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): November 15, 2022

EQUITY LIFESTYLE PROPERTIES, INC.

(Exact name of registrant as specified in its charter) 1-11718 n of (Commission File No.) (IRS Em

Maryland (State or other jurisdiction of incorporation)

Two North Riverside Plaza (Address of Principal Executive Offices) Chicago, Illinois

.

60606 (Zip Code)

36-3857664

(IRS Employer Identification Number)

(312) 279-1400

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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

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

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

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

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered		
Common Stock, \$0.01 Par Value	ELS	New York Stock Exchange		

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

Emerging growth company \Box

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. \Box

Item 7.01 Regulation FD Disclosure

Equity LifeStyle Properties, Inc. (referred to herein as "we," "us," and "our") will attend Nareit's REITworld 2022 Annual Conference to be held November 15, 2022 through November 17, 2022. Our officers will participate in one sessions with analysts and investors and will refer to a slide presentation of which a copy is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The presentation will be posted to our website, www.equitylifestyleproperties.com, on November 15, 2022. Included in this presentation is a discussion of our business, including an operations update.

Item 8.01 Other Events

Six of our properties in or near the Fort Myers area continue to experience utility disruptions and are temporarily closed as a result of Hurricane Ian. The properties include four RV parks and two marinas with a total of 2,100 sites/slips. The four RV parks will be moved to our Non-Core portfolio effective in Q4 2022. The two marinas are recent acquisitions and are already included in our Non-Core portfolio. We believe that we have adequate insurance, subject to deductibles, including business interruption coverage. At this time, we do not believe that Hurricane Ian will significantly impact our results of operations or our financial condition on a consolidated basis.

On November 10, 2022, Hurricane Nicole made landfall on the east coast of Florida. No injuries to our residents, guests or employees have been reported and there was minimal damage to our properties, mainly related to flooding. Cleanup efforts have begun and all properties impacted by the storm are operational. At this time, we do not believe that Hurricane Nicole will significantly impact our results of operations or our financial condition on a consolidated basis

In accordance with General Instruction B.2. of Form 8-K, the information included in Item 7.01 of this report on Form 8-K, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor shall such information be deemed incorporated by reference in any registration statement filed by us under the Securities Act of 1933, as amended. We disclaim any intention or obligation to update or revise this information.

This report includes certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. When used, words such as "anticipate," "expect," "believe," "project," "intend," "may be" and "will be" and similar words or phrases, or the negative thereof, unless the context requires otherwise, are intended to identify forward-looking statements and may include, without limitation, information regarding our expectations, goals or intentions regarding the future, and the expected effect of our acquisitions. These forward-looking statements are subject to numerous assumptions, risks and uncertainties, including, but not limited to:

- our ability to control costs and real estate market conditions, our ability to retain customers, the actual use of sites by customers and our success in acquiring new customers at our properties (including those that we may
- acquire);
- our ability to maintain historical or increase future rental rates and occupancy with respect to properties currently owned or that we may acquire;
- our ability to attract and retain customers entering, renewing and upgrading membership subscriptions; our assumptions about rental and home sales markets;
- our ability to manage counterparty risk; our ability to renew our insurance policies at existing rates and on consistent terms
- bonness set was an experimentation of potential homebuyers to sell their existing residences as well as by financial, credit and capital markets volatility; results from home sales and occupancy will continue to be impacted by local economic conditions, including an adequate supply of homes at reasonable costs, lack of affordable manufactured home financing and competition from alternative housing options including site-built single-family housing;
- impact of government intervention to stabilize site-built single-family housing and not manufactured housing;
- effective integration of recent acquisitions and our estimates regarding the future performance of recent acquisitions; the completion of future transactions in their entirety, if any, and timing and effective integration with respect thereto;

- unanticipated costs or unforeseen liabilities associated with recent acquisitions; the effect of Hurricane Ian on our business including, but not limited to the following: (i) the timing and cost of recovery, (ii) the impact of the condition of properties and homes on occupancy demand and related rent revenue and (iii) the timing and amount of insurance proceeds; our ability to obtain financing or refinance existing debt on favorable terms or at all;
- the effect of inflation and interest rates:
- the effect from any breach of our, or any of our vendors', data management systems; the dilutive effects of issuing additional securities;
- the outcome of pending or future lawsuits or actions brought by or against us, including those disclosed in our filings with the Securities and Exchange Commission; and

· other risks indicated from time to time in our filings with the Securities and Exchange Commission.

In addition, these forward-looking statements are subject to risks related to the COVID-19 pandemic, many of which are unknown, including the duration of the pandemic, the extent of the adverse health impact on the general population and on our residents, customers, and employees in particular, its impact on the employment rate and the economy, the extent and impact of governmental responses, and the impact of operational changes we have implemented and may implement in response to the pandemic.

For further information on these and other factors that could impact us and the statements contained herein, refer to our filings with the Securities and Exchange Commission, including the "Risk Factors" section in our most recent Annual Report on Form 10-K and subsequent Quarterly Reports on Form 10-Q.

These forward-looking statements are based on management's present expectations and beliefs about future events. As with any projection or forecast, these statements are inherently susceptible to uncertainty and changes in circumstances. We are under no obligation to, and expressly disclaim any obligation to, update or alter our forward-looking statements whether as a result of such changes, new information, subsequent events or otherwise.

We are a fully integrated owner of lifestyle-oriented properties and own or have an interest in 445 properties located predominantly in the United States consisting of 170,245 sites as of October 17, 2022. We are a self-administered, self-managed, real estate investment trust with headquarters in Chicago.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Investor Presentation

104 Cover Page Interactive Data File included as Exhibit 101 (embedded within the Inline XBRL document)

SIGNATURE

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

Date: November 15, 2022

EQUITY LIFESTYLE PROPERTIES, INC. By: /s/ Paul Seavey Paul Seavey Executive Vice President and Chief Financial Officer



ELS at a Glance		
	ne highest quality portfolio of manufac l vehicle ("RV") resorts, campgrounds a	
1969 Year Founded	\$15.6B Enterprise Value	A445 Properties
4,100 Employees	89% Revenue from Annual Sources	35 + 1 States Province
6,157% Total Return Since IPO ⁽¹⁾ • 1,345 ^s S&P 500 • 1,362 ^s Dow Jones Equity ALL REIT Index	368% Ten Year Total Return ⁽¹⁾ • 202° S&P 500 • 97° Dow Jones Equity ALL REIT Index	170,245 Sites

Notes: All data as of September 30, 2022 [1] Total return calculation assumes dividend ret ent. Total returns through September 30, 2022. Source: S&P Global **els**[.] 2



Recent Highlights⁽¹⁾⁽²⁾⁽³⁾⁽⁴⁾

MH & RV Performance Update:

- Core MH base rental income growth for October QTD is 6.1%
- Core MH base rental rate growth for October QTD is 5.8% • Core Occupancy of 95.0% as of October 31, 2022
- Core RV annual base rental income growth for October QTD is 10.5%
- Core RV annual rate growth for October QTD is 8.1%
- RV Seasonal base rental income growth for October QTD is $12.1\%^{(7)}$
- RV Transient base rental income growth for October QTD is $(13.5\%)^{\scriptscriptstyle (8)}$

Operations Update:

• 2023 Rent Increase

- MH: 51% of MH residents have received rent increase notices with average growth rate in range of $6.2\% - 6.6\%^{(5)}$
- RV: Annual rates have been set for 95% of Annual sites with average growth rate in range of $7.6\%-8.0\%^{\scriptscriptstyle{(6)}}$
- Four communities with suspended operations due to impact from Hurricane lan will be moved to our Non-Core Portfolio effective in Q4 2022
 Limited damage due to flooding as a result of Hurricane Nicole. Cleanup efforts have begun and all properties impacted by the storm are opera-tional at this time
- Recently released our 2021 Sustainability Report highlighting ELS' strategic priorities and initiatives.





- Jes joint venture properties. Increase notices exit as of October 31, 2022 which will be effective by February 1, 2023; ncreases will take effect between November 1, 2022 and April 1, 2023. Ser 2021 Seasonal base rental income was approximately 20% of 04 2021 Seasonal base rental income.



Track record of delivering superior total returns and dividend growth

1. Portfolio Composition

- High-quality properties located in retirement and vacation destinations
- Over 110 properties with lake, river, or ocean frontage
- Over 120 properties within 10 miles of coastal United States
- Over 70% of MH properties are age-restricted or have a resident base with an average age over 55

2. Business Model

- Own the land and lease developed sites to owners of manufactured homes, vacation cottages, RVs and boats
- Consistent results throughout the real estate cycle
- Strong customer demand with minimal new supply Innovative strategy driving external growth through new

lines of business **3. Operating Platform**

- Integrated operating platform focused on providing superior customer service to all residents and value creation for shareholders
- Focus on generating stable, predictable revenue
- Technology driven
- Digital marketing strategy

4. Balance Sheet

- Long term strategy focused on access to a variety of capital sources
- Well laddered maturities with average years to maturity of 10 years and weighted average interest rate of 3.6%
- Strong balance sheet with capacity to fund growth with debt and/or equity

5. Acquisitions / Development

- Robust acquisitions and development pipeline
- Focus on accretive and/or value add transactions
- History of being first mover when entering new asset classes that fit the portfolio strategy

6. ESG

- Sustainability is at the core of Our Nature through Uniting People, Places & Purpose
- · Commitment to sustainability supports the business model, minimizes environmental impacts, maintains a safe and healthy workplace and upholds a high standard of business ethics and conduct

7. Management Team

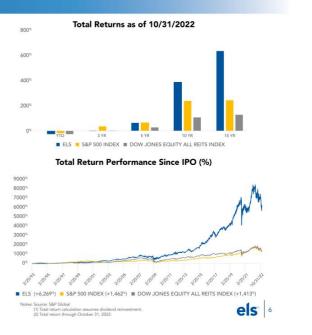
Experienced executive management team with a track record of delivering results

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Track Record

Long-term total returns that outperform the market

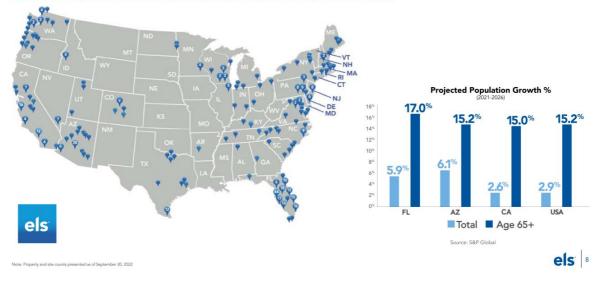
ITEM	IPO Year - 1993	2021
Properties	41	444
Sites	12,312	169,296
States	16	35
Net Income Per Share - Fully Diluted	\$0.15	\$1.43
FFO Per Share - Fully Diluted (1)	\$0.23	\$2.52
Normalized FFO Per Share - Fully Diluted (1)	\$0.23	\$2.53
Common Stock Price @	\$3.22	\$63.96
Enterprise Value 🕫	\$296 million	\$15.8 billion
Dividends Paid Cumulative (4)		\$17,84



II) IS en Ron-GAAP Financial Measures at the end of the presentation for the reconciliation and definition of FFO and Normalized FFO. The 1978 amount was determined from announce presented in the 1994 form 10-K. (2) The 1993 stock price is adjusted for stock splits; the price is the closing price as of October 31, 2022. (3) The enterprise value as of October 31, 2022.



ELS owns and operates 445 properties in North America with a focus on high-quality coastal and sunbelt retirement and vacation destinations and urban areas



The MH portfolio focuses on age-qualified communities in retirement destinations where our residents can be part of an active lifestyle

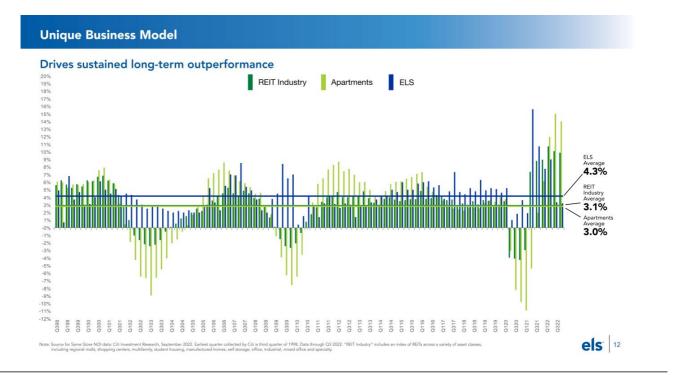


The RV portfolio has over 200 resorts and campgrounds spread along the coast and in vacation desinations packed with family friendly amenities and activities



High quality marina portfolio located primarily along the southeast coast, ideal for year-round boating which generates stable annual slip revenue





Capital Expenditures

Continued investment in communities to support internal growth and enhance our resident and guest experience



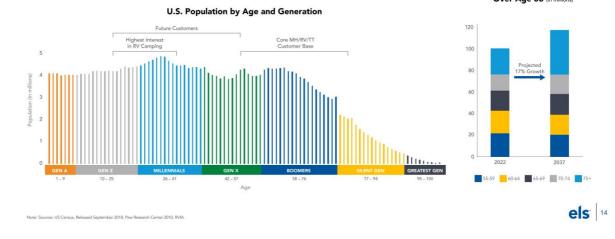


Demand Drivers - Unique Demographics

Unique customer demographics driven by baby boomers and a strong tailwind from future generations

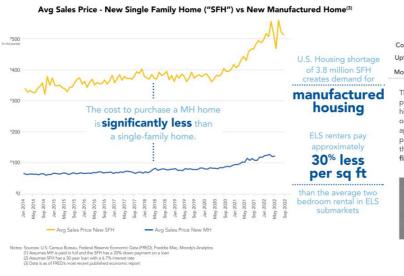
- The population of people aged 55 and older in the U.S. is expected to grow 17% from 2022 to 2037
- Roughly 10,000 Baby Boomers will turn 65 every day though 2030
- Over 70% of ELS MH properties are age-restricted or have a resident base with an average age over 55
- Installed base of over 11 million RV owners in the U.S.

U.S. Population Over Age 55 (in millions)



Demand Drivers - Value Proposition

Whether buying or renting, manufactured homes provide greater value as compared to other housing options



Buying a new MH vs Financing a new SFH

мн	SFH	Difference in cost
\$121,633	\$515,142	-76%
\$121,633	\$103,028	18%
\$760	\$2,659	-71%
	\$121,633	\$121,633 \$515,142 \$121,633 \$103,028

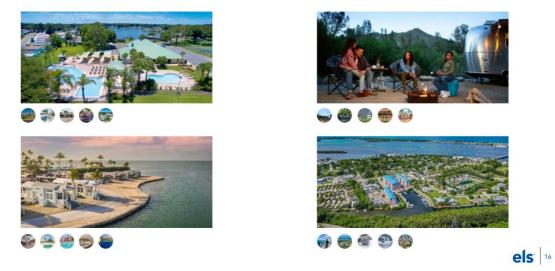
Through September 2022, the average upfront cost of purchasing a new MH in full was approximately 18% higher than putting 20% down on a new SFH, but the ongoing monthly rental payment for the MH was approximately 71% lower than the SFH monthly mortgage payment. At ELS most homeowners do not have debt on their homes and over the past three years **ELS has financed only 2% of new home sales.**

M	anufactured Home Construction Advantage:
	Controlled construction environment results in no weather delays
0	
3	
	Centralized labor force allows for faster workforce training



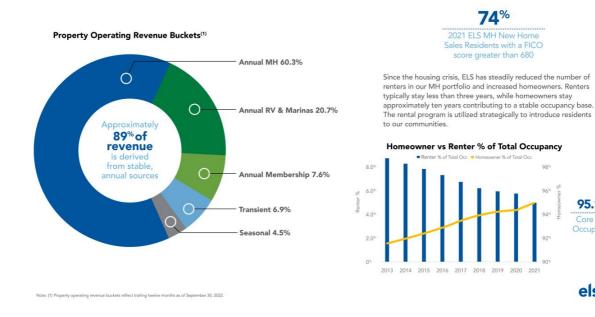
Demand Drivers - Lifestyle and Amenities

 ${\sf ELS}$ communities and resorts have the amenities to build a thriving community where our residents and guests create memories together





Steady, Predictable Revenue Streams from High-Quality Occupancy



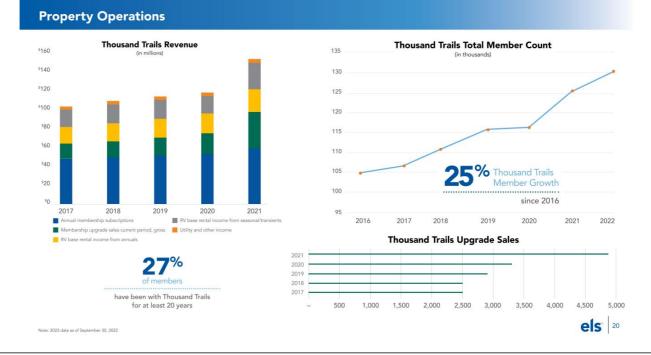
95.1%

Core MH Occupancy

els' 18

Property Operations

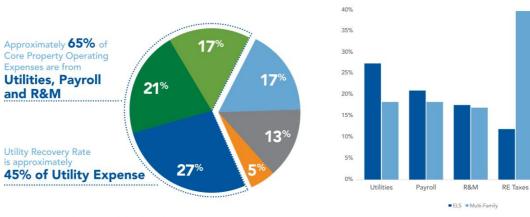




Property Operating Expenses



Compare to Multi-Family⁽²⁾



Utilities Expense
 Payroll
 R&M
 Insurance, Admin, & Other
 Beal Estate Taxes
 Sales and Marketing

Note: (1) Data is as of September 30, 2022 (2) Data considers 3/2/22 YTD performance for five publicly traded Multi-Family REITs (3) Insurance expense accounts for approximately 35% of the Insurance, Admin, and Other line item



All Other

Stability through Economic Cycles



Access CPU The Core Perificial for each year is defined as properties asseed and operated for more than one year as of the start of that year. The Core Perifolio may change from time-to-time depending on acquisitions, dispositions and significant transactions or unique situations. D is set Not-AGP. Perificial Network and the mod of the properties for the definition of MOL. (I) Represents average spreade between ELS Core Perificio NOI growth and CPS growth from each year. Includes all publicly traded esidential RETs (Multifumly, Single Family Rental, Student Housing) in S&P. Global's coverage universe that had an enterprise value greater than the SIII for and start are tere NOI growth the all or in February 18.2000.

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Since January 2022, ELS has had over **6.5 Million** total interactions on social media channels



Click above to view 🜔 Stay Connected



0



Click above to view 🚺 Lost-Time







ELS has an engagement-focused social media strategy where we build meaningful interactions with existing and potential customers. These interactions build brand awareness and help drive sales and reservations.





Digital Marketing Strategy – Home Sales

Interactive virtual tours allow residents to preview the community and their future home



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Digital Marketing Strategy – Online Check-In

Implemented online check-in functionality to enhance the customer experience



Play video to view the online check-in process

Benefits of Online Check-In for Customers:

- Less wait time at the front desk
- Reduced contact at check-in
- Expedited entry and can go straight to assigned sites
- Mobile friendly

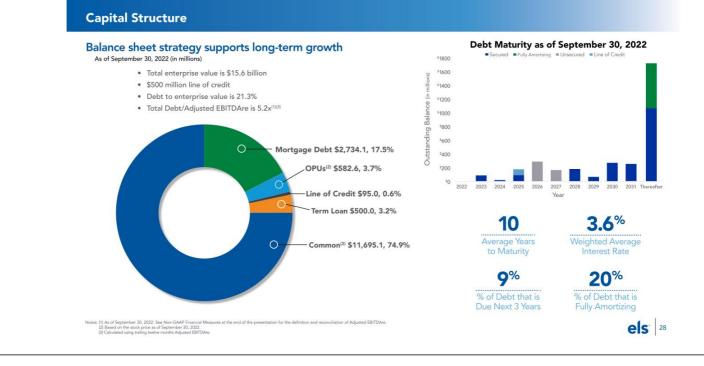
Benefits of Online Check-In

for Property Teams:

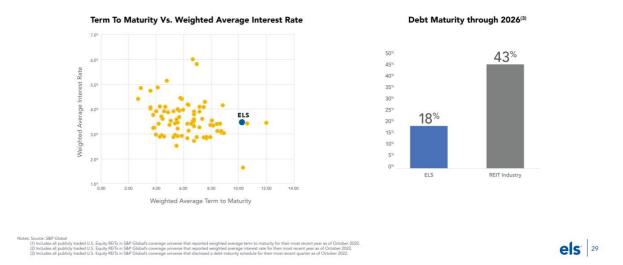
- Receive full visibility of customer reservation details prior to arrival
- Reduced processing time at front desk
- Allows for more time to focus on building relationships with customers
- Shorter lines and wait times at entrances



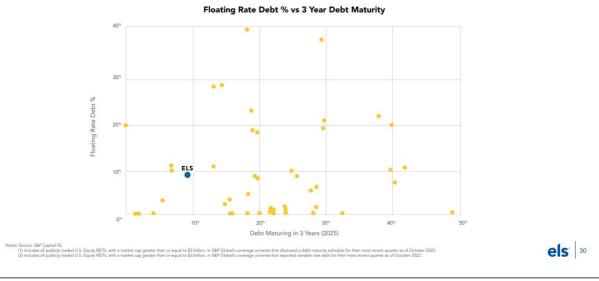


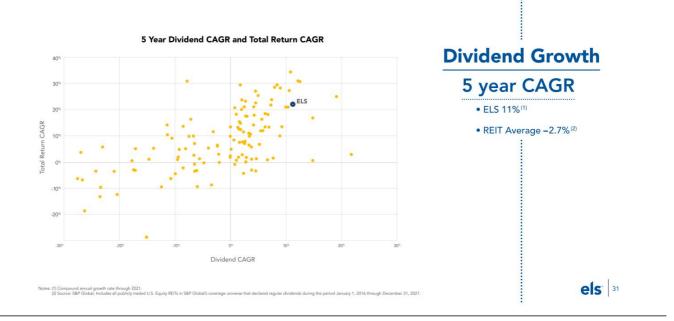


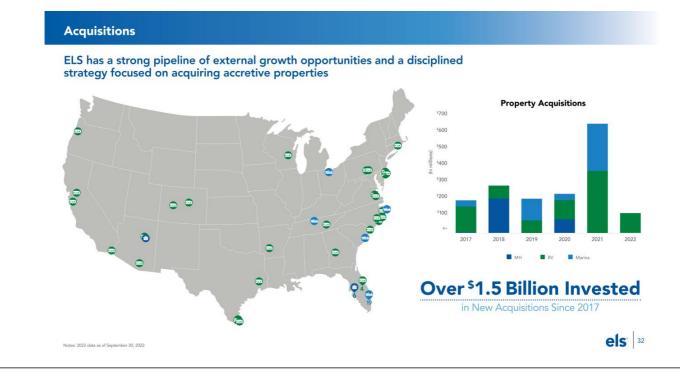
Weighted average term to maturity is approximately double the REIT average $^{(1)}$ Weighted average interest rate in line with the REIT average $^{(2)}$

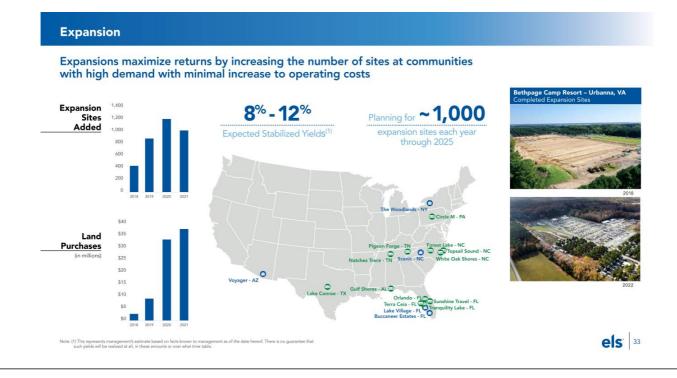


Minimal near-term exposure to debt maturities compared to REIT average⁽¹⁾ Floating rate debt is in the single digits and remains below the REIT average⁽²⁾











ESG – 🐙 Social

At ELS, we are proud of the diversity of our guests and residents and are committed to preserving the unique personality and character of each of our properties. We believe that embracing and fostering this in everything we do is what sets ELS apart.

To us, diversity includes celebrating differences in education, opinions, culture, ethnicity, race, sex, gender identity and expression, nation of origin, age, languages spoken, veteran status, color, religion, disability, sexual orientation and beliefs.

We are especially proud that women represent not only more than 50% of our workforce but also more than 50% of our management positions. Also, as our guest and resident base spans generations, so does our workforce with an average team member age of 49.

We formed an Executive Diversity Council, which is comprised of senior leaders. In 2022, we formed a Diversity Council which will be a cross-functional team to strategize, develop, educate and deliver diversity and inclusion practices for employees, candidates and customers. We have prepared goals for 2022, and we will report on the status of those goals to the Compensation, Nominating and Corporate Governance Committee throughout 2022.



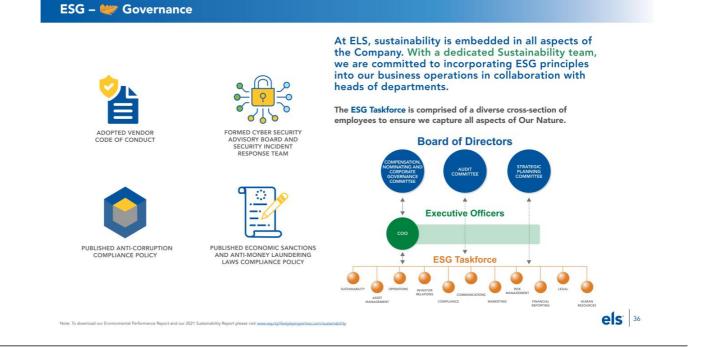


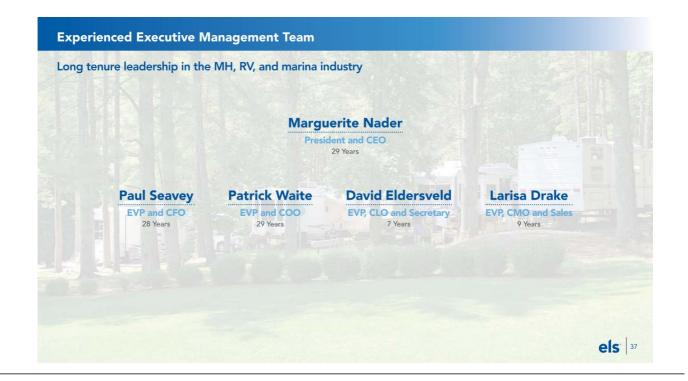












Under the Private Securities Litigation Reform Act of 1995: The forward-looking statements contained in this presentation are subject to certain economic risks and uncertainties described under the heading "Risk Factors" in our most recent Annual Report on Form 10-K, as modified or supplemented by subsequently filed Quarterly Reports on Form 10-Q. See our 2021 Annual Report for the full text of our forward-looking statements. We assume no obligation to update or supplement forward-looking statements that become untrue because of subsequent events.

Non-GAAP Financial Measures

Net Income to FFO and Normalized FFO Reconciliation (in millions)

	2016	2017	2018	2019	2020	2021
Net income available for common stockholder	\$164.0	\$189.9	\$212.6	\$279.1	\$228.3	\$262.5
Income allocated to common OP units	13.9	12.8	13.8	16.8	13.1	13.5
Deferral of right-to-use contracts + sales revenue and commission, net	2.9	3.8	6.6	9.2	10.4	20.0
Depreciation and amortization	122.1	125.2	139.0	153.4	155.9	189.5
Gain on unconsolidated joint ventures			57		(1.2)	55
Gain on real estate	17	17	0.75	(52.5)	7	0.1
FFO available for common stock and OP unit holders	302.9	331.7	372.0	406.0	406.4	485.6
Change in fair value of contingent consideration asset	1.73	177	-	-		-
Transaction/pursuit costs	1.2	0.7	-	-	=	0.6
Early debt retirement		2.7	1.1	2.0	10.8	2.8
Litigation settlement, net	2.4	-	-	-	-	-
Insurance proceeds due to catastrophic weather event and other, net	-	-	(5.2)	(6.2)	-	-
Preferred stock original issuance costs	-	0.8		2 	-	-
COVID-19 expenses		-	-	-	1.4	~
Normalized FFO available for common stock and OP unit holders	\$306.5	\$335.9	\$367.9	\$401.8	\$418.7	\$489.0

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Non-GAAP Financial Measures

This presentation contains certain non-GAAP measures used by management that we believe are helpful in understanding our business, as further discussed in the paragraphs below. We believe investors should review these non-GAAP measures, along with GAAP net income and cash flow from operating activities, investing activities and financing activities, when evaluating an equity REIT's operating performance. Our definitions and calculations of these non-GAAP financial and operating measures and other terms may differ from the definitions and methodologies used by other REITs and, accordingly, may not be comparable. These non-GAAP financial and operating measures and other terms may differ from the definitions and accordance with GAAP, nor do they represent cash generated from operating activities in accordance with GAAP, and the other vertices the cash generated from operating activities, as an indication of our financial performance, or to cash flows from operating activities, determined in accordance with GAAP, as an indication of our financial performance, or to cash flows from operating activities, determined in fundour to GAAP. The measure of our liquidity, nor is indicative of funds available to fund our cash needs, including our ability to make cash distributions.

FUNDS FROM OPERATIONS (FFO). We define FFO as net income, computed in accordance with GAAP, excluding gains or losses from sales of properties, depreciation and amortization related to real estate, impairment charges and adjustments to reflect our share of FFO of unconsolidated joint ventures. Adjustments for unconsolidated joint ventures are calculated to reflect FFO on the same basis. We compute FFO in accordance with our interpretation of standards established by the National Association of Real Estate Investment Trusts ("NAREIT"), which may not be comparable to FFO reported by other REITs that do not define the term in accordance with the current NAREIT definition or that interpret the current NAREIT definition differently than we do. We receive non-refundable upfront payments and related commissions are deferred and amortized over the estimated membership upgrade contract term. Although the NAREIT definition of FFO does not address the treatment of non-refundable upfront payments, we believe that it is appropriate to adjust for the impact of the deferral activity in our calculation of FFO.

NORMALIZED FUNDS FROM OPERATIONS (NORMALIZED FFO). We define Normalized FFO as FFO excluding non-operating income and expense items, such as gains and losses from early debt extinguishment, including prepayment penalties and defeasance costs, transaction/pursuit costs and other miscellaneous non-comparable items.

Normalized FFO presented herein is not necessarily comparable to Normalized FFO presented by other real estate companies due to the fact that not all real estate companies use the same methodology for computing this amount.

We believe that FFO and Normalized FFO are helpful to investors as supplemental measures of the performance of an equity REIT. We believe that by excluding the effect of gains or losses from sales of properties, depreciation and amorization related to real estate and impairment charges, which are based on historical costs and which may be of limited relevance in evaluating current performance, FFO can facilitate comparisons of operating performance between periods and among other equity REITs. We further believe that Normalized FFO provides useful information to investors, analysts and our management because it allows them to compare our operating performance to the operating performance of other real estate companies and between periods on a consistent basis without having to account for differences not related to our normal operations. For example, we believe that excluding the early extinguishment of debt, and other miceBlaneous non-comparable items from FFO allows investors, analysts and our mangement to assess the sustainability of operating performance in future periods because these costs do not affect the future operations of the properties. In some cases, we provide information about identified non-cash components of FFO and Normalized FFO because it allows investors, analysta of our mangement to assess the impact of those items.



INCOME FROM PROPERTY OPERATIONS, EXCLUDING DEFERRALS

AND PROPERTY MANAGEMENT (NOI). We define income from property operations, excluding deferals and property management as rental income, membership subscriptions and upgrade sales, utility and other income less property and rental home operating and maintenance expenses, real estate taxes, sales and marketing expenses, excluding property management and the GAAP deferal of membership upgrade sales upfront payments and membership sales commissions, net. For comparative purposes, we present bad debt expenses within Property operating, maintenance and real estate taxes in the current and prior periods. We believe that this Non-GAAP financial measure is helpful to investors and analysts as a measure of the operating results of our properties.

EARNINGS BEFORE INTEREST, TAX, DEPRECIATION AND AMORTIZATION FOR REAL ESTATE (EBITDAre) AND ADJUSTED EBITDAre. We define

ADJUSTED EBITDAre. We define EBITDAre as net income or loss excluding interest income and expense, income taxes, depreciation and amortization, gains or losses from sales of properties, impairments charges, and adjustments to reflect our share of EBITDAre of unconsolidated joint ventures. We compute EBITDAre in

accordance with our interpretation of the standards established by NAREIT, which may not be comparable to EBITDAre reported by other REITs that do not define the term in accordance with the current NAREIT definition or that interpret the current NAREIT definition differently than we do. We receive non-refundable upfront payments from membership upgrade contracts. In accordance with GAAP, the non-refundable upfront payments and related commissions are deferred and amortized over the estimated customer life. Although the NAREIT definition of EBITDAre does not address the treatment of non-refundable upfront payments, we believe that it is appropriate to adjust for the impact of the deferral activity in our calculation of EBITDAre. We define Adjusted EBITDAre as EBITDAre excluding non-operating income and expense items, such as gains and losses from early debt extinguishment, including prepayment penalties and defeasance costs, transaction/pursuit costs and other miscellaneous non-comparable items. We believe that EBITDAre and Adjusted EBITDAre may be useful to an investor in evaluating our operating performance and liquidity because the operating performance of an equity REIT.

Consolidated Net Income to EBITDAre and Adjusted EBITDAre Reconciliations (in millions)

Trailing Twelve Months as of Sept			
Consolidated net income	\$291.0		
Interest income	(7.0)		
Membership upgrade sales upfront payments, deferred, net	22.2		
Membership sales commissions, deferred, net	(3.4)		
Real estate depreciation and amortization	203.1		
Other depreciation and amortization	4.0		
Interest and related amortization	113.2		
oss on sale of real estate and impairment, net	3.7		
Adjustments to our share of EBITDAre of unconsolidated joint ventures	4.9		
EBITDAre	631.6		
Early debt retirement	1.2		
Transaction/pursuit costs	4.0		
Lease termination expenses	2.1		
Adjusted EBITDAre	\$638.8		

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