UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 Date of Report (Date of earliest event reported): February 15, 2023

RETAIL OPPORTUNITY INVESTMENTS CORP. (Exact Name of Registrant as Specified in Its Charter)

Maryland	001-33749		26-0500600
(State or other jurisdiction of incorporation)	(Commission File Number)		(I.R.S. Employer Identification No.)
	RETAIL OPPORTUNITY INVESTMENTS PARTNERSHIP, LP (Exact Name of Registrant as Specified in Its Charter)		
Delaware	333-189057-01		94-2969738
(State or other jurisdiction of incorporation)	(Commission File Number)		(I.R.S. Employer Identification No.)
11250 El Camino Real, Suite 200 San Diego, California		92	130
(Address of Principal Executive Offices)			Code)
((858) 677-0900	(
	(Registrant's telephone number, including area code)		
	N/A		
	(Former name, former address and former fiscal year, if changed since last report)		
Check the appropriate box below if the Form 8-K filing is intended to simultaneously s	atisfy the filing obligation of the registrant under any of the following provisions:		
☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 2	30.425)		
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.	14a-12)		
☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange	ge Act (17 CFR 240.14d-2(b))		
☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange	ge Act (17 CFR 240.13e- 4(c))		
Indicate by check mark whether the registrant is an emerging growth company as defin	ed in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of	the Securities Exchange Act of 1	934 (§240.12b-2 of this chapter)
☐ Emerging growth company			
If an emerging growth company, indicate by check mark if the registrant has elected no	t to use the extended transition period for complying with any new or revised financial a	accounting standards provided pur	rsuant to Section 13(a) of the Exchange Act.
Securities registered pursuant to Section 12(b) of the Exchange Act:			
Name of Registrant	Title of each class	Trading Symbol	Name of each exchange on which registered
Retail Opportunity Investments Corp.	Common Stock, par value \$0.0001 per share	ROIC	NASDAQ
Retail Opportunity Investments Partnership, LP	None	None	None

Item 2.02. Results of Operations and Financial Condition.

On February 15, 2023, Retail Opportunity Investments Corp. (the "Company") issued an earnings release announcing its financial results for the quarter and year ended December 31, 2022. A copy of the earnings release is attached as Exhibit 99.1 hereto and incorporated herein by reference. On February 15, 2023, in connection with this earnings release, the Company posted certain supplemental information regarding the Company's operations for the quarter ended December 31, 2022 on its website, www.roireit.net. A copy of the supplemental information is attached as Exhibit 99.2 hereto and incorporated herein by reference.

The information in this Current Report, including the exhibits hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, unless it is specifically incorporated by reference therein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

Earnings Rele dated February 15, 2023 99.2 Supplemental Information for the quarter ended December 31, 2022

101 Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document

The cover page from this Current Report on Form 8-K, formatted in Inline XBRL (and contained in Exhibit 101)

SIGNATURES

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

Dated: February 15, 2023

RETAIL OPPORTUNITY INVESTMENTS CORP.

/s/ Michael B. Haines

Name: Michael B. Haines Title: Chief Financial Officer

RETAIL OPPORTUNITY INVESTMENTS PARTNERSHIP, LP

By: By: RETAIL OPPORTUNITY INVESTMENTS GP, LLC, its general partner

/s/ Michael B. Haines

Name: Michael B. Haines Title: Chief Financial Officer

Retail Opportunity Investments Corp. 11250 El Camino Real, Suite 200 San Diego, CA 92130 TRADED: NASDAQ: ROIC

FOR IMMEDIATE RELEASE Wednesday, February 15, 2023

Retail Opportunity Investments Corp. Reports 2022 Results

San Diego, CA, February 15, 2023 - Retail Opportunity Investments Corp. (NASDAQ:ROIC) announced today financial and operating results for the year and three months ended December 31, 2022.

YEAR 2022 HIGHLIGHTS

- \$51.9 million of net income attributable to common stockholders (\$0.42 per diluted share)
- \$145.3 million in Funds From Operations(1) (\$1.10 per diluted share)
- 10.0% growth in Funds From Operations per diluted share (2022 vs. 2021)
- 4.6% increase in same-center cash net operating income (2022 vs. 2021)
- 98.1% portfolio lease rate at year-end (all-time record high)
- 1.6 million square feet leased (all-time record activity)
- 23.2% increase in same-space cash rents on new leases (7.8% increase on renewals)
- \$120.2 million of grocery-anchored shopping center acquisitions
- \$61.4 million of capital raised (\$36.2 million disposition, \$25.2 million ATM stock issuance)
- \$23.5 million of mortgage debt retired
- 96.6% of portfolio's gross leasable area unencumbered at year-end (all-time record high)
- · Advanced environmental, social & governance initiatives

4TH QUARTER 2022 HIGHLIGHTS

- \$10.2 million of net income attributable to common stockholders (\$0.08 per diluted share)
- \$35.9 million in Funds From Operations (\$0.27 per diluted share)
- 5.0% increase in same-center cash net operating income (4Q'22 vs. 4Q'21)
- 6.6x net principal debt-to-annualized EBITDA ratio for 4Q'22 (vs. 7.0x for 4Q'21)
- \$0.15 per share cash dividend paid

Stuart A. Tanz, President and Chief Executive Officer of Retail Opportunity Investments Corp. stated, "During 2022, we continued to enhance the long-term intrinsic value and competitive position of our portfolio. In terms of leasing, we posted one of the strongest, most active years on record for the company, achieving a new record high portfolio lease rate, surpassing 98% at year-end. We also leased a record amount of space during the year, and again achieved solid releasing rent growth. Additionally, we continued to work at enhancing our presence on the West Coast through our disciplined, relationship-driven investment program. During 2022, we acquired over 0.5 million square feet of grocery-anchored shopping centers. All of the properties are well-situated in our core markets and are an excellent strategic fit with our existing portfolio." Tanz added, "Looking ahead, with our strong operating platform, we are well positioned to achieve another productive year in 2023 and continue building long-term value."

⁽I) A reconciliation of GAAP net income to Funds From Operations (FFO) is provided at the end of this press release.

FINANCIAL SUMMARY

For the year ended December 31, 2022, GAAP net income attributable to common stockholders was \$51.9 million, or \$0.42 per diluted share, as compared to GAAP net income attributable to common stockholders of \$53.5 million, or \$0.44 per diluted share for the year ended December 31, 2021. Included in GAAP net income for 2022 was a \$7.7 million gain on sale of real estate as a result of ROIC's property disposition activity during 2022, as compared to \$22.3 million, gain on sale of real estate during 2021. For the three months ended December 31, 2022, GAAP net income attributable to common stockholders was \$10.2 million, or \$0.08 per diluted share, as compared to GAAP net income attributable to common stockholders of \$8.5 million, or \$0.07 per diluted share for the three months ended December 31, 2021.

FFO for the year 2022 was \$145.3 million, or \$1.10 per diluted share, as compared to \$127.9 million in FFO, or \$1.00 per diluted share, for the year 2021, representing a 10.0% increase in FFO per diluted share. FFO for the fourth quarter of 2022 was \$35.9 million, or \$0.27 per diluted share, as compared to \$32.6 million in FFO, or \$0.25 per diluted share for the fourth quarter of 2021. ROIC reports FFO as a supplemental performance measure in accordance with the definition set forth by the National Association of Real Estate Investment Trusts. A reconciliation of GAAP net income to FFO is provided at the end of this press release

For the year 2022, same-center net operating income (NOI) was \$196.7 million, as compared to \$188.1 million in same-center NOI for the year 2021, representing a 4.6% increase. For the fourth quarter of 2022, same-center NOI increased 5.0% as compared to same-center NOI for the fourth quarter of 2021. ROIC reports same-center comparative NOI on a cash basis. A reconciliation of GAAP operating income to same-center comparative NOI is provided at the end of this press release.

During 2022, ROIC raised \$61.4 million of capital, including \$36.2 million from a property disposition and \$25.2 million from the issuance of approximately 1.3 million shares of common stock through its ATM program. ROIC utilized the proceeds, together with cash flow from operations and borrowings on its unsecured revolving credit facility, to fund \$120.2 million of shopping center acquisitions and retire two mortgage loans totaling \$23.5 million. At December 31, 2022, ROIC had total real estate assets (before accumulated depreciation) of approximately \$3.4 billion and approximately \$1.4 billion of principal debt outstanding. As of December 31, 2022, 95.7% of ROIC's principal debt outstanding was unsecured, including \$88.0 million outstanding on its \$600.0 million unsecured revolving credit facility. Additionally, ROIC's net principal debt-to-annualized EBITDA ratio for the fourth quarter of 2022 was 6.6 times, and 96.6% of its portfolio was unencumbered at December 31, 2022, based on gross leasable area. During 2022, Fitch Ratings, Inc. awarded ROIC an upgrade to its investment-grade corporate debt rating and reaffirmed its stable outlook. Additionally, Moody's Investor Services and S&P Global Ratings each reaffirmed their respective investment-grade corporate debt rating and stable outlook.

ACQUISITION & DISPOSITION SUMMARY

During 2022, ROIC acquired, in three separate transactions, five grocery-anchored shopping centers totaling \$120.2 million, encompassing approximately 501,000 square feet. Three of the properties are located within the Seattle metropolitan area, one property is located within the San Francisco metropolitan area. Additionally, during 2022 ROIC sold one property for \$36.2 million located within the Seattle metropolitan area.

PROPERTY OPERATIONS SUMMARY

At December 31, 2022, ROIC's portfolio was 98.1% leased, as compared to 97.5% leased at December 31, 2021. For the year 2022, ROIC executed 439 leases, totaling approximately 1.6 million square feet, including 173 new leases, totaling 445,612 square feet, achieving a 23.2% increase in same-space comparative base rent, and 266 renewed leases, totaling 1,162,619 square feet, achieving a 7.8% increase in base rent. During the fourth quarter of 2022, ROIC executed 109 leases, totaling 415,793 square feet, including 48 new leases, totaling 136,750 square feet, achieving an 11.1% increase in same-space comparative base rent, and 61 renewed leases, totaling 279,043 square feet, achieving a 7.2% increase in base rent. ROIC reports same-space comparative base rent on a cash basis.

ENVIRONMENTAL, SOCIAL & GOVERNANCE SUMMARY

During 2022, ROIC continued to advance its environmental, social and governance (ESG) initiatives. As disclosed in its 2022 annual ESG report (issued in July 2022), ROIC achieved a 14% reduction in same-center greenhouse gas emissions and a 15% reduction in same-center common area energy consumption (2021 vs. 2020). For the second consecutive year ROIC was selected as a Green Lease Leader by the U.S. Department of Energy. Specifically, ROIC received the designation of "Gold" in recognition of its efforts to incorporate crucial energy efficiency, cost savings, air quality and sustainability criteria into its leases. Additionally, during 2022 ROIC enhanced its Global Real Estate Sustainability Benchmark public disclosure rating.

DIVIDEND SUMMARY

On December 29, 2022, ROIC distributed a \$0.15 per share cash dividend. On February 14, 2023, ROIC's board of directors declared a cash dividend of \$0.15 per share, payable on April 7, 2023 to stockholders of record on March 17, 2023.

2023 GUIDANCE SUMMARY

ROIC currently estimates that GAAP net income for 2023 will be within the range of \$0.35 to \$0.43 per diluted share, and FFO will be within the range of \$1.05 to \$1.11 per diluted share.

			Year Ended December 31, 2023						
	2	2022 Actual		Low End		High End			
	-	(unaudited	amounts	s in thousands except per share and per	centage a	lata)			
GAAP net income applicable to stockholders	\$	51,869	\$	43,709	\$	54,526			
Funds from operations (FFO) – diluted	\$	145,301	\$	139,650	\$	150,700			
GAAP net income per diluted share	\$	0.42	\$	0.35	\$	0.43			
FFO per diluted share	\$	1.10	\$	1.05	\$	1.11			
<u>Key Drivers</u>									
General and administrative expenses	\$	21,735	\$	23,000	\$	22,000			
Interest expense and other finance expenses	\$	59,225	\$	68,000	\$	73,000			
Straight-line rent	\$	2,715	\$	1,000	\$	1,000			
Amortization of above- and below-market rent	\$	11,947	\$	10,000	\$	10,000			
Bad debt	\$	2,034	\$	5,000	\$	3,000			
Acquisitions	\$	120,150	\$	100,000	\$	200,000			
Dispositions	\$	36,193	\$	200,000	\$	50,000			
Same-center cash NOI growth		4.6 %)	2.0 %		5.0 %			

ROIC's management will discuss guidance, and the underlying assumptions, on ROIC's February 16, 2023 conference call. ROIC's guidance is a forward-looking statement and is subject to risks and other factors noted elsewhere in this press release.

CONFERENCE CALL

ROIC will conduct a conference call to discuss its results on Thursday, February 16, 2023 at 12:00 p.m. Eastern Time / 9:00 a.m. Pacific Time.

To participate in the conference call, click on the following link (ten minutes prior to the call) to register:

 $\underline{https://register.vevent.com/register/BIb65c0bdd569b4cc59cbcd8cdabf2c8cc}$

Once registered, participants will have the option of: 1) dialing in from their phone (using a PIN); or 2) clicking the "Call Me" option to receive an automated call directly to their phone.

The conference call will also be available live (in a listen-only mode) at: https://edge.media-server.com/mmc/p/bja5jezf

The conference call will be recorded and available for replay following the conclusion of the live broadcast and will be accessible up to one year on ROIC's website, specifically on its Investor Relations Events & Presentations page:

https://investor.roicreit.com/events-presentations

ABOUT RETAIL OPPORTUNITY INVESTMENTS CORP.

Retail Opportunity Investments Corp. (NASDAQ: ROIC), is a fully-integrated, self-managed real estate investment trust (REIT) that specializes in the acquisition, ownership and management of grocery-anchored shopping centers located in densely-populated, metropolitan markets across the West Coast. As of December 31, 2022, ROIC owned 93 shopping centers encompassing approximately 10.6 million square feet. ROIC is the largest publicly-traded, grocery-anchored shopping center REIT focused exclusively on the West Coast. ROIC is a member of the S&P SmallCap 600 Index and has investment-grade corporate debt ratings from Moody's Investor Services, S&P Global Ratings and Fitch Ratings, Inc. Additional information is available at: www.roireit.net.

When used herein, the words "believes," "anticipates," "projects," "should," "estimates," "expects," "guidance" and similar expressions are intended to identify forward-looking statements with the meaning of that term in Section 27A of the Securities Act of 1933, as amended, and in Section 21F of the Securities and Exchange Act of 1934, as amended. Certain statements contained herein may constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results of ROIC to differ materially from future results expressed or implied by such forward-looking statements. Information regarding such risks and factors is described in ROIC's filings with the SEC, including its most recent Annual Report on Form 10-K, which is available at: www.roireit.net.

RETAIL OPPORTUNITY INVESTMENTS CORP. Consolidated Balance Sheets (In thousands, except share data)

(In thousands, except share data)	Dece	mber 31, 2022	D	ecember 31, 2021
ASSETS				
Real Estate Investments:				
Land	\$	958,236	\$	915,861
Building and improvements		2,452,857		2,350,294
		3,411,093		3,266,155
Less: accumulated depreciation		578,593		510,836
		2,832,500	· ·	2,755,319
Mortgage note receivable		4,786		4,875
Real Estate Investments, net		2,837,286		2,760,194
Cash and cash equivalents		5,598		13,218
Restricted cash		1,861		2,145
Tenant and other receivables, net		57,546		55,787
Deposits		500		_
Acquired lease intangible assets, net		52,428		50,139
Prepaid expenses		5,957		5,337
Deferred charges, net		26,683		25,017
Other assets		16,420		17,007
Total assets	\$	3,004,279	\$	2,928,844
LIABILITIES AND EQUITY				
Liabilities:				
Term loan	\$	299,253	\$	298,889
Credit facility		88,000		_
Senior Notes		946,849		945,231
Mortgage notes payable		60,917		85,354
Acquired lease intangible liabilities, net		152,117		136,608
Accounts payable and accrued expenses		22,885		48,598
Tenants' security deposits		7,701		7,231
Other liabilities		41,959		40,580
Total liabilities		1,619,681		1,562,491
Commitments and contingencies				
Equity:				
Preferred stock, \$0.0001 par value 50,000,000 shares authorized; none issued and outstanding		_		_
Common stock, \$0,0001 par value, 500,000,000 shares authorized; 124,538,811 and 122,685,266 shares issued and outstanding at December 31, 2022				
and December 31, 2021, respectively		12		12
Additional paid-in capital		1,612,126		1,577,837
Accumulated dividends in excess of earnings		(315,984)		(297,801)
Accumulated other comprehensive income (loss)		14		(3,154)
Total Retail Opportunity Investments Corp. stockholders' equity		1,296,168		1,276,894
Non-controlling interests		88,430		89,459
Total equity		1,384,598		1,366,353
Total liabilities and equity	\$	3,004,279	\$	2,928,844
Ivan navinues and equity		-,1,217	$\dot{-}$	-,0,011

RETAIL OPPORTUNITY INVESTMENTS CORP. Consolidated Statements of Operations (Unaudited) (In thousands, except per share data)

	Three Months I	Inded December 31,	Year Ended	December 31.
	2022	2021	2022	2021
Revenues				
Rental revenue	\$ 79,285	\$ 71,999	\$ 308,960	\$ 280,924
Other income	908	799	3,969	3,176
Total revenues	80,193	72,798	312,929	284,100
Operating expenses				
Property operating	13,589	12,105	51,057	44,439
Property taxes	8,839		34,651	33,663
Depreciation and amortization	25,050	23,528	97,494	92,929
General and administrative expenses	5,590	5,301	21,735	19,654
Other expense	182	229	960	860
Total operating expenses	53,250	49,324	205,897	191,545
Gain on sale of real estate	_	_	7,653	22,340
Operating income	26,943	23,474	114,685	114,895
Non-operating expenses				
Interest expense and other finance expenses	(16,049	(14,362)	(59,225)	(57,535)
Net income	10,894	9,112	55,460	57,360
Net income attributable to non-controlling interests	(695	(598)	(3,591)	(3,852)
Net Income Attributable to Retail Opportunity Investments Corp.	\$ 10,199	\$ 8,514	\$ 51,869	\$ 53,508
Earnings per share – basic and diluted	\$ 0.08	\$ 0.07	\$ 0.42	\$ 0.44
Dividends per common share	\$ 0.15	\$ 0.18	\$ 0.56	\$ 0.51

CALCULATION OF FUNDS FROM OPERATIONS (Unaudited) (In thousands)

	Three Months Er	ided Decen	nber 31,	Year Ended December 31,					
	 2022		2021	2	022		2021		
Net income attributable to ROIC	\$ 10,199	\$	8,514	\$	51,869	\$	53,508		
Plus: Depreciation and amortization	25,050		23,528		97,494		92,929		
Less: Gain on sale of real estate	_		_		(7,653)		(22,340)		
Funds from operations – basic	 35,249		32,042		141,710		124,097		
Net income attributable to non-controlling interests	695		598		3,591		3,852		
Funds from operations – diluted	\$ 35,944	\$	32,640	\$	145,301	\$	127,949		

SAME-CENTER CASH NET OPERATING INCOME ANALYSIS (Unaudited)
(In thousands, except number of shopping centers and percentages)

	Three Months Ended December 31,								Year Ended December 31,							
	2022		2021		\$ Change	% Change		2022		2021		\$ Change	% Change			
Number of shopping centers included in same-center analysis	85		85			_		84		84						
Same-center occupancy	98.0 %	,	97.5 %			0.5 %		98.0 %		97.5 %			0.5 %			
Revenues:																
Base rents	\$ 52,656	\$	50,918	\$	1,738	3.4 %	5	\$ 205,223	\$	198,434	\$	6,789	3.4 %			
Percentage rent	956		791		165	20.9 %		1,482		970		512	52.8 %			
Recoveries from tenants	17,978		16,596		1,382	8.3 %		69,890		65,592		4,298	6.6 %			
Other property income	667		608		59	9.7 %		2,933		2,101		832	39.6 %			
Bad debt	(390)		(682)		292	(42.8)%		(1,701)		(2,607)		906	(34.8)%			
Total Revenues	71,867		68,231		3,636	5.3 %		277,827		264,490		13,337	5.0 %			
Operating Expenses						,										
Property operating expenses	13,058		12,092		966	8.0 %		48,739		43,707		5,032	11.5 %			
Property taxes	8,259		7,974		285	3.6 %		32,405		32,727		(322)	(1.0)%			
Total Operating Expenses	 21,317		20,066		1,251	6.2 %		81,144		76,434		4,710	6.2 %			
Same-Center Cash Net Operating Income	\$ 50,550	\$	48,165	\$	2,385	5.0 %	9	\$ 196,683	\$	188,056	\$	8,627	4.6 %			

SAME-CENTER CASH NET OPERATING INCOME RECONCILIATION

(Unaudited) (In thousands)

Three Months Ended December 31 Year Ended December 31. 2022 2021 2022 2021 23,474 114,895 GAAP operating income 114,685 Depreciation and amortization 25.050 23,528 97,494 92,929 General and administrative expenses 5 590 5,301 21,735 19,654 Other expense 182 229 960 860 (7,653) (22,340) Gain on sale of real estate Straight-line rent (2,715) (11,947) (959) (8,795) (427) (521) Amortization of above- and below-market rent (2.729)(2.224)Property revenues and other expenses (1 (1,331)(614)(265)(14)49,773 211,228 195,630 Total Company cash NOI (3,794) (7,574) Non same-center cash NOI (1,608) (14,545) 50,550 48,165 196,683 188,056 Same-center cash NOI

NON-GAAP DISCLOSURES

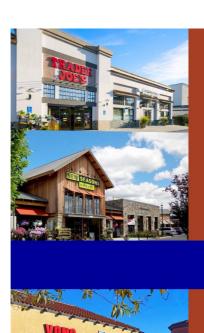
Funds from operations ("FFO"), is a widely recognized non-GAAP financial measure for REITs that the Company believes when considered with financial statements presented in accordance with GAAP, provides additional and useful means to assess its financial performance. FFO is frequently used by securities analysts, investors and other interested parties to evaluate the performance of REITs, most of which present FFO along with net income as calculated in accordance with GAAP. The Company computes FFO in accordance with the "White Paper" on FFO published by the National Association of Real Estate Investment Trusts ("NAREIT"), which defines FFO as net income attributable to common stockholders (determined in accordance with GAAP) excluding gains or losses from debt restructuring, sales of depreciable property and impairments, plus real estate related depreciation and amortization, and after adjustments for partnerships and unconsolidated joint ventures.

The Company uses cash net operating income ("NOI") internally to evaluate and compare the operating performance of the Company's properties. The Company believes cash NOI provides useful information to investors regarding the Company's financial condition and results of operations because it reflects only those income and expense items that are incurred at the property level, and when compared across periods, can be used to determine trends in earnings of the Company's properties as this measure is not affected by the non-cash revenue and expense recognition items, the cost of the Company's funding, the impact of depreciation and amortization expenses, gains or losses from the acquisition and sale of operating real estate assets, general and administrative expenses or other gains and losses that relate to the Company's ownership of properties. The Company believes the exclusion of these items from operating income is useful because the resulting measure captures the actual revenue generated and actual expenses incurred in operating the Company's properties as well as trends in occupancy rates, rental rates and operating costs. Cash NOI is a measure of the operating performance of the Company's properties but does not measure the Company's performance as a whole and is therefore not a substitute for net income or operating income as computed in accordance with GAAP. The Company defines cash NOI as operating revenues (base rent and recoveries from tenants), less property and related expenses (property operating expenses and property taxes), adjusted for non-cash revenue and operating expense items such as straight-line rent and amortization of lease intangibles, debt-related expenses and other adjustments. Cash NOI also excludes general and administrative expenses, depreciation and amortization, acquisition transaction costs, other expense, interest expenses from property acquisitions and dispositions, extraordinary items, tenant improvements

⁽¹⁾ Includes anchor lease termination fees, net of contractual amounts, if any, expense and recovery adjustments related to prior periods and other miscellaneous adjustments.

and leasing commissions. Other REITs may use different methodologies for calculating cash NOI, and accordingly, the Company's cash NOI may not be comparable to other REITs.

Contact: Nicolette O'Leary Director of Investor Relations 858-677-0900 noleary@roireit.net



4th QUARTER 2022

SUPPLEMENTAL INFORMATION



Retail Opportunity Investments Corp. 11250 El Camino Real, Suite 200 San Diego, CA 92130

www roireit net

Overview
Supplemental Disclosure
Quarter Ended December 31, 2022

Our Company

Retail Opportunity Investments Corp. (Nasdaq: ROIC), is a fully integrated, self-managed real estate investment trust (REIT) that specializes in the acquisition, ownership and management of grocery-anchored shopping centers located in densely populated, metropolitan markets across the West Coast. As of December 31, 2022, ROIC owned 93 shopping centers encompassing approximately 10.6 million square feet. ROIC is its learnest publicly-traded, grocery-anchored shopping center REIT focused exclusively on the West Coast. ROIC is a member of the S&P smallCap 600 Index and has investment-grade corporate debt ratings from Moody's Investor Services, S&P Global Ratings and Fitch Ratings, Inc. Additional information is available at www.roireit.net.

Supplemental Information

The enclosed information should be read in conjunction with ROIC's filings with the Securities and Exchange Commission, including but not limited to, its Form 10-Qs filed quarterly and Form 10-Ks filed annually. Additionally, the enclosed information does not purport to disclose all items under generally accepted accounting principles ("GAAP").

Non-GAAP Disclosure

Funds from operations ("FFGO"), is a widely-recognized non-GAAP financial measure for REITs that the Company believes when considered with financial statements presented in accordance with GAAP, provides additional and useful means to assess its financial performance. FFO is frequently used by securities analysts, investors and other interested parties to evaluate the performance of REITs, most of which present FFO along with net income as calculated in accordance with GAAP. The Company computes FFO in accordance with the "White Paper" on FFO published by the National Association of Real Estate Investment Trusts ("NAREIT"), which defines FFO as net income attributable to common stockholders (determined in accordance with GAAP) excluding gains or losses from debt restructuring, sales of depreciable property and impairments, plus real estate related depreciation and amortization, and after adjustments for partnerships and unconsolidated joint ventures.

impairments, plus real estate related depreciation and amortization, and after adjustments for partnerships and unconsolidated joint ventures.

The Company uses cash net operating income ("NOI") internally to evaluate and compare the operating performance of the Company's properties. The Company believes cash NOI provides useful information to investors regarding the Company's financial condition and results of operations because it reflects only those income and expense items that are incurred at the property level, and when compared across periods, can be used to determine trends in earnings of the Company's properties as this measure is not affected by the non-cash revenue and expense recognition items, the cost of the Company's finding, the impact depreciation and amortization expenses, gains or losses from the acquisition and sale of operating real estate assets, general and administrative expenses or other gains and losses that relate to the Company's ownership of properties. The Company believes the exclusion of these items from operating income is useful because the resulting measure captures the actual revenue generated and actual expenses incurred in operating the Company's properties as well as trends in occupancy rates, rental rates and operating genome as computed in accordance with GAAP. The Company defines cash NOI as operating revenue and other income, less property and related expenses (property operating expenses and property taxes), adjusted for non-cash revenue and operating expense items such as straight-line rent and amortization of lease intangibles, debr-related expenses and property taxes), adjusted for non-cash revenue and operating expense items such as straight-line rent and amortization of lease intangibles, debr-related expenses and property taxes), adjusted for non-cash revenue and operating expense items such as straight-line rent and amortization of lease intangibles, debr-related expenses and property taxes), adjusted for non-cash revenue and operating expense items such as str



Table of Contents

Supplemental Disclosure Quarter Ended December 31, 2022

inancial Data	
Balance Sheets	
Income Statements	
Funds From Operations	
Summary of Debt Outstanding	
Selected Financial Analysis	
Property Acquisitions and Dispositions	
Portfolio Data	
Property Portfolio	
Same-Center Cash Net Operating Income Analysis	
Top Ten Tenants	
Lease Expiration Schedule	
Leasing Summary	
Leasing Summary	
Same-Space Comparative Leasing Summary	

ROIC

Balance Sheets
Supplemental Disclosure
Quarter Ended December 31, 2022

(dollars in thousands, except par values and share amounts)				
	S-	12/31/22	8	12/31/21
ASSETS:				-
Real Estate Investments:				
Land	S	958,236	S	915,861
Building and improvements		2,452,857		2,350,294
		3,411,093		3,266,155
Less: accumulated depreciation		578,593		510,836
		2,832,500		2,755,319
Mortgage note receivable		4,786		4,875
Real Estate Investments, net		2,837,286		2,760,194
Cash and cash equivalents		5,598		13,218
Restricted cash		1,861		2,145
Tenant and other receivables, net		57,546		55,787
Deposits		500		
Acquired lease intangible assets, net		52,428		50,139
Prepaid expenses		5,957		5,337
Deferred charges, net		26,683		25,017
Other assets		16,420		17,007
TOTAL ASSETS	S	3,004,279	S	2,928,844
LIABILITIES:				
Term loan	S	299,253	S	298,889
Credit facility		88,000		_
Senior Notes		946,849		945,231
Mortgage notes payable		60,917		85,354
Acquired lease intangible liabilities, net		152,117		136,608
Accounts payable and accrued expenses		22,885		48,598
Tenants' security deposits		7,701		7,231
Other liabilities		41,959		40,580
TOTAL LIABILITIES		1,619,681		1,562,491
EQUITY:				
Common stock, \$0.0001 par value, 500,000,000 shares authorized		12		12
Additional paid-in capital		1,612,126		1,577,837
Accumulated dividends in excess of earnings		(315,984)		(297,801)
Accumulated other comprehensive income (loss)		14		(3,154)
Total Retail Opportunity Investments Corp. stockholders' equity		1,296,168		1,276,894
Non-controlling interests	_	88,430		89,459
TOTAL EQUITY	_	1,384,598		1,366,353
TOTAL LIABILITIES AND EQUITY	\$	3,004,279	S	2,928,844





Income Statements

Supplemental Disclosure
Quarter Ended December 31, 2022

(in thousands, except per share amounts)								
		ee Months E	nded		_	Year I	Ende	
	1	12/31/22	_	12/31/21	_	12/31/22		12/31/21
REVENUES:								
Rental revenue (1)	S	79,285	\$	71,999	S	308,960	S	280,924
Other income	-	908		799		3,969		3,176
TOTAL REVENUES		80,193		72,798		312,929		284,100
OPERATING EXPENSES:								
Property operating		13,589		12,105		51,057		44,439
Property taxes		8,839		8,161		34,651		33,663
Depreciation and amortization		25,050		23,528		97,494		92,929
General and administrative expenses		5,590		5,301		21,735		19,654
Other expense		182		229		960		860
TOTAL OPERATING EXPENSES	_	53,250	Ξ	49,324	Ξ	205,897	=	191,545
Gain on sale of real estate		_		-		7,653		22,340
OPERATING INCOME	_	26,943	_	23,474	_	114,685	_	114,895
NON-OPERATING EXPENSES:								
Interest expense and other finance expenses		(16,049)		(14,362)		(59,225)		(57,535)
NET INCOME		10,894		9,112		55,460		57,360
NET INCOME ATTRIBUTABLE TO NON-CONTROLLING INTERESTS		(695)		(598)		(3,591)		(3,852)
NET INCOME ATTRIBUTABLE TO RETAIL OPPORTUNITY INVESTMENTS CORP.	S	10,199	\$	8,514	S	51,869	\$	53,508
NET INCOME PER COMMON SHARE - BASIC AND DILUTED	S	0.08	s	0.07	s	0.42	S	0.44
Weighted average common shares outstanding - basic		123,814		121,232		123,395		119,545
Weighted average common shares outstanding - diluted		132,545		130,066		132,285		128,454
(1) RENTAL REVENUE								
Base rents	S	57,179	S	53,023	5	220,833	5	205,954
Recoveries from tenants	(7)	19,456	-	16,987	-	75,499	000	67,995
Straight-line rent		427		521		2,715		959
Amortization of above- and below-market rent		2,729		2,224		11,947		8,795
Bad debt		(506)		(756)		(2,034)		(2,779)
TOTAL RENTAL REVENUE	S	79,285	\$	71,999	S	308,960	S	280,924

he Company's Form 10-Q for the quarters ended September 30, 2022, June 30, 2022 and March 31, 2022, and Form 10-K for the years ended December 31, 2022 and 2021 should be read in conjunction with the above information with the above info



Funds From Operations

(unaudited, in thousands, except per share amounts)		Three Me	onths	Ended		Year	Ende	ed.
		12/31/22		12/31/21		12/31/22		12/31/21
Funds from Operations (FFO):								
Net income attributable to ROIC common stockholders	S	10,199	S	8,514	S	51,869	S	53,508
Plus: Depreciation and amortization expense		25,050		23,528		97,494		92,929
Less: Gain on sale of real estate		_		_		(7,653)		(22,340)
FUNDS FROM OPERATIONS - BASIC		35,249		32,042		141,710		124,097
Net income attributable to non-controlling interests		695		598		3,591		3,852
FUNDS FROM OPERATIONS - DILUTED	S	35,944	S	32,640	S	145,301	S	127,949
FUNDS FROM OPERATIONS PER SHARE - BASIC	s	0.28	s	0.26	s	1.15	s	1.04
FUNDS FROM OPERATIONS PER SHARE - DILUTED	S	0.27	S	0.25	S	1.10	S	1.00
Weighted average common shares outstanding - basic		123,814		121,232		123,395		119,545
Weighted average common shares outstanding - diluted		132,545		130,066		132,285		128,454
Common dividends per share	s	0.15	s	0.11	\$	0.56	\$	0.44
FFO Payout Ratio		55.6 %		44.0 %	,	50.9 %		44.0 %
Additional Disclosures:								
Non Cash Expense (Income)								
Straight line rent	\$	(427)	S	(521)	\$	(2,715)	S	(959)
Above/below market rent amortization, net		(2,729)		(2,224)		(11,947)		(8,795)
Non-cash interest (income) expense		(15)		(14)		(57)		45
Deferred financing costs and mortgage premiums, net		675		600		2,559		2,383
Stock based compensation		3,128		3,167		11,949		11,030
Capital Expenditures								
Tenant improvements	S	7,245	S	8,424	S	29,739	S	25,248
Leasing commissions		526		482		2,006		1,888
Building improvements		490		395		1,110		1,012
Reimbursable property improvements		2,265		848		6,075		1,421
Pad and other development		2,634		2,109		13,725		12,172
Value enhancing tenant improvements		653		2,002		6,761		5,945

(1) Amount excludes the \$0.07 special dividend related to gain on sale of real estate in 202

The above does not purport to disclose all items required under GAAI



Summary of Debt Outstanding

(unaudited, dollars in thousands)						
	0	utstanding		GAAP	Maturity	Percent of
		Balance	Interest Rate	Interest Rate	Date	Total Indebtedness
Fixed Rate Debt						
Mortgage Debt:						
Fullerton Crossroads	S	26,000	4.73 %	3.82 %	4/6/2024	1.9 %
Diamond Hills Plaza		34,731	3.55 %	3.61 %	10/1/2025	2.4 %
Total Mortgage Debt		60,731	4.05 %	3.70 %	2.1 Years (WA)	4.3 %
Unsecured Senior Notes:						
Senior Notes Due 2023		250,000	5.00 %	5.21 %	12/15/2023	17.9 %
Senior Notes Due 2024		250,000	4.00 %	4.21 %	12/15/2024	17.9 %
Senior Notes Due 2026		200,000	3.95 %	3.95 %	9/22/2026	14.3 %
Senior Notes Due 2027		250,000	4.19 %	4.19 %	12/15/2027	17.9 %
Total Unsecured Senior Notes		950,000	4.30 %	4.41 %	2.9 Years (WA)	68.0 %
Total Fixed Rate Debt		1,010,731	4.29 %	4.37 %	2.8 Years (WA)	72.3 %
Variable Rate Debt						
Credit Facility		88,000	5.17 %	5.17 %	2/20/2024 (1)	6.3 %
Term Loan		300,000	5.38 %	5.38 %	1/20/2025	21.4 %
Total Variable Rate Debt		388,000	5.33 %	5.33 %	1.8 Years (WA)	27.7 %
TOTAL PRINCIPAL DEBT	5	1,398,731	4.58 %	4.64 %	2.5 Years (WA)	100.0 %
Net unamortized premiums on mortgages		288				
Net unamortized discounts on notes		(1,304)				
Net unamortized deferred financing charges (2)		(2,696)				
Total Debt	S	1,395,019				

) Does not include extension options available to ROIC,

-7-



Summary of Debt Outstanding, continued

Supplemental Disclosure Quarter Ended December 31, 2022

(unaudited, dollars in thousand

	Mortg	gage Principal	Mortga	ge Principal						Senior		Total Principal	Percentage of
Year	P	ayments	due at	Maturity	Credit Faci	lity (1)		Term Loan		Unsecured Notes		Payments	Debt Maturing
2023	s	686	S		S	_	s	_	S	250,000	5	250,686	17.9 %
2024		708		26,000		88,000		_		250,000		364,708	26.1 %
2025		550		32,787		_		300,000				333,337	23.8 %
2026		_		_		-		_		200,000		200,000	14.3 %
2027		-		-		-		-		250,000		250,000	17.9 %
Thereafter													- %
	S	1,944	S	58,787	S	88,000	S	300,000	S	950,000	s	1,398,731	100.0 %

Summary	of	Unencumbered/Encumbered	Properties

	Number of		Percentage
	Properties	GLA	of GLA
Unencumbered properties	91	10,200,888	96.6 %
Encumbered properties	2	359,371	3,4 %
	93	10,560,259	100.0 %

Summary of Unsecured Debt/Secured Deb

	Amount	Principal Debt
S	1,338,000	95.7 %
	60,731	4.3 %
S	1,398,731	100.0 %
	s	S 1,338,000 60,731

1) Does not include extension options available to ROIC



(unaudited, in thousands, except per share amounts)										
	_	12/31/22	_	09/30/22	Ξ	06/30/22	_	03/31/22	_	12/31/21
Debt coverage ratios, three months ending:										
Interest coverage ratio (EBITDA/interest expense)		3.2x		3.5x		3.6x		3.6x		3.3x
Debt service coverage (EBITDA/(interest expense + scheduled principal payments))		3.2x		3.5x		3.5x		3.5x		3.2x
Net principal debt (Total principal debt less cash & equivalents)/Annualized EBITDA		6.6x		6.6x		6.7x		6.4x		7.0x
Net principal debt (Total principal debt less cash & equivalents)/TTM EBITDA		6.8x		6.7x		6.9x		6.8x		7.1x
Debt/book value ratios, at period end:										
Total principal debt/total book assets		46.6%		45.4%		45.7%		45.2%		45.6%
Total principal debt/undepreciated book value		39.0%		38.3%		38.6%		38.3%		38.8%
Secured principal debt/undepreciated book value		1.7%		1.7%		1.7%		1.8%		2.5%
Market capitalization calculations, at period end:										
Common shares outstanding		123,815		123,813		123,613		123,002		121,926
Operating partnership units (OP units) outstanding		8,447		8,447		8,647		8,694		8,542
Common stock price per share	S	15.03	S	13.76	s	15.78	\$	19.39	s	19.60
Total equity market capitalization	s	1,987,894	s	1,819,900	s	2,087,066	\$	2,553,590	S	2,557,170
Total principal debt		1,398,731		1,362,899		1,357,063		1,321,225		1,334,864
TOTAL MARKET CAPITALIZATION	S	3,386,625	S	3,182,799	\$	3,444,129	\$	3,874,815	S	3,892,034
Unsecured Senior Notes Financial Covenants; (1)										
Total debt to total assets not to exceed 60%		41.1%		40.3%		40.6%		40.4%		40.9%
Total secured debt to total assets not to exceed 40%		1.8%		1.8%		1.8%		1.9%		2.6%
Total unencumbered assets to total unsecured debt not to be less than 150%		245.0%		250.5%		248.3%		250.1%		246.1%
Consolidated income available for debt service to interest expense not to be less than 1.5:1		3.5x		3.5x		3.4x		3.3x		3.2x

Calculated in accordance with GAAP pursuant to underlying bond indentures



(dollars in thousands)

Ac		

	Date			Owned		
Location	Acquired	Purcl	hase Amount	GLA		
Gresham, OR	04/01/22	S	17,595	108,639		
Olympia, WA	04/01/22		18,355	89,884		
Martinez, CA	05/17/22		24,000	79,875		
		S	59,950	278,398		
Mill Creek, WA	08/19/22	S	31,050	111,311		
Shoreline, WA	08/19/22		29,150	110,849		
		S	60,200	222,160		
		s	120,150	500,558		
	Olympia, WA Martinez, CA Mill Creek, WA	Location Acquired Gresham, OR 04/01/22 Olympia, WA 04/01/22 Martinez, CA 05/17/22 Mill Creek, WA 08/19/22	Location Acquired Purel	Location Acquired Purchase Amount Gresham, OR Olympia, WA Martinez, CA 04/01/22 05/17/22 05		

Dispositions

		Date			Owned
Shopping Centers	Location	Sold	Sal	e Amount	GLA
3Q 2022					
Aurora Square	Shoreline, WA	08/19/22	S	36,193	108,558
Total 2022 Dispositions			s	36,193	108,558



			Date	Owned	%		
Metro Area	City	State	Acquired	GLA	Leased	ABR (1)	Major Tenants
Los Angeles metro area							
Paramount Plaza	Paramount	CA	12/22/09	95,062	100.0 %	\$ 2,024	Grocery Outlet Supermarket, 99¢ Only Stores, Rite Aid Pharmacy
Claremont Promenade	Claremont	CA	09/23/10	92,215	87.0 %	2,17.	
Gateway Village	Chino Hills	CA	12/17/10	96,959	96.9 %	2,959	Sprouts Market
Seabridge Marketplace	Oxnard	CA	05/31/12	98,348	95.8 %	1,94	Safeway (Vons) Supermarket
Glendora Shopping Center	Glendora	CA	08/01/12	106,535	97.3 %	1,50	Albertsons Supermarket
Redondo Beach Plaza	Redondo Beach	CA	12/28/12	110,509	100.0 %	2,41:	Safeway (Vons) Supermarket, Petco
Diamond Bar Town Center	Diamond Bar	CA	02/01/13	100,342	99.1 %	2,44	Walmart Neighborhood Market, Crunch Fitness
Diamond Hills Plaza	Diamond Bar	CA	04/22/13	139,472	99.1 %	4,18	
Plaza de la Cañada	La Cañada Flintridge	CA	12/13/13	100,425	97.3 %	2,63	
Fallbrook Shopping Center	Los Angeles	CA	06/13/14	755,299	98.8 %	13,66	Sprouts Market, Trader Joes, Kroger (Ralph's) Supermarket (2), TJ Maxx
Moorpark Town Center	Moorpark	CA	12/03/14	133,547	92.6 %	2,05	
Ontario Plaza	Ontario	CA	01/06/15	150,149	96.4 %	2,42	
Park Oaks Shopping Center	Thousand Oaks	CA	01/06/15	110,092	95.7 %	2,74	
Warner Plaza	Woodland Hills	CA	12/31/15	110,918	97.9 %	4,60	
Magnolia Shopping Center	Santa Barbara	CA	03/10/16	116,089	96.8 %	2,35	Kroger (Ralph's) Supermarket
Casitas Plaza Shopping Center	Carpinteria	CA	03/10/16	105,118	99.2 %	1,94	
Bouquet Center	Santa Clarita	CA	04/28/16	148,903	97.3 %	3,80	
North Ranch Shopping Center	Westlake Village	CA	06/01/16	146,444	92.0 %	4,69	
The Knolls	Long Beach	CA	10/03/16	52,021	96.2 %	1,38	Trader Joe's, Pet Food Express
The Terraces	Rancho Palos Verdes	CA	03/17/17	172,922	94.0 %	3,63	Trader Joe's, Marshall's, LA Fitness
Los Angeles metro area total				2,941,369	96.9 %	S 65,58	
Seattle metro area							
Meridian Valley Plaza	Kent	WA	02/01/10	51,597	100.0 %	S 89	Kroger (QFC) Supermarket
The Market at Lake Stevens	Lake Stevens	WA	03/11/10	74,130	100,0.%	1,69	
Canyon Park Shopping Center	Bothell	WA	07/29/11	123.592	100.0 %	2.65	
Hawks Prairie Shopping Center	Lacey	WA	09/09/11	157,529	100.0 %	1,99	
The Kress Building	Scattle	WA	09/30/11	74,616	70.0 %	1,29	
Gateway Shopping Center	Marysville	WA	02/16/12	104,298	100.0 %	2,67	
Canvon Crossing	Puvallup	WA	04/15/13	120,398	97.0 %	2.84	
Crossroads Shopping Center	Bellevue	WA	2010/2013	473,131	100.0 %	12.92	
Bellevue Marketplace	Bellevue	WA	12/10/15	113,758	100.0 %	3,69	
Four Corner Square	Maple Valley	WA	12/21/15	119,531	100.0 %	2,67	
Bridle Trails Shopping Center	Kirkland	WA	10/17/16	110,257	100.0 %	2.46	
PCC Community Markets Plaza	Edmonds	WA	01/25/17	34,459	100.0 %	69	
Highland Hill Shopping Center	Tacoma	WA	05/09/17	163,926	97.6 %	2.99	
North Lynnwood Shopping Center	Lynnwood	WA	10/19/17	63,606	100.0 %	1,13	
Stadium Center	Tacoma	WA	02/23/18	48,888	100.0 %	1,09	
Summerwalk Village	Lacev	WA	12/13/19	60.343	100.0 %	93:	
South Point Plaza	Everett	WA	11/10/21	189,960	100.0 %	2,38	
Olympia West Center	Olympia	WA	12/06/21	69,212	100.0 %	1.54	
Olympia West Center Olympia Square North	Olympia	WA	04/01/22	89,884	100.0 %	1,12	
Thomas Lake Shopping Center	Mill Creek	WA	08/19/22	111.311	100.0 %	2.01	
Ballinger Village	Shoreline	WA	08/19/22	110.849	97.7 %	2,32	
Seattle metro area total				2,465,275	98.7 %		

⁽¹⁾ ABR is equal to annualized base rent on a cash basis for all leases in-place at period end

Denotes properties in same center pool for 4Q 2022.





Property Portfolio, continued

(dollars in thousands)								
				Date	Owned	%		
Metro Area	_	City	State	Acquired	GLA	Leased	ABR (1)	Major Tenants
Portland metro area								
Happy Valley Town Center		Happy Valley	OR	07/14/10	138,397	100.0 %		
Wilsonville Old Town Square		Wilsonville	OR	2010/2012	49,937	100.0 %	1,937	
Cascade Summit Town Square		West Linn	OR	08/20/10	94,934	100.0 %	2,090	Safeway Supermarket, U.S. Postal Service
Heritage Market Center		Vancouver	WA	09/23/10	107,468	100.0 %	1,905	Safeway Supermarket, Dollar Tree
Division Crossing		Portland	OR	12/22/10	103,561	100.0 %	1,332	Rite Aid Pharmacy, Ross Dress For Less, Ace Hardware
Halsey Crossing		Gresham	OR	12/22/10	99,428	100.0 %	1,499	
Hillsboro Market Center		Hillsboro	OR	11/23/11	156,021	100.0 %	2,720	
Robinwood Shopping Center		West Linn	OR	08/23/13	70,831	100.0 %	1,154	Walmart Neighborhood Market
Tigard Marketplace		Tigard	OR	02/18/14	136,889	100.0 %	2,271	H-Mart Supermarket, Bi-Mart
Wilsonville Town Center		Wilsonville	OR	12/11/14	167,829	99.1 %	3,060	Safeway Supermarket, Rite Aid Pharmacy, Dollar Tree
Tigard Promenade		Tigard	OR	07/28/15	88,043	97.7 %	1,498	
Sunnyside Village Square		Happy Valley	OR	07/28/15	92,278	100.0 %	1,678	
Johnson Creek Center		Happy Valley	OR	11/09/15	108,588	100.0 %	2,333	Trader Joe's, Walgreens, Sportsman's Warehouse
Rose City Center		Portland	OR	09/15/16	60,680	100.0 %	833	Safeway Supermarket
Division Center		Portland	OR	04/05/17	118,122	100.0 %	2,124	Grocery Outlet Supermarket, Rite Aid Pharmacy, Petco
Riverstone Marketplace		Vancouver	WA	10/11/17	95,774	100.0 %	2,391	Kroger (QFC) Supermarket
King City Plaza	4.5	King City	OR	05/18/18	62,676	100.0 %	1,031	Grocery Outlet Supermarket, Anytime Fitness
Powell Valley Junction		Gresham	OR	04/01/22	108,639	100.0 %	1,237	Walmart Neighborhood Market
Portland metro area total					1,860,095	99.8 %	S 35,125	A DECEMBER OF THE SECOND STREET AND A SECOND
San Francisco metro area								
Pleasant Hill Marketplace	120	Pleasant Hill	CA	04/08/10	69,715	100.0 %	S 1.524	Total Wine and More, Buy Buy Baby, Basset Furniture
Pinole Vista Shopping Center		Pinole	CA	01/06/11	141.093	97.4 %	3,156	
Country Club Gate Center		Pacific Grove	CA	07/08/11	109,331	98.4 %	2,406	
Marlin Cove Shopping Center		Foster City	CA	05/04/12	73,943	98.7 %	2,406	
			CA		20,081			
The Village at Novato		Novato San Jose		07/24/12		100.0 %	600	
Santa Teresa Village	-		CA	11/08/12 06/27/13	131,263	97.9 %	3,294	
Granada Shopping Center		Livermore San Ramon	CA	06/27/13	71,525	100.0 % 96.5 %	1,544	
Country Club Village					111,093		2,202	
North Park Plaza		San Jose	CA	04/30/14	76,697	97.3 %	2,685	
Winston Manor		South San Francisco	CA	01/07/15	49,852	94.0.%	1,763	
Jackson Square		Hayward	CA	07/01/15	114,220	96.1 %	2,444	
Gateway Centre		San Ramon	CA	09/01/15	112,553	91.7 %	2,519	
Iron Horse Plaza		Danville	CA	12/04/15	61,915	100.0 %	2,305	
Monterey Center	•	Monterey	CA	07/14/16	25,626	100,0 %	1,091	
Santa Rosa Southside Shopping Center		Santa Rosa	CA	03/24/17	88,606	100.0 %	1,837	
Monta Loma Plaza		Mountain View	CA	09/19/17	49,694	100.0 %	1,614	
Canyon Creek Plaza		San Jose	CA	09/01/21	64,662	98.0 %	2,152	
Village Oaks Shopping Center		Martinez	CA	05/17/22	79,875	97.9 %	1,442	
San Francisco metro area total					1,451,744	97.6 %	\$ 37,195	

(1) ABR is equal to annualized base rent on a cash basis for all leases in-place at period end

Denotes properties in same center pool for 4Q 2022.

-12-



Property Portfolio, continued

Metro Area		City	State	Date Acquired	Owned GLA	% Leased	ABR (1)	Major Tenants
	_	City	State	Acquired	GLA	Leaseu	ABR	Major Tenants
Orange County metro area								
Santa Ana Downtown Plaza		Santa Ana	CA	01/26/10	105,536	98.9 % S		Kroger (Food 4 Less) Supermarket, Marshall's
Sycamore Creek	•	Corona	CA	09/30/10	74,198	98.2 %	1,919	Safeway (Vons) Supermarket, CVS Pharmacy (2)
Desert Springs Marketplace		Palm Desert	CA	02/17/11	113,718	95.7 %	2,838	Kroger (Ralph's) Supermarket, Rite Aid Pharmacy
Cypress Center West		Cypress	CA	12/04/12	112,080	98.4 %	2,170	Kroger (Ralph's) Supermarket, Rite Aid Pharmacy
Harbor Place Center		Garden Grove	CA	12/28/12	122,636	94.5 %	1,784	AA Supermarket, Ross Dress For Less, AutoZone Mega Hub
5 Points Plaza		Huntington Beach	CA	09/27/13	161,214	99.7 %	4,741	Trader Joe's
Peninsula Marketplace		Huntington Beach	CA	10/15/13	95,416	99.0 %	2,515	Kroger (Ralph's) Supermarket, Planet Fitness
Fullerton Crossroads		Fullerton	CA	10/11/17	219,899	100.0 %	3,682	Kroger (Ralph's) Supermarket, Kohl's, Jo-Ann Fabrics and Crafts
The Village at Nellie Gail Ranch		Laguna Hills	CA	11/30/17	89,041	98.2 %	3,100	Smart & Final Extra Supermarket
Orange Country metro area	total				1,093,738	98.3 % \$	25,178	
San Diego metro area								
Marketplace Del Rio		Oceanside	CA	01/03/11	183,787	95.7 % S	3,594	Stater Brothers Supermarket, Walgreens, Planet Fitness
Renaissance Towne Centre		San Diego	CA	08/03/11	52,866	98.2 %	2,696	CVS Pharmacv
Bay Plaza		San Diego	CA	10/05/12	73,324	98.0 %	2,268	Seafood City Supermarket
Bernardo Heights Plaza		Rancho Bernardo	CA	02/06/13	37,729	100.0 %	985	Sprouts Market
Hawthorne Crossings		San Diego	CA	06/27/13	141,288	100.0 %	3,554	Mitsuwa Supermarket, Ross Dress For Less, Staples
Creekside Plaza		Poway	CA	02/28/14	133,914	97.9 %	3,367	Stater Brothers Supermarket, AMC Theatres
Palomar Village		Temecula	CA	10/12/21	125,130	98.4 %	2,130	Albertsons Supermarket, CVS Pharmacy
San Diego metro area total					748,038	98.0 % \$	18,594	
							, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
				Number of	Owned	%	200000000	
Metro Area Summary				Contore	GLA	Leased	ARD (1)	

Metro Area Summary	Number of Centers	Owned GLA	% Leased	ABR (1)
Los Angeles	20	2,941,369	96.9 %	\$ 65,580
Seattle	21	2,465,275	98.7 %	52,057
Portland	18	1,860,095	99.8 %	35,125
San Francisco	18	1,451,744	97.6 %	37,195
Orange County	9	1,093,738	98.3 %	25,178
San Diego	7	748,038	98.0 %	18,594
TOTAL SHOPPING CENTER PORTFOLIO	93	10,560,259	98.1 %	5 233,729

(1) ABR is equal to annualized base rent on a cash basis for all leases in-place at period end.

(2) These retailers are not tenants of ROIC.

se center pool for 4Q 2022.



		Three Months Ended												
		12/31/22		12/31/21	\$	Change	% Change		12/31/22		12/31/21		S Change	% Change
Number of shopping centers included in same-center analysis (1)		85		85					84		84	_		
Same-center occupancy		98.0 %	6	97.5 %			0.5 %		98.0 %		97.5 %			0.5 %
REVENUES:														
Base rents	S	52,656	5	50,918	S	1,738	3.4 %	S	205,223	S	198,434	S	6,789	3.4 %
Percentage rent		956		791		165	20.9 %		1,482		970		512	52.8 %
Recoveries from tenants		17,978		16,596		1,382	8.3 %		69,890		65,592		4,298	6.6 %
Other property income		667		608		59	9.7 %		2,933		2,101		832	39.6 %
Bad debt		(390)		(682)		292	(42.8)%		(1,701)		(2,607)	_	906	(34.8)%
TOTAL REVENUES		71,867		68,231		3,636	5.3 %	_	277,827	Ξ	264,490	=	13,337	5.0 %
OPERATING EXPENSES:														
Property operating expenses		13,058		12,092		966	8.0 %		48,739		43,707		5,032	11.5 %
Property taxes		8,259		7,974		285	3.6 %		32,405		32,727		(322)	(1.0)%
TOTAL OPERATING EXPENSES	Ξ	21,317		20,066		1,251	6.2 %	_	81,144	_	76,434	-	4,710	6.2 %
SAME-CENTER CASH NET OPERATING INCOME	s	50,550	s	48,165	s	2,385	5.0 %	s	196,683	s	188,056	s	8,627	4.6 %
SAME-CENTER CASH NET OPERATING INCOME RECONCILIATION														
GAAP Operating Income	S	26,943	\$	23,474				s	114,685	S	114,895			
Depreciation and amortization		25,050		23,528					97,494		92,929			
General and administrative expenses		5,590		5,301					21,735		19,654			
Other expense		182		229					960		860			
Gain on sale of real estate		_		_					(7,653)		(22,340)			
Straight-line rent		(427)		(521)					(2,715)		(959)			
Amortization of above- and below-market rent		(2,729)		(2,224)					(11,947)		(8,795)			
Property revenues and other expenses (2)		(265)		(14)					(1,331)		(614)			
TOTAL COMPANY CASH NET OPERATING INCOME		54,344		49,773					211,228		195,630	-32		
Non Same-Center Cash NOI		(3,794)		(1,608)					(14,545)		(7,574)	-00		
SAME-CENTER CASH NET OPERATING INCOME	5	50,550	s	48,165				s	196,683	S	188,056			

(1) same centers are those properties which were owned for the entirety of the current and comparative prior year period.

(2) Includes anchor lease termination fees net of contractual amounts, if any, expense and recovery adjustments related to prior periods and other miscellaneous adjustments





Top Ten Tenants

Total Portfolio

Supplemental Disclosure Quarter Ended December 31, 2022

			Percent		
	Number of	Leased	of Total		Percent of
Tenant	Leases	GLA	Leased GLA	ABR	Total ABR
Albertsons / Safeway Supermarkets	21	1,052,996	10.2 % S	13,251	5.7 %
Kroger Supermarkets	11	488,735	4.7 %	7,560	3.2 %
Rite Aid Pharmacy	16	297,738	2.9 %	4,004	1.7 %
Save Mart Supermarkets	5	234,713	2.3 %	3,495	1.5 %
Trader Joe's	9	109,307	1.0 %	3,166	1.4 %
Grocery Outlet Supermarkets	10	225,004	2.2 %	3,096	1.3 %
JP Morgan Chase	21	86,893	0.8 %	2,992	1.3 %
Sprouts Markets	4	159,163	1.5 %	2,747	1.2 %
H-Mart Supermarkets	3	147,040	1.4 %	2,684	1.1 %
Marshall's / TJMaxx	5	152,459	1.5 %	2,563	1.1 %
Top 10 Tenants Total	105	2,954,048	28.5 % S	45,558	19.5 %
	Albertsons / Safeway Supermarkets Kroger Supermarkets Rie Aid Pharmacy Save Mart Supermarkets Trader Joe's Grocery Outlet Supermarkets JP Morgan Chase Sprouts Markets H-Mart Supermarkets H-Mart Supermarkets Marshall's / TJMaxx	Tennat Leases Albertsons / Safeway Supermarkets 21 Kroger Supermarkets 11 Rite Aid Pharmacy 16 Save Mart Supermarkets 5 Trader Joe's 9 Grocery Outle Supermarkets 10 JP Morgan Chase 21 Sprouts Markets 4 H-Mart Supermarkets 3 Manhall's / TJMaxx 5	Tennt Leave GLA Albertsons / Safeway Supermarkets 21 1,052,996 Kroger Supermarkets 11 488,735 Rite Aid Pharmacy 16 297,738 Save Mart Supermarkets 5 224,713 Trader Joe's 9 109,307 Grocery Outlet Supermarkets 10 225,004 JP Morgan Chase 21 86,893 Sprouts Markets 4 159,163 H-Mart Supermarkets 3 147,040 Marshall's / TJMaxx 5 152,459	Frenant Number of Leased Leased of ClAs of Total Leased ClAs Albertsons / Safeway Supermarkets 21 1,05,29% 10,2% \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	Feature Number of Leaser Leased GLA of Total Leaser CLA ABR Albertsons / Safeway Supermarkets 21 1,052,998 10.2 % \$ 13,251 Kroger Supermarkets 11 488,735 4.7 % 7,560 Rile Aid Pharmacy 16 297,38 2.9 % 4,004 Save Mart Supermarkets 5 234,713 2.3 % 3,495 Trader Joe's 9 109,307 1.0 % 3,166 Grocery Outle Supermarkets 10 225,004 2.2 % 3,096 JP Morgan Chase 21 86,893 0.8 % 2,992 Sprouts Markets 4 159,163 1.5 % 2,747 H-Mart Supermarkets 3 147,040 1.4 % 2,684 Marhall's / TMaxx 15 152,493 1.5 % 2,568

 1,943
 7,399,722
 71.5 %
 188,171
 80.5 %

 2,048
 10,353,770
 100.0 %
 \$ 233,729
 100.0 %



Lease Expiration Schedule

(dollars in thousands)							
Anchor Tenants (1)		Number of	Leased	Percent of	Total	Percent of	ABR
		Leases Expiring (2)	GLA	Total Leased GLA	ABR	Total ABR	Per Sq. Ft.
	2023	13	393,214	3.8 % S	7,720	3.3 % S	19.63
	2024	14	496,577	4.8 %	7,997	3.4 %	16.10
	2025	22	724,936	7.0 %	10,256	4.4 %	14.15
	2026	24	784,371	7.6 %	10,203	4.4 %	13.01
	2027	14	460,659	4.4 %	5,364	2.3 %	11.64
	2028	27	947,961	9.2 %	15,064	6.4 %	15.89
	2029	13	463,575	4.5 %	7,301	3.1 %	15.75
	2030	7	242,126	2.3 %	3,828	1.6 %	15.81
	2031	10	336,035	3.2 %	5,047	2.2 %	15.02
	2032	7	236,380	2.3 %	3,463	1.5 %	14.65
	2033+	22	744,966	7.2 %	11,687	5.0 %	15.69
		173	5,830,800	56.3 % S	87,930	37.6 % S	15.08
Non-Anchor Tenants		Number of	Leased	Percent of	Total	Percent of	ABR
		Leases Expiring (2)	GLA	Total Leased GLA	ABR	Total ABR	Per Sq. Ft.
	2023	269	465,945	4.5 % S	16,368	7.0 % S	35.13
	2024	296	643,915	6.2 %	20,614	8.8 %	32.01
	2025	276	619,840	6.0 %	19,569	8.4 %	31.57
	2026	277	628,964	6.1 %	20,313	8.7 %	32.30
	2027	286	690,342	6.7 %	22,096	9.5 %	32.01
	2028	147	406,167	3.9 %	12,916	5.5 %	31.80
	2029	63	198,343	1.9 %	6,253	2.7 %	31.52
	2030	51	167,318	1.6 %	5,551	2.4 %	33.18
	2031	59	205,548	2.0 %	6,198	2.7 %	30.15
	2032	65	206,640	2.0 %	6,717	2.8 %	32.50
	2033+	86	289,948	2.8 %	9,204	3.9 %	31.74
		1,875	4,522,970	43.7 % S	145,799	62.4 % S	32.23
All Tenants		Number of	Leased	Percent of	Total	Percent of	ABR
		Leases Expiring (2)	GLA	Total Leased GLA	ABR	Total ABR	Per Sq. Ft.
	2023	282	859,159	8.3 % S	24,088	10.3 % S	28.04
	2024	310	1,140,492	11.0 %	28,611	12.2 %	25.09
	2025	298	1,344,776	13.0 %	29,825	12.8 %	22.18
	2026	301	1,413,335	13.7 %	30,516	13.1 %	21.59
	2027	300	1,151,001	11.1 %	27,460	11.8 %	23.86
	2028	174	1,354,128	13.1 %	27,980	11.9 %	20.66
	2029	76	661,918	6.4 %	13,554	5.8 %	20.48
	2030	58	409,444	3.9 %	9,379	4.0 %	22.91
	2031	69	541,583	5.2 %	11,245	4.9 %	20.76
	2032	72	443,020	4.3 %	10,180	4.3 %	22.98
	2033+	108	1,034,914	10.0 %	20,891	8.9 %	20.19
		2,048	10,353,770	100.0 % S	233,729	100.0 % S	22.57

Anchor tenants are leases equal to or greater than 15,000 square feet
 Does not assume exercise of renewal options.



	F	For the Three Months Ended December 31, 2022					For the Year Ended December 31, 2022					
New Leases	No	n-Anchor		Anchor		Total	No	n-Anchor		Anchor		Total
Number of Leases	_	46		2		48		170		3		173
Gross Leasable Area (sq. ft.)		93,206		43,544		136,750		384,828		60,784		445,612
Initial Base Rent (\$/sq. ft.) (1)	S	28.66	8	14.25	S	24.07	S	29.10	S	17.02	5	27.45
Tenant Improvements (\$/sq. ft.)	S	-	8	_	S	_	S	0.56	5	_	S	0.49
Leasing Commissions (\$/sq. ft.)	S	2.79	8	_	S	1.90	S	2.87	S	1.36	S	2.66
Weighted Average Lease Term (Yrs.) (2)		6.4		15.6		9.4		7.7		14.2		8.6
Renewals	No	n-Anchor		Anchor		Total	Ne	on-Anchor		Anchor		Total
Number of Leases		58		3		61		245		21		266
Gross Leasable Area (sq. ft.)		167,389		111,654		279,043		546,652		615,967		1,162,619
Initial Base Rent (\$/sq. ft.) (1)	S	30.20	8	15.90	S	24.48	S	34.08	\$	15.03	\$	23.99
Tenant Improvements (\$/sq. ft.)	S	0.30	8	_	S	0.18	S	0.66	8	0.69	S	0.67
Leasing Commissions (\$/sq. ft.)	S	0.09	5		S	0.05	S	0.03	\$	0.04	\$	0.03
Weighted Average Lease Term (Yrs.) (2)		4.8		5.8		5.2		5.0		5.9		5.5
Total	No	n-Anchor		Anchor		Total	No	n-Anchor		Anchor		Total
Number of Leases		104		5		109		415	_	24		439
Gross Leasable Area (sq. ft.)		260,595		155,198		415,793		931,480		676,751		1,608,231
Initial Base Rent (\$/sq. ft.) (1)	S	29.65	8	15.44	S	24.35	S	32.02	\$	15.21	S	24.95
Tenant Improvements (\$/sq. ft.)	S	0.20	8		S	0.12	S	0.62	S	0.63	S	0.62
Leasing Commissions (\$/sq. ft.)	S	1.06	S	-	S	0.66	S	1.20	\$	0.16	S	0.76
Weighted Average Lease Term (Yrs.) (2)		5.4		8.6		6.6		6.1		6.7		6.4

-17-

Initial Base Rent is on a cash basis and is the initial contractual monthly rent, annualized.
 Does not assume exercise of renewal options.





For the Year Ended December 31, 2022

New Leases	N	on-Anchor		Anchor		Total	N	on-Anchor		Anchor		Total
Comparative # of Leases		17		2		19		79		3		82
Comparative GLA (sq. ft.) (1)		33,503		43,544		77,047		181,858		60,784		242,642
Prior Base Rent (\$/sq. ft.) (2)	S	28.57	\$	11.90	\$	19.15	S	25.92	S	14.73	S	23.12
Initial Base Rent (\$/sq. ft.)	S	30.38	\$	14.25	S	21.27	S	32.31	S	17.02	S	28.48
Percentage Change in Base Rents		6.3 9	6	19.8 %		11.1 %		24.6 9	6	15.5 %	6	23.2 %
Tenant Improvements (\$/sq. ft.)	S	2.77	\$	_	\$	-	\$	0.32	S	_	S	0.24
Leasing Commissions (\$/sq. ft.)	S	0.76	\$	_	S	0.33	S	2.73	S	1.36	S	2.38
Weighted Average Lease Term (Yrs.) (3)		6.1		15.6		11.5		8.5		14.2		9.9
Renewals	N	on-Anchor		Anchor		Total	N	on-Anchor		Anchor		Total
Comparative # of Leases	-	58		3		61		245	-	21		266
Comparative GLA (sq. ft.)		167,389		111.654		279,043		546,652		615,967		1,162,619
Prior Base Rent (\$/sq. ft.) (2)	S	28.29	S	14.65	S	22.83	S	31.75	S	13.82	S	22.25
Initial Base Rent (\$/sq. ft.)	S	30.20	S	15.90	S	24.48	S	34.08	S	15.03	S	23.99
Percentage Change in Base Rents		6.8 9	6	8,5 %		7.2 %		7.3 9	6	8.7 %	6	7.8 %
Tenant Improvements (\$/sq. ft.)	S	0.30	s	-	S	0.18	S	0.66	S	0.69	S	0.67
Leasing Commissions (\$/sq. ft.)	S	0.09	S	_	s	0.05	s	0.03	s	0.04	S	0.03
Weighted Average Lease Term (Yrs.) (3)		4.8		5.8		5.2		5.0		5.9		5.5
Total	N	on-Anchor		Anchor		Total	N	on-Anchor		Anchor		Total
Comparative # of Leases		75		5	_	80		324		24	-	348
Comparative GLA (sq. ft.) (1)		200,892		155,198		356,090		728,510		676,751		1,405,261
Prior Base Rent (\$/sq. ft.) (2)	S	28.34	S	13.88	S	22.03	s	30.30	S	13.90	S	22.40
Initial Base Rent (\$/sq. ft.)	s	30.23	S	15.44	S	23.78	s	33.64	S	15.21	S	24.76
Percentage Change in Base Rents		6.7 9		11.2 %		7.9 %		11.0 9		9.4 %		10.5 %
Tenant Improvements (\$/sq. ft.)	s	0.25	s		s	0.14	s	0.57	s	0.63	S	0.60
Leasing Commissions (\$/sq. ft.)	s	0.20	S	_	S	0.11	s	0.70	S	0.16	S	0.44
Weighted Average Lease Term (Yrs.) (3)	,	5.0		8.6	-	6.6	-	5.9		6.7	-	6.3

For the Three Months Ended December 31, 2022



Al-Hamilton de commente

		2/31/22		09/30/22	_	06/30/22	_	03/31/22
% leased at beginning of quarter		97.8%		97.6%	0	97.2%		97.5%
% billed at beginning of quarter		93.3%		93.7%	c .	92.6%		92.8%
ABR of new leases signed/not yet commenced - at beginning of quarter	s	9,115	S	7,921	S	9,603	S	10,601
less: ABR of new leases commenced during quarter		(3,385)		(1,377)		(2,726)		(2,019)
less: ABR of new leases related to disposed properties		_		(152)		_		_
plus: ABR of new leases signed during quarter		1,895		2,723		1,044		1,021
ABR of new leases signed/not yet commenced - at end of quarter	\$	7,625	s	9,115	S	7,921	S	9,603
% leased at end of quarter		98.1%		97.8%	ē	97.6%		97.2%
% billed at end of quarter		94.2%		93.3%		93.7%		92.6%
12. 1 1 1 1 1 1 1 1 1 1 1 1		120		221		205		200



Retail Opportunity Investments Corp. www.roireit.net NASDAQ: ROIC 11250 El Camino Real, Suite 200 San Diego, CA 92130	Investor Relations: Nicolette O'Leary noleary@roireit.net 858.255.4913	Transfer Agent: Syed Hussaini Computershare syed.hussaini@computershare.com
Equity Research Coverage		
Bank of America Merrill Lynch	Craig Schmidt	646.855.3640
Bank of Montreal	John P. Kim Juan Sanabria	212.885.4115 312.845.4074
Baird	Wes Golladay	216.737.7510
BTIG	Michael Gorman	212.738.6138
Citi	Nicholas Joseph Craig Mailman	212.816.1909 212.816.4471
Green Street	Paulina Rojas Schmidt	949.640.8780
J.P. Morgan	Michael W. Mueller	212.622.6689
Jefferies	Linda Tsai	212.778.8011
KeyBanc Capital Markets	Todd Thomas	917.368.2286
Raymond James	RJ Milligan	908.447.4493
Fixed Income Research Coverage		
J.P. Morgan	Mark Streeter	212.834.5086
Ratings Agency Coverage		
Fitch Ratings, Inc.	Christopher Wimmer	646.582.3412
Moody's Investors Service	Alice Chung	212.553.2949
S&P Global Ratings	Michael Souers	212.438.2508

