chaska	MN —	979,7641,819,561	_		979,7641,819,561	2,799,325586,263
Chaska	MN —	490,000910,000	_		490,000910,000	1,400,000293,687
Chaska	MN —	410,797762,908	_		410,797762,908	1,173,705172,507
Columbia Heights	MN —	673,0681,249,983	_	_	673,0681,249,983	1,923,051402,806
Coon Rapid	is MN —	490,000910,000	_		490,000910,000	1,400,000293,687
Cottage Grove	MN —	805,8881,496,650			805,8881,496,650	2,302,538482,393
Crystal	MN —	552,6411,026,332			552,6411,026,332	1,578,973331,107
Crystal	MN —	740,5181,375,248	_		740,5181,375,248	2,115,766443,342
Eagan	MN —	906,2871,683,104			906,2871,683,104	2,589,391542,612
Eagan	MN —	699,2771,298,658			699,2771,298,658	1,997,935418,705
Eden Prairie	e MN —	947,7021,760,019			947,7021,760,019	2,707,721566,867

			Initial Cost to		1		at Close	Amount at Whic of Period 8, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciation (Note 5)
Eden Prairie	eMN		485,526	901,690		_	485,526	901,690	1,387,216	5291,014
Edina	MN	_	568,893	1,056,516			568,893	1,056,516	1,625,409	340,816
Elk River	MN	_	613,113	1,138,637			613,113	1,138,637	1,751,750	366,989
Elk River	MN		456,850	848,435			456,850	848,435	1,305,285	5273,884
Excelsior	MN		262,500	487,500			262,500	487,500	750,000	157,783
Falcon Heights	MN		494,415	918,199		_	494,415	918,199	1,412,614	296,325
Farmington	MN	_	437,500	812,500			437,500	812,500	1,250,000)262,325
Forest Lake	MN	_	398,985	740,973			398,985	740,973	1,139,958	3239,074
Fridley	MN		519,325	964,461			519,325	964,461	1,483,786	5311,205
Fridley	MN		706,295	1,311,691			706,295	1,311,691	2,017,986	6422,898
Fridley	MN		175,000	325,000		—	175,000	325,000	500,000	105,512
Golden Valley	MN		979,764	1,819,561	_	_	979,764	1,819,561	2,799,325	586,263
Ham Lake	MN	_	979,764	1,819,561			979,764	1,819,561	2,799,325	586,263
Hastings	MN		979,764	1,819,561			979,764	1,819,561	2,799,325	586,263
Inver Grove Heigh	MIN		134,705	250,166	_	_	134,705	250,166	384,871	81,198
Inver Grove Heigh	MN		979,764	1,819,561	—	—	979,764	1,819,561	2,799,325	586,263
Lakeville	MN		631,855	1,173,446		—	631,855	1,173,446	1,805,301	378,429
Lakeville	MN	_	-	1,216,266			-	1,216,266	1,871,178	392,203
Litchfield	MN			722,036			388,788	722,036	1,110,824	
Little Falls				325,000				325,000	500,000	-
Long Lake			-	1,501,579			-	1,501,579	2,310,122	
Maplewood			-	1,729,793		—	-	1,729,793	2,661,220	-
Maplewood	MN		175,000	325,000			175,000	325,000	500,000	105,512
Mendota Heights	MN		827,026	1,535,906		—	827,026	1,535,906	2,362,932	2495,020
Mendota Heights	MN		717,808	1,333,072	_	—	717,808	1,333,072	2,050,880	429,775
Minneapoli	s MN		967,640	1,797,045			967,640	1,797,045	2,764,685	579,020
Minneapoli	s MN			1,589,941				1,589,941	2,446,063	512,402
Minneapoli	s MN		979,764	1,819,561			979,764	1,819,561	2,799,325	586,263
Minneapolis	s MN	_	979,764	1,819,561			979,764	1,819,561	2,799,325	586,263

Minneapolis MN —	938,2371,742,440	_	_	938,2371,742,440	2,680,677561,455
Minneapolis MN —	365,977679,671		_	365,977679,671	1,045,648219,355
Minneapolis MN —	979,7641,819,561			979,7641,819,561	2,799,325586,263
Minneapolis MN —	738,5351,371,564			738,5351,371,564	2,110,099441,914
Minneapolis MN —	811,5101,507,090			811,5101,507,090	2,318,600485,508
Minneapolis MN —	539,2421,001,450			539,2421,001,450	1,540,692323,104
Minneapolis MN —	175,000325,000		—	175,000325,000	500,000 105,269
Minneapolis MN —	175,000325,000		—	175,000325,000	500,000 105,512
Minneapolis MN —	979,7641,819,561			979,7641,819,561	2,799,325586,263
Minneapolis MN —	350,000650,000			350,000650,000	1,000,000209,811
Minneapolis MN —	759,8221,411,097			759,8221,411,097	2,170,919454,631
Minnetonka MN —	582,1621,081,158			582,1621,081,158	1,663,320243,942

					I		at Close	Amount at Whic of Period 5, 4, 6 and 7)	h Carried	
Description (Note 1)	¹ State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumulat Depreciatio (Note 5)
Monticello	MN		589,643	1,095,051			589,643	1,095,051	1,684,694	353,212
Mounds View	MN	_	743,926	1,381,578	_	_	743,926	1,381,578	2,125,504	445,378
New Brighton	MN		585,039	1,086,502		_	585,039	1,086,502	1,671,541	350,219
New Hope	MN		175,000	325 000			175 000	325,000	500,000	105 269
Newport	MN		-	1,796,280		_	-		2,763,508	
Oak Park										
Heights	MN		635,158	1,179,579		—	635,158	1,179,579	1,814,737	380,402
Pine City	MN		644 412	1,196,765			644 412	1,196,765	1,841,177	386 173
Princeton	MN		,	1,014,476				1,014,476	1,560,733	
Ramsey	MN			1,207,523			,	1,207,523	1,857,728	
Richfield	MN		-	1,171,003			-	1,171,003	1,801,543	
Richfield	MN			1,259,543			-	1,259,543	1,937,759	
Richfield	MN		436,919				436,919		1,248,340	-
Richfield	MN		-	1,559,065			-		2,398,562	-
Rogers	MN			1,450,991				1,450,991	2,232,294	
Roseville	MN		403,786					749,887	1,153,673	
Roseville	MN		-	1,819,561	_	_	-		2,799,325	
Roseville	MN			1,819,561		_	-		2,799,325	
Roseville	MN			1,819,561	_		-		2,799,325	
Saint Clou				1,459,954			,	1,459,954	2,799,323	
Saint Cloud				325,000			,		2,240,085	,
			-			_			-	-
Saint Cloud	UIVIIN		077,032	1,257,383		_	077,032	1,257,383	1,934,435	403,429
Saint Michael	MN		561,604	1,042,980			561,604	1,042,980	1,604,584	336,705
Saint Paul	MN		808,755	1,501,973			808,755	1,501,973	2,310,728	483,863
Saint Paul	MN		418,774	777,723			418,774	777,723	1,196,497	250,895
Saint Paul	MN		175,000	325,000			175,000	325,000	500,000	105,269
Saint Paul	MN		832,144	1,545,409			832,144	1,545,409	2,377,553	498,077
Saint Paul	MN		979,764	1,819,561			979,764	1,819,561	2,799,325	586,263
Saint Paul	MN			325,000		_	175,000	325,000	500,000	
Saint Paul	MN			1,819,561		_	979,764	1,819,561	2,799,325	586,020
Saint Paul			-	1,819,561		_	-		2,799,325	
Saint Paul			-	1,071,236		_	-	1,071,236	1,648,056	-
				-				-		

Saint Paul MN —	979,7641,819,561	 _	979,7641,819,561	2,799,325586,020
Saint Paul MN —	531,091986,311	 	531,091986,311	1,517,402318,234
Saint Paul MN —	592,6171,100,575	 	592,6171,100,575	1,693,192354,746
Saint Paul MN —	739,2771,372,944	 	739,2771,372,944	2,112,221442,358
Saint Paul MN —	788,7521,464,824	 	788,7521,464,824	2,253,576471,913
Saint Paul MN —	950,6781,765,546	 —	950,6781,765,546	2,716,224568,645
Saint Paul MN —	175,000325,000	 	175,000325,000	500,000 105,269
Saint Paul MN —	262,500487,500	 	262,500487,500	750,000 157,540
Saint Paul MN —	541,5471,005,731	 	541,5471,005,731	1,547,278324,238
Saint Paul MN —	827,6081,536,987	 	827,6081,536,987	2,364,595494,883

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	Naie	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accun Deprec (Note :
Saint Paul	MN	_	789,790	1,466,752	_		789,790	1,466,752	2,256,542	472,77
Saint Paul	MN		648,354	1,204,086	_		648,354	1,204,086	1,852,440	271,43
Saint Paul Park	MN	—	1,925,000)3,575,000			1,925,000	3,575,000	5,500,000	1,149,9
Sauk Rapid	sMN		175,000	325,000	_	_	175,000	325,000	500,000	105,51
Savage	MN		605,220	1,123,981	_		605,220	1,123,981	1,729,201	362,27
Savage	MN		569,195	1,057,075			569,195	1,057,075	1,626,270	340,75
Savage	MN		175,000	325,000			175,000	325,000	500,000	105,51
Shakopee	MN		522,391	970,156	_		522,391	970,156	1,492,547	314,00
Shakopee	MN		688,324	1,278,317	—		688,324	1,278,317	1,966,641	412,16
Shakopee	MN		783,764	1,455,562	—		783,764	1,455,562	2,239,326	468,93
Sherburn	MN	—	110,000	2,499,670		_	110,000	2,499,670	2,609,670	154,14
Vadnais Heights	MN	_	931,400	1,729,742	_		931,400	1,729,742	2,661,142	557,37
White Bear Lake	MN	_	943,945	1,753,040	_		943,945	1,753,040	2,696,985	564,86
White Bear Lake	MN	_	860,523	1,598,113	_		860,523	1,598,113	2,458,636	515,03
Woodbury	MN		962,500	1,787,500			962,500	1,787,500	2,750,000	
Zimmermar			979,764	1,819,561			979,764	1,819,561	2,799,325	
Bolivar	MO		712,586	1,258,625	_		712,586	1,258,625	1,971,211	
Bolivar	MO		734,876	1,297,996	—		734,876	1,297,996	2,032,872	
Fair Grove	MO		331,197	584,987	130,304		331,197	715,291	1,046,488	
Hollister	MO		660,909	1,167,349	—		660,909	1,167,349	1,828,258	
Monett	MO		493,610	871,853	—		493,610	871,853	1,365,463	
Springfield			471,920	833,541	—		471,920	833,541	1,305,461	
Springfield			794,438	1,403,200	—		794,438	1,403,200	2,197,638	
Springfield				1,423,297	—		805,817	1,423,297	2,229,114	
Springfield				1,059,974	—		600,117	1,059,974	1,660,091	
Springfield				1,298,631	_		735,236	1,298,631	2,033,867	
Springfield			782,041	1,381,302			782,041	1,381,302	2,163,343	
Springfield				13,454,530	_	_		3,454,530	5,410,354	
Springfield				1,482,839				1,482,839	2,322,366	
Waynesville			-	904,179		—		904,179	1,416,091	
Brandon	MS		671,486	1,247,588		—	671,486	1,247,588	1,919,074	675,77

Flowood	MS —	437,926	813,832		 437,926	813,832	1,251,758440,82
Flowood	MS —	399,972	743,347		 399,972	743,347	1,143,319402,64
Jackson	MS —	329,904	613,221		 329,904	613,221	943,125 332,16
Jackson	MS —	540,108	1,003,600		 540,108	1,003,600	1,543,708543,61
Marion	MS —	350,341	651,013	_	 350,341	651,013	1,001,354352,63
Meridian	MS —	437,926	813,671		 437,926	813,671	1,251,597440,73
Meridian	MS —	405,811	754,030	_	 405,811	754,030	1,159,841408,43
Meridian	MS —	145,975	271,478		 145,975	271,478	417,453 147,05
Meridian	MS —	280,273	520,887		 280,273	520,887	801,160 282,14
Meridian	MS —	321,146	596,794		 321,146	596,794	917,940 321,27

	Initial Cost to Company	Cost Capitalized Subsequent to Acquisition	Gross Amount at Whi at Close of Period (Notes 3, 4, 6 and 7)	ch Carried
Description State Encumbre (Note 1) State (Note 2)	Buildings, Improvemen Land and Acquisition Fees	ts Improvements _{Costs}	Buildings, Improvements Land and Acquisition Fees	5 Accumula Total Depreciatio (Note 5)
Newton MS —	467,121867,891		467,121867,891	1,335,012470,108
Pearl MS —	544,4881,011,733		544,4881,011,733	1,556,221548,023
PhiladelphiaMS —	472,960878,735		472,960878,735	1,351,695475,982
Southaven MS —	310,000641,637		310,000641,637	951,637 379,633
Terry MS —	583,9011,084,930		583,9011,084,930	1,668,831587,671
Waveland MS —	180,000331,637		180,000331,637	511,637 196,216
Archdale NC —	410,000731,637		410,000731,637	1,141,637432,883
Banner Elk NC —	386,993720,861		386,993720,861	1,107,854312,307
Banner Elk NC —	355,330662,058		355,330662,058	1,017,388286,640
Burgaw NC —	198,774370,653		198,774370,653	569,427 160,566
Burgaw NC —	457,356850,877		457,356850,877	1,308,233368,147
Carolina				
Beach NC —	457,356850,929		457,356850,929	1,308,285368,453
Cary NC —	255,064475,849		255,064475,849	730,913 206,828
Charlotte NC —	300,000291,637		300,000291,637	591,637 172,549
Charlotte NC —	640,000581,637		640,000581,637	1,221,637344,133
Charlotte NC —	970,0001,650,000		970,0001,650,000	2,620,000134,207
Durham NC —	720,000851,637		720,000851,637	1,571,637503,883
Goldsboro NC —	460,000740,625		460,000740,625	1,200,625531,992
Hampstead NC —	562,9001,046,971		562,9001,046,971	1,609,871452,510
Holly Ridge NC —	721,2151,340,986		721,2151,340,986	2,062,201579,710
Hubert NC —	404,584752,872		404,584752,872	1,157,456326,409
Jacksonville NC —	180,000371,637		180,000371,637	551,637 219,883
Jacksonville NC —	140,000260,727		140,000260,727	400,727 153,392
Jacksonville NC —	351,812654,867		351,812654,867	1,006,679283,536
Kinston NC —	550,0001,057,833	<u> </u>	550,0001,057,987	1,607,987897,475
Raleigh NC —	740,000791,637	- 155	740,000791,637	1,531,637468,383
Richlands NC —	492,537916,235		492,537916,235	1,408,772396,359
Richlands NC —	376,439700,603		376,439700,603	1,077,042303,847
Riegelwood NC —	— 453,916		— 453,916	453,916 208,517
Riegerwood NC — Roanoke	- 433,910		- 433,910	+55,510 200,517
Rapids NC —	834,2231,551,226	480 50,351	834,2231,602,057	2,436,280767,695
Roxboro NC —	243,112368,107		243,112368,107	611,219 232,514
Shallotte NC —	492,537916,266		492,537916,266	1,408,803396,373
NC —	600,000300,625		600,000300,625	900,625 215,926
110	000,000500,025		000,0000000,020	,00,025 215,720

Southern Pines				
	177 400		177 400	177 400 105 (04
Wallace NC —	— 177,408	 	— 177,408	177,408 105,684
Wilmington NC —	527,718981,645	 	527,718981,645	1,509,363425,163
Wilmington NC —	351,812654,930	 	351,812654,930	1,006,742283,278
Wilmington NC —	474,946883,640	 	474,946883,640	1,358,586382,574
Wilmington NC —	— 353,366	 	— 353,366	353,366 269,578
Wilmington NC —	364,126677,787	 	364,126677,787	1,041,913293,430
Wilmington NC —	439,765818,271	 	439,765818,271	1,258,036353,788
Wilmington NC —	— 805,696	 —	— 805,696	805,696 348,644

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	^s Land	Buildings, Improvements and Acquisition Fees	Improvement	Carrying ^S Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depre (Note
Wilmington	NC	_	386,993	720,288	_	_	386,993	720,288	1,107,281	311,7
Wilmington	NC		527,718	981,602			527,718	981,602	1,509,320)425,1
Wilmington			334,222	622,284			334,222	622,284		269,7
Wilmington	NC		334,222	622,251		—	334,222	622,251	956,473	269,4
Winston Salem	NC	_	320,000	311,637			320,000	311,637	631,637	184,3
Zebulon	NC		306,077	570,587			306,077	570,587	876,664	247,7
Bellevue	NE		929,608	1,597,236			929,608	1,597,236	2,526,844	34,60
La Vista	NE	—		1,612,833			-		2,521,626	-
Absecon	NJ		1,367,872	22,540,604		—	1,367,872	2,540,604	3,908,476	51,680
Mays Landing	NJ	_	1,539,117	2,858,630	_	_	1,539,117	2,858,630	4,397,747	1,892
Millville	NJ		953,891	1,771,782			953,891	1,771,782	2,725,673	31,172
Toms River	NJ			2,351,154				2,351,154	3,617,015	
	NJ		982,526	1,824,961	_		982,526	1,824,961	2,807,487	1,207
Wall Township	NJ	_	1,459,957	2,712,264	_		1,459,957	2,712,264	4,172,221	1,776
Albuquerque	NM		200,000	271,637			200,000	271,637	471,637	160,7
Adams Center	NY	—	2,362,078	32,191,965			2,362,078	2,191,965	4,554,043	69,41
Amherst	NY		660,000	1,820,000	_		660,000	1,820,000	2,480,000)148,1
Amherst	NY		268,540	1,523,162		_	268,540	1,523,162	1,791,702	248,23
Canandaigua	NY		509,072	918,495			509,072	918,495	1,427,567	29,08
Canton	NY		43,985	952,266			43,985	952,266	996,251	17,45
Canton	NY			2,235,047			-	2,235,047	2,916,004	
Carmel	NY		, ,	52,074,749	_			52,074,749	5,711,125	
Chaumont	NY			31,684,271				1,684,271	2,693,974	,
Cheektowaga				1,776,681				1,776,681	1,913,279	
Elma	NY		-	1,471,068				1,471,068	1,983,115	
Evans Mills				31,650,817				1,650,817	2,742,745	-
Fairport	NY			31,325,880				1,325,880	2,631,428	-
	NY			2,579,545				2,579,545	3,365,461	
Ithaca	NY		1,029,876	,			1,029,876		1,784,753	
Kingston	NY		257,763				257,763		713,805	
Niagara Falls	S IN Y		1,136,407	1,020,193			1,156,407	1,020,193	2,176,600	52,50

Ogdensburg	NY —	406,027 1,829,259		_	406,027 1,829,259	2,235,28633,53
Potsdam	NY —	699,718 1,317,994	_		699,718 1,317,994	2,017,71241,73
Rochester	NY —	632,586 1,117,323	_		632,586 1,117,323	1,749,909266,4
Rochester	NY —	467,265 758,113			467,265 758,113	1,225,37824,00
Rochester	NY —	881,230 1,332,275		_	881,230 1,332,275	2,213,50524,42
Saratoga Springs	NY —	1,320,1911,401,196	_	_	1,320,1911,401,196	2,721,38725,68
Tonawanda	NY —	561,048 848,213		—	561,048 848,213	1,409,26115,55
Watertown	NY —	1,819,5022,750,790			1,819,5022,750,790	4,570,29250,43
Watertown	NY —	1,414,2771,423,118			1,414,2771,423,118	2,837,39526,09
Webster	NY —	816,696 1,520,311			816,696 1,520,311	2,337,00748,14

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at White e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Webster	NY —	439,396	51,763,194	_		439,396	61,763,194	2,202,590)55,834
West Seneca	NY —	527,017	1,272,369			527,017	1,272,369	1,799,386	540,292
West Seneca	NY —	945,803	834,396		_	945,803	3834,396	1,780,199	926,423
Alliance	ОН —	454,440	843,960		—	454,440)843,960	1,298,400)289,628
Atwater	ОН —		266,748			-	5266,748	385,303	253,855
Bellefontaine		560,000	1,042,110		_	560,000	01,042,110	1,602,110)454,720
Bellefontaine	еОН —	455,000	0847,110		_	455,000)847,110	1,302,110)369,330
Columbus	ОН —	147,296	5304,411			147,296	5304,411	451,707	289,698
Columbus	ОН —	273,085	6471,693	13,088	_	273,085	5484,780	757,865	443,632
Cuyahoga Falls	ОН —	321,792	21,144,619		—	321,792	21,144,619	1,466,411	715,598
De Graff	ОН —	302,750	564,360		_	302,750)564,360	867,110	246,899
Eaton	ОН —	164,588	306,934		_	164,588	3306,934	471,522	142,721
Galion	ОН —	138,981	327,597		—	138,981	327,597	466,578	311,763
Jackson Center	ОН —	367,500	684,610	_		367,500)684,610	1,052,110)299,207
Kenton	ОН —	140,000	262,462		_	140,000)262,462	402,462	109,496
Marysville	ОН —	507,500	944,610		_	507,500)944,610	1,452,110)411,742
Marysville	ОН —	700,000	1,302,110			700,000	01,302,110	2,002,110)567,255
Marysville	ОН —	350,000	652,110		—	350,000)652,110	1,002,110	0284,505
Perrysburg	ОН —	211,678	390,680		134	211,678	3390,814	602,492	344,978
Russells Point	ОН —	546,000	01,016,110		—	546,000)1,016,110	1,562,110)443,410
Streetsboro	ОН —	402,988	533,349		114	402,988	3533,462	936,450	442,793
Tiffin	ОН —	117,017	273,040		_	117,017	7273,040	390,057	259,843
Troy	ОН —	355,009	588,111		85	355,009	9588,195	943,204	493,110
Wadsworth	ОН —	266,507	496,917		116	266,507	7497,033	763,540	423,489
Edmond	ОК —	365,152	2716,425			365,152	2716,425	1,081,577	7159,137
Edmond	ОК —	352,862	2694,398		_	352,862	2694,398	1,047,260)154,583
Edmond	ОК —	519,976	1,019,075		—	519,976	51,019,075	1,539,051	226,389
Edmond	ОК —	962,803	1,887,389	_		962,803	31,887,389	2,850,192	
Midwest City	уОК —	405,372	2795,228			405,372	2795,228	1,200,600)176,605
Midwest City	уОК —	445,188	873,239			445,188	3873,239	1,318,427	7 193,897
Moore	ОК —	306,341	602,193		—	306,341	602,193	908,534	134,144
Moore	ОК —	294,864	579,209			294,864	\$579,209	874,073	128,885

Norman	ОК —	248,874489,810			248,874489,810	738,684 109,233
Norman	ОК —	390,000523,739			390,000523,739	913,739 116,754
Norman	ОК —	470,199922,644			470,199922,644	1,392,843205,178
Norman	ОК —	697,9641,368,992			697,9641,368,992	2,066,956303,954
Norman	ОК —	163,252321,345			163,252321,345	484,597 71,725
Oklahoma City	ОК —	453,873890,815	_		453,873890,815	1,344,688198,122
Oklahoma City	ОК —	520,3861,021,067	—	—	520,3861,021,067	1,541,453226,830
Oklahoma City	ОК —	410,750806,262	_	_	410,750806,262	1,217,012179,215
Oklahoma City	ОК —	421,459827,243	_	_	421,459827,243	1,248,702183,866

		Initial Cost to Company				Gross Amount at Which Carried Close of Period (Notes 3, 4, 6 and 7)			t
Description (Note 1)	State Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvement	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
Oklahoma City	ОК —	166,843	329,194			166,843	329,194	496,037	73,629
Oklahoma City	ОК —	426,956	838,510			426,956	838,510	1,265,466	5186,52
Oklahoma City	ОК —	456,873	897,930			456,873	897,930	1,354,803	3199,69
Oklahoma City	ОК —	220,000	513,453			220,000	513,453	733,453	114,63
Oklahoma City	ОК —	344,347	676,656			344,347	676,656	1,021,003	3150,65
Oklahoma City	ОК —	178,588	352,229			178,588	352,229	530,817	78,736
Oklahoma City	ОК —	200,554	394,926			200,554	394,926	595,480	88,200
Oklahoma City	ОК —	479,805	941,620		_	479,805	941,620	1,421,425	5209,05
Oklahoma City	ОК —	388,491	762,152			388,491	762,152	1,150,643	3169,27
Oklahoma City	ОК —	514,604	1,010,798			514,604	1,010,798	1,525,402	2224,38
Oklahoma City	ОК —	612,698	1,202,429		_	612,698	1,202,429	1,815,127	7267,19
Oklahoma City	ОК —	221,963	436,376			221,963	436,376	658,339	97,224
Oklahoma City	ОК —	306,360	600,729			306,360	600,729	907,089	133,49
Oklahoma City	ОК —	180,000	618,260		_	180,000	618,260	798,260	137,70
Oklahoma City	ОК —	440,000	829,361			440,000	829,361	1,269,361	1 184,50
Oklahoma City	ОК —	411,910	808,611		_	411,910	808,611	1,220,521	1 179,57
Oklahoma City	ОК —	471,600	924,640	_		471,600	924,640	1,396,240)205,45
2	ОК —	481,598	946,011	_		481,598	946,011	1,427,609	9210,02

Oklahoma						
City						
Oklahoma City	ОК —	275,094 540,304	—	—	275,094 540,304	815,398 120,26
Oklahoma City	ОК —	404,894 794,787	_		404,894 794,787	1,199,681176,67
Tulsa	ОК —	126,545 508,266			126,545 508,266	634,811 437,91
Yukon	ОК —	618,155 1,213,121			618,155 1,213,121	1,831,276269,56
Yukon	ОК —	390,000 698,226			390,000 698,226	1,088,226155,26
Yukon	ОК —	713,299 1,399,650			713,299 1,399,650	2,112,949310,58
Yukon	ОК —	813,732 1,595,318	—		813,732 1,595,318	2,409,050353,95
Gresham	OR —	1,026,9641,283,964	—		1,026,9641,283,964	2,310,928104,54
Aliquippa	PA —	226,195 452,631	—		226,195 452,631	678,826 270,82
Aliquippa	PA —	757,155 1,092,170			757,155 1,092,170	1,849,32534,585
Aliquippa	PA —	781,433 809,944			781,433 809,944	1,591,37714,849
Allentown	PA —	3,922,4205,971,779			3,922,4205,971,779	9,894,1991,423,
Allentown	PA —	1,063,4671,128,720			1,063,4671,128,720	2,192,18720,693
Ambridge	PA —	807,350 1,220,581			807,350 1,220,581	2,027,93122,377
Arnold	PA —	905,970 1,369,678			905,970 1,369,678	2,275,64825,111
Bath	PA —	1,266,254936,591			1,266,254936,591	2,202,84517,171
Beaver	PA —	95,626 223,368			95,626 223,368	318,994 133,64
Beaver	PA —	471,906 713,445			471,906 713,445	1,185,35113,080
Beaver Fall	s PA —	92,207 230,758			92,207 230,758	322,965 138,06
Bechtelsvill	lePA —	948,729 1,434,323			948,729 1,434,323	2,383,05226,296
Bensalem	PA —	569,763 387,611			569,763 387,611	957,374 238,37
Breinigsvill	ePA —	1,052,8801,591,782			1,052,8801,591,782	2,644,66229,183
Bridgeville		992,173 1,500,003	—		992,173 1,500,003	2,492,17627,500

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Ac De (No
Bryn Mawr	PA		1,093,979	1,653,916			1,093,979	1,653,916	2,747,8	9530.
Butler	PA		539,278				539,278		1,354,5	
Butler	PA		1,033,307	1,562,191			1,033,307	1,562,191	2,595,4	9828.
Camp Hill	PA		849,226	1,283,891			849,226	1,283,891	2,133,1	
Castle Shannon	PA		765,759	836,367			765,759	836,367	1,602,1	2615
Chester Springs	PA		1,059,079	1,628,368			1,059,079	1,628,368	2,687,4	
Danville	PA		462,741	1,518,815			462,741	1,518,815	1,981,5	5627.
Downingtown	PA		1,722,222	576			1,722,222	2576	1,722,7	98364
Downingtown	PA		2,806,613	1,865,384			2,806,613	1,865,384	4,671,9	9734,
East Pittsburgh	PA	_	785,475	802,232			785,475	802,232	1,587,7	0725.
Greensburg	PA		891,873	1,310,204			891,873	1,310,204	2,202,0	7741,
Greensburg	PA		1,164,032	923,128			1,164,032	2923,128	2,087,1	6016.
Harrisburg	PA	_	1,712,406	1,510,700			1,712,406	1,510,700	3,223,1	0647.
Herndon	PA	_	2,112,857	1,124,873			2,112,857	1,124,873	3,237,7	3020.
Irwin	PA	_	676,401	1,022,607			676,401	1,022,607	1,699,0	0818.
Johnstown	PA	_	613,830	928,011			613,830	928,011	1,541,8	
Latrobe	PA		401,440	606,911			401,440	606,911	1,008,3	
Lewisburg	PA		1,122,905	1,129,924			1,122,905	1,129,924	2,252,8	
Lock Haven	PA			992,999				992,999	1,491,6	
Middleburg	PA		-	1,300,673				1,300,673	1,696,9	
Millvale	PA		1,153,220				1,153,220		1,885,7	
Milton	PA			1,095,789				1,095,789	1,820,5	
Milton	PA		781,359	1,181,286			781,359	1,181,286	1,962,6	
Montandon	PA		900,186	1,360,934			900,186	1,360,934	2,261,1	
Mount Pleasant Mills			-	1,643,137	_	_		1,643,137	2,143,7	
Mount Washington	PA		118,118	231,108		_	118,118	231,108	349,226	5 13
Muncy	PA	_	1,336,670	2,110,696			1,336,670	2,110,696	3,447,3	6666,
New London	PA		1,585,722	1,398,938			1,585,722	1,398,938	2,984,6	6044,
Northumberland	1PA		788,076				788,076		1,769,8	
Penndel	PA		739,487	1,003,809			739,487	1,003,809	1,743,2	9661 ²
Perryopolis	PA		148,953	134,299			148,953	134,299	283,252	
Philadelphia	PA		808,681	256,843			808,681	256,843	1,065,5	
Philadelphia	PA		425,928	167,147			425,928	167,147	593,075	
*									-	

Philadelphia	PA —	541,792 236,049	 	541,792 236,049	777,841 14
Philadelphia	PA —	614,101 277,277	 	614,101 277,277	891,378 17
Philadelphia	PA —	1,011,389491,302	 _	1,011,389491,302	1,502,691302
Philadelphia	PA —	689,172 426,596	 	689,172 426,596	1,115,768262
Philadelphia	PA —	349,294 134,485	 	349,294 134,485	483,779 84
Philadelphia	PA —	2,016,2441,896,105	 	2,016,2441,896,105	3,912,34960
Phoenixville	PA —	1,373,9341,212,097	 _	1,373,9341,212,097	2,586,03138,
Pittsburgh	PA —	497,668 320,170	 _	497,668 320,170	817,838 19

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1) State Encumbr (Note 2)	Buildings, Improveme Land and Acquisition Fees	ents Improveme	Carrying ents Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accui Depre (Note
Pittsburgh PA —	296,277 287,540	_		296,277	287,540	583,817	172,04
Pittsburgh PA —	395,417 474,741			395,417	474,741	870,158	284,05
Pittsburgh PA —	779,859 765,778			779,859	765,778	1,545,637	14,039
Pittsburgh PA —	1,916,4181,263,572			1,916,41	81,263,572	3,179,990	023,165
Pottsville PA —	1,154,2471,745,033			1,154,24	71,745,033	2,899,280)31,992
Reading PA —	1,018,2621,539,445			1,018,26	21,539,445	2,557,707	28,223
Reading PA —	1,165,538952,038	—		1,165,53	8952,038	2,117,576	517,454
Richboro PA —	1,359,0601,645,736			1,359,06	01,645,736	3,004,796	52,115
Selinsgrove PA —	852,806 627,125			852,806	627,125	1,479,931	11,497
South Park PA —	252,247 436,182	—		252,247	436,182	688,429	260,94
Stroudsburg PA —	629,294 796,057	—		629,294	796,057	1,425,351	17,248
Sunbury PA —	1,160,9001,168,156	—		1,160,90	01,168,156	2,329,056	521,416
Valencia PA —	440,565 278,492			440,565	278,492	719,057	166,62
Verona PA —	1,254,411—		343	1,254,41	1343	1,254,754	108
Wayne PA —	2,115,4421,064,164	—		2,115,44	21,064,164	3,179,606	533,699
West Grove PA —	698,658 1,074,209			698,658	1,074,209	1,772,867	34,017
WilliamsportPA —	1,005,4881,520,134			1,005,48	81,520,134	2,525,622	27,869
Willow Grove PA —	329,934 73,123	—	—	329,934	73,123	403,057	45,696
Wyomissing PA —	946,078 1,430,315	—		946,078	1,430,315	2,376,393	26,222
Wyomissing PA —	1,127,799828,826	—		1,127,79	9828,826	1,956,625	515,195
Aiken SC —	400,000 402,665	—		400,000	402,665	802,665	313,40
Aiken SC —	320,000 432,527			320,000	432,527	752,527	336,64
Aiken SC —	330,000 472,679			330,000	472,679	802,679	367,89
Aiken SC —	560,000 543,588			560,000	543,588	1,103,588	423,08
Aiken SC —	360,000 542,982	—		360,000	542,982	902,982	422,61
Aiken SC —	540,000 388,058	—		540,000	388,058	928,058	302,03
Aiken SC —	250,000 251,770			250,000	251,770	501,770	195,95
Beech Island SC —	330,000 481,637			330,000	481,637	811,637	284,96
Belvedere SC —	490,000 463,080			490,000	463,080	953,080	360,42
Bishopville SC —	191,738 357,630			191,738	357,630	549,368	155,22
Bonneau SC —	128,411 240,691			128,411	240,691	369,102	104,75
Camden SC —	269,136 501,397			269,136	501,397	770,533	217,28
Charleston SC —	862,869 868,263			862,869	868,263	1,731,132	215,918
Charleston SC —	1,042,8811,576,665	_	_	1,042,88	11,576,665	2,619,546	528,906

Columbia	SC —	520,000 471,637	 	520,000 471,637	991,637 279,04
Conway	SC —	— 252,890	 	— 252,890	252,890 169,95
Cordova	SC —	137,207 257,025	 	137,207 257,025	394,232 112,08
Dillon	SC —	1,314,2121,715,895	 	1,314,2121,715,895	3,030,1078,579
Florence	SC —	193,497 360,913	 	193,497 360,913	554,410 156,64
Florence	SC —	337,740 628,793	 	337,740 628,793	966,533 272,28
Georgetown	n SC —	1,319,1331,456,542	 	1,319,1331,456,542	2,775,67546,124

			Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of l	nount at Which Period 4, 6 and 7)	Carried a	t
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accun Deprec (Note 5
Goose Creek	SC		150,000	241,637	_		150,000	241,637	391,637	142,96
Goose Creek	SC		1,371,595	1,212,528	_	_	1,371,595	51,212,528	2,584,123	338,397
Goose Creek	SC		1,069,078	943,150	_	_	1,069,078	3943,150	2,012,228	329,866
Goose Creek	SC		1,344,022	1,352,423		_	1,344,022	21,352,423	2,696,445	524,794
Goose Creek	SC		794,691	1,417,200		_	794,691	1,417,200	2,211,891	1 25,982
Greenville	SC		390,000	462,847			390,000	462,847	852,847	360,24
Greenville	SC		-	402,392			300,000	402,392	702,392	313,19
Greenville			-	432,695			370,000	432,695	-	336,77
Greenville			-	483,604			620,000	483,604	1,103,604	
Greenville				423,604			680,000	423,604	1,103,604	-
Greer			-	502,879			400,000	502,879	902,879	
Hemingway			-	459,569			246,269	459,569	705,838	
Hilton Hea				691,637			500,000	691,637	1,191,637	-
Hilton Hea			-	344,510			185,500	344,510	530,010	-
Irmo	~~		,	461,637			690,000	461,637	1,151,637	
Jackson	~ ~		-	632,626			170,000	632,626	802,626	
Kingstree				303,766				303,766	303,766	,
Kingstree	SC		209,328	-		_	209,328		600,293	
Ladson	SC			52,315,102				52,315,102	3,820,828	-
Ladson	SC			1,587,528				01,587,528	3,930,567	
Lake City	SC		202,292				2,343,032		580,190	
Lexington	SC			563,891			-	563,891	1,203,891	
Lexington	SC		-	563,588			-	563,588	1,103,588	
Lexington	SC		-	843,891			360,000	843,891	1,103,388	
•			-	373,990			200,533	373,990		-
Lugoff Moncks	SC		200,333	575,990		_	200,333	575,990	574,523	102,29
Corner	SC		351,812	655,578			351,812	655,578	1,007,390)283,55
Moncks Corner	SC		882,597	2,041,486	_	_	882,597	2,041,486	2,924,083	364,647
	SC		839,386	928,571	_		839,386	928,571	1,767,957	717,024

Moncks									
Corner									
Mount Pleasant	sc —	668,443	1,242,940			668,443	1,242,940	1,911,38	3537,10
Mount Pleasant	sc —	1,433,246	51,442,205	—		1,433,24	61,442,205	2,875,45	126,440
Mount Pleasant	sc —	1,445,576	61,534,274	—	_	1,445,57	61,534,274	2,979,85	028,128
Myrtle Beach	sc —	492,537	916,307	_		492,537	916,307	1,408,84	4396,95
Myrtle Beach	sc —	703,624	1,308,326	—		703,624	1,308,326	2,011,95	0565,32
Myrtle Beach	sc —	_	177,502	_	_		177,502	177,502	77,473
Myrtle Beach	sc —	—	755,479		—	_	755,479	755,479	326,96
Myrtle Beach	sc —	_	328,278	_	_		328,278	328,278	257,77
Myrtle Beach	sc —	_	278,019	_			278,019	278,019	190,74
North Augusta	sc —	400,000	452,777	_	_	400,000	452,777	852,777	352,40
North Augusta	sc —	490,000	1,221,637		_	490,000	1,221,637	1,711,63	7722,79
North Charleston	sc —	935,330	992,721		_	935,330	992,721	1,928,05	118,200
North Charleston	sc —	787,641	835,969	_		787,641	835,969	1,623,61	015,326

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)

Description (Note 1)	State	Encumbrances (Note 2)	^s Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
North Charleston	SC		1,144,392	2869,090	_		1,144,392	2869,090	2,013,482	215,933
Orangeburg	SC		320,000	691,637			320,000	691,637	1,011,637	409,21
Pinewood	SC		325,426	606,576	_		325,426	606,576	932,002	262,69
Simpsonville	SC		530,000	573,485			530,000	573,485	1,103,485	5446,35
Spartanburg	SC		470,000	432,879			470,000	432,879	902,879	336,92
Summerville	SC		297,500	553,227			297,500	553,227	850,727	325,47
Summerville	SC		1,310,923	31,108,943			1,310,923	31,108,943	2,419,866	535,117
Sumter	SC		263,859	491,628			263,859	491,628	755,487	213,07
Sumter	SC		362,367	674,512			362,367	674,512	1,036,879	292,01
Sumter	SC		181,183	338,087			181,183	338,087	519,270	146,79
Sumter	SC		154,797	289,084			154,797	289,084	443,881	125,63
Sumter	SC		351,812	654,969			351,812	654,969	1,006,781	283,58
Sumter	SC		334,222	622,301			334,222	622,301	956,523	269,47
Sumter	SC		281,450	524,296			281,450	524,296	805,746	227,17
Sumter	SC		146,002	272,750			146,002	272,750	418,752	118,58
Sumter	SC		372,921	694,113			372,921	694,113	1,067,034	300,19
Sumter	SC		149,520	279,226			149,520	279,226	428,746	121,38
Sumter	SC		262,100	488,361			262,100	488,361	750,461	211,66
Sumter	SC		184,701	344,620			184,701	344,620	529,321	148,76
West Columbia	SC	_	410,000	693,574			410,000	693,574	1,103,574	539,82
West Columbia	SC		336,000	624,727	_	_	336,000	624,727	960,727	367,54
Elk Point	SD		390,000	2,410,066			390,000	2,410,066	2,800,066	,
Arrington	TN		385,000	716,242		—	385,000	716,242	1,101,242	
Athens	ΤN		175,000	326,242			175,000	326,242	501,242	198,45
Athens	TN		124,179	231,860			124,179	231,860	356,039	141,04
Benton	TN		192,500	358,742			192,500	358,742	551,242	218,22
Chattanooga	TN		181,731	338,741			181,731	338,741	520,472	206,00
Chattanooga	TN		162,879	258,792			162,879	258,792	421,671	157,42
Chattanooga	TN		159,979	298,346		_	159,979	298,346	458,325	181,48
Chattanooga	TN		105,000	196,242			105,000	196,242	301,242	119,37
Chattanooga	TN		245,000	456,242			245,000	456,242	701,242	277,54
Chattanooga	TN		297,500	553,742	—		297,500	553,742	851,242	336,85

Chattanooga TN —	323,750 822,529	_	 323,750	822,529	1,146,2794	480,45
Chattanooga TN —	280,000 521,242	_	 280,000	521,242	801,242	317,08
Chattanooga TN —	257,250 478,992		 257,250	478,992	736,242 2	291,38
Chattanooga TN —	283,209 527,201	_	 283,209	527,201	810,410 3	320,70
Chattanooga TN —	542,500 1,008,742		 542,500	1,008,742	1,551,2426	513,64
Chattanooga TN —	332,500 618,742		 332,500	618,742	951,242 3	376,39
Chattanooga TN —	260,693 559,077	_	 260,693	559,077	819,770 3	340,09
Chattanooga TN —	150,336 326,242	_	 150,336	326,242	476,578	198,45
Cleveland TN —	110,009 205,545	_	 110,009	205,545	315,554 1	125,03

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whie e of Period 3, 4, 6 and 7)	ch Carried	l
Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Cleveland	TN —	227.500)423,742			227.500)423,742	651,242	257,770
Cleveland	TN —	-)521,242			-)521,242	801,242	317,083
Cleveland	TN —	-)456,242			-)456,242	701,242	277,541
Cleveland	TN —)293,742			-)293,742	451,242	178,687
Cleveland	TN —	,)228,742			-	0228,742	351,242	139,145
Cleveland	TN —		3559,077				3559,077	859,450	340,099
Dayton	TN —	-)488,742	_		-	0488,742	751,242	297,312
Decatur	TN —		338,742				338,742	520,473	206,062
Dunlap	TN —)586,242			-)586,242	901,242	356,624
Etowah	TN —	,)358,742			-)358,742	551,242	218,228
Gallatin	TN —	-)976,242			-)976,242	-	2593,874
Gray	TN —		355,563				355,563		158,224
Harrison	TN —		3900,680				3900,680		3547,908
Hixson	TN —	-)651,242			-)651,242		2396,166
Hixson	TN —	-)504,992			-)504,992		307,197
Hixson	TN —	-	5954,355			-	5954,355		0580,560
Hixson	TN —	-	176,742			-	176,742		107,512
Hixson	TN —		3559,077		_		3559,077	859,450	340,099
Kimball	TN —)618,742	_	_	-)618,742	951,242	376,395
Kingsport	TN —	· · ·	3289,545	_	_		3289,545	445,148	128,846
Kingsport	TN —		3576,845				3576,845	887,148	128,840 256,694
La Vergne	TN —		51,073,742				51,073,742		7653,187
Manchester	TN —	-	9495,463				9495,463		301,400
Manchester	TN —		5524,352			-	5524,352	806,027	301,400 318,975
Manchester	TN —		5595,242				5595,242	915,088	362,100
Monteagle			3595,242 3504,849			-	3504,849		302,100 307,110
-		,	304,849 3738,764			-			-
Mount Juliet		· · ·	,		_	-	8738,764		2449,409
Murfreesbor		· · ·)1,021,742		_	-)1,021,742		2621,553
Murfreesbor			0870,032			-	0870,032	, ,	2529,263
Murfreesbor		· · ·	3559,077	_		-	3559,077	,	340,099
Nashville	TN —		3927,264			-	3927,264		2564,080
Ocoee	TN —	,	3223,713		_	-	3223,713		136,086
Ooltewah	TN —	-	436,241			-	436,241		265,374
Ooltewah	TN —		01,174,710			-	91,174,710		9717,552
Ooltewah	TN —	105,000)196,242			105,000)196,242	301,242	119,374

Roan Mountain	TN —	286,303532,274	_	_	286,303532,274	818,577 236,860
Shelbyville	TN —	320,229595,953		_	320,229595,953	916,182 362,532
Smyrna	TN —	426,466793,251		_	426,466793,251	1,219,717482,555
Smyrna	TN —	630,0001,170,036			630,0001,170,036	1,800,036575,267
Soddy Daisy	y TN —	297,500553,732			297,500553,732	851,232 336,848
Soddy Daisy	y TN —	350,000651,242		—	350,000651,242	1,001,242396,166

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

	Initial Cost to Company		1		Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)			ıt
Description State Encumbrances (Note 1) (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note
Soddy Daisy TN —	245,000	456,242	_	_	245,000	456,242	701,242	277,54
Sweetwater TN —	122,500	228,742			122,500	228,742	351,242	139,14
Sweetwater TN —	339,231	1,131,287			339,231	1,131,287	1,470,513	8610,74
Sweetwater TN —	133,000	248,242			133,000	248,242	381,242	151,00
Alamo TX —	2,181,318	31,910,571			2,181,313	81,910,571	4,091,889	960,501
Alton TX —	733,241	1,108,540			733,241	1,108,540	1,841,78	120,323
Aransas PassTX —	493,919	857,733			493,919	857,733	1,351,652	218,584
Austin TX —	1,430,000)1,184,952			1,430,000	01,184,952	2,614,952	296,479
Austin TX —	1,190,000)1,254,093		_	1,190,000	01,254,093	2,444,093	3102,12
Baytown TX —	1,809,431	1,596,297		_	1,809,43	11,596,297	3,405,72	850,549
Baytown TX —	1 560 795	52 022 439			1 560 79	52 022 439	3 583 23	464 044

Austin	ТХ —	1,190,0001,254,093			1,190,0001,254,093	2,444,093102,12
Baytown	ТХ —	1,809,4311,596,297			1,809,4311,596,297	3,405,72850,549
Baytown	ТХ —	1,560,7952,022,439		_	1,560,7952,022,439	3,583,23464,044
Baytown	ТХ —	889,449 1,977,129			889,449 1,977,129	2,866,57842,838
Baytown	ТХ —	1,170,2661,769,250		_	1,170,2661,769,250	2,939,51632,436
Beeville	ТХ —	250,918 1,015,672		_	250,918 1,015,672	1,266,59032,163
Beeville	ТХ —	249,196 914,755			249,196 914,755	1,163,95119,820
Bishop	TX —	1,138,2131,855,054		—	1,138,2131,855,054	2,993,26758,743
Boerne	TX —	1,675,505918,790		—	1,675,505918,790	2,594,29519,907
Brackettville	ТХ —	545,251 1,701,182			545,251 1,701,182	2,246,43353,871
Brownsville	ТХ —	2,180,7911,665,300			2,180,7911,665,300	3,846,09152,735
Brownsville		1,215,9552,562,372		—	1,215,9552,562,372	3,778,32781,142
Brownsville	TX —	277,413 616,652		—	277,413 616,652	894,065 13,361
Brownsville	TX —	200,678 574,943		—	200,678 574,943	775,621 12,457
Brownsville	ТХ —	1,859,4922,811,247		—	1,859,4922,811,247	4,670,73951,540
Brownsville	TX —	558,940 845,026		—	558,940 845,026	1,403,96615,492
	ТХ —	1,093,3911,681,125			1,093,3911,681,125	2,774,51653,236
Buda	ТХ —	2,184,2933,302,293			2,184,2933,302,293	5,486,58660,542
Carrollton	ТХ —	910,000 1,464,019	_	_	910,000 1,464,019	2,374,019119,12
College Station	TX	1,405,7522,478,735	_		1,405,7522,478,735	3,884,48778,493
Corpus Christi	ТХ —	1,718,2051,904,444	_	_	1,718,2051,904,444	3,622,64960,307
Corpus Christi	ТХ —	1,521,6071,342,375	_	_	1,521,6071,342,375	2,863,98242,509
Corpus Christi	ТХ —	1,187,611957,255		_	1,187,611957,255	2,144,86630,313

Corpus Christi	ТХ —	383,527 1,162,301	_	—	383,527 1,162,301	1,545,82836,806
Corpus Christi	ТХ —	2,993,6062,640,987	_	_	2,993,6062,640,987	5,634,59383,631
Corpus Christi	ТХ —	3,187,4902,812,033	_	_	3,187,4902,812,033	5,999,52389,048
Corpus Christi	ТХ —	1,182,128902,700	_	_	1,182,128902,700	2,084,82828,586
Corpus Christi	ТХ —	707,059 1,133,469	_	_	707,059 1,133,469	1,840,52835,893
Corpus Christi	ТХ —	439,937 977,923	_	_	439,937 977,923	1,417,86021,188
Corpus Christi	ТХ —	1,367,1822,066,956	_	_	1,367,1822,066,956	3,434,13837,894
Corpus Christi	ТХ —	514,893 778,434	—	—	514,893 778,434	1,293,32714,271
Corpus Christi	ТХ —	529,116 597,705	_	—	529,116 597,705	1,126,82110,958
Corpus Christi	ТХ —	724,137 1,094,776		—	724,137 1,094,776	1,818,91320,071

		Initial C	Cost to Company	Cost Capitaliz Subsequent to Acquisition	zed	Close of I	nount at Which Period 4, 6 and 7)	Carried at	ţ
Description (Note 1)	State Encum (Note 2	brances 2) Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying SCosts	Land	Buildings, Improvements and Acquisition Fees	Total	A D (ľ
Corpus Christ	i TX —	582,622	880,828			582,622	880,828	1,463,450) 4.
Corpus Christ		1,278,00	531,932,222		_	1,278,063	1,932,222	3,210,285	
Corpus Christ			301,569,482	_	_		1,569,482	2,607,612	
Corpus Christ			53959,017			1,319,053		2,278,070	
Corpus Christ			749,806			736,135		1,485,941	
Cotulla	ТХ —		5,353,082	_		-	5,353,082	6,002,728	-
Dallas	ТХ —		001,210,248			,	1,210,248	2,450,248	
Dallas	ТХ —		571,759,813		_		1,759,813	3,167,380	
Dallas	TX —		01,217,286				1,217,286	3,057,286	
Dayton	ТХ —		593,060,020		_		3,060,020	4,550,289	
Deer Park	TX —		322,259,109				2,259,109	3,753,391	
Del Rio	TX —	, ,	824,074			365,849		1,189,923	
Del Rio	TX —		876,172			993,157		1,869,329	
Donna	TX —		321,911,531			-	21,911,531	4,335,863	
Donna	TX —		1,031,396				1,031,396	1,713,610	
Driscoll	TX —		361,546,663			-	1,546,663	2,569,699	
Duncanville	TX —		01,664,084				1,664,084	3,124,084	
Eagle Pass	TX —		1,733,131				1,733,131	2,512,813	
Eagle Pass	TX - TX - TX)32,913,604		_	-	2,913,604	4,290,707	
Edinburg	TX - TX - TX		182,073,499		_		2,073,499	4,423,847	
Edinburg	TX -		721,139,172				2,075,477	2,430,444	
Edinburg	TX = TX = TX		511,669,296		_		1,669,296	2,430,444	
U	TX = TX = TX		1,275,854		_		1,275,854	2,119,764	
Edinburg Edinburg	TX = TX = TX = TX		820,992					1,594,522	
Edinburg	TX = TX = TX = TX	,	232,113,430			773,530			
Edinburg							2,113,430	3,511,353	
El Campo	TX —		2,828,348	_	_		2,828,348	3,647,580	
Elmendorf	TX —		00771,525	_	_	1,910,000		2,681,525	
Falfurrias	TX —)11,664,570		—	, ,	1,664,570	2,850,771	
Flower Mound			01,138,688		—		1,138,688	2,198,688	
Forney	TX —	,	1,996,480			,	1,996,480	2,856,480	
Fort Worth	TX —)51,586,295				1,586,295	2,700,000	
Fort Worth	TX —		001,673,026				1,673,026	3,423,026	
Fort Worth	TX —		01,030,180	_	—		1,030,180	2,190,180	
Fort Worth	TX —		01,509,613	_	—		1,509,613	2,799,613	
Fredericksburg	g1X —	1,062,09	911,730,991			1,062,091	1,730,991	2,793,082	, J4

Garland	ТХ —	1,390,0002,050,000	 	1,390,0002,050,000	3,440,000 10
Geronimo	ТХ —	747,542 1,143,740	 	747,542 1,143,740	1,891,282 30
Grand Prairie	TX —	1,409,1922,007,169	 	1,409,1922,007,169	3,416,361 10
Grapevine	ТХ —	1,689,2932,112,042	 	1,689,2932,112,042	3,801,335 1
Harlingen	TX —	311,807 693,107	 	311,807 693,107	1,004,914 1:
Harlingen	TX —	1,958,1451,042,687	 	1,958,1451,042,687	3,000,832 5,

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Laredo

ТХ —

1,636,1521,863,032

		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	mount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	n Encumbrances State (Note 2)	⁵ Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depr (Note
Houston	ТХ —	1.705.053	32,621,575			1.705.053	32,621,575	4,326,628	83.01
Houston	TX —)2,190,058				02,190,058	4,672,528	
Houston	TX —		21,793,436				21,793,436	3,826,328	
Houston	TX —		21,800,326				21,800,326	3,841,028	-
Houston	ТХ —		22,815,465				22,815,465	5,942,577	
Houston	ТХ —		1,169,119				71,169,119	2,494,336	
Houston	ТХ —	2,481,093	31,449,481			2,481,093	31,449,481	3,930,574	
Houston	ТХ —	1,792,729	91,140,132			1,792,729	91,140,132	2,932,861	36,10
Houston	ТХ —	1,355,337	1,195,691			1,355,337	71,195,691	2,551,028	37,86
Houston	ТХ —	935,769	2,080,093			935,769	2,080,093	3,015,862	45,06
Houston	ТХ —	2,094,775	52,322,872			2,094,775	52,322,872	4,417,647	11,61
Irving	ТХ —	1,234,395	51,537,844			1,234,395	51,537,844	2,772,239	125,1
Irving	TX —	850,000	1,590,527			850,000	1,590,527	2,440,527	129,4
Johnson City	ТХ —	1,738,116	51,832,626	—		1,738,116	51,832,626	3,570,742	58,03
Jourdanton	ТХ —	547,018	1,139,985			547,018	1,139,985	1,687,003	24,70
Karnes City	ТХ —	2,135,289	94,737,056	_		2,135,289	94,737,056	6,872,345	150,0
Kerrville	ТХ —	1,468,220)1,371,904			1,468,220	01,371,904	2,840,124	43,44
Kerrville	ТХ —	1,427,597	1,022,810			1,427,597	71,022,810	2,450,407	32,38
Kingwood	ТХ —	1,407,479	91,241,691		_	1,407,479	91,241,691	2,649,170	39,32
Kyle	TX —	2,053,465	52,179,463			2,053,465	52,179,463	4,232,928	
Kyle	ТХ —	1,389,677	2,100,965			1,389,677	72,100,965	3,490,642	38,51
Kyle	ТХ —	2,272,730)3,435,995			2,272,730)3,435,995	5,708,725	62,99
Kyle	ТХ —		31,265,497	—			31,265,497	2,310,000	
La Joya	ТХ —		54,089,495				54,089,495	5,335,451	
La Porte	ТХ —	-	1,914,491		—	-	1,914,491	2,775,761	
La Porte	ТХ —	1,442,423	32,180,707		—	1,442,423	32,180,707	3,623,130	39,98
Laguna Vista	ТХ —	926,225	2,437,772	_		926,225	2,437,772	3,363,997	77,19
Lampasas	ТХ —	1,057,009	94,001,533			1,057,009	94,001,533	5,058,542	73,36
Laredo	ТХ —	1,659,329	91,267,101		_	1,659,329	91,267,101	2,926,430	40,12
Laredo	ТХ —	2,524,495	52,227,133		_	2,524,495	52,227,133	4,751,628	70,52
Laredo	ТХ —	1,489,440)1,313,998			1,489,440)1,313,998	2,803,438	41,61
T 1		1 ()(150	1 0 (2 0 2 2			1 ()(150	1 0 (2 0 2 2	2 400 104	FO OC

3,499,184 58,99

1,636,1521,863,032

Laredo	ТХ —	2,399,0941,832,002		_	2,399,0941,832,002	4,231,096 58,01
Laredo	ТХ —	554,030 1,231,537		_	554,030 1,231,537	1,785,567 26,68
Laredo	ТХ —	584,286 1,298,792		_	584,286 1,298,792	1,883,078 28,14
Laredo	ТХ —	2,425,2493,666,579		_	2,425,2493,666,579	6,091,828 67,22
Laredo	ТХ —	1,064,5841,609,476		_	1,064,5841,609,476	2,674,060 8,047
Laredo	ТХ —	914,070 1,381,924		_	914,070 1,381,924	2,295,994 6,910
League City	ТХ —	656,896 2,424,055	_	_	656,896 2,424,055	3,080,951 52,52
Leakey	ТХ —	1,487,3101,590,030		—	1,487,3101,590,030	3,077,340 50,35
Leander	ТХ —	1,780,000833,337		_	1,780,000833,337	2,613,337 67,90

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		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	zed	Close of	mount at Which Period 4, 6 and 7)	Carried at	
Descriptior (Note 1)	n State Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depr (Note
Livingston Lockhart	TX — TX —	-	2,246,169 91,021,872			-	2,246,169 91,021,872	2,930,514 2,049,151	
Los	тх —	1,242,396	52,064,809	_		1,242,39	62,064,809	3,307,205	65,38
Fresnos Manchaca Maxwell Mcallen McAllen Mission Mission Mission Mission Mount Enterprise Navasota New Braunfels New Braunfels New Braunfels New Braunfels New	$\begin{array}{cccccccccccccccccccccccccccccccccccc$	2,177,311 326,325 681,449 1,835,859 1,997,996 494,998 722,246 3,145,151 1,145,538 1,535,086 310,884 1,019,822 1,090,490 1,383,173	02,848,328 12,182,570 493,350 1,030,239 01,619,611 51,570,952 1,100,316 734,698 12,916,413 33,759,904 51,143,310 1,444,640 2846,235 01,240,672 31,616,995			1,307,800 2,177,31 326,325 681,449 1,835,859 1,997,990 494,998 722,246 3,145,15 1,145,533 1,535,080 310,884 1,019,822 1,090,490 1,383,172	01,240,672 31,616,995	2,033,533 4,156,128 4,359,881 819,675 1,711,688 3,455,470 3,568,948 1,595,314 1,456,944 6,061,564 4,905,442 2,678,396 1,755,524 1,866,057 2,331,162 3,000,168	90,19 69,11 9,045 18,88 51,28 49,74 23,84 13,47 14,58 68,93 36,20 31,30 15,51 6,203 29,64
Odem Pasadena	TX — TX —		94,574,519	—		, ,	94,574,519 11,953,222	5,968,248 3,674,123	
Pasadella Pharr	TX = TX =		1,953,222 31,959,701	_			81,959,701	5,474,859	
Pharr	TX —	-	1,125,950	—		,	1,125,950	1,870,706	
Pharr Pharr	TX — TX —	771,458 929,258	1,166,319 1,404,886			771,458 929,258	1,166,319 1,404,886	1,937,777 2,334,144	
Pharr	TX = TX =	-				-	992,277	1,978,390	
Pharr	TX —	1,737,993		_		1,737,993	3741,347	2,479,340	
Pharr	TX — TX —	-	1,205,631 693,208	_	_	797,461 940,783	1,205,631 693,208	2,003,092 1,633,991	
	111 —	JTU,703	075,200			JTU,703	075,200	1,055,771	12,70

Port Aransas						
Port Isabel	I TX —	385,010 678,718			385,010 678,718	1,063,728 14,70
Richmond	ТХ —	1,009,8612,244,790			1,009,8612,244,790	3,254,651 48,63
Roanoke	ТХ —	890,000 1,739,413	_		890,000 1,739,413	2,629,413 141,5
Robstown	ТХ —	1,394,5911,066,862	_	_	1,394,5911,066,862	2,461,453 23,11
Roma	ТХ —	719,149 2,360,403	_	_	719,149 2,360,403	3,079,552 43,27
Rosenberg	д ТХ —	880,968 1,958,276	_	_	880,968 1,958,276	2,839,244 42,42
Runge	ТХ —	702,035 1,013,563			702,035 1,013,563	1,715,598 5,068
San Antonio	ТХ —	1,230,000988,398	—		1,230,000988,398	2,218,398 80,53
San Antonio	ТХ —	1,001,3431,251,931			1,001,3431,251,931	2,253,274 101,9
San Antonio	ТХ —	1,280,4241,600,853			1,280,4241,600,853	2,881,277 130,3
San Antonio	ТХ —	1,120,000690,291			1,120,000690,291	1,810,291 56,10
San Antonio	тх —	860,000 1,307,803	—		860,000 1,307,803	2,167,803 106,2

			Initial Co	st to Company	Cost Capitaliz Subsequent to Acquisition	ed	Close of I	mount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	ⁿ State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accu Depr (Note
San Antonio	ТΧ	_	1,190,000	1,096,235			1,190,000	01,096,235	2,286,235	89,23
San Antonio	TX	—	1,190,000	1,647,542			1,190,000	01,647,542	2,837,542	134,1
San Antonio	ТΧ	_	2,130,000	1,187,030	_	_	2,130,000	01,187,030	3,317,030	96,74
San Antonio	ТΧ	_	750,008	934,382	_	_	750,008	934,382	1,684,390	76,06
San Antonio	ΤX	_	1,742,453	2,178,506	_	_	1,742,453	32,178,506	3,920,959	177,3
San Antonio	ТΧ	_	1,125,534	1,407,201	_	_	1,125,534	41,407,201	2,532,735	114,5
San Antonio	ТΧ		938,680	·			938,680		1,934,956	
San Marco			1,155,660		_			01,019,533	2,175,193	
San Marco			1,442,105					51,101,223	2,543,328	
San Marco			1,396,301					11,231,829	2,628,130	
San Marco			1,641,072		_			21,168,443	2,809,515	
San Marco			1,617,695		_		1,617,695		2,508,783	
San Marco				3,872,890				33,872,890	6,434,603	
Schertz South	ТΧ		994,658	1,243,573	_	—	994,658	1,243,573	2,238,231	101,2
Padre Island	ΤX	—	1,610,976	2,625,562			1,610,976	52,625,562	4,236,538	83,14
Spring Spring	ΤХ			2,097,604		_		12,097,604	4,245,815	
Branch Sullivan	ТΧ	_	1,832,780	1,117,228	_	—	1,832,780	01,117,228	2,950,008	35,37
City	ТХ			1,071,640	_			01,071,640	2,094,710	
Taft	ΤX		651,107				651,107	,	1,284,851	
Temple	ΤX		786,180				786,180		1,769,103	
Texas City			2,063,930					01,820,817	3,884,747	
Texas City			1,183,365		_			51,789,054	2,972,419	
The Colon	•			1,773,719				01,773,719	3,223,719	-
	ΤX		1,000,000	799,924	—	—	1,000,000)799,924	1,799,924	65,23

Universal					
City					
Uvalde	ТХ —	1,253,3402,042,688	_	 1,253,3402,042,688	3,296,028 64,68
Waco	ТХ —	1,019,9023,301,151		 1,019,9023,301,151	4,321,053 104,5
Waco	ТХ —	1,172,4962,622,916		 1,172,4962,622,916	3,795,412 83,05
Waco	ТХ —	1,462,8962,211,659		 1,462,8962,211,659	3,674,555 40,54
Weslaco	ТХ —	1,343,0561,184,856	—	 1,343,0561,184,856	2,527,912 37,52
Willis	ТХ —	790,528 1,757,242		 790,528 1,757,242	2,547,770 38,07
Wimberley	у ТХ —	2,000,7841,516,492		 2,000,7841,516,492	3,517,276 7,582
Roy	UT —	1,030,0001,452,886		 1,030,0001,452,886	2,482,886 118,4
Springville	eUT —	1,249,8501,780,212		 1,249,8501,780,212	3,030,062 144,9
West		240,000 012 (22		240.000 012 (22	1 050 (00 74 (1
Jordan	UT —	340,000 913,622		 340,000 913,622	1,253,622 74,61
Abingdon	VA —	57,847 107,997		 57,847 107,997	165,844 48,05
Amelia	VA —	1,032,2421,618,934		 1,032,2421,618,934	2,651,176 51,26
Ashburn	VA —	4,212,4391,789,189		 4,212,4391,789,189	6,001,628 56,65
Ashburn	VA —	3,450,1181,548,719		 3,450,1181,548,719	4,998,837 7,744
Big Stone					
Gap	VA —	527,303 979,860	_	 527,303 979,860	1,507,163 436,0
Bristol	VA —	213,369 396,824		 213,369 396,824	610,193 176,5
Bristol	VA —	268,303 498,845		 268,303 498,845	767,148 221,9
Diistoi	VII I	200,303 190,013		200,505 170,015	707,110 221,2

			Initial Co	Initial Cost to Company Su		Cost Capitalized Subsequent to Acquisition		Gross Amount at Which C Close of Period (Notes 3, 4, 6 and 7)		
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	A D (ľ
Bristol	VA	_	171,156	318,428	_	_	171,156	318,428	489,584	14
Carrollton	VA		-	1,820,000				1,820,000	2,960,000	
Castlewood	VA		387,303				387,303		1,107,610	
Centreville	VA			1,052,569				1,052,569	3,200,051	
Charlottesville				1,621,856				1,621,856	2,439,460	
Charlottesville			536,443	1,065,313			536,443	1,065,313	1,601,756	
Charlottesville				1,373,977				1,373,977	2,066,467	
Chatham	VA		347,728	525,031			-	525,031	872,759	3:
Chesapeake	VA		,	400,366				400,366	625,366	2
Chester	VA		663,724	585,543			,	585,543	1,249,267	
Chester	VA		,	1,093,287				1,093,287	2,524,999	
Clintwood	VA		378,553	703,610			378,553	703,610	1,082,163	
Coeburn	VA		168,934	314,764			-	314,764	483,698	14
Coeburn	VA		312,303	581,021				581,021	893,324	2
Coeburn	VA		282,303	525,307				525,307	807,610	23
Collinsville	VA		84,465	130,137			84,465	130,137	214,602	82
Danville	VA		149,276	227,333			-	227,333	376,609	14
Danville	VA		83,644	128,884			83,644	128,884	212,528	8
Danville	VA		266,722	403,501				403,501	670,223	2:
Franklin	VA		536,667	863,699			536,667	863,699	1,400,366	
Fredericksburg			846,905	1,186,700			846,905	1,186,700	2,033,605	
Gate City	VA		422,303	784,845			422,303	784,845	1,207,148	
Glen Allen	VA		329,698				329,698		827,713	
	VA		-	1,156,978				1,156,978	1,926,978	
Gordonsville	VA			2,289,653				2,289,653	4,479,653	
Herndon	VA			1,056,028				1,056,028	3,860,771	
Highland										
Springs	VA		396,720	598,547			396,720	598,547	995,267	3'
Honaker	VA		492,303	915 307			492,303	915 307	1,407,610	40
La Crosse	VA		-	2,075,709				2,075,709	2,480,581	
Leesburg	VA			1,164,375				1,164,375	3,907,615	
Manassas	VA			1,880,399				1,880,399	3,124,184	
Manassas	VA		955,784				955,784		1,843,912	
Manassas	VA			1,236,728				1,236,728	1,604,169	
Martinsville	VA			373,653		_		373,653	620,473	$\frac{21}{23}$
1111111110 11110	• 1 1		2-10,020	5,5,055			2-10,020	5,555	020,475	<i>~</i> .

Martinsville VA —	83,521 128,706	 _	83,521 128,706	212,227 8
Midlothian VA —	325,000 302,872	 153	325,000 303,025	628,025 2:
Midlothian VA —	970,690 856,351	 	970,690 856,351	1,827,041 2
Midlothian VA —	1,875,9081,654,943	 	1,875,9081,654,943	3,530,851 52
Newport News VA —	1,519,8301,900,170	 	1,519,8301,900,170	3,420,000 1:
Newport News VA —	1,053,2151,316,785	 	1,053,2151,316,785	2,370,000 10
Norfolk VA —	1,260,0001,790,000	 —	1,260,0001,790,000	3,050,000 14

			Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition		Close of I	nount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Aca Dep (No
Norfolk	VA	_	1,333,184	1,666,816	_	_	1,333,184	1,666,816	3,000,000	135
North Chesterfield	VA		665,231	1,300,575		—	665,231	1,300,575	1,965,806	23,8
North Chesterfield	VA		993,101	1,501,406		—	993,101	1,501,406	2,494,507	27,5
North Chesterfield	VA		1,425,839	9994,871		_	1,425,839	9994,871	2,420,710	4,97
Norton	VA		157,826	293,688			157,826	293,688	451,514	130
Norton	VA		457,303	849,860			457,303	849,860	1,307,163	378
Norton	VA		222,256	413,344			222,256	413,344	635,600	183
Pound	VA		256,170	476,327	_		256,170	476,327	732,497	211
Pound	VA		276,303	513,717	_		276,303	513,717	790,020	228
Reston	VA			94,058,962	_		-	94,058,962	6,743,751	
Richlands	VA		492,303				492,303		1,407,610	
Richlands	VA		140,051	261,125			140,051	261,125	401,176	116
Richmond	VA		700,000	400,740			700,000	400,740	1,100,740	
Richmond	VA		1,000,000				1,000,000		1,000,740	
Richmond	VA		700,000				700,000		800,695	83,4
Richmond	VA			3,371,146			-	3,371,146	4,515,987	
Richmond	VA		298,227	451,014			298,227	451,014	749,241	284
Richmond	VA		213,982	324,659			213,982	324,659	538,641	205
Richmond	VA		482,735	727,776			482,735	,	,	
	VA		350,453				350,453	,	879,818	334
Richmond	VA		323,496				323,496		812,414	308
Richmond	VA		278,443				278,443		700,027	266
Richmond	VA			51,415,844		_	-	51,415,844	3,020,729	
Richmond	VA		629,008			_	629,008		1,296,610	
Richmond	VA			656,710			618,745	656,710	1,275,455	
Roanoke	VA		325,000	575,366		_	325,000	575,366	900,366	307
Rosedale	VA		211,147	393,160		_	211,147	393,160	604,307	174
Saint Paul	VA		334,803	622,807		_	334,803	622,807	957,610	277
Saint Paul	VA VA		422,303	785,307			422,303	785,307	1,207,610	
	VA VA		422,303				-		385,063	
Sandston South	٧A		152,555	232,528	_		152,535	232,528	505,005	146
South Boston	VA	_	160,893	244,778		—	160,893	244,778	405,671	154

South Prince George	^e VA —	384,192 469,609		—	384,192 469,609	853,801 8,60
South Riding	VA —	2,517,0282,220,544	_	_	2,517,0282,220,544	4,737,572 70,3
Springfield	VA —	3,034,3952,070,756		_	3,034,3952,070,756	5,105,151 44,8
Stafford	VA —	1,729,5051,353,526		_	1,729,5051,353,526	3,083,031 24,8
Staunton	VA —	675,000 1,000,366		_	675,000 1,000,366	1,675,366 535
Suffolk	VA —	700,000 1,000,366		_	700,000 1,000,366	1,700,366 535
Tazewell	VA —	153,382 285,882		_	153,382 285,882	439,264 127
Troutville	VA —	481,691 975,366		_	481,691 975,366	1,457,057 521
Virginia Beach	VA —	1,194,5602,218,773			1,194,5602,218,773	3,413,333 1,46
Virginia Beach	VA —	738,743 1,052,222		—	738,743 1,052,222	1,790,965 85,6

		Initial Cost to Company		Cost Capitalized y Subsequent to Acquisition		Gross An Close of I (Notes 3,	Carried at	
Description (Note 1)	Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total I (
Warrenton Weber City Williamsburg	•	515,971 369,803 838,172	649,125 687,345 1,556,910		161 —	515,971 369,803 838,172	649,286 687,345 1,556,910	1,165,257 5 1,057,148 3 2,395,082 1
Wise Wise	VA — VA —	334,803 66,733	622,360 124,517	_		334,803 66,733	622,360 124,517	957,163 2 191,250 5
Wise Wytheville	VA — VA —		979,860 51,577,830	_			979,860 51,577,830	1,507,163 4 2,800,365 8
Yorktown Newport News	VA — VA —	2,121,289 490,616	94,703,093 605,304	_		2,121,289 490,616	94,703,093 605,304	6,824,382 1 1,095,920 4
Tumwater	WA —	270,000	1,142,229	_	_	270,000	1,142,229	1,412,229 9
East Troy	WI —	578,813	1,074,938		—	578,813	1,074,938	1,653,751 3
Ellsworth	WI —	175,000	325,000	_		175,000	325,000	500,000 1
Menomonie Menomonie	WI —	770,442	1,430,821		_	770,442	1,430,821	2,201,263 4
Menomonie Menomonie	WI — WI —	175,000 441,256	325,000 819,475	_		175,000 441,256	325,000 819,475	500,000 1 1,260,731 2
Mondovi	WI — WI —	441,256 175,000	819,475 325,000	_		441,256 175,000	819,475 325,000	1,260,731 2 500,000 1
Osseo	WI —	613,373	1,139,122			613,373	1,139,122	1,752,495
Crafts / Novelties								
Enterprise	AL —	780,000	3,201,454			780,000	3,201,454	3,981,454 2
Morgan Hill	СА —	319,063	2,518,205	—		319,063	2,518,205	2,837,268
Rancho Cucamonga	CA —	2,790,740	04,713,106	45,796		2,790,740	04,758,902	7,549,642 1
Roseville	СА —		44,367,269	—			44,367,269	5,782,943 1
Temecula	CA —		14,644,558	9,194			14,653,752	6,681,193 1
Clermont	FL —	-	4,587,292			-	4,587,292	5,567,792 1
Cutler Bay	FL —	743,498	657,485	514,466	205	743,498	1,172,156	1,915,654 8
Albany	GA —	653,464	13,287,064	170 (5)	281,372	653,464	13,568,436	14,221,900 3
Rockford Hickory	IL — NC —	159,587	618,398 04,894,632	178,656 (569	211	159,587	797,266 04,894,063	956,853 6 6,294,063 3
Hickory Minot	NC — ND —	500,000		(309)	1,400,000 500,000	2,514,003	0,294,003 3,014,029 2
Clovis	ND — NM —	150,000	2,939,618	53,910		150,000	2,993,528	3,143,528 5
Stony Brook		980,000	1,801,586	78,970		980,000	1,880,555	2,860,555 1
<i>,</i>		,	, ,	,		,	, ,	, ,

1,102,9104,391,377 2,449,3956,074,357 1,790,0003,812,134		 158,694 	1,102,9104,391,377 2,449,3956,233,051 1,790,0003,812,134	5,494,287 8 8,682,446 1 5,602,134 2
2,210,00041,394,890 430,000 12,263,738 1,000,00012,981,440 3,130,00017,353,386	 114,454 	 	2,210,00041,394,890 430,000 12,378,192 1,000,00012,981,440 3,130,00017,353,386	43,604,890 4 12,808,192 1 13,981,440 1 20,483,386 2
	2,449,3956,074,357 1,790,0003,812,134 2,210,00041,394,890 430,000 12,263,738 1,000,00012,981,440	2,449,3956,074,357 — 1,790,0003,812,134 — 2,210,00041,394,890 — 430,000 12,263,738 114,454 1,000,00012,981,440 —	2,449,3956,074,357 — 158,694 1,790,0003,812,134 — — 2,210,00041,394,890 — — 430,000 12,263,738 114,454 — 1,000,00012,981,440 — —	$\begin{array}{cccccccccccccccccccccccccccccccccccc$

			Initial Cost to Company S		Cost Capitalized Subsequent to Acquisition		Close of I	nount at Which Period 4, 6 and 7)	Carried at	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	A De (N
Portland	TN	_	1,481,370	10,969,189	_		1,481,370)10,969,189	12,450,559	2,7
Deer Park	ТΧ	9,790,000	2,410,000	13,364,183	_		2,410,000)13,364,183	15,774,183	1,7
Dollar Store	s									
Andalusia	AL		334,025	1,085,582		_	334,025	1,085,582	1,419,607	25
Ariton	AL		113,182	824,898	_		113,182	824,898	938,080	16
Bessemer	AL		391,797	1,273,339			391,797	1,273,339	1,665,136	30
Bessemer	AL		279,833	1,100,867			279,833	1,100,867	1,380,700	23
Birmingham	n AL		707,673	1,314,251			707,673	1,314,251	2,021,924	34
Birmingham			322,861	599,600			322,861	599,600	922,461	14
Birmingham	h AL		248,925	979,275	_		248,925	979,275	1,228,200	21
Birmingham			235,245	925,455	_		235,245	925,455	1,160,700	19
Birmingham	n AL		265,160	1,043,140			265,160	1,043,140	1,308,300	22
Birmingham			312,444	1,229,156	_		312,444	1,229,156	1,541,600	26
Birmingham			266,882	1,049,918			266,882	1,049,918	1,316,800	22
-	AL		127,780	851,515			127,780	851,515	979,295	16
Castleberry	AL	_	121,658	810,716	_		121,658	810,716	932,374	16
Cedar Bluff	AL		160,037	836,150			160,037	836,150	996,187	16
Center Point	t AL		232,043	912,857			232,043	912,857	1,144,900	19
Clanton	AL		300,000	962,598			300,000	962,598	1,262,598	19
Crossville	AL		268,814	873,647			268,814	873,647	1,142,461	20
Cullman	AL		277,067	685,954			277,067	685,954	963,021	13
Decatur	AL		301,085	559,159			301,085	559,159	860,244	14
Decatur	AL		269,275	765,035			269,275	765,035	1,034,310	15
Duncanville	AL		162,574	786,023	_		162,574	786,023	948,597	15
Enterprise	AL		294,944	837,962	_		294,944	837,962	1,132,906	16
Eufaula	AL			1,053,886		_	201,712	1,053,886	1,255,598	20
Evergreen	AL		193,413	1,010,529	_		193,413	1,010,529	1,203,942	20
Florence	AL		419,440	778,959	_		419,440	778,959	1,198,399	18
Forestdale	AL		287,839	1,132,361			287,839	1,132,361	1,420,200	24
Frisco City	AL		163,025	788,202			163,025	788,202	951,227	15
Gilbertown				1,246,332	_		171,006	1,246,332	1,417,338	24
Huntsville	AL			931,020		_	501,318	931,020	1,432,338	24
Jasper	AL		276,246	897,800			276,246	897,800	1,174,046	21
Jasper	AL			918,366			282,574	918,366	1,200,940	21
Jusper			_0_,071	/ 10,000			202,071	, 10,000	-,_00,,,10	

Jasper	AL —	280,753	912,446	 _	280,753	912,446	1,193,199	21
Lillian	AL —	203,832	985,500	 _	203,832	985,500	1,189,332	19
Livingston	AL —	239,319	941,481	 _	239,319	941,481	1,180,800	20
Marbury	AL —	160,000	1,006,765	 _	160,000	1,006,765	1,166,765	19
Mobile	AL —	212,971	837,829	 _	212,971	837,829	1,050,800	18
Montgomer	yAL —	532,170	988,317	 _	532,170	988,317	1,520,487	23

		Initial Compa		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic of Period 5, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbra (Note 2)	^{nces} Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciatio (Note 5)
Montgomery	AL —	366,980)681,533			366,980	681,533	1,048,513	164,704
Moundville	AL —	230,583	3907,117			230,583	907,117	1,137,700	195,030
Odenville	AL —	176,981	855,676			176,981	855,676	1,032,657	169,709
Opelika	AL —	331,598	31,077,694			331,598	1,077,694	1,409,292	256,851
Prichard	AL —	429,411	797,478			429,411	797,478	1,226,889	192,724
Remlap	AL —	177,711	859,208			177,711	859,208	1,036,919	170,410
Samson	AL —	181,064	1,319,631		_	181,064	1,319,631	1,500,695	261,727
Shelby	AL —	277,350	901,388			277,350	901,388	1,178,738	214,831
Slocomb	AL —	268,240	1,055,260		_	268,240	1,055,260	1,323,500	226,881
Slocomb	AL —	280,000	02,597,341			280,000	2,597,341	2,877,341	515,139
Smiths Station	AL —	359,391	1,168,019	_		359,391	1,168,019	1,527,410	278,378
Sycamore	AL —	50,000	885,687			50,000	885,687	935,687	175,661
Sylacauga	AL —	147,110	980,328		_	147,110	980,328	1,127,438	194,432
Thorsby	AL —	298,516	5970,178			298,516	970,178	1,268,694	231,226
Troy	AL —	257,985	51,014,915			257,985	1,014,915	1,272,900	218,207
Uriah	AL —	140,000)776,826			140,000	776,826	916,826	154,070
Weaver	AL —	220,771	627,231	32,367		220,771	659,598	880,369	135,498
Webb	AL —	173,294	1905,411			173,294	905,411	1,078,705	179,573
Wedowee	AL —	251,256	5988,444			251,256	988,444	1,239,700	212,515
York	AL —	218,727	7860,473	_		218,727	860,473	1,079,200	185,002
Atkins	AR —	264,657	491,507	_	—	264,657		756,164	118,781
Black Rock	AR —		3915,809			137,428		1,053,237	
Cabot	AR —		31,186,692	_		,	1,186,692	1,666,015	
Clarendon	AR —		31,043,684				1,043,684	1,200,302	
Dermott	AR —		9540,136			137,299	,	677,435	
Drasco	AR —	· · · · ·	5900,796			,	900,796	1,035,972	
England	AR —	-	3985,008			147,813		1,132,821	
Greenbrier	AR —	,	31,449,455				1,449,455	1,726,878	
Gurdon	AR —	-	727,471			99 ,815		827,286	
Hampton	AR —	-	1854,405			128,214	,	982,619	
Haskell	AR —	-	1999,249			191,254		1,190,503	
Норе	AR —	-	3782,623			421,413		1,204,036	
Huntsville	AR —	-	51,124,906				1,124,906	1,293,712	
Jasper	AR —	110,000)835,511			110,000	835,511	945,511	165,710

Jonesboro	AR —	240,000867,698	 	240,000867,698	1,107,698172,093
Jonesboro	AR —	380,000806,115	 	380,000806,115	1,186,115159,879
Little Rock	AR —	248,520977,680	 —	248,520977,680	1,226,200210,201
Little Rock	AR —	157,195618,405	 _	157,195618,405	775,600 132,957
Malvern	AR —	139,776570,280	 	139,776570,280	710,056 135,917
Marianna	AR —	230,373427,836	 	230,373427,836	658,209 103,394
Ola	AR —	126,412842,394	 —	126,412842,394	968,806 167,075

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	ⁿ State Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^S Costs	² Land	Buildings, Improvements and Acquisition Fees	Total	Accumulate Depreciation (Note 5)
Pine Bluff Pine Bluff Pine Bluff Prescott Sherwood West Fork West Helena Bisbee Camp Verde Douglas Elfrida Gila Bend Meadview Phoenix Phoenix Phoenix Phoenix Phoenix Salome Seligman	AR — AR — AR — AR — AR — AR — AZ — AZ — AZ — AZ — AZ —	579,851 243,412 279,924 119,075 225,665 281,211 331,612 181,118 244,826 188,809 95,644 161,460 52,020 712,708 642,917 721,637 580,167 490,756 251,540	21,044,237 11,076,865 2602,631 4693,026 5793,501 5887,766 11,469,249 2615,851 8946,292 6454,678 9986,472 1,115,205 01,075,950 1,046,644 81,323,600 71,193,990 71,340,182 71,077,452 61,223,676 0989,560 81,021,900			579,851 243,412 279,924 119,075 225,665 281,211 331,612 181,118 244,826 188,809 95,644 161,460 52,020 712,708 642,917 721,637 580,167 490,756 251,540	21,044,237 11,076,865 2602,631 4693,026 5793,501 5887,766 11,469,249 2615,851 3946,292 5454,678 9986,472 1,115,205 01,075,950 1,046,644 31,323,600 71,193,990 71,340,182 71,077,452 51,223,676 0989,560 31,021,900	1,606,519 1,656,716 846,043 972,950 912,576 1,113,431 1,750,460 947,463 1,127,410 699,504 1,175,281 1,210,849 1,237,410 1,098,664 2,036,308 1,836,907 2,061,819 1,657,619 1,714,432 1,241,100 1,196,958	2260,242 119,522 137,450 157,378 193,829 2291,401 148,831 118,974 195,650 246,467 213,397 43,610 346,342 2312,427 2350,681 281,933 250,987 212,755
Tolleson Tucson Tucson Williams Wittmann Yuma Yuma Yuma Akron Aurora Federal Heights	AZ — AZ — AZ — AZ — AZ — AZ — AZ — AZ —	581,123 461,061 259,447 160,391 220,599 225,609 276,672 418,158 318,751 495,814	31,079,228 31,079,228 1856,257 71,020,665 11,168,960 91,248,874 9418,988 21,088,428 81,188,024 11,035,939 41,236,286 21,043,254			581,123 461,061 259,447 160,391 220,599 225,609 276,672 418,158 318,751 495,814	31,079,228 31,079,228 1856,257 71,020,665 11,168,960 91,248,874 9418,988 21,088,428 31,188,024 11,035,939 41,236,286 21,043,254	1,150,538 1,660,351 1,317,318 1,280,112 1,329,351 1,469,473 644,597 1,365,100 1,606,182 1,354,690 1,732,100 1,605,006	282,398 3224,054 2226,247 243,533 352,036 109,635 0234,012 2227,705 0246,899 051,512

Holyoke CO —	361,9771,176,425	_	 361,9771,176,425	1,538,402280,381
KeenesburgCO —	339,9591,104,866	—	 339,9591,104,866	1,444,825263,327
Silver Cliff CO —	245,520797,939	1,950	 245,520799,889	1,045,409192,125
Anthony FL —	259,0741,353,588	—	 259,0741,353,588	1,612,662268,462
Baldwin FL —	252,938995,062	—	 252,938995,062	1,248,000213,938
Bartow FL —	476,372884,692	—	 476,372884,692	1,361,064213,800
Bradenton FL —	255,520739,091	573	 255,520739,664	995,184 107,146
Brandon FL —	605,6521,124,782	—	 605,6521,124,782	1,730,434271,822
Cape Coral FL —	310,2351,220,465	_	 310,2351,220,465	1,530,700262,400

	Initial (Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic of Period 8, 4, 6 and 7)	ch Carried	
Description State Encumbrance (Note 1) (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Lanu	Buildings, Improvements and Acquisition Fees		Accumulate Depreciation (Note 5)
Cape Coral FL —	-	1,177,729			-	1,177,729	1,477,100	
Casselberry FL —		31,237,927				1,237,927	1,552,600	
Century FL —	215,484	1847,716			215,484	847,716	1,063,200	182,259
Citrus Springs FL —	210,810	01,101,421			210,810	1,101,421	1,312,231	218,448
Cottondale FL —	458.337	7851,196			458.337	851,196	1,309,533	205,706
Cross City FL —		71,609,668				1,609,668	1,917,755	-
Crystal FL —		2803,739				803,739	1,236,521	
River FL —	432,782	2805,759			452,782	803,739	1,230,321	194,237
Daytona FL —	315.423	31,240,877			315.423	1,240,877	1,556,300	266.789
Beach								
Debary FL —	257,762	21,014,038			257,762	1,014,038	1,271,800	218,018
DeFuniak Springs FL —	282,063	31,109,637		—	282,063	1,109,637	1,391,700	238,572
Deland FL —	471.921	1,168,367			471.921	1,168,367	1,640,288	231.726
Destin FL —		52,195,293			-	2,195,293	2,615,468	-
Dover FL —		71,071,208				1,071,208	1,503,885	
Dundee FL —)986,690				986,690	1,237,500	
Dunedin FL —)1,391,970			-	1,391,970	1,745,800	
Edgewater FL —		1,433,719				1,433,719	2,012,820	
Eustis FL —)1,417,475				1,417,475	1,990,015	
Fanning FL —	440.000)1,647,482			440.000	1,647,482	2,087,482	326 751
Springs								
Fern Park FL —	,	21,232,199			-	1,232,199	1,895,691	
Florahome FL —		71,316,563			-	1,316,563	1,514,130	,
Floral City FL —		91,019,221				1,019,221	1,278,300	
Fort Meade FL —		31,367,452				1,367,452	1,629,180	
Fort Myers FL —		51,384,794		—	,	1,384,794	1,736,800	
Fort Myers FL —		1,235,136		—	-	1,235,136	1,549,100	265,554
Fort Myers FL —	,	91,111,551		—	-	1,111,551	1,394,100	238,983
Ft White FL —	200,000	947,109	70,791	—	200,000	1,017,900	1,217,900	195,250
Ft. Walton FL —	294.345	51,157,955		_	294.345	1,157,955	1,452,300	248,960
Beach								
Ft. White FL —	-	5803,305			-	803,305	1,007,500	
Gainesville FL —	491,937	7913,635		_	491,93/	913,635	1,405,592	220,795

Gainesville FL —	578,2611,431,639	 	578,2611,431,639	2,009,900283,942
Gainesville FL —	868,7251,621,793	 	868,7251,621,793	2,490,518321,656
Greensboro FL —	185,1851,234,053	 	185,1851,234,053	1,419,238244,754
Groveland FL —	101,782189,258	 	101,782189,258	291,040 149,826
Groveland FL —	730,5501,363,839	 	730,5501,363,839	2,094,389270,495
Hilliard FL —	461,3281,499,315	 	461,3281,499,315	1,960,643357,337
Holiday FL —	287,3531,130,447	 	287,3531,130,447	1,417,800243,046
Holiday FL —	296,4731,166,327	 	296,4731,166,327	1,462,800250,760
Homosassa FL 🛛 —	331,6971,733,022	 	331,6971,733,022	2,064,719343,716
Hudson FL —	485,785902,173	 	485,785902,173	1,387,958218,025
Hudson FL —	917,5781,712,997	 	917,5781,712,997	2,630,575339,744
Immokalee FL —	659,4381,224,671	 _	659,4381,224,671	1,884,109320,456

			Initial C Compan		Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	h Carried	
Description (Note 1)	State	e Encumbrances (Note 2)	^s Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^S Costs	Lanu	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
Inglis	FL	_	221,544	871,556	_	_	221,544	871,556	1,093,100)187,385
Inglis		_		1,545,090			-		1,776,950	
Jacksonville				5890,954			-		1,370,699	
Jacksonville				51,179,740			-	51,179,740	1,814,985	-
Jacksonville			,	31,072,255			-	31,072,255	1,649,623	-
Jacksonville				21,438,974					2,213,806	
Jacksonville				01,078,144				1,078,144	1,658,683	
Jacksonville				21,576,223	_				2,061,215	
Jacksonville			,	51,119,365			,	51,119,365	1,403,900	,
Jacksonville		_		1,244,943			-	1,244,943	1,561,400	-
Jacksonville		_		1,181,877				1,181,877	1,899,616	
Jacksonville				806,878				806,878	1,308,192	
Jasper		_		3738,814					1,136,637	
Kissimmee		_		31,114,262			-	31,114,262	1,397,500	
Kissimmee				31,268,502				1,268,502	1,712,935	
Lake City	FL)1,372,428				1,372,428	1,635,108	
Lake City	FL			1,441,991					1,717,985	
Lakeland				5636,546					979,301	
Lakeland				5846,067			-	5846,067	1,301,642	
Lakeland			,	2981,348			-	2981,348	1,230,800	
Largo				51,054,201	_			51,054,201	1,621,847	
Laurel Hill	FL			51,074,825				51,074,825	1,405,540	
Lawtey	FL			31,240,070					1,426,158	
Lehigh Acres				51,040,215				51,040,215	1,600,331	
Lehigh Acres				31,540,512	_			31,540,512	1,932,100	
Masaryktowi		_		1,141,181	_			1,141,181	1,431,262	
Mascotte	FL			31,097,837	375	_	-	1,098,212	1,431,202	
Miami				1,203,591				1,203,591	1,851,678	-
Micco	FL			1,205,591		_	-	1,205,591	1,362,000	
Milton	FL			97,085,957 9784,013					934,072	
Milton	FL)1,295,281		_	,	,	1,955,281	
Monticello	FL			1,751,150			-		2,086,317	
Ocala	гL FL			5896,026					1,378,501	-
Ocala		_		1,018,423			-		1,378,301	
							-		1,739,525	
Ocala	ГL		300,472	21,239,053		_	300,472	21,239,053	1,759,525	243,740

Ocala	FL —	470,5801,165,046	 	470,5801,165,046	1,635,626231,068
Ocklawaha	FL —	261,2651,365,037	 	261,2651,365,037	1,626,302270,732
Opa Locka	FL —	665,8701,236,615	 	665,8701,236,615	1,902,485323,581
Orlando	FL —	351,3371,382,163	 	351,3371,382,163	1,733,500297,165
Orlando	FL —	401,9451,560,171	 	401,9451,560,171	1,962,116221,024
Pace	FL —	322,488798,404	 	322,488798,404	1,120,892158,350

			Initial C Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 8, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees		Accumulate Depreciatior (Note 5)
Palatka Palm Bay	FL FL			1,226,525 1,144,560				1,226,525 1,144,560	1,538,300 1,435,500	
Panama City	FL		468,060	869,253	—	_	468,060	869,253	1,337,313	210,070
Panama City	FL	_	462,383	1,144,753	_	_	462,383	1,144,753	1,607,136	227,043
Panama City	FL		486,671	1,204,883		_	486,671	1,204,883	1,691,554	238,969
•			-	1,166,541 959,979	_		,	1,166,541 959,979	1,491,206 1,204,000	
Perry	FL		-	1,117,652	_			1,117,652	1,331,568	
Pinellas Park	FL	_	324,807	1,277,793	_		324,807	1,277,793	1,602,600	274,726
Port St Joe	FL		950,000	2,678,477			950,000	2,678,477	3,628,477	531,231
Punta Gorda	FL		544,349	1,347,680			544,349	1,347,680	1,892,029	267,290
Riverview	FL	_	318,240	1,251,960	_		318,240	1,251,960	1,570,200	269,171
Riviera Beach	FL	_	395,095	1,554,305	_		395,095	1,554,305	1,949,400	334,176
Rockledge			246,149		_			968,351	1,214,500	
Saint Cloud San	lFL		403,749	1,588,351		—	403,749	1,588,351	1,992,100	341,495
Antonio	FL		258,167	1,015,633	_		258,167	1,015,633	1,273,800	218,361
San Mateo	FL	_	455,279	1,479,656	_		455,279	1,479,656	1,934,935	352,651
Santa Rosa Beach	FL		316,256	1,652,348			316,256	1,652,348	1,968,604	327,716
	FL		541,317	1,005,304	_	_	541,317	1,005,304	1,546,621	242,948
Sneads			-	875,303				875,303	1,097,800	· · ·
Sorrento	FL		253,303	996,497			253,303	996,497	1,249,800	214,247
South Daytona	FL		652,903	1,212,534	_		652,903	1,212,534	1,865,437	293,029
Spring Hill	FL		315,224	1,286,099	_	_	315,224	1,286,099	1,601,323	289,372
Spring Hill	FL		314,531	1,237,369			314,531	1,237,369	1,551,900	266,034
Tampa			-	1,038,915	_			1,038,915	1,598,331	
Tampa	FL		552,447	1,025,973	—		552,447	1,025,973	1,578,420	268,463

Tampa Tampa Tampa Tampa Tavares	FL FL FL		549,3141,020,154 611,1531,134,998 634,1991,177,799 378,1211,228,892 534,6121,323,575	 12,109		549,3141,020,154 611,1531,134,998 634,1991,177,799 378,1211,241,001 534,6121,323,575	1,569,468246,537 1,746,151274,291 1,811,998284,635 1,619,122295,879 1,858,187262,509
Temple Terrace		_	666,4001,237,599	_	_	666,4001,237,599	1,903,999323,838
Waldo	FL	—	150,2031,000,934			150,2031,000,934	1,151,137198,519
Webster	FL		244,703962,663	22,582		244,703985,245	1,229,948211,614
Weirsdale	FL		440,6251,090,885			440,6251,090,885	1,531,510216,359
Wildwood	FL	_	553,7581,370,976			553,7581,370,976	1,924,734271,910
Winter Haven	FL		441,079819,148	_	—	441,079819,148	1,260,227214,344
Winter Haven	FL	_	437,109811,775	_	_	437,109811,775	1,248,884196,179
Winter Springs	FL	_	336,9471,325,553	_	_	336,9471,325,553	1,662,500284,994
Yulee	FL		331,6981,304,902			331,6981,304,902	1,636,600280,554
Zephyrhills	FL	—	304,3981,197,502	—	—	304,3981,197,502	1,501,900257,463

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whice of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
Zolfo Springs	FL —	420,000	1,144,259			420,000	1,144,259	1,564,259	0226,945
Athens	GA —	396.815	5982,422			396.815	982,422	1,379,237	194.847
Athens	GA —	-	879,136			-	879,136	1,231,715	-
Atlanta	GA —	-	1,045,807			-	1,045,807	1,413,908	
Atlanta	GA —	-	1,098,516			-	1,098,516	1,485,169	,
Atlanta	GA —	-	1,363,030			-	1,363,030	1,840,581	-
Auburn	GA —		921,867				921,867	1,156,200	
Augusta	GA —	-	1,063,741			-	1,063,741	1,636,525	-
Augusta	GA —	396,046	735,513			396,046	735,513	1,131,559	
Augusta	GA —	244,244	960,856			244,244	960,856	1,205,100	0206,584
Augusta	GA —	240,656	5946,744			240,656	946,744	1,187,400)203,550
Bogart	GA —	341,583	970,468			341,583	970,468	1,312,051	195,711
Brooklet	GA —	189,211	988,573			189,211	988,573	1,177,784	196,067
Brunswick	GA —	525,784	976,455			525,784	976,455	1,502,239	235,977
Brunswick	GA —	374,722	2695,913			374,722	695,913	1,070,635	5168,179
Carrollton	GA —	184,110	724,290			184,110	724,290	908,400	155,722
Carrollton	GA —	266,882	1,049,918			266,882	1,049,918	1,316,800)225,732
Collins	GA —	120,219	876,179			120,219	876,179	996,398	173,776
Conyers	GA —	737,753	1,370,114			737,753	1,370,114	2,107,867	358,513
Dalton	GA —	401,120	748,837			401,120	748,837	1,149,957	148,519
Dawson	GA —	413,732	2768,359			413,732	768,359	1,182,091	185,687
Dewy Rose	GA —	190,003	5747,472			190,003	747,472	937,475	160,706
Dexter	GA —	58,236	424,437	22,815		58,236	447,252	505,488	99,471
Dublin	GA —	208,680	1,008,938			208,680	1,008,938	1,217,618	3200,106
Elberton	GA —	194,222	2764,071			194,222	764,071	958,293	-
Forest Park	GA —		1,132,999			288,001	1,132,999	1,421,000	-
Glennville	GA —		966,610			-	966,610	1,212,316	-
Gordon	GA —		704,676			,	704,676	883,800	
Greenville	GA —		880,648			-	880,648	1,050,648	-
Hartwell	GA —		876,101			,	876,101	1,098,800	
Hoschton	GA —		31,227,562				1,227,562	1,539,600	
Irwinton	GA —	-	1,076,757	_		-	1,076,757	1,408,067	-
Jonesboro	GA —		21,246,538				1,246,538	1,563,400	-
LaGrange	GA —	270,000	0831,559	_		270,000	831,559	1,101,559	0164,926

Lilburn	GA —	323,6521,273,248			323,6521,273,248	1,596,900273,748
Ludowici	GA —	344,5431,119,765	12,235		344,5431,132,000	1,476,543276,537
Macon	GA —	245,825967,075			245,825967,075	1,212,900207,921
Marietta	GA —	289,1161,137,384	—		289,1161,137,384	1,426,500244,538
Midway	GA —	243,028956,072		—	243,028956,072	1,199,100205,556
Milledgevill	eGA —	245,290696,890		—	245,290696,890	942,180 138,217
Monticello	GA —	146,3011,066,274		—	146,3011,066,274	1,212,575204,369

			Initial C Compan		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Mount at Whic of Period 5, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^S Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumulat Depreciatio (Note 5)
Nicholls Pooler	GA GA		198,723 279,935	781,777 1,101,265			198,723 279,935	781,777 1,101,265	980,500 1,381,200	
Powder	GA		290,373	1,142,327			290,373	1,142,327	1,432,700	245,600
Springs Resaca	GA		600,000	2,830,403			600,000	2,830,403	3,430,403	561,363
Richmond	GA			1,169,197				1,169,197	1,466,400	251 377
Hill Savannah	GA			1,774,208			,		2,225,200	
Savaillan	GA		198,288			_	198,288		2,223,200 978,355	
Stockbridge			348,721				348,721		1,212,072	
Talbotton	GA		128,449				128,449	,	984,418	,
Thomasvill			407,954				407,954	-	1,165,583	
Tifton	GA		202,011			_	202,011	-	1,026,208	
Uvalda	GA		187,576				187,576		925,500	
Vienna	GA		-	2,529,310			-	-	2,869,310	-
Warrenton	GA		298,668			_	298,668		853,337	-
Waycross	GA		417,843	775,994			417,843	775,994	1,193,837	187,532
Waynesvill	eGA		132,112	880,378			132,112	880,378	1,012,490	174,608
Whigham	GA		123,430	822,527			123,430	822,527	945,957	163,134
Wrightsvill	eGA		274,254	509,328			274,254	509,328	783,582	123,088
Wrightsvill	eGA		166,239	868,552		—	166,239	868,552	1,034,791	172,263
Des Moines	s IA		455,336	845,625			455,336	845,625	1,300,961	221,272
Des Moines			214,167			_	214,167		1,056,700	
Mason City			242,135			—	242,135	· · ·	691,813	,
Montrose			307,533	,		—	307,533		1,307,016	,
Waterloo	IA		366,422	1,190,872			366,422	1,190,872	1,557,294	283,824
Calumet City	IL	_	561,828	1,043,394	_		561,828	1,043,394	1,605,222	273,021
Catlin	IL	_	373,096	1,212,561			373,096	1,212,561	1,585,657	288,994
Cerro Gord	oIL		312,718	1,016,334		—	312,718	1,016,334	1,329,052	242,226
Columbia	IL		,	1,247,660			,	1,247,660	1,631,555	
Dwight	IL	_	355,224	659,701			355,224	659,701	1,014,925	159,428
East Saint Louis	IL	_	564,367	1,048,111	_		564,367	1,048,111	1,612,478	253,293
Farina	IL	_	161,831	1,078,428	_	_	161,831	1,078,428	1,240,259	213,888

Galesburg	IL	 325,959605,353	_	 325,959605,353	931,312 158,401
Gillespie	IL	 346,5081,126,153		 346,5081,126,153	1,472,661268,400
Goreville	IL	 175,538690,566		 175,538690,566	866,104 146,170
Harvey	IL	 356,530662,127		 356,530662,127	1,018,657160,014
Joliet	IL	 396,961737,212		 396,961737,212	1,134,173178,160
La Salle	IL	 457,7261,487,609		 457,7261,487,609	1,945,335354,547
Marseilles	IL	 364,5511,184,791		 364,5511,184,791	1,549,342282,375
Metropolis	IL	 522,911971,120		 522,911971,120	1,494,031234,687
Mount Zion	n IL	 344,9381,121,050	1,723	 344,9381,122,773	1,467,711268,242
Peoria	IL	 378,198702,367		 378,198702,367	1,080,565183,786

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

130,454741,227

Kinsley

KS —

			Initial C Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
Quincy	IL		-	869,798		_	-	869,798	1,221,123	-
Virden	IL			1,015,261		—	-	1,015,261	1,561,940	-
Anderson	IN		-	1,179,216			-	1,179,216	1,814,179	-
Anderson	IN		-	830,155			,	2830,155	1,165,467	-
Indianapolis			,	844,607		—		844,607	1,299,390	
Muncie	IN		,	860,902			-	860,902	1,208,633	
Muncie	IN			811,707				811,707	1,139,568	-
New Albany			-	812,209			-	812,209	1,249,552	-
New Carlisle			-	1,099,005			,	1,099,005	1,309,352	-
Oxford	IN			940,000			-	940,000	1,000,000	-
Parker City	IN		-	494,983				494,983	761,513	129,521
Rockport	IN			378,451					582,233	
South Bend	IN		-	943,140			-	943,140	1,450,985	-
Arma	KS		-	793,860			-		964,735	-
Basehor			-	872,548			-	872,548	1,044,175	-
Burlington			-	806,439			-		980,369	-
Cheney				770,354					931,654	196,440
Cherryvale				811,836		—	-		902,084	-
Coffeyville	KS		-	964,328			-	964,328	1,483,582	
Edwardsville				906,004				906,004	1,067,789	-
Elkhart	KS		-	848,233			-	,	968,115	,
Elwood	KS		-	677,929			-	,	951,755	,
Fort Scott	KS			752,183			-	2752,183	1,238,245	-
Fredonia				637,779				637,779	1,049,913	
Galena			-	649,300			,	649,300	1,068,878	
Girard	KS		-	862,237			-	,	991,626	,
Great Bend			-	886,627			-	0886,627	1,076,62	-
Herington	KS		-	1,101,329			-	1,101,329	1,301,329	
Horton	KS		-	844,142			-		945,713	
Hoxie	KS		-	609,658			-	609,658	1,003,620	
Independence				671,122			-	0671,122	1,041,122	
Kansas City				1,071,640			-	1,071,640	1,648,67	
Kansas City			-	922,934			-	922,934	1,063,08	-
Kansas City	KS		147,689	581,011			147,689	581,011	728,700	124,917

871,681 16,060

130,454741,227

Lawrence	KS —	236,948965,247	 	236,948965,247	1,202,195246,138
Leavenworth	n KS —	430,140665,644	 	430,140665,644	1,095,784165,302
Liberal	KS —	394,833611,006	 	394,833611,006	1,005,839151,733
Lyndon	KS —	100,642822,510	 	100,642822,510	923,152 209,740
Neodesha	KS —	124,388867,203	 	124,388867,203	991,591 221,137
Newton	KS —	110,986873,540	 	110,986873,540	984,526 222,753
					1

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1) Sta	Encumbrances te (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
Norton KS	_	142,749	951,265	_		142,749	951,265	1,094,014	188.668
Oskaloosa KS		-	1,014,896				31,014,896	1,167,194	
Phillipsburg KS		-	2974,073				2974,073	1,120,245	
		-	889,894			-	889,894	1,084,402	
Topeka KS		-	612,536			-	2612,536	1,004,402	
1		-	832,723					957,683	,
Washington KS		-	828,885			,	<i>,</i>	910,471	
Wichita KS			5825,154			-	5825,154	1,358,370	
			901,373)901,373	1,431,373	
Wichita KS			968,095			,	5968,095	1,593,680	
		· ·	838,007			· ·	838,007	1,379,528	
		-	771,810				5771,810	1,270,555	
			883,318				3883,318	1,015,871	
		-	966,082			-	5966,082	1,263,338	
			766,073					928,058	
•			508,446			-		649,954	
•		-	921,558				5921,558	1,205,114	
			785,971						155,884
		-	771,540			-)771,540	-	153,022
		-	928,124				928,124	1,427,883	-
		-	1,043,379			-	1,043,379	1,308,600	
		-	988,205			-	5988,205	1,239,400	
Louisville KY		-	1,297,257				51,297,257	1,753,862	
			1,164,574				1,164,574	1,574,478	
		-	1,106,813			-	01,106,813	1,550,702	
Mount		-							
Vernon KY		470,619	874,008			470,619	9874,008	1,344,627	211,219
		200 750	789,750			200 750	789,750	990,500	169 796
PrestonsburgKY		-	1,082,554				51,082,554	1,306,460	
Providence KY		<i>,</i>	786,481			,		986,400	-
		-	1,104,694				51,104,694	1,385,500	
Sacramento KY		-	756,668			,	756,668	870,215	
		-	847,725				847,725	1,304,192	
		-	818,041		_		9818,041	1,148,460	
		-	939,720			-	939,720	1,148,400	
verona KI		105,991	151,120			105,991	1,55,720	1,105,/11	57,155

Wingo KY —	106,789711,629			106,789711,629	818,418 141,140
Abbeville LA —	386,9901,257,716			386,9901,257,716	1,644,706299,756
Bastrop LA —	179,126935,881			179,126935,881	1,115,007185,616
Baton RougeLA —	563,1141,045,783			563,1141,045,783	1,608,897273,647
Baton RougeLA —	433,213804,539		—	433,213804,539	1,237,752194,430
Baton RougeLA —	279,3271,098,873		—	279,3271,098,873	1,378,200236,258
Baton RougeLA —	188,485535,504	36,332		188,485571,836	760,321 118,143

	Initial (Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1) State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
Baton RougeLA —	342,664	1848,357		_	342,664	848,357	1,191,021	168,258
Baton RougeLA —	422,535	51,046,098			422,535	51,046,098	1,468,633	207,476
Blanchard LA —	177,898	3860,109	125,262		177,898	3985,371	1,163,269	195,804
Colfax LA —	148,313	3583,465			148,313	583,465	731,778	125,445
Deridder LA —	250,446	5985,254			250,446	5985,254	1,235,700	211,830
Dixie Inn LA —	318,870)592,187			318,870)592,187	911,057	143,112
Duson LA —	355,640)1,155,831			355,640	1,155,831	1,511,471	275,473
Florien LA —	323,203	31,050,409			323,203	31,050,409	1,373,612	250,347
Franklinton LA —	150,109	1,000,309			150,109	1,000,309	1,150,418	198,395
Geismar LA —	489,660	909,368			489,660	909,368	1,399,028	219,764
Gretna LA —	880,000)839,022			880,000	0839,022	1,719,022	166,406
Hammond LA —	417,284	1774,955			417,284	774,955	1,192,239	202,780
Lafayette LA —	402,767	71,308,994			402,767	1,308,994	1,711,761	311,977
Lafayette LA —	262,452	2745,651	31,902		262,452	2777,553	1,040,005	166,985
Lafitte LA —	259,861	1,228,959			259,861	1,228,959	1,488,820	243,744
Logansport LA —	494,202	2917,805			494,202	2917,805	1,412,007	221,803
Many LA —	199,395	51,041,784			199,395	51,041,784	1,241,179	206,621
Melville LA —	367,000)1,192,748			367,000	1,192,748	1,559,748	284,272
Minden LA —	339,679	9630,832			339,679	630,832	970,511	165,068
Monroe LA —	667,232	21,073,926			667,232	21,073,926	1,741,158	159,638
Moreauville LA —	186,423	3974,008			186,423	974,008	1,160,431	193,178
Morse LA —	352,771	1,146,506			352,771	1,146,506	1,499,277	273,251
NatchitochesLA —	250,162	2984,138			250,162	2984,138	1,234,300	211,590
Opelousas LA —	350,277	71,138,401			350,277	1,138,401	1,488,678	271,319
Opelousas LA —	365,368	31,187,446			365,368	31,187,446	1,552,814	283,008
Port Vincent LA —	398,039	91,293,627			398,039	1,293,627	1,691,666	308,314
Robeline LA —	329,964	1,072,382			329,964	1,072,382	1,402,346	255,584
Saint LA —	117 88/	831,784			117 884	831,784	1,279,668	217 650
Bernard	-					·		
Shreveport LA —		51,124,196			-	51,124,196	1,729,532	
Shreveport LA —	-	51,336,390			-	51,336,390	2,055,985	
Sibley LA —	-	5942,101			,	5942,101	1,122,417	
Tallulah LA —	-	3473,108				3473,108	760,421	
Violet LA —	-	1848,603			-	848,603	1,191,367	
LA —	362,591	1,178,420	_		362,591	1,178,420	1,541,011	280,857

ТА	262 241 1 021 650			262 2411 021 650	1 202 000 221 807
LA —	202,2411,031,039		_	202,2411,051,039	1,293,900221,807
ТА	160 000 755 100			160 000755 100	015 109 140 762
LA —	160,000733,108	_		160,000733,108	915,108 149,763
МА —	350,0001,195,114			350,0001,195,114	1,545,114145,406
ME —	182,7371,038,299			182,7371,038,299	1,221,03622,497
ME —	183,5001,038,843			183,5001,038,843	1,222,34322,508
ldME —	183,8431,044,581	_	—	183,8431,044,581	1,228,42422,633
MI —	314,3901,021,767	5,337	—	314,3901,027,104	1,341,494244,355
1	ME — ME — IdME —	LA — 160,000755,108 MA — 350,0001,195,114 ME — 182,7371,038,299 ME — 183,5001,038,843 IdME — 183,8431,044,581	LA — 160,000755,108 — MA — 350,0001,195,114 — ME — 182,7371,038,299 — ME — 183,5001,038,843 — dME — 183,8431,044,581 —	LA — 160,000755,108 — — MA — 350,0001,195,114 — — ME — 182,7371,038,299 — — ME — 183,5001,038,843 — — dME — 183,8431,044,581 — —	LA — 160,000755,108 — — 160,000755,108 MA — 350,0001,195,114 — — 350,0001,195,114 ME — 182,7371,038,299 — — 182,7371,038,299 ME — 183,5001,038,843 — — 183,5001,038,843 dME — 183,8431,044,581 — — 183,8431,044,581

			Initial (Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic of Period 5, 4, 6 and 7)	h Carried	
Description (Note 1)	¹ State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumulat Depreciatio (Note 5)
Bangor	MI	_	513,772	2954,149	_	_	513,772	954,149	1,467,921	249,669
Battle Creek	MI		438,869	815,042		_	438,869	815,042	1,253,911	213,269
Beaverton	MI		242.135	5449,678			242.135	449,678	691,813	117,666
Brockway			-	5462,160			-		,	120,932
Buckley	MI		-	962,940			-	962,940	1,259,229	<i>,</i>
Central Lake	MI			898,700	_	_		898,700	1,056,868	
Clinton	MI		376 088	31,059,786			376 088	1,059,786	1,385,874	252 582
Copemish				5952,167			292,975		1,245,142	
Croswell			-	719,571		_	387,461		1,107,032	
Dearborn		_					-	970,637		
Detroit	MI			970,637 5860,847	<u> </u>		-	911,005	1,493,287 1,175,881	
			-	-	50,158		-			
Dowagiac Examination			-	937,911	_		90,226		1,028,137	
Farmington				21,279,228				1,279,228	1,604,400	
Flat Rock				31,039,632			-	1,039,632	1,303,900	
Flint	MI		-	948,537			-	948,537	1,459,288	
Flushing			-	1,063,790			-	1,063,790	1,129,630	
Gladwin	MI		265,925	864,258			265,925	864,258	1,130,183	205,981
Grand Rapids	MI		526,567	977,911		—	526,567	977,911	1,504,478	236,328
Grand Rapids	MI		225,609	363,123			225,609	363,123	588,732	53,978
Jackson	MI		473,329	879,039			473,329	879,039	1,352,368	230,015
Jackson	MI		-	31,100,149			-	1,100,149	1,692,537	
Kingston	MI			975,668			-	975,668	1,011,871	
Lake	MI		,	941,459				941,459	1,022,697	
Lake				·						-
George	MI		99,691	928,032			99,691	928,032	1,027,723	17,014
Lansing	MI		111.020	1,047,287			111.020	1,047,287	1,158,307	12.218
Leroy	MI		-	906,056				906,056	1,065,519	
Litchfield	MI		-	1,022,185			,	1,022,185	1,336,704	
Mancelona				956,617			-	956,617	1,250,961	
Marion	MI		-	659,042			-	659,042	1,013,911	
Martin	MI			5924,685				924,685	1,088,020	
171011111	1411		105,555	· / <u>-</u> -,005			105,555	<i>22</i> -1,00 <i>3</i>	1,000,020	10,700

Millington Muskegon			102,5631,066,157 318,0011,033,502	_		102,5631,066,157 318,0011,033,502	1,168,7205,331 1,351,503246,318
New Baltimore	MI	_	237,040932,516	375		237,040932,891	1,169,931206,732
Onaway	MI		510,098947,326			510,098947,326	1,457,424228,937
Pinckney	MI		305,815993,898			305,815993,898	1,299,713236,879
Pullman	MI		86,057 981,911			86,057 981,911	1,067,96818,002
Reading	MI		27,011 974,211			27,011 974,211	1,001,22217,861
Romulus	MI		578,4741,074,310			578,4741,074,310	1,652,784281,111
Rothbury	MI		149,840848,287			149,840848,287	998,127 15,552
Sheridan	MI		307,7371,000,144			307,7371,000,144	1,307,881238,368
Spring Arbor	MI	—	325,5531,058,048	_	—	325,5531,058,048	1,383,601252,168

			Initial (Compar	N 7	Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 3, 4, 6 and 7)	h Carried	
Description (Note 1)	State	Encumbrances (Note 2)	S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciatio (Note 5)
St John's	MI		324,325	1,054,055			324,325	1,054,055	1,378,380	251,217
Tekonsha	MI		269,258	875,089			269,258	875,089	1,144,347	
Union	MI			827,136			-	827,136	973,240	
	MI			911,621			-	911,621	1,072,648	
	MI			880,562			-	880,562	1,151,504	-
	MO		,	1,065,951			-	1,065,951	1,393,936	-
Ronne	MO			826,921			254,437		1,081,358	
	MO		188.702	985,916			188.702	985,916	1,174,618	195.540
Cole Camp			,	963,746				963,746	1,260,283	
1	MO		,	927,532			-	927,532	1,066,720	-
Garden City				927,369			,	927,369	1,066,532	
•	MO			1,287,131				1,287,131	1,683,171	
	MO				8,228		-	800,004	1,001,268	-
Kansas City				824,377			-	824,377	1,268,272	
Kansas City				1,035,244			-	1,035,244	1,592,683	
Kansas City				641,204				641,204	1,055,551	
Kansas City				5995,336				995,336	1,272,352	
•	MO			734,640			-	734,640	921,381	-
	MO		,	1,019,125				1,019,125	1,172,057	-
	MO			1,065,207				1,065,207	1,392,963	
Queen City			,	1,007,222				1,007,222	1,317,137	
Richland				916,435			,	916,435	1,053,957	
	MO			899,367				899,367	1,239,367	-
Russellville				813,218				813,218	935,251	-
	MO		,	,	10,129	2,579	-	2,018,124	-	1,363,003
	MO			1,202,046			,	1,202,046	1,849,302	
Unionville				1,055,004		_		1,055,004	1,379,620	
	MS			1,000,215	_		-	1,000,215	1,191,654	
2	MS			873,597			,	873,597	1,095,660	· ·
Brookhaven				779,533			-	779,533	977,685	,
Brooksville				765,676			,	765,676	880,575	-
	MS		-	2,510,516	_		-	2,510,516	3,470,516	
	MS			966,000			-	966,000	1,136,633	-
	MS			959,157			-	959,157	1,127,966	-
Carriere	1410	-	100,009	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	-		100,009	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1,127,700	, 11, 170

Coldwater Crenshaw Durant Fayette Fulton	MS — MS — MS — MS — MS —	169,202884,035 129,543863,263 259,4031,020,492 120,531803,210 192,1881,004,128	 	169,202884,035 129,543863,263 259,4031,020,492 120,531803,210 192,1881,004,128	1,053,237175,334 992,806 171,214 1,279,895226,209 923,741 159,303 1,196,316199,152
Hickory Flat Horn Lake	MS — MS —	132,720884,431 369,539914,893	 	132,720884,431 369,539914,893	1,017,151175,412 1,284,432181,454

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumula Depreciati (Note 5)
Iuka	MS —	161.047	841,427			161.047	841,427	1,002,474	166.883
Jackson	MS —	-	864,824			-	864,824	1,330,498	-
Jackson	MS —		1,241,534		_	-	1,241,534	1,910,052	-
Jackson	MS —		865,026				865,026	1,084,910	-
Jackson	MS —	-	921,789		_	-	921,789	1,156,102	-
Jackson	MS —	-	861,196		_		861,196	1,080,107	-
Jackson	MS —		807,338				807,338	1,027,338	
Jackson	MS —		713,319			-	713,319	1,001,439	
Jackson	MS —	-	678,145			-	-	952,058	-
Kossuth	MS —	,	725,755				725,755	1,005,755	
Lauderdale	MS —		945,836			-	945,836	1,087,770	-
Liberty	MS —	-	802,601			-	802,601	1,234,771	
Louin	MS —		886,776		_	-	886,776	1,042,846	-
Lucedale	MS —	-	730,164			-	-	915,767	-
Lumberton		-	970,324			-	970,324	1,141,098	-
Mc Henry	MS —	-	1,075,348			-	1,075,348	1,182,590	-
Monticello			834,411		_			981,265	
Moselle	MS —		795,703			-		915,108	
Moss Point		-	809,525			-	809,525	1,015,301	
Moss Point		,	1,025,089			-	1,025,089	1,206,159	-
Myrtle	MS —		750,663			-		863,309	
Oakland	MS —	,	957,846				957,846	1,101,583	,
Okolona	MS —	-	1,134,490		_	-	1,134,490	1,304,734	
Picayune	MS —		801,388				801,388	1,005,096	
Picayune	MS —		956,569				956,569	1,125,536	
Pope	MS —		890,701				890,701	1,061,179	
Shaw	MS —	-	806,963					928,058	
Southaven	MS —		1,119,205	_	_		1,119,205	1,403,700	-
Starkville	MS —		745,108					915,108	,
Thaxton	MS —	-	818,223			-	,	913,108 941,007	162,281
Tunica	MS —	-		24,912	_		,		102,281 147,074
Tunca Tupelo	MS —	-	868,896	<u>_</u>		-	868,896	1,219,856	-
Vancleave	MS —		958,933				958,933	1,128,318	
Vicksburg	MS — MS —	-	1,072,483				1,072,483	1,128,318	
÷		-							-
Waynesboro	- civis —	120,104	840,743	_		120,104	840,743	966,907	100,747

Benson	NC —	880,0001,245,899		_	880,0001,245,899	2,125,899247,103
Bridgeton	NC —	266,399756,863	23,662		266,399780,525	1,046,924163,384
Burgaw	NC —	239,3041,250,293			239,3041,250,293	1,489,597247,975
Candler	NC —	650,0002,637,579			650,0002,637,579	3,287,579523,120
Candor	NC —	203,498800,561			203,498800,561	1,004,059169,452
Charlotte	NC —	404,4761,149,152			404,4761,149,152	1,553,628212,593

	Initial Cost to Company	Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description State Encumbrance (Note 1) State (Note 2)	Buildings, Improvement Land and Acquisition Fees	s Improvement	Carrying ^S Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Chocowinity NC —	225,493920,001	_		225,493	3920,001	1,145,494	210,067
Dublin NC —	130,369681,142		_	-	9681,142	811,511	
Durham NC —	442,367821,540			442,367	7821,540	1,263,907	198,539
Engelhard NC —	107,915719,135			-	5719,135	827,050	
Erwin NC —	132,370639,988	14,285	_	132,370	0654,273	786,643	131,305
Fairmont NC —	163,886856,258		_	163,886	6856,258	1,020,144	169,824
Gibonsville NC —	196,942774,770		_	196,942	2774,770	971,712	
Greensboro NC —	325,3491,279,926	_		-	91,279,926	1,605,275	-
Greensboro NC —	282,204801,768	_		-	4801,768	1,083,972	-
Greenville NC —	516,9441,279,833		_	-	41,279,833	1,796,777	
Henderson NC —	428,4551,060,754		_		51,060,754	1,489,209	
Hertford NC —	213,1601,030,599	_		-	01,030,599	1,243,759	
Hudson NC —	222,436875,064		_		6875,064	1,097,500	
Kannapolis NC —	351,788870,946			-	8870,946	1,222,734	-
Kings NC — Mountain	492,867915,324	_			7915,324	1,408,191	
Kinston NC —	261,7451,029,709	_		261,745	51,029,709	1,291,454	228,252
Lexington NC —	242,683954,717			-	3954,717	1,197,400	
Lincolnton NC —	343,797638,479	_		-	7638,479	982,276	
Lumberton NC —	459,702853,731			-	2853,731	1,313,433	,
Marion NC —	475,680883,406				0883,406	1,359,086	
Morganton NC —	197,304776,196				4776,196	973,500	
Mount Airy NC —	336,314832,635	_		-	4832,635	1,168,949	-
North Wilkesboro NC —	147,567770,994	_					152,914
Rocky NC — Mount	218,842860,925	_	_	218,842	2860,925	1,079,767	182,229
Snow Hill NC —	224,094914,294	_		224,094	4914,294	1,138,388	208,764
Spring Hope NC —	226,5331,183,568	_		-	31,183,568	1,410,101	-
Stantonsburg NC —	173,8321,158,398	_			21,158,398	1,332,230	
Statesville NC —	166,429869,543			,	9869,543	1,035,972	
Taylorsville NC —	336,401624,744			-	1624,744	961,145	-
Taylorsville NC —	222,473875,210			,	3875,210	1,097,683	-
Winterville NC —	250,429465,082			-	9465,082	715,511	-
Gibbon NE —	162,140921,264			-	0921,264	1,083,404	
				_ ,		_,,	,- 01

Holdrege	NE —	216,9871,049,100			216,9871,049,100	1,266,087215,066
Lexington	NE —	370,620688,294	_		370,620688,294	1,058,914166,338
Loup City	NE —	190,000922,534	—		190,000922,534	1,112,534112,242
Minden	NE —	330,000898,300	_		330,000898,300	1,228,300109,293
Nebraska City	NE —	190,852354,439	_		190,852354,439	545,291 85,656
Norfolk	NE —	222,044873,523	10,147		222,044883,670	1,105,714190,921
Pierce	NE —	170,000989,610	_		170,000989,610	1,159,610120,403
Red Cloud	NE —	160,000957,280			160,000957,280	1,117,280116,469
South Sioux City	⁶ NE —	290,379539,274	—	—	290,379539,274	829,653 141,110

		Initial Compa		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbrance (Note 2)	²⁸ Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumu Deprecia (Note 5)
Valentine	NE —	146,625	51,068,632		_	146,625	51,068,632	1,215,257	7219,070
Manchester	NH —	457,288	3849,249	_	_	457,288	3849,249	1,306,537	205,235
Walpole	NH —	477,67	1887,103			477,671	887,103	1,364,774	1214,383
Malaga	NJ —	513,159	9953,010			513,159	9953,010	1,466,169	9230,311
Penns Grove	NJ —	416,842	21,639,858	_		416,842	21,639,858	2,056,700)352,569
Albuquerque	NM —	281,887	7523,504	_		281,887	7523,504	805,391	136,984
Albuquerque	NM —	395,457	71,123,530	_		395,457	71,123,530	1,518,987	/215,343
Albuquerque	NM —	470,559	91,343,072	_	_	470,559	91,343,072	1,813,631	226,084
Belen	NM —	195,662	21,022,280			195,662	21,022,280	1,217,942	2202,752
Bloomfield	NM —	458,080	5850,732			458,086	5850,732	1,308,818	3222,608
Chama	NM —	392,830	5729,552			392,836	5729,552	1,122,388	3176,308
Clovis	NM —	194,637	7765,705			194,637	765,705	960,342	169,731
Cuba	NM —	543,339	91,009,059	_		543,339	91,009,059	1,552,398	3264,037
Kirtland	NM —	688,532	21,278,703			688,532	21,278,703	1,967,235	5334,594
Las Cruces	NM —	331,422	2615,497			331,422	2615,497	946,919	161,055
Los Lunas	NM —	505,257	7938,335		—	505,257	7938,335	1,443,592	2245,531
Roswell	NM —	334,874	4829,069		—	334,874	1829,069	1,163,943	3164,432
Tularosa	NM —	233,037	7432,782			233,037	7432,782	665,819	104,589
Tularosa	NM —	192,325	51,004,841		—	192,325	51,004,841	1,197,166	5199,293
Vanderwago	nNM —	667,383	31,239,426		—	667,383	31,239,426	1,906,809	324,316
Mesquite	NV —	225,609	9418,988			225,609	9418,988	644,597	109,635
Mesquite	NV —	231,028	31,116,987	_		231,028	31,116,987	1,348,015	5225,259
Sun Valley	NV —		71,432,793	_		364,207	71,432,793	1,797,000)308,051
Bath	NY —	145,625	5760,850			145,625	5760,850	906,475	
Binghamton	NY —	256,309	9728,197	_		256,309	9728,197	984,506	132,289
Bloomfield	NY —		3957,732			-	3957,732	1,126,905	-
Buffalo	NY —	356,992	21,014,248			356,992	21,014,248	1,371,240	
Candor	NY —		1,056,406	_			1,056,406	1,218,930	
Chaumont	NY —		3915,872	_		-	3915,872	1,053,310	-
Falconer	NY —		1,340,506		—		1,340,506	1,881,957	-
Gouverneur	NY —	-	4901,855	_		-	4901,855	1,387,469	
Gowanda	NY —		2935,484	—			2935,484	1,439,206	
Malone	NY —		7577,603	70,380			7647,983	767,450	-
Rochester	NY —		4890,061	126,278			1,016,339	1,324,053	
Schenectady	NY —	468,077	7869,287			468,077	7869,287	1,337,364	210,078

Schroon Lak	æNY —	106,612777,013	22,967	 106,612799,980	906,592 159,138
Springwater	NY —	170,112963,049		 170,112963,049	1,133,16111,236
Syracuse	NY —	376,119619,343		 376,119619,343	995,462 89,642
Andover	ОН —	469,209871,388		 469,209871,388	1,340,597210,585
Arcanum	ОН —	290,0001,023,516		 290,0001,023,516	1,313,516124,528
Attica	ОН —	78,066 894,837	41,323	 78,066 936,159	1,014,22537,457

			Initial C Compar		Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accum Depreci (Note 5
Belpre	OH		174,063	985,417	_		174,063	3985,417	1,159,480)21,351
Bettsville	OH		60,000	1,088,485			60,000	1,088,485	1,148,485	
Blanchester	OH			668,383			-	9668,383	1,028,282	
Bradford	OH			836,166				5836,166	1,009,111	
Bremen	OH		354,866	1,153,316				51,153,316	1,508,182	-
Cardington	OH			1,185,739				31,185,739	1,550,582	
Chillicothe	OH	_	322,923	1,049,499	74,779			31,124,278	1,447,201	266,434
Cincinnati	OH		263,944	1,038,356			263,944	1,038,356	1,302,300)223,247
Columbus	OH	_	574,968	1,067,799			574,968	31,067,799	1,642,767	279,407
Columbus	OH	_	359,083	666,868			359,083	3666,868	1,025,951	174,497
Columbus	OH	_	361,678	895,430			361,678	3895,430	1,257,108	8177,594
Conneaut	OH		166,644	805,700			166,644	\$805,700	972,344	167,854
Dayton	OH	_	315,477	1,025,302			315,477	1,025,302	1,340,779	9244,364
Elyria	OH		251,256	988,444			251,256	5988,444	1,239,700)212,515
Fairfield	OH		219,943	865,257			219,943	3865,257	1,085,200)186,030
Fayette	OH		316,318	1,028,034			316,318	31,028,034	1,344,352	2245,015
Findlay	OH		238,609	938,689		—	238,609	938,689	1,177,298	3208,076
Fort Recovery	OH		169,820	964,903			169,820)964,903	1,134,723	320,906
Fostoria	OH		262,910	1,034,290			262,910	1,034,290	1,297,200)222,372
Georgetown	OH		381,051	707,665		—	381,051	707,665	1,088,716	5171,019
Grand Rapids	OH		80,000	1,072,480			80,000	1,072,480	1,152,480)130,485
Greenwich	OH		146,371	975,399			146,371	975,399	1,121,770)193,454
Howard	OH		169,394	885,037			169,394	1885,037	1,054,431	175,532
Huber Heights	S OH		230,867	908,233			230,867	7908,233	1,139,100)195,270
Kenton	OH		400,787	744,320			400,787	744,320	1,145,107	194,764
Kingston	OH		373,121	1,212,643			373,121	1,212,643	1,585,764	289,013
LaGrange	OH		135,768	768,620			135,768	3768,620	904,388	32,026
Litchfield	OH	_	110,000	1,077,669			110,000	1,077,669	1,187,669	9131,116
Little Hocking	g OH	_	177,189	1,003,114			177,189	91,003,114	1,180,303	311,703
Lorain	OH		248,933	979,305			248,933	3979,305	1,228,238	3217,079
Manchester	OH		371,453	689,842			371,453	3689,842	1,061,295	5166,712
Marengo	OH			839,910)839,910	1,053,410	
Mechanicsbur	gOH			650,280				650,280	1,000,431	
Millersport	OH		186,137	1,053,774			186,137	1,053,774	1,239,911	12,294
Nashport	OH		319,015	1,036,799	_			51,036,799	1,355,814	

Neffs New Miami	ОН — ОН —	180,7811,023,453 212,241834,959	_	 180,7811,023,453 212,241834,959	1,204,23411,940 1,047,200179,516
New Straitsville	ОН —	165,027937,671	_	 165,027937,671	1,102,69810,939
Niles	ОН —	260,0001,164,294		 260,0001,164,294	1,424,294141,656
Oak Harbor	ОН —	373,4831,213,820		 373,4831,213,820	1,587,303289,294
Orwell	ОН —	293,628545,309		 293,628545,309	838,937 142,689

		Initial (Compar		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Peebles Perry Plymouth Racine Richwood Ripley Rising Sun Rockford Seville Springfield Tarlton Thornville Toronto Trenton Wakaman	OH — OH — OH — OH — OH — OH — OH — OH —	70,000 143,823 183,196 157,044 359,515 143,130 117,012 335,945 246,216 190,000 285,644 356,055 439,388	809,815 1,114,353 814,220 5957,149 1,046,524 5667,671 0810,299 2852,812 51,091,822 5968,616 01,123,464 4928,344 51,011,585 3707,205 5700,567	 14,253 29,962 64,412 39,803		70,000 143,823 183,196 157,044 359,515 143,130 117,012 335,945 246,216 190,000 285,644 356,055 439,388	809,815 1,114,353 828,473 5957,149 1,046,524 5667,671 0840,261 2852,812 51,091,822 5968,616 01,123,464 1992,757 51,011,585 3707,205 530 370	1,245,869 1,184,353 972,296 1,140,345 1,203,568 1,027,186 983,391 969,824 1,427,767 1,214,832 1,313,464 1,278,401 1,367,640 1,146,593	3135,580 33,956 5189,835 3207,561 5174,707 34,162 174,826 2260,217 2214,710 136,688 235,579 204,003 5105,125
Wakeman Warren Waterford West	OH — OH — OH — OH —	505,805 92,167	5790,567 5939,353 970,824 01,072,193	39,803 		505,805 92,167	5830,370 5939,353 970,824 01,072,193	970,015 1,445,158 1,062,991 1,512,193	3245,797 11,326
Carrollton West Unity Withamsville Afton Antlers Ardmore Beaver	ОН —	68,318 276,510 113,611 149,985 347,932	872,523 91,087,790 757,094 91,093,124 2646,160 822,519			68,318 276,510 113,611 149,985 347,932	872,523 01,087,790 757,094 51,093,124 2646,160 822,519	940,841 1,364,300 870,705 1,243,109 994,092	36,355 233,875 150,157 213,159
Broken Arrow Claremore Clayton Cleveland Collinsville Davis Drumright Duncan	OK — OK — OK — OK — OK — OK — OK — OK —	231,355 533,789 196,277 289,014 569,738 169,840	881,533 5774,203 9826,041 71,307,968 715,532 8881,672 9315,418 3799,403			231,355 533,789 196,277 289,014 569,738 169,840	4881,533 5774,203 9826,041 71,307,968 4715,532 8881,672 9315,418 3799,403	1,237,597 1,005,558 1,359,830 1,504,245 1,004,546 1,451,410 485,258 1,229,851	3197,422 205,133 5259,414 5141,914 218,949 76,226
Elgin	ОК —	-	9942,597	_	_	-	9942,597	1,137,556	-

Eufaula	ОК —	195,573769,386	 	195,573769,386	964,959 167,982
Grove	ОК —	424,722657,258	 	424,722657,258	1,081,980163,219
Haskell	ОК —	228,333424,047	 	228,333424,047	652,380 110,959
Haskell	ОК —	270,000829,885	 	270,000829,885	1,099,885164,594
Hollis	ОК —	61,713 880,041	 	61,713 880,041	941,754 224,410
Hulbert	ОК —	395,384611,858	 	395,384611,858	1,007,242151,945
Kansas	ОК —	398,387616,506	 	398,387616,506	1,014,893153,099
Kellyville	ОК —	422,292653,499	 	422,292653,499	1,075,791162,286

		Initial Compa		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State Encumbrance (Note 2)	^{es} Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying SCosts	Land	Buildings, Improvements and Acquisition Fees	Total	Accumu Deprecia (Note 5)
Konawa	ОК —	390,917	7604,945	_	_	390,917	7604,945	995,862	150,228
Lawton	ОК —	445,994	1690,178			445,994	1690,178	1,136,172	2171,394
Lexington	ОК —	128,927	7673,606			128,927	7673,606	802,533	133,598
Mooreland	ОК —)934,322			-)934,322	1,074,322	-
Newkirk	ОК —	,	9673,045			-	9673,045	774,044	
Norman	ОК —		906,703			-	1906,703	1,080,244	
Oklahoma City	ОК —	-)678,788	_	_)678,788	1,078,788	,
Oklahoma City	ОК —	318,134	\$590,821		_	318,134	\$590,821	908,955	142,782
Shawnee	ОК —	288,016	534,887	_		288,016	5534,887	822,903	139,962
Shawnee	ОК —	419,37	648,979			419,37	l 648,979	1,068,350	161,163
Shawnee	ОК —	246,641	610,625			246,641	610,625	857,266	121,107
Sperry	ОК —	157,888	3824,918			157,888	3824,918	982,806	163,609
Stratford	ОК —	392,814	4607,881			392,814	4607,881	1,000,695	5150,957
Tulsa	ОК —	-	6670,822	_		-	6670,822	1,104,308	-
Tulsa	ОК —	-	5774,535			-	5774,535	1,087,381	-
Wilson	ОК —	-	814,202			-	814,202	903,740	
Woodward	ОК —	-)802,563)802,563	1,023,713	-
Aspers	PA —	-	51,084,676	_		-	51,084,676	1,276,272	,
Kersey	PA —		51,073,803			-	51,073,803	1,262,789	-
Leeper	PA —	-	51,025,556			-	51,025,556	1,206,051	-
Lemont Furnace	PA —		5848,903	_	_		5848,903	1,147,698	
New Bloomfield	PA —	193,938	31,097,939			193,938	31,097,939	1,291,877	23,789
Smithfield	PA —	255,705	51,005,946			255,705	51,005,946	1,261,651	212,925
Somerset	РА —	301,986	51,188,014	_		301,986	51,188,014	1,490,000	255,423
Cayce	SC —	207,965	5818,135			207,965	5818,135	1,026,100	175,899
Denmark	SC —	220,498	3867,442	18,832		220,498	3886,274	1,106,772	2184,589
Florence	SC —	190,573	3777,528	9,344		190,573	3786,872	977,445	178,489
Heath Spring		-	7826,065			-	7826,065		163,836
Kingstree	sc —	-	780,866				1780,866		165,283
Longs	sc —	-	21,252,008				21,252,008	1,491,640	-
Myrtle Beach			5497,817				5497,817		120,306
Lighter Death		_00,000	,			_00,000	,	,	1_0,000

N Myrtle	0.0	155 160 610 400			155 160 610 400	765 600 101 040
Beach	sc —	155,168610,432			155,168610,432	765,600 131,243
Newberry	SC —	383,286711,817	_		383,286711,817	1,095,103172,022
North Charleston	sc —	254,4791,001,121	_	_	254,4791,001,121	1,255,600215,241
Orangeburg	SC —	60,000 691,079			60,000 691,079	751,079 137,064
Ridgeland	SC —	375,6991,349,908			375,6991,349,908	1,725,607189,677
Ridgeway	SC —	126,727844,496			126,727844,496	971,223 167,492
Timmonsvill	eSC —	209,841856,141			209,841856,141	1,065,982195,485
Union	SC —	225,174885,835			225,174885,835	1,111,009187,502
Westminster	SC —	350,000987,266			350,000987,266	1,337,266195,808
Chamberlain	SD —	588,809969,571			588,809969,571	1,558,380140,333

			Initial C Compan		Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whice of Period 3, 4, 6 and 7)	h Carried	
Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees		Accumul Depreciat (Note 5)
Rapid City	SD	_	330,000	912,615			330,000	912,615	1,242,615	111,035
Adams	TN		121,868	812,117			121,868	8812,117	933,985	161,070
Bethel Springs	TN	_	134,530	702,880	_		134,530	0702,880	837,410	139,405
Bloomingtor Sprgs	TN	_	173,585	906,933		_	173,585	5906,933	1,080,518	179,875
Caryville	ΤN		218,883	861,087			218,883	861,087	1,079,970	182,263
Celina	ΤN		157,341	1,048,501			157,341	1,048,501	1,205,842	207,953
Church Hill	TN		220,676	868,141			220,676	6868,141	1,088,817	186,650
Cordova	TN		362,262	896,875			362,262	2896,875	1,259,137	177,880
Covington	TN		192,392	1,005,191			192,392	21,005,191	1,197,583	
Crossville	TN		224,273	882,294	_		224,273	882,294	1,106,567	186,752
Dresden	TN		169,202	884,035			169,202	2884,035	1,053,237	175,334
Dyersburg	TN		138,691	724,619	_		138,691	724,619	863,310	143,716
Dyersburg	TN		134,528	702,868		_	134,528	3702,868	837,396	139,402
Friendship	TN	_	129,543	863,263	_	_	129,543	863,263	992,806	171,214
Grand Junction	TN	_	119,405	795,703	_		119,405	5795,703	915,108	157,814
Grimsley	TN		190,000	832,058			190,000	832,058	1,022,058	176,119
Halls	ΤN		-	1,172,868				51,172,868	1,397,353	
Harriman	TN			975,515			260,000	975,515	1,235,515	
Humboldt	TN		163,042	665,204			163,042	2665,204	828,246	
Madisonville	TN		185,976	731,631	41,687		185,976	5773,318	959,294	162,453
Martin	TN			838,094				838,094	998,504	
Mascot	TN		428,927	663,766	_		428,927	663,766	1,092,693	164,835
Memphis	TN		225,548	418,876	_		225,548	3418,876	644,424	109,606
Memphis	TN		493,000	915,572			493,000	915,572	1,408,572	239,575
Memphis	TN		369,950	687,049	_		369,950	687,049	1,056,999	179,778
Memphis	TN		563,795	1,047,048	_		563,795	51,047,048	1,610,843	273,978
Memphis	TN	_	552,777	1,026,586		_	552,777	1,026,586	1,579,363	268,623
Memphis	TN	_	253,148	626,736		_	253,148	8626,736	879,884	124,303
Memphis	TN	_	332,829	824,006		_	332,829	824,006	1,156,835	163,428
Memphis	TN		299,794	742,220		_	299,794	742,220	1,042,014	147,207
Memphis	TN	—	315,786	781,812		_	315,786	5781,812	1,097,598	155,059
Memphis	TN	—	312,958	774,812			312,958	3774,812	1,087,770	153,671

Memphis	TN —	330,0001,049,568	_	 330,0001,049,568	1,379,568208,164
Memphis	TN —	327,861811,707		 327,861811,707	1,139,568160,989
Memphis	TN —	312,275773,121		 312,275773,121	1,085,396153,336
Memphis	TN —	390,000772,302		 390,000772,302	1,162,302153,173
Memphis	TN —	352,417872,503		 352,417872,503	1,224,920173,046
Memphis	TN —	409,5781,014,019		 409,5781,014,019	1,423,597201,114
Memphis	TN —	405,4421,003,781		 405,4421,003,781	1,409,223199,083
Michie	TN —	123,911825,729		 123,911825,729	949,640 163,770
Milledgevil	leTN —	270,000731,439		 270,000731,439	1,001,439145,069

			Initial C Compan		Cost Capitaliz Subsequent to Acquisition	zed	at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Nashville	TN		589,570	948,928		_	589,570)948,928	1,538,498	141,057
Niota	TN		-	799,110			-	3799,110	952,058	
Rogersville	TN		206,436					5812,120	1,018,556	
Sharon	TN		130,332				-	2868,517	998,849	
Sunbright	TN		-	1,154,668			-	21,154,668	1,509,950	
Tennessee Ridge		_	120,926		_	_		5805,837		159,824
Trezevant	TN		170,247	805.149			170.247	805,149	975,396	159.688
Alpine	TX		,	1,297,068			,	51,297,068	1,545,324	
Alton	TX		345,945				-	5642,468	988,413	-
Amarillo	TX		191,492				,	2811,497	1,002,989	
Amarillo	TX		-	712,639			,	712,639	973,503	
Anahuac	TX		531,601				-	987,259	1,518,860	
Anson		608,000	-	1,017,331			-	51,017,331	1,156,917	
Arcola	TX		309,969		_		-	961,069	1,271,038	
Asherton	TX		-	791,944			-	5791,944	1,102,300	
Atlanta	TX		427,591				-	661,699	1,089,290	
Austin	TX		590,000)812,479	1,402,479	
Austin	TX		333,480				-)947,447	1,280,927	
Bacliff	TX		-	1,035,495	_		-	1,035,495	1,593,069	
Baytown	TX		486,394		_			903,304	1,389,698	
Baytown	TX		447,005				,	5830,152	1,277,157	
Beaumont	TX		526,746				-	5978,243	1,504,989	
Beaumont	TX			1,007,961				1,007,961	1,194,838	
Beeville	TX		,	710,566			-	3710,566	1,093,179	
Bloomingtor				1,074,634			-	61,074,634	1,405,290	
Blossom	TX		82,320			_		825,297	907,617	
Borger		589,000	166,456					5804,791	971,247	
Brookshire		863,000	-	1,359,173			-)1,359,173	1,640,293	
Brownsville			287,319				,	9533,592	820,911	
Bullard		600,000		888,752				2888,752	1,072,574	
Canton	TX			1,358,083				1,358,083	1,523,350	
Canyon Lake			424,566					5788,481	1,213,047	
Canyon Lake			-	1,170,581			-	1,170,581	1,354,288	
Cedar Creek			-	933,294		_	-	5933,294	1,116,590	
	121		100,270	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			105,270	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	1,110,570	

Cisco	TX 531,000	139,0591,013,495	_	_	139,0591,013,495	1,152,554190,875
Corpus Christi	ТХ —	460,501855,215	_	—	460,501855,215	1,315,716223,781
Corpus Christi	ТХ —	577,0371,071,640	_		577,0371,071,640	1,648,677280,412
Corpus Christi	ТХ —	291,106540,626		—	291,106540,626	831,732 141,464
Corpus Christi	ТХ —	408,5241,327,703	_	—	408,5241,327,703	1,736,227316,436
Corpus Christi	ТХ —	287,9121,132,648	_	—	287,9121,132,648	1,420,560251,070
Corpus Christi	ТХ —	363,669900,360	_	_	363,669900,360	1,264,029178,571

			Initial C Compan		Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	h Carried	
Description (Note 1)	State	Encumbrances (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees		Accumul Depreciat (Note 5)
Corrigan Cotulla Creedmoor	TX TX TX TX		919,863 490,979	5834,196 31,708,316 9759,793	1,514 —		919,863 490,979	5835,710 31,708,316 9759,793 91,020,535	1,092,386 2,628,179 1,250,772	412,843 188,682
Crystal City Dallas Dallas Dallas	TX TX TX TX		660,890 474,480	01,020,535 01,227,367 0881,177 01,238,325			660,890 474,480)1,020,535)1,227,367)881,177)1,238,325	1,570,054 1,888,257 1,355,657 1,672,184	321,161 230,575
Del Rio Desoto Dilley	TX TX TX TX		507,216 510,567	5784,918 7790,105 1940,281			507,216 510,567	5784,918 7790,105 1940,281	1,072,184 1,292,134 1,300,672 1,081,382	194,921 196,209
Eagle Pass Eagle Pass East Bernard		577,000	433,864 132,881	3959,416 4671,406 1968,462			433,864 132,881	3959,416 4671,406 1968,462	1,476,024 1,105,270 1,101,343	166,732 182,394
Edinburg El Paso Elsa Fort	TX TX TX		270,000)716,403)940,688 }1,234,994			270,000)716,403)940,688 }1,234,994	1,096,403 1,210,688 1,614,992	114,450
Stockton Fort Worth	TX TX			5864,752 51,019,204	_			5864,752 51,019,204	1,330,388 1,567,059	
Fort Worth Fort Worth Fort Worth	TX TX TX		600,746 160,563	3848,314 51,115,672 3631,657	 110,157	 6,300 	600,746 160,563		1,061,997 1,722,718 902,377	270,240 142,934
Freer Garland Garland	TX TX TX TX		228,333 298,055	7499,827 3424,047 5737,916			228,333 298,055	3424,047 5737,916	768,964 652,380 1,035,971	110,959 146,353
Glen Rose Glenn Heights	TX TX			91,302,309 9736,686	_	_		91,302,309 9736,686	1,571,668 1,034,245	
Granite Shoals	TX			51,208,334	—	_		51,208,334	1,580,129	
Grape Creek Hamilton Hardin		626,000	140,174	9710,940 41,021,615 5805,614			140,174	1,021,615	943,939 1,161,789 948,950	192,404
Harker Heights	TX		-	3907,685		_		3907,685	1,396,438	

Harker Heights	ТХ —	469,370726,352		 469,370726,352	1,195,722180,378
Hebbronvill	eTX —	481,250893,750		 481,250893,750	1,375,000215,990
Hebbronvill	eTX —	240,0001,014,676	—	 240,0001,014,676	1,254,676201,244
Hewitt	ТХ —	493,299763,382	—	 493,299763,382	1,256,681189,573
Hidalgo	ТХ —	450,4111,115,114		 450,4111,115,114	1,565,525221,164
Houston	ТХ —	279,181518,479		 279,181518,479	797,660 135,669
Houston	TX —	434,980807,819		 434,980807,819	1,242,799211,379
Houston	ТХ —	429,081796,866	—	 429,081796,866	1,225,947208,513
Houston	ТХ —	490,377910,700	—	 490,377910,700	1,401,077238,300
Houston	ТХ —	565,402874,961	—	 565,402874,961	1,440,363217,282

			Initial (Compar	N 77	Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 8, 4, 6 and 7)	h Carried	
Description (Note 1)	ⁿ State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumulat Depreciatio (Note 5)
Houston	TX		650 000	866,899			650 000	866,899	1,516,899	215 280
Houston	TX		-	869,831			-	869,831	1,431,917	-
Houston	TX		-	868,780			467,805		1,336,585	
Houston	TX		-	1,133,135		_	-	1,133,135	1,743,284	-
Houston	TX		-	0881,178			-	881,178	1,355,658	
Houston	ΤX		-	1,220,545			-	1,220,545	1,530,800	
Houston	ΤX			1,115,777				1,115,777	1,399,400	
Houston	ΤX			1,091,500			-	1,091,500	1,532,374	
Houston	ΤX		-	986,059			-	986,059	1,333,130	
Houston	ΤX		-	1,025,275		_	-	1,025,275	1,436,463	
Houston	ΤX		,	1,119,724		_	-	1,119,724	1,568,790	,
Hubbard	ΤX			857,007		_	-		985,611	
Iraan	ΤX		207,052	823,848			207,052	823,848	1,030,900	34,327
Itasca	ΤX	543,000	118,010	860,081			118,010	860,081	978,091	161,982
Jefferson			339,075	1,333,925			339,075	1,333,925	1,673,000	286,794
Joaquin	ΤX	656,000	135,219	985,502			135,219	985,502	1,120,721	185,603
Katy	ΤX		554,109	857,486			554,109	857,486	1,411,595	212,942
Katy	ΤX		346,827	985,367			346,827	985,367	1,332,194	205,285
Kaufman	ΤX		488,687	907,561			488,687	907,561	1,396,248	237,478
Kermit	ΤX		234,478	922,439			234,478	922,439	1,156,917	204,474
Killeen	ΤХ		480,758	892,837			480,758	892,837	1,373,595	233,626
Killeen	ΤХ		471,572	729,760		_	471,572	729,760	1,201,332	181,224
Killeen	ΤХ		380,000	881,852			380,000	881,852	1,261,852	107,292
Killeen	ΤХ		440,000	830,465		_	440,000	830,465	1,270,465	101,040
Lacy Lakeview	ΤX	_	429,768	798,141	_		429,768	798,141	1,227,909	208,847
Lakehills	ΤХ		183,968	795,341			183,968	795,341	979,309	202,812
Lamesa	ΤX			835,736				835,736	1,285,748	
Leonard	ΤX			515,496			-	-	793,071	
Llano		804,000	,	1,307,011			-	1,307,011	1,486,343	
Longview	TX		-	809,687			435,985		1,245,672	
÷	TX		-	878,650				878,650	1,351,769	
Longview	TX		,	278,594	_		,	,	428,606	
Los Fresnos	TX			989,968				989,968	1,523,027	
11051105										

Lufkin	ТХ —	267,700497,158		 267,700497,158	764,858 120,146
Marfa	ТХ —	310,0001,325,712	_	 310,0001,325,712	1,635,712262,933
Marshall	ТХ —	665,1131,235,211		 665,1131,235,211	1,900,324323,213
Memphis	TX 461,000	102,312745,672		 102,312745,672	847,984 140,435
Midland	ТХ —	544,0751,322,431		 544,0751,322,431	1,866,5061,104,117
Midland	ТХ —	194,594790,843		 194,594790,843	985,437 201,665
Monahans	ТХ —	473,723879,770		 473,723879,770	1,353,493212,611
Monte Alte	oTX —	370,7701,205,004		 370,7701,205,004	1,575,774287,193

	Initial Cost to Company	Cost Capitaliz Subsequent to Acquisition		at Close	Amount at Whic e of Period 3, 4, 6 and 7)	ch Carried	
Description (Note 1) State Encur (Note	2) Buildings, Improvements and Acquisition Fees	s Improvement	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumul Depreciat (Note 5)
Morton TX —	190,918751,074	_		190,918	3751,074	941,992	166,488
Mount Enterprise TX —	510,030947,198	_		510,030	947,198	1,457,228	228,906
Mt VernonTX641,00Nacogdoches TX—New BostonTX—OdessaTX—OdessaTX—OdessaTX—OdessaTX—OdessaTX—OdessaTX—OdessaTX—OrangeTX—OrangeTX—ParisTX—ParisTX—PearsallTX—PearsallTX—PharrTX—PinehurstTX—PinelandTX703,00PittsburgTX—Port AcresTX—Port ArthurTX—Port AcresTX—Port NechesTX—ProgressoTX—Rio GrandeTX—CityTX—	$585,0751,086,567\\226,547420,730\\200,900874,978\\393,275795,622\\299,235687,360\\455,522845,970\\359,3231,413,577\\267,1661,051,034\\194,054844,235\\274,4001,079,491\\314,465584,006\\179,547938,079\\534,489992,623\\506,911941,407\\556,823861,686$			585,075 226,547 200,900 393,275 299,235 455,522 359,323 267,166 194,054 274,400 314,465 179,547 534,489 506,911 556,823 149,928 469,724 268,899 253,535 498,469 559,462 200,597	9968,238 91,086,567 420,730 9874,978 9795,622 9687,360 9445,970 91,413,577 91,051,034 944,235 91,079,491 9584,006 9938,079 9992,623 941,407 9661,686 91,092,708 972,344 9499,384 925,729 91,039,001 972,537 9896,112	1,101,088 1,671,642 647,277 1,075,878 1,188,897 986,595 1,301,492 1,772,900 1,318,200 1,038,289 1,353,891 898,471 1,117,626 1,527,112 1,448,318 1,418,509 1,242,636 1,342,068 768,283 1,082,022 1,424,198 1,598,463 573,134 1,067,626	262,587 110,091 223,119 202,884 175,277 204,443 303,919 225,972 215,280 239,287 152,815 186,052 239,884 246,335 213,985 205,793 228,263 130,672 211,264 223,718 251,092 90,030
Rio Vista TX — Rockdale TX 592,00	61,254 829,871 00 174,972845,963	_	_		829,871 2845,963	891,125 1,020,935	
RockdaleTX592,00RosenbergTX—RuskTX—SaginawTX—San AngeloTX—San AntonioTX—	408,933759,448 446,174828,610 485,162901,016 308,5731,000,504 663,9031,232,962			408,933 446,174 485,162 308,573	843,905 759,448 828,610 2901,016 81,000,504 81,232,962	1,020,933 1,168,381 1,274,784 1,386,178 1,309,077 1,896,865	198,722 200,247 235,766 255,128

San Antonio TX —	474,828881,824		 474,828881,824	1,356,652230,744
San Antonio TX —	357,827664,536		 357,827664,536	1,022,363173,887
San Antonio TX —	637,4511,183,837		 637,4511,183,837	1,821,288309,771
San Antonio TX —	265,044818,313		 265,044818,313	1,083,357208,670
San Antonio TX —	273,109896,601		 273,109896,601	1,169,710228,633
San Antonio TX —	408,9971,329,239		 408,9971,329,239	1,738,236316,802
San Antonio TX —	325,5371,280,663		 325,5371,280,663	1,606,200275,343
San TX —	468,018869,176	_	 468,018869,176	1,337,194210,051

			Initial (Compar	N	Cost Capitaliz Subsequent to Acquisition	ed	at Close	Amount at Whic of Period 5, 4, 6 and 7)	h Carried	
Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accumulat Depreciatio (Note 5)
San Benito	ТΧ		149,582	781,526			149,582	781,526	931,108	155,003
Santa Fe	ΤX			1,115,790				1,115,790	1,566,475	-
Schertz	ΤX		-	558,773			300,878		859,651	
Sealy			-	1,034,081				1,034,081	1,247,961	-
Seminole	ΤX		-	899,122			-	899,122	1,002,592	-
Seminole	ΤX		-	1,433,909				1,433,909	1,798,400	
Sherman	TX		-	449,678			242,135		691,813	-
Sullivan	TX			922,154			496,544		1,418,698	
City	-						1 = = 400			-
Taft	TX			926,908				926,908	1,104,316	-
Temple	TX		,	805,588			248,015		1,053,603	
Temple	TX		-	1,078,758			-	1,078,758	1,659,627	
Texas City	ТΧ		238,472	973,286			238,472	973,286	1,211,758	248,188
Three Rivers	ΤX	_	225,995	1,068,797	_	_	225,995	1,068,797	1,294,792	211,978
Valley View	ΤX		185,843	878,905			185,843	878,905	1,064,748	174,316
Van Horn	ΤХ	707,000	147,318	1,073,686			147,318	1,073,686	1,221,004	202,211
Waco	ΤХ		527,779	980,161			527,779	980,161	1,507,940	256,475
Wells	ΤХ		141,780	840,639			141,780	840,639	982,419	214,363
Wichita Falls	TX		297,454	552,415			297,454	552,415	849,869	144,549
Willis	ΤX		664 432	1,233,946			664 432	1,233,946	1,898,378	322 882
Wills Point				774,994			417,304		1,192,298	
Wilmer	TX		-	909,212			489,576		1,398,788	
Winnsboro			-	830,031			446,940		1,276,971	
Winters	TX		-	811,377			,	,	862,219	
Zapata	TX		-	1,303,154			-	1,303,154	1,552,575	
Kanab	UT		,	1,045,783				1,045,783	1,608,897	
Mt Pleasan			-	1,065,126				1,045,785	1,638,656	
Charlotte										
Ct Hous	VA		154,295	1,028,208		_	154,295	1,028,208	1,182,503	203,928
Colonial Heights	VA		337,535	1,327,865			337,535	1,327,865	1,665,400	285,491
U	VA	_	283,623	1,115,777	_	_	283,623	1,115,777	1,399,400	239,892

Colonial Heights					
Concord VA —	259,997906,036			259,997906,036	1,166,033231,039
Craigsville VA —	141,713944,359			141,713944,359	1,086,072187,298
Danville VA —	223,469879,131	—		223,469879,131	1,102,600189,013
Fancy Gap VA —	153,5091,022,966	—		153,5091,022,966	1,176,475202,888
Fork Union VA —	159,2951,061,525	—		159,2951,061,525	1,220,820210,536
Goshen VA —	80,157 831,602	—		80,157 831,602	911,759 212,059
Madison Heights VA —	276,413936,546	_	_	276,413936,546	1,212,959238,819
Mineral VA —	202,8791,059,984			202,8791,059,984	1,262,863210,230
Onley VA —	313,433582,089			313,433582,089	895,522 140,672
Portsmouth VA —	524,294973,688	_		524,294973,688	1,497,982254,782
Rich Creek VA —	194,447940,122	7,500		194,447947,622	1,142,069180,893
Richmond VA —	709,3791,317,417			709,3791,317,417	2,026,796344,724

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	Initial C	ost to Company	Cost Capitaliz Subsequent to Acquisition	zed	Close of	mount at Which Period 4, 6 and 7)	Carried at	t
Description State Encumbrand (Note 1) (Note 2)	ces Land	Buildings, Improvements and Acquisition Fees	Improvement	Carrying ^s Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
Richmond VA —	344,912	1,356,888			344,912	1,356,888	1,701,800)291,73
Roanoke VA —	591,344	1,098,210			591,344	1,098,210	1,689,554	
Roanoke VA —	655,795	1,217,906			655,795	1,217,906	1,873,701	
Roanoke VA —	478,904	889,394			478,904	889,394	1,368,298	
Shawsville VA —	334,624	1,066,596			334,624	1,066,596	1,401,220	
Shenandoah VA —	192,613	1,006,351			192,613	1,006,351	1,198,964	
Spotsylvania VA —	300,324	1,181,476			300,324	1,181,476	1,481,800	
Stanleytown VA —	359,846	668,286			359,846	668,286	1,028,132	
Stony Creek VA —	237,764	935,366			237,764	935,366	1,173,130	-
Victoria VA —	194,099	914,642			194,099	914,642	1,108,741	
Eagle River WI —	208,955	388,060			208,955	388,060	597,015	
Milwaukee WI —	538,419	999,922			538,419	999,922	1,538,341	261,64
Milwaukee WI —	120,000	664,289	32,249		120,000	696,538	816,538	141,70
Milwaukee WI —	359,110	591,334			359,110	591,334	950,444	85,588
Spooner WI —	564,022	1,047,470			564,022	1,047,470	1,611,492	2274,08
French Creek WV —	270,000	1,162,377			270,000	1,162,377	1,432,377	/ 141,42
Lewisburg WV —	290,000	1,063,577			290,000	1,063,577	1,353,577	/129,40
Mount Hope WV —	186,300	732,905			186,300	732,905	919,205	160,01
Princeton WV —	280,344	911,119	8,500		280,344	919,619	1,199,963	3223,41
Rock WV —	332,222	1,079,721			332,222	1,079,721	1,411,943	3257,33
Shady Spring WV —	204,338	833,689	_	_	204,338	833,689	1,038,027	/ 193,13
Cheyenne WY —	521,603	968,690			521,603	968,690	1,490,293	3253,47
Cheyenne WY —	564,022	1,047,470	_		564,022	1,047,470	1,611,492	
Drug Stores	,							,
Atmore AL —		94,025,584				94,025,584	5,714,813	
Auburn AL —		33,901,754			, ,	33,901,754	5,598,587	
Bessemer AL —	913,349	2,269,571			913,349	2,269,571	3,182,920	
Huntsville AL —	1,971,28	23,528,526			1,971,28	23,528,526	5,499,808	323,44
Montgomery AL —	1,150,00	01,479,627	100,870		1,150,00	01,580,497	2,730,497	824,36
Northport AL —	1,650,00	04,829,538	_		1,650,00	04,829,538	6,479,538	3716,38
Tuscaloosa AL —	2,000,55	04,371,497	_			04,371,497	6,372,047	648,43
Monticello AR —	1,990,00	03,710,723	_		1,990,00	03,710,723	5,700,723	3550,42

Van Buren	AR —	1,328,0493,008,245	—		1,328,0493,008,245	4,336,294636,74
Apache Junction	AZ —	2,147,5863,844,103	—	—	2,147,5863,844,103	5,991,689352,37
Chandler	AZ —	— 3,540,215			3,540,215	3,540,215843,75
Chandler	AZ —	1,086,2622,460,559			1,086,2622,460,559	3,546,821520,81
El Mirage	AZ —	1,179,7702,672,369			1,179,7702,672,369	3,852,139565,65
Mesa	AZ —	1,347,6493,790,620			1,347,6493,790,620	5,138,269840,25
Mesa	AZ —	1,545,5554,347,285			1,545,5554,347,285	5,892,840963,64
Phoenix	AZ —	— 3,381,632			— 3,381,632	3,381,632805,95

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accı Depr (Note
Phoenix	AZ		1,562,759	94,395,676	_		1,562,759	4,395,676	5,958,43	5974,3
Surprise	AZ		1,358,528	3,821,220			1,358,528	3,821,220	5,179,74	8847,0
Tucson	AZ		959,875	2,350,208	138,093		959,875	2,488,301	3,448,17	6607,7
Bakersfield	CA			3,501,678			_	3,501,678	3,501,67	81,523
Blythe	CA			3,762,216			_	3,762,216	3,762,21	6457,7
Clearlake	CA		780,000	4,571,338			780,000	4,571,338	5,351,33	8556,1
Encinitas	CA			3,751,713				3,751,713	3,751,71	31,631
Indio	CA		2,205,539	4,096,524			2,205,539	4,096,524	6,302,06	31,781
Pico Rivera	CA			4,633,063			_	4,633,063	4,633,06	31,104
Sacramento	CA		1,490,000)3,473,583			1,490,000	3,473,583	4,963,58	31,140
Salinas	CA		1,989,715	53,592,519			1,989,715	3,592,519	5,582,23	4149,6
Seal Beach	CA			4,448,814				4,448,814	4,448,81	4541,2
Tracy	CA		2,467,993	34,584,246			2,467,993	4,584,246	7,052,23	92,024
Visalia	CA			4,333,023				4,333,023	4,333,02	31,032
Colorado Springs	CO	_	1,025,000	1,645,371	36,980	79	1,025,000	1,682,431	2,707,43	1950,2
Colorado Springs	CO	_	1,547,023	3,504,257	151,037		1,547,023	3,655,294	5,202,31	7770,0
Fort Collins	CO		1,100,000	1,385,014		79	1,100,000	1,385,093	2,485,09	3768,7
Littleton	CO		1,498,300	3,393,892	306,173		1,498,300	3,700,065	5,198,36	5771,6
Montrose	CO		1,958,248	3,505,195			1,958,248	3,505,195	5,463,44	
Boulder	CO		426,675	1,199,508			426,675	1,199,508	1,626,18	31,127
Berlin	CT		1,532,460	3,786,614			1,532,460	3,786,614	5,319,07	4725,7
Branford			1,760,000	3,849,409			1,760,000	3,849,409	5,609,40	9737,8
Millsboro	DE			4,039,490				4,039,490	4,939,49	
Delray Beach	FL		, ,	53,541,070			, ,	3,541,070	8,434,18	5843,9
Deltona	FL		849,162	2,388,495	134,664	140	849,162	2,523,299	3,372,46	1547,7
Gainesville	FL		1,935,853	3,620,924			1,935,853	3,620,924	5,556,77	7862,9
Jacksonville	FL		1,605,187	3,691,020			1,605,187	3,691,020	5,296,20	7879,6
Milton	FL		500,000	1,774,311			500,000	1,774,311	2,274,31	1582,5
Orlando	FL		960,194	2,372,580	14,576		960,194	2,387,156	3,347,35	0488,3
Rockledge	FL		1,626,972	24,576,292	8,858		1,626,972	4,585,150	6,212,12	21,017
Saint Augustine	FL		1,442,096	64,056,278			1,442,096	4,056,278	5,498,37	4899,1
Winter Park	FL	_	1,075,020	1,664,284	—	—	1,075,020	1,664,284	2,739,30	41,350

Acworth	GA —	1,534,0953,527,548		_	1,534,0953,527,548	5,061,643840,7
Adel	GA —	500,000 1,056,116	48,524	_	500,000 1,104,640	1,604,640595,4
Austell	GA —	1,234,3843,610,300		_	1,234,3843,610,300	4,844,684860,4
Blackshear	GA —	430,000 1,005,393	46,950	_	430,000 1,052,343	1,482,343558,9
Bowdon	GA —	410,000 1,010,615	68,692	_	410,000 1,079,306	1,489,306558,5
Columbus	GA —	1,740,0005,024,581	1,175	_	1,740,0005,025,756	6,765,7561,114
Decatur	GA —	1,546,0473,555,032	64,645	_	1,546,0473,619,677	5,165,724871,2
East Ellijay	GA —	1,317,7093,029,984		_	1,317,7093,029,984	4,347,693722,1
Lawrencevil	leGA —	1,109,7423,121,445	71,737	_	1,109,7423,193,182	4,302,924708,6

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Cost Capitalized	Gr
Initial Cost to Company Subsequent to	Clo
Acquisition	(No

	Description (Note 1)	¹ State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accui Depreo (Note
	Lithia Springs	GA		1,543,512	23,549,202		_	1,543,512	23,549,202	5,092,714	845,89
	Quitman	GA		730,000	856,586			730,000	856,586	1,586,586	475,39
	Rome	GA			3,389,465				3,389,465	3,389,465	
	Rome	GA		1,293,890	3,639,408	_		1,293,890	3,639,408	4,933,298	806,73
(Cairo	GA		330,000	1,152,243	54,608		330,000	1,206,851	1,536,851	639,89
	Altoona	IA		1,440,000	3,440,755			1,440,000	3,440,755	4,880,755	315,40
	Iowa City	IA		1,892,972	23,388,354			1,892,972	23,388,354	5,281,326	310,59
	Ottumwa	IA		1,687,561	3,880,433			1,687,561	3,880,433	5,567,994	924,83
	Waterloo	IA		1,760,000	4,023,600			1,760,000	4,023,600	5,783,600	596,83
	Blackfoot	ID		560,000	1,932,186	60,641		560,000	1,992,827	2,552,827	1,079,
	Burley	ID		700,000	2,011,543	62,154		700,000	2,073,697	2,773,697	1,123,
(Chubbuck	ID		890,000	1,267,183	52,044		890,000	1,319,227	2,209,227	709,02
	Calumet City	IL	_	1,434,290	02,589,674	_		1,434,290	02,589,674	4,023,964	107,90
	Chicago	IL		1,589,068	32,841,507	171,423		1,589,068	3,012,930	4,601,998	797,65
(Chicago	IL		1,462,870	3,735,267			1,462,870	3,735,267	5,198,137	890,23
	Chicago	IL		1,744,950	3,952,594	54,218		1,744,950	4,006,813	5,751,763	842,37
	Chicago	IL		1,584,794	4,502,544	_		1,584,794	4,502,544	6,087,338	923,02
	Chicago Heights	IL	_	1,272,921	3,580,429	40,798	_	1,272,921	3,621,227	4,894,148	797,98
	Darien	IL		1,198,099	3,369,971	34,303		1,198,099	3,404,274	4,602,373	761,85
	Deerfield	IL		4,092,687	11,511,770			4,092,687	11,511,770	15,604,457	1,767,
	Deerfield	IL		4,261,874	11,987,653			4,261,874	11,987,653	16,249,527	1,840,
	Deerfield	IL		4,082,432	211,482,923	_		4,082,432	211,482,923	15,565,355	1,763,
	Deerfield	IL		4,089,453	11,502,673			4,089,453	11,502,673	15,592,126	1,766,
	Deerfield	IL		2,586,157	7,274,253			2,586,157	7,274,253	9,860,410	1,117,
	Deerfield	IL		3,180,926	58,947,200			3,180,926	58,947,200	12,128,126	51,374,
	Dolton	IL		1,860,000	4,204,975			1,860,000	94,204,975	6,064,975	427,50
	East Peoria	IL		1,217,434	2,532,652			1,217,434	2,532,652	3,750,086	257,48
	Maryville	IL		780,685	2,344,436			780,685	2,344,436	3,125,121	730,68
	Moline	IL		1,104,813	3,748,707		_	1,104,813	3,748,707	4,853,520	893,44
	Oak Forest	IL		1,562,490	4,394,918			1,562,490	94,394,918	5,957,408	974,20
	Pekin	IL		897,200	1,866,462			897,200	1,866,462	2,763,662	189,75
	Peoria	IL		867,025	1,803,689			867,025	1,803,689	2,670,714	183,37

Plainfield IL		1,463,7853,365,876	_		1,463,7853,365,876	4,829,661 802,20
Rolling Meadows IL	_	1,841,5883,325,069	_	—	1,841,5883,325,069	5,166,657 138,54
Springfield IL		1,343,1883,778,072	82,178		1,343,1883,860,250	5,203,438 850,31
Springfield IL		1,227,8593,453,680	_	_	1,227,8593,453,680	4,681,539 765,56
Troy IL		768,515 1,991,358	_	_	768,515 1,991,358	2,759,873 620,64
Anderson IN		937,591 2,123,795	375	_	937,591 2,124,170	3,061,761 449,56
Aurora IN		980,000 2,521,122	375		980,000 2,521,497	3,501,497 298,35
Chesterton IN		616,498 4,930,886	_	_	616,498 4,930,886	5,547,384 1,175,
Elkhart IN		1,772,1614,074,966	_	_	1,772,1614,074,966	5,847,127 971,20

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1) State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accun Deprec (Note 5
Fort Wayne IN		1,814,885	53,965,792			1,814,885	53,965,792	5,780,67	7588,25
Fort Wayne IN	_	1,163,111	2,419,644	375		1,163,111	2,420,019	3,583,13	0246,02
Fort Wayne IN		1,319,890	02,745,793			1,319,890	02,745,793	4,065,68	3279,15
Fort Wayne IN	_	1,710,000)3,014,685	_		1,710,000)3,014,685	4,724,68	35276,34
Hammond IN	_	667,821	2,656,839	375	50	667,821	2,657,264	3,325,08	35712,97
Indianapolis IN	_	1,630,000)5,235,915	_		1,630,000)5,235,915	6,865,91	51,160,6
Indianapolis IN	_	1,123,685	53,160,662	_		1,123,685	53,160,662	4,284,34	7700,61
Indianapolis IN	_	2,008,387	2,996,556	_		2,008,387	2,996,556	5,004,94	394,891
Kokomo IN	_	978,592	2,216,668	145,551		978,592	2,362,219	3,340,81	1491,03
La Porte IN	_	1,765,195	53,959,682	_		1,765,195	53,959,682	5,724,87	7587,35
Logansport IN	—	903,696	2,245,585	76,549		903,696	2,322,134	3,225,83	30377,41
Marion IN	—	1,247,236	53,508,184	_		1,247,236	53,508,184	4,755,42	20777,64
Monticello IN	_	694,032	1,952,148	175,768		694,032	2,127,916	2,821,94	8488,60
Monticello IN	_	1,430,000)4,425,257	_		1,430,000)4,425,257	5,855,25	57656,41
New Haven IN	_	1,140,000	2,764,616	_		1,140,000)2,764,616	3,904,61	6281,06
Princeton IN	_	2,033,742	24,676,454	_		2,033,742	24,676,454	6,710,19	61,114,5
Salem IN	—		2,351,296	_			2,351,296	2,351,29	61,163,8
South Bend IN	_	1,665,544	4,684,786	_	14	1,665,544	4,684,800	6,350,34	41,038,4
Emporia KS	_	2,035,321	4,447,479	_		2,035,321	4,447,479	6,482,80	0659,70
Hutchinson KS	_	1,456,992	23,620,465	_		1,456,992	23,620,465	5,077,45	57585,30
Kansas City KS	_	1,290,000	5,192,800	_		1,290,000)5,192,800	6,482,80	0770,26
Liberal KS	_	2,000,000	3,595,400	_		2,000,000	3,595,400	5,595,40	0329,57
Merriam KS		1,441,117	4,053,526	379,032		1,441,117	4,432,557	5,873,67	4900,11
Newton KS	_	1,340,000	3,335,460	_		1,340,000)3,335,460	4,675,46	50539,23
Parsons KS	_	2,090,000)4,248,446	_		2,090,000)4,248,446	6,338,44	6630,18
Lebanon KY	_	1,718,716	54,095,853	_		1,718,716	54,095,853	5,814,56	59607,55
Louisville KY	_	2,386,891	4,017,753	_		2,386,891	4,017,753	6,404,64	4957,56
Louisville KY		1,785,691	4,106,077			1,785,691	4,106,077	5,891,76	68978,61
Louisville KY	_	1,565,241	3,947,885	_		1,565,241	3,947,885	5,513,12	26940,91
Louisville KY	_	2,540,000)3,918,593	_		2,540,000)3,918,593	6,458,59	3581,25
Mayfield KY		1,782,381	4,098,467			1,782,381	4,098,467	5,880,84	8976,80
Paducah KY		1,792,850	04,021,718			1,792,850	04,021,718	5,814,56	8596,55
Radcliff KY	_	1,305,607	3,960,699	_		1,305,607	73,960,699	5,266,30	6943,96
Amite LA	_	1,633,328	3,755,728	_		1,633,328	33,755,728	5,389,05	6895,11
Gretna LA	_	3,570,000	5,037,780			3,570,000	5,037,780	8,607,78	80864,81

Morgan City	LA —	1,378,8943,170,675	_	_	1,378,8943,170,675	4,549,569755,67
Pineville	LA —	1,527,7083,593,739		_	1,527,7083,593,739	5,121,447569,00
Brockton	МА —	1,420,0005,586,439		_	1,420,0005,586,439	7,006,4391,070,7
Melrose	МА —	2,450,0005,344,307			2,450,0005,344,307	7,794,3071,024,3
Baltimore	MD —	— 3,545,162			— 3,545,162	3,545,162431,32
Elkton	MD —	1,751,0133,252,546			1,751,0133,252,546	5,003,5591,414,8

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	Acquisition

Description (Note 1)	State Encumbrance (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depre (Note
Laurel	MD —		2,400,696				2,400,696	2,400,696	1,188,
Biddeford	ME —	_	3,587,125		_		3,587,125	3,587,125	854,93
Brewer	ME —	2,030,000)4,935,503			2,030,000	4,935,503	6,965,503	1,094,
Farmington	ME —	1,310,995	53,687,522	_	_	1,310,995	53,687,522	4,998,517	817,40
Lisbon	ME —	1,403,949	93,948,979	_		1,403,949	3,948,979	5,352,928	875,35
Machias	ME —	1,250,032	23,516,047			1,250,032	23,516,047	4,766,079	779,39
Portland	ME —	2,100,849	93,902,402			2,100,849	3,902,402	6,003,251	1,723,
Belleville	MI —	1,091,638	31,971,002	_		1,091,638	31,971,002	3,062,640	82,125
Belleville	MI —	601,228	1,217,670	_		601,228	1,217,670	1,818,898	18,265
Charlotte	MI —	466,474	3,640,666			466,474	3,640,666	4,107,140	867,69
Dearborn	MI —	2,170,000)4,413,371			2,170,000)4,413,371	6,583,371	654,65
Gladwin	MI —	1,365,747	72,536,910			1,365,747	2,536,910	3,902,657	1,103,
Jackson	MI —	2,140,000)4,436,052			2,140,000	94,436,052	6,576,052	470,01
Macomb	MI —	1,084,185	53,049,559			1,084,185	3,049,559	4,133,744	675,98
Metamora	MI —	859,139	2,291,557			859,139	2,291,557	3,150,696	1,134,
Mount Pleasant	MI 2,560,353	879,419	3,713,692		—	879,419	3,713,692	4,593,111	885,09
Northville	MI —	982,099	3,849,614	_		982,099	3,849,614	4,831,713	917,49
Norton Shores	MI —	2,046,387	74,471,658			2,046,387	4,471,658	6,518,045	663,29
Port Huron	MI —	1,908,747	74,281,697			1,908,747	4,281,697	6,190,444	635,11
Portage	MI —	1,640,000)4,489,124			1,640,000	94,489,124	6,129,124	665,88
Rockwood	MI —	972,962	2,736,715	57,643		972,962	2,794,358	3,767,320	615,61
Romulus	MI —	755,647	1,530,415			755,647	1,530,415	2,286,062	22,956
Royal Oak	MI —	2,550,000	04,382,053	_		2,550,000	4,382,053	6,932,053	650,00
Taylor	MI —	2,092,605	54,572,653	_		2,092,605	54,572,653	6,665,258	678,27
Troy	MI —	3,184,828	3—	9,976		3,184,828	39,976	3,194,804	6,658
Washington Townsh	MI —	1,028,277	72,892,301			1,028,277	2,892,301	3,920,578	641,12
Brooklyn Park	MN —		4,106,753				4,106,753	4,106,753	978,77
Cloquet	MN —	1,220,000)5,151,588	_	_	1,220,000	5,151,588	6,371,588	1,141,
Grand Rapids	MN 3,312,017	499,111	4,072,537	_	_	499,111	4,072,537	4,571,648	970,62
Blue Springs	sмо —	1,716,297	72,856,069	_	_	1,716,297	2,856,069	4,572,366	90,442

Dellwood MO —	766,461 2,438,272	 	766,461 2,438,272	3,204,733759,92
Des Peres MO —	2,280,0003,811,179	 	2,280,0003,811,179	6,091,179349,35
Farmington MO —	1,580,0005,184,052	 	1,580,0005,184,052	6,764,0521,149,
HarrisonvilleMO —	1,473,3353,387,834	 	1,473,3353,387,834	4,861,169807,43
Kansas City MO —	1,875,4784,207,068	 	1,875,4784,207,068	6,082,546624,04
Lees SummitMO —	2,005,5453,589,855	 	2,005,5453,589,855	5,595,400329,07
Rolla MO —	1,893,1253,388,626	 	1,893,1253,388,626	5,281,751310,62
St Louis MO —	2,270,0004,066,675	 	2,270,0004,066,675	6,336,675372,77
St. John MO —	2,300,0003,824,235	 	2,300,0003,824,235	6,124,235567,26
St. Joseph MO —	1,293,8553,639,311	 	1,293,8553,639,311	4,933,166806,71
St. Louis MO —	744,817 2,300,087	 	744,817 2,300,087	3,044,904716,86

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	Cost Capitalized
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	Acquisition

Description (Note 1)	State Encumbrance: (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Deprec (Note 5
St. Louis	мо —	1,117,749	93,143,966	_		1,117,749	93,143,966	4,261,71	5696,91
St. Louis	МО —	2,190,000)5,109,166			2,190,000)5,109,166	7,299,16	61,132,5
Wildwood	МО —	681,200	2,649,759	12,946		681,200	2,662,706	3,343,90	6827,32
Byram	MS —	1,243,088	33,425,993			1,243,088	33,425,993	4,669,08	1816,52
Flowood	MS —	1,828,528	33,995,605			1,828,528	33,995,605	5,824,13	3592,68
Forest	MS —		2,991,069			_	2,991,069	2,991,06	9712,87
Greenwood	MS —	520,000	3,480,407			520,000	3,480,407	4,000,40	7388,64
Jackson	MS —	1,749,695	54,347,797			1,749,695	54,347,797	6,097,49	2746,37
Philadelphia	aMS —	1,390,000)3,636,895			1,390,000)3,636,895	5,026,89	5333,38
Picayune	MS —	1,721,543	34,102,591			1,721,543	34,102,591	5,824,13	4608,55
Kalispell	MT —	1,890,000	03,629,051			1,890,000	3,629,051	5,519,05	1538,30
Asheville	NC —		3,118,366				3,118,366	3,118,36	6743,21
Charlotte	NC —	923,616	2,092,139	36,891		923,616	2,129,030	3,052,64	6468,32
Creedmoor	NC —	1,280,821	12,945,163			1,280,821	2,945,163	4,225,98	4701,93
High Point	NC —	1,573,851	14,426,874			1,573,851	4,426,874	6,000,72	5981,29
Holly Springs	NC —	1,451,019	93,336,520	_		1,451,019	93,336,520	4,787,53	9795,20
Roanoke Rapids	NC —		12,538,422	_	_		2,538,422	3,642,35	-
Walkertown			53,107,765				53,107,765	4,459,30	
Whiteville	NC —	630,049	2,183,384	_		630,049	2,183,384	2,813,43	3178,31
Grand Island	NE —	1,730,000)3,792,128	_	_	1,730,000)3,792,128	5,522,12	8562,49
Omaha	NE —	1,782,721	13,895,510			1,782,721	3,895,510	5,678,23	1577,83
Omaha	NE —	1,651,643	33,229,112			1,651,643	3,229,112	4,880,75	5296,00
South Sioux City	^K NE —	1,789,238	33,202,672		—	1,789,238	33,202,672	4,991,91	0293,57
Derry	NH —	1,210,000)4,443,660			1,210,000)4,443,660	5,653,66	0851,70
Dover	NH —	1,844,188	34,556,875			1,844,188	34,556,875	6,401,06	3873,40
Plaistow	NH —	940,000	4,421,512			940,000	4,421,512	5,361,51	2980,10
Carlstadt	NJ —	2,630,000	04,733,522		_	2,630,000)4,733,522	7,363,52	2812,58
Hamilton Township	NJ —	1,712,024	12,766,975	_	_	1,712,024	2,766,975	4,478,99	9115,29
Jackson	NJ —	1,060,000)3,040,000	_		1,060,000	3,040,000	4,100,00	0369,86
Ledgewood	NJ —)5,490,100	_			5,490,100	7,550,10	
-									

Mount	NT	2 410 0005 020 076			2 410 0005 020 076	7 440 076065 00
Ephraim	NJ —	2,410,0005,039,976			2,410,0005,039,976	7,449,976965,99
Sewell	NJ —	1,510,0004,969,996	_		1,510,0004,969,996	6,479,996952,58
Farmingtor	n NM —	1,652,6304,106,603	_		1,652,6304,106,603	5,759,233704,96
Carson City	yNV —	800,000 2,770,950	94,862	_	800,000 2,865,812	3,665,8121,547,5
Reno	NV —	1,100,0002,602,911	74,159	175	1,100,0002,677,245	3,777,2451,449,5
Reno	NV —	850,000 2,306,647	74,159	—	850,000 2,380,806	3,230,8061,284,9
Reno	NV —	— 3,951,105		—	— 3,951,105	3,951,105941,68
Sun Valley	NV —	550,000 2,678,380	82,500	_	550,000 2,760,880	3,310,8801,491,8
Sparks	NV —	1,000,0002,271,513		—	1,000,0002,271,513	3,271,5131,260,6
Angola	NY —	1,644,4573,781,320		—	1,644,4573,781,320	5,425,777901,21
Auburn	NY —	1,319,1714,557,735	_		1,319,1714,557,735	5,876,9061,086,2

Table of Contents REALTY INCOME CORPORATION AND SUBSIDIARIES SCHEDULE III REAL ESTATE AND ACCUMULATED DEPRECIATION AS OF DECEMBER 31, 2018

Description

(Note 1)

Brooklyn

Brooklyn

Cohoes

		Initial Co	ost to Company	Cost Capitaliz Subsequent to Acquisition	zed	Gross Amount at Which Carried at Close of Period (Notes 3, 4, 6 and 7)			
	Encumbrances State (Note 2)	^S Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Acc Dep (No
	NY —		3,169,829	_			3,169,829	3,169,829	755.
		6,286,888	33,091,053			6,286,888	33,091,053	9,377,941	1
	NY —	993,687	2,284,916	65,415		993,687	2,350,331	3,344,018	548
	NY —		2,844,843				2,844,843	2,844,843	678,
	NY —	1,530,625	54,305,290			1,530,625	54,305,290	5,835,915	954,
	NY —		3,265,890				3,265,890	3,265,890	778,
	N TT T		1 1 60 6 7 1				1 1 60 6 7 1		001

Conocs	IVI —	<i>))3</i> ,007	2,207,710	05,715		JJJ,007	2,550,551	5,577,010	
Flushing	NY —		2,844,843				2,844,843	2,844,843	
Greece	NY —	1,530,625	4,305,290			1,530,625	54,305,290	5,835,915	
Jamaica	NY —		3,265,890				3,265,890	3,265,890	778
Le Roy	NY —	664,571	4,160,651			664,571	4,160,651	4,825,222	991
Macedon	NY —	1,010,000	2,650,110			1,010,000	02,650,110	3,660,110	322
Olean	NY —	940,000	2,626,150			940,000	2,626,150	3,566,150	293
Ontario	NY —	650,000	4,099,160	—		650,000	4,099,160	4,749,160	498
Patchogue	NY —	1,717,702	25,188,982			1,717,702	25,188,982	6,906,684	
Penn Yan	NY —	843,439	3,784,664			843,439	3,784,664	4,628,103	902
Plattsburgh	NY —	2,122,505	4,610,552	—		2,122,505	54,610,552	6,733,057	1,09
Ridgewood	NY —	6,872,644	3,221,483	—		6,872,644	43,221,483	10,094,12	7767
Rochester	NY —	495,551	3,585,587			495,551	3,585,587	4,081,138	
Rochester	NY —		4,562,079				4,562,079	4,562,079	1,08
Saint Albans	NY —	6,550,000	4,455,729			6,550,000	04,455,729	11,005,72	9987
Stony Point	NY —	2,340,671	4,770,714			2,340,67	14,770,714	7,111,385	1,13
Syracuse	NY —	1,474,646	4,898,244			1,474,640	64,898,244	6,372,890	1,16
Wilton	NY —	1,763,372	4,054,756			1,763,372	24,054,756	5,818,128	966
Cadiz	ОН —	904,795	2,080,515	47,152		904,795	2,127,667	3,032,462	503
Carrollton	ОН —	1,001,306	52,302,436	50,139		1,001,300	62,352,575	3,353,881	549
Centerville	ОН —	1,971,631	4,308,306			1,971,63	14,308,306	6,279,937	639
Columbus	ОН —	1,153,997	3,245,924			1,153,997	73,245,924	4,399,921	719
Columbus	ОН —	2,580,000	4,383,667			2,580,000	04,383,667	6,963,667	650
Cortland	ОН —	1,440,000	1,364,725	1,250		1,440,000	01,365,975	2,805,975	758
East Liverpool	ОН —	958,357	2,203,679	55,758	_	958,357	2,259,437	3,217,794	534
Franklin	ОН —	1,320,000	4,322,403			1,320,000	04,322,403	5,642,403	641
Lakewood	ОН —	1,873,535	4,202,711			1,873,535	54,202,711	6,076,246	623
Liberty Township	ОН —	1,892,611	4,135,636	_	_	1,892,61	14,135,636	6,028,247	613
Lisbon	ОН —	706,599	1,624,777	45,482		706,599	1,670,259	2,376,858	394
Madison	ОН —		1,272,742	375			1,273,117	1,853,117	
Mansfield	ОН —	,	3,803,106			,	23,803,106	5,457,038	

Marysville	ОН —	1,654,4003,804,182		—	1,654,4003,804,182	5,458,582 906.
Mayfield Heights	ОН —	- 2,703,730	_	_	2,703,730	2,703,730 1,17
Reynoldsbu	rgOH —	1,286,7213,619,244	284,151		1,286,7213,903,395	5,190,116 832
Reynoldsbu	rgOH —	1,844,3543,605,879			1,844,3543,605,879	5,450,233 330,
Sidney	ОН —	1,359,6763,198,465	26,300		1,359,6763,224,765	4,584,441 507,
Upper Arlington	ОН —	3,010,6465,513,043	_	_	3,010,6465,513,043	8,523,689 1,31
Warren	ОН —	960,000 1,326,083			960,000 1,326,083	2,286,083 735,
Warren	ОН —	800,000 1,241,503			800,000 1,241,503	2,041,503 689,

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

	escription ote 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Depred (Note :
Wi	illowick	OH		530,000	1,241,308	375		530,000	1,241,683	1,771,68	3680,67
Ca	toosa	OK		1,893,125	53,388,626		_	1,893,125	53,388,626	5,281,75	
Ed	mond	OK		946,988			100,000	946,988	100,000	1,046,98	813,535
El	Reno	OK		670,000	3,457,967			670,000	3,457,967	4,127,96	7559,03
En	id	OK		1,873,096	53,352,776			1,873,096	53,352,776	5,225,87	2307,33
Mi Cit	idwest ty	OK	_	1,560,000)4,215,560	_		1,560,000)4,215,560	5,775,56	0625,30
	•	OK		1,309,620	02,919,423		_	1,309,620	02,919,423	4,229,04	3326,00
Ok Cit	tlahoma ty	OK	_	1,700,000)3,525,872	_	_	1,700,000)3,525,872	5,225,87	2323,20
	•	OK		1,247,744	3,100,506			1,247,744	3,100,506	4,348,25	0532,25
Tu	lsa	OK		813,500	7,207			813,500	7,207	820,707	2,105
Wa	arr Acres	OK	_	1,813,278	33,962,282			1,813,278	33,962,282	5,775,56	0587,73
Re	dmond	OR	_	2,120,000	04,351,271			2,120,000)4,351,271	6,471,27	1529,40
Be	aver	PA		1,933,000	3,003,160			1,933,000)3,003,160	4,936,16	01,326,3
Ca	rlisle	PA		1,687,948	33,881,323			1,687,948	33,881,323	5,569,27	1925,04
De	elmont	PA		720,000	1,246,023	10,850		720,000	1,256,873	1,976,87	3702,03
En	nmaus	PA		1,568,237	4,411,084			1,568,237	74,411,084	5,979,32	1977,79
Ex	port	PA		710,000	1,666,912	60,831		710,000	1,727,743	2,437,74	3931,93
Gi	rard	PA			1,544,191	375			1,544,566	1,544,56	61,452,5
Ha	rrisburg	PA		2,100,000	3,400,000			2,100,000	3,400,000	5,500,00	0413,66
Im	perial	PA		1,255,750	2,995,001			1,255,750	02,995,001	4,250,75	11,482,5
Jol	nnstown	PA		600,000	2,010,255	375		600,000	2,010,630	2,610,63	01,115,1
Nc	orristown	PA			3,603,611				3,603,611	3,603,61	11,567,5
Ph	iladelphia	PA			3,803,732				3,803,732	3,803,73	21,654,6
Ph	oenixville	PA		3,510,000)5,123,285			3,510,000)5,123,285	8,633,28	51,135,0
	tsburgh	PA		2,784,426	5,002,215			2,784,426	55,002,215	7,786,64	11,192,
Pro Pa	ospect rk	PA		1,471,814	2,657,427			1,471,814	12,657,427	4,129,24	1110,72
Re	ading	PA		1,400,000)3,304,996			1,400,000)3,304,996	4,704,99	61,437,0
Sa	int Marys	PA		1,663,632	23,090,403		_	1,663,632	23,090,403	4,754,03	51,364,9
Sli Ro	ppery ock	PA		_	1,505,254	375	_	_	1,505,629	1,505,62	91,427,5
	niontown	PA		1,617,507	4,549,669		_	1,617,507	4,549,669	6,167,17	61,008,5
W	exford	PA		2,300,000	2,606,080		_	2,300,000)2,606,080	4,906,08	01,133,0

Yeadon PA —	— 3,253,285	 _	— 3,253,285	3,253,2851,436,8
Johnstown PA —	250,000 2,593,436	 _	250,000 2,593,436	2,843,4361,439,3
Woonsocket RI —	1,297,4972,939,041	 —	1,297,4972,939,041	4,236,538631,89
Anderson SC —	852,425 1,673,739	 _	852,425 1,673,739	2,526,1648,369
Columbia SC —	1,430,0933,288,404	 —	1,430,0933,288,404	4,718,497783,73
Conway SC —	— 3,451,662	 —	— 3,451,662	3,451,662822,64
Rapid City SD —	1,699,9063,323,470	 —	1,699,9063,323,470	5,023,376304,65
Athens TN —	1,650,0003,842,297	 —	1,650,0003,842,297	5,492,297569,94
Bartlett TN —	1,563,3553,677,593	 —	1,563,3553,677,593	5,240,948582,28
Brownsville TN —	1,490,0003,683,903	 —	1,490,0003,683,903	5,173,903546,44

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State	Encumbrances (Note 2)	Land	Buildings, Improvements and Acquisition Fees	Improvements	Carrying Costs	Land	Buildings, Improvements and Acquisition Fees	Total	Acc Dep (Not
Chattanooga	TN	_	1,090,783	2,695,258	96,674	_	1,090,783	2,791,932	3,882,71	5539,
Chattanooga	TN		844,737	1,757,323	13,450	_	844,737	1,770,773	2,615,51	0173,
Colonial Heights	TN	_	1,837,294	4,014,760	_		1,837,294	4,014,760	5,852,05	4595,
Fayetteville	TN		1,490,000	4,127,381		_	1,490,000	94,127,381	5,617,38	1612,
Franklin	TN		754,510	2,122,261	72,087		754,510	2,194,348	2,948,85	8479,
Hixson	TN		973,733	2,406,034	123,779		973,733	2,529,812	3,503,54	5482,
Lawrenceburg	TN		1,633,403	3,892,546			1,633,403	3,892,546	5,525,94	9577,
Madisonville	TN		1,160,000	3,656,303			1,160,000	3,656,303	4,816,30	3335,
Memphis	TN		350,000	2,783,909	51,560		350,000	2,835,469	3,185,46	9574,
Soddy Daisy	TN		1,726,295	3,090,008			1,726,295	3,090,008	4,816,30	3283,
White House	TN		1,649,422	3,930,720			1,649,422	23,930,720	5,580,14	2583,
Austin	ΤХ		1,623,904	3,734,059			1,623,904	3,734,059	5,357,96	3889,
Coppell	ΤХ		1,076,551	3,097,830			1,076,551	3,097,830	4,174,38	1738,
Houston	ΤХ		1,268,978	3,569,338	91,874		1,268,978	3,661,212	4,930,19	0800,
Houston	ΤХ		2,860,000	3,490,686			2,860,000	3,490,686	6,350,68	6552,
Houston	ΤX		1,481,177	2,450,082			1,481,177	2,450,082	3,931,25	9151,
Houston	ΤХ		1,399,755	3,289,424			1,399,755	53,289,424	4,689,17	9104,
Lubbock	ΤХ		973,713	2,738,827	102,393		973,713	2,841,219	3,814,93	2611,
Odessa	ΤХ		2,670,000	4,437,377			2,670,000)4,437,377	7,107,37	7406,
Richardson	ΤХ		1,085,220	3,092,350			1,085,220	3,092,350	4,177,57	097,9
Saginaw	ΤХ		1,727,698	3,851,409			1,727,698	3,851,409	5,579,10	7430,
Sealy	ΤХ		1,514,567	3,482,644			1,514,567	3,482,644	4,997,21	1830,
Victoria	ΤХ		1,969,399	3,850,355			1,969,399	3,850,355	5,819,75	4352,
Wichita Falls	ΤХ		1,331,410	3,131,974			1,331,410	3,131,974	4,463,38	4495,
Fredericksburg	gVΑ			2,901,815				2,901,815	2,901,81	51,26
King George	VA		1,772,216	4,075,092			1,772,216	54,075,092	5,847,30	8971,
Richmond	VA		1,255,931	3,103,326	92,118		1,255,931	3,195,444	4,451,37	5629,
Richmond	VA		1,388,198	3,255,705	91,059		1,388,198	3,346,764	4,734,96	2470,
Burlington	VT		2,049,745	4,643,003			2,049,745	54,643,003	6,692,74	81,01
Graham	WA		1,396,502	3,928,032		_	1,396,502	23,928,032	5,324,53	4870,
Lynnwood	WA		1,410,480	3,967,350		_	1,410,480	3,967,350	5,377,83	0879,
Mount Vernon	WA			3,785,303		_		3,785,303	3,785,30	
Puyallup	WA		1,835,489	4,535,379		_	1,835,489	4,535,379	6,370,86	8914,
Antigo	WI	_		4,754,008	_		1,540,000	04,754,008	6,294,00	8705,

Burlington	WI —	1,330,0003,994,665			1,330,0003,994,665	5,324,665366,
Glendale	WI —	1,690,4913,305,064			1,690,4913,305,064	4,995,555302,
Kaukauna	WI —	1,893,7144,138,045			1,893,7144,138,045	6,031,759613,
Marshfield	WI —	1,010,0004,175,525			1,010,0004,175,525	5,185,525382,
Mauston	WI —	1,505,2233,819,442			1,505,2233,819,442	5,324,665350,
Menomonee Falls	WI —	2,180,0004,235,106	_	_	2,180,0004,235,106	6,415,106628,
Menomonie	WI —	2,200,0003,831,758	—		2,200,0003,831,758	6,031,758568,

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	Cost Capitalized
Initial Cost to Company	Subsequent to
	Acquisition

Description (Note 1)	State Encumbrance (Note 2)	^{2S} Land	Buildings, Improvements and Acquisition Fees	Improvement	Carrying SCosts	Land	Buildings, Improvements and Acquisition Fees	Total	Accur Deprec (Note :
Milwaukee	WI —	1,830,000	04,128,507	_		1,830,000)4,128,507	5,958,50	07612,39
Milwaukee	WI —	1,801,861	13,522,803	_	_	1,801,861	3,522,803	5,324,66	54322,92
Monona	WI —	1,135,636	52,806,085			1,135,636	52,806,085	3,941,72	21565,89
Racine	WI —	1,976,049	94,317,960		—	1,976,049	94,317,960	6,294,00	09640,49
Two Rivers	WI —	1,280,000	04,776,734			1,280,000)4,776,734	6,056,73	34708,54
Wisconsin Rapids	WI —	1,893,714	44,138,045	_		1,893,714	4,138,045	6,031,75	59613,81
Buckhannor	nWV —	1,716,898	3,189,190			1,716,898	3,189,190	4,906,08	381,387,2
Huntington	WV —	1,085,818	83,802,536			1,085,818	83,802,536	4,888,35	54906,27
Rock Springs	WY —	1,970,000)4,644,222	_	_	1,970,000)4,644,222	6,614,22	22688,89
Education									
Peoria	AZ —	281,750	625,779	69,854	18,665	281,750	714,299	996,049	708,23
Corona	СА —	144,856	671,584	_	26,846	144,856	698,430	843,286	698,43
Santee	СА —	248,418	551,748	37,230	29,831	248,418	618,808	867,226	586,91
Coconut Creek	FL —	310,111	1,243,682		_	310,111	1,243,682	1,553,79	93964,14
Las Vegas	NV —	1,080,444	43,346,772						