NATIONAL RETAIL PROPERTIES, INC.
Form 10-K
February 12, 2019
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549
FORM 10-K
(Mark One)
x ANNUAL REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934.
For the fiscal year ended December 31, 2018
OR
¨TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934.
For the transition period from to .
Commission file number 001-11290
NATIONAL RETAIL PROPERTIES, INC.
(Exact name of registrant as specified in its charter)

Maryland (State or other jurisdiction of incorporation or organization)	56-1431377 (I.R.S. Employer Identification No.)

450 South Orange Avenue, Suite 900
Orlando, Florida 32801
(Address of principal executive offices, including zip code)
Registrant's telephone number, including area code: (407) 265-7348
Securities registered pursuant to Section 12(b) of the Act:

Title of each class:	Name of exchange on which registered:
Common Stock, $0.01 par value	New York Stock Exchange
5.700% Series E Preferred Stock, $0.01 par value	New York Stock Exchange
5.200% Series F Preferred Stock, $0.01 par value	New York Stock Exchange

Securities registered pursuant to section 12(g) of the Act:
None
(Title of class)
Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes x No ¨
Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act Yes ¨ No x
Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No ¨
Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes x No ¨
Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ¨
Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "smaller reporting company"

in Rule 12b-2 of the Exchange Act. (Check one):
Large accelerated filer x Accelerated filer ¨ Non-accelerated filer ¨ Smaller reporting company ¨
Emerging growth company ¨
If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ¨
Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes ¨ No x
The aggregate market value of voting common stock held by non-affiliates of the registrant as of June 30, 2018 was $6,839,989,654.
The number of shares of common stock outstanding as of January 31, 2019 was 161,618,400.
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DOCUMENTS INCORPORATED BY REFERENCE:
Registrant incorporates by reference into Part III (Items 10, 11, 12, 13 and 14) of this Annual Report on Form 10-K portions of National Retail Properties, Inc.'s definitive Proxy Statement for the 2019 Annual Meeting of Stockholders to be filed with the Securities and Exchange Commission (the "Commission") pursuant to Regulation 14A. The definitive Proxy Statement will be filed with the Commission not later than 120 days after the end of the fiscal year covered by this Annual Report on Form 10-K.

TABLE OF CONTENTS

PART I

Unless the context otherwise requires, references in this Annual Report on Form 10-K to the terms “registrant” or “NNN” or the “Company” refer to National Retail Properties, Inc. and all of its consolidated subsidiaries. NNN may elect to treat certain subsidiaries as taxable real estate investment trust subsidiaries, (“TRS”).

Statements contained in this Annual Report on Form 10-K, including the documents that are incorporated by reference, that are not historical facts are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 (the “Exchange Act”). Also, when NNN uses any of the words “anticipate,” “assume,” “believe,” “estimate,” “expect,” “intend,” or similar expressions, NNN is making forward-looking statements. Although management believes that the expectations reflected in such forward-looking statements are based upon present expectations and reasonable assumptions, NNN’s actual results could differ materially from those set forth in the forward-looking statements. Certain factors that could cause actual results or events to differ materially from those NNN anticipates or projects are described in “Item 1A. Risk Factors” of this Annual Report on Form 10-K.

Given these uncertainties, readers are cautioned not to place undue reliance on such statements, which speak only as of the date of this Annual Report on Form 10-K or any document incorporated herein by reference. NNN undertakes no obligation to publicly release any revisions to these forward-looking statements that may be made to reflect events or circumstances after the date of this Annual Report on Form 10-K.

Item 1. Business

The Company

NNN, a Maryland corporation, is a fully integrated real estate investment trust (“REIT”) formed in 1984. NNN's assets are primarily real estate assets. NNN's consolidated financial statements are included in Item 8 of this Annual Report on Form 10-K.

Real Estate Assets

NNN acquires, owns, invests in and develops properties that are leased primarily to retail tenants under long-term net leases and are primarily held for investment ("Properties" or "Property Portfolio," or individually a "Property"). NNN owned 2,969 Properties with an aggregate gross leasable area of approximately 30,487,000 square feet, located in 48 states, with a weighted average remaining lease term of 11.5 years as of December 31, 2018. Approximately 98 percent of the Properties were leased as of December 31, 2018.

Competition

NNN generally competes with numerous other REITs, commercial developers, real estate limited partnerships and other investors including but not limited to insurance companies, pension funds and financial institutions that own, manage, finance or develop retail and net leased properties.

Employees

As of January 31, 2019, NNN employed 68 associates.

Other Information

NNN’s executive offices are located at 450 S. Orange Avenue, Suite 900, Orlando, Florida 32801, and its telephone number is (407) 265-7348. NNN has a website at www.nnnreit.com where NNN’s filings with the Securities and Exchange Commission (the "Commission") can be downloaded free of charge.

The common shares of National Retail Properties, Inc. are traded on the New York Stock Exchange (the "NYSE") under the ticker symbol "NNN." National Retail Properties, Inc. has two series of preferred shares outstanding which are traded on the NYSE in the form of depositary shares: the depositary shares, each representing 1/100th of a share of 5.700% Series E Cumulative Redeemable Preferred Stock, par value $0.01 per share (“Series E Preferred Stock”), are traded on the NYSE under the ticker symbol "NNN/PE" and the depositary shares, each representing 1/100th of a share of 5.200% Series F Cumulative Redeemable Preferred Stock, par value $0.01 per share (“Series F Preferred Stock”), are traded on the NYSE under the symbol "NNN/PF."

Business Strategies and Policies

The following is a discussion of NNN's operating strategy and certain of its investment, financing and other policies. These strategies and policies have been set by management and the Board of Directors and, in general, may be amended or revised from time to time by management and the Board of Directors without a vote of NNN's stockholders.

Operating Strategies

NNN's strategy is to invest primarily in retail real estate that is typically well located within each local market for its tenants' retail lines of trade. Management believes that these types of properties, generally leased pursuant to triple-net leases, provide attractive opportunities for stable current returns and the potential for increased returns and capital appreciation. Triple-net leases typically require the tenant to pay property operating expenses such as insurance, utilities, repairs, maintenance, capital expenditures and real estate taxes and assessments. Initial lease terms are generally 10 to 20 years.

NNN holds each real estate asset until it determines that the sale of such an asset is advantageous in view of NNN's investment objectives. In deciding whether to sell a real estate asset, factors NNN may consider include, but are not limited to, potential capital appreciation, net cash flow, tenant credit quality, tenant's line of trade, portfolio composition, market lease rates, local market conditions, potential use of sale proceeds and federal income tax considerations.

NNN's management team focuses on certain key indicators to evaluate the financial condition and operating performance of NNN. These key indicators include the composition of the Property Portfolio (such as tenant, geographic and line of trade diversification), the occupancy rate of the Property Portfolio, certain financial performance ratios and profitability measures, industry trends, and industry performance compared to NNN.

The operating strategies employed by NNN have allowed NNN to increase the annual dividend (paid quarterly) per common share for 29 consecutive years. NNN is one of only three publicly traded REITs to increase its annual dividend per common share for 29 or more consecutive years.

Investment in Real Estate or Interests in Real Estate

NNN's management believes that single tenant, freestanding net lease retail properties will continue to provide attractive investment opportunities and that NNN is well suited to take advantage of these opportunities because of its experience in accessing capital markets, and its ability to source, underwrite and acquire such properties.

In evaluating a particular acquisition, management may consider a variety of factors, including but not limited to:

- the location, visibility and accessibility of the property,
- the geographic area and demographic characteristics of the community,
- the local real estate market conditions, including potential for growth, redevelopment, market rents, and existing or potential competing properties or retailers,
- the size, age and title status of the property,
- the quality of construction and design and the current physical condition of the property,
- the potential for, and current extent of, any environmental problems,
- the purchase price,
- the non-financial terms of the proposed acquisition,
- the availability of funds or other consideration for the proposed acquisition and the cost thereof,
- the compatibility of the property with NNN's existing Property Portfolio,
- the property-level operating history,
- the financial and other characteristics of the existing tenant,
- the tenant's business plan, operating history and management team,
- the tenant's industry,
- the terms of any lease,
- the rent to be paid by the tenant,
- any existing indebtedness encumbering the property which may be assumed in connection with acquiring or refinancing these investments, and
- the merits relative to other opportunities.

2

NNN intends to engage in future investment activities in a manner that is consistent with the maintenance of its status as a REIT for federal income tax purposes. Additionally, NNN does not intend to engage in activities that will make NNN an investment company under the Investment Company Act of 1940, as amended.

Investments in Real Estate Mortgages and Securities of or Interests in Persons Engaged in Real Estate Activities

While NNN's primary business objectives emphasize retail properties, NNN may invest in (i) a wide variety of property and tenant types, (ii) leases, mortgages and other types of real estate interests, (iii) loans secured by personal property, (iv) loans secured by partnership or membership interests in partnerships or limited liability companies, respectively, or (v) securities of other REITs, or other issuers, including for the purpose of exercising control over such entities.

Financing Strategy

NNN's financing objective is to manage its capital structure effectively in order to provide sufficient capital to execute its operating strategies while servicing its debt requirements and providing value to its stockholders. NNN generally utilizes debt and equity security offerings, bank borrowings, proceeds from the sale of properties, and to a lesser extent, internally generated funds to meet its capital needs.

NNN typically funds its short-term liquidity requirements including investments in additional properties with advances from its $900,000,000 unsecured revolving credit facility ("Credit Facility"). As of December 31, 2018, there was no outstanding balance and $900,000,000 was available for future borrowings under the Credit Facility.

As of December 31, 2018, NNN's ratio of total debt to total gross assets (before accumulated depreciation and amortization) was approximately 35 percent and the ratio of secured indebtedness to total gross assets was less than one percent. The ratio of total debt to total market capitalization was approximately 25 percent. Certain financial agreements contain covenants that limit NNN's ability to incur additional debt under certain circumstances.

NNN anticipates it will be able to obtain additional financing for short-term and long-term liquidity requirements as further described in "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations – Liquidity." However, there can be no assurance that additional financing or capital will be available, or that the terms will be acceptable or advantageous to NNN.

The organizational documents of NNN do not limit the absolute amount or percentage of indebtedness that NNN may incur. Additionally, NNN may change its financing strategy at any time.

Strategies and Policy Changes

Any of NNN's strategies or policies described above may be changed at any time by NNN without notice to or a vote of NNN's stockholders.

Property Portfolio

As of December 31, 2018, NNN owned 2,969 Properties with an aggregate gross leasable area of approximately 30,487,000 square feet, located in 48 states, with a weighted average remaining lease term of 11.5 years. Approximately 98 percent of total Properties were leased as of December 31, 2018.

The following table summarizes the Property Portfolio at December 31, 2018 (in thousands):

	Size[(1)]			Total Dollars Invested[(2)]		
	High	Low	Average	High	Low	Average
Land	3,733	2	99	$8,882	$ 5	$ 817
Building	142	1	10	45,286	19	1,889

(1) Approximate square feet.

(2) Costs vary depending upon size, improvements, local market conditions and other factors.

As of December 31, 2018, NNN has committed to fund construction on 19 Properties. The improvements on such Properties are estimated to be completed within 12 months. These construction commitments, as of December 31, 2018, are outlined in the table below (dollars in thousands):

Total commitment[1]	$34,756
Less amount funded	13,588
Remaining commitment	$21,168

[1] Includes land, construction costs, tenant improvements, lease costs, and capitalized interest.

Leases

The following is a summary of the general structure of the leases in the Property Portfolio, although the specific terms of each lease can vary significantly. Generally, the Property leases provide for initial terms of 10 to 20 years. As of December 31, 2018, the weighted average remaining lease term of the Property Portfolio was approximately 11.5 years. The Properties are generally leased under net leases, pursuant to which the tenant typically bears responsibility for substantially all property costs and expenses associated with ongoing maintenance, repair, replacement and operation of the property, including utilities, property taxes and insurance. NNN's leases provide for annual base rental payments (generally payable in monthly installments) ranging from $6,000 to $3,714,000 (average of $211,000), and generally provide for increases in rent as a result of (i) increases in the Consumer Price Index ("CPI"), (ii) fixed increases, or, to a lesser extent, (iii) increases in the tenant’s sales volume.

Generally, NNN's leases provide the tenant with one or more multi-year renewal options subject to generally the same terms and conditions provided under the initial lease term. Some of the leases also provide that in the event NNN wishes to sell the Property subject to that lease, NNN first must offer the lessee the right to purchase the Property on the same terms and conditions as any offer which NNN intends to accept for the sale of the Property.

The following table summarizes the lease expirations, assuming none of the tenants exercise renewal options, of the Property Portfolio for each of the next 10 years and then thereafter in the aggregate as of December 31, 2018:

	% of Annual Base Rent[1]	# of Properties	Gross Leasable Area[2]		% of Annual Base Rent[1]	# of Properties	Gross Leasable Area[2]
2019	1.7%	51	648,000	2025	4.4%	129	1,130,000
2020	3.0%	116	1,498,000	2026	5.0%	179	1,697,000
2021	3.8%	121	1,317,000	2027	7.6%	193	2,600,000
2022	5.9%	124	1,636,000	2028	5.0%	162	1,188,000
2023	2.9%	113	1,420,000	Thereafter	57.7%	1,651	15,021,000
2024	3.0%	75	1,284,000				

[1] Based on annualized base rent for all leases in place as of December 31, 2018.

[2] Approximate square feet.

The following table summarizes the diversification of the Property Portfolio based on the top 10 lines of trade:

		% of Annual Base Rent[1]		
	Top 10 Lines of Trade	2018	2017	2016
1.	Convenience stores	18.0%	18.1%	16.9%
2.	Restaurants - full service	11.4%	12.1%	11.8%
3.	Restaurants - limited service	8.9%	7.6%	7.5%
4.	Automotive service	8.6%	6.9%	6.6%
5.	Family entertainment centers	7.1%	6.4%	5.8%
6.	Health and fitness	5.6%	5.6%	5.7%
7.	Theaters	5.0%	4.8%	4.9%
8.	Automotive parts	3.4%	3.6%	3.9%
9.	Recreational vehicle dealers, parts and accessories	3.4%	3.4%	3.4%
10.	Wholesale clubs	2.3%	2.2%	2.4%
	Other	26.3%	29.3%	31.1%
		100.0%	100.0%	100.0%

[1] Based on annualized base rent for all leases in place as of December 31 of the respective year.

The following table summarizes the diversification of the Property Portfolio by state as of December 31, 2018:

	State	# of Properties	% of Annual Base Rent[1]
1.	Texas	472	17.3%
2.	Florida	219	8.7%
3.	Ohio	195	5.7%
4.	Illinois	141	5.2%
5.	North Carolina	148	4.6%
6.	Georgia	143	4.5%
7.	Tennessee	138	3.9%
8.	Indiana	125	3.9%
9.	Virginia	114	3.7%
10.	Alabama	132	3.1%
	Other	1,142	39.4%
		2,969	100.0%

[1] Based on annualized base rent for all leases in place as of December 31, 2018.

As of December 31, 2018, NNN did not have any tenant that accounted for ten percent or more of its rental income.

Governmental Regulations Affecting Properties

Property Environmental Considerations. Subject to a determination of the level of risk and potential cost of remediation, NNN may acquire a property where some level of environmental contamination may exist. Investments in real property create a potential for substantial environmental liability for the owner of such property from the presence or discharge of hazardous materials on the property or the improper disposal of hazardous materials emanating from the property, regardless of fault. In order to mitigate exposure to environmental liability, NNN maintains an environmental insurance policy which provides some coverage for substantially all of the Properties. Such policy expires in August 2023. As a part of its acquisition due diligence process, NNN obtains an environmental site assessment for each property. In such cases where NNN intends to acquire a property where some level of contamination may exist, NNN generally requires the seller or tenant to (i) remediate the problem, (ii) indemnify NNN for environmental liabilities, and/or (iii) agree to other arrangements deemed appropriate by NNN, including, under certain circumstances, the purchase of environmental insurance to address environmental conditions at the property. NNN may incur costs if the tenant does not comply with these requests.

As of February 5, 2019, NNN has 74 Properties currently under some level of environmental remediation and/or monitoring. In general, the seller, a previous owner, the tenant or an adjacent land owner is responsible for the cost of the environmental remediation for each of these Properties.

Americans with Disabilities Act of 1990. The Properties, as commercial facilities, are required to comply with Title III of the Americans with Disabilities Act of 1990 and similar state and local laws and regulations (collectively, the "ADA"). The tenants will typically have primary responsibility for complying with the ADA, but NNN may incur costs if the tenant does not comply. As of February 5, 2019, NNN has not been notified by any governmental authority of, nor is NNN’s management aware of, any non-compliance with the ADA that NNN’s management believes would have a material adverse effect on its business, financial position or results of operations.

Other Regulations. State and local fire, life-safety and similar entities regulate the use of the Properties. NNN’s leases generally require each tenant to undertake primary responsibility for complying with regulations, but failure to comply could result in fines by governmental authorities, awards of damages to private litigants, or restrictions on the ability to conduct business on such properties.

Item 1A. Risk Factors

Carefully consider the following risks and all of the other information set forth in this Annual Report on Form 10-K, including the consolidated financial statements and the notes thereto. If any of the events or developments described below were actually to occur, NNN’s business, financial condition or results of operations could be adversely affected.

Financial and economic conditions may have an adverse impact on NNN, its tenants, and commercial real estate in general.

Financial and economic conditions can be challenging and volatile and any worsening of such conditions, including any disruption in the capital markets, could adversely affect NNN’s business and results of operations. Such conditions could also affect the financial condition of NNN’s tenants, developers, borrowers, lenders or the institutions that hold NNN’s cash balances and short-term investments, which may expose NNN to increased risks of default by these parties.

There can be no assurance that actions of the United States Government, the Federal Reserve or other government and regulatory bodies intended to stabilize the economy or financial markets will achieve their intended effect. Additionally, some of these actions may adversely affect financial institutions, capital providers, retailers, consumers, NNN’s financial condition, NNN's results of operations or the trading price of NNN’s shares.

Potential consequences of challenging and volatile financial and economic conditions include:

- the financial condition of NNN’s tenants may be adversely affected, which may result in tenant defaults under the leases due to bankruptcy, lack of liquidity, operational failures or for other reasons,
- the ability to borrow on terms and conditions that NNN finds acceptable may be limited or unavailable, which could reduce NNN’s ability to pursue acquisition and development opportunities and refinance existing debt, reduce NNN’s returns from acquisition and development activities, reduce NNN’s ability to make cash distributions to its stockholders and increase NNN’s future interest expense,
- the recognition of impairment charges on or reduced values of the Properties, may adversely affect NNN's results of operations,
- reduced values of the Properties may limit NNN's ability to dispose of assets at attractive prices and reduce the availability of buyer financing, and
- the value and liquidity of NNN’s short-term investments and cash deposits could be reduced as a result of (i) a deterioration of the financial condition of the institutions that hold NNN’s cash deposits or the institutions or assets in which NNN has made short-term investments, (ii) the dislocation of the markets for NNN’s short-term investments, (iii) increased volatility in market rates for such investments or (iv) other factors.

NNN may be unable to obtain debt or equity capital on favorable terms, if at all.

NNN may be unable to obtain capital on favorable terms, if at all, to further its business objectives or meet its existing obligations. Nearly all of NNN’s debt, including the Credit Facility, is subject to balloon principal payments due at maturity. These maturities range between 2022 and 2048. NNN's ability to make these scheduled principal payments may be adversely impacted by NNN’s inability to extend or refinance the Credit Facility, the inability to dispose of assets at an attractive price or the inability to obtain additional debt or equity capital. Capital that may be available may be materially more expensive or available under terms that are materially more restrictive which would have an adverse impact on NNN’s business, financial condition and results of operations.

Changes in established interest rate index could have an adverse affect on NNN's results of operations.

The Alternative Reference Rates Committee ("ARRC") has proposed that the Secured Overnight Funding Rate ("SOFR") replace USD-LIBOR. ARRC has proposed that the market transition to SOFR from USD-LIBOR in 2021. NNN's Credit Facility is indexed to USD-LIBOR. Industry organizations are currently working on the transition plan. NNN is currently monitoring this activity and evaluating the risks involved.

Loss of rent from tenants would reduce NNN’s cash flow.

NNN's tenants encounter significant macroeconomic, governmental and competitive forces. Adverse changes in consumer spending or consumer preferences for particular goods, services or store based retailing could severely impact their ability to pay rent. Shifts from in-store to online shopping could increase due to changing consumer shopping patterns as well as the increase in consumer adoption and use of mobile electronic devices. This expansion of e-commerce could have an adverse impact on NNN's tenants' ongoing viability. The default, financial distress, bankruptcy or liquidation of one or more of NNN’s tenants could cause substantial vacancies in the Property Portfolio. Vacancies reduce NNN’s revenues, increase property expenses and could decrease the value of each such vacant Property. Upon the expiration of a lease, the tenant may choose not to renew the lease and NNN may not be able to re-lease the vacant Property at a comparable lease rate. Furthermore, NNN may incur additional expenditures in connection with such renewal or re-leasing.

A significant portion of the source of the Property Portfolio annual base rent is concentrated in specific industry classifications, tenants and geographic locations.

As of December 31, 2018, approximately,

- 54.0% of the Property Portfolio annual base rent is generated from tenants in five retail lines of trade, including convenience stores (18.0%) and full-service and limited-service restaurants (20.3%),
- 21.7% of the Property Portfolio annual base rent is generated from five tenants, 7-Eleven (5.4%), Mister Car Wash (4.4%), Camping World (4.3%), LA Fitness (4.0%) and Flynn Restaurant Group (Taco Bell/Arby's) (3.6%), and
- 41.5% of the Property Portfolio annual base rent is generated from properties located in five states, including Texas (17.3%) and Florida (8.7%).

7

Any financial hardship and/or economic changes in these lines of trade, tenants or states could have an adverse effect on NNN's results of operations.

Owning real estate and indirect interests in real estate carries inherent risks.

NNN's economic performance and the value of its real estate assets are subject to the risk that if the Properties do not generate revenues sufficient to meet its operating expenses, including debt service, NNN's cash flow and ability to pay distributions to its stockholders will be adversely affected. As a real estate company, NNN is susceptible to the following real estate industry risks, which are beyond its control:

- changes in national, regional and local economic conditions and outlook,
- decreases in consumer spending and retail sales or adverse changes in consumer preferences for particular goods, services or store based retailing,
- economic downturns in the areas where the Properties are located,
- adverse changes in local real estate market conditions, such as an oversupply of space, reduction in demand for space, loss of a large employer, intense competition for tenants, or a demographic change,
- changes in tenant or consumer preferences that reduce the attractiveness of the Properties to tenants,
- changes in zoning, regulatory restrictions, or tax laws, and
- changes in interest rates or availability of financing.

All of these factors could result in decreases in market rental rates and increases in vacancy rates, which could adversely affect NNN's results of operations.

NNN's real estate investments are illiquid.

Because real estate investments are relatively illiquid, NNN's ability to adjust the portfolio promptly in response to economic or other conditions is limited. Certain significant expenditures generally do not change in response to economic or other conditions, including: (i) debt service (if any), (ii) real estate taxes, and (iii) operating and maintenance costs. This combination of variable revenue and relatively fixed expenditures may result, under certain market conditions, in reduced earnings and could have an adverse effect on NNN's financial condition.

Costs of complying with changes in governmental laws and regulations may adversely affect NNN's results of operations.

NNN cannot predict what laws or regulations will be enacted in the future, how future laws or regulations will be administered or interpreted, or how future laws or regulations will affect NNN or its Properties, including, but not limited to environmental laws and regulations. Compliance with new laws or regulations, or stricter interpretation of existing laws, may require NNN, its retail tenants, or consumers to incur significant expenditures, impose significant liability, restrict or prohibit business activities and could cause a material adverse effect on NNN's results of operation.

NNN may be subject to known or unknown environmental liabilities and hazardous materials on Properties owned by NNN.

There may be known or unknown environmental liabilities associated with Properties owned or acquired in the future by NNN. Certain particular uses of some Properties may also have a heightened risk of environmental liability because of the hazardous materials used in performing services on those Properties, such as convenience stores with underground petroleum storage tanks or auto parts and auto service businesses using petroleum products, paint and machine solvents. Some of the Properties may contain asbestos or asbestos-containing materials, or may contain or may develop mold or other bio-contaminants. Asbestos-containing materials must be handled, managed and removed in accordance with applicable governmental laws, rules and regulations. Mold and other bio-contaminants can produce airborne toxins, may cause a variety of health issues in individuals and must be remediated in accordance with applicable governmental laws, rules and regulations.

As part of its due diligence process, NNN generally obtains an environmental site assessment for each Property it acquires. In cases where NNN intends to acquire real estate where evidence of some level of known contamination may exist, NNN generally requires the seller or tenant to (i) remediate the contamination in accordance with applicable laws, rules and regulations, (ii) indemnify NNN for environmental liabilities, and/or (iii) agree to other arrangements deemed appropriate by NNN, including, under certain circumstances, the purchase of environmental insurance. Although sellers or tenants may be contractually responsible for remediating hazardous materials on a property and may be responsible for indemnifying NNN for any liability resulting from the use of a Property and for any failure to comply with any applicable environmental laws, rules or regulations, NNN has no assurance that sellers or tenants shall be able to meet their remediation and indemnity obligations to NNN. A tenant or seller may not have the financial ability to meet its remediation and indemnity obligations to

NNN when required. Furthermore, NNN may have strict liability to governmental agencies or third parties as a result of the existence of hazardous materials on Properties, whether or not NNN knew about or caused such hazardous materials to exist.

As of February 5, 2019, NNN has 74 Properties currently under some level of environmental remediation and/or monitoring. In general, the seller, a previous owner, the tenant or an adjacent land owner is responsible for the cost of the environmental remediation for each of these Properties.

If NNN is responsible for hazardous materials located on its Properties, NNN's liability may include investigation and remediation costs, property damage to third parties, personal injury to third parties, and governmental fines and penalties. Furthermore, the presence of hazardous materials on a Property may adversely impact the Property value or NNN's ability to sell the Property. Significant environmental liability could impact NNN's results of operations, ability to make distributions to stockholders, and its ability to meet its debt obligations.

In order to mitigate exposure to environmental liability, NNN maintains an environmental insurance policy which provides some coverage for substantially all of its Properties. That policy expires in August 2023. However, the policy is subject to exclusions and limitations and does not cover all of the Properties owned by NNN. For those Properties covered under the policy, insurance may not fully compensate NNN for any environmental liability. NNN has no assurance that the insurer on its environmental insurance policy will be able to meet its obligations under the policy. NNN may not desire to renew the environmental insurance policy in place upon expiration or a replacement policy may not be available at a reasonable cost, if at all.

NNN may not be able to successfully execute its acquisition or development strategies.

NNN may not be able to implement its investment strategies successfully. Additionally, NNN cannot assure that its Property Portfolio will expand at all, or if it will expand at any specified rate or to any specified size. In addition, investment in additional real estate assets is subject to a number of risks. Because NNN expects to invest in markets other than the ones in which its current Properties are located or properties which may be leased to tenants other than those to which NNN has historically leased properties, NNN will also be subject to the risks associated with investment in new markets, new lines of trade or with new tenants that may be relatively unfamiliar to NNN's management team.

NNN's development activities are subject to, without limitation, risks relating to the availability and timely receipt of zoning and other regulatory approvals, the cost and timely completion of construction (including risks from factors beyond NNN's control, such as weather or labor conditions or material shortages), the risk of finding tenants for the properties and the ability to obtain both construction and permanent financing on favorable terms. These risks could result in substantial unanticipated delays or expenses and, under certain circumstances, could prevent completion of development activities once undertaken or provide a tenant the opportunity to reduce rent or terminate a lease. Any of these situations may delay or eliminate proceeds or cash flows NNN expects from these projects, which could have an adverse effect on NNN's financial condition.

NNN may not be able to dispose of properties consistent with its operating strategy.

NNN may be unable to sell Properties targeted for disposition under favorable terms due to adverse market conditions or possible prohibitive income tax liability. This may adversely affect, among other things, NNN's ability to sell under favorable terms, execute its operating strategy, achieve target earnings or returns, retire or repay debt or pay dividends.

NNN may suffer a loss in the event of a default of or bankruptcy of a borrower.

As of December 31, 2018, NNN had no outstanding mortgages and notes receivable. If a borrower defaults on a mortgage or other loan made by NNN, and does not have sufficient assets to satisfy the loan, NNN may suffer a loss of principal and interest. In the event of the bankruptcy of a borrower, NNN may not be able to recover against all or any of the assets of the borrower, or the collateral may not be sufficient to satisfy the balance due on the loan. In addition, certain of NNN's loans may be subordinate to other debt of a borrower. These investments are typically loans secured by a borrower's pledge of its ownership interests in the entity that owns the real estate or other assets and are typically subordinated to senior loans encumbering the underlying real estate or assets. Subordinated positions are generally subject to a higher risk of nonpayment of principal and interest than the more senior loans. If a borrower defaults on the debt senior to NNN's loan, or in the event of the bankruptcy of a borrower, NNN's loan will be satisfied only after the borrower's senior creditors' claims are satisfied. Where debt senior to NNN's loans exists, the presence of intercreditor arrangements may limit NNN’s ability to amend loan documents, assign the loans, accept prepayments, exercise remedies and control decisions made in bankruptcy proceedings relating to borrowers. Bankruptcy proceedings and litigation can significantly increase the time needed for NNN to acquire underlying collateral, if any, in the event of a default, during which time the collateral may decline in value. In addition, there are significant costs and delays associated with the foreclosure process.

Certain provisions of NNN’s leases or loan agreements may be unenforceable.
NNN’s rights and obligations with respect to its leases, mortgage loans or other loans are governed by written agreements. A court could determine that one or more provisions of such an agreement are unenforceable, such as a particular remedy, a master lease covenant, a loan prepayment provision or a provision governing NNN’s security interest in the underlying collateral of a borrower or lessee. NNN could be adversely impacted if this were to happen with respect to an asset or group of assets.
Property ownership through joint ventures and partnerships could limit NNN’s control of those investments.
Joint ventures or partnerships involve risks not otherwise present for direct investments by NNN. It is possible that NNN’s co-venturers or partners may have different interests or goals than NNN at any time and they may take actions contrary to NNN’s requests, policies or objectives, including NNN’s policy with respect to maintaining its qualification as a REIT. Other risks of joint venture or partnership investments include impasses on decisions because in some instances no single co-venturer or partner has full control over the joint venture or partnership, respectively, or the co-venturer or partner may become insolvent, bankrupt or otherwise unable to contribute to the joint venture or partnership, respectively. Further, disputes may develop with a co-venturer or partner over decisions affecting the property, joint venture or partnership that may result in litigation, arbitration or some other form of dispute resolution.
Competition from numerous other REITs, commercial developers, real estate limited partnerships and other investors may impede NNN’s ability to grow.
NNN may not complete suitable property acquisitions or developments on advantageous terms, if at all, due to competition for such properties with others engaged in real estate investment activities or lack of properties for sale on terms deemed acceptable to NNN. NNN’s inability to successfully acquire or develop new properties may affect NNN’s ability to achieve anticipated return on investment or realize its investment strategy, which could have an adverse effect on its results of operations.
NNN's loss of key management personnel could adversely affect performance and the value of its securities.
NNN is dependent on the efforts of its key management. Competition for senior management personnel can be intense and NNN may not be able to retain its key management. Although NNN believes qualified replacements could be found for any departures of key management, the loss of their services could adversely affect NNN's performance and the value of its securities.
Uninsured losses may adversely affect NNN’s operating results and asset values.
The Properties are generally covered by comprehensive liability, fire, and extended insurance coverage. NNN believes that the insurance carried on its Properties is adequate and in accordance with industry standards. There are, however, types of losses (such as from hurricanes, floods, earthquakes or other types of natural disasters or wars or other acts of violence) which may be uninsurable, self-insured by tenants, or the cost of insuring against these losses may not be economically justifiable in the opinion of tenants or NNN. If an uninsured loss occurs or a loss exceeds policy limits, NNN could lose both its invested capital and anticipated revenues from the property, thereby reducing NNN’s cash flow and asset value.
Acts of violence, terrorist attacks or war may affect the markets in which NNN operates and NNN’s results of operations.
Terrorist attacks or other acts of violence may negatively affect NNN’s operations. There can be no assurance that there will not be terrorist attacks against businesses within the United States. These attacks may directly or indirectly impact NNN’s physical facilities or the businesses or the financial condition of its tenants, developers, borrowers, lenders or financial institutions with which NNN has a relationship. The United States is engaged in armed conflict, which could have an impact on these parties. The consequences of armed conflict are unpredictable, and NNN may not be able to foresee events that could have an adverse effect on its business or be insured for such.
More generally, any of these events or threats of these events could cause consumer confidence and spending to decrease or result in increased volatility in the United States and worldwide financial markets and economies. They also could result in, or cause a deepening of, economic recession in the United States or abroad. Any of these occurrences could have an adverse impact on NNN’s financial condition or results of operations.

Vacant properties or bankrupt tenants could adversely affect NNN's business or financial condition.

As of December 31, 2018, NNN owned 52 vacant, un-leased Properties, which accounted for approximately two percent of total Properties held in the Property Portfolio. NNN is actively marketing these Properties for sale or lease but may not be able to sell or lease these Properties on favorable terms or at all. The lost revenues and increased property expenses resulting from the rejection by any bankrupt tenant of any of their respective leases with NNN could have a material adverse effect on the liquidity and results of operations of NNN if NNN is unable to re-lease the Properties at comparable rental rates and in a timely manner. As of January 31, 2019, less than one percent of total Properties held in the Property Portfolio was leased to one tenant that filed a petition for bankruptcy under Chapter 11 of the U.S. Bankruptcy Code. As a result, this tenant has the right to reject or affirm its leases with NNN.

The amount of debt NNN has and the restrictions imposed by that debt could adversely affect NNN's business and financial condition.

As of December 31, 2018, NNN had outstanding debt, including mortgages payable, of $12,694,000, total unsecured notes payable of $2,838,701,000 and no outstanding balance on the Credit Facility. NNN's organizational documents do not limit the level or amount of debt that it may incur. If NNN incurs additional indebtedness and permits a higher degree of leverage, debt service requirements would increase and could adversely affect NNN's financial condition and results of operations, as well as NNN's ability to pay principal and interest on the outstanding indebtedness or cash dividends to its stockholders. In addition, increased leverage could increase the risk that NNN may default on its debt obligations.

The amount of debt outstanding at any time could have important consequences to NNN's stockholders. For example, it could:

- require NNN to dedicate a substantial portion of its cash flow from operations to payments on its debt, thereby reducing funds available for operations, real estate investments and other business opportunities that may arise in the future,
- increase NNN's vulnerability to general adverse economic and industry conditions,
- limit NNN's ability to obtain any additional financing it may need in the future for working capital, debt refinancing, capital expenditures, real estate investments, development or other general corporate purposes,
- make it difficult to satisfy NNN's debt service requirements,
- limit NNN's ability to pay dividends in cash on its outstanding common and preferred stock,
- limit NNN's flexibility in planning for, or reacting to, changes in its business and the factors that affect the profitability of its business, and
- limit NNN's flexibility in conducting its business, which may place NNN at a disadvantage compared to competitors with less debt or debt with less restrictive terms.

NNN's ability to make scheduled payments of principal or interest on its debt, or to retire or refinance such debt will depend primarily on its future performance, which to a certain extent is subject to the creditworthiness of its tenants, competition, and economic, financial, and other factors beyond its control. There can be no assurance that NNN's business will continue to generate sufficient cash flow from operations in the future to service its debt or meet its other cash needs. If NNN is unable to generate sufficient cash flow from its business, it may be required to refinance all or a portion of its existing debt, sell assets or obtain additional financing to meet its debt obligations and other cash needs. NNN cannot assure stockholders that any such refinancing, sale of assets or additional financing would be possible or, if possible, on terms and conditions, including but not limited to the interest rate, which NNN would find acceptable or would not result in a material decline in earnings.

NNN is obligated to comply with financial and other covenants in its debt instruments that could restrict its operating activities, and the failure to comply with such covenants could result in defaults that accelerate the payment of such debt.

As of December 31, 2018, NNN had approximately $2,851,395,000 of outstanding indebtedness, of which approximately $12,694,000 was secured indebtedness. NNN's unsecured debt instruments contain various restrictive covenants which include, among others, provisions restricting NNN's ability to:

- incur or guarantee additional debt,
- make certain distributions, investments and other restricted payments,
- enter into transactions with certain affiliates,
- create certain liens,
- consolidate, merge or sell NNN's assets, and
- pre-pay debt.

NNN's secured debt instruments generally contain customary covenants, including, among others, provisions:

- requiring the maintenance of the property securing the debt,
- restricting its ability to sell, assign or further encumber the properties securing the debt,
- restricting its ability to incur additional debt on the property securing the debt,
- restricting modifications to property improvements,
- restricting its ability to amend or modify existing leases on the property securing the debt, and
- establishing certain prepayment restrictions.

In addition, NNN's debt instruments may contain cross-default provisions, in which case a default of NNN under one debt instrument will be a default of NNN under multiple or all debt instruments of NNN.

NNN's ability to meet some of its debt covenants, including covenants related to the condition of the property or payment of real estate taxes, may be dependent on the performance by NNN's tenants under their leases.

In addition, certain covenants in NNN's debt instruments, including its Credit Facility, require NNN, among other things, to:

- limit certain leverage ratios,
- maintain certain minimum interest and debt service coverage ratios, and
- limit investments in certain types of assets.

NNN's failure to comply with certain of its debt covenants could result in defaults that accelerate the payment under such debt and limit the dividends paid to NNN's common and preferred stockholders which would likely have a material adverse impact on NNN's financial condition and results of operations. In addition, these defaults could impair its access to the debt and equity markets.

The market value of NNN's equity and debt securities is subject to various factors that may cause significant fluctuations or volatility.

As with other publicly traded securities, the market price of NNN's equity and debt securities depends on various factors, which may change from time-to-time and/or may be unrelated to NNN's financial condition, operating performance or prospects that may cause significant fluctuations or volatility in such prices. These factors, among others, include:

- general economic and financial market conditions,
- level and trend of interest rates,
- changes in government taxation or regulatory authorities,
- NNN's ability to access the capital markets to raise additional capital,
- the issuance of additional equity or debt securities,
- changes in NNN's funds from operations or earnings estimates,
- changes in NNN's debt ratings or analyst ratings,
- NNN's financial condition and performance,
- market perception of NNN compared to other REITs, and
- market perception of REITs compared to other investment sectors.

NNN's failure to qualify as a REIT for federal income tax purposes could result in significant tax liability.

NNN intends to operate in a manner that will allow NNN to continue to qualify as a REIT. NNN believes it has been organized as, and its past and present operations qualify NNN as a REIT. However, the Internal Revenue Service ("IRS") could successfully assert that NNN is not qualified as such. In addition, NNN may not remain qualified as a REIT in the future. Qualification as a REIT involves the application of highly technical and complex provisions of the Internal Revenue Code of 1986, as amended (the "Code") for which there are only limited judicial or administrative interpretations and involves the determination of various factual matters and circumstances not entirely within NNN's control. Furthermore, new tax legislation, administrative guidance or court decisions, in each instance potentially with retroactive effect, could make it more difficult or impossible for NNN to qualify as a REIT or avoid significant tax liability.

If NNN fails to qualify as a REIT, it would not be allowed a deduction for dividends paid to stockholders in computing taxable income and would become subject to federal income tax at regular corporate rates. In this event, NNN could be subject to potentially significant tax liabilities and penalties. Unless entitled to relief under certain statutory provisions, NNN would also be disqualified from treatment as a REIT for the four taxable years following the year during which the qualification was lost.

Even if NNN remains qualified as a REIT, NNN faces other tax liabilities that reduce operating results and cash flow.

Even if NNN remains qualified for taxation as a REIT, NNN is subject to certain federal, state and local taxes on its income and assets, including taxes on any undistributed income, tax on income from some activities conducted as a result of a foreclosure, and state or local income, property and transfer taxes. Any increase of these taxes would decrease earnings and cash available for distribution to stockholders. In addition, in order to meet certain REIT qualification requirements, NNN may elect to own some of its assets in a TRS.

Adverse legislative or regulatory tax changes could reduce NNN's earnings and cash flow and the market value of NNN's securities.

At any time, the federal and state income tax laws or the administrative interpretations of those laws may change. Any such changes may have current and retroactive effects, and could adversely affect NNN or its stockholders. Legislation could cause shares in non-REIT entities to be a more attractive investment to individual investors than shares in REITs, and could have an adverse effect on the value of NNN's securities.

Compliance with REIT requirements, including distribution requirements, may limit NNN's flexibility and may negatively affect NNN's operating decisions.

To maintain its status as a REIT for U.S. federal income tax purposes, NNN must meet certain requirements on an on-going basis, including requirements regarding its sources of income, the nature and diversification of its assets, the amounts NNN distributes to its stockholders and the ownership of its shares. NNN may also be required to make distributions to its stockholders when it does not have funds readily available for distribution or at times when NNN's funds are otherwise needed to fund expenditures or debt service requirements. NNN generally will not be subject to federal income taxes on amounts distributed to stockholders, so long as it distributes 100 percent of its REIT taxable income and meets certain other requirements for qualifying as a REIT. For each of the years in the three-year period ended December 31, 2018, NNN believes it has qualified as a REIT. Notwithstanding NNN's qualification for taxation as a REIT, NNN is subject to certain state income, franchise and excise taxes.

Changes in accounting pronouncements could adversely impact NNN's or NNN's tenants' reported financial performance.

Accounting policies and methods are fundamental to how NNN records and reports its financial condition and results of operations. From time to time the Financial Accounting Standards Board ("FASB") and the Commission, who create and interpret appropriate accounting standards, may change the financial accounting and reporting standards or their interpretation and application of these standards that govern the preparation of NNN's financial statements. These changes could have a material impact on NNN's reported financial condition and results of operations. In some cases, NNN could be required to apply a new or revised standard retroactively, resulting in restating prior period financial statements. Similarly, these changes could have a material impact on NNN's tenants' reported financial condition or results of operations and affect their preferences regarding leasing real estate.

NNN’s failure to maintain effective internal control over financial reporting could have a material adverse effect on its business, operating results and the market value of NNN's securities.

Section 404 of the Sarbanes-Oxley Act of 2002 requires annual management assessments of the effectiveness of the Company’s internal control over financial reporting. If NNN fails to maintain the adequacy of its internal control over financial reporting, as such standards may be modified, supplemented or amended from time to time, NNN may not be able to ensure that it can conclude on an ongoing basis that it has effective internal control over financial reporting in accordance with Section 404 of the Sarbanes-Oxley Act of 2002. Moreover, effective internal control over financial reporting, particularly those related to revenue recognition, are necessary for NNN to produce reliable financial reports and to maintain its qualification as a REIT and are important in helping to prevent financial fraud. If NNN cannot provide reliable financial reports or prevent fraud, its business and operating results could be harmed, REIT qualification could be jeopardized, investors could lose confidence in the Company’s reported financial information, the company's access to capital could be impaired, and the trading price of NNN’s shares could drop significantly.

NNN’s ability to pay dividends in the future is subject to many factors.

NNN’s ability to pay dividends may be impaired if any of the risks described in this section were to occur. In addition, payment of NNN’s dividends depends upon NNN’s earnings, financial condition, maintenance of NNN’s REIT status and other factors as NNN’s Board of Directors may deem relevant from time to time.

Cybersecurity risks and cyber incidents could adversely affect NNN's business, disrupt operations and expose NNN to liabilities to tenants, employees, capital providers, and other third parties.

NNN uses information technology and other computer resources to carry out important operational activities and to maintain its business records. As part of NNN’s normal business activities, NNN collects and stores certain personal identifying and confidential information relating to its tenants, employees, vendors and suppliers, and maintains operational and financial information related to NNN’s business. NNN has implemented systems and processes intended to address ongoing and evolving cybersecurity risks, secure its information technology, applications and computer systems, and prevent unauthorized access to or loss of sensitive, confidential and personal data. Although NNN and its service providers employ what NNN believes are adequate security, disaster recovery and other preventative and corrective measures, NNN’s security measures, taken as a whole, may not be sufficient for all possible situations and may be vulnerable to, among other things, hacking, employee error, system error, and faulty password management.

NNN’s ability to conduct its business may be impaired if its information technology resources, including its websites or e-mail systems, are compromised, degraded, damaged or fail, whether due to a virus or other harmful circumstance, intentional penetration or disruption of its information technology resources by:

- a third party,
- natural disaster,
- a failure of hardware or software due to a design or programmatic flaw,
- a failure of hardware or software security controls,
- telecommunications system failure,
- service provider error or failure,
- intentional or unintentional personnel actions, or
- lost connectivity to NNN’s networked resources.

A significant and extended disruption could damage NNN’s business or reputation and cause:

- lose of revenues or tenant relations,
- unintended and/or unauthorized public disclosure or the misappropriation of proprietary, personal identifying and confidential information, and
- NNN to incur significant expenses to address and remediate or otherwise resolve these kinds of issues.

The release of confidential information may also lead to litigation or other proceedings against NNN by affected individuals, business partners and/or regulators, and the outcome of such proceedings, which could include losses, penalties, fines, injunctions, expenses and charges recorded against NNN’s earnings and cause NNN reputational harm, could have a material and adverse effect on NNN’s business, financial position or results of operations.

In addition, the costs of maintaining adequate protection against data security threats, based on considerations of their evolution, increasing sophistication, pervasiveness and frequency and/or government-mandated standards or obligations regarding protective efforts, could be material to NNN's financial position or results of operations in a particular period or over various periods.

Future investment in international markets could subject NNN to additional risks.

If NNN expands its operating strategy to include investment in international markets, NNN could face additional risks, including foreign currency exchange rate fluctuations, operational risks due to local economic and political conditions and laws and policies of the U.S. affecting foreign investment.

Item 1B. Unresolved Staff Comments

None.

Item 2. Properties

Please refer to Item 1. "Business."

Item 3. Legal Proceedings

In the ordinary course of its business, NNN is a party to various legal actions that management believes are routine in nature and incidental to the operation of the business of NNN. Management does not believe that any of these proceedings are material.

Item 4. Mine Safety Disclosures

None.

PART II

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

The common stock of NNN currently is traded on the NYSE under the symbol "NNN." Set forth below is a line graph comparing the cumulative total stockholder return on NNN's common stock, based on the market price of the common stock and assuming reinvestment of dividends, with the FTSE National Association of Real Estate Investment Trusts Equity Index ("NAREIT") and the S&P 500 Index ("S&P") for the five-year period commencing December 31, 2013 and ending December 31, 2018. The graph assumes an investment of $100 on December 31, 2013.

Comparison to Five-Year Cumulative Total Return

Set forth below is a line graph comparing the cumulative total stockholder return on NNN's common stock, based on the market price of the common stock and assuming reinvestment of dividends, with the FTSE National Association of Real Estate Investment Trusts Equity Index ("NAREIT") and the S&P 500 Index ("S&P") for the ten-year period commencing December 31, 2008 and ending December 31, 2018. The graph assumes an investment of $100 on December 31, 2008.

Comparison to Ten-Year Cumulative Total Return

For each calendar quarter and year indicated, the following table reflects respective high, low and closing sales prices for the common stock as quoted by the NYSE and the dividends paid per share in each such period.

2018	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Year
High	$43.32	$44.13	$46.44	$51.48	$51.48
Low	36.25	36.95	43.04	42.97	36.25
Close	39.26	43.96	44.82	48.51	48.51
Dividends paid per share	0.475	0.475	0.500	0.500	1.950
2017					
High	$46.34	$45.63	$43.41	$43.90	$46.34
Low	41.91	36.45	37.45	38.97	36.45
Close	43.62	39.10	41.66	43.13	43.13
Dividends paid per share	0.455	0.455	0.475	0.475	1.860

The following table presents the characterizations for tax purposes of such common stock dividends for the years ended December 31:

	2018			2017		
Ordinary dividends	$1.658604	85.0566	%(1)	$1.559781	83.8592	%
Capital gain	0.015534	0.7966	%	0.035041	1.8839	%
Unrecaptured Section 1250 Gain	0.042818	2.1958	%	0.012194	0.6556	%
Nontaxable distributions	0.233044	11.9510	%	0.252984	13.6013	%
	$1.950000	100.0000	%	$1.860000	100.0000	%

(1) Eligible for the 20% qualified business income deduction under section 199A of the Code that was established by the Tax Cuts and Jobs Act signed into law on December 22, 2017, ("TCJA").

NNN intends to pay regular quarterly dividends to its stockholders, although all future distributions will be declared and paid at the discretion of the Board of Directors and will depend upon cash generated by operating activities, NNN’s financial condition, capital requirements, annual distribution requirements under the REIT provisions of the Code and such other factors as the Board of Directors deems relevant.

In January 2019, NNN declared dividends payable to its stockholders of $80,566,000, or $0.500 per share, of common stock.

On January 31, 2019, there were 1,746 registered holders of record of NNN's common stock.

Item 6. Selected Financial Data
Historical Financial Highlights
(dollars in thousands, except per share data)

	2018	2017	2016	2015	2014
Gross revenues[1]	$ 624,471	$ 585,255	$ 533,817	$ 483,025	$ 435,278
Earnings from continuing operations [2]	292,485	265,371	239,506	197,961	191,046
Net earnings	292,485	265,371	239,506	197,961	191,170
Net earnings attributable to NNN	292,447	264,973	239,500	197,836	190,601
Total assets	7,103,438	6,560,534	6,334,151	5,460,044	4,915,551
Total debt	2,851,395	2,580,207	2,311,689	1,975,944	1,729,891
Total stockholders' equity of NNN	4,154,250	3,840,593	3,916,799	3,342,134	3,082,515
Cash dividends declared to:					
Common stockholders	303,164	277,120	257,007	228,699	204,157
Series D preferred stockholders	—	3,598	19,047	19,047	19,047
Series E preferred stockholders	16,387	16,387	16,387	16,387	16,387
Series F preferred stockholders	17,940	17,940	3,189	—	—
Weighted average common shares:					
Basic	155,744,601	149,111,188	144,176,224	133,998,674	124,257,558
Diluted	156,295,619	149,432,641	144,660,633	134,489,416	124,710,226
Earnings from continuing operations per share and net earnings per share:					
Basic	1.65	1.45	1.39	1.21	1.24
Diluted	1.65	1.45	1.38	1.20	1.24
Cash dividends declared per share to:					
Common stockholders	1.95	1.86	1.78	1.71	1.65
Series D preferred depositary stockholders	—	0.312847	1.656250	1.656250	1.656250
Series E preferred depositary stockholders	1.425000	1.425000	1.425000	1.425000	1.425000
Series F preferred depositary stockholders	1.300000	1.300000	0.231111	—	—
Other data:					
Cash flows provided by (used in):					
Operating activities	$ 471,909	$ 421,557	$ 415,337	$ 341,095	$ 296,733
Investing activities	(609,371)	(625,557)	(779,943)	(644,544)	(541,558)
Financing activities	250,365	(89,176)	644,886	307,105	253,944
Funds from operations – available to common stockholders[3]	395,337	359,179	330,544	289,193	260,902

(1) Gross revenues include the aggregate of total revenue and interest and other income found on the Consolidated Statements of Income and Comprehensive Income.

(2) Certain amounts previously reported in the consolidated financial statements have been reclassified in the accompanying consolidated financial statements to conform to the current period's presentation, primarily to change the presentation of gain on disposition of real estate on the Consolidated Statements of Income and Comprehensive Income. NNN has included gain on disposition of real estate as a component of earnings from operations to present gain and losses on dispositions of properties in accordance with ASC 360-10-45-5. The change was made for the prior periods as the Securities and Exchange Commission (the "Commission") has eliminated Rule 3-15(a) of Regulation S-X as part of Release No. 33-10532; 34-83875; IC-33203, which had required REITs to present gain and losses on disposition of properties outside of continuing operations in the income statement.

(3) The National Association of Real Estate Investment Trusts ("NAREIT") developed Funds from Operations ("FFO") as a relative non-U.S. generally accepted accounting principles ("GAAP") financial measure of performance of a REIT

in order to recognize that income-producing real estate historically has not depreciated on the basis determined under GAAP. FFO is defined by NAREIT and is used by NNN as follows: net earnings (computed in accordance with GAAP) plus depreciation and amortization of real estate assets, excluding gains (or losses) on the disposition of certain assets, any impairment charges on a depreciable real estate asset and NNN's share of these items from NNN's unconsolidated partnerships and joint ventures.

Funds From Operations (FFO) Reconciliation

FFO is generally considered by industry analysts to be an appropriate measure of operating performance of real estate companies. FFO does not necessarily represent cash provided by operating activities in accordance with GAAP and should not be considered an alternative to net income as an indication of NNN's operating performance or to cash flow as a measure of liquidity or ability to make distributions. Management considers FFO an appropriate measure of operating performance of an equity REIT because it primarily excludes the assumption that the value of the real estate assets diminishes predictably over time, and because industry analysts have accepted it as an operating performance measure. NNN's computation of FFO may differ from the methodology for calculating FFO used by other equity REITs, and therefore, may not be comparable to such other REITs.

The following table reconciles FFO to the most directly comparable GAAP measure, net earnings for the years ended December 31:

	2018	2017	2016	2015	2014
Net earnings available to common stockholders	$258,120	$217,193	$200,877	$162,402	$155,167
Real estate depreciation and amortization:					
Continuing operations	174,076	173,404	148,779	134,380	115,888
Discontinued operations	—	—	—	—	3
Gain on disposition of real estate, net of income tax expense and noncontrolling interests	(65,070)	(36,258)	(27,137)	(10,397)	(10,904)
Impairment losses – depreciable real estate, net of recoveries and income tax expense	28,211	4,840	8,025	2,808	748
FFO available to common stockholders	$395,337	$359,179	$330,544	$289,193	$260,902

For a discussion of material events affecting the comparability of the information reflected in the selected financial data, refer to "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations."

Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis should be read in conjunction with "Item 6. Selected Financial Data," and the consolidated financial statements and related notes included elsewhere in this Annual Report on Form 10-K, and the forward-looking disclaimer language in italics before "Item 1. Business."

The term "NNN" or the "Company" refers to National Retail Properties, Inc. and all of its consolidated subsidiaries. NNN may elect to treat certain subsidiaries as taxable real estate investment trust subsidiaries, ("TRS").

Overview

NNN, a Maryland corporation, is a fully integrated real estate investment trust ("REIT") formed in 1984. NNN's assets are primarily real estate assets. NNN acquires, owns, invests in and develops properties that are leased primarily to retail tenants under long-term net leases and are primarily held for investment ("Properties," or "Property Portfolio," or individually a "Property").

NNN owned 2,969 Properties with an aggregate gross leasable area of approximately 30,487,000 square feet, located in 48 states, with a weighted average remaining lease term of 11.5 years as of December 31, 2018. Approximately 98 percent of the Properties were leased as of December 31, 2018.

NNN's management team focuses on certain key indicators to evaluate the financial condition and operating performance of NNN. The key indicators for NNN include items such as: the composition of the Property Portfolio (such as tenant, geographic and line of trade diversification), the occupancy rate of the Property Portfolio, certain financial performance ratios and profitability measures, industry trends and industry performance compared to that of NNN.

NNN evaluates the creditworthiness of its current and prospective tenants. This evaluation may include reviewing available financial statements, store level financial performance, press releases, public credit ratings from major credit rating agencies, industry news publications and financial market data (debt and equity pricing). NNN may also evaluate the business and operations of its tenants, including periodically meeting with senior management of certain tenants.

NNN continues to maintain its diversification by tenant, geography and tenant's line of trade. NNN's largest lines of trade concentrations are the convenience store and restaurant (including full and limited service) sectors. These sectors represent a large part of the freestanding retail property marketplace and NNN's management believes these sectors present attractive investment opportunities. The Property Portfolio is geographically concentrated in the south and southeast United States, which are regions of historically above-average population growth. Given these concentrations, any financial hardship within these sectors or geographic regions could have a material adverse effect on the financial condition and operating performance of NNN.

As of December 31, 2018, 2017 and 2016, the Property Portfolio has remained at least 98 percent leased. As of December 31, 2018, the average remaining lease term of the Property Portfolio was 11.5 years, which was consistent with the past three years. High occupancy levels coupled with a net lease structure, provides enhanced probability of maintaining operating earnings.

Critical Accounting Policies and Estimates

The preparation of NNN's consolidated financial statements in conformance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses as well as other disclosures in the financial statements. On an ongoing basis, management evaluates its estimates and assumptions; however, actual results may differ from these estimates and assumptions, which in turn could have a material impact on NNN's financial statements. A summary of NNN's accounting policies and procedures are included in Note 1 of NNN's consolidated financial statements. Management believes the following critical accounting policies, among others, affect its more significant estimates and assumptions used in the preparation of NNN's consolidated financial statements.

Real Estate Portfolio. NNN records the acquisition of real estate at cost, including acquisition and closing costs. The cost of Properties developed or funded by NNN includes direct and indirect costs of construction, property taxes, interest and other miscellaneous costs incurred during the development period until the project is substantially complete and available for occupancy.

Purchase Accounting for Acquisition of Real Estate Subject to a Lease. In accordance with the Financial Accounting Standards Board ("FASB") guidance on business combinations, the fair value of the real estate acquired with in-place leases is allocated based on their fair values to the acquired tangible assets, consisting of land, building and tenant improvements, and identified intangible assets and liabilities, consisting of the value of above-market and below-market leases, and value of in-place leases. Prior to the adoption of ASU 2017-01, "Business Combinations (Topic 805): Clarifying the definition of a Business," on January 1, 2017, acquisition and closing costs incurred on the acquisition of real estate with an in-place lease were expensed as incurred and recorded as real estate acquisition costs on the Consolidated Statements of Income and Comprehensive Income. This change did not have a material impact on NNN's financial position or results of operations.

Impairment – Real Estate. Based upon certain events or changes in circumstances, management periodically assesses its Properties for possible impairment whenever the carrying value of the asset, including accrued rental income, may not be recoverable through operations. Events or circumstances that may occur include significant changes in real estate market conditions or the ability of NNN to re-lease or sell properties that are vacant or become vacant in a reasonable period of time. Management evaluates whether an impairment in carrying value has occurred by comparing the estimated future cash flows (undiscounted and without interest charges), including the residual value of the real estate, with the carrying value of the individual asset. If an impairment is indicated, a loss will be recorded for the amount by which the carrying value of the asset exceeds its estimated fair value.

Real Estate – Held For Sale. Real estate held for sale is not depreciated and is recorded at the lower of cost or fair value, less costs to sell.

Revenue Recognition. Rental revenues for properties under construction commence upon completion of construction of the leased asset and delivery of the leased asset to the tenant. Rental revenues for non-development real estate assets are recognized when earned in accordance with the FASB guidance on accounting for leases, based on the terms of the lease of the leased asset.

NNN's real estate is generally leased to tenants on a net lease basis, whereby the tenant is responsible for all operating expenses relating to the Property, generally including property taxes, insurance, maintenance, utilities, repairs and capital expenditures. The leases are accounted for using either the operating or the direct financing method. Such methods are described below:

Operating method – Properties with leases accounted for using the operating method are recorded at the cost of the real estate. Revenue is recognized as rentals are earned and expenses (including depreciation) are charged to operations as incurred. Buildings are depreciated on the straight-line method over their estimated useful lives. Leasehold interests are amortized on the straight-line method over the terms of their respective leases. When scheduled rental revenue varies during the lease term, income is recognized on a straight-line basis so as to produce a constant periodic rent over the term of the lease. Accrued rental income is the aggregate difference between the scheduled rents which vary during the lease term and the income recognized on a straight-line basis.

Direct financing method – Properties with leases accounted for using the direct financing method are recorded at their net investment (which at the inception of the lease generally represents the cost of the Property). Unearned income is deferred and amortized into income over the lease terms so as to produce a constant periodic rate of return on NNN’s net investment in the leases.

New Accounting Pronouncements. Refer to Note 1 of the December 31, 2018, Consolidated Financial Statements for a summary and the anticipated impact of each accounting pronouncement on NNN's financial position or results of operations.

Results of Operations
Property Analysis
General. The following table summarizes the Property Portfolio as of December 31:

	2018		2017		2016	
Properties Owned:						
Number	2,969		2,764		2,535	
Total gross leasable area (square feet)	30,487,000		29,093,000		27,204,000	
Properties:						
Leased and unimproved land	2,917		2,740		2,508	
Percent of Properties – leased and unimproved land	98	%	99	%	99	%
Weighted average remaining lease term (years)	11.5		11.5		11.6	
Total gross leasable area (square feet) – leased	29,439,000		28,703,000		26,700,000	

The following table summarizes the lease expirations, assuming none of the tenants exercise renewal options, of the Property Portfolio for each of the next 10 years and then thereafter in the aggregate as of December 31, 2018:

	% of Annual Base Rent[(1)]	# of Properties	Gross Leasable Area[(2)]		% of Annual Base Rent[(1)]	# of Properties	Gross Leasable Area[(2)]
2019	1.7%	51	648,000	2025	4.4%	129	1,130,000
2020	3.0%	116	1,498,000	2026	5.0%	179	1,697,000
2021	3.8%	121	1,317,000	2027	7.6%	193	2,600,000
2022	5.9%	124	1,636,000	2028	5.0%	162	1,188,000
2023	2.9%	113	1,420,000	Thereafter	57.7%	1,651	15,021,000
2024	3.0%	75	1,284,000				

(1) Based on the annualized base rent for all leases in place as of December 31, 2018.
(2) Approximate square feet.

The following table summarizes the diversification of the Property Portfolio based on the top 10 lines of trade:

		% of Annual Base Rent[(1)]		
	Top 10 Lines of Trade	2018	2017	2016
1.	Convenience stores	18.0%	18.1%	16.9%
2.	Restaurants - full service	11.4%	12.1%	11.8%
3.	Restaurants - limited service	8.9%	7.6%	7.5%
4.	Automotive service	8.6%	6.9%	6.6%
5.	Family entertainment centers	7.1%	6.4%	5.8%
6.	Health and fitness	5.6%	5.6%	5.7%
7.	Theaters	5.0%	4.8%	4.9%
8.	Automotive parts	3.4%	3.6%	3.9%
9.	Recreational vehicle dealers, parts and accessories	3.4%	3.4%	3.4%
10.	Wholesale clubs	2.3%	2.2%	2.4%
	Other	26.3%	29.3%	31.1%
		100.0%	100.0%	100.0%

(1) Based on annualized base rent for all leases in place as of December 31 of the respective year.

The following table summarizes the diversification of the Property Portfolio by state as of December 31, 2018:

	State	# of Properties	% of Annual Base Rent[1]
1.	Texas	472	17.3%
2.	Florida	219	8.7%
3.	Ohio	195	5.7%
4.	Illinois	141	5.2%
5.	North Carolina	148	4.6%
6.	Georgia	143	4.5%
7.	Tennessee	138	3.9%
8.	Indiana	125	3.9%
9.	Virginia	114	3.7%
10.	Alabama	132	3.1%
	Other	1,142	39.4%
		2,969	100.0%

(1) Based on annualized base rent for all leases in place as of December 31, 2018.

Property Acquisitions. The following table summarizes the Property acquisitions for each of the years ended December 31 (dollars in thousands):

	2018	2017	2016
Acquisitions:			
Number of Properties	265	276	313
Gross leasable area (square feet)	2,167,000	2,243,000	2,734,000
Initial cash yield	6.8 %	6.9 %	6.9 %
Total dollars invested[1]	$715,572	$754,892	$846,906

(1) Includes dollars invested in projects under construction or tenant improvements for each respective year.

NNN typically funds Property acquisitions either through borrowings under NNN's unsecured revolving credit facility (the "Credit Facility") or by issuing its debt or equity securities in the capital markets.

Property Dispositions. The following table summarizes the Properties sold by NNN for each of the years ended December 31 (dollars in thousands):

	2018	2017	2016
Number of properties	61	48	38
Gross leasable area (square feet)	686,000	346,000	490,000
Net sales proceeds	$147,646	$96,757	$103,215
Gain on disposition of real estate	$65,070	$36,655	$27,182
Cap rate	5.1 %	6.0 %	6.8 %

NNN typically uses the proceeds from a Property disposition to either pay down the Credit Facility or reinvest in real estate.

Analysis of Revenue

General. During the year ended December 31, 2018, NNN's rental income increased primarily due to the increase in rental income from Property acquisitions (See "Results of Operations – Property Analysis – Property Acquisitions"). NNN anticipates increases in rental income will continue to come from additional Property acquisitions and increases in rents pursuant to existing lease terms.

The following summarizes NNN's revenues (dollars in thousands):

	2018	2017	2016	Percent of Total 2018	Percent of Total 2017	Percent of Total 2016	2018 Versus 2017 Percent	2017 Versus 2016 Percent
Rental Income[1]	$604,615	$568,083	$515,954	97.1 %	97.1 %	96.7 %	6.4 %	10.1 %
Real estate expense reimbursement from tenants	16,784	15,512	14,984	2.7 %	2.7 %	2.8 %	8.2 %	3.5 %
Interest and other income from real estate transactions	1,262	1,338	2,709	0.2 %	0.2 %	0.5 %	(5.7)%	(50.6)%
Total revenues	$622,661	$584,933	$533,647	100.0%	100.0%	100.0%	6.4 %	9.6 %

(1) Includes rental income from operating leases, earned income from direct financing leases and percentage rent ("Rental Income").

Comparison of Revenues – 2018 versus 2017

Rental Income. Rental Income increased in amount but remained flat as a percent of the total revenues for the year ended December 31, 2018 as compared to the same period in 2017. The increase for the year ended December 31, 2018 is primarily due to a partial year of Rental Income received as a result of the acquisition of 265 Properties with aggregate gross leasable area of approximately 2,167,000 square feet during 2018 and a full year of Rental Income received as a result of the acquisition of 276 Properties with a gross leasable area of approximately 2,243,000 square feet in 2017.

Comparison of Revenues – 2017 versus 2016

Rental Income. Rental Income increased in amount and as a percent of the total revenues for the year ended December 31, 2017 as compared to the same period in 2016. The increase for the year ended December 31, 2017 is primarily due to a partial year of Rental Income received as a result of the acquisition of 276 Properties with aggregate gross leasable area of approximately 2,243,000 square feet during 2017 and a full year of Rental Income received as a result of the acquisition of 313 Properties with a gross leasable area of approximately 2,734,000 square feet in 2016.

Analysis of Expenses

General. Operating expenses increased primarily due to an increase in impairment losses recognized on real estate during the year ended December 31, 2018, as compared to the same period in 2017. The following summarizes NNN's expenses for the year ended December 31 (dollars in thousands):

	2018	2017	2016
General and administrative	$34,248	$33,805	$36,508
Real estate	25,099	23,105	20,852
Depreciation and amortization	174,398	173,720	149,101
Impairment – commercial mortgage residual interests valuation	—	—	6,830
Impairment losses – real estate and other charges, net of recoveries	28,211	8,955	11,287
Retirement severance costs	1,013	7,845	—
Total operating expenses	$262,969	$247,430	$224,578
Interest and other income	$(1,810)	$(322)	$(170)
Interest expense	115,847	109,109	96,352
Real estate acquisition costs	—	—	563
Loss on early extinguishment of debt	18,240	—	—
Total other expenses (revenues)	$132,277	$108,787	$96,745

	Percentage of Total Expenses			Percentage of Revenues			2018 Versus 2017 Percent	2017 Versus 2016 Percent
	2018	2017	2016	2018	2017	2016		
General and administrative	13.0 %	13.7 %	16.3 %	5.5 %	5.8 %	6.9 %	1.3 %	(7.4)%
Real estate	9.6 %	9.3 %	9.3 %	4.0 %	4.0 %	3.9 %	8.6 %	10.8 %
Depreciation and amortization	66.3 %	70.2 %	66.4 %	28.0 %	29.7 %	27.9 %	0.4 %	16.5 %
Impairment – commercial mortgage residual interests valuation	—	—	3.0 %	—	—	1.3 %	—	(100.0)%
Impairment losses – real estate and other charges, net of recoveries	10.7 %	3.6 %	5.0 %	4.5 %	1.5 %	2.1 %	215.0 %	(20.7)%
Retirement severance costs	0.4 %	3.2 %	—	0.2 %	1.3 %	—	(87.1)%	N/C [1]
Total operating expenses	100.0 %	100.0 %	100.0 %	42.2 %	42.3 %	42.1 %	6.3 %	10.2 %
Interest and other income	(1.4)%	(0.3)%	(0.2)%	(0.3)%	(0.1)%	—	462.1 %	89.4 %
Interest expense	87.6 %	100.3 %	99.6 %	18.6 %	18.7 %	18.1 %	6.2 %	13.2 %
Real estate acquisition costs	—	—	0.6 %	—	—	0.1 %	—	(100.0)%
Loss on early extinguishment of debt	13.8 %	—	—	2.9 %	—	—	N/C [1]	—
Total other expenses (revenues)	100.0 %	100.0 %	100.0 %	21.2 %	18.6 %	18.2 %	21.6 %	12.4 %

[1] Not calculable ("N/C")

Comparison of Expenses – 2018 versus 2017

General and Administrative Expenses. General and administrative expenses increased in amount but decreased as a percentage of total operating expenses and as a percentage of revenues for the year ended December 31, 2018, as compared to the same period in 2017. The increase in general and administrative expenses for the year ended December 31, 2018, is primarily attributable to an increase in compensation costs.

Real Estate. Real estate expenses increased in amount and as a percentage of total operating expenses and remained flat as a percentage of revenues for the year ended December 31, 2018, as compared to the same period in 2017. NNN focuses on real estate expenses, net of reimbursements from tenants. NNN's net real estate expenses for the years ended December 31, 2018 and 2017 were $8,315,000 and $7,593,000, respectively. The increase is primarily attributable to expenses from certain properties that became vacant during the years ended December 31, 2018 and 2017.

Depreciation and Amortization. Depreciation and amortization expenses increased in amount but decreased as a percentage of total operating expenses and as a percentage of revenues for the year ended December 31, 2018, as compared to the same period in 2017. The increase in expenses is primarily due to the acquisition of 265 Properties with an aggregate gross leasable area of approximately 2,167,000 square feet in 2018 and 276 Properties with an aggregate gross leasable area of approximately 2,243,000 square feet during 2017.

Impairment Losses – Real Estate and Other Charges, Net of Recoveries. NNN reviews long-lived assets for impairment whenever certain events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable. Events or circumstances that may occur include changes in real estate market conditions, the ability of NNN to re-lease properties that are currently vacant or become vacant, and the ability to sell properties at a price that exceeds NNN's carrying value. Management evaluates whether an impairment in value has occurred by comparing the estimated future cash flows (undiscounted and without interest charges), and the residual value of the real estate, with the carrying cost of the individual asset. If an impairment is indicated, a loss will be recorded for the amount by which the carrying value of the asset exceeds its fair value. During the years ended December 31, 2018 and 2017, NNN recorded $28,211,000 and $4,953,000, respectively, of real estate impairments. NNN also recorded a $4,000,000 contract dispute settlement charge during the year ended December 31, 2017.

Retirement Severance Costs. For the years ended December 31, 2018 and 2017, retirement severance costs relate primarily to Craig Macnab's retirement as CEO on April 28, 2017.

Interest Expense. Interest expense increased in amount, decreased as a percentage of total other expenses (revenues) and remained relatively flat as a percentage of revenues for the year ended December 31, 2018, as compared to the same period in 2017.

The following represents the primary changes in debt that have impacted interest expense:

(i) the issuance in September 2017 of $400,000,000 principal amount of notes payable with a maturity of October 2027, and stated interest rate of 3.500%,

(ii) the repayment in October 2017 of $250,000,000 principal amount of notes payable with a stated interest rate of 6.875%,

(iii) the issuance in September 2018 of $400,000,000 principal amount of notes payable with a maturity of October 2028, and stated interest rate of 4.300%,

(iv) the issuance in September 2018 of $300,000,000 principal amount of notes payable with a maturity of October 2048, and stated interest rate of 4.800%,

(v) the redemption in October 2018 of $300,000,000 principal amount of notes payable with a maturity of July 2021, and stated interest rate of 5.500%, and

(vi) the increase of $23,341,000 in the weighted average outstanding balance on the Credit Facility and a higher weighted average interest rate for the year ended December 31, 2018, as compared to the same period in 2017.

Loss on Early Extinguishment of Debt. In October 2018, NNN redeemed the $300,000,000 5.500% notes payable that were due in July 2021. The notes were redeemed at a price equal to 100% of the principal amount, plus (i) a make-whole amount of $18,240,000, and (ii) all accrued and unpaid interest.

Comparison of Expenses – 2017 versus 2016

General and Administrative Expenses. General and administrative expenses decreased in amount for the year ended December 31, 2017, as compared to the same period in 2016, as well as a percentage of total operating expenses and as a percentage of revenues. The decrease in general and administrative expenses for the year ended December 31, 2017, is primarily attributable to a decrease in compensation costs.

Real Estate. Real estate expenses increased for the year ended December 31, 2017, as compared to the same period in 2016, but remained flat as a percentage of total operating expenses and as a percentage of revenues. The increase is primarily due to increases in reimbursable and non-reimbursable expenses from certain properties acquired during the year ended December 31, 2017, and from certain properties acquired during the year ended December 31, 2016, as well as expenses on vacant properties.

Depreciation and Amortization. Depreciation and amortization expenses increased in amount, as a percentage of total operating expenses and as a percentage of revenues for the year ended December 31, 2017, as compared to the year ended December 31, 2016. The increase in expenses is primarily due to the acquisition of 276 Properties with an aggregate gross leasable area of approximately 2,243,000 square feet in 2017 and 313 Properties with an aggregate gross leasable area of approximately 2,734,000 square feet during 2016.

Impairment Losses – Real Estate and Other Charges, Net of Recoveries. NNN reviews long-lived assets for impairment whenever certain events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable. Events or circumstances that may occur include changes in real estate market conditions, the ability of NNN to re-lease properties that are currently vacant or become vacant, and the ability to sell properties at a price that exceeds NNN's carrying value. Management evaluates whether an impairment in value has occurred by comparing the estimated future cash flows (undiscounted and without interest charges), and the residual value of the real estate, with the carrying cost of the individual asset. If an impairment is indicated, a loss will be recorded for the amount by which the carrying value of the asset exceeds its fair value. During the years ended December 31, 2017 and 2016, NNN recorded $4,953,000 and $8,025,000, respectively, of real estate impairments. NNN also recorded a $4,000,000 contract dispute settlement charge during the year ended December 31, 2017 and a $3,269,000 loss on mortgages receivable for the year ended December 31, 2016.

Retirement Severance Costs. For the year ended December 31, 2017, retirement severance costs relate primarily to Craig Macnab's retirement as CEO on April 28, 2017.

Interest Expense. Interest expense increased in amount, as a percentage of total other expenses (revenues) and as a percentage of revenues for the year ended December 31, 2017, as compared to the same period in 2016.

The following represents the primary changes in debt that have impacted interest expense:

(i) the repayment in January 2016 of $5,876,000 principal amount of mortgages payable with an interest rate of 5.750%,

(ii) the repayment in March 2016 of $722,000 principal amount of mortgages payable with an interest rate of 6.900%,

(iii) the repayment in October 2016 of $2,709,000 principal amount of mortgages payable with an interest rate of 6.400%,

(iv) the issuance in December 2016 of $350,000,000 principal amount of notes payable with a maturity of December 2026, and stated interest rate of 3.600%,

(v) the issuance in September 2017 of $400,000,000 principal amount of notes payable with a maturity of October 2027, and stated interest rate of 3.500%,

(vi) the repayment in October 2017 of $250,000,000 principal amount of notes payable with a stated interest rate of 6.875%, and

(vii) the increase of $28,138,000 in the weighted average outstanding balance on the Credit Facility and a higher weighted average interest rate for the year ended December 31, 2017, as compared to the same period in 2016.

Impact of Inflation

NNN's leases typically contain provisions to mitigate the adverse impact of inflation on NNN's results of operations. Tenant leases generally provide for limited increases in rent as a result of fixed increases, increases in the consumer price index, and/or, to a lesser extent, increases in the tenant's sales volume. During times when inflation is greater than increases in rent, rent increases will not keep up with the rate of inflation.

Properties are leased to tenants under long-term, net leases which typically require the tenant to pay certain operating expenses for a Property, thus, NNN's exposure to inflation is reduced with respect to these expenses. Inflation may have an adverse impact on NNN's tenants.

Liquidity

General. NNN’s demand for funds has been and will continue to be primarily for (i) payment of operating expenses and cash dividends; (ii) Property acquisitions and development; (iii) capital expenditures; (iv) payment of principal and interest on its outstanding indebtedness; and (v) other investments.

NNN expects to meet short-term liquidity requirements through cash provided from operations and NNN’s Credit Facility. As of December 31, 2018, there was no outstanding balance and $900,000,000 was available for future borrowings under the Credit Facility. NNN anticipates its long-term capital needs will be funded by the Credit Facility, cash provided from operations, the issuance of long-term debt or the issuance of common or preferred equity or other instruments convertible into or exchangeable for common or preferred equity. However, there can be no assurance that additional financing or capital will be available, or that the terms will be acceptable or advantageous to NNN.

Cash and Cash Equivalents. NNN's cash and cash equivalents includes the aggregate of cash and cash equivalents and restricted cash and cash held in escrow from the Consolidated Balance Sheets. The table below summarizes NNN’s cash flows for each of the years ended December 31 (dollars in thousands):

	2018	2017	2016
Cash and cash equivalents:			
Provided by operating activities	$471,909	$421,557	$415,337
Used in investing activities	(609,371)	(625,557)	(779,943)
Provided by (used in) financing activities	250,365	(89,176)	644,886
Increase (decrease)	112,903	(293,176)	280,280
Net cash at beginning of year	1,364	294,540	14,260
Net cash at end of year	$114,267	$1,364	$294,540

Cash provided by operating activities represents cash received primarily from Rental Income and interest income less cash used for general and administrative expenses. NNN’s cash flow from operating activities has been sufficient to pay the distributions for each period presented. The change in cash provided by operations for the years ended December 31, 2018, 2017 and 2016, is primarily the result of changes in revenues and expenses as discussed in “Results of Operations.” Cash generated from operations is expected to fluctuate in the future.

Changes in cash for investing activities are primarily attributable to acquisitions and dispositions of Properties. NNN typically uses proceeds from its Credit Facility to fund the acquisition of its Properties.

NNN’s financing activities for the year ended December 31, 2018, included the following significant transactions:

- $393,502,000 in net proceeds from the issuance in September of the 4.300% notes payable due in October 2028,
- $292,386,000 in net proceeds from the issuance in September of the 4.800% notes payable due in October 2048,
- $300,000,000 in redemption of the 5.500% notes payable in October,
- $18,240,000 payment of the make-whole amount from the early redemption of the 5.500% notes payable in October,
- $13,264,000 in net proceeds from the issuance of 311,048 shares of common stock in connection with the Dividend Reinvestment and Stock Purchase Plan (“DRIP”),
- $328,196,000 in net proceeds from the issuance of 7,378,163 shares of common stock in connection with the at-the-market ("ATM") equity program,
- $16,387,000 in dividends paid to holders of the depositary shares of NNN’s 5.700% Series E Cumulative Redeemable Preferred Stock (the "Series E Preferred Stock"),
- $17,940,000 in dividends paid to holders of the depositary shares of NNN’s 5.200% Series F Cumulative Redeemable Preferred Stock (the "Series F Preferred Stock"), and
- $303,164,000 in dividends paid to common stockholders.

Financing Strategy. NNN's financing objective is to manage its capital structure effectively in order to provide sufficient capital to execute its operating strategy while servicing its debt requirements, maintaining its investment grade credit rating, staggering debt maturities and providing value to NNN's stockholders. NNN generally utilizes debt and equity security offerings, bank borrowings, proceeds from the disposition of certain properties, and to a lesser extent, internally generated funds to meet its capital needs.

NNN typically funds its short-term liquidity requirements, including investments in additional Properties, with cash from its Credit Facility. As of December 31, 2018, there was no outstanding balance and $900,000,000 was available for future borrowings under the Credit Facility.

As of December 31, 2018, NNN's ratio of total debt to total gross assets (before accumulated depreciation and amortization) was approximately 35 percent and the ratio of secured indebtedness to total gross assets was less than one percent. The ratio of total debt to total market capitalization was approximately 25 percent. Certain financial agreements to which NNN is a party contain covenants that limit NNN's ability to incur additional debt under certain circumstances. The organizational documents of NNN do not limit the absolute amount or percentage of indebtedness that NNN may incur. Additionally, NNN may change its financing strategy.

Contractual Obligations and Commercial Commitments. The information in the following table summarizes NNN's contractual obligations and commercial commitments outstanding as of December 31, 2018. The table presents principal cash flows by year-end of the expected maturity for debt obligations and commercial commitments outstanding as of December 31, 2018.

	Expected Maturity Date (dollars in thousands)						
	Total	2019	2020	2021	2022	2023	Thereafter
Long-term debt[(1)]	$2,887,404	$567	$596	$630	$325,664	$359,947	$2,200,000
Long-term debt – interest[(2)]	1,104,365	112,394	112,365	112,331	109,724	91,520	566,031
Operating lease	4,991	758	773	788	804	821	1,047
Total contractual cash obligations	$3,996,760	$113,719	$113,734	$113,749	$436,192	$452,288	$2,767,078

(1) Includes only principal amounts outstanding under mortgages payable and notes payable and excludes unamortized mortgage premiums, note discounts and note costs.

(2) Interest calculation based on stated rate of the principal amount.

In addition to the contractual obligations outlined above, NNN has committed to fund construction on 19 Properties. The improvements on such Properties are estimated to be completed within 12 months. These construction commitments, at December 31, 2018, are outlined in the table below (dollars in thousands):

Total commitment[(1)]	$34,756
Less amount funded	13,588
Remaining commitment	$21,168

(1) Includes land, construction costs, tenant improvements, lease costs and capitalized interest

As of December 31, 2018, NNN did not have any other material contractual cash obligations, such as purchase obligations, financing lease obligations or other long-term liabilities other than those reflected in the table. In addition to items reflected in the table, NNN has issued preferred stock with cumulative preferential cash distributions, as described below under "Dividends."

Management anticipates satisfying these obligations with a combination of NNN's cash provided from operations, current capital resources on hand, its Credit Facility, debt or equity financings and asset dispositions.

Generally the Properties are leased under long-term net leases, which require the tenant to pay all property taxes and assessments, to maintain the interior and exterior of the Property, and to carry property and liability insurance coverage. Therefore, management anticipates that capital demands to meet obligations with respect to these Properties will be modest for the foreseeable future and can be met with funds from operations and working capital. Certain Properties are subject to leases under which NNN retains responsibility for specific costs and expenses associated with the Property. Management anticipates the costs associated with these Properties, NNN's vacant Properties or those Properties that become vacant will also be met with funds from operations and working capital. NNN may be required to borrow under its Credit Facility or use other sources of capital in the event of significant capital expenditures or major repairs.

30

The lost revenues and increased property expenses resulting from vacant Properties or uncollectibility of lease revenues could have a material adverse effect on the liquidity and results of operations if NNN is unable to re-lease the Properties at comparable rental rates and in a timely manner. As of December 31, 2018, NNN owned 52 vacant, un-leased Properties which accounted for approximately two percent of total Properties held in the Property Portfolio. Additionally, as of January 31, 2019, less than one percent of total Properties held in the Property Portfolio was leased to one tenant that filed a voluntary petition for bankruptcy under Chapter 11 of the U.S. Bankruptcy Code. As a result, this tenant has the right to reject or affirm its leases with NNN.

NNN generally monitors the financial performance of its significant tenants on an ongoing basis.

Dividends. NNN has made an election to be taxed as a REIT under Sections 856 through 860 of the Internal Revenue Code of 1986, as amended (the "Code"), and related regulations and intends to continue to operate so as to remain qualified as a REIT for federal income tax purposes. NNN generally will not be subject to federal income tax on income that it distributes to its stockholders, provided that it distributes 100 percent of its REIT taxable income and meets certain other requirements for qualifying as a REIT. If NNN fails to qualify as a REIT in any taxable year, it will be subject to federal income tax on its taxable income at regular corporate rates and will not be permitted to qualify for treatment as a REIT for federal income tax purposes for the four years following the year during which qualification is lost. Such an event could materially adversely affect NNN’s income and ability to pay dividends. NNN believes it has been structured as, and its past and present operations qualify NNN as, a REIT.

One of NNN’s primary objectives is to distribute a substantial portion of its funds available from operations to its stockholders in the form of dividends, while retaining sufficient cash for reserves and working capital purposes and maintaining its status as a REIT.

The following table outlines the dividends declared and paid for NNN's common stock for the years ended December 31 (dollars in thousands, except per share data):

	2018	2017	2016
Dividends	$303,164	$277,120	$257,007
Per share	1.950	1.860	1.780

The following presents the characterizations for tax purposes of such common stock dividends for the years ended December 31:

	2018		2017		2016	
Ordinary dividends	$1.658604	85.0566 %[1]	$1.559781	83.8592 %	$1.513705	85.0396 %
Capital gain	0.015534	0.7966 %	0.035041	1.8839 %	—	—
Unrecaptured Section 1250 Gain	0.042818	2.1958 %	0.012194	0.6556 %	—	—
Nontaxable distributions	0.233044	11.9510 %	0.252984	13.6013 %	0.266295	14.9604 %
	$1.950000	100.0000 %	$1.860000	100.0000 %	$1.780000	100.0000 %

(1) Eligible for the 20% qualified business income deduction under section 199A of the Code that was established by the Tax Cuts and Jobs Act signed into law on December 22, 2017, ("TCJA").

On January 15, 2019, NNN declared a dividend of $0.500 per share, payable February 15, 2019, to its common stockholders of record as of January 31, 2019.

Holders of NNN's preferred stock issuances are entitled to receive, when and as authorized by the Board of Directors, cumulative preferential cash distributions based on the stated rate and liquidation preference per annum. The following table outlines the dividends declared and paid for NNN's preferred stock for the years ended December 31 (dollars in thousands, except per share data):

	2018	2017	2016
Series D Preferred Stock[(1)]:			
Dividends	$ —	$ 3,598	$ 19,047
Per share	—	0.312847	1.656250
Series E Preferred Stock[(2)]:			
Dividends	16,387	16,387	16,387
Per share	1.425000	1.425000	1.425000
Series F Preferred Stock[(3)]:			
Dividends	17,940	17,940	3,189
Per share	1.300000	1.300000	0.231111

(1) The Series D Preferred Stock was redeemed in February 2017. The dividends paid in 2017 include accumulated and unpaid dividends through the redemption date.

(2) The Series E Preferred Stock has no maturity date and will remain outstanding unless redeemed by NNN. As of May 2018, the Series E Preferred Stock is redeemable by NNN.

(3) The Series F Preferred Stock was issued in October 2016 and has no maturity date and will remain outstanding unless redeemed by NNN. The earliest redemption date for the Series F Preferred Stock is October 2021.

The following presents the characterizations for tax purposes of such preferred stock dividends for the years ended December 31:

	Ordinary Dividends	Capital Gain	Unrecaptured Section 1250 Gain	Totals
2018				
Percentage of Total	96.6015 % [3]	0.9047 %	2.4938 %	100.0000 %
Series E	$1.376571	$0.012892	$0.035537	$1.425000
Series F [2]	$1.255820	$0.011761	$0.032419	$1.300000
2017				
Percentage of Total	97.0607 %	2.1804 %	0.7589 %	100.0000 %
Series D [1]	$0.303652	$0.006821	$0.002374	$0.312847
Series E	$1.383115	$0.031071	$0.010814	$1.425000
Series F [2]	$1.261789	$0.028345	$0.009866	$1.300000
2016				
Percentage of Total	100.0000 %	—	—	100.0000 %
Series D [1]	$1.656250	—	—	$1.656250
Series E	$1.425000	—	—	$1.425000
Series F [2]	$0.231111	—	—	$0.231111

[1] The Series D Preferred Stock was redeemed in February 2017. The dividends paid in 2017 included accumulated and unpaid dividends through the redemption date.

[2] The Series F Preferred Stock was issued in October 2016.

[3] Eligible for the 20% qualified business income deduction under section 199A of the Code as established by the TCJA.

Capital Resources

Generally, cash needs for Property acquisitions, debt payments, capital expenditures, development and other investments have been funded by equity and debt offerings, bank borrowings, the sale of Properties and, to a lesser extent, by internally generated funds. Cash needs for operating and interest expenses and dividends have generally been funded by internally generated funds. If available, future sources of capital include proceeds from the public or private offering of NNN's debt or equity securities, secured or unsecured borrowings from banks or other lenders, proceeds from the sale of Properties, as well as undistributed funds from operations.

Debt

The following is a summary of NNN's total outstanding debt as of December 31 (dollars in thousands):

	2018	Percentage of Total	2017	Percentage of Total
Line of credit payable	$—	—	$120,500	4.7 %
Mortgages payable	12,694	0.4 %	13,300	0.5 %
Notes payable	2,838,701	99.6 %	2,446,407	94.8 %
Total outstanding debt	$2,851,395	100.0 %	$2,580,207	100.0 %

Indebtedness. NNN expects to use indebtedness primarily for property acquisitions and development of single-tenant retail properties, either directly or through investment interests. Additionally, indebtedness may be used to refinance existing indebtedness.

Line of Credit Payable. In October 2017, NNN amended its credit agreement to increase the borrowing capacity under its unsecured revolving credit facility from $650,000,000 to $900,000,000 and amend certain other terms under the former revolving credit facility (as the context requires, the previous and new revolving credit facility, the "Credit Facility"). The Credit Facility had a weighted average outstanding balance of $121,587,000 and a weighted average interest rate of 2.8% for the year ended December 31, 2018. The Credit Facility matures January 2022, unless the Company exercises its option to extend maturity to January 2023. As of December 31, 2018, the Credit Facility bears interest at LIBOR plus 87.5 basis points; however, such interest rate may change pursuant to a tiered interest rate structure based on NNN's debt rating. The Credit Facility also includes an accordion feature for NNN to increase the facility size up to $1,600,000,000, subject to lender approval. As of December 31, 2018, there was no outstanding balance and $900,000,000 was available for future borrowings under the Credit Facility.
In accordance with the terms of the Credit Facility, NNN is required to meet certain restrictive financial covenants, which, among other things, require NNN to maintain certain (i) leverage ratios, (ii) debt service coverage, (iii) cash flow coverage, and (iv) investment limitations. At December 31, 2018, NNN was in compliance with those covenants. In the event that NNN violates any of these restrictive financial covenants, it could cause the indebtedness under the Credit Facility to be accelerated and may impair NNN’s access to the debt and equity markets and limit NNN’s ability to pay dividends to its common and preferred stockholders, each of which would likely have a material adverse impact on NNN’s financial condition and results of operations.

Mortgages Payable. As of December 31, 2018 and 2017, NNN had mortgages payable, including unamortized premium and net of unamortized debt costs, of $12,694,000 and $13,300,000 respectively. The mortgages payable had an interest rate of 5.23% and matures July 2023. The loan is secured by a first lien on five of the Properties and the carrying value of the assets was $20,430,000 at December 31, 2018.
Notes Payable. Each of NNN’s outstanding series of unsecured notes is summarized in the table below (dollars in thousands):

Notes[1]	Issue Date	Principal	Discount[2]	Net Price	Stated Rate	Effective Rate[3]	Maturity Date
2022	August 2012	$325,000	$ 4,989	$320,011	3.800%	3.985%	October 2022
2023[4]	April 2013	350,000	2,594	347,406	3.300%	3.388%	April 2023
2024[5]	May 2014	350,000	707	349,293	3.900%	3.924%	June 2024
2025[6]	October 2015	400,000	964	399,036	4.000%	4.029%	November 2025
2026[7]	December 2016	350,000	3,860	346,140	3.600%	3.733%	December 2026
2027[8]	September 2017	400,000	1,628	398,372	3.500%	3.548%	October 2027
2028[9]	September 2018	400,000	2,848	397,152	4.300%	4.388%	October 2028
2048	September 2018	300,000	4,239	295,761	4.800%	4.890%	October 2048

(1) The proceeds from the note issuance were used to pay down outstanding indebtedness of NNN’s Credit Facility, fund future property acquisitions and for general corporate purposes. Proceeds from the issuance of the 2028 Notes and the 2048 Notes were also used to redeem all of the $300,000 5.500% notes payable that were due 2021.

(2) The note discounts are amortized to interest expense over the respective term of each debt obligation using the effective interest method.

(3) Includes the effects of the discount at issuance.

(4) NNN entered into four forward starting swaps with an aggregate notional amount of $240,000. Upon issuance of the 2023 Notes, NNN terminated the forward starting swaps resulting in a liability of $3,156, of which $3,141 was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(5) NNN entered into three forward starting swaps with an aggregate notional amount of $225,000. Upon issuance of the 2024 Notes, NNN terminated the forward starting swaps resulting in a liability of $6,312, which was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(6)

NNN entered into four forward starting swaps with an aggregate notional amount of $300,000. Upon issuance of the 2025 Notes, NNN terminated the forward starting swaps resulting in a liability of $13,369, which was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(7) NNN entered into two forward starting swaps with an aggregate notional amount of $180,000. Upon issuance of the 2026 Notes, NNN terminated the forward starting swaps resulting in a gain of $13,345, which was deferred in other comprehensive income. The deferred asset is being amortized over the term of the notes using the effective interest method.

(8) NNN entered into two forward starting swaps with an aggregate notional amount of $250,000. Upon issuance of the 2027 Notes, NNN terminated the forward starting swaps resulting in a liability of $7,690, of which $7,688 was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(9) NNN entered into two forward starting swaps with an aggregate notional amount of $250,000. Upon issuance of the 2028 Notes, NNN terminated the forward starting swaps resulting in a gain of $4,080, which was deferred in other comprehensive income. The gain is being amortized over the term of the notes using the effective interest method.

Each series of notes represents senior, unsecured obligations of NNN and is subordinated to all secured indebtedness of NNN. The notes are redeemable at the option of NNN, in whole or in part, at a redemption price equal to the sum of (i) the principal amount of the notes being redeemed plus all accrued and unpaid interest thereon through the redemption date, and (ii) the make-whole amount, if any, as defined in the applicable supplemental indenture relating to the notes.

In connection with the outstanding note offerings, NNN incurred debt issuance costs totaling $26,932,000 consisting primarily of underwriting discounts and commissions, legal and accounting fees, rating agency fees and printing expenses. Debt issuance costs for all note issuances have been deferred and are being amortized over the term of the respective notes using the effective interest method.

In October 2017, NNN repaid the $250,000,000 6.875% notes payable that were due in October 2017.

In October 2018, NNN redeemed the $300,000,000 5.500% notes payable that were due in July 2021. The notes were redeemed at a price equal to 100% of the principal amount, plus (i) a make-whole amount of $18,240,000, and (ii) all accrued and unpaid interest.

In accordance with the terms of the indentures, pursuant to which NNN’s notes have been issued, NNN is required to meet certain restrictive financial covenants, which, among other things, require NNN to maintain (i) certain leverage ratios, and (ii) certain interest coverage. At December 31, 2018, NNN was in compliance with those covenants. NNN’s failure to comply with certain of its debt covenants could result in defaults that accelerate the payment under such debt and limit the dividends paid to NNN’s common and preferred stockholders which would likely have a material adverse impact on NNN’s financial condition and results of operations. In addition, these defaults could impair its access to the debt and equity markets.

Debt and Equity Securities

NNN has used, and expects to use in the future, issuances of debt and equity securities primarily to pay down its outstanding indebtedness and to finance acquisitions. In February 2018, NNN filed a shelf registration statement with the Securities and Exchange Commission (the “Commission”) which was automatically effective and permits the issuance by NNN of an indeterminate amount of debt and equity securities.

A description of NNN’s outstanding series of publicly held notes is found under “Debt – Notes Payable” above.

NNN completed the following underwritten public offerings of cumulative redeemable preferred stock that are still outstanding ("Preferred Stock Shares") (dollars in thousands, except per share data):

Series	Dividend Rate[(1)]	Issued	Depositary Shares Outstanding[(2)]	Gross Proceeds	Stock Issuance Costs[(3)]	Dividend Per Depositary Share	Earliest Redemption Date[(4)]
Series E[(5)]	5.700 %	May 2013	11,500,000	$287,500	$ 9,856	$ 1.425000	May 2018
Series F[(6)]	5.200 %	October 2016	13,800,000	345,000	10,897	1.300000	October 2021

(1) Holders are entitled to receive, when and as authorized by the Board of Directors, cumulative preferential cash dividends.

(2) Representing 1/100th of a preferred share. Series E issuance included 1,500,000 depositary shares in connection with the underwriters' over-allotment. Series F issuance included 1,800,000 depositary shares in connection with the underwriters' over-allotment.

(3) Consisting primarily of underwriting commissions and fees, rating agency fees, legal and accounting fees and printing expenses.

(4) NNN may redeem the preferred stock underlying the depositary shares at a redemption price of $2,500.00 per share (or $25.00 per depositary share), plus all accumulated and unpaid dividends.
(5) NNN used the net proceeds from the offering for general corporate purposes and funding property acquisitions.
(6) NNN used the net proceeds from the offering to repay outstanding indebtedness under its Credit Facility, fund property acquisitions and for general corporate purposes.

35

The Preferred Stock Shares underlying the depositary shares rank senior to NNN's common stock with respect to dividend rights and rights upon liquidation, dissolution or winding up of NNN. The Preferred Stock Shares have no maturity date and will remain outstanding unless redeemed. In addition, upon a change of control, as defined in the articles supplementary fixing the rights and preferences of the Preferred Stock Shares, NNN may redeem the Preferred Stock Shares underlying the depositary shares at a redemption price of $2,500.00 per share (or $25.00 per depositary share), plus all accumulated and unpaid dividends, and in limited circumstances the holders of depositary shares may convert some or all of their Preferred Stock Shares into shares of NNN's common stock at conversion rates provided in the related articles supplementary. As of May 2018, the Series E Preferred Stock Shares are redeemable by NNN. As of February 12, 2019, the Series F Preferred Stock Shares were not redeemable.

In February 2017, NNN redeemed all outstanding depositary shares (11,500,000) representing interests in its 6.625% Series D Preferred Stock. The Series D Preferred Stock was redeemed at $25.00 per depositary share, plus all accrued and unpaid dividends through the redemption date, for an aggregate redemption price of $25.3128472 per depositary share. The excess carrying amount of preferred stock redeemed over the cash paid to redeem the preferred stock was $9,855,000 of issuance costs.

Dividend Reinvestment and Stock Purchase Plan. In February 2018, NNN filed a shelf registration statement with the Commission for its Dividend Reinvestment and Stock Purchase Plan ("DRIP") which permits the issuance by NNN of 10,000,000 shares of common stock. NNN's DRIP provides an economical and convenient way for current stockholders and other interested new investors to invest in NNN's common stock. The following outlines the common stock issuances pursuant to the DRIP for the year ended December 31 (dollars in thousands):

	2018	2017	2016
Shares of common stock	311,048	229,696	187,626
Net proceeds	$13,264	$9,391	$8,340

At-The-Market Offerings. NNN has established an at-the-market equity program ("ATM") which allows NNN to sell shares of common stock from time to time. The following outlines NNN's ATM programs:

	2018 ATM	2016 ATM	2015 ATM
Established date	February 2018	March 2016	February 2015
Termination date	February 2021	February 2018	March 2016
Total allowable shares	12,000,000	12,000,000	10,000,000
Total shares issued as of December 31, 2018	7,378,163	10,044,656	9,852,465

The following table outlines the common stock issuances pursuant to NNN's ATM equity programs (dollars in thousands, except per share data):

	Year Ended December 31,		
	2018	2017	2016
Shares of common stock	7,378,163	5,821,366	5,716,222
Average price per share (net)	$44.48	$41.88	$46.48
Net proceeds	$328,196	$243,822	$265,696
Stock issuance costs[(1)]	$3,821	$3,782	$4,266

[(1)] Stock issuance costs consist primarily of underwriters' fees and commissions, and legal and accounting fees.

36

Commercial Mortgage Residual Interests

As of December 31, 2015, NNN held the commercial mortgage residual interests (“Residuals”) from seven loan securitizations. In 2016, the loan servicer of five of the securitizations exercised its clean-up call option. These clean-up calls allowed the servicers to purchase all of the trusts’ assets, thereby terminating future cash distributions payable to NNN as the holder of these residual interests. During the year ended December 31, 2016, NNN recorded an other than temporary valuation impairment of $6,830,000, as a reduction of earnings from operations. The other than temporary valuation impairment recorded during the year ended December 31, 2016 related to the execution of the clean-up call option on the five securitizations, as well as the fair value adjustment on the remaining two securitizations. As of December 31, 2018 and 2017, the remaining two Residuals are recorded at a fair value of $36,000 and included in other assets on the Consolidated Balance Sheets. There were no other than temporary valuation impairments recorded during the years ended December 31, 2018 and 2017.

Item7A.Quantitative and Qualitative Disclosures About Market Risk

NNN is exposed to interest rate risk primarily as a result of its variable rate Credit Facility and its fixed rate debt which is used to finance NNN’s development and acquisition activities, as well as for general corporate purposes. NNN’s interest rate risk management objective is to limit the impact of interest rate changes on earnings and cash flows and to lower its overall borrowing costs. To achieve its objectives, NNN borrows at both fixed and variable rates on its long-term debt. As of December 31, 2018, NNN had no outstanding derivatives.
The information in the table below summarizes NNN’s market risks associated with its debt obligations outstanding as of December 31, 2018 and 2017. The table presents principal payments and related interest rates by year for debt obligations outstanding as of December 31, 2018. NNN has a variable interest rate risk on its Credit Facility which had no outstanding balance as of December 31, 2018 and $120,500,000 as of December 31, 2017. The weighted average rate for the Credit Facility for the year ended December 31, 2018 was 2.8%. The table incorporates only those debt obligations that existed as of December 31, 2018, and it does not consider those debt obligations or positions which could arise after this date and therefore has limited predictive value. As a result, NNN’s ultimate realized gain or loss with respect to interest rate fluctuations will depend on the exposures that arise during the period, NNN’s hedging strategies at that time and interest rates. If interest rates on NNN’s variable rate debt increased by one percent, NNN’s interest expense would have increased by approximately one percent for the year ended December 31, 2018.

Debt Obligations (dollars in thousands)

	Fixed Rate Debt Mortgages(1)		Unsecured Debt(2)	
	Debt Obligation	Weighted Average Interest Rate	Debt Obligation	Effective Interest Rate
2019	$652	5.23%	$—	—
2020	682	5.23%	—	—
2021	716	5.23%	—	—
2022	750	5.23%	322,903	3.99%
2023	9,968	5.23%	348,780	3.39%
Thereafter	—	—	2,187,246	4.06% (3)
Total	$12,768	5.23%	$2,858,929	3.97%
Fair Value:				
December 31, 2018	$12,768		$2,813,583	
December 31, 2017	$13,392		$2,507,106	

(1) NNN's mortgages payable represent principal payments by year and include unamortized premiums and exclude debt costs.
(2) Includes NNN’s notes payable, each exclude debt costs and are net of unamortized discounts. NNN uses market prices quoted from Bloomberg, a third party, which is a Level 1 input, to determine the fair value.
(3) Weighted average effective interest rate for periods after 2023.

Item 8. Financial Statements and Supplementary Data

Report of Independent Registered Public Accounting Firm
To the Shareholders and the Board of Directors of National Retail Properties, Inc.
Opinion on Internal Control over Financial Reporting
We have audited National Retail Properties, Inc. and Subsidiaries' internal control over financial reporting as of December 31, 2018, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, National Retail Properties, Inc. and Subsidiaries (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2018, based on the COSO criteria.
We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2018 and 2017, the related consolidated statements of income and comprehensive income, equity, and cash flows for each of the three years in the period ended December 31, 2018, and the related notes and financial statement schedule listed in the Index at Item15(a) and our report dated February 12, 2019 expressed an unqualified opinion thereon.
Basis for Opinion
The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.
We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.
Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.
Definition and Limitations of Internal Control Over Financial Reporting
A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.
Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.
/s/ Ernst & Young LLP

Orlando, Florida
February 12, 2019

Report of Independent Registered Public Accounting Firm

To the Shareholders and the Board of Directors of National Retail Properties, Inc.
Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of National Retail Properties, Inc. and Subsidiaries (the Company) as of December 31, 2018 and 2017, the related consolidated statements of income and comprehensive income, equity, and cash flows for each of the three years in the period ended December 31, 2018, and the related notes and financial statement schedule listed in the Index at Item 15(a) (collectively referred to as the “consolidated financial statements”). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2018 and 2017, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2018, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company’s internal control over financial reporting as of December 31, 2018, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) and our report dated February 12, 2019 expressed an unqualified opinion thereon.

Basis for Opinion

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

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

/s/ Ernst & Young LLP

We have served as the Company’s auditor since 2006.

Orlando, Florida
February 12, 2019

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(dollars in thousands, except per share data)

ASSETS	December 31, 2018	December 31, 2017
Real estate portfolio:		
Accounted for using the operating method, net of accumulated depreciation and amortization	$6,853,757	$6,403,638
Accounted for using the direct financing method	8,069	9,650
Real estate held for sale	13,606	29,373
Cash and cash equivalents	114,267	1,364
Receivables, net of allowance of $2,273 and $1,119, respectively	3,797	4,317
Accrued rental income, net of allowance of $1,842 and $1,936, respectively	25,387	25,916
Debt costs, net of accumulated amortization of $14,118 and $12,667, respectively	4,081	5,380
Other assets	80,474	80,896
Total assets	$7,103,438	$6,560,534
LIABILITIES AND EQUITY		
Liabilities:		
Line of credit payable	$—	$120,500
Mortgages payable, including unamortized premium and net of unamortized debt costs	12,694	13,300
Notes payable, net of unamortized discount and unamortized debt costs	2,838,701	2,446,407
Accrued interest payable	19,519	20,311
Other liabilities	77,919	119,106
Total liabilities	2,948,833	2,719,624
Commitments and contingencies (Note 18)		
Equity:		
Stockholders’ equity:		
Preferred stock, $0.01 par value. Authorized 15,000,000 shares		
5.700% Series E, 115,000 shares issued and outstanding, at stated liquidation value of $2,500 per share	287,500	287,500
5.200% Series F, 138,000 shares issued and outstanding, at stated liquidation value of $2,500 per share	345,000	345,000
Common stock, $0.01 par value. Authorized 375,000,000 shares; 161,503,585 and 153,577,028 shares issued and outstanding, respectively	1,616	1,537
Capital in excess of par value	3,950,055	3,599,475
Accumulated deficit	(424,225)	(379,181)
Accumulated other comprehensive income (loss)	(5,696)	(13,738)
Total stockholders’ equity of NNN	4,154,250	3,840,593
Noncontrolling interests	355	317
Total equity	4,154,605	3,840,910
Total liabilities and equity	$7,103,438	$6,560,534

See accompanying notes to consolidated financial statements.

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME
(dollars in thousands, except per share data)

	Year Ended December 31,		
	2018	2017	2016
Revenues:			
Rental income from operating leases	$602,131	$565,405	$512,883
Earned income from direct financing leases	923	978	1,336
Percentage rent	1,561	1,700	1,735
Real estate expense reimbursement from tenants	16,784	15,512	14,984
Interest and other income from real estate transactions	1,262	1,338	2,709
	622,661	584,933	533,647
Operating expenses:			
General and administrative	34,248	33,805	36,508
Real estate	25,099	23,105	20,852
Depreciation and amortization	174,398	173,720	149,101
Impairment – commercial mortgage residual interests valuation	—	—	6,830
Impairment losses – real estate and other charges, net of recoveries	28,211	8,955	11,287
Retirement severance costs	1,013	7,845	—
	262,969	247,430	224,578
Gain on disposition of real estate	65,070	36,655	27,182
Earnings from operations	424,762	374,158	336,251
Other expenses (revenues):			
Interest and other income	(1,810)	(322)	(170)
Interest expense	115,847	109,109	96,352
Real estate acquisition costs	—	—	563
Loss on early extinguishment of debt	18,240	—	—
	132,277	108,787	96,745
Net earnings	292,485	265,371	239,506
Earnings attributable to noncontrolling interests	(38)	(398)	(6)
Net earnings attributable to NNN	$292,447	$264,973	$239,500

See accompanying notes to consolidated financial statements.

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME – CONTINUED
(dollars in thousands, except per share data)

	Year Ended December 31,		
	2018	2017	2016
Net earnings attributable to NNN	$292,447	$264,973	$239,500
Series D preferred stock dividends	—	(3,598)	(19,047)
Series E preferred stock dividends	(16,387)	(16,387)	(16,387)
Series F preferred stock dividends	(17,940)	(17,940)	(3,189)
Excess of redemption value over carrying value of Series D preferred shares redeemed	—	(9,855)	—
Net earnings available to common stockholders	$258,120	$217,193	$200,877
Net earnings per share of common stock:			
Basic	$1.65	$1.45	$1.39
Diluted	$1.65	$1.45	$1.38
Weighted average number of common shares outstanding:			
Basic	155,744,601	149,111,188	144,176,224
Diluted	156,295,619	149,432,641	144,660,633
Other comprehensive income:			
Net earnings attributable to NNN	$292,447	$264,973	$239,500
Amortization of interest rate hedges	3,664	1,932	2,802
Fair value of forward starting swaps	4,080	(7,688)	13,345
Net loss – commercial mortgage residual interests	—	—	(4,454)
Net gain – available-for-sale securities	298	209	468
Comprehensive income attributable to NNN	$300,489	$259,426	$251,661

See accompanying notes to consolidated financial statements.

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EQUITY
Years Ended December 31, 2018, 2017 and 2016
(dollars in thousands, except per share data)

	Series D Preferred Stock	Series E Preferred Stock	Series F Preferred Stock	Common Stock	Capital in Excess of Par Value	Retained Earnings (Loss)	Accumulated Other Comprehensive Income (Loss)	Total Stockholders' Equity	Noncontrolling Interests	Total Equity
Balances at December 31, 2015	$287,500	$287,500	$—	$1,412	$3,049,198	$(263,124)	$(20,352)	$3,342,134	$259	$3,342,39
Net earnings	—	—	—	—	—	239,500	—	239,500	6	239,506
Dividends declared and paid:										
$1.65625 per depositary share of Series D preferred stock	—	—	—	—	—	(19,047)	—	(19,047)	—	(19,047
$1.42500 per depositary share of Series E preferred stock	—	—	—	—	—	(16,387)	—	(16,387)	—	(16,387
$0.231111 per depositary share of Series F preferred stock	—	—	—	—	—	(3,189)	—	(3,189)	—	(3,189
$1.78 per share of common stock	—	—	—	2	7,949	(257,007)	—	(249,056)	—	(249,056
Issuance of 13,800,000 depositary shares of Series F preferred stock	—	—	345,000	—	(10,897)	—	—	334,103	—	334,103
Issuance of common stock:										
31,807 shares – director compensation	—	—	—	—	1,148	—	—	1,148	—	1,148
8,444 shares – stock purchase plan	—	—	—	—	389	—	—	389	—	389
5,716,222 shares – ATM equity program	—	—	—	57	269,905	—	—	269,962	—	269,962
Issuance of 222,157 shares of restricted	—	—	—	2	(264)	—	—	(262)	—	(262

common stock										
Stock issuance costs	—	—	—	—	(4,266)	—	—	(4,266)	—	(4,266
Amortization of deferred compensation	—	—	—	—	9,609	—	—	9,609	—	9,609
Amortization of interest rate hedges	—	—	—	—	—	—	2,802	2,802	—	2,802
Fair value of forward starting swaps	—	—	—	—	—	—	13,345	13,345	—	13,345
Unrealized loss – commercial mortgage residual interests	—	—	—	—	—	—	(182)	(182)	—	(182
Realized gain – commercial mortgage residual interests	—	—	—	—	—	—	(4,272)	(4,272)	—	(4,272
Valuation adjustments – available-for-sale securities	—	—	—	—	—	—	468	468	—	468
Distributions to noncontrolling interests	—	—	—	—	—	—	—	—	(136)	(136
Balances at December 31, 2016	$287,500	$287,500	$345,000	$1,473	$3,322,771	$(319,254)	$(8,191)	$3,916,799	$129	$3,916,92

See accompanying notes to consolidated financial statements.

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EQUITY – CONTINUED
Years Ended December 31, 2018, 2017 and 2016
(dollars in thousands, except per share data)

	Series D Preferred Stock	Series E Preferred Stock	Series F Preferred Stock	Common Stock	Capital in Excess of Par Value	Retained Earnings (Loss)	Accumulated Other Comprehensive Income (Loss)	Total Stockholders' Equity	Noncontrolling Interests	Total Equity
Balances at December 31, 2016	$287,500	$287,500	$345,000	$1,473	$3,322,771	$(319,254)	$(8,191)	$3,916,799	$129	$3,916,9
Net earnings	—	—	—	—	—	264,973	—	264,973	398	265,371
Dividends declared and paid:										
$0.312847 per depositary share of Series D preferred stock	—	—	—	—	—	(3,598)	—	(3,598)	—	(3,598
$1.42500 per depositary share of Series E preferred stock	—	—	—	—	—	(16,387)	—	(16,387)	—	(16,387
$1.30000 per depositary share of Series F preferred stock	—	—	—	—	—	(17,940)	—	(17,940)	—	(17,940
$1.86 per share of common stock	—	—	—	2	8,825	(277,120)	—	(268,293)	—	(268,293
Redemption of 11,500,000 depositary shares of Series D preferred stock	(287,500)	—	—	—	9,855	(9,855)	—	(287,500)	—	(287,500
Issuance of common stock:										
35,456 shares – director compensation	—	—	—	1	1,175	—	—	1,176	—	1,176
13,695 shares – stock purchase plan	—	—	—	—	563	—	—	563	—	563
5,821,366 shares – ATM equity program	—	—	—	58	247,546	—	—	247,604	—	247,604
Issuance of 274,102 shares of restricted common stock	—	—	—	3	(234)	—	—	(231)	—	(231

Stock issuance costs	—	—	—	—	(3,782)	—	—	(3,782)	—	(3,782
Amortization of deferred compensation	—	—	—	—	12,630	—	—	12,630	—	12,630
Amortization of interest rate hedges	—	—	—	—	—	—	1,932	1,932	—	1,932
Fair value of forward starting swaps	—	—	—	—	—	—	(7,688)	(7,688)	—	(7,688
Valuation adjustments – available-for-sale securities	—	—	—	—	—	—	209	209	—	209
Distributions to noncontrolling interests	—	—	—	—	—	—	—	—	(84)	(84
Noncontrolling interests	—	—	—	—	126	—	—	126	(126)	—
Balances at December 31, 2017	$—	$287,500	$345,000	$1,537	$3,599,475	$(379,181)	$(13,738)	$3,840,593	$317	$3,840,9

See accompanying notes to consolidated financial statements.

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EQUITY – CONTINUED
Years Ended December 31, 2018, 2017 and 2016
(dollars in thousands, except per share data)

	Series D Preferred Stock	Series E Preferred Stock	Series F Preferred Stock	Common Stock	Capital in Excess of Par Value	Retained Earnings (Loss)	Accumulated Other Comprehensive Income (Loss)	Total Stockholders' Equity	Noncontrolling Interests	Total Equity
Balances at December 31, 2017	$—	$287,500	$345,000	$1,537	$3,599,475	$(379,181)	$(13,738)	$3,840,593	$317	$3,840,910
Net earnings	—	—	—	—	—	292,447	—	292,447	38	292,485
Dividends declared and paid:										
$1.42500 per depositary share of Series E preferred stock	—	—	—	—	—	(16,387)	—	(16,387)	—	(16,387)
$1.30000 per depositary share of Series F preferred stock	—	—	—	—	—	(17,940)	—	(17,940)	—	(17,940)
$1.95 per share of common stock	—	—	—	3	12,960	(303,164)	—	(290,201)	—	(290,201)
Issuance of common stock:										
40,731 shares – director compensation	—	—	—	—	1,375	—	—	1,375	—	1,375
10,101 shares – stock purchase plan	—	—	—	—	426	—	—	426	—	426
7,378,163 shares – ATM equity program	—	—	—	74	331,944	—	—	332,018	—	332,018
Issuance of 221,484 shares of restricted common stock	—	—	—	2	(91)	—	—	(89)	—	(89)
Stock issuance costs	—	—	—	—	(3,947)	—	—	(3,947)	—	(3,947)
Amortization of deferred compensation	—	—	—	—	7,913	—	—	7,913	—	7,913
Amortization of interest rate hedges	—	—	—	—	—	—	3,664	3,664	—	3,664
	—	—	—	—	—	—	4,080	4,080	—	4,080

Fair value of forward starting swaps										
Valuation adjustments – available-for-sale securities	—	—	—	—	—	—	298	298	—	298
Balances at December 31, 2018	$—	$287,500	$345,000	$1,616	$3,950,055	$(424,225)	$(5,696)	$4,154,250	$355	$4,154,605

See accompanying notes to consolidated financial statements.

46

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(dollars in thousands)

	Year Ended December 31,		
	2018	2017	2016
Cash flows from operating activities:			
Net earnings	$292,485	$265,371	$239,506
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Depreciation and amortization	174,398	173,720	149,101
Impairment losses – real estate and other charges, net of recoveries	28,211	4,953	11,294
Impairment – commercial mortgage residual interests valuation	—	—	6,830
Loss on early extinguishment of debt	18,240	—	—
Amortization of notes payable discount	3,263	1,788	1,394
Amortization of debt costs	4,611	3,502	3,086
Amortization of mortgages payable premium	(85)	(85)	(147)
Amortization of interest rate hedges	3,664	1,932	2,802
Settlement of forward starting swaps	4,080	(7,688)	13,345
Gain on disposition of real estate	(65,070)	(36,655)	(27,182)
Performance incentive plan expense	10,417	14,223	11,401
Performance incentive plan payment	(432)	(862)	(581)
Change in operating assets and liabilities, net of assets acquired and liabilities assumed:			
Decrease in real estate leased to others using the direct financing method	874	884	1,364
Increase in receivables	(203)	(175)	(74)
Increase in accrued rental income	(747)	(1,752)	(252)
Decrease in other assets	793	1,960	1,663
Increase (decrease) in accrued interest payable	(792)	646	(448)
Increase (decrease) in other liabilities	(1,516)	(90)	2,636
Other	(282)	(115)	(401)
Net cash provided by operating activities	471,909	421,557	415,337
Cash flows from investing activities:			
Proceeds from the disposition of real estate	148,476	97,245	104,117
Additions to real estate:			
Accounted for using the operating method	(756,971)	(721,893)	(885,966)
Principal payments on mortgages and notes receivable	—	1,250	4,141
Other	(876)	(2,159)	(2,235)
Net cash used in investing activities	(609,371)	(625,557)	(779,943)

See accompanying notes to consolidated financial statements.

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS – CONTINUED
(dollars in thousands)

	Year Ended December 31,		
	2018	2017	2016
Cash flows from financing activities:			
Proceeds from line of credit payable	$1,599,500	$1,501,700	$1,330,200
Repayment of line of credit payable	(1,720,000)	(1,381,200)	(1,330,200)
Repayment of mortgages payable	(538)	(510)	(9,962)
Proceeds from notes payable	692,913	398,372	346,140
Repayment of notes payable	(300,000)	(250,000)	—
Payment for early extinguishment of debt	(18,240)	—	—
Payment of debt issuance costs	(7,156)	(7,837)	(3,362)
Proceeds from issuance of common stock	345,324	256,764	278,040
Proceeds from issuance of Series F preferred stock	—	—	345,000
Stock issuance costs	(3,947)	(3,836)	(15,204)
Redemption of Series D preferred stock	—	(287,500)	—
Payment of Series D preferred stock dividends	—	(3,598)	(19,047)
Payment of Series E preferred stock dividends	(16,387)	(16,387)	(16,387)
Payment of Series F preferred stock dividends	(17,940)	(17,940)	(3,189)
Payment of common stock dividends	(303,164)	(277,120)	(257,007)
Noncontrolling interest distributions	—	(84)	(136)
Net cash provided by (used in) financing activities	250,365	(89,176)	644,886
Net increase (decrease) in cash, cash equivalents and restricted cash	112,903	(293,176)	280,280
Cash, cash equivalents and restricted cash at beginning of year[1]	1,364	294,540	14,260
Cash, cash equivalents and restricted cash at end of year[1]	$114,267	$1,364	$294,540
Supplemental disclosure of cash flow information:			
Interest paid, net of amount capitalized	$107,861	$103,761	$91,403
Taxes received	$—	$(15)	$(155)
Supplemental disclosure of noncash investing and financing activities:			
Increase (decrease) in other comprehensive income	$(8,042)	$5,547	$(12,161)
Change in lease classification (direct financing lease to operating lease)	$565	$696	$1,924
Change in lease classification (operating lease to direct financing lease)	$258	$—	$—

(1) Cash, cash equivalents and restricted cash is the aggregate of cash and cash equivalents and restricted cash and cash held in escrow from the Consolidated Balance Sheets. NNN did not have restricted cash or cash held in escrow at December 31, 2018, 2017 and 2016.

See accompanying notes to consolidated financial statements.

48

NATIONAL RETAIL PROPERTIES, INC.
and SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
Years Ended December 31, 2018, 2017 and 2016

Note 1 – Organization and Summary of Significant Accounting Policies:
Organization and Nature of Business – National Retail Properties, Inc., a Maryland corporation, is a fully integrated real estate investment trust ("REIT") formed in 1984. The term "NNN" or the "Company" refers to National Retail Properties, Inc. and all of its consolidated subsidiaries. NNN may elected to treat certain subsidiaries as taxable REIT subsidiaries, ("TRS").
NNN's assets primarily include real estate assets. NNN acquires, owns, invests in and develops properties that are leased primarily to retail tenants under long-term net leases and are primarily held for investment ("Properties" or "Property Portfolio," or individually a "Property").

	December 31, 2018
Property Portfolio:	
Total properties	2,969
Gross leasable area (square feet)	30,487,000
States	48
Weighted average remaining lease term (years)	11.5

NNN's operations are reported within one operating segment in the consolidated financial statements and all properties are considered part of the Properties or Property Portfolio. As such, property counts and calculations involving property counts reflect all NNN properties.
Principles of Consolidation – NNN's consolidated financial statements include the accounts of each of the respective majority owned and controlled affiliates, including transactions whereby NNN has been determined to be the primary beneficiary in accordance with the Financial Accounting Standards Board ("FASB") guidance included in Consolidation. All significant intercompany account balances and transactions have been eliminated.
NNN consolidates certain joint venture development entities based upon either NNN being the primary beneficiary of the respective variable interest entity or NNN having a controlling interest over the respective entity. NNN eliminates significant intercompany balances and transactions and records a noncontrolling interest for its other partners' ownership percentage.
Real Estate Portfolio – NNN records the acquisition of real estate at cost, including acquisition and closing costs. The cost of properties developed by NNN includes direct and indirect costs of construction, property taxes, interest and other miscellaneous costs incurred during the development period until the project is substantially complete and available for occupancy. For the years ended December 31, 2018, 2017 and 2016, NNN recorded $2,675,000, $2,435,000 and $1,738,000, respectively, in capitalized interest during development.
Purchase Accounting for Acquisition of Real Estate Subject to a Lease – In accordance with the FASB guidance on business combinations, the fair value of the real estate acquired with in-place leases is allocated to the acquired tangible assets, consisting of land, building and tenant improvements, and identified intangible assets and liabilities, consisting of the value of above-market and below-market leases and the value of in-place leases, as applicable, based on their respective fair values. Prior to the adoption of ASU 2017-01, "Business Combinations (Topic 805): Clarifying the definition of a Business," on January 1, 2017, acquisition and closing costs incurred on the acquisition of real estate with an in-place lease were expensed as incurred and recorded as real estate acquisition costs on the Consolidated Statements of Income and Comprehensive Income.
The fair value estimate is sensitive to significant assumptions, such as establishing a range of relevant market assumptions for land, building and rent and where the acquired property falls within that range. These market assumptions for land, building and rent use the most relevant comparable properties for an acquisition. The final range relies upon ranking comparable properties' attributes from most similar to least similar.
The fair value of the tangible assets of an acquired leased property is determined by valuing the property as if it were vacant, and the "as-if-vacant" value is then allocated to land, building and tenant improvements based on the

determination of their fair values.

In allocating the fair value of the identified intangible assets and liabilities of an acquired property, above-market and below-market in-place lease values are recorded as other assets or liabilities based on the present value (using an interest rate which reflects the risks associated with the leases acquired) of the difference between (i) the contractual amounts to be paid pursuant to the in-place leases, and (ii) management's estimate of fair market lease rates for the corresponding in-place leases, measured over a period equal to the remaining term of the lease and the applicable option terms if it is probable that the tenant will exercise options. The capitalized above-market lease values are amortized as a reduction of rental income over the remaining terms of the respective leases. The capitalized below-market lease values are amortized as an increase to rental income over the initial term unless the Company believes that it is likely that the tenant will renew the lease for an option term whereby the Company amortizes the value attributable to the renewal over the renewal period.

The aggregate value of other acquired intangible assets, consisting of in-place leases, is measured by the excess of (i) the purchase price paid for a property after adjusting existing in-place leases to market rental rates over (ii) the estimated fair value of the property as-if-vacant, determined as set forth above. The value of in-place leases exclusive of the value of above-market and below-market in-place leases is amortized to expense over the remaining non-cancelable periods of the respective leases. If a lease were to be terminated prior to its stated expiration, all unamortized amounts relating to that lease would be written off in that period. The value of tenant relationships is reviewed on individual transactions to determine if future value was derived from the acquisition.

Intangible assets and liabilities consisted of the following as of December 31 (dollars in thousands):

	2018	2017
Intangible lease assets (included in other assets):		
Above-market in-place leases	$15,175	$16,583
Less: accumulated amortization	(9,239)	(9,299)
Above-market in-place leases, net	$5,936	$7,284
In-place leases	$104,871	$104,592
Less: accumulated amortization	(60,797)	(61,004)
In-place leases, net	$44,074	$43,588
Intangible lease liabilities (included in other liabilities):		
Below-market in-place leases	$41,554	$44,468
Less: accumulated amortization	(25,258)	(26,055)
Below-market in-place leases, net	$16,296	$18,413

The amounts amortized as a net increase to rental income for capitalized above-market and below-market leases for the years ended December 31, 2018, 2017, and 2016 were $2,622,000, $3,355,000, and $2,842,000, respectively. The value of in-place leases amortized to expense for the years ended December 31, 2018, 2017, and 2016 was $9,209,000, $18,841,000, and $13,403,000, respectively.

The following is a schedule of the amortization of acquired above-market and below-market in-place lease intangibles and the amortization of the in-place lease intangibles at December 31, 2018 (dollars in thousands):

	Net Increase to Rental Income	Increase To Amortization Expense
2019	$ 730	$ 6,716
2020	676	6,000
2021	562	5,285
2022	440	4,817
2023	358	4,309
Thereafter	7,594	16,947
Weighted average amortization period (years)	18.7	9.8

NNN's real estate is generally leased to tenants on a net lease basis, whereby the tenant is responsible for all operating expenses relating to the Property, including property taxes, insurance, maintenance, repairs and capital expenditures. The leases are accounted for using either the operating or the direct financing method. Such methods are described below:

Operating method – Properties with leases accounted for using the operating method are recorded at the cost of the real estate. Revenue is recognized as rentals are earned and expenses (including depreciation) are charged to operations as incurred. Buildings and improvements are depreciated on the straight-line method over their estimated useful lives. Leasehold interests are amortized on the straight-line method over the terms of their respective leases. When scheduled rentals vary during the lease term, income is recognized on a straight-line basis so as to produce a constant periodic rent over the term of the lease. Accrued rental income is the aggregate difference between the scheduled rents which vary during the lease term and the income recognized on a straight-line basis.

Direct financing method – Properties with leases accounted for using the direct financing method are recorded at their net investment (which at the inception of the lease generally represents the cost of the Property). Unearned income is deferred and amortized into income over the lease terms so as to produce a constant periodic rate of return on NNN’s net investment in the leases.

Real Estate – Held For Sale – Real estate held for sale is not depreciated and is recorded at the lower of cost or fair value, less cost to sell.

Impairment – Real Estate – Based upon certain events or changes in circumstances, management periodically assesses its Properties for possible impairment whenever the carrying value of the asset, including accrued rental income, may not be recoverable through operations. Events or circumstances that may occur include significant changes in real estate market conditions and the ability of NNN to re-lease or sell properties that are currently vacant or become vacant in a reasonable period of time. Management evaluates whether an impairment in carrying value has occurred by comparing the estimated future cash flows (undiscounted and without interest charges), and the residual value of the real estate, with the carrying value of the individual asset. If an impairment is indicated, a loss will be recorded for the amount by which the carrying value of the asset exceeds its estimated fair value.

Real Estate Dispositions – When real estate is disposed of, the related cost, accumulated depreciation or amortization and any accrued rental income for operating leases and the net investment for direct financing leases are removed from the accounts, and gains and losses from the dispositions are reflected in income. Gains from the disposition of real estate are generally recognized using the full accrual method in accordance with the FASB guidance included in Real Estate Sales, provided that various criteria relating to the terms of the sale and any subsequent involvement by NNN with the real estate sold are met.

Valuation of Mortgages, Notes and Accrued Interest Receivable – The reserve allowance related to the mortgages, notes and accrued interest receivable is NNN’s best estimate of the amount of probable credit losses. The reserve allowance is determined on an individual note basis in reviewing any payment past due for over 90 days. Any outstanding amounts are written off against the reserve allowance when all possible means of collection have been exhausted.

Commercial Mortgage Residual Interests, at Fair Value – Commercial mortgage residual interests, classified as available for sale, are reported at their estimated market values with unrealized gains and losses reported as other comprehensive income in stockholders' equity. NNN recognizes the excess of all cash flows attributable to the commercial mortgage residual interests estimated at the acquisition/transaction date over the initial investment (the accretable yield) as interest income over the life of the beneficial interest using the effective yield method. Losses are considered other than temporary valuation impairments if and when there has been a change in the timing or amount of estimated cash flows, exclusive of changes in interest rates, that leads to a loss in value.

Cash and Cash Equivalents – NNN considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. Cash and cash equivalents consist of cash and money market accounts. Cash equivalents are stated at cost plus accrued interest, which approximates fair value.

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

Restricted Cash and Cash Held in Escrow – Restricted cash and cash held in escrow include (i) cash proceeds from the sale of assets held by qualified intermediaries in anticipation of the acquisition of replacement properties in tax-free exchanges under Section 1031 of the Internal Revenue Code of 1986, as amended (the "Code"), (ii) cash that has been placed in escrow for the future funding of construction commitments, or (iii) cash that is not immediately available to NNN.

Valuation of Receivables – NNN estimates the collectibility of its accounts receivable related to rents, expense reimbursements and other revenues. NNN analyzes accounts receivable and historical bad debt levels, tenant credit-worthiness and current economic trends when evaluating the adequacy of the allowance for doubtful accounts. In addition, tenants in bankruptcy are analyzed and estimates are made in connection with the expected recovery of pre-petition and post-petition claims.

Debt Costs – Line of Credit Payable – Debt costs incurred in connection with NNN’s $900,000,000 line of credit have been deferred and are being amortized to interest expense over the term of the loan commitment using the straight-line method, which approximates the effective interest method. NNN has recorded debt costs associated with the line of credit as an asset, in debt costs on the Consolidated Balance Sheets.

Debt Costs – Mortgages Payable – Debt costs incurred in connection with NNN’s mortgages payable have been deferred and are being amortized over the term of the respective loan commitment using the straight-line method, which approximates the effective interest method. These costs of $147,000 at December 31, 2018 and 2017, are included in mortgages payable on the Consolidated Balance Sheets net of accumulated amortization of $73,000 and $55,000, respectively.

Debt Costs – Notes Payable – Debt costs incurred in connection with the issuance of NNN’s notes payable have been deferred and are being amortized to interest expense over the term of the respective debt obligation using the effective interest method. These costs of $26,932,000 and $22,682,000 at December 31, 2018 and 2017, respectively, are included in notes payable on the Consolidated Balance Sheets net of accumulated amortization of $6,705,000 and $6,337,000, respectively.

Revenue Recognition – Rental revenues for properties under construction commence upon completion of construction of the leased asset and delivery of the leased asset to the tenant. Rental revenues for non-development real estate assets are recognized when earned in accordance with the FASB guidance included in Leases, based on the terms of the lease of the leased asset. Lease termination fees are recognized when the related leases are cancelled and NNN no longer has a continuing involvement with the former tenant with respect to that property.

In May 2014, the FASB issued ASU 2014-09, “Revenue from Contracts with Customers (Topic 606). The core principle of ASU 2014-09, is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Certain contracts are excluded from ASU 2014-09, including lease contracts within the scope of the FASB guidance included in Leases (Topic 842). NNN adopted ASU 2014-09 on January 1, 2018, and applied the cumulative catch-up transition method. Through the evaluation and implementation process, NNN determined the key revenue stream impacted by ASU 2014-09 is gain on disposition of real estate reported on the Condensed Consolidated Statements of Income and Comprehensive Income. Prior to the adoption of ASU 2014-09, NNN recognized revenue at the time of closing (i.e., transfer of asset). Following the adoption of ASU 2014-09, NNN evaluates any separate contracts or performance obligations to determine proper timing and/or amount of revenue recognition, as well as, transaction price allocation. The adoption of ASU 2014-09 did not have a material impact on NNN's financial position and results of operations.

Earnings Per Share – Earnings per share have been computed pursuant to the FASB guidance included in Earnings Per Share. The guidance requires classification of the Company's unvested restricted share units which contain rights to receive nonforfeitable dividends, as participating securities requiring the two-class method of computing earnings per share. Under the two-class method, earnings per common share are computed by dividing the sum of distributed earnings to common stockholders and undistributed earnings allocated to common stockholders by the weighted average number of common shares outstanding for the period. In applying the two-class method, undistributed earnings are allocated to both common shares and participating securities based on the weighted average shares outstanding during the period. The following table is a reconciliation of the numerator and denominator used in the computation of basic and diluted earnings per common share using the two-class method for the years ended December 31 (dollars in thousands):

	2018	2017	2016
Basic and Diluted Earnings:			
Net earnings attributable to NNN	$ 292,447	$ 264,973	$ 239,500
Less: Series D preferred stock dividends	—	(3,598)	(19,047)
Less: Series E preferred stock dividends	(16,387)	(16,387)	(16,387)
Less: Series F preferred stock dividends	(17,940)	(17,940)	(3,189)
Less: Excess of redemption value over carrying value of Series D preferred shares redeemed	—	(9,855)	—
Net earnings available to common stockholders	258,120	217,193	200,877
Less: Earnings attributable to unvested restricted shares	(548)	(531)	(695)
Net earnings used in basic and diluted earnings per share	$ 257,572	$ 216,662	$ 200,182
Basic and Diluted Weighted Average Shares Outstanding:			
Weighted average number of shares outstanding	156,490,901	149,840,116	145,014,422
Less: Unvested restricted shares	(280,633)	(285,585)	(390,522)
Less: Unvested contingent restricted shares	(465,667)	(443,343)	(447,676)
Weighted average number of shares outstanding used in basic earnings per share	155,744,601	149,111,188	144,176,224
Effects of dilutive securities:			
Other	551,018	321,453	484,409
Weighted average number of shares outstanding used in diluted earnings per share	156,295,619	149,432,641	144,660,633

Income Taxes – NNN has made an election to be taxed as a REIT under Sections 856 through 860 of the Code, and related regulations. NNN generally will not be subject to federal income taxes on amounts distributed to stockholders, providing it distributes 100 percent of its REIT taxable income and meets certain other requirements for qualifying as a REIT. For each of the years in the three-year period ended December 31, 2018, NNN believes it has qualified as a REIT. Notwithstanding NNN's qualification for taxation as a REIT, NNN is subject to certain state income, franchise and excise taxes.

NNN may elect to treat certain subsidiaries as taxable REIT subsidiaries pursuant to the provisions of the REIT Modernization Act. A taxable REIT subsidiary is able to engage in activities resulting in income that previously would have been disqualified from being eligible REIT income under the federal income tax regulations. As a result, certain activities of NNN which occur within its TRS entities are subject to federal and state income taxes (See Note 11). All provisions for federal income taxes in the accompanying consolidated financial statements are attributable to NNN's taxable REIT subsidiaries and to the Orange Avenue Mortgage Investments, Inc. ("OAMI"), a wholly owned qualified REIT subsidiary, built-in gain tax liability.

Income taxes are accounted for under the asset and liability method as required by the FASB guidance included in Income Taxes. Deferred tax assets and liabilities are recognized for the temporary differences based on estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

Fair Value Measurement – NNN's estimates of fair value of financial and non-financial assets and liabilities are based on the framework established in the fair value accounting guidance. The framework specifies a hierarchy of valuation inputs which was established to increase consistency, clarity and comparability in fair value measurements and related disclosures. The guidance describes a fair value hierarchy based upon three levels of inputs that may be used to measure fair value, two of which are considered observable and one that is considered unobservable. The following describes the three levels:

- Level 1 – Valuation is based upon quoted prices in active markets for identical assets or liabilities.
- Level 2 – Valuation is based upon inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 – Valuation is generated from model-based techniques that use at least one significant assumption not observable in the market. These unobservable assumptions reflect estimates of assumptions that market participants would use in pricing the asset or liability. Valuation techniques include option pricing models, discounted cash flow models and similar techniques.

Accumulated Other Comprehensive Income (Loss) – The following table outlines the changes in accumulated other comprehensive income (loss) (dollars in thousands):

	Gain or Loss on Cash Flow Hedges[(1)]	Gains and Losses on Available-for-Sale Securities	Total
Beginning balance, December 31, 2016	$ (8,899)	$ 708	$ (8,191)
Other comprehensive income (loss)	(7,688)	209	(7,479)
Reclassifications from accumulated other comprehensive income to net earnings	1,932 [(2)]	—	1,932
Net current period other comprehensive income (loss)	(5,756)	209	(5,547)
Ending balance, December 31, 2017	(14,655)	917	(13,738)
Other comprehensive income (loss)	4,080	298	4,378
Reclassifications from accumulated other comprehensive income to net earnings	3,664 [(2)]	—	3,664
Net current period other comprehensive income (loss)	7,744	298	8,042
Ending balance, December 31, 2018	$ (6,911)	$ 1,215	$ (5,696)

[(1)] Additional disclosure is included in Note 12 – Derivatives.
[(2)] Reclassifications out of other comprehensive income (loss) are recorded in interest expense on the Consolidated Statements of Income and Comprehensive Income. There is no income tax expense (benefit) resulting from this reclassification.

New Accounting Pronouncements – In February 2016, the FASB issued ASU 2016-02, "Leases (Topic 842)," effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. The FASB issued final guidance that requires lessees to put most leases on their balance sheets but recognize expenses in the income statement in a manner similar to today's accounting. The guidance also eliminates today's real estate-specific provisions and changes the guidance on sale-leaseback transactions, initial direct costs and lease executory costs for all entities. For lessors, the standard modifies the classification criteria and the accounting for sales-type and direct financing leases. Effective January 1, 2019, NNN will adopt the lease guidance using the modified retrospective approach in which the cumulative effect of applying the new standard will be recognized at the date of initial application with an adjustment to NNN's opening balance of accumulated earnings. NNN plans to elect the package of practical expedients, the land easement practical expedient and the lease and non-lease component practical expedient. NNN is currently evaluating the potential impact the adoption of ASU 2016-02 will have on its financial position or results of operations.

In August 2018, the FASB issued ASU 2018-13, "Fair Value Measurement (Topic 820) - Disclosure Framework - Changes to the Disclosure Requirements for Fair Value Measurement," effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. The FASB issued final guidance that eliminates certain disclosure requirements for fair value measurements for all entities, requires public entities to disclose certain new information and modifies some disclosure requirements. The adoption of ASU 2018-13 will not have a significant impact on NNN's financial position or results of operations.

Use of Estimates – Additional critical accounting policies of NNN include management's estimates and assumptions relating to the reporting of assets and liabilities, revenues and expenses and the disclosure of contingent assets and liabilities are required to prepare the consolidated financial statements in conformity with accounting principles generally accepted in the United States of America. Significant accounting policies include management's estimates of the useful lives used in calculating depreciation expense relating to real estate assets purchase accounting for acquisition of real estate subject to a lease, and the recoverability of the carrying value of long-lived assets. Actual results could differ from those estimates.

Reclassification – Certain items in the prior year's consolidated financial statements and notes to consolidated financial statements have been reclassified to conform to the 2018 presentation.

Certain amounts previously reported in the consolidated financial statements have been reclassified in the accompanying consolidated financial statements to conform to the current period's presentation, primarily to change the presentation of gain on disposition of real estate on the Consolidated Statements of Income and Comprehensive Income. NNN has included gain on disposition of real estate as a component of earnings from operations to present gain and losses on dispositions of properties in accordance with ASC 360-10-45-5. The change was made for the prior periods as the Securities and Exchange Commission (the "Commission") has eliminated Rule 3-15(a) of Regulation S-X as part of Release No. 33-10532; 34-83875; IC-33203, which had required REITs to present gain and losses on disposition of properties outside of continuing operations in the income statement.

Note 2 – Real Estate:

Real Estate – Portfolio

Leases – The following outlines key information for NNN's leases at December 31, 2018:

Lease classification:	
Operating	2,970
Direct financing	8
Building portion – direct financing / land portion – operating	1
Weighted average remaining lease term (years)	11.5

The leases generally provide for limited increases in rent as a result of fixed increases, increases in the consumer price index, and/or increases in the tenant's sales volume. Generally, the tenant is also required to pay all property taxes and assessments, substantially maintain the Property and carry property and liability insurance coverage. Certain Properties are subject to leases under which NNN retains responsibility for specific costs and expenses of the Property. Generally, the leases provide the tenant with one or more multi-year renewal options, subject to generally the same terms and conditions of the base term of the lease, including rent increases.

Real Estate Portfolio – Accounted for Using the Operating Method – Real estate subject to operating leases consisted of the following as of December 31 (dollars in thousands):

	2018	2017
Land and improvements [1]	$2,374,005	$2,282,919
Buildings and improvements	5,477,479	4,948,057
Leasehold interests	3,630	5,261
	7,855,114	7,236,237
Less accumulated depreciation and amortization	(1,009,374)	(874,519)
	6,845,740	6,361,718
Work in progress - improvements	8,017	41,920
	$6,853,757	$6,403,638

(1) Includes $5,571 and $25,799 in land for Properties under construction at December 31, 2018 and 2017, respectively.

Some leases provide for scheduled rent increases throughout the lease term. Such amounts are recognized on a straight-line basis over the terms of the leases. For the years ended December 31, 2018, 2017 and 2016, NNN recognized $309,000, $1,411,000 and ($12,000), respectively, of such income, net of reserves. At December 31, 2018 and 2017, the balance of accrued rental income was $25,387,000 and $25,916,000, respectively, net of allowance of $1,842,000 and $1,936,000, respectively.
The following is a schedule of future minimum lease payments to be received on noncancellable operating leases at December 31, 2018 (dollars in thousands):

2019	$613,402
2020	599,805
2021	579,904
2022	550,022
2023	522,386
Thereafter	4,243,077
	$7,108,596

Since lease renewal periods are exercisable at the option of the tenant, the above table only presents future minimum lease payments due during the current lease terms. In addition, this table does not include amounts for potential variable rent increases that are based on the Consumer Price Index ("CPI") or future contingent rents which may be received on the leases based on a percentage of the tenant's sales volume.
Real Estate Portfolio – Accounted for Using the Direct Financing Method – The following lists the components of net investment in direct financing leases at December 31 (dollars in thousands):

	2018	2017
Minimum lease payments to be received	$10,899	$9,339
Estimated unguaranteed residual values	4,395	4,967
Less unearned income	(7,225)	(4,656)
Net investment in direct financing leases	$8,069	$9,650

The following is a schedule of future minimum lease payments to be received on direct financing leases held for investment at December 31, 2018 (dollars in thousands):

2019	$1,464
2020	1,013
2021	889
2022	895
2023	895
Thereafter	5,743
	$10,899

The table above does not include future minimum lease payments for renewal periods, potential variable CPI rent increases or contingent rental payments that may become due in future periods (see Real Estate Portfolio – Accounted for Using the Operating Method).

Real Estate – Held For Sale

On a quarterly basis, the Company evaluates its Properties for held for sale classification based on specific criteria as outlined in ASC 360, Property, Plant & Equipment, including management's intent to commit to a plan to sell the asset. NNN anticipates the disposition of Properties classified as held for sale to occur within 12 months. As of December 31, 2018, NNN had three of its Properties categorized as held for sale. NNN's real estate held for sale at December 31, 2017, included five properties, two of which were sold in 2018. Real estate held for sale consisted of the following as of December 31 (dollars in thousands):

	2018	2017
Land and improvements	$8,606	$9,411
Building and improvements	26,147	27,342
	34,753	36,753
Less accumulated depreciation and amortization	(6,897)	(6,602)
Less impairment	(14,250)	(778)
	$13,606	$29,373

Real Estate – Dispositions

The following table summarizes the Properties sold and the corresponding gain recognized on the disposition of Properties for the years ended December 31 (dollars in thousands):

	2018		2017		2016	
	# of Sold Properties	Gain	# of Sold Properties	Gain	# of Sold Properties	Gain
Gain on disposition of real estate	61	$65,070	48	$36,655	38	$27,182

Real Estate – Commitments

NNN has committed to fund construction on 19 Properties. The improvements on such Properties are estimated to be completed within 12 months. These construction commitments, as of December 31, 2018, are outlined in the table below (dollars in thousands):

Total commitment(1)	$34,756
Less amount funded	13,588
Remaining commitment	$21,168

(1) Includes land, construction costs, tenant improvements, lease costs and capitalized interest.

Real Estate – Impairments

Management periodically assesses its real estate for possible impairment whenever certain events or changes in circumstances indicate that the carrying amount of the asset, including accrued rental income, may not be recoverable through operations. Events or circumstances that may occur include significant changes in real estate market conditions and the ability of NNN to re-lease or sell properties that are vacant or become vacant in a reasonable period of time. Impairments are measured as the amount by which the current book value of the asset exceeds the estimated fair value of the asset. As a result of the Company's review of long-lived assets, including identifiable intangible assets, NNN recognized real estate impairments, net of recoveries of $28,211,000, $4,953,000 and $8,025,000 for the year ended December 31, 2018, 2017 and 2016, respectively.

The valuation of impaired assets is determined using widely accepted valuation techniques including discounted cash flow analysis, income capitalization, analysis of recent comparable sales transactions, actual sales negotiations and bona fide purchase offers received from third parties, which are Level 3 inputs. NNN may consider a single valuation technique or multiple valuation techniques, as appropriate, when estimating the fair value of its real estate.

Note 3 – Commercial Mortgage Residual Interests:
As of December 31, 2015, NNN held the commercial mortgage residual interests (“Residuals”) from seven loan securitizations. In 2016, the loan servicer of five of the securitizations exercised its clean-up call option. These clean-up calls allowed the servicers to purchase all of the trusts’ assets, thereby terminating future cash distributions payable to NNN as the holder of these residual interests. During the year ended December 31, 2016, NNN recorded an other than temporary valuation impairment of $6,830,000 as a reduction of earnings from operations. The other than temporary valuation impairment recorded during the year ended December 31, 2016 related to the execution of the clean-up call option on the five securitizations, as well as the fair value adjustment on the remaining two securitizations. As of December 31, 2018 and 2017, the remaining two Residuals are recorded at a fair value of $36,000 and included in other assets on the Consolidated Balance Sheets. There were no other than temporary valuation impairments recorded during the years ended December 31, 2018 and 2017.

Note 4 – Line of Credit Payable:
In October 2017, NNN amended its credit agreement to increase the borrowing capacity under its unsecured revolving credit facility from $650,000,000 to $900,000,000 and amend certain other terms under the former revolving credit facility (as the context requires, the previous and new revolving credit facility, the "Credit Facility"). The Credit Facility had a weighted average outstanding balance of $121,587,000 and a weighted average interest rate of 2.8% for the year ended December 31, 2018. The Credit Facility matures January 2022, unless the Company exercises its option to extend maturity to January 2023. As of December 31, 2018, the Credit Facility bears interest at LIBOR plus 87.5 basis points; however, such interest rate may change pursuant to a tiered interest rate structure based on NNN's debt rating. The Credit Facility also includes an accordion feature to increase the facility size up to $1,600,000,000. As of December 31, 2018, there was no outstanding balance and $900,000,000 was available for future borrowings under the Credit Facility.
In accordance with the terms of the Credit Facility, NNN is required to meet certain restrictive financial covenants which, among other things, require NNN to maintain certain (i) leverage ratios, (ii) debt service coverage, (iii) cash flow coverage, and (iv) investment and dividend limitations. At December 31, 2018, NNN was in compliance with those covenants.

Note 5 – Mortgages Payable:
The following table outlines the mortgages payable included in NNN’s consolidated financial statements (dollars in thousands):

Entered	Initial Balance	Interest Rate	Maturity[(2)]	Carrying Value of Encumbered Asset(s)[(3)]	Outstanding Principal Balance at December 31, 2018	2017
November 2014[(1)]	15,151	5.23%	July 2023	$ 20,430	$12,768	$13,392
Debt costs					(147)	(147)
Accumulated amortization					73	55
Debt costs, net of accumulated amortization					(74)	(92)
Mortgages payable, including unamortized premium and net of unamortized debt costs					$12,694	$13,300

(1) Date entered represents the date that NNN acquired real estate subject to a mortgage securing a loan. Initial balance and outstanding principal balance includes unamortized premium.
(2) Monthly payments include interest and principal; the balance is due at maturity.
(3) The loan is secured by a first mortgage lien on five of the Properties. The carrying values of the assets at December 31, 2018.

58

The following is a schedule of the scheduled principal payments, including premium amortization of NNN's mortgages payable at December 31, 2018 (dollars in thousands):

2019	$652
2020	682
2021	716
2022	750
2023	9,968
	$12,768

Note 6 – Notes Payable:

Each of NNN's outstanding series of unsecured notes is summarized in the table below (dollars in thousands):

Notes	Issue Date	Principal	Discount[(1)]	Net Price	Stated Rate	Effective Rate[(2)]	Maturity Date
2022	August 2012	$325,000	$ 4,989	$320,011	3.800%	3.985%	October 2022
2023[(3)]	April 2013	350,000	2,594	347,406	3.300%	3.388%	April 2023
2024[(4)]	May 2014	350,000	707	349,293	3.900%	3.924%	June 2024
2025[(5)]	October 2015	400,000	964	399,036	4.000%	4.029%	November 2025
2026[(6)]	December 2016	350,000	3,860	346,140	3.600%	3.733%	December 2026
2027[(7)]	September 2017	400,000	1,628	398,372	3.500%	3.548%	October 2027
2028[(8)]	September 2018	400,000	2,848	397,152	4.300%	4.388%	October 2028
2048	September 2018	300,000	4,239	295,761	4.800%	4.890%	October 2048

(1) The note discounts are amortized to interest expense over the respective term of each debt obligation using the effective interest method.

(2) Includes the effects of the discount at issuance.

(3) NNN entered into four forward starting swaps with an aggregate notional amount of $240,000. Upon issuance of the 2023 Notes, NNN terminated the forward starting swaps resulting in a liability of $3,156, of which $3,141 was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(4) NNN entered into three forward starting swaps with an aggregate notional amount of $225,000. Upon issuance of the 2024 Notes, NNN terminated the forward starting swaps resulting in a liability of $6,312, which was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(5) NNN entered into four forward starting swaps with an aggregate notional amount of $300,000. Upon issuance of the 2025 Notes, NNN terminated the forward starting swaps resulting in a liability of $13,369, which was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(6) NNN entered into two forward starting swaps with an aggregate notional amount of $180,000. Upon issuance of the 2026 Notes, NNN terminated the forward starting swaps resulting in a gain of $13,345, which was deferred in other comprehensive income. The deferred asset is being amortized over the term of the notes using the effective interest method.

(7) NNN entered into two forward starting swaps with an aggregate notional amount of $250,000. Upon issuance of the 2027 Notes, NNN terminated the forward starting swaps resulting in a liability of $7,690, of which $7,688 was deferred in other comprehensive income. The deferred liability is being amortized over the term of the notes using the effective interest method.

(8) NNN entered into two forward starting swaps with an aggregate notional amount of $250,000. Upon issuance of the 2028 Notes, NNN terminated the forward starting swaps resulting in a gain of $4,080, which was deferred in other comprehensive income. The gain is being amortized over the term of the notes using the effective interest method.

Each series of the notes represents senior, unsecured obligations of NNN and is subordinated to all secured indebtedness of NNN. Each of the notes is redeemable at the option of NNN, in whole or in part, at a redemption price equal to the sum of (i) the principal amount of the notes being redeemed plus all accrued and unpaid interest thereon through the redemption date and (ii) the make-whole amount, if any, as defined in the applicable supplemental indenture relating to the notes.

In connection with the outstanding debt offerings, NNN incurred debt issuance costs totaling $26,932,000 consisting primarily of underwriting discounts and commissions, legal and accounting fees, rating agency fees and printing expenses.

Debt issuance costs for all note issuances have been deferred and presented as a reduction to notes payable and are being amortized over the term of the respective notes using the effective interest method.

In October 2017, NNN repaid the $250,000,000 6.875% notes payable that were due in October 2017.

In October 2018, NNN redeemed the $300,000,000 5.500% notes payable that were due in July 2021. The notes were redeemed at a price equal to 100% of the principal amount, plus (i) a make-whole amount of $18,240,000, and (ii) all accrued and unpaid interest.

NNN's long-term debt maturities for the next five years include the 2022 Notes and 2023 Notes for an aggregate principal balance of $675,000,000.

In accordance with the terms of the indenture, pursuant to which NNN's notes have been issued, NNN is required to meet certain restrictive financial covenants, which, among other things, require NNN to maintain (i) certain leverage ratios and (ii) certain interest coverage. At December 31, 2018, NNN was in compliance with those covenants.

Note 7 – Preferred Stock:

NNN completed the following underwritten public offerings of cumulative redeemable preferred stock and are still outstanding ("Preferred Stock Shares") (dollars in thousands, except per share data):

Series	Dividend Rate[(1)]	Issued	Depositary Shares Outstanding[(2)]	Gross Proceeds	Stock Issuance Costs[(3)]	Dividend Per Depositary Share	Earliest Redemption Date
Series E	5.700 %	May 2013	11,500,000	$287,500	$ 9,856	$1.425000	May 2018
Series F	5.200 %	October 2016	13,800,000	345,000	10,897	1.300000	October 2021

(1) Holders are entitled to receive, when and as authorized by the Board of Directors, cumulative preferential cash dividends.

(2) Representing 1/100th of a preferred share. Series E issuance included 1,500,000 depositary shares in connection with the underwriters' over-allotment. Series F issuance included 1,800,000 depositary shares in connection with the underwriters' over-allotment.

(3) Consisting primarily of underwriting commissions and fees, rating agency fees, legal and accounting fees and printing expenses.

The Preferred Stock Shares underlying the depositary shares rank senior to NNN's common stock with respect to dividend rights and rights upon liquidation, dissolution or winding up of NNN. The Preferred Stock Shares have no maturity date and will remain outstanding unless redeemed. In addition, upon a change of control, as defined in the articles supplementary fixing the rights and preferences of the Preferred Stock Shares, NNN may redeem the Preferred Stock Shares underlying the depositary shares at a redemption price of $2,500.00 per share (or $25.00 per depositary share), plus all accumulated and unpaid dividends, and in limited circumstances the holders of depositary shares may convert some or all of their Preferred Stock Shares into shares of NNN's common stock at conversion rates provided in the related articles supplementary. As of May 2018, the Series E Preferred Stock Shares are redeemable by NNN. As of February 12, 2019, the Series F Preferred Stock Shares were not redeemable.

In February 2017, NNN redeemed all outstanding depositary shares (11,500,000) representing interests in its 6.625% Series D Preferred Stock. The Series D Preferred Stock was redeemed at $25.00 per depositary share, plus all accrued and unpaid dividends through the redemption date, for an aggregate redemption price of $25.3128472 per depositary share. The excess carrying amount of preferred stock redeemed over the cash paid to redeem the preferred stock was $9,855,000 of issuance costs.

Note 8 – Common Stock:

In February 2018, NNN filed a shelf registration statement with the Commission which permits the issuance by NNN of an indeterminate amount of debt and equity securities.

Dividend Reinvestment and Stock Purchase Plan. In February 2018, NNN filed a shelf registration statement with the Commission for its Dividend Reinvestment and Stock Purchase Plan ("DRIP") which permits the issuance by NNN of 10,000,000 shares of common stock. The following outlines the common stock issuances pursuant to the DRIP for the year ended December 31 (dollars in thousands):

	2018	2017	2016
Shares of common stock	311,048	229,696	187,626
Net proceeds	$13,264	$9,391	$8,340

At-The-Market Offerings. NNN has established an at-the-market equity program ("ATM") which allows NNN to sell shares of common stock from time to time. The following outlines NNN's ATM programs:

	2018 ATM	2016 ATM	2015 ATM
Established date	February 2018	March 2016	February 2015
Termination date	February 2021	February 2018	March 2016
Total allowable shares	12,000,000	12,000,000	10,000,000
Total shares issued as of December 31, 2018	7,378,163	10,044,656	9,852,465

The following table outlines the common stock issuances pursuant to NNN's ATM equity programs (dollars in thousands, except per share data):

	Year Ended December 31,		
	2018	2017	2016
Shares of common stock	7,378,163	5,821,366	5,716,222
Average price per share (net)	$44.48	$41.88	$46.48
Net proceeds	$328,196	$243,822	$265,696
Stock issuance costs[1]	$3,821	$3,782	$4,266

[1] Stock issuance costs consist primarily of underwriters' fees and commissions, and legal and accounting fees.

Note 9 – Employee Benefit Plan:

Effective January 1, 1998, NNN adopted a defined contribution retirement plan (the “Retirement Plan”) covering substantially all of the employees of NNN. The Retirement Plan permits participants to defer a portion of their compensation, as defined in the Retirement Plan, subject to limits established by the Code. NNN generally matches 60 percent of the first eight percent of a participant’s contributions. Additionally, NNN may make discretionary contributions. NNN’s contributions to the Retirement Plan for the years ended December 31, 2018, 2017 and 2016 totaled $516,000, $514,000 and $491,000, respectively.

Note 10 – Dividends:

The following table outlines the dividends declared and paid for NNN's common stock for the years ended December 31 (in thousands, except per share data):

	2018	2017	2016
Dividends	$303,164	$277,120	$257,007
Per share	1.950	1.860	1.780

On January 15, 2019, NNN declared a dividend of $0.500 per share, payable February 15, 2019, to its common stockholders of record as of January 31, 2019.

The following presents the characterization for tax purposes of common stock dividends per share paid to stockholders for the years ended December 31:

	2018	2017	2016
Ordinary dividends	$1.658604 [1]	$1.559781	$1.513705
Capital gain	0.015534	0.035041	—
Unrecaptured Section 1250 Gain	0.042818	0.012194	—
Nontaxable distributions	0.233044	0.252984	0.266295
	$1.950000	$1.860000	$1.780000

(1) Eligible for the 20% qualified business income deduction under section 199A of the Code that was established by the Tax Cuts and Jobs Act signed into law on December 22, 2017 ("TCJA").

The following presents the characterization for tax purposes of Series D, E and F Preferred Stock dividends per share and dividends declared and paid to stockholders for the year ended December 31 (dollars in thousands, except per share data):

	Series F [1]			Series E [2]			Series D [3]	
	2018	2017	2016	2018	2017	2016	2017	2016
Ordinary dividends	$1.255820 [4]	$1.261789	$0.231111	$1.376571 [4]	$1.383115	$1.425000	$0.303652	$1.656250
Capital gain	0.011761	0.028345	—	0.012892	0.031071	—	0.006821	—
Unrecaptured Section 1250 Gain	0.032419	0.009866	—	0.035537	0.010814	—	0.002374	—
Dividend paid per share	$1.300000	$1.300000	$0.231111	$1.425000	$1.425000	$1.425000	$0.312847	$1.656250
Dividends declared and paid	$17,940	$17,940	$3,189	$16,387	$16,387	$16,387	$3,598	$19,047

(1) The Series F Preferred Stock was issued in October 2016 and has no maturity date and will remain outstanding unless redeemed by NNN. The earliest redemption date for the Series F Preferred Stock is October 2021.
(2) The Series E Preferred Stock has no maturity date and will remain outstanding unless redeemed by NNN. As of May 2018, the Series E Preferred Stock is redeemable by NNN.
(3) The Series D Preferred Stock was redeemed in February 2017. The dividends paid in 2017 include accumulated and unpaid dividends through the redemption date.
(4) Eligible for the 20% qualified business income deduction under section 199A of the Code that was established by the TCJA.

Note 11 – Income Taxes:

For income tax purposes, NNN may elect to treat certain subsidiaries as taxable REIT subsidiaries in which certain real estate activities may be conducted.

NNN currently has no TRS entities. The following information relates to former TRS entities.

The significant components of the net deferred income tax asset consist of the following at December 31 (dollars in thousands):

	2018	2017
Deferred tax assets:		
Net operating loss carryforward	$3,899	$3,899
Valuation allowance	(3,858)	(3,858)
Total deferred tax assets	41	41
Deferred tax liabilities:		
Built-in gain	(41)	(41)
Total deferred tax liabilities	(41)	(41)
Net deferred tax asset	$—	$—

In assessing the ability to realize a deferred tax asset, management considers whether it is more likely than not that some portion or the entire deferred tax asset will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. The net operating loss carryforwards were generated by NNN’s former taxable REIT subsidiaries. The net operating loss carryforwards begin to expire in 2028. Management believes it is unlikely that NNN will realize all of the benefits of these deductible differences that existed as of December 31, 2018 and 2017.

There was no change in the valuation allowance for the year ended December 31, 2018. The decrease in the valuation allowance for the year ended December 31, 2017 was $1,885,000.

For the years ended December 31, 2018, 2017, and 2016, there was no net income tax expense or benefit to NNN's former TRS entities. The total income tax benefit (expense) differs from the amount computed by applying the statutory federal tax rate to net earnings before taxes as follows for the years ended December 31 (dollars in thousands):

	2018	2017[(1)]	2016
Loss carryforwards increase (decrease)	$ —	$(2,019)	$55
Built-in gain tax liability	—	134	22
Valuation allowance (increase) decrease	—	1,885	(77)
Total tax expense	$ —	$—	$—

(1) The changes for the year ended December 31, 2017, includes an amount attributable to the federal tax rate change within the TCJA. The net income statement effect of the federal rate change is zero.

FASB prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FASB also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

NNN, in accordance with FASB guidance included in Income Taxes, has analyzed its various federal and state filing positions. NNN believes that its income tax filing positions and deductions are well documented and supported. Additionally, NNN believes that its accruals for tax liabilities are adequate. Therefore, no reserves for uncertain income tax positions have been recorded pursuant to the FASB guidance. In addition, NNN did not record a cumulative effect adjustment related to the adoption of the FASB guidance.

NNN has had no unrecognized tax benefits during any of the years presented. Further, no interest or penalties have been included since no reserves were recorded and no significant increases or decreases are expected to occur within the next 12 months. When applicable, such interest and penalties will be recorded in non-operating expenses. The periods that remain open under federal statute are 2015 through 2018. NNN also files in many states with varying open years under statute.

Note 12 – Derivatives:

In accordance with the guidance on derivatives and hedging, NNN records all derivatives on the balance sheet at fair value. The accounting for changes in the fair value of derivatives depends on the intended use of the derivative and the resulting designation. Derivatives used to hedge the exposure to changes in the fair value of an asset, liability, or firm commitment attributable to a particular risk, such as interest rate risk, are considered fair value hedges. Derivatives used to hedge the exposure to variability in expected future cash flows, or other types of forecasted transactions, are considered cash flow hedges.

NNN's objective in using derivatives is to add stability to interest expense and to manage its exposure to interest rate movements or other identified risks. To accomplish this objective, NNN primarily uses treasury locks, forward starting swaps and interest rate swaps as part of its cash flow hedging strategy. Treasury locks and forward starting swaps are used to hedge forecasted debt issuances. Treasury locks designated as cash flow hedges lock in the yield/price of a treasury security. Forward starting swaps also lock the associated swap spread. Interest rate swaps designated as cash flow hedges are used to hedge the variable cash flows associated with floating rate debt and involve the receipt or payment of variable rate amounts in exchange for fixed-rate payments over the life of the agreements without exchange of the underlying principal amount.

For derivatives designated as cash flow hedges, the effective portion of changes in the fair value of the derivative is initially reported in other comprehensive income (outside of earnings) and subsequently reclassified to earnings when the hedged transaction affects earnings, and the ineffective portion of changes in the fair value of the derivative is recognized directly in earnings.

NNN discontinues hedge accounting prospectively when it is determined that the derivative is no longer effective in offsetting changes in the cash flows of the hedged item, the derivative expires or is sold, terminated, or exercised, the derivative is re-designated as a hedging instrument or management determines that designation of the derivative as a hedging instrument is no longer appropriate.

When hedge accounting is discontinued, NNN recognizes any changes in its fair value in earnings and continues to carry the derivative on the balance sheet or may choose to settle the derivative at that time with a cash payment or receipt.

The following table outlines NNN's terminated derivatives which were hedging the risk of changes in forecasted interest payments on forecasted issuance of long-term debt (dollars in thousands):

Terminated	Description	Aggregate Notional Amount	Liability (Asset) Fair Value When Terminated	Fair Value Deferred In Other Comprehensive Income[1]
April 2013	Four forward starting swaps	$240,000	$ 3,156	$ 3,141
May 2014	Three forward starting swaps	225,000	6,312	6,312
October 2015	Four forward starting swaps	300,000	13,369	13,369
December 2016	Two forward starting swaps	180,000	(13,352)	(13,345)
September 2017	Two forward starting swaps	250,000	7,690	7,688
September 2018	Two forward starting swaps	250,000	(4,080)	(4,080)

[1] The amount reported in accumulated other comprehensive income will be reclassified to interest expense as interest
payments are made on the related notes payable.

As of December 31, 2018, $6,911,000 remains in other comprehensive income related to the effective portion of NNN's previous interest rate hedges. During the years ended December 31, 2018, 2017 and 2016, NNN reclassified $3,664,000, $1,932,000 and $2,802,000, respectively, out of other comprehensive income as an increase to interest expense. Over the next 12 months, NNN estimates that an additional $1,306,000 will be reclassified as an increase in interest expense. Amounts reported in accumulated other comprehensive income related to derivatives will be reclassified to interest expense as interest payments are made on NNN's long-term debt.

NNN does not use derivatives for trading or speculative purposes or currently have any derivatives that are not designated as hedges. NNN had no derivative financial instruments outstanding at December 31, 2018.

Note 13 – Performance Incentive Plan:
In May 2017, NNN filed a registration statement on Form S-8 with the Commission which permits the issuance of up to 1,800,000 shares of common stock pursuant to NNN’s 2017 Performance Incentive Plan (the “2017 Plan”). The 2017 Plan replaced NNN’s previous 2007 Performance Incentive Plan (the "2007 Plan"). The 2017 Plan allows NNN to award or grant to key employees, directors and persons performing consulting or advisory services for NNN or its affiliates, stock options, stock awards, stock appreciation rights, Phantom Stock Awards, Performance Awards and Leveraged Stock Purchase Awards, each as defined in the 2017 Plan.

There were no stock options outstanding or exercisable at December 31, 2018.

Pursuant to the 2017 Plan, NNN has granted and issued shares of restricted stock to certain officers and key associates of NNN. The following summarizes the restricted stock activity for the year ended December 31, 2018:

	Number of Shares	Weighted Average Share Price
Non-vested restricted shares, January 1	735,323	$ 42.65
Restricted shares granted	291,281	37.06
Restricted shares vested	(175,243)	40.43
Restricted shares forfeited	(67,153)	41.00
Restricted shares repurchased	(2,644)	40.43
Non-vested restricted shares, December 31[1]	781,564	41.21

(1) Includes grants made in 2015 and 2016 pursuant to the 2007 Plan to NNN's retired CEO. The performance criteria will be complete January 1, 2019 and 2020, respectively.

Compensation expense for the restricted stock which is not contingent upon NNN’s performance goals is determined based upon the fair value at the date of grant and is recognized as the greater of the amount amortized over a straight lined basis or the amount vested over the vesting periods. Vesting periods for officers and key associates of NNN range from three to five years and generally vest annually. NNN recognizes compensation expense on a straight-line basis for awards with only service conditions.

During the years ended December 31, 2018 and 2017, NNN granted 175,626 and 169,495, respectively, performance based shares subject to its total stockholder return after a three year period relative to its peers. The shares were granted to certain executive officers and had weighted average grant price of $37.06 and $43.73, respectively, per share. Once the performance criteria are met and the actual number of shares earned is determined, the shares vest immediately. For the 2018 and 2017 grants, the conditions are based on market conditions, and the fair value was determined at the grant date (for a fair value share price of $23.70 and $25.77, respectively). Compensation expense is recognized over the requisite service period for both grants.

The following summarizes other grants made during the year ended December 31, 2018, pursuant to the 2017 Plan.

	Shares	Weighted Average Share Price
Other share grants under the 2017 Plan:		
Directors’ fees	15,712	$ 41.75
Deferred directors’ fees	24,869	41.89
	40,581	41.84
Shares available under the 2017 Plan for grant, end of period	1,471,231	

The total compensation expense for share-based payments for the years ended December 31, 2018, 2017 and 2016 totaled $9,282,000, $12,971,000 and $10,758,000, respectively. At December 31, 2018, NNN had $11,029,000 of unrecognized compensation cost related to non-vested share-based compensation arrangements under the 2017 Plan. This cost is expected to be recognized over a weighted average period of 2.3 years. In addition, NNN recognized no performance based long-term incentive cash compensation expense for the years ended December 31, 2018, 2017 and

2016.

Note 14 – Fair Value of Financial Instruments:
NNN believes the carrying value of its Credit Facility approximates fair value based upon its nature, terms and variable interest rate. NNN believes that the carrying value of its mortgages payable at December 31, 2018 and 2017, approximate fair value based upon current market prices of comparable instruments (Level 3). At December 31, 2018 and 2017, the carrying value and fair value of NNN's notes payable net of unamortized discount and excluding debt costs, was $2,813,583,000 and $2,507,106,000, respectively, based upon quoted market prices, which is a Level 1 valuation since NNN's notes payable are publicly traded.

Note 15 – Quarterly Financial Data (unaudited):
The following table outlines NNN's quarterly financial data (dollars in thousands, except per share data):

2018	First Quarter	Second Quarter	Third Quarter	Fourth Quarter
Revenues as originally reported	$152,861	$155,555	$155,526	$160,529
Net earnings	103,289	70,583	82,042	36,572
Net earnings attributable to NNN	103,280	70,573	82,032	36,562
Net earnings per share(1):				
Basic	$0.62	$0.40	$0.47	$0.17
Diluted	0.62	0.40	0.47	0.17
2017				
Revenues as originally reported	$141,569	$145,587	$147,769	$150,330
Net earnings	73,648	58,409	61,129	72,185
Net earnings attributable to NNN	73,657	58,028	61,120	72,168
Net earnings per share(1):				
Basic	$0.35	$0.33	$0.35	$0.42
Diluted	0.35	0.33	0.35	0.42

(1) Calculated independently for each period and consequently, the sum of the quarters may differ from the annual amount.

Note 16 – Segment Information:

For the years ended December 31, 2018, 2017 and 2016, NNN's operations are reported within one operating segment in the consolidated financial statements and all properties are part of the Properties or Property Portfolio.

Note 17 – Major Tenants:
As of December 31, 2018, NNN had no tenants that accounted for ten percent or more of its rental and earned income.

Note 18 – Commitments and Contingencies:
A summary of NNN's commitments are included in Note 2 – Real Estate.
In the ordinary course of its business, NNN is a party to various other legal actions which management believes are routine in nature and incidental to the operation of the business of NNN. Management does not believe that any of these proceedings are material to NNN's consolidated financial statements.

Note 19 – Subsequent Events:
NNN reviewed all subsequent events and transactions that have occurred after December 31, 2018, the date of the consolidated balance sheet. There were no reportable subsequent events or transactions.

Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure
None.

Item 9A. Controls and Procedures
Process for Assessment and Evaluation of Disclosure Controls and Procedures and Internal Control over Financing Reporting.
NNN carried out an assessment as of December 31, 2018, of the effectiveness of the design and operation of its disclosure controls and procedures and its internal control over financial reporting. This assessment was done under the supervision and with the participation of management, including NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer. Rules adopted by the Commission require NNN to present the conclusions of the Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer about the effectiveness of NNN's disclosure controls and procedures and the conclusions of NNN's management about the effectiveness of NNN's internal control over financial reporting as of the end of the period covered by this annual report.
CEO and CFO Certifications. Included as Exhibits 31.1 and 31.2 to this Annual Report on Form 10-K are forms of "Certification" of NNN's Chief Executive Officer and Chief Financial Officer. The forms of Certification are required in accordance with Section 302 of the Sarbanes-Oxley Act of 2002. This section of the Annual Report on Form 10-K that stockholders are currently reading is the information concerning the assessment referred to in the Section 302 certifications and this information should be read in conjunction with the Section 302 certifications for a more complete understanding of the topics presented.
Disclosure Controls and Procedures and Internal Control over Financial Reporting. Disclosure controls and procedures are designed with the objective of providing reasonable assurance that information required to be disclosed in NNN's reports filed or submitted under the Exchange Act, such as this Annual Report on Form 10-K, is recorded, processed, summarized and reported within the time periods specified in the Commission's rules and forms. Disclosure controls and procedures are also designed with the objective of providing reasonable assurance that such information is accumulated and communicated to NNN's management, including the Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer, as appropriate, to allow timely decisions regarding required disclosure.
Internal control over financial reporting is a process designed by, or under the supervision of, NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer, and affected by NNN's Board of Directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles ("GAAP") and includes those policies and procedures that:

- pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of NNN's assets;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that NNN's receipts and expenditures are being made in accordance with authorizations of management or the Board of Directors; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of NNN's assets that could have a material adverse effect on NNN's financial statements.

Scope of the Assessments. The assessment by NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer of NNN's disclosure controls and procedures and the assessment by NNN's management, including NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer, of NNN's internal control over financial reporting included a review of procedures and discussions with NNN's management and others at NNN. In the course of the assessments, NNN sought to identify data errors, control problems or acts of fraud and to confirm that appropriate corrective action, including process improvements, were being undertaken.
NNN's internal control over financial reporting is also assessed on an ongoing basis by personnel in NNN's Accounting department and by NNN's internal auditors in connection with their internal audit activities. The overall goals of these various assessment activities are to monitor NNN's disclosure controls and procedures and NNN's internal control over financial reporting and to make modifications as necessary. NNN's intent in this regard is that the disclosure controls and

procedures and the internal control over financial reporting will be maintained and updated (including with improvements and corrections) as conditions warrant. Management also sought to deal with other control matters in the assessment, and in each case if a problem was identified, management considered what revision, improvement and/or correction was necessary to be made in accordance with NNN's on-going procedures. The assessments of NNN's disclosure controls and procedures and NNN's internal control over financial reporting is done on a quarterly basis so that the conclusions concerning effectiveness of those controls can be reported in NNN's Quarterly Reports on Form 10-Q and Annual Report on Form 10-K.

Assessment of Effectiveness of Disclosure Controls and Procedures.

Based upon the assessments, NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer have concluded that, as of December 31, 2018, NNN's disclosure controls and procedures were effective.

Management's Report on Internal Control over Financial Reporting.

Management, including NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer, are responsible for establishing and maintaining adequate internal control over financial reporting for NNN. Management used the criteria issued by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control – 2013 Integrated Framework to assess the effectiveness of NNN's internal control over financial reporting. Based upon the assessments, NNN's Chief Executive Officer and Chief Financial Officer have concluded that, as of December 31, 2018, NNN's internal control over financial reporting was effective.

Attestation Report of the Registered Public Accounting Firm.

Ernst & Young LLP, NNN's independent registered public accounting firm, audited the financial statements included in this Annual Report on Form 10-K and in connection therewith has issued an attestation report on NNN's effectiveness of internal control over financial reporting as of December 31, 2018, which appears in this Annual Report on Form 10-K.

Changes in Internal Control over Financial Reporting.

During the three months ended December 31, 2018, there were no changes in NNN's internal control over financial reporting that materially affected, or are reasonably likely to materially affect, NNN's internal control over financial reporting.

Limitations on the Effectiveness of Controls.

Management, including NNN's Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer, do not expect that NNN's disclosure controls and procedures or NNN's internal control over financial reporting will prevent all errors and all fraud. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within NNN have been detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by management's override of the control. The design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions; over time, controls may become inadequate because of changes in conditions, or the degree of compliance with the policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

Item 9B. Other Information

None.

PART III

Item 10. Directors, Executive Officers and Corporate Governance

Reference is made to the Registrant’s definitive proxy statement to be filed with the Commission pursuant to Regulation 14(a); information responsive to this Item is included in the Registrant's proxy statement including the information, without limitation, contained in the sections thereof captioned “Proposal I: Election of Directors – Nominees,” “Proposal I: Election of Directors – Executive Officers,” “Proposal I: Election of Directors – Code of Business Conduct and Insider Trading Policy” and “Security Ownership ”, and such information in such sections is incorporated herein by reference.

Item 11. Executive Compensation

Reference is made to the Registrant’s definitive proxy statement to be filed with the Commission pursuant to Regulation 14(a); information responsive to this Item is included in the Registrant's proxy statement including the information, without limitation, contained in the sections thereof captioned “Proposal I: Election of Directors – Director Compensation,” “Executive Compensation” and “Compensation Committee Report”, and such information is incorporated herein by reference.

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

Reference is made to the Registrant’s definitive proxy statement to be filed with the Commission pursuant to Regulation 14(a); information responsive to this Item is included in the Registrant's proxy statement including the information, without limitation, contained in the sections thereof captioned "Executive Compensation – Equity Compensation Plan Information" and “Security Ownership”, and such information is incorporated herein by reference.

Item 13. Certain Relationships and Related Transactions, and Director Independence

Reference is made to the Registrant’s definitive proxy statement to be filed with the Commission pursuant to Regulation 14(a); information responsive to this Item is included in the Registrant's proxy statement including the information, without limitation, contained in the section thereof captioned “Certain Relationships and Related Transactions” and such information is incorporated herein by reference.

Item 14. Principal Accountant Fees and Services

Reference is made to the Registrant’s definitive proxy statement to be filed with the Commission pursuant to Regulation 14(a); information responsive to this Item is included in the Registrant's proxy statement including the information, without limitation, contained in the section thereof captioned “Audit Committee Report” and “Proposal III: Ratification of Ernst & Young LLP as the Independent Registered Public Accounting Firm”, and such information is incorporated herein by reference.

PART IV

Item 15. Exhibits and Financial Statement Schedules

(a) The following documents are filed as part of this report

(1) Financial Statements

(2) Financial Statement Schedules

Schedule III – Real Estate and Accumulated Depreciation and Amortization and Notes as of December 31, 2018

All other schedules are omitted because they are not applicable or because the required information is shown in the financial statements or the notes thereto.

(3) Exhibits

The following exhibits are filed as a part of this report.

3. Articles of Incorporation and Bylaws

3.1 First Amended and Restated Articles of Incorporation of the Registrant, as amended (filed as Exhibit 3.1 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 3, 2012, and incorporated herein by reference).

3.2 Articles Supplementary Establishing and Fixing the Rights and Preferences of 6.625% Series D Cumulative Preferred Stock, par value $0.01 per share, dated February 21, 2012 (filed as Exhibit 3.1 to the Registrant's Current Report on Form 8-K dated February 23, 2012, incorporated herein by reference).

3.3 Articles Supplementary Establishing and Fixing the Rights and Preferences of 5.70% Series E Cumulative Preferred Stock, par value $0.01 per share, dated May 29, 2013 (filed as Exhibit 3.2 to the Registrant's Registration Statement on Form 8-A dated May 30, 2013, incorporated herein by reference).

3.4 Articles Supplementary Establishing and Fixing the Rights and Preferences of 5.20% Series F Cumulative Preferred Stock, par value $0.01 per share, dated October 7, 2016 (filed as Exhibit 3.2 to the Registrant's

	Registration Statement on Form 8-A dated October 11, 2016, incorporated herein by reference).
3.5	Third Amended and Restated Bylaws of the Registrant, dated May 1, 2006, as amended (filed as Exhibit 3.4 to the Registrant's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).
3.6	Second Amendment to the Third Amended and Restated Bylaws of the Registrant, dated December 13, 2007 (filed as Exhibit 3.5 to the Registrant's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).
3.7	Third Amendment to the Third Amended and Restated Bylaws of the Registrant, dated February 13, 2014 (filed as Exhibit 3.6 to the Registrant's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).

4. Instruments Defining the Rights of Security Holders, Including Indentures

4.1	Specimen Certificate of Common Stock, par value $0.01 per share, of the Registrant (filed as Exhibit 3.4 to the Registrant's Registration Statement No. 1-11290 on Form 8-B filed with the Securities and Exchange Commission and incorporated herein by reference).
4.2	Indenture, dated as of March 25, 1998, between the Registrant and First Union National Bank, as trustee (filed as Exhibit 4.4 to the Registrant's Registration Statement on Form S-3 (Registration No. 333-132095) filed with the Securities and Exchange Commission on February 28, 2006, and incorporated herein by reference).
4.3	Specimen certificate representing the 6.625% Series D Cumulative Redeemable Preferred Stock, par value $.01 per share, of the Registrant (filed as Exhibit 4.3 to the Registrant's Registration Statement on Form 8-A dated February 22, 2012 and filed with the Securities and Exchange Commission on February 22, 2012, and incorporated herein by reference).
4.4	Deposit Agreement, among the Registrant, American Stock Transfer & Trust Company, as Depositary, and the holders of depositary receipts (filed as Exhibit 4.20 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 4, 2012, and incorporated herein by reference).
4.5	Form of Eleventh Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 3.800% Notes due 2022 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2012 and incorporated herein by reference).
4.6	Form of 3.800% Notes due 2022 (filed as Exhibit 4.2 to Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2012 and incorporated herein by reference).
4.7	Form of Twelfth Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 3.300% Notes due 2023 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K dated April 9, 2013, filed with the Securities and Exchange Commission on April 15, 2013 and incorporated herein by reference).
4.8	Form of 3.300% Notes due 2022 (filed as Exhibit 4.2 to Registrant's Current Report on Form 8-K dated April 9, 2013, filed with the Securities and Exchange Commission on April 15, 2013 and incorporated herein by reference).
4.9	Specimen certificate representing the 5.70% Series E Cumulative Redeemable Preferred Stock, par value $.01 per share, of the Registrant (filed as Exhibit 4.3 to the Registrant's Registration Statement on Form 8-A filed with the Securities and Exchange Commission on May 30, 2013 and incorporated herein by reference).
4.10	Deposit Agreement, among the Registrant, American Stock Transfer & Trust Company, as Depositary, and the holders of depositary receipts (filed as Exhibit 4.1 to the Registrant's Registration Statement on Form 8-A filed with the Securities and Exchange Commission on May 30, 2013 and incorporated herein by reference).
4.11	Form of Thirteenth Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 3.900% Notes due 2024 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on May 14, 2014, and incorporated herein by reference).

4.12	Form of 3.900% Notes due 2024 (filed as Exhibit 4.2 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on May 14, 2014, and incorporated herein by reference).
4.13	Form of Fourteenth Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 4.000% Notes due 2025 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on October 26, 2015, and incorporated herein by reference).
4.14	Form of 4.000% Notes due 2025 (filed as Exhibit 4.2 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on October 26, 2015, and incorporated herein by reference).

4.15 Specimen certificate representing the 5.20% Series F Cumulative Redeemable Preferred Stock, par value $.01 per share, of the Registrant (filed as Exhibit 4.3 to the Registrant’s Registration Statement on Form 8-A filed with the Securities and Exchange Commission on October 11, 2016 and incorporated herein by reference).

4.16 Deposit Agreement, among the Registrant, American Stock Transfer & Trust Company, as Depositary, and the holders of depositary receipts (filed as Exhibit 4.1 to the Registrant’s Registration Statement on Form 8-A filed with the Securities and Exchange Commission on October 11, 2016 and incorporated herein by reference).

4.17 Form of Fifteenth Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 3.60% Notes due 2026 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on December 12, 2016, and incorporated herein by reference).

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4.20 Form of 3.50% Notes due 2027 (filed as Exhibit 4.2 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on September 19, 2017, and incorporated herein by reference).

4.21 Form of Seventeenth Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 4.300% Notes due 2028 and 4.800% Notes due 2048 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on September 27, 2018, and incorporated herein by reference).

4.22 Form of 4.300% Notes due 2028 (filed as Exhibit 4.2 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on September 27, 2018, and incorporated herein by reference).

4.23 Form of 4.800% Notes due 2048 (filed as Exhibit 4.3 to Registrant's Current Report on Form 8-K and filed with the Securities and Exchange Commission on September 27, 2018, and incorporated herein by reference).

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10.2 Form of Restricted Stock Agreement between NNN and the Participant of NNN (filed as Exhibit 10.2 to the Registrant’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 15, 2005, and incorporated herein by reference).

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10.14	Amended and Restated Credit Agreement, dated as of May 25, 2011, by and among the Registrant, certain lenders and Wells Fargo Bank, National Association, as the Administrative Agent (filed as Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 1, 2011, and incorporated herein by reference).
10.15	Form of Restricted Award Agreement - Performance between NNN and the Participant of NNN (filed as Exhibit 10.15 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 4, 2012, and incorporated herein by reference).
10.16	Form of Restricted Award Agreement - Service between NNN and the Participant of NNN (filed as Exhibit 10.16 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 4, 2012, and incorporated herein by reference).
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10.19	Employment Agreement dated as of January 2, 2014, between the Registrant and Stephen A. Horn, Jr. (filed as Exhibit 10.19 to the Registrant’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).
10.20	Second Amendment to Amended and Restated Credit Agreement, dated as of October 27, 2014, by and among the Registrant, certain lenders and Wells Fargo Bank, National Association, as the Administrative Agent (filed as Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on October 28, 2014, and incorporated herein by reference).

10.21 Form of Restricted Award Agreement - Performance between NNN and the Participant of NNN (filed as exhibit 10.21 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2016, and incorporated herein by reference).

10.22 Form of Restricted Award Agreement - Service - Non-Executives between NNN and the Participant of NNN (filed as exhibit 10.22 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2016, and incorporated herein by reference).

10.23 Form of Restricted Award Agreement - Service between NNN and the Participant of NNN (filed as exhibit 10.23 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 2, 2016, and incorporated herein by reference).

10.24 Retirement and Transition Agreement, dated as of September 29, 2016, between the registrant and Craig Macnab (filed as Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 30, 2016, and incorporated herein by reference).

10.25 Amended and Restated Employment Agreement, dated as of September 29, 2016, between the registrant and Julian Whitehurst (filed as Exhibit 10.2 to the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 30, 2016, and incorporated herein by reference).

10.26 2017 Performance Incentive Plan (filed as Annex A to the Registrant's 2017 Annual Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 29, 2017, and incorporated herein by reference).

10.27 Third Amendment to Amended and Restated Credit Agreement, dated as of October 25, 2017, by and among the Registrant, certain lenders and Wells Fargo Bank, National Association, as the Administrative Agent (filed as Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on October 26, 2017, and incorporated herein by reference).

10.28 Amended and Restated Deferred Fee Plan for Directors, dated as of August 16, 2018 (filed as exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 1, 2018, and incorporated herein by reference).

21. Subsidiaries of the Registrant (filed herewith).

23. Consent of Independent Registered Public Accounting Firm

23.1 Ernst & Young LLP dated February 12, 2019 (filed herewith).

24. Power of Attorney (included on signature page).

31. Section 302 Certifications

31.1 Certification of Chief Executive Officer pursuant to Rule 13a-14(a) of the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (filed herewith).

31.2 Certification of Chief Financial Officer pursuant to Rule 13a-14(a) of the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (filed herewith).

32. Section 906 Certifications

32.1	Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (filed herewith).
32.2	Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (filed herewith).

99. Additional Exhibits

99.1	Certification of Chief Executive Officer pursuant to Section 303A.12(a) of the New York Stock Exchange Listed Company Manual (filed herewith).

101. Interactive Data File

101.1	The following materials from National Retail Properties, Inc. Annual Report on Form 10-K for the period ended December 31, 2018, are formatted in Extensible Business Reporting Language: (i) consolidated balance sheets, (ii) consolidated statements of comprehensive income, (iii) consolidated statements of stockholders' equity (iv) consolidated statements of cash flows, and (v) notes to consolidated financial statements.

Item 16. Form 10-K Summary
None.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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, on the 12th day of February 2019.

NATIONAL RETAIL PROPERTIES, INC.

By: /s/ Julian E. Whitehurst
Julian E. Whitehurst
Chief Executive Officer, President and Director

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

POWER OF ATTORNEY

Each person whose signature appears below hereby constitutes and appoints each of Julian E. Whitehurst, Kevin B. Habicht and Michelle L. Miller as his or her attorney-in-fact and agent, with full power of substitution and resubstitution for him or her in any and all capacities, to sign any or all amendments to this report and to file same, with exhibits thereto and other documents in connection therewith, granting unto such attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary in connection with such matters and hereby ratifying and confirming all that such attorney-in-fact and agent or his or her substitutes may do or cause to be done by virtue hereof.

Signature	Title	Date
/s/ Julian E. Whitehurst Julian E. Whitehurst	Chief Executive Officer, President and Director	February 12, 2019
/s/ Don DeFosset Don DeFosset	Chairman of the Board	February 12, 2019
/s/ Pamela K. Beall Pamela K. Beall	Director	February 12, 2019
/s/ Steven D. Cosler Steven D. Cosler	Director	February 12, 2019
/s/ David M. Fick David M. Fick	Director	February 12, 2019
/s/ Edward J. Fritsch Edward J. Fritsch	Director	February 12, 2019
Betsy D. Holden	Director	
/s/ Sam L. Susser Sam L. Susser	Director	February 12, 2019
/s/ Kevin B. Habicht Kevin B. Habicht	Director, Chief Financial Officer (Principal Financial Officer), Executive Vice President, Assistant Secretary and Treasurer	February 12, 2019
/s/ Michelle L. Miller Michelle L. Miller	Chief Accounting Officer (Principal Accounting Officer) and Executive Vice President	February 12, 2019

Exhibit Index

3. Articles of Incorporation and Bylaws

3.1	First Amended and Restated Articles of Incorporation of the Registrant, as amended (filed as Exhibit 3.1 to the Registrant’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 3, 2012, and incorporated herein by reference).
3.2	Articles Supplementary Establishing and Fixing the Rights and Preferences of 6.625% Series D Cumulative Preferred Stock, par value $0.01 per share, dated February 21, 2012 (filed as Exhibit 3.1 to the Registrant’s Current Report on Form 8-K dated February 23, 2012, incorporated herein by reference).
3.3	Articles Supplementary Establishing and Fixing the Rights and Preferences of 5.70% Series E Cumulative Preferred Stock, par value $0.01 per share, dated May 29, 2013 (filed as Exhibit 3.2 to the Registrant’s Registration Statement on Form 8-A dated May 30, 2013, incorporated herein by reference).
3.4	Articles Supplementary Establishing and Fixing the Rights and Preferences of 5.20% Series F Cumulative Preferred Stock, par value $0.01 per share, dated October 7, 2016 (filed as Exhibit 3.2 to the Registrant’s Registration Statement on Form 8-A dated October 11, 2016, incorporated herein by reference).
3.5	Third Amended and Restated Bylaws of the Registrant, dated May 1, 2006, as amended (filed as Exhibit 3.4 to the Registrant’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).
3.6	Second Amendment to the Third Amended and Restated Bylaws of the Registrant, dated December 13, 2007 (filed as Exhibit 3.5 to the Registrant’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).
3.7	Third Amendment to the Third Amended and Restated Bylaws of the Registrant, dated February 13, 2014 (filed as Exhibit 3.6 to the Registrant’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 19, 2014, and incorporated herein by reference).

4. Instruments Defining the Rights of Security Holders, Including Indentures

4.1	Specimen Certificate of Common Stock, par value $0.01 per share, of the Registrant (filed as Exhibit 3.4 to the Registrant’s Registration Statement No. 1-11290 on Form 8-B filed with the Securities and Exchange Commission and incorporated herein by reference).
4.2	Indenture, dated as of March 25, 1998, between the Registrant and First Union National Bank, as trustee (filed as Exhibit 4.4 to the Registrant’s Registration Statement on Form S-3 (Registration No. 333-132095) filed with the Securities and Exchange Commission on February 28, 2006, and incorporated herein by reference).
4.3	Specimen certificate representing the 6.625% Series D Cumulative Redeemable Preferred Stock, par value $.01 per share, of the Registrant (filed as Exhibit 4.3 to the Registrant’s Registration Statement on Form 8-A dated February 22, 2012 and filed with the Securities and Exchange Commission on February 22, 2012, and incorporated herein by reference).
4.4	Deposit Agreement, among the Registrant, American Stock Transfer & Trust Company, as Depositary, and the holders of depositary receipts (filed as Exhibit 4.20 to the Registrant’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 4, 2012, and incorporated herein by reference).

4.5	Form of Eleventh Supplemental Indenture between National Retail Properties, Inc. and U.S. Bank National Association relating to 3.800% Notes due 2022 (filed as Exhibit 4.1 to Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 14, 2012 and incorporated herein by reference).
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10.26	2017 Performance Incentive Plan (filed as Annex A to the Registrant's 2017 Annual Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 29, 2017, and incorporated herein by reference).
10.27	Third Amendment to Amended and Restated Credit Agreement, dated as of October 25, 2017, by and among the Registrant, certain lenders and Wells Fargo Bank, National Association, as the Administrative Agent (filed as Exhibit 10.1 to the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on October 26, 2017, and incorporated herein by reference).

10.28 Amended and Restated Deferred Fee Plan for Directors, dated as of August 16, 2018 (filed as exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 1, 2018, and incorporated herein by reference).

21. Subsidiaries of the Registrant (filed herewith).

23. Consent of Independent Registered Public Accounting Firm

23.1 Ernst & Young LLP dated February 12, 2019 (filed herewith).

24. Power of Attorney (included on signature page).

31. Section 302 Certifications

31.1 Certification of Chief Executive Officer pursuant to Rule 13a-14(a) of the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (filed herewith).

31.2 Certification of Chief Financial Officer pursuant to Rule 13a-14(a) of the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 (filed herewith).

32. Section 906 Certifications

    32.1 Certification of Chief Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (filed herewith).

    32.2 Certification of Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (filed herewith).

99. Additional Exhibits

    99.1 Certification of Chief Executive Officer pursuant to Section 303A.12(a) of the New York Stock Exchange Listed Company Manual (filed herewith).

101. Interactive Data File

    101.1 The following materials from National Retail Properties, Inc. Annual Report on Form 10-K for the period ended December 31, 2018, are formatted in Extensible Business Reporting Language: (i) consolidated balance sheets, (ii) consolidated statements of comprehensive income, (iii) consolidated statements of stockholders' equity (iv) consolidated statements of cash flows, and (v) notes to consolidated financial statements.

Table of Contents

NATIONAL RETAIL PROPERTIES, INC. AND SUBSIDIARIES
SCHEDULE III - REAL ESTATE AND ACCUMULATED DEPRECIATION AND AMORTIZATION
December 31, 2018
(Dollars in thousands)

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
7-Eleven:												
Tampa, FL	$ —	$ 1,081	$ 917	$ —	$ —	$ 1,070	$ 917	$ 1,987	$ 454	1999	12/98	(g) 40
Austin, TX	—	900	3,571	—	—	900	3,571	4,471	727	2004	11/11	35
Austin, TX	—	259	1,361	—	—	259	1,361	1,620	388	1985	11/11	25
Austin, TX	—	1,101	2,987	—	—	1,101	2,987	4,088	608	2006	11/11	35
Beaumont, TX	—	239	2,031	—	—	239	2,031	2,270	413	2002	11/11	35
Beaumont, TX	—	124	2,968	—	—	124	2,968	3,092	705	1996	11/11	30
Beaumont, TX	—	115	1,543	—	—	115	1,543	1,658	366	1996	11/11	30
Bloomington, TX	—	38	3,093	—	—	38	3,093	3,131	881	1985	11/11	25
Bryan, TX	—	479	3,561	—	—	479	3,561	4,040	846	2000	11/11	30
Canyon Lake, TX	—	144	1,830	—	—	144	1,830	1,974	522	1977	11/11	25
Cedar Park, TX	—	833	1,705	—	—	833	1,705	2,538	347	2002	11/11	35
College Station, TX	—	393	3,342	—	—	393	3,342	3,735	794	2000	11/11	30
Corpus Christi, TX	—	383	3,093	—	—	383	3,093	3,476	630	2006	11/11	35
Edinburg, TX	—	431	2,193	—	—	431	2,193	2,624	521	1999	11/11	30
Edna, TX	—	67	1,897	—	—	67	1,897	1,964	541	1976	11/11	25
Kingsland, TX	—	153	2,691	—	—	153	2,691	2,844	767	1972	11/11	25
Kingsville, TX	—	163	1,485	—	—	163	1,485	1,648	423	1990	11/11	25
Laredo, TX	—	412	1,476	—	—	412	1,476	1,888	350	2001	11/11	30
Palacios, TX	—	29	1,667	—	—	29	1,667	1,696	475	1984	11/11	25
Pflugerville, TX	—	996	2,336	—	—	996	2,336	3,332	476	2002	11/11	35
Rio Bravo, TX	—	355	1,351	—	—	355	1,351	1,706	275	2002	11/11	35

Round Rock, TX	—	661	1,140	—	—	661	1,140	1,801	271	2000	11/11	30
San Antonio, TX	—	441	1,313	—	—	441	1,313	1,754	312	1999	11/11	30
Victoria, TX	—	259	2,346	—	—	259	2,346	2,605	557	1984	11/11	30
Victoria, TX	—	431	2,298	—	—	431	2,298	2,729	546	1986	11/11	30
West Orange, TX	—	220	2,088	—	—	220	2,088	2,308	496	1993	11/11	30
Winnie, TX	—	115	4,566	—	—	115	4,566	4,681	930	2002	11/11	35
Austin, TX	—	612	2,775	—	—	612	2,775	3,387	651	1999	12/11	30
Austin, TX	—	1,215	4,524	—	—	1,215	4,524	5,739	910	2004	12/11	35
Austin, TX	—	612	3,061	—	—	612	3,061	3,673	719	1999	12/11	30
Austin, TX	—	689	1,732	—	—	689	1,732	2,421	407	1999	12/11	30
Austin, TX	—	880	1,790	—	—	880	1,790	2,670	420	1998	12/11	30
Austin, TX	—	861	3,004	—	—	861	3,004	3,865	705	2001	12/11	30
Austin, TX	—	775	4,677	—	—	775	4,677	5,452	1,098	1996	12/11	30
Austin, TX	—	488	2,163	—	—	488	2,163	2,651	508	2000	12/11	30
Austin, TX	—	679	1,905	—	—	679	1,905	2,584	447	1999	12/11	30
Austin, TX	—	756	2,870	—	—	756	2,870	3,626	674	1999	12/11	30
Austin, TX	—	938	1,436	—	—	938	1,436	2,374	337	1998	12/11	30
Cedar Park, TX	—	536	1,914	—	—	536	1,914	2,450	449	1999	12/11	30
San Antonio, TX	—	985	3,253	—	—	976	3,253	4,229	763	1999	12/11	30
San Antonio, TX	—	899	2,593	—	—	899	2,593	3,492	522	2002	12/11	35
San Antonio, TX	—	919	2,344	—	—	919	2,344	3,263	472	2002	12/11	35
San Antonio, TX	—	631	2,851	—	—	631	2,851	3,482	669	1999	12/11	30
San Antonio, TX	—	412	2,010	—	—	412	2,010	2,422	472	1999	12/11	30
San Antonio, TX	—	545	3,148	—	—	545	3,148	3,693	739	1999	12/11	30
San Antonio, TX	—	766	1,474	—	—	766	1,474	2,240	346	1999	12/11	30
San Antonio, TX	—	947	2,535	—	—	947	2,535	3,482	595	1999	12/11	30
San Antonio, TX	—	469	2,727	—	—	469	2,727	3,196	640	1998	12/11	30
San Antonio, TX	—	679	2,937	—	—	679	2,937	3,616	689	1999	12/11	30
San Antonio, TX	—	632	1,991	—	—	632	1,991	2,623	467	2001	12/11	30
San Antonio, TX	—	603	2,048	—	—	603	2,048	2,651	481	1999	12/11	30
San Antonio, TX	—	411	2,555	—	—	411	2,555	2,966	600	1999	12/11	30
San Antonio, TX	—	517	2,670	—	—	517	2,670	3,187	627	1999	12/11	30
	—	909	1,359	—	—	904	1,359	2,263	319	1999	12/11	30

San Antonio, TX												
Universal City, TX	—	699	1,675	—	—	699	1,675	2,374	393	2001	12/11	30
Belpre, OH	—	408	759	—	—	408	759	1,167	135	1990	07/14	25
Charleston, WV	—	549	729	—	—	549	729	1,278	108	1995	07/14	30
Charleston, WV	—	689	974	—	—	689	974	1,663	145	1970	07/14	30
Clarksburg, WV	—	390	613	—	—	390	613	1,003	109	1978	07/14	25
Mannington, WV	—	218	745	—	—	218	745	963	111	1996	07/14	30
N. Belle Vernon, PA	—	438	1,165	—	—	438	1,165	1,603	208	1996	07/14	25
New Castle, PA	—	292	617	—	—	292	617	909	92	1983	07/14	30
Parkersburg, WV	—	422	739	—	—	422	739	1,161	110	1985	07/14	30
Parkersburg, WV	—	298	782	—	—	298	782	1,080	139	1988	07/14	25
Weston, WV	—	114	583	—	—	114	583	697	87	1995	07/14	30
7-Eleven (Susser/Stripes):												
Laredo, TX	—	841	739	—	—	841	739	1,580	241	2001	12/05	40
Brownsville, TX	—	933	699	—	—	933	699	1,632	228	1999	12/05	40
Brownsville, TX	—	1,182	1,105	—	—	1,182	1,105	2,287	360	2000	12/05	40
Brownsville, TX	—	2,530	1,125	—	—	2,530	1,125	3,655	367	1990	12/05	40
Brownsville, TX	—	1,015	1,308	—	—	1,015	1,308	2,323	426	2003	12/05	40
Brownsville, TX	—	1,843	1,419	—	—	1,843	1,419	3,262	463	2000	12/05	40
Brownsville, TX	—	1,039	1,145	—	—	1,039	1,145	2,184	373	2004	12/05	40
Brownsville, TX	—	1,392	1,444	—	—	1,392	1,444	2,836	471	2005	12/05	40
Brownsville, TX	—	2,915	1,800	—	—	2,915	1,800	4,715	587	2000	12/05	40
Brownsville, TX	—	1,279	1,015	—	—	1,279	1,015	2,294	331	1990	12/05	40
Brownsville, TX	—	2,417	1,828	—	—	2,417	1,828	4,245	596	2000	12/05	40
Brownsville, TX	—	2,033	1,288	—	—	2,033	1,288	3,321	420	1995	12/05	40
Corpus Christi, TX	—	853	1,416	—	—	853	1,416	2,269	462	2005	12/05	40
Corpus Christi, TX	—	703	1,037	—	—	703	1,037	1,740	338	1986	12/05	40

Corpus Christi, TX	—	1,308	2,151	—	—	1,308	2,151	3,459	701	1995	12/05	40
Corpus Christi, TX	—	1,385	1,419	—	—	1,385	1,419	2,804	463	1982	12/05	40
Corpus Christi, TX	—	1,400	1,531	—	—	1,400	1,531	2,931	499	1984	12/05	40
Donna, TX	—	1,004	1,127	—	—	1,004	1,127	2,131	367	1995	12/05	40
Edinburg, TX	—	1,317	1,624	—	—	1,317	1,624	2,941	529	1999	12/05	40
Edinburg, TX	—	970	1,286	—	—	970	1,286	2,256	419	2003	12/05	40
Falfurias, TX	—	4,244	4,458	—	—	4,213	4,458	8,671	1,453	2002	12/05	40
Freer, TX	—	1,151	1,158	—	—	1,151	1,158	2,309	378	1984	12/05	40
George West, TX	—	1,243	695	—	—	1,243	695	1,938	227	1996	12/05	40
Harlingen, TX	—	755	601	—	—	755	601	1,356	196	1987	12/05	40
Harlingen, TX	—	754	1,152	—	—	754	1,152	1,906	376	1999	12/05	40
Harlingen, TX	—	906	953	—	—	906	953	1,859	311	1991	12/05	40
La Feria, TX	—	900	1,347	—	—	900	1,347	2,247	439	1988	12/05	40
Laredo, TX	—	1,495	1,400	—	—	1,495	1,400	2,895	457	1993	12/05	40
Laredo, TX	—	736	670	—	—	736	670	1,406	219	1984	12/05	40
Laredo, TX	—	675	533	—	—	675	533	1,208	174	1993	12/05	40
Laredo, TX	—	1,553	1,775	—	—	1,553	1,775	3,328	579	2000	12/05	40
Los Indios, TX	—	1,387	1,457	—	—	1,387	1,457	2,844	475	2005	12/05	40
McAllen, TX	—	975	1,030	—	—	975	1,030	2,005	336	2003	12/05	40
McAllen, TX	—	987	893	—	—	987	893	1,880	291	1999	12/05	40
Mission, TX	—	880	1,101	—	—	880	1,101	1,981	359	1999	12/05	40
Mission, TX	—	1,125	1,213	—	—	1,125	1,213	2,338	396	2003	12/05	40
Olmito, TX	—	3,688	2,880	—	—	3,688	2,880	6,568	939	2002	12/05	40
Pharr, TX	—	982	1,178	—	—	982	1,178	2,160	384	1988	12/05	40
Pharr, TX	—	2,426	1,881	—	—	2,426	1,881	4,307	613	2003	12/05	40
Pharr, TX	—	784	805	—	—	784	805	1,589	262	2000	12/05	40
Port Isabel, TX	—	2,062	1,299	—	—	2,062	1,299	3,361	423	1994	12/05	40
Portland, TX	—	656	915	—	—	656	915	1,571	298	1983	12/05	40
Progreso, TX	—	1,769	1,811	—	—	1,769	1,811	3,580	591	1999	12/05	40
Riviera, TX	—	2,351	2,158	—	—	2,351	2,158	4,509	704	2005	12/05	40
San Benito, TX	—	791	1,857	—	—	791	1,857	2,648	606	1994	12/05	40
San Benito, TX	—	1,103	1,586	—	—	1,103	1,586	2,689	517	2005	12/05	40
San Juan, TX	—	1,424	1,546	—	—	1,424	1,546	2,970	504	2004	12/05	40
San Juan, TX	—	1,124	1,172	—	—	1,124	1,172	2,296	382	1996	12/05	40
South Padre Island, TX	—	1,367	1,389	—	—	1,367	1,389	2,756	453	1988	12/05	40
Palmview, TX	—	835	1,372	—	—	835	1,372	2,207	419	2005	10/06	40
Harlingen, TX	—	638	1,807	—	—	638	1,807	2,445	544	2006	12/06	40
Rio Grande City, TX	—	1,871	1,612	—	—	1,871	1,612	3,483	485	2006	12/06	40
San Juan, TX	—	816	1,434	—	—	816	1,434	2,250	432	2006	12/06	40
Zapata, TX	—	1,333	1,773	—	—	1,333	1,773	3,106	534	2006	12/06	40
	—	1,767	1,838	—	—	1,767	1,838	3,605	538	2007	04/07	40

Orange Grove, TX												
Harlingen, TX	—	408	826	—	—	408	826	1,234	306	1982	11/07	30
Laredo, TX	—	348	1,168	—	—	348	1,168	1,516	433	1983	11/07	30
Laredo, TX	—	468	728	—	—	468	728	1,196	270	1973	11/07	30
Laredo, TX	—	584	958	—	—	584	958	1,542	355	1981	11/07	30
Laredo, TX	—	698	1,169	—	—	698	1,169	1,867	433	1981	11/07	30
Laredo, TX	—	448	734	—	—	448	734	1,182	272	1981	11/07	30
San Benito, TX	—	420	1,135	—	—	420	1,135	1,555	421	1985	11/07	30
Del Rio, TX	—	1,565	758	—	—	1,565	758	2,323	211	1996	11/07	40
Kerrville, TX	—	640	1,616	—	—	640	1,616	2,256	450	1996	11/07	40
Pharr, TX	—	573	1,229	—	—	573	1,229	1,802	339	2000	12/07	40
Harlingen, TX	—	277	808	—	—	277	808	1,085	295	1983	01/08	30
Laredo, TX	—	325	816	—	—	325	816	1,141	298	1983	01/08	30
McAllen, TX	—	643	1,776	—	—	643	1,776	2,419	649	1980	01/08	30
Port Isabel, TX	—	299	855	—	—	299	855	1,154	312	1983	01/08	30
Brownsville, TX	—	843	1,429	—	—	843	1,429	2,272	380	2007	05/08	40
Edinburg, TX	—	834	1,787	—	—	834	1,787	2,621	475	2007	05/08	40
La Villa, TX	—	710	2,166	—	—	710	2,166	2,876	575	2007	05/08	40
Laredo, TX	—	879	1,593	—	—	879	1,593	2,472	423	2007	05/08	40
Laredo, TX	—	1,183	1,934	—	—	1,183	1,934	3,117	514	2007	05/08	40
McAllen, TX	—	1,270	2,383	—	—	1,270	2,383	3,653	844	1986	05/08	30
Aaron's:												
Memphis, TN	—	416	—	1,320	—	416	1,320	1,736	664	1998	12/97	(g) 40
Abra Auto Body:												
Naperville, IL	—	305	1,145	—	—	305	1,145	1,450	10	1993	10/18	25
Naperville, IL	—	211	1,163	—	—	211	1,163	1,374	12	1985	10/18	20
Schiller Park, IL	—	439	2,374	—	—	439	2,374	2,813	25	1970	10/18	20
Academy:												
Franklin, TN	—	1,807	2,108	—	—	1,589	2,108	3,697	952	1999	06/05	30
Baton Rouge, LA	—	1,511	4,861	—	—	1,511	4,861	6,372	284	2003	07/17	25

See accompanying report of independent registered public accounting firm.
F-1

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Ace Hardware and Lighting:												
Bourbonnais, IL	—	298	1,329	—	—	298	1,329	1,627	620	1997	11/98	37
Advance Auto Parts:												
Miami, FL	—	867	—	1,035	—	867	1,035	1,902	350	2005	12/04	(g) 40
Abbeville, LA	—	23	148	—	—	23	148	171	59	1970	12/10	20
Abbotsford, WI	—	56	163	—	—	56	163	219	52	1984	12/10	25
Aberdeen, SD (n)	—	71	329	—	—	71	329	400	132	1961	12/10	20
Addison, IL	—	76	314	—	—	76	314	390	101	1971	12/10	25
Alsip, IL	—	57	323	—	—	57	323	380	130	1972	12/10	20
Antigo, WI	—	96	294	—	—	96	294	390	79	1998	12/10	30
Arden, NC	—	42	281	—	—	42	281	323	90	1989	12/10	25
Bangor, ME	—	51	339	—	—	51	339	390	109	1985	12/10	25
Bartlett, TN	—	40	293	—	—	40	293	333	94	1989	12/10	25
Bay City, MI	—	106	521	—	—	106	521	627	279	1920	12/10	15
Brunswick, ME	—	41	254	—	—	41	254	295	82	1985	12/10	25
Bucksport, ME	—	19	114	—	—	19	114	133	46	1976	12/10	20
Carol Stream, IL	—	103	515	—	—	103	515	618	207	1960	12/10	20
Chicago, IL	—	83	383	—	—	83	383	466	123	1987	12/10	25
Chippewa Falls, WI	—	33	328	—	—	33	328	361	88	1996	12/10	30
Devils Lake, ND	—	38	276	—	—	38	276	314	74	1999	12/10	30
Dodge City, KS	—	43	166	—	—	43	166	209	89	1948	12/10	15
Eau Claire, WI	—	33	204	—	—	33	204	237	82	1956	12/10	20

Elgin, IL	—	88	311	—	—	88	311	399	125	1965	12/10	20
Escanaba, MI	—	40	283	—	—	40	283	323	91	1982	12/10	25
Gainesville, FL	—	47	362	—	—	47	362	409	194	1957	12/10	15
Greenville, OH	—	63	193	—	—	63	193	256	104	1910	12/10	15
Hayward, WI	—	57	333	—	—	57	333	390	107	1980	12/10	25
Houlton, ME	—	38	219	—	—	38	219	257	176	1915	12/10	10
Irving, TX	—	182	208	—	—	182	208	390	84	1984	12/10	20
Kennedale, TX	—	88	283	—	—	88	283	371	114	1959	12/10	20
Laurel, MS	—	74	202	—	—	74	202	276	108	1959	12/10	15
Madison, TN	—	78	179	—	—	78	179	257	58	1988	12/10	25
Madison, WI	—	57	409	—	—	57	409	466	131	1973	12/10	25

See accompanying report of independent registered public accounting firm.
F-2

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Marshfield, WI	—	60	282	—	—	60	282	342	113	1940	12/10	20
Medford, WI	—	37	229	—	—	37	229	266	74	1988	12/10	25
Midland, TX	—	36	212	—	—	36	212	248	113	1960	12/10	15
Montello, WI	—	26	173	—	—	26	173	199	46	1997	12/10	30
Neillsville, WI	—	26	145	—	—	26	145	171	47	1979	12/10	25
Ocala, FL	—	78	416	—	—	78	416	494	223	1971	12/10	15
Phillips, WI	—	23	177	—	—	23	177	200	47	1992	12/10	30
Rhinelander, WI	—	28	115	—	—	28	115	143	46	1958	12/10	20
River Falls, WI	—	42	234	—	—	42	234	276	94	1976	12/10	20
Rockford, IL	—	61	376	—	—	61	376	437	121	1962	12/10	25
Schofield, WI	—	41	425	—	—	41	425	466	171	1968	12/10	20
Spokane, WA	—	66	201	—	—	66	201	267	81	1965	12/10	20
Spokane, WA	—	93	373	—	—	93	373	466	150	1972	12/10	20
St. Peter, MN	—	17	259	—	—	17	259	276	69	1999	12/10	30
Stayton, OR	—	88	312	—	—	88	312	400	84	1994	12/10	30
Stevens Point, WI	—	61	405	—	—	61	405	466	130	1975	12/10	25
Thornton, CO	—	414	536	—	—	414	536	950	144	1996	12/10	30
Troy, AL	—	15	52	—	—	15	52	67	28	1966	12/10	15
Wausau, WI	—	52	300	—	—	52	300	352	96	1989	12/10	25
Wautoma, WI	—	18	106	—	—	18	106	124	43	1959	12/10	20
West Columbia, SC	—	41	159	—	—	41	159	200	64	1962	12/10	20
West Memphis, AR	—	58	294	—	—	58	294	352	95	1987	12/10	25
Windom, MN	—	5	137	—	—	5	137	142	55	1950	12/10	20
Wisconsin Rapids, WI	—	41	215	—	—	41	215	256	87	1975	12/10	20
Yakima, WA	—	50	321	—	—	50	321	371	129	1965	12/10	20
Aurora, IL	—	641	226	—	—	641	226	867	89	1971	02/11	20
Eagle River, WI	—	99	52	—	—	99	52	151	20	1978	02/11	20

Lexington, KY	—	85	226	—	—	85	226	311	59	1991	02/11		30
Mobile, AL	—	75	197	—	—	75	197	272	73	1975	07/11		20
Fairmont, MN	—	98	166	—	—	98	166	264	58	1978	01/12		20
Sycamore, IL	—	49	476	—	—	49	476	525	166	1924	01/12		20
Orchard Park, NY	—	353	—	725	—	267	725	992	94	2013	05/13	(m)	40
Morrisville, NC	—	127	332	—	—	127	332	459	75	1992	05/13		25
Salt Lake City, UT	—	571	697	—	—	571	697	1,268	196	1951	05/13		20

See accompanying report of independent registered public accounting firm.

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)							Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired		
Real Estate Held for Investment the Company has Invested in Under Operating Leases:													
Crestview, FL	—	158	463	—	—	158	463	621	82	2003	09/13		30
Depew, NY	—	309	—	821	—	309	821	1,130	95	2014	10/13	(m)	40
Sherman, TX	—	183	—	657	—	183	657	840	87	2005	01/14	(o)	35
Richmond, VA	—	193	1,268	—	—	193	1,268	1,461	206	2008	02/14		30
Adventure Landing:													
Jacksonville Beach, FL	—	3,615	5,636	—	—	3,615	5,636	9,251	2,320	1995	04/11		30
Jacksonville, FL	—	721	861	—	—	721	861	1,582	487	1983	04/11		25
Raleigh, NC	—	1,841	3,124	—	—	1,841	3,124	4,965	1,257	1989	04/11		25
St. Augustine, FL	—	797	289	—	—	797	289	1,086	229	1999	04/11		30
Tonawanda, NY	—	205	927	—	—	205	927	1,132	514	1991	04/11		25
Affordable Care:													
Asheville, NC	—	467	576	—	—	467	576	1,043	86	2005	07/14		30
Conover, NC	—	187	623	—	—	187	623	810	93	2002	07/14		30
Poland, OH	—	231	650	—	—	231	650	881	116	2001	07/14		25
Wilmington, NC	—	398	565	—	—	398	565	963	84	2002	07/14		30
Ajuua Mexican Restaurant:													
Aurora, CO	—	1,168	1,105	22	—	1,168	1,127	2,295	502	2000	06/05		30
Aldi:													
Cutler Bay, FL	—	989	1,479	205	—	989	1,684	2,673	890	1995	06/96		40

All Star Sports:												
Wichita, KS	—	1,551	965	152	—	1,551	1,117	2,668	308	1987	05/07	40
Wichita, KS	—	3,275	1,631	167	—	3,275	1,798	5,073	504	1988	05/07	40
AMC Theatre:												
Bloomington, IN	—	2,338	4,000	—	—	2,338	4,000	6,338	1,807	1987	09/07	25
Brighton, CO	—	1,070	5,491	3,000	—	1,070	8,491	9,561	1,746	2005	09/07	40
Castle Rock, CO	—	2,905	5,002	—	—	2,905	5,002	7,907	1,412	2005	09/07	40
Evansville, IN	—	1,300	4,269	3,400	—	1,300	7,669	8,969	1,667	1999	09/07	35
Galesburg, IL	—	1,205	2,441	—	—	1,205	2,441	3,646	689	2003	09/07	40

See accompanying report of independent registered public accounting firm.

F-4

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)							Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired		
Real Estate Held for Investment the Company has Invested in Under Operating Leases:													
Machesney Park, IL	—	3,018	8,770	—	—	3,018	8,770	11,788	2,476	2005	09/07		40
Michigan City, IN	—	1,996	8,422	—	—	1,996	8,422	10,418	2,377	2005	09/07		40
Muncie, IN	—	1,243	5,512	2,400	—	1,243	7,912	9,155	1,640	2005	09/07		40
Naperville, IL	—	6,141	11,624	—	—	6,141	11,624	17,765	3,281	2006	09/07		40
New Lenox, IL	—	6,778	10,980	—	—	6,778	10,980	17,758	3,100	2004	09/07		40
Chicago, IL	—	7,257	10,955	—	—	7,257	10,955	18,212	3,001	2007	01/08		40
Johnson Creek, WI	—	1,433	3,932	—	—	1,433	3,932	5,365	1,231	1997	01/08		35
Lake Delton, WI	—	2,063	8,366	—	—	2,063	8,366	10,429	2,619	1999	01/08		35
Quincy, IL	—	1,297	2,850	—	—	1,297	2,850	4,147	892	1982	01/08		35
Schererville, IN	—	6,619	14,225	—	—	6,619	14,225	20,844	5,196	1996	01/08		30
Fayetteville, NC	—	2,409	—	13,750	—	2,409	13,750	16,159	1,418	2014	11/13		40
Southington, CT	—	1,346	—	4,263	—	1,346	4,263	5,609	646	1993	05/14	(o)	30
Albuquerque, NM	—	1,474	—	10,301	—	1,474	10,301	11,775	826	2015	11/14	(m)	40
West Jordan, UT	—	3,302	246	3,117	—	3,302	3,363	6,665	328	2015	05/15	(m)	30
American Auto Auction:													
El Paso, TX	—	2,858	1,133	—	—	2,858	1,133	3,991	115	1987	06/16		25
Jenison, MI	—	1,334	3,513	1,812	—	1,334	5,325	6,659	335	1984	10/16	(k)	25
Lubbock, TX	—	301	1,507	58	—	359	1,507	1,866	128	1980	11/16	(m)	25
American Family Care:													
Mobile, AL	—	843	562	348	—	843	910	1,753	320	1997	12/01		40
Alcoa, TN	—	1,221	—	1,730	—	1,221	1,730	2,951	229	2013	12/12	(m)	40

Cullman, AL	—541	—	1,517	—541	1,517	2,058	198	2013	12/12	(m)40
Decatur, AL	—460	1,283	—	—460	1,283	1,743	221	2010	12/12	35
Nashville, TN	—377	—	1,403	—377	1,403	1,780	177	2013	12/12	(m)40
Pace, FL	—738	—	1,459	—738	1,459	2,197	190	2013	12/12	(m)40
Woodstock, GA	—563	—	1,653	—563	1,653	2,216	201	2014	12/12	(m)40
Fairhope, AL	— (l)	1,929	—	— (l)	1,929	1,929	283	2012	02/13	40
Dothan, AL	—667	—	1,400	—667	1,400	2,067	185	2013	02/13	(m)40
Auburn, AL	—663	—	1,835	—663	1,835	2,498	231	2013	03/13	(m)40
Milton, GA	—577	1,526	—	—577	1,526	2,103	221	2012	03/13	40
Roswell, GA	—814	—	1,851	—816	1,851	2,667	202	2014	04/13	(m)40
Marietta, GA	—432	—	1,846	—432	1,846	2,278	225	2014	04/13	(m)40

See accompanying report of independent registered public accounting firm.

Table of Contents

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	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Mt. Juliet, TN	—	875	1,566	—	—	875	1,566	2,441	214	2013	07/13	40
Chattanooga, TN	—	469	—	1,626	—	469	1,626	2,095	198	2014	07/13 (m)	40
Columbus, GA	—	550	—	1,520	—	550	1,520	2,070	185	2014	07/13 (m)	40
Birmingham, AL	—	445	—	1,640	—	445	1,640	2,085	203	2005	08/13 (o)	40
Hendersonville, TN	—	660	1,640	—	—	660	1,640	2,300	210	2013	11/13	40
Calera, AL	—	606	—	1,673	—	606	1,673	2,279	186	2014	12/13 (m)	40
Spring Hill, TN	—	589	—	1,718	—	589	1,718	2,307	181	2014	02/14 (m)	40
Athens, AL	—	497	—	1,834	—	497	1,834	2,331	185	2014	03/14 (m)	40
Panama City Beach, FL	—	995	—	1,745	—	995	1,745	2,740	180	2014	04/14 (m)	40
Gadsden, AL	—	527	—	1,565	—	527	1,565	2,092	158	2014	05/14	40
Knoxville, TN	—	2,021	—	2,014	—	2,021	2,014	4,035	170	2015	08/14 (m)	40
Fort Oglethorpe, GA	—	736	—	1,832	—	736	1,832	2,568	166	2015	08/14 (m)	40
Enterprise, AL	—	570	—	1,703	—	570	1,703	2,273	137	2015	01/15 (m)	40
American Freight:												
Glen Allen, VA	—	889	1,948	—	—	889	1,948	2,837	1,100	1996	05/96	40
American Retail Service:												
Lincoln City, OR	—	1,099	1,560	—	—	1,099	1,560	2,659	377	1973	12/12	25
Salem, OR	—	433	1,627	735	—	433	2,362	2,795	422	1999	12/12 (o)	40
Yuma, AZ	—	1,118	1,878	—	—	1,118	1,878	2,996	454	1987	12/12	25
Amoco:												
Miami, FL	—	969	—	—	—	969	(i)	969	(i)	(i)	05/03	(i)
Sunrise, FL	—	949	—	—	—	949	(i)	949	(i)	(i)	06/03	(i)
Deerfield Beach, FL	—	770	274	26	—	770	300	1,070	94	1980	12/05	40
Amscot:												

Tampa, FL	—	1,160	352	—	—	1,160	352	1,512	116	1981	10/05		40
Orlando, FL	—	764	—	891	—	764	891	1,655	278	2006	12/05		40
Orlando, FL	—	664	1,011	—	—	664	983	1,647	303	2006	12/05	(g)	40
Orlando, FL	—	358	—	900	—	358	900	1,258	283	2006	02/06	(g)	40
Orlando, FL	—	546	—	872	—	546	872	1,418	277	2006	02/06	(g)	40
Clearwater, FL	—	456	332	—	—	456	332	788	102	1967	09/06		40

See accompanying report of independent registered public accounting firm.
F-6

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Antojo Mexican Grill:												
Lakewood, WA	—	580	201	—	—	575	201	776	123	1984	09/06	20
Applebee's:												
Ballwin, MO	—	1,496	1,404	47	—	1,496	1,450	2,946	602	1995	12/01	40
Crestview Hills, KY	—	1,069	1,367	—	—	1,069	1,367	2,436	458	1993	08/10	25
Danville, KY	—	641	1,645	—	—	641	1,645	2,286	459	2003	08/10	30
Florence, KY	—	1,075	1,488	—	—	1,075	1,488	2,563	498	1988	08/10	25
Frankfort, KY	—	862	1,610	—	—	862	1,610	2,472	450	1993	08/10	30
Georgetown, KY	—	809	1,437	—	—	809	1,437	2,246	401	2001	08/10	30
Hilliard, OH	—	808	1,846	—	—	808	1,846	2,654	515	1998	08/10	30
Maysville, KY	—	513	1,387	—	—	513	1,387	1,900	332	2005	08/10	35
Nicholasville, KY	—	454	1,077	—	—	454	1,077	1,531	301	2000	08/10	30
Troy, OH	—	645	862	—	—	645	862	1,507	289	1996	08/10	25
Grove City, OH	—	511	1,415	—	—	511	1,415	1,926	387	1990	10/10	30
Kettering, OH	—	359	1,043	—	—	359	1,043	1,402	245	2005	10/10	35
Mesa, AZ	—	974	1,514	—	—	974	1,514	2,488	414	1992	10/10	30
Mt. Sterling, KY	—	510	1,392	—	—	510	1,392	1,902	327	2000	10/10	35
Phoenix, AZ	—	781	1,456	—	—	781	1,456	2,237	398	1995	10/10	30
Phoenix, AZ	—	458	1,099	—	—	458	1,099	1,557	258	2004	10/10	35
Angola, IN	—	478	1,533	—	—	478	1,533	2,011	195	2002	07/14	35
Arby's:												
Colorado Springs, CO	—	206	534	—	—	206	534	740	227	1998	12/01	40
Thomson, GA	—	268	504	—	—	268	504	772	215	1997	12/01	40
Washington Courthouse, OH	—	157	546	—	—	157	546	703	233	1998	12/01	40
	—	171	469	—	—	171	469	640	200	1993	12/01	40

Whitmore Lake, MI												
Indianapolis, IN	—	285	686	—	—	285	686	971	102	1998	07/14	30
Indianapolis, IN	—	456	830	—	—	456	830	1,286	106	2005	07/14	35
Madison, GA	—	242	697	—	—	242	697	939	108	1985	02/15	25
Muncie, IN	—	400	876	—	—	400	876	1,276	111	1995	03/15	30
Gordonsville, TN	—	408	1,077	—	—	408	1,077	1,485	109	2009	12/15	30
Ada, OK	—	147	1,841	—	—	147	1,841	1,988	3	1980	12/18	25
Altus, OK	—	333	902	—	—	333	902	1,235	2	1978	12/18	25

See accompanying report of independent registered public accounting firm.
F-7

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Ardmore, OK	—	490	1,206	—	—	490	1,206	1,696	1	2013	12/18	35
Arkansas City, KS	—	59	1,118	—	—	59	1,118	1,177	2	1999	12/18	30
Bentonville, AR	—	245	1,099	—	—	245	1,099	1,344	2	2007	12/18	30
Boonville, MO	—	157	1,040	—	—	157	1,040	1,197	1	2007	12/18	30
Broken Arrow, OK	—	333	1,138	—	—	333	1,138	1,471	2	1978	12/18	25
Broken Arrow, OK	—	471	765	—	—	471	765	1,236	1	2005	12/18	30
Cabot, AR	—	225	1,744	—	—	225	1,744	1,969	2	1994	12/18	30
Choctaw, OK	—	509	2,093	—	—	509	2,093	2,602	2	2017	12/18	35
Claremore, OK	—	196	1,976	—	—	196	1,976	2,172	3	2005	12/18	30
Clinton, MO	—	147	1,196	—	—	147	1,196	1,343	2	2005	12/18	30
Coffeyville, KS	—	59	1,059	—	—	59	1,059	1,118	1	1995	12/18	30
Colorado Springs, CO	—	344	885	—	—	344	885	1,229	1	2004	12/18	30
Concordia, KS	—	118	923	—	—	118	923	1,041	2	1992	12/18	25
Conway, AR	—	157	972	—	—	157	972	1,129	1	1994	12/18	30
Derby, KS	—	353	941	—	—	353	941	1,294	1	2000	12/18	30
Eagle, ID	—	441	990	—	—	441	990	1,431	1	2017	12/18	35
Edmond, OK	—	186	951	—	—	186	951	1,137	2	1977	12/18	25
Edwardsville, IL	—	147	1,294	—	—	147	1,294	1,441	2	2000	12/18	30
El Dorado, KS	—	167	1,030	—	—	167	1,030	1,197	1	2004	12/18	30
Fayetteville, AR	—	441	1,069	—	—	441	1,069	1,510	1	1998	12/18	30
Fayetteville, AR	—	550	658	—	—	550	658	1,208	1	2006	12/18	30
Fort Smith, AR	—	393	1,090	—	—	393	1,090	1,483	2	1980	12/18	25
Fountain, CO	—	707	913	—	—	707	913	1,620	1	2013	12/18	35
Glenpool, OK	—	137	1,334	—	—	137	1,334	1,471	2	1980	12/18	25
Godfrey, IL	—	157	1,186	—	—	157	1,186	1,343	2	2001	12/18	30
Greeley, CO	—	529	1,684	—	—	529	1,684	2,213	2	2017	12/18	35
	—	59	943	—	—	59	943	1,002	1	1994	12/18	30

Greenwood, AR												
Guthrie, OK	—	303	1,566	—	—	303	1,566	1,869	2	2002	12/18	30
Harrison, AR	—	402	1,423	—	—	402	1,423	1,825	2	2003	12/18	30
Harrisonville, MO	—	372	902	—	—	372	902	1,274	2	1986	12/18	25
Hays, KS	—	176	1,888	—	—	176	1,888	2,064	3	1986	12/18	25
Hot Springs, AR	—	441	1,128	—	—	441	1,128	1,569	2	1985	12/18	25
Hutchinson, KS	—	118	952	—	—	118	952	1,070	2	1982	12/18	25
Hutchinson, KS	—	206	1,098	—	—	206	1,098	1,304	2	2006	12/18	30

See accompanying report of independent registered public accounting firm.
F-8

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Independence, MO	—	294	1,341	—	—	294	1,341	1,635	2	2010	12/18	30
Independence, MO	—	412	853	—	—	412	853	1,265	1	2008	12/18	30
Jerseyville, IL	—	187	845	—	—	187	845	1,032	1	1998	12/18	30
Kansas City, MO	—	470	1,194	—	—	470	1,194	1,664	1	2015	12/18	35
Kearney, MO	—	343	1,234	—	—	343	1,234	1,577	2	1996	12/18	30
Lansing, KS	—	245	834	—	—	245	834	1,079	1	2007	12/18	30
Lawton, OK	—	431	1,039	—	—	431	1,039	1,470	2	1987	12/18	25
Litchfield, IL	—	186	1,402	—	—	186	1,402	1,588	2	2013	12/18	35
Little Rock, AR	—	736	579	—	—	736	579	1,315	1	2013	12/18	35
Little Rock, AR	—	393	541	—	—	393	541	934	1	1988	12/18	25
Manhattan, KS	—	333	1,078	—	—	333	1,078	1,411	1	2015	12/18	35
Mehlville, MO	—	167	1,264	—	—	167	1,264	1,431	2	2005	12/18	30
Midwest City, OK	—	226	922	—	—	226	922	1,148	2	1978	12/18	25
Midwest City, OK	—	245	980	—	—	245	980	1,225	2	1978	12/18	25
Mission, KS	—	314	892	—	—	314	892	1,206	1	1999	12/18	30
Moore, OK	—	530	814	—	—	530	814	1,344	1	2006	12/18	30
Moore, OK	—	196	727	—	—	196	727	923	1	1977	12/18	25
Muskogee, OK	—	157	1,000	—	—	157	1,000	1,157	1	2000	12/18	30
Neosho, MO	—	206	971	—	—	206	971	1,177	1	2007	12/18	30
Newcastle, OK	—	176	1,225	—	—	176	1,225	1,401	2	2007	12/18	30
Nixa, MO	—	490	628	—	—	490	628	1,118	1	2005	12/18	30
Norman, OK	—	353	874	—	—	353	874	1,227	1	1994	12/18	30
North Little Rock, AR	—	491	432	—	—	491	432	923	1	2006	12/18	35
Oklahoma City, OK	—	433	560	—	—	433	560	993	1	2003	12/18	30
Osage Beach, MO	—	245	932	—	—	245	932	1,177	1	2008	12/18	30
Park City, KS	—	284	1,351	—	—	284	1,351	1,635	2	2017	12/18	35
Pittsburg, KS	—	216	1,303	—	—	216	1,303	1,519	2	1978	12/18	25
Platte City, MO	—	392	921	—	—	392	921	1,313	1	2003	12/18	30

Sallisaw, OK	—	127	1,186	—	—	127	1,186	1,313	2	2002	12/18	30
Sand Springs, OK	—	147	1,459	—	—	147	1,459	1,606	2	1998	12/18	30
Sapulpa, OK	—	147	1,733	—	—	147	1,733	1,880	3	1981	12/18	25
Shawnee, OK	—	98	1,254	—	—	98	1,254	1,352	2	1980	12/18	25
Siloam Springs, AR	—	216	1,216	—	—	216	1,216	1,432	2	1980	12/18	25
St. Louis, MO	—	363	1,019	—	—	363	1,019	1,382	1	2008	12/18	30

See accompanying report of independent registered public accounting firm.
F-9

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Topeka, KS	—	587	1,116	—	—	587	1,116	1,703	2	2006	12/18	30
Tulsa, OK	—	539	716	—	—	539	716	1,255	1	1997	12/18	30
Tulsa, OK	—	206	1,216	—	—	206	1,216	1,422	2	1982	12/18	25
Tulsa, OK	—	529	784	—	—	529	784	1,313	1	1993	12/18	25
Tulsa, OK	—	98	865	—	—	98	865	963	1	1981	12/18	25
Tulsa, OK	—	804	716	—	—	804	716	1,520	1	2006	12/18	30
Tulsa, OK	—	323	1,470	—	—	323	1,470	1,793	2	1981	12/18	25
Union, MO	—	128	835	—	—	128	835	963	1	2006	12/18	30
Van Buren, AR	—	334	1,187	—	—	334	1,187	1,521	2	2000	12/18	30
Vandalia, IL	—	206	962	—	—	206	962	1,168	2	1981	12/18	25
Weatherford, OK	—	118	1,469	—	—	118	1,469	1,587	2	1999	12/18	30
Wichita, KS	—	343	687	—	—	343	687	1,030	1	2014	12/18	35
Wichita, KS	—	314	960	—	—	314	960	1,274	1	1994	12/18	30
Wichita, KS	—	98	1,089	—	—	98	1,089	1,187	2	1981	12/18	25
Woodward, OK	—	108	1,401	—	—	108	1,401	1,509	2	1982	12/18	25
ARCO ampm:												
Casa Grande, AZ	—	2,340	1,894	83	—	2,340	1,905	4,245	586	1993	05/08	35
Gilbert, AZ	—	1,317	1,304	85	—	1,166	1,325	2,491	417	1996	05/08	35
Globe, AZ	—	762	2,148	114	—	762	2,180	2,942	684	1998	05/08	35
Mesa, AZ	—	1,332	1,367	92	—	1,156	1,385	2,541	503	1986	05/08	30
Mesa, AZ	—	2,219	2,140	89	—	2,219	2,170	4,389	598	2000	05/08	40
Prescott, AZ	—	1,266	1,261	118	—	1,266	1,294	2,560	416	1997	05/08	35
Scottsdale, AZ	—	1,529	1,373	240	—	1,529	1,451	2,980	495	1999	05/08	35
Sedona, AZ	—	1,281	1,324	107	—	1,281	1,345	2,626	373	2000	05/08	40
Tucson, AZ	—	1,083	1,599	86	—	1,083	1,620	2,703	506	1992	05/08	35
Tucson, AZ	—	1,223	1,911	102	—	1,223	1,932	3,155	601	1996	05/08	35
Tucson, AZ	—	1,105	1,336	111	—	1,105	1,358	2,463	428	1992	05/08	35
Tucson, AZ	—	1,457	1,619	125	—	1,457	1,651	3,108	523	1995	05/08	35
Soldotna, AK	—	180	891	—	—	180	891	1,071	159	1985	07/14	25

Ashley Furniture:													
Altamonte Springs, FL	—	2,906	4,877	315	—	2,906	5,192	8,098	2,743	1997	09/97		40
Florissant, MO	—	896	1,057	3,058	—	899	4,113	5,012	1,017	1996	04/03	(g)	40

See accompanying report of independent registered public accounting firm.

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Louisville, KY	—	1,667	4,989	—	—	1,667	4,989	6,656	1,720	2005	03/05	40
At Home:												
Douglasville, GA	—	1,588	3,916	—	—	1,588	3,916	5,504	1,281	1987	06/12	20
Humble, TX	—	3,559	5,046	—	—	3,559	5,046	8,605	1,320	2001	06/12	25
Noblesville, IN	—	1,870	4,241	—	—	1,870	4,241	6,111	1,387	1995	06/12	20
Sandston, VA	—	1,972	6,599	—	—	1,972	6,599	8,571	1,727	1996	06/12	25
Greensboro, NC	—	2,121	6,460	—	—	2,121	6,460	8,581	1,301	1998	12/12	30
Greenville, SC	—	1,892	5,404	—	—	1,727	5,404	7,131	946	1996	08/14	25
Hilliard, OH	—	1,747	4,642	—	—	1,836	4,514	6,350	760	1994	10/14	25
San Antonio, TX	—	3,818	5,922	—	—	3,818	5,922	9,740	699	1999	06/15	30
AT&T:												
Cincinnati, OH	—	297	443	347	—	312	775	1,087	320	1999	06/98	40
Auto Solution:												
Albuquerque, NM	—	1,113	—	1,443	—	1,113	1,443	2,556	482	2005	04/04	(f) 40
AutoZone:												
Homestead, PA	—	500	—	105	—	605	(i)	605	(i)	(i)	02/97	(i)
Bandana's BBQ:												
St. Peters, MO	—	318	640	—	—	318	640	958	99	1981	02/15	25

BankUnited:												
Orlando, FL	—	257	287	—	—	257	72	329	18	1988	07/92	30
Bar Louie:												
Rochester, NY	—	792	1,535	204	—	792	1,739	2,531	462	1995	06/07	40
Barnes & Noble:												
Brandon, FL	—	1,476	1,527	—	—	1,476	1,527	3,003	915	1995	08/94	(f) 40
Glendale, CO	—	3,245	2,722	—	—	3,245	2,722	5,967	1,650	1994	09/94	40
Houston, TX	—	3,308	2,396	—	—	3,308	2,396	5,704	1,393	1995	10/94	(f) 40

See accompanying report of independent registered public accounting firm.
F-11

Table of Contents

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	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Plantation, FL	—	3,616	3,498	—	—	3,616	960	4,576	167	1996	05/95	(f) 30
Freehold, NJ (n)	—	2,917	2,261	—	—	2,917	2,261	5,178	1,295	1995	01/96	40
Dayton, OH	—	1,413	3,325	—	—	1,413	3,325	4,738	1,781	1996	05/97	40
Redding, CA	—	497	1,626	—	—	497	1,626	2,123	876	1997	06/97	40
Memphis, TN	—	1,574	2,242	—	—	1,574	2,242	3,816	836	1997	09/97	40
Marlton, NJ	—	2,831	4,319	—	—	2,709	4,319	7,028	2,173	1995	11/98	40
Batteries Plus Bulbs:												
Sunrise, FL	—	287	424	98	—	287	521	808	162	1979	05/04	40
Bay County Tax Collector:												
Lynn Haven, FL	—	797	865	—	—	797	865	1,662	479	1974	06/13	10
Bealls:												
Sarasota, FL	—	1,078	1,795	90	—	1,078	1,886	2,964	705	1996	09/97	40
Beautiful America Dry Cleaners:												
Orlando, FL	—	40	111	—	—	40	111	151	42	2001	02/04	40
Bed Bath & Beyond:												
Glen Allen, VA	—	1,184	2,843	179	—	1,184	3,021	4,205	1,227	1997	06/98	40
Glendale, AZ	—	1,082	—	2,758	—	1,082	2,758	3,840	1,342	1999	12/98	(g) 40
Midland, MI	—	231	—	2,705	—	231	2,705	2,936	820	2006	07/03	40
Colonie, NY	—	3,119	4,130	—	—	3,119	4,130	7,249	602	1967	08/14	30
BEL Furniture:												

Beaumont, TX (n)	—	614	2,177	—	—	614	2,177	2,791	794	1992	09/11	20
Belle Tire:												
Lansing, MI	—	983	2,969	—	—	983	2,969	3,952	12	2005	11/18	30
Lapeer, MI	—	588	2,980	—	—	588	2,980	3,568	11	2013	11/18	35
Michigan City, IN	—	665	4,537	—	—	665	4,537	5,202	16	2017	11/18	35
Midland, MI	—	308	3,538	—	—	308	3,538	3,846	15	2006	11/18	30
Mt. Pleasant, MI	—	308	3,740	—	—	308	3,740	4,048	13	2012	11/18	35
Muskegon, MI	—	733	3,114	—	—	733	3,114	3,847	11	2012	11/18	35
Northville, MI	—	905	5,448	—	—	905	5,448	6,353	19	2017	11/18	35
Best Buy:												
Brandon, FL	—	2,985	2,772	—	—	2,985	2,772	5,757	1,516	1996	02/97	40
Cuyahoga Falls, OH	—	3,709	2,359	—	—	3,703	2,359	6,062	1,271	1988	06/97	40
Rockville, MD	—	6,233	3,419	—	—	6,233	3,419	9,652	1,834	1995	07/97	40
Fairfax, VA	—	3,052	3,218	—	—	3,052	3,218	6,270	1,720	1995	08/97	40
St. Petersburg, FL	—	4,032	2,611	—	—	4,032	2,611	6,643	1,237	1997	09/97	35
North Fayette, PA	—	2,331	2,293	—	—	2,331	2,293	4,624	1,178	1997	06/98	40
Denver, CO	—	8,882	4,373	—	—	8,882	4,373	13,255	1,918	1991	06/01	40
Albuquerque, NM	—	2,157	3,132	—	—	2,157	3,132	5,289	913	1992	09/11	25
Arlington, TX	—	1,372	3,890	—	—	1,372	3,890	5,262	1,135	1991	09/11	25
Fort Collins, CO	—	2,054	3,346	—	—	2,054	3,346	5,400	976	1992	09/11	25
Fort Worth, TX	—	687	2,177	—	—	687	2,177	2,864	529	1992	09/11	30
Houston, TX	—	1,409	3,095	—	—	1,409	3,095	4,504	752	1992	09/11	30
Nashua, NH	—	1,028	7,052	—	—	1,028	7,052	8,080	1,714	1999	09/11	30
North Attleborough, MA	—	2,761	4,165	—	—	2,761	4,165	6,926	1,012	1999	09/11	30
Schaumburg, IL	—	3,170	4,784	—	—	3,170	4,784	7,954	1,744	1965	09/11	20
Virginia Beach, VA	—	3,140	4,276	—	—	3,140	4,276	7,416	1,039	1999	09/11	30
Big Lots:												
Dover, NJ	—	1,138	3,238	732	—	1,138	3,970	5,108	1,811	1995	11/98	40
Webster Groves, MO	—	1,061	1,467	—	—	1,061	1,467	2,528	69	1970	04/18	15

Big Sky Mattress:												
Helena, MT	—	658	1,568	—	—	658	1,568	2,226	136	2015	03/15	40
BJ's Wholesale Club:												
Orlando, FL	—	3,271	8,627	357	—	3,256	8,967	12,223	3,272	2001	02/04	40
Fairfax, VA	—	6,792	14,941	—	—	6,792	14,941	21,733	3,632	1992	09/11	30
Hamilton, NJ	—	3,166	29,373	—	—	3,166	29,373	32,539	6,119	2002	09/11	35
Hialeah, FL	—	4,792	14,067	—	—	4,792	14,067	18,859	3,419	2000	09/11	30
Roxbury, NJ	—	3,040	16,168	—	—	3,040	16,168	19,208	4,716	1993	09/11	25
W. Hartford, CT	—	2,846	14,299	—	—	2,846	14,299	17,145	3,476	1996	09/11	30
Cape Coral, FL	—	2,783	13,710	—	—	2,783	13,710	16,493	1,276	2005	03/16	30
Voorhees, NJ	—	3,103	14,055	—	—	3,103	14,055	17,158	1,269	2004	04/16	30
Manchester, NH	—	5,009	14,053	—	—	5,009	14,053	19,062	371	1990	03/18	30
BMW:												
Duluth, GA	—	4,434	4,080	6,559	—	4,504	10,639	15,143	3,564	1984	12/01	40
Bob Evans:												
Amherst, NY	—	422	971	—	—	422	971	1,393	88	1994	04/16	30
Ashland, KY	—	383	913	—	—	383	913	1,296	82	2003	04/16	30
Avon, IN	—	432	609	—	—	414	609	1,023	55	2004	04/16	30
Baltimore, MD	—	1,138	196	—	—	1,138	196	1,334	18	1993	04/16	30
Batavia, NY	—	599	657	—	—	599	657	1,256	59	1996	04/16	30
Beachwood, OH	—	542	108	—	—	542	108	650	10	2004	04/16	30
Beavercreek, OH	—	570	334	—	—	570	334	904	30	2003	04/16	30
Beckley, WV	—	579	824	—	—	579	824	1,403	76	1992	04/16	30
Bel Air, MD	—	911	1,147	—	—	911	1,147	2,058	104	1995	04/16	30
Benton Harbor, MI	—	157	1,079	—	—	157	1,079	1,236	97	1989	04/16	30
Blue Springs, MO	—	550	462	—	—	550	462	1,012	42	1996	04/16	30
Brook Park, OH	—	570	570	—	—	570	570	1,140	51	2002	04/16	30
Camby, IN	—	510	932	—	—	510	932	1,442	84	2002	04/16	30
Canton, MI	—	776	167	—	—	776	167	943	15	2002	04/16	30
Canton, MI	—	804	589	—	—	804	589	1,393	53	2003	04/16	30
Chesterfield Twp, MI	—	746	491	—	—	746	491	1,237	44	2003	04/16	30
Chillicothe, OH	—	334	727	—	—	334	727	1,061	66	1995	04/16	30
Cincinnati, OH	—	500	1,323	—	—	500	1,323	1,823	119	1999	04/16	30
	—	482	295	—	—	482	295	777	27	1997	04/16	30

Cincinnati, OH												
Clarksville, IN	—	726	794	—	—	726	794	1,520	72	2000	04/16	30
Clearwater, FL	—	520	648	—	—	520	648	1,168	70	1986	04/16	25
Clermont, FL	—	1,011	49	—	—	1,011	49	1,060	4	2006	04/16	30
Coldwater, MI	—	324	1,020	—	—	324	1,020	1,344	111	1995	04/16	25
Columbia, MO	—	491	521	—	—	491	521	1,012	47	1997	04/16	30
Columbus, IN	—	696	1,117	—	—	696	1,117	1,813	86	2005	04/16	35
Columbus, OH	—	432	961	—	—	432	961	1,393	104	1985	04/16	25
Columbus, OH	—	647	1,010	—	—	647	1,010	1,657	91	1994	04/16	30
Corning, NY	—	196	1,412	—	—	196	1,412	1,608	127	1996	04/16	30
Cross Lanes, WV	—	354	600	—	—	354	600	954	65	1987	04/16	25
Dearborn, MI	—	560	579	—	—	560	579	1,139	63	1984	04/16	25
Dublin, OH	—	804	559	—	—	804	559	1,363	50	1996	04/16	30
Dublin, OH	—	697	677	—	—	697	677	1,374	73	1985	04/16	25
Dunkirk, NY	—	392	1,353	—	—	392	1,353	1,745	122	1994	04/16	30
Erie, PA	—	941	902	—	—	941	902	1,843	98	1990	04/16	25
Erie, PA	—	451	765	—	—	451	765	1,216	69	1998	04/16	30
Fairfield, OH	—	138	776	—	—	138	776	914	70	1999	04/16	30
Fayetteville, WV	—	392	1,285	—	—	392	1,285	1,677	116	2006	04/16	30
Festus, MO	—	451	1,020	—	—	451	1,020	1,471	110	1990	04/16	25
Fort Wayne, IN	—	795	451	—	—	795	451	1,246	41	1997	04/16	30
Fort Wayne, IN	—	765	716	—	—	736	716	1,452	65	2003	04/16	30
Franklin, IN	—	245	1,011	—	—	245	1,011	1,256	91	2003	04/16	30
Frederick, MD	—	491	491	—	—	491	491	982	44	1995	04/16	30
Gahanna, OH	—	755	1,176	—	—	755	1,176	1,931	106	1994	04/16	30
Gaylord, MI	—	618	922	—	—	618	922	1,540	83	1997	04/16	30
Greenfield, IN	—	246	766	—	—	246	766	1,012	69	1994	04/16	30
Greenwood, IN	—	481	883	—	—	481	883	1,364	80	2002	04/16	30
Groveport, OH	—	549	1,078	—	—	549	1,078	1,627	97	2003	04/16	30
Harborcreek, PA	—	510	609	—	—	510	609	1,119	55	2004	04/16	30
Heath, OH	—	363	1,323	—	—	363	1,323	1,686	143	1986	04/16	25
Hillsboro, OH	—	245	1,285	—	—	245	1,285	1,530	116	2004	04/16	30
Holland, OH	—	804	843	—	—	804	843	1,647	91	1987	04/16	25

Indianapolis, IN	—	559	1,088	—	—	559	1,088	1,647	98	2001	04/16	30
Indianapolis, IN	—	569	1,157	—	—	569	1,157	1,726	104	2000	04/16	30
Indianapolis, IN	—	765	765	—	—	765	765	1,530	83	1985	04/16	25
Jackson, MI	—	608	1,029	—	—	608	1,029	1,637	93	2002	04/16	30
Jacksonville, FL	—	696	696	—	—	696	696	1,392	63	2002	04/16	30
Jamestown, NY	—	334	697	—	—	334	697	1,031	63	1995	04/16	30
Lakeland, FL	—	618	540	—	—	618	540	1,158	49	2005	04/16	30
Lancaster, PA	—	647	687	—	—	647	687	1,334	62	1997	04/16	30
Lansing, MI	—	588	873	—	—	588	873	1,461	79	2001	04/16	30
Laurel, MD	—	716	990	—	—	716	990	1,706	89	1998	04/16	30
Lewis Center, OH	—	608	1,049	—	—	608	1,049	1,657	95	2001	04/16	30
Lewisburg, WV	—	354	619	—	—	354	619	973	56	2003	04/16	30
Lexington, KY	—	432	619	—	—	432	619	1,051	56	2001	04/16	30
Linthicum Heights, MD	—	687	755	—	—	687	755	1,442	68	2004	04/16	30
Livonia, MI	—	716	755	—	—	716	755	1,471	82	1982	04/16	25
Logan, WV	—	314	1,285	—	—	314	1,285	1,599	116	1999	04/16	30
Logansport, IN	—	118	1,148	—	—	118	1,148	1,266	104	1994	04/16	30
London, OH	—	235	1,060	—	—	235	1,060	1,295	96	2004	04/16	30
Louisville, KY	—	815	432	—	—	815	432	1,247	39	2003	04/16	30
Madison Heights, MI	—	599	667	—	—	599	667	1,266	60	2000	04/16	30
Mansfield, OH	—	275	1,069	—	—	275	1,069	1,344	97	2005	04/16	30
Marion, IL	—	344	658	—	—	344	658	1,002	59	1997	04/16	30
Marion, IN	—	443	364	—	—	443	364	807	33	1996	04/16	30
Martinsburg, WV	—	815	491	—	—	815	491	1,306	44	1992	04/16	30
Maumee, OH	—	766	295	—	—	766	295	1,061	27	2000	04/16	30
Medina, OH	—	402	922	—	—	402	922	1,324	100	1988	04/16	25
Mentor, OH	—	667	1,039	—	—	667	1,039	1,706	94	1995	04/16	30
Merrillville, IN	—	942	422	—	—	942	422	1,364	38	2004	04/16	30
Moon Township, PA	—	452	521	—	—	452	521	973	56	1984	04/16	25
Morgantown, WV	—	1,000	990	—	—	1,000	990	1,990	89	1992	04/16	30
New Albany, OH	—	539	1,431	—	—	539	1,431	1,970	129	2002	04/16	30
	—	461	912	—	—	461	912	1,373	82	2005	04/16	30

New Castle, PA												
Ocala, FL	—	608	1,137	—	—	608	1,137	1,745	103	2000	04/16	30
Ocala, FL	—	853	706	—	—	853	706	1,559	64	2005	04/16	30
Oxford, OH	—	294	1,216	—	—	294	1,216	1,510	110	1994	04/16	30
Perrysburg, OH	—	795	363	—	—	795	363	1,158	33	2001	04/16	30
Perrysburg, OH	—	559	990	—	—	559	990	1,549	107	1984	04/16	25
Pickerington, OH	—	519	1,509	—	—	519	1,509	2,028	136	1999	04/16	30
Pittsburgh, PA	—	491	687	—	—	491	687	1,178	74	1985	04/16	25
Port Orange, FL	—	648	491	—	—	648	491	1,139	44	2002	04/16	30
Powell, OH	—	824	706	—	—	824	706	1,530	64	2004	04/16	30
Princeton, WV	—	363	1,255	—	—	363	1,255	1,618	113	1998	04/16	30

See accompanying report of independent registered public accounting firm.
F-12

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Richmond, IN	—	363	1,001	—	—	363	1,001	1,364	77	2003	04/16	35
Rio Grande, OH	—	314	1,333	—	—	314	1,333	1,647	144	1962	04/16	25
Romulus, MI	—	902	628	—	—	902	628	1,530	68	1988	04/16	25
Saginaw, MI	—	648	481	—	—	648	481	1,129	52	1987	04/16	25
Salisbury, MD	—	913	471	—	—	913	471	1,384	43	1997	04/16	30
Somerset, KY	—	245	1,295	—	—	245	1,295	1,540	117	1995	04/16	30
South Bloomfield, OH	—	177	1,236	—	—	177	1,236	1,413	112	2005	04/16	30
South Euclid, OH	—	216	933	—	—	216	933	1,149	72	2012	04/16	35
St. Louis, MO	—	697	589	—	—	697	589	1,286	64	1986	04/16	25
St. Petersburg, FL	—	727	324	—	—	727	324	1,051	35	1986	04/16	25
Stafford, VA	—	764	1,225	—	—	764	1,225	1,989	111	2004	04/16	30
Toledo, OH	—	745	1,225	—	—	745	1,225	1,970	133	1990	04/16	25
Waldorf, MD	—	844	657	—	—	844	657	1,501	59	2004	04/16	30
Washington C H, OH	—	304	923	—	—	304	923	1,227	83	1993	04/16	30
Washington, PA	—	579	501	—	—	579	501	1,080	45	2003	04/16	30
Watertown, NY	—	196	1,461	—	—	196	1,461	1,657	132	1996	04/16	30
Waverly, OH	—	226	1,226	—	—	226	1,226	1,452	111	1995	04/16	30
West Chester, OH	—	765	706	—	—	765	706	1,471	64	1999	04/16	30
Wilmington, OH	—	216	1,392	—	—	216	1,392	1,608	126	1993	04/16	30

Woodhaven, MI	—	511	599	—	—	511	599	1,110	54	2000	04/16		30
Wooster, OH	—	216	1,109	—	—	216	1,109	1,325	100	1995	04/16		30
Zanesville, OH	—	363	746	—	—	363	746	1,109	67	2003	04/16		30
Zanesville, OH	—	314	1,333	—	—	314	1,333	1,647	120	2000	04/16		30
Bob's Discount Furniture:													
Merrillville, IN	—	981	—	7,285	—	981	7,285	8,266	478	2016	09/15	(m)	40
Wharton, NJ	—	1,894	4,899	—	—	1,894	4,899	6,793	265	1981	05/17		30
Bombones Sports Bar:													
Dallas, TX	—	1,138	1,025	370	—	1,138	936	2,074	441	1994	12/01		40
Bonefish:													
Mobile, AL	—	801	2,137	—	—	801	2,137	2,938	415	2006	03/12		35

See accompanying report of independent registered public accounting firm.

Table of Contents

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	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Books-A-Million:												
Newark, DE	—	2,394	4,789	33	—	2,366	4,822	7,188	2,881	1994	12/94	40
Bangor, ME	—	1,547	2,487	—	—	1,547	2,487	4,034	1,401	1996	06/96	40
Boot Barn:												
Lake Charles, LA	—	652	1,734	—	—	652	1,734	2,386	119	1998	04/17	25
Boston Market:												
Geneva, IL	—	653	601	—	—	669	518	1,187	230	1996	12/01	40
North Olmsted, OH	—	602	461	—	—	602	389	991	166	1996	12/01	40
Novi, MI	—	836	651	—	—	836	298	1,134	130	1995	12/01	40
BP:												
Jeannette, PA	—	79	235	—	—	79	235	314	42	1995	07/14	25
Buck's:												
St. Louis, MO	—	776	—	3,822	—	776	3,822	4,598	928	2009	12/07 (o)	40
Glendale Heights, IL	—	1,662	—	3,101	—	1,662	3,101	4,763	229	2016	03/14 (m)	40
Omaha, NE	—	2,662	—	3,356	—	2,662	3,356	6,018	234	2016	05/15 (m)	40
Council Bluffs, IA	—	374	2,187	386	—	376	2,573	2,949	294	2015	06/15 (m)	30
Buffalo Wild Wings:												
Michigan City, IN	—	163	492	—	—	163	492	655	210	1996	12/01	40
Burger King:												
Clifton Park, NY	—	199	1,639	—	—	199	1,639	1,838	181	2004	02/15	35
Colorado Springs, CO	—	638	1,047	—	—	638	1,047	1,685	162	1978	02/15	25
	—	566	555	—	—	566	555	1,121	72	1998	02/15	30

Durham, NC (n)												
Durham, NC (n)	—	604	581	—	—	604	581	1,185	75	2005	02/15	30
Farmington, ME	—	461	708	—	—	461	708	1,169	91	1980	02/15	30
Yakima, WA	—	596	1,110	—	—	596	1,110	1,706	143	1979	02/15	30
Fairfield, OH	—	382	1,146	—	—	382	1,146	1,528	124	1984	03/15	35

See accompanying report of independent registered public accounting firm.

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Burlington Coat Factory:												
Lacey, WA	—	2,777	7,082	3,617	—	2,777	10,700	13,477	4,494	1992	02/97	40
Chesterfield, MO	—	2,742	6,469	147	—	2,742	6,616	9,358	573	2015	04/15	40
C&C Gymnastics:												
Augusta, GA	—	177	674	—	—	177	674	851	287	1998	12/01	40
Caliber Collision:												
Alvin, TX	—	400	712	—	—	400	712	1,112	280	1984	02/11	20
Galveston, TX	—	361	789	—	—	361	789	1,150	311	1965	02/11	20
Houston, TX	—	348	1,731	—	—	348	1,731	2,079	545	1987	02/11	25
Copperas Cove, TX	—	269	1,436	—	—	269	1,436	1,705	286	1972	01/12	35
Killeen, TX	—	408	2,171	—	—	408	2,171	2,579	604	1986	01/12	25
Austin, TX	—	1,071	3,412	—	—	1,071	3,412	4,483	938	1975	02/12	25
Gilbert, AZ	—	474	1,543	—	—	474	1,543	2,017	341	2003	05/12	30
Spring, TX	—	913	2,307	—	—	913	2,307	3,220	503	2006	06/12	30
Tomball, TX	—	414	1,281	—	—	414	1,281	1,695	239	2009	06/12	35
Edmond, OK	—	472	1,437	—	—	472	1,437	1,909	277	1964	03/13	30
Duluth, GA	—	855	2,791	—	—	853	2,791	3,644	229	1996	07/16	30
San Antonio, TX	—	717	2,768	—	—	717	2,768	3,485	272	1984	07/16	25
Camping World:												
Vacaville, CA	—	2,467	6,575	—	—	2,467	6,575	9,042	1,589	2008	07/10	35

North Little Rock, AR	—	1,198	3,348	2,237	—	1,280	5,513	6,793	1,124	2007	09/10	(m)	35
Strafford, MO	—	1,278	3,694	2,099	—	1,846	5,225	7,071	1,056	2007	09/10	(o)	35
Avondale, AZ	—	1,976	3,040	3,200	—	1,976	6,239	8,215	1,201	2009	05/11	(o)	35
Mesa, AZ	—	3,972	2,046	981	—	3,975	3,027	7,002	863	1983	05/11		25
Bowling Green, KY	—	584	2,481	—	—	584	2,481	3,065	529	2007	07/11		35
Council Bluffs, IA	—	2,013	2,806	2,187	—	2,955	4,048	7,003	676	2008	07/11	(o)	35
Roanoke, VA	—	2,046	5,050	2,590	—	3,563	6,122	9,685	1,144	2008	07/11		35
Golden, CO	—	5,516	—	8,175	—	6,446	7,246	13,692	1,148	2012	10/11	(m)	40
Kissimmee, FL	—	1,578	2,783	—	—	1,578	2,783	4,361	784	1979	12/11		25
La Mirada, CA	—	3,593	911	—	—	3,577	907	4,484	213	1996	12/11		30
Nashville, TN	—	1,155	1,034	5,665	—	3,626	4,235	7,861	795	1985	12/11	(o)	40

See accompanying report of independent registered public accounting firm.
F-15

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Valencia, CA	—	4,788	4,191	—	—	4,766	4,179	8,945	1,177	1980	12/11	25
Calera, AL	—	1,204	3,075	—	—	1,204	3,075	4,279	597	2008	03/12	35
Cocoa, FL	—	1,194	1,876	—	—	1,194	1,876	3,070	404	1981	07/12	30
Dover, FL	—	2,431	9,658	3,047	—	5,478	9,658	15,136	1,562	2013	01/13	35
Grain Valley, MO	—	1,210	2,908	3,441	—	2,533	5,026	7,559	594	2003	09/13 (o)	35
Lubbock, TX	—	775	3,998	—	—	775	3,998	4,773	705	1997	09/13	30
Olive Branch, MS	—	3,163	—	3,836	—	3,163	3,836	6,999	428	2014	11/13 (m)	40
Cedar Falls, IA	—	1,924	3,810	1,158	—	1,924	4,968	6,892	748	2004	03/14 (o)	30
Akron, OH	—	1,221	7,868	—	—	1,221	7,868	9,089	1,193	1991	03/15	25
Anniston, AL	—	3,206	5,328	1,264	—	3,206	6,594	9,800	795	2007	03/15 (o)	30
Richmond, IN	—	1,096	1,424	3,104	—	2,062	3,562	5,624	352	1998	03/15 (o)	35
Marion, NC	—	1,712	5,317	—	—	1,712	5,317	7,029	753	2003	06/15	25
Syracuse, NY	—	1,070	8,573	—	—	1,070	8,573	9,643	1,012	2001	06/15	30
Jackson, MS	—	1,690	4,241	—	—	1,690	4,241	5,931	358	2015	08/15	40
Davenport, IA	—	1,535	4,498	—	—	1,535	4,498	6,033	244	1992	05/17	30
Thornburg, VA	—	1,698	3,860	—	—	1,698	3,860	5,558	251	1989	05/17	25
Anderson, CA	—	763	2,450	—	—	763	2,450	3,213	3	2004	12/18	30
Apollo, PA	—	303	2,324	—	—	303	2,324	2,627	3	2015	12/18	35
Bartow, FL	—	1,005	4,573	—	—	1,005	4,573	5,578	6	2001	12/18	30
Dothan, AL	—	1,245	3,337	—	—	1,245	3,337	4,582	6	1991	12/18	25
Greenwood, IN	—	2,170	4,323	—	—	2,170	4,323	6,493	7	1990	12/18	25
Lubbock, TX	—	512	1,314	—	—	512	1,314	1,826	2	1985	12/18	25

Newport News, VA	—	2,697	4,342	—	—	2,697	4,342	7,039	6	2004	12/18		30
Oklahoma City, OK	—	635	4,378	—	—	635	4,378	5,013	6	2012	12/18		30
Captain D's:													
Tupelo, MS	—	360	517	—	—	360	517	877	67	1999	02/15		30
Ft. Worth, TX	—	254	563	—	—	254	563	817	107	1982	03/15		20
Kingsland, GA	—	570	—	844	—	570	844	1,414	62	2015	09/15	(m)	40
Dothan, AL	—	159	1,075	—	—	159	1,075	1,234	109	1985	12/15		30
Boiling Springs, SC	—	214	—	1,181	—	214	1,181	1,395	83	2003	02/16	(o)	40
Hermitage, TN	—	546	348	—	—	546	348	894	38	1976	04/16		25
Easley, SC	—	690	—	794	—	690	794	1,484	42	2016	06/16	(m)	40
Augusta, GA	—	573	869	—	—	573	869	1,442	77	1986	10/16		25

See accompanying report of independent registered public accounting firm.

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Augusta, GA	—	227	1,136	—	—	227	1,136	1,363	100	1993	10/16	25
Augusta, GA	—	296	1,274	—	—	296	1,274	1,570	80	2014	10/16	35
Augusta, GA	—	288	268	—	—	288	268	556	24	1985	10/16	25
Eastman, GA	—	228	693	—	—	228	693	921	61	1987	10/16	25
Fort Valley, GA	—	208	841	—	—	208	841	1,049	46	1987	10/16	40
Macon, GA	—	237	1,303	—	—	237	1,303	1,540	115	1982	10/16	25
Perry, GA	—	247	1,353	—	—	247	1,353	1,600	119	1972	10/16	25
Baton Rouge, LA	—	890	—	864	—	890	864	1,754	33	2017	12/16	40
Columbia, SC	—	252	756	—	—	252	756	1,008	59	1976	01/17	25
Canton, GA	—	456	753	—	—	456	753	1,209	54	1984	03/17	25
Milwaukee, WI	—	300	—	938	—	300	938	1,238	27	1977	03/17	(o) 30
Lugoff, SC	—	255	963	—	—	255	963	1,218	55	2003	04/17	30
North Augusta, SC	—	265	1,060	—	—	265	1,060	1,325	60	1993	04/17	30
Orangeburg, SC	—	343	1,588	—	—	343	1,588	1,931	109	1988	04/17	25
Sumter, SC	—	403	717	—	—	403	717	1,120	41	2006	04/17	30
Crestview, FL	—	383	874	—	—	383	874	1,257	48	1989	08/17	25
Cardenas Markets:												
Palo Alto, CA	—	2,272	3,405	28	—	2,272	3,433	5,705	1,693	1998	12/98	(f) 40
Carl's Jr.:												
Spokane, WA (n)	—	471	530	—	—	471	530	1,001	226	1996	12/01	40

Tucson, AZ	—	681	536	103	—	681	639	1,320	639	1988	06/05	10
CarQuest:												
Anaconda, MT	—	35	307	—	—	35	307	342	124	1965	12/10	20
Ann Arbor, MI (n)	—	25	241	—	—	25	241	266	97	1970	12/10	20
Appleton, WI	—	85	438	—	—	85	438	523	117	1995	12/10	30
Baker, MT	—	12	140	—	—	12	140	152	56	1965	12/10	20
Bakersfield, CA	—	77	484	—	—	32	484	516	194	1945	12/10	20
Bangor, ME (n)	—	53	356	—	—	53	356	409	191	1945	12/10	15
Bay City, MI	—	14	100	—	—	14	100	114	54	1942	12/10	15
Bay City, MI	—	41	282	—	—	41	282	323	91	1989	12/10	25
Bend, OR (n)	—	125	245	—	—	125	245	370	132	1935	12/10	15
Billings, MT	—	31	188	—	—	31	188	219	60	1970	12/10	25

See accompanying report of independent registered public accounting firm.
F-17

Table of Contents

		Initial Cost to Company		Costs Capitalized Subsequent to Acquisition		Gross Amount at Which Carried at Close of Period (a) (b)						Life on Which Depreciation & Amortization in Latest Income Statement is Computed (Years)
	Encumbrances	Land	Building, Improvements & Leasehold Interests	Improvements	Carrying Costs	Land	Building, Improvements & Leasehold Interests	Total	Accumulated Depreciation and Amortization	Date of Construction	Date Acquired	
Real Estate Held for Investment the Company has Invested in Under Operating Leases:												
Bozeman, MT	—	28	257	—	—	28	257	285	103	1964	12/10	20
Burlington, NC (n)	—	47	229	—	—	47	229	276	61	1994	12/10	30
Cody, WY	—	146	253	—	—	96	253	349	68	1999	12/10	30
Colstrip, MT	—	39	275	—	—	39	275	314	88	1981	12/10	25
Connersville, IN	—	28	171	—	—	28	171	199	92	1920	12/10	15
Corapolis, PA	—	74	316	—	—	74	316	390	127	1980	12/10	20
Cut Bank, MT	—	9	115	—	—	9	115	124	46	1937	12/10	20
Dillon, MT	—	24	204	—	—	24	204	228	82	1973	12/10	20
Enterprise, AL (n)	—	25	184	—	—	25	184	209	59	1988	12/10	25
Evansville, IN	—	60	301	—	—	60	301	361	97	1980	12/10	25
Fairbanks, AK	—	292	545	—	—	292	545	837	125	2003	12/10	35
Glasgow, MT	—	48	275	—	—	48	275	323	110	1972	12/10	20
Great Falls, MT	—	17	173	—	—	17	173	190	69	1967	12/10	20
Hamilton, MT	—	24	242	—	—	24	242	266	78	1991	12/10	25
Harlem, MT	—	17	116	—	—	17	116	133	37	1983	12/10	25
Helena, MT	—	31	282	—	—	31	282	313	91	1987	12/10	25
Kalispell, MT	—	59	645	—	—	59	645	704	173	1998	12/10	30
Lafayette, LA	—	51	357	—	—	51	357	408	96	1996	12/10	30
Lewistown, MT	—	19	180	—	—	19	180	199	58	1964	12/10	25
Livingston, MT	—	34	261	—	—	34	261	295	105	1976	12/10	20
Lufkin, TX (n)	—	94	229	—	—	94	229	323	92	1986	12/10	20
Malta, MT	—	19	181	—	—	19	181	200	58	1976	12/10	25
Memphis, TN	—	38	199	—	—	38	199	237	64	1987	12/10	25
Metamora, IL	—	69	292	—	—	69	292	361	78	1996	12/10	30

Midland, MI	—	44	336	—	—	44	336	380	90	1986	12/10	30
Muskegon, MI	—	38	257	—	—	38	257	295	69	1990	12/10	30
Nicholasville, KY (n)	—	54	241	—	—	54	241	295	77	1988	12/10	25
Olathe, KS	—	78	235	—	—	78	235	313	126	1950	12/10	15
Oshkosh, WI	—	99	224	—	—	99	224	323	60	1999	12/10	30
Overland, MO	—	68	370	—	—	68	370	438	149	1961	12/10	20
Owosso, MI (n)	—	50	264	—	—	50	264	314	85	1986	12/10	25
Pearl, MS	—	43	195	—	—	43	195	238	52	1989	12/10	30
Powell, WY	—	37	182	—	—	37	182	219	58	1978	12/10	25
Riverton, WY	—	99	300	—	—	99	300	399	97	1978	12/10	25
Roundup, MT	—	23	205	—	—	23	205	228	82	1972	12/10	20
Sheboygan, WI	—	77	370	—	—	77	370	447	85	2007	12/10	35
Shelby, MT	—	20	208	—	—	20	208	228	83	1976	12/10	20
Sidney, MT (n)	—	42	395	—	—	42	395	437	159	1962	12/10	20
Spartanburg, SC	—	53	252	—	—	53	252	305	81	1972	12/10	25
Sulphur, LA (n)	—	31	216	—	—	31	216	247	87	1984	12/10	20
Wasilla, AK	—	227	504	—	—	227	504	731	116	2002	12/10	35
Waynesboro, MS	—	15	71	—	—	15	71	86	38	1962	12/10	15
Whitefish, MT	—	30	227	—	—	30	227	257	61	1993	12/10	30
Williston, ND	—	35	297	—	—	35	297	332	80	1999	12/10	30
Benton Harbor, MI	—	207	160	—	—	207	160	367	63	1978	02/11	20
Caro, MI	—	85	132	—	—	85	132	217	104	1941	02/11	10
Essexville, MI (n)	—	113	113	—	—	113	113	226	45	1974	02/11	20
Mt. Pleasant, MI (n)	—	85	207	—	—	85	207	292	65	1984	02/11	25
Saginaw, MI	—	179	75	—	—	179	75	254	59	1955	02/11	10
Warrenton, VA (n)	—	123	66	—	—	123	66	189	52	1939	02/11	10
Billings, MT	—	66	291	—	—	66	291	357	87	1994	07/11	25
New Castle, IN (n)	—	113	19	—	—	113	19	132	6	1991	07/11	25
Spokane, WA	—	75	56	—	—	75	56	131	21	1955	07/11	20
Chicago, IL	—	90	239	—	—	90	239	329	114	1949	11/11	15
Missoula, MT	—	99	367	—	—	99	367	466	131	1965	11/11	20
Sheridan, WY	—	198	385	—	—	198	385	583	137	1980	11/11	20
Sauk Centre, MN	—	64	85	—	—	64	85	149	24	1958	11/11	25
	—	31	124	—	—	31	124	155	35	1974	11/11	25

Watford City, ND													
Worland, WY	—	48	193	—	—	48	193	241	65	1949	04/12		20
Anchorage, AK	—	315	92	—	—	315	92	407	30	1971	06/12		20
Havre, MT	—	29	305	—	—	29	305	334	100	1964	06/12		20
San Antonio, TX	—	137	361	—	—	137	361	498	102	1980	05/13		20
San Antonio, TX	—	87	719	—	—	87	719	806	162	1973	05/13		25
Jackson, MS	—	253	—	604	—	253	604	857	76	2013	06/13	(m)	40
Carrabba's:													
Canton, MI	—	685	1,687	—	—	685	1,687	2,372	382	2002	03/12		30
Dallas, TX	—	672	1,078	—	—	672	1,078	1,750	244	2000	03/12		30
Gainesville, FL	—	922	1,944	—	—	922	1,944	2,866	440	2001	03/12		30
Jacksonville, FL	—	1,140	1,428	—	—	1,140	1,428	2,568	323	2001	03/12		30
Mason, OH	—	653	2,267	—	—	653	2,267	2,920	513	2000	03/12		30
Maumee, OH	—	525	2,684	—	—	525	2,684	3,209	608	2002	03/12		30
Mobile, AL	—	633	1,909	—	—	633	1,909	2,542	432	2001	03/12		30
Pensacola, FL	—	734	1,854	—	—	734	1,854	2,588	360	2003	03/12		35
Waldorf, MD	—	1,473	2,199	—	—	1,473	2,199	3,672	427	2007	03/12		35
Carvana:													
Austin, TX	—	1,045	1,969	—	—	1,045	1,969	3,014	84	2017	04/17		40
Carvers:													
Centerville, OH	—	851	1,059	—	—	851	1,059	1,910	451	1986	12/01		40
Cell Pro:													
Ridgeland, MS	—	436	523	144	—	436	666	1,102	236	1997	08/06		40
Chair King:													
Grapevine, TX	—	1,018	2,067	377	—	1,018	2,444	3,462	1,132	1998	06/98		40
Champps:													
Irving, TX	—	1,760	1,724	—	—	1,760	1,724	3,484	735	2000	12/01		40
Charleston Auto Auction:													
Moncks Corner, SC	—	1,628	5,911	471	—	1,628	6,383	8,011	682	2000	09/15	(o)	30
Cheddar's Cafe:													
Baytown, TX	—	858	2,251	—	—	858	2,251	3,109	453	2010	12/10		40
	—	907	2,301	—	—	907	2,301	3,208	458	2010	01/11		40

West Monroe, LA												
Selma, TX	—	1,446	—	2,439	—	1,446	2,439	3,885	445	2011	03/11	(m)40
Jonesboro, AR	—	1,206	—	2,459	—	1,206	2,459	3,665	438	2011	05/11	(m)40
Hattiesburg, MS	—	1,203	—	—	—	1,196	(i)	1,196	(i)	(i)	11/11	(i)
Pleasant Prairie, WI	—	1,310	—	2,779	—	1,310	2,779	4,089	362	2013	04/13	(m)40
Liberty, MO	—	1,313	—	3,140	—	1,313	3,140	4,453	389	2014	07/13	(m)40
Alcoa, TN	—	1,537	3,003	—	—	1,537	3,003	4,540	132	2010	06/17	35
Asheville, NC	—	1,540	2,785	—	—	1,540	2,785	4,325	143	2006	06/17	30
Charlotte, NC	—	1,326	2,795	—	—	1,326	2,795	4,121	144	2004	06/17	30
Cordova, TN	—	1,869	2,411	—	—	1,869	2,411	4,280	106	2013	06/17	35
Knoxville, TN	—	1,444	3,086	—	—	1,444	3,086	4,530	136	2011	06/17	35
Morgantown, WV	—	1,530	2,966	—	—	1,530	2,966	4,496	131	2011	06/17	35
Triadelphia, WV	—	1,200	3,449	—	—	1,200	3,449	4,649	152	2008	06/17	35
Chili's:												
Camden, SC	—	627	1,888	—	—	627	1,888	2,515	627	2005	09/05	40
Milledgeville, GA	—	516	1,997	—	—	516	1,997	2,513	663	2005	09/05	40
Albany, GA	—	615	—	1,984	—	615	1,984	2,599	556	2007	06/07	(m)40
Statesboro, GA	—	703	—	1,888	—	703	1,888	2,591	525	2007	06/07	(m)40
Florence, SC	—	889	1,715	—	—	889	1,715	2,604	495	2007	06/07	40
Valdosta, GA	—	716	—	1,871	—	716	1,871	2,587	516	2007	07/07	(m)40
Tifton, GA	—	454	1,550	—	—	454	1,550	2,004	396	2008	06/08	40
Evans, GA	—	700	—	1,511	—	685	1,511	2,196	373	2009	10/08	(m)40
Jefferson City, MO	—	305	898	—	—	305	898	1,203	232	2003	12/09	35
Merriam, KS	—	853	981	—	—	853	981	1,834	296	1998	12/09	30
Wichita, KS	—	420	623	—	—	420	623	1,043	188	1995	12/09	30
Hutchinson, KS	—	456	1,794	—	—	456	1,794	2,250	351	2004	02/13	30
Lexington, SC	—											