

FIRST QUARTER 2024 EARNINGS PRESENTATION

May 1, 2024



DISCLAIMER

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of federal securities laws. These forward-looking statements are not historical facts but rather are based on ACRES Commercial Realty Corp.'s ("ACR's" or the "Company's") current beliefs, assumptions and expectations. These beliefs, assumptions and expectations can change as a result of many possible events or factors, not all of which are known to ACR or are within its control. If a change occurs, its business, financial condition, liquidity and results of operations may vary materially from those expressed in the forward-looking statements. You should not place undue reliance on these forward-looking statements, which reflect ACR's view only as of the date of this presentation. ACR uses words such as "anticipate," "expect," "intend," "plan," "believe," "seek," "estimate," "target," and variations of these words and similar expressions to identify forward-looking statements. Forward-looking statements are subject to various risks and uncertainties that could cause actual results to vary from its forward-looking statements, including, but not limited to:

- Changes in the industry, interest rates, the debt securities markets, real estate markets or the general economy;
- Increased rates of default and/or decreased recovery rates on its investments;
- The performance and financial condition of its borrowers;
- The cost and availability of its financings, which depend in part on its asset quality, the nature of
 its relationships with its lenders and other capital providers, its business prospects and outlook
 and general market conditions;
- The availability and attractiveness of terms of additional debt repurchases;
- Availability, terms and deployment of short-term and long-term capital;
- Availability of, and ability to retain, qualified personnel;
- · Changes in its business strategy;
- Availability of investment opportunities in commercial real estate-related and commercial finance assets;
- The degree and nature of its competition;
- The resolution of its non-performing and sub-performing assets;
- The long-term macroeconomic effects of the novel coronavirus, COVID-19;
- The Company's ability to comply with financial covenants in its debt instruments;

- The adequacy of its cash reserves and working capital;
- The timing of cash flows, if any, from its investments;
- Unanticipated increases in financial and other costs, including a rise in interest rates;
- Its ability to maintain compliance with over-collateralization and interest coverage tests in its collateralized debt obligations ("CDOs") and/or collateralized loan obligations ("CLOs");
- Its dependence on ACRES Capital, LLC, its "manager", and ability to find a suitable replacement in a timely manner, or at all, if its manager or the Company were to terminate the management agreement;
- Environmental and/or safety requirements;
- Its ability to satisfy complex rules in order for ACR to qualify as a real estate investment trust ("REIT"), for federal income tax purposes and qualify for its exemption under the investment company act of 1940, as amended, and its ability and the ability of its subsidiaries to operate effectively within the limitations imposed by these rules;
- Legislative and regulatory changes (including changes to laws governing the taxation of REITs or the exemptions from registration as an investment company); and
- Other factors discussed under item IA. Risk factors in its annual report on form 10-K for the year ended December 31, 2023 and those factors that may be contained in any subsequent filing ACR makes with the Securities and Exchange Commission.



DISCLAIMER

Forward-Looking Statements (continued)

In light of these risks and uncertainties, the forward-looking events and circumstances discussed in this presentation might not occur and actual results, performance or achievement could differ materially from those anticipated or implied in the forward-looking statements. The Company undertakes no obligation, and specifically disclaims any obligation, to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

Past Performance

Past performance is not indicative of future results. There is no guarantee that any investment strategy referenced herein will work under all market conditions. Prior to making any investment decision, you should evaluate your ability to invest for the long-term, especially during periods of downturns in the market. You alone assume the responsibility of evaluating the merits and risks associated with any potential investment or investment strategy referenced herein.

Notes on Presentation

This presentation contains information regarding financial results that is calculated and presented on the basis of methodologies other than in accordance with accounting principles generally accepted in the United States ("GAAP"), which management believes is relevant to assessing ACR's financial performance. Please refer to page 16 for the reconciliation of Net Income (Loss), a GAAP financial measure, to Earnings Available for Distribution ("EAD"), a non-GAAP financial measure. Unless otherwise indicated, information included in this presentation is at or for the period ended March 31, 2024.

Definitions

Refer to page 19 for a description of certain terms not otherwise defined or footnoted, including EAD, Benchmark Rate, Book Value, and other key terms.

No Offer or Sale of Securities

This presentation is for informational purposes only and does not constitute an offer to sell or the solicitation of any offer to buy any securities of ACR or any other entity. Any offering of securities would be made pursuant to separate documentation and any such securities would not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.



HIGHLIGHTS

Manager is focused on delivering shareholder value through EAD¹ growth and share repurchases

Earnings and capital gains can be retained through tax assets to increase book value

Percentage of Multifamily-focused CRE in Loan Portfolio

79%

Per Share-Diluted GAAP Net Income / EAD

\$0.07 / \$0.16

Percentage of CRE loan portfolio current on payments

92%

Total Liquidity at March 31, 2024

\$92.1M

1Q24 Net CRE Loan Repayments

\$69.4M

Book Value Per Share at March 31, 2024

\$27.25

FIRST QUARTER RESULTS

Financial Results

\$0.07

\$0.16

EAD1 for 1Q24

GAAP net income per share-diluted

Includes \$(0.61) due to \$4.9M provision for CECL reserves offset by \$0.73 due to a \$5.8M gain on conversion of real estate from a completed deedin-lieu

Book Value

\$27.25

Book value

up from \$26.65 in 4Q23 and **up** from \$24.51 in 1Q23

14.4%

annual increase since ACRES acquisition in 3Q20

CRE Loan Activity & CRE Portfolio

\$1.8B

Comprising 66 loans with a weighted average LTV of 77%

CRE loan portfolio at par value

\$69.4M

of net loan repayments

17%

of the par value of the CRE loan portfolio is rated 4 or 5

92%

of the par value of the CRE loan portfolio is current on payments

\$162.9M

of net investments in real estate and properties held for sale

Capitalization & Liquidity

80%

of asset-specific borrowings were composed of non-recourse, non-mark-to-market CLO financings

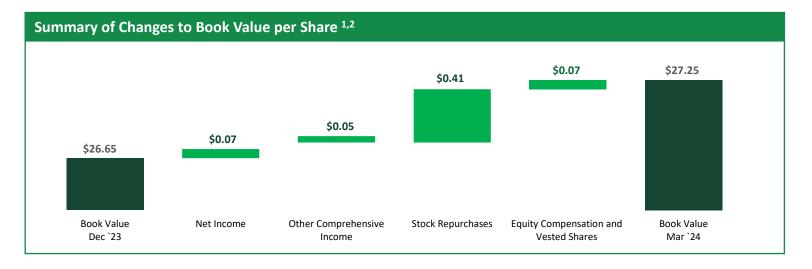
\$92.1M

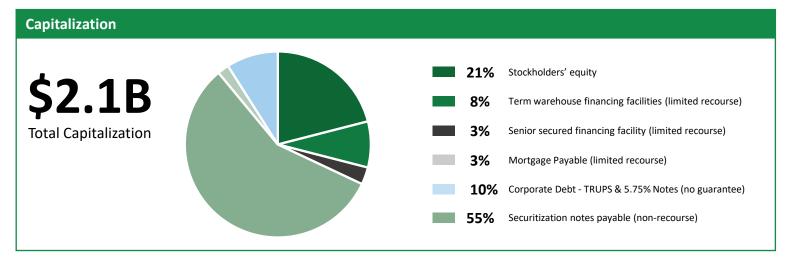
Total liquidity at March 31, 2024



BALANCE SHEET OVERVIEW

1Q24 Balance Sheet Overview	
Total Assets (\$B)	\$2.1
Total Liquidity (\$M)	\$92.1
CRE Whole Loans, at par (\$B) WA Spread	\$1.8 3.78%
CECL Reserve – General (\$M) Per BV Share / Basis Points	\$29.0 \$3.78/1.63%
CECL Reserve – Specific (\$M) Per BV Share / Basis Points	\$4.7 \$0.61/0.26%
Investments in Real Estate and Properties Held for Sale, net ³ (\$M) Number of Investments	\$162.9
Total Borrowings (\$B) Leverage Ratio	\$1.6 3.7x
Asset Specific Borrowings (\$B) WA Spread	\$1.4 1.96%
Corporate Debt (\$M) WA Coupon	\$201.5 6.72%
Preferred and Common Equity ⁴ (\$M) Dividend %: WA Preferred / Common	\$224.0/\$219.2 8.26% / NA





¹ Per share adjustments are calculated based on the share count outstanding of 7,660,620 utilized in the calculation of book value at March 31, 2024

⁴ Includes \$10.4 million of non-controlling interests

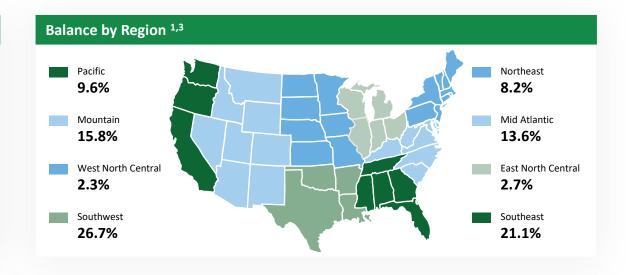


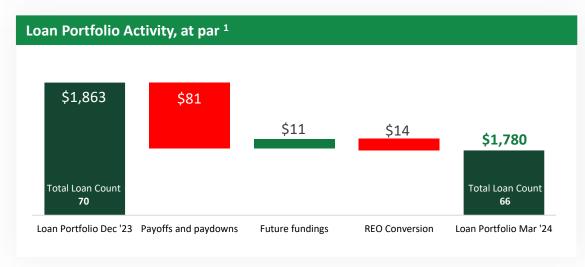
² At March 31, 2024, \$5.6 million remains available under this repurchase program

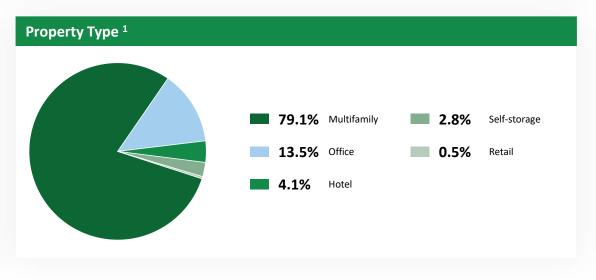
³ Investments in real estate and properties held for sale are shown net of related financings and real estate related lease obligations

CRE LOAN PORTFOLIO OVERVIEW

CRE Loan Summary ¹	
Loans held for investment, at amortized cost	\$1,775.0
CECL Reserves	(\$33.7)
CRE whole loans, floating-rate WA	1M BR + 3.78%
WA 1M BR Floor ²	0.74%
WA CRE loan portfolio LTV	77%
Total number of CRE loans	66
Average CRE whole loan size, at par	\$27.3
WA Risk Rating, at par	2.6









² At March 31, 2024, all CRE whole loans are now indexed only to SOFR and the WA benchmark rate was 5.36%

³Texas (26.7%) and Florida (14.9%) were the states with the highest concentrations. Based on regions identified by the National Council of Real Estate Investment Fiduciaries (NCREIF)



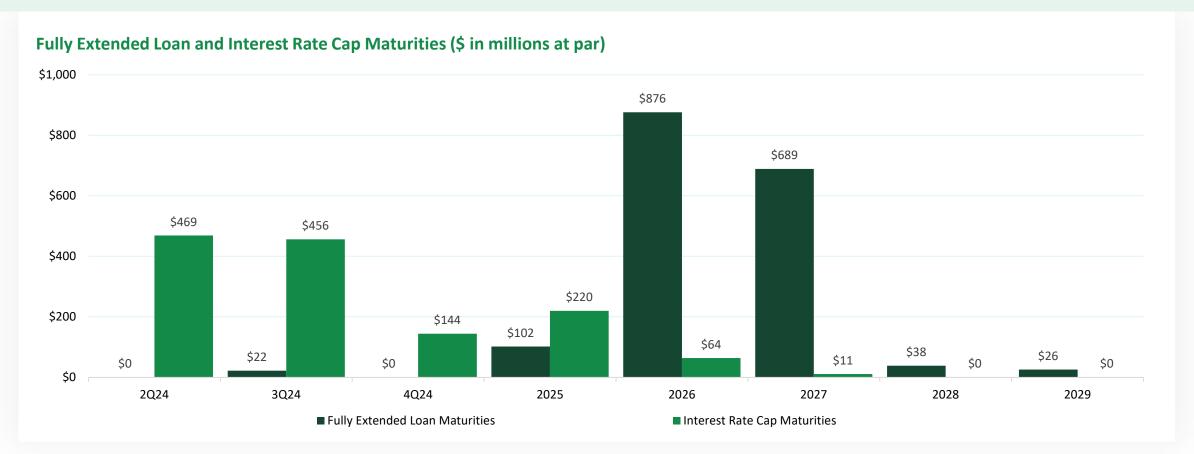
CRE LOAN PORTFOLIO MATURITY PROFILE

2.6 years

Fully extended weighted average loan maturity 1,2

77%

of the par value of the portfolio has interest rate caps in place at March 31, 2024 3,4



¹ Excludes loans in default at March 31, 2024

⁴Our current interest rate caps have maturities from April 2024 through January 2027



² Fully-extended maturity basis assumes borrower elects and qualifies for all extensions

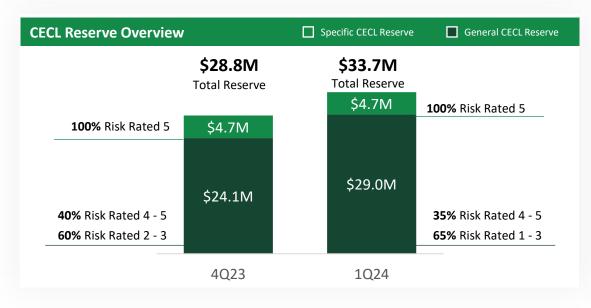
³ Interest rate caps are contractually owned by the underlying borrower and supplement the property cash flows that collateralize the floating rate CRE loan portfolio

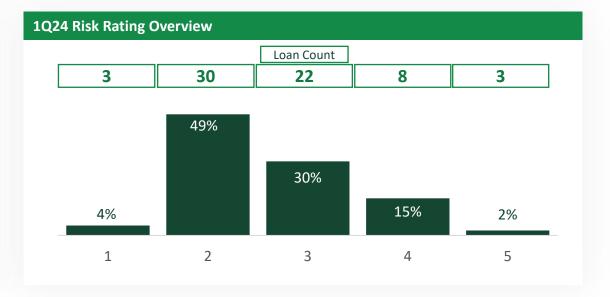
CRE LOAN RISK RATINGS AND CECL RESERVES

of ACR's loans have a risk rating of 1, 2 or 3 that are 83% performing in line with or near underwritten expectations ¹

All but five of ACR's 66 loans are current on contractual payments at March 31, 2024









INVESTMENTS IN REAL ESTATE PROPERTIES





Office \$14.6M³

- 99K SF Class A office / life science/ lab space
- Equity investment in the northeast region
- Lease up as life science / lab building
- Acquired in October 2021



Multifamily \$14.2M³

- 12-acre parcel of land for multifamily development
- Equity investment in the northeast region
- Development of a multifamily complex
- Acquired in November 2021



Student Housing \$13.0M³

- Existing structure and development of adjacent lot
- Equity investment in the southeast region
- Value add and development project
- Acquired in April 2022
- Construction commenced in the first quarter of 2023



Hotel \$38.6M ³

- 388-key hotel next to a convention center
- Equity investment in the east north central region
- Conversion to a Hilton hotel and stabilization
- Acquired in April 2022



Hotel \$39.8M ³

- 279-key hotel next to a convention center
- Equity via lending activities in the northeast region
- Acquired the deed in November 2020
- Reclassified to held for sale as of September 30, 2022

³ Represents value on date of acquisition



¹ Investments in real estate comprise six properties, four of which are held at depreciated/amortized cost basis and two of which are held for sale at lower of cost or fair value. Images exclude the \$20.9M property held for sale acquired via deed-in-lieu of foreclosure in June 2023.

² Real estate related depreciation and amortization expense is \$1.2 million for the 1st quarter of 2024

CAPITALIZATION OVERVIEW

Total Capitalization (\$ in Millions)	\$2,068.7	
Corporate WACC ¹	7.38%	
Total Asset Specific Financing	\$1,425.6	
WA Asset Specific Cost	BR + 1.96%	
Term/Senior Secured Avail.	\$768.3	
Recourse Debt Leverage	1.1x	
Total Corporate Leverage	3.7x	

Outst	anding Financing	
90%	Non-Mark-to-Market	
10%	Term Warehouse Financing	
71%	Securitizations	
9%	Senior Unsecured Notes	
4%	Senior Secured Financing	
3%	Trust Preferred Securities	

	Capitalization				
\$ in Millions	Maximum Capacity	Amount	\$ Avail.	W. Avg. Coupon	Leverage Ratio
Term Warehouse Financing ²	\$500.0	\$165.8	\$332.8	BR + 2.64%	0.4x
Senior Secured Financing ²	500.0	61.8	435.5	BR + 3.78%	0.1x
Mortgages Payable					
ReadyCap Commercial, LLC ²	\$20.4	\$19.4	\$0.8	BR + 3.80%	
Oceanview Life and Annuity Company ³	48.0	16.8	30.2	BR + 6.00%	
Florida Pace Funding Agency ³	<u>15.5</u>	<u>15.1</u>	<u>0.0</u>	7.26%	
Total Mortgages Payable	\$83.9	\$51.3	\$31.0		0.2x
Senior Unsecured Notes	150.0	148.3	-	5.75%	0.3x
Trust Preferred Securities	51.5	51.5	-	BR + 3.95%	0.1x
Total Recourse Debt	\$1,285.4	\$478.7	\$799.3		1.1x
Securitizations ²	1,146.8	1,146.8	-	BR + 1.66%	2.6x
Total Leverage ⁴	\$2,432.2	\$1,625.5	\$799.3		3.7x
Preferred Equity		224.0		8.26%	
Common Equity ⁵		219.2			
Total Capitalization		\$2,068.7		7.38% ¹	

Mortgages Payable



¹Weighted average cost of capital ("WACC") calculation excludes the impact of common equity in the denominator

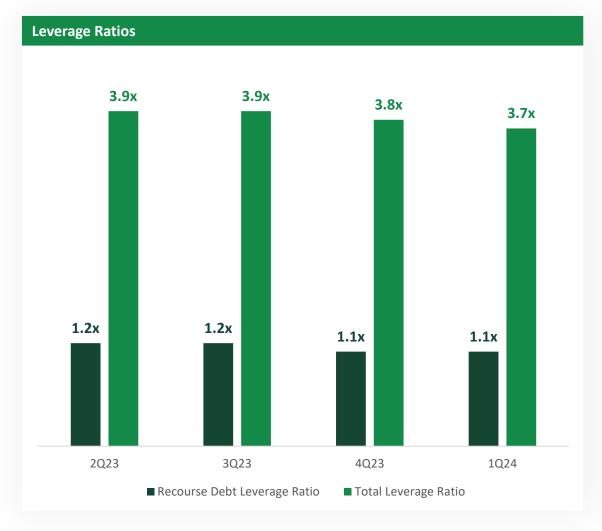
² Asset-specific borrowings total \$1.4 billion, of which securitizations are 80%

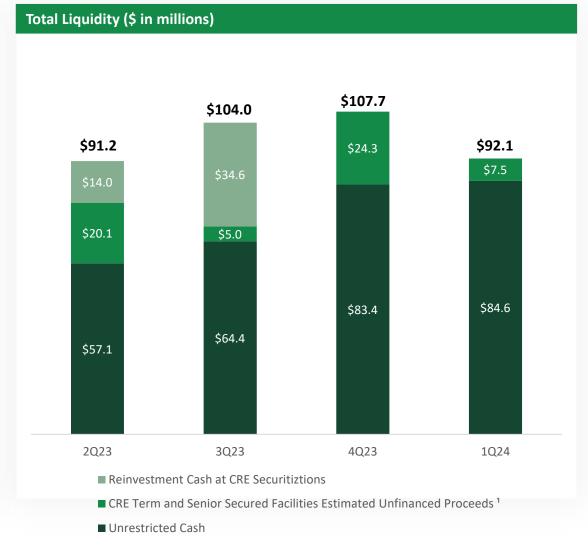
³ Current balance includes capitalized deferred debt issuance costs

⁴ Includes \$12.7 million of unamortized deferred debt issuance costs and discounts on borrowings

⁵ Includes \$10.4 million of non-controlling interests

LEVERAGE AND LIQUIDITY TREND









APPENDIX



CONSOLIDATED BALANCE SHEETS

(in thousands, except share and per share data)	Mar. 31, 2024	Dec. 31, 2023
Assets	(unaudited)	
Cash and cash equivalents	\$ 84,60	
Restricted cash	4,03	
Accrued interest receivable	11,88	
CRE loans	1,774,88	
Less: allowance for credit losses	_(33,653	<u>(28,757)</u>
CRE loans, net	1,741,23	0 1,828,336
Loan receivable - related party	10,92	5 10,975
Investments in unconsolidated entities	21,67	1,548
Properties held for sale	62,98	6 62,605
Investments in real estate	171,28	4 157,621
Right of use assets	19,79	9 19,879
Intangible assets	7,63	8 7,882
Other assets	3,79	5 3,590
Total Assets	\$ 2,139,85	2 \$ 2,196,105
Liabilities		
Accounts payable and other liabilities	\$ 13,87	3 \$ 13,963
Management fee payable - related party	54	1 584
Accrued interest payable	5,99	0 8,459
Borrowings	1,625,49	9 1,676,200
Lease liabilities	44,43	9 44,276
Distributions payable	3,22	9 3,262
Accrued tax liability	4	3 121
Liabilities held for sale	3,07	3,025
Total Liabilities	1,696,68	7 1,749,890
Equity		
Series C Preferred stock, par value \$0.001		5
Series D Preferred stock, par value \$0.001		5
Common stock, par value \$0.001		8
Additional paid-in capital	1,165,99	9 1,169,970
Accumulated other comprehensive loss	(4,404	
Distributions in excess of earnings	(728,835	
Total Stockholders' Equity	432,77	
Non-controlling interests	10,38	
Total Equity	443,16	
Total Liabilities and Equity	\$ 2,139,85	
		· ,



CONSOLIDATED STATEMENTS OF OPERATIONS

(Unaudited, in thousands, except share and per share data)	For the Three Months Ended	
	Mar. 31, 2024	Mar. 31, 2023
Revenues		
Interest income	\$ 42,611	\$ 45,329
Interest expense	31,251	31,375
Net interest income	11,360	13,954
Real estate income	7,371	7,071
Other revenue	37	33
Total revenues	18,768	21,058
Operating Expenses		
General and administrative	3,255	2,979
Real estate expenses	9,531	8,860
Management fees - related party	1,627	1,773
Equity compensation - related party	477	894
Corporate depreciation and amortization	8	23
Provision for credit losses, net	4,896	5,096
Total operating expenses	19,794	19,625
Other Income		
Gain on conversion of real estate	5,835	_
Gain on sale of real estate	_	745
Other income	115	110
Total other income	5,950	855
Income before Taxes	4,924	2,288
Income tax benefit	_	5
Net Income	\$ 4,924	\$ 2,293
Net income allocated to preferred shares	(4,822)	(4,855)
Carrying value in excess of consideration paid for preferred shares	242	_
Net loss allocable to non-controlling interest, net of taxes	212	146
Net Income (Loss) Allocable to Common Shares	\$ 556	\$ (2,416)
Net Income (Loss) per Common Share – Basic	\$ 0.07	\$ (0.28)
Net Income (Loss) per Common Share – Diluted	\$ 0.07	\$ (0.28)
Weighted Average Number of Common Shares Outstanding - Basic	7,754,130	8,500,413
Weighted Average Number of Common Shares Outstanding - Diluted	8,033,813	8,500,413



EARNINGS AVAILABLE FOR DISTRIBUTION

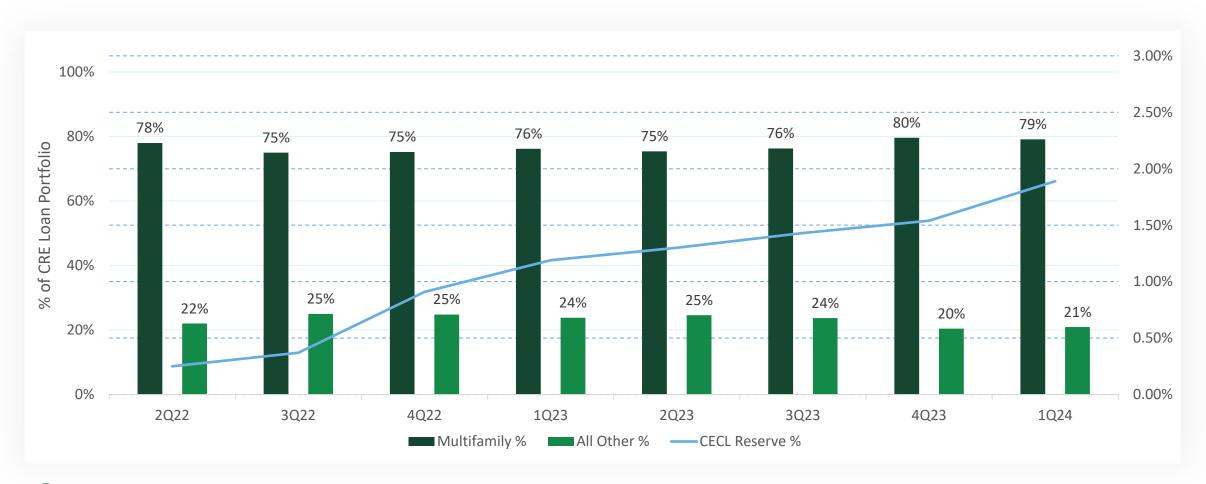
(Unaudited, in thousands, except share and per share data)	For the Three Months Ended				
	Mar. 31, 2024		Mar. 31, 2023		
Net Income (Loss) Allocable to Common Shares - GAAP	\$	556	\$		(2,416)
Realized gain on sale of investment in real estate		_			(745)
Net income (loss) allocable to common shares - GAAP, adjusted	\$	556	\$		(3,161)
Non-cash equity compensation expense		477			894
Non-cash provision for CRE credit losses		4,896			5,096
Realized gain on sale of investment in real estate		_			745
Unrealized gain on core activities		(5,835)			_
Real estate depreciation and amortization		1,238			954
Net income from non-core assets		(50)			(26)
Earnings Available for Distribution Allocable to Common Shares ¹	\$	1,282		\$	4,502
Earnings Available for Distribution per Common Share – Diluted ¹	\$	0.16		\$	0.52
Weighted Average Number of Common Shares Outstanding - Diluted on EAD Allocable to Common Shares		8,033,813		8,7	702,403



CECL TREND ANALYSIS CHART

ACR's CECL reserve as a percentage of the total CRE loan portfolio remained steady from 2Q22 until 3Q22¹

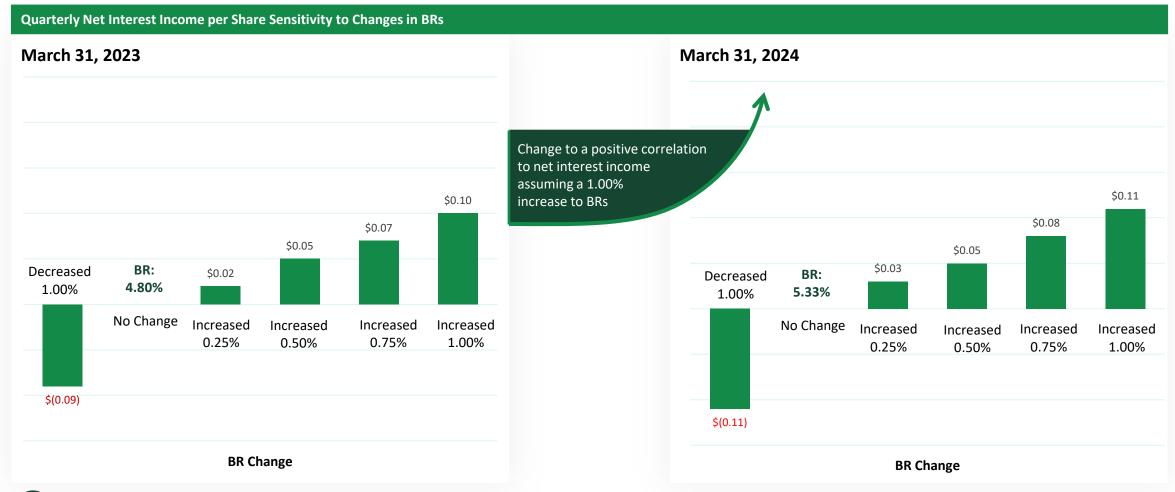
Since 3Q22, volatility in the commercial real estate sector and limited market liquidity have caused an increase in the CECL reserves to 1.89% at 1Q24





BENCHMARK SENSITIVITY ANALYSIS TREND

The recent increases to benchmark rates on net interest income have returned our match-financed investment portfolio to having a direct correlation to the rise or fall in interest rates





KEY DEFINITIONS

Earnings Available for Distribution:

Earnings Available for Distribution ("EAD") is a non-GAAP financial measure that the Company uses to evaluate its operating performance. EAD excludes the effects of certain transactions and GAAP adjustments that it believes are not necessarily indicative of its current CRE loan portfolio and other CRE-related investments and operations. EAD excludes income (loss) from all non-core assets comprising of investments and securities owned by the Company at the initial measurement date of December 31, 2016 in commercial finance, middle market lending, residential mortgage lending, certain legacy CRE loans and other non-CRE assets designated as assets held for sale.

EAD, for reporting purposes, is defined as GAAP net income (loss) allocable to common shares, excluding (i) non-cash equity compensation expense, (ii) unrealized gains and losses, (iii) non-cash provisions for loan losses, (iv) non-cash impairments on securities, (v) non-cash amortization of discounts or premiums associated with borrowings, (vi) net income or loss from a limited partnership interest owned at the initial measurement date, (vii) net income or loss from non-core assets, (viii) real estate depreciation and amortization, (ix) foreign currency gains or losses and (x) income or loss from discontinued operations. EAD may also be adjusted periodically to exclude certain one-time events pursuant to changes in GAAP and certain non-cash items.

Although pursuant to the Fourth Amended and Restated Management Agreement the Company calculates the Manager's incentive compensation using EAD excluding incentive fees payable to the Manager, the Company includes incentive fees payable to the Manager in EAD for reporting purposes.

Benchmark Rate:

Benchmark Rate ("BR") refers to the collective one-month Term Secured Overnight Finance Rate ("SOFR") rates that are used as benchmarks on the originated loans during the associated period.

Book Value:

Book value is presented per common share, excluding unvested restricted stock and including warrants to purchase common stock. The measure refers to common stock book value, which is calculated as total stockholders' equity less preferred stock equity.

Leverage Ratio:

Leverage ratio is calculated as the respective period ended borrowings over total equity.

Asset-specific leverage ratio excludes corporate debt from the calculation.

Current Expected Credit Losses:

Current Expected Credit Losses ('CECL") refers to the provision to earnings in order to estimate expected losses.



OTHER DISCLOSURES

Commercial Real Estate Loans Risk Ratings

CRE loans are collateralized by a diversified mix of real estate properties and are assessed for credit quality based on the collective evaluation of several factors, including but not limited to: collateral performance relative to underwritten plan, time since origination, current implied and/or re-underwritten loan-to-collateral value ratios, loan structure and exit plan. Depending on the loan's performance against these various factors, loans are rated on a scale from 1 to 5, with loans rated 1 representing loans with the highest credit quality and loans rated 5 representing loans with the lowest credit quality. The factors evaluated provide general criteria to monitor credit migration in the Company's loan portfolio; as such, a loan's rating may improve or worsen, depending on new information received.

The criteria set forth below should be used as general guidelines, and therefore not every loan will have all of the characteristics described in each category below.

Rating 1:	Property performance has surpassed underwritten expectations		
	Occupancy is stabilized, the property has had a history of consistently high occupancy, and the property has a diverse and high-quality tenant mix		
Rating 2:	Property performance is consistent with underwritten expectations and covenants and performance criteria are being met or exceeded		
	Occupancy is stabilized, near stabilized or is on track with underwriting		
Rating 3:	Property performance lags behind underwritten expectations		
	Occupancy is not stabilized and the property has some tenancy rollover		
Rating 4:	Property performance significantly lags behind underwritten expectations. Performance criteria and loan covenants have required occasional waivers		
	Occupancy is not stabilized and the property has a large amount of tenancy rollover		
Rating 5:	Property performance is significantly worse than underwritten expectations. The loan is not in compliance with loan covenants and performance criteria and may be in default. Expected sale proceeds would not be sufficient to pay off the loan at maturity		
	The property has a material vacancy rate and significant rollover of remaining tenants		
	An updated appraisal is required upon designation and updated on an as-needed basis		





ACRES Commercial Realty Corp. is a real estate investment trust that is primarily focused on originating, holding and managing commercial real estate mortgage loans and equity investments in commercial real estate property through direct ownership and joint ventures.

Additional information is available at the Company's website.



CONTACT INFORMATION

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Common Stock Symbol: ACR

Pref. Stock Symbols: ACRPrC & ACRPrD

