

The Post
Waltham, MA

Healthpeak
PROPERTIES

Guidance Addendum

February 2020

Disclaimers

This Healthpeak Properties, Inc. ("Healthpeak" or the "Company") presentation is solely for your information, is subject to change and speaks only as of the date hereof. This presentation is not complete and is only a summary of the more detailed information included elsewhere, including in our Securities and Exchange Commission ("SEC") filings. No representation or warranty, expressed or implied is made and you should not place undue reliance on the accuracy, fairness or completeness of the information presented.

Forward Looking Statements

Statements contained in this presentation, as well as statements made by management, that are not historical facts are "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements include, among other things, statements regarding our and our officers' intent, belief or expectation as identified by the use of words such as "may," "will," "project," "expect," "believe," "intend," "anticipate," "seek," "target," "forecast," "plan," "potential," "estimate," "could," "would," "should" and other comparable and derivative terms or the negatives thereof. Although we believe that the expectations reflected in such forward-looking statements were based upon reasonable assumptions at the time made, we can give no assurance that such results, plans or expectations will be achieved. Future events and actual results, financial and otherwise, may differ materially from the results discussed in or implied by the forward-looking statements. You should not rely on these forward-looking statements and should consider risks and uncertainties described from time to time in the Company's SEC filings.

Examples of forward-looking statements include, among other things, (i) timing, outcomes and other details relating to pending or contemplated acquisitions, dispositions, developments, joint venture transactions, leasing activities, capital recycling and financing activities, and other transactions and terms and conditions thereof discussed in this presentation; (ii) pro forma or expected income, yield, capitalization rates, balance sheet, credit profile, credit metrics, and private pay percentage; and (iii) financial forecasts, financing plans, expected impact of transactions, and our economic guidance, outlook and expectations. Forward-looking statements reflect our current expectations and views about future events and are subject to risks and uncertainties that could significantly affect our future financial condition and results of operations. While forward-looking statements reflect our good faith belief and assumptions we believe to be reasonable based upon current information, we can give no assurance that our expectations or forecasts will be attained. Further, we cannot guarantee the accuracy of any such forward-looking statement contained in this presentation, and such forward-looking statements are subject to known and unknown risks and uncertainties that are difficult to predict. These risks and uncertainties include, but are not limited to: the financial condition of the Company's existing and future tenants, operators and borrowers, including potential bankruptcies and downturns in their businesses, and their legal and regulatory proceedings, which results in uncertainties regarding the Company's ability to continue to realize the full benefit of such tenants' and operators' leases and borrowers' loans; the ability of the Company's existing and future tenants, operators and borrowers to conduct their respective businesses in a manner sufficient to maintain or increase their revenues and manage their expenses in order to generate sufficient income to make rent and loan payments to the Company and the Company's ability to recover investments made, if applicable, in their operations; the Company's concentration in the healthcare property sector, particularly in senior housing, life sciences and medical office buildings, which makes its profitability more vulnerable to a downturn in a specific sector than if the Company were investing in multiple industries; operational risks associated with third party management contracts, including the additional regulation and liabilities of RIDEA lease structures; the effect on the Company and its tenants and operators of legislation, executive orders and other legal requirements, including compliance with the Americans with Disabilities Act, fire, safety and health regulations, environmental laws, the Affordable Care Act, licensure, certification and inspection requirements, and laws addressing entitlement programs and related services, including Medicare and Medicaid, which may result in future reductions in reimbursements or fines for noncompliance; the Company's ability to identify replacement tenants and operators and the potential renovation costs and regulatory approvals associated therewith; the risks associated with property development and redevelopment, including costs above original estimates, project delays and lower occupancy rates and rents than expected; the potential impact of uninsured or underinsured losses; the risks associated with the Company's investments in joint ventures and unconsolidated entities, including its lack of sole decision making authority and its reliance on its partners' financial condition and continued cooperation; competition for the acquisition and financing of suitable healthcare properties as well as competition for tenants and operators, including with respect to new leases and mortgages and the renewal or rollover of existing leases; the Company's or its counterparties' ability to fulfill obligations, such as financing conditions and/or regulatory approval requirements, required to successfully consummate acquisitions, dispositions, transitions, developments, redevelopments, joint venture transactions or other transactions; the Company's ability to achieve the benefits of acquisitions or other investments within expected time frames or at all, or within expected cost projections; the potential impact on the Company and its tenants, operators and borrowers from current and future litigation matters, including the possibility of larger than expected litigation costs, adverse results and related developments; changes in federal, state or local laws and regulations, including those affecting the healthcare industry that affect the Company's costs of compliance or increase the costs, or otherwise affect the operations, of its tenants and operators; the Company's ability to foreclose on collateral securing its real estate-related loans; volatility or uncertainty in the capital markets, the availability and cost of capital as impacted by interest rates, changes in the Company's credit ratings, and the value of its common stock, and other conditions that may adversely impact the Company's ability to fund its obligations or consummate transactions, or reduce the earnings from potential transactions; changes in global, national and local economic and other conditions; the Company's ability to manage its indebtedness level and changes in the terms of such indebtedness; competition for skilled management and other key personnel; the Company's reliance on information technology systems and the potential impact of system failures, disruptions or breaches; the Company's ability to maintain its qualification as a real estate investment trust; and other risks and uncertainties described from time to time in the Company's SEC filings. Except as required by law, we do not undertake, and hereby disclaim, any obligation to update any forward-looking statements, which speak only as of the date on which they are made.

The estimated capitalization rates and yield ranges included in this presentation are calculated by dividing projected cash net operating income (adjusting for the impact of upfront rental concessions) for the applicable properties by the aggregate purchase price or development cost, as applicable, for such properties. Newly acquired operating assets are generally considered stabilized at the earlier of lease-up (typically when the tenant(s) control(s) the physical use of at least 80% of the space) or 12 months from the acquisition date. Newly completed developments are considered stabilized at the earlier of lease-up or 24 months from the date the property is placed in service.

The aggregate cash net operating income projections used in calculating the capitalization rates and yield ranges included in this presentation are based on (i) information currently available to us, including, in connection with acquisitions, information made available to us by the seller in the diligence process, and (ii) certain assumptions applied by us related to anticipated occupancy, rental rates, property taxes and other expenses over a specified period of time in the future based on historical data and the Company's knowledge of and experience with the submarket. Accordingly, the capitalization rates and yield ranges included in this presentation are inherently based on inexact projections that may be incorrect or imprecise and may change as a result of events or factors currently unknown to the Company. The actual cash capitalization rates for these properties may differ materially and adversely from the estimated stabilized cash capitalization rates and yield ranges discussed in this presentation based on numerous factors, including any difficulties achieving assumed occupancy and/or rental rates, development delays, unanticipated expenses not payable by a tenant, increases in the Company's financing costs, tenant defaults, the results of final purchase price allocations, as well as the risks and uncertainties described from time to time in the Company's SEC filings. As such, we can provide no assurance that the actual cash capitalization rates for these properties will be consistent with the estimated cash capitalization rates and yield ranges set forth in this presentation.

Market and Industry Data

This presentation also includes market and industry data that Healthpeak has obtained from market research, publicly available information and industry publications. The accuracy and completeness of such information are not guaranteed. Such data is often based on industry surveys and preparers' experience in the industry. Similarly, although Healthpeak believes that the surveys and market research that others have performed are reliable, such surveys and market research is subject to assumptions, estimates and other uncertainties and Healthpeak has not independently verified this information

Non-GAAP Financial Measures

This presentation contains certain supplemental non-GAAP financial measures. While Healthpeak believes that non-GAAP financial measures are helpful in evaluating its operating performance, the use of non-GAAP financial measures in this presentation should not be considered in isolation from, or as an alternative for, a measure of financial or operating performance as defined by GAAP. You are cautioned that there are inherent limitations associated with the use of each of these supplemental non-GAAP financial measures as an analytical tool. Additionally, Healthpeak's computation of non-GAAP financial measures may not be comparable to those reported by other REITs. You can find reconciliations of the non-GAAP financial measures to the most directly comparable GAAP financial measures, to the extent available without unreasonable efforts, at "3Q 2019 Discussion and Reconciliation of Non-GAAP Financial Measures" on the Investor Relations section of our website at www.healthpeak.com.

Contents

I.	The Post Acquisition	4 – 7
II.	Development Update	8 – 11
III.	Brookdale Transaction Update	12 – 15
IV.	2020 Guidance Overview	16 – 18



Tenant Suite at The Post

The Post Acquisition

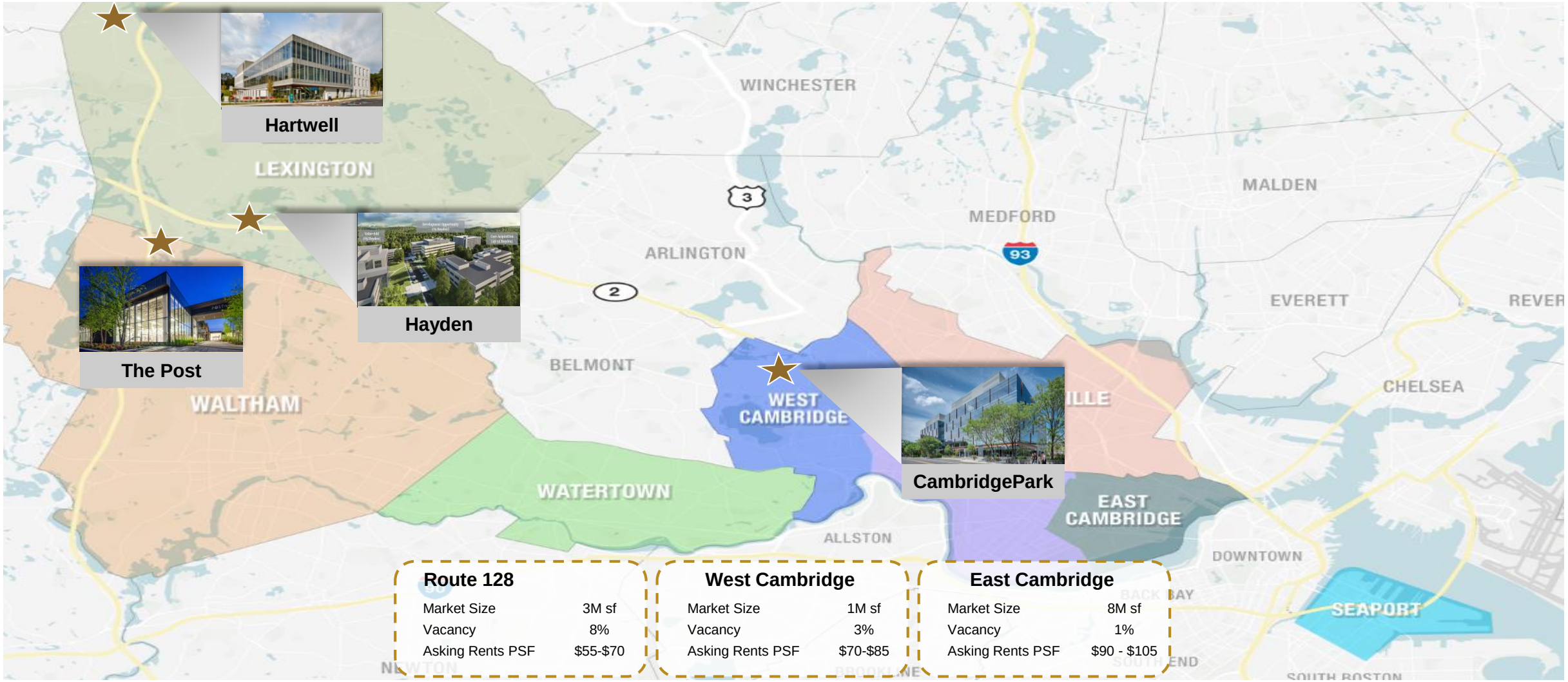


The Post – Class A Life Science Campus in Boston Submarket

- Under contract to acquire a $320 million, Class A life science campus within the Route 128 submarket of Boston
- 426,000 square foot campus that spans 36 acres and is located less than 1 mile from Healthpeak's Hayden Research Campus
- 100% leased to four well-established biopharmaceutical and innovation companies, with a weighted average lease term of 11 years and annual escalators of approximately 3%
- The stabilized cash and GAAP capitalization rates are 5.1% and 6.5%, respectively
- This transaction enhances cluster strategy with synergistic benefits that could drive long-term leasing flexibility in the Boston market

Life Science: Boston Footprint

Targeted focus on the West Cambridge and Route 128 submarkets



Life Science Expansion in Boston









	35 CPD	87 CPD	101 CPD (Future Dev.)	45-55-65 Hayden	75 Hayden (Active Dev.)	Hartwell Innovation Campus	The Post	Combined
Acquisition / Completion Date	Q4 2019	Q1 2019	2022+ (est. completion)	Q4 2017	Q1 2021 (est. completion)	Q3 2019	Q2 2020	
# of Properties	1	1	1	3	1	4	1	**12**
Investment Type	Stabilized	Stabilized	Opportunistic Development	Stabilized & Value Add	Active Development	Stabilized	Stabilized	
Square Feet	224K	64K	~150K	397K	214K	277K	426K	**1.8M**
% Leased	100%	100%	--	100%	57%	100%	100%	
Purchase Price / Total Cost	$333M	$71M	$150M - $175M	$228M	$160M	$228M	$320M	**$1.5B**
Cash Stabilized Yield	4.8%	6.0%	7.0% - 8.0%	6.5%	7.5% - 8.0%	5.3%	5.1%	**~6.0%**

Expanded to four core campuses in the Boston market totaling 1.8 million square feet at average stabilized yield of ~6.0%

Note: Values are based on Healthpeak's purchase price of the respective campuses.



The Hartwell Innovation Campus
Lexington, MA

Development Update



The Shore (Rendering)
South San Francisco, CA



75 Hayden (Rendering)
Boston, MA

Leasing Update - Active Major Life Science Development Projects

The Shore (South San Francisco, CA)

- Phase II of The Shore, a 298,000 square foot Class A development project, is **61% pre-leased**
- Executed a long-term lease with Janssen BioPharma, Inc, part of the Johnson & Johnson Family of Companies, at Phase II of The Shore at Sierra Point
- Janssen BioPharma, Inc. has expansion rights under the lease that can be exercised over the course of 2020
- Lease expected to commence in January 2022 upon completion of construction and TI build-out
- Designed and entitled an addition to Phase II of The Shore at Sierra Point, which will link the two buildings in Phase II across three of the four floors, adding connectivity and increased functionality

75 Hayden (Boston, MA)

- The 214,000 square foot Class A development project is **57% pre-leased**
- Signed 10-year leases totaling 122,000 square feet with two publicly-traded biotech companies
- Both leases expected to commence 4Q 2020
- Highlights the importance of our scale in the Boston market and our “cluster-in-a-cluster” strategy, as one of the publicly-traded biotech companies is currently a tenant at our 87 CambridgePark Drive asset

Strong interest and activity on the remaining space at each project

Active Development Pipeline[1]

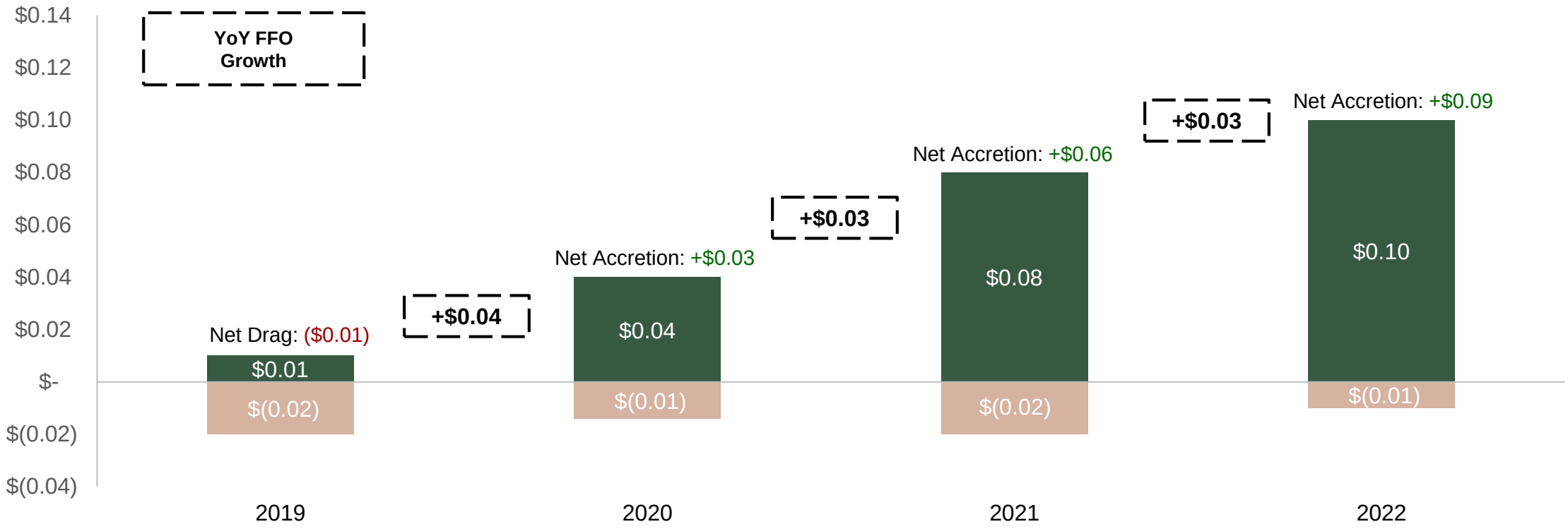
Project	Segment	Market	Total Costs ($M)	Cost to Date ($M)[2]	Remaining Costs ($M)	Leasable Area (000s)[3]	Est. Date of Stab. Occ.	Percent Leased
Sorrento Summit	Life Science	San Diego	$19	$14	$4	28	1Q 2020	100%
The Shore Ph. I	Life Science	San Francisco	242	214	28	222	1Q 2020	100%
The Cove Ph. IV	Life Science	San Francisco	111	91	20	164	1Q 2020	100%
Ridgeview[4]	Life Science	San Diego	18	16	2	81	2Q 2020	100%
75 Hayden	Life Science	Boston	160	75	85	214	1Q 2022	57%
The Shore Ph. II	Life Science	San Francisco	321	99	222	298	1Q 2022	61%
The Shore Ph. III	Life Science	San Francisco	94	22	72	103	2Q 2022	--
The Boardwalk[5]	Life Science	San Diego	164	50	114	190	4Q 2022	--
HCA Development Program[6]	Medical Office	Various	166	26	140	570	Various	50%
Total / Weighted Average[7]			**$1,295**	**$608**	**$687**	**1,870**		**58%**

Development pipeline 58% pre-leased in total, and 100% pre-leased for all major developments delivering over the next year

(1) Total Costs, Remaining Costs and Estimated Date of Stabilized Occupancy are based on management's estimates and are forward-looking.
(2) Cost to date represents placed-in-service and construction in process balance on 12/31/19.
(3) Leasable Area in square feet.
(4) During the quarter ending December 31, 2019, one building at Ridgeview totaling 71,000 square feet was completed and placed into service.
(5) The Boardwalk includes the redevelopment of 10275 Science Center Drive.
(6) Includes seven in-process developments with HCA; Percent Leased is weighted by leasable area; projects have estimated Stabilized Occupancy dates ranging from 1Q 2022 to 3Q 2023.
(7) Represents total for: Total Costs, Cost to Date, Remaining Costs and Leasable Area. Percent Leased is weighted by leasable area.

Active Development Pipeline: Earnings Contributions

Estimated Net Contributions to FFO as Adjusted per Share(1)



Net development earn-in from the current pipeline is expected to contribute growth of $0.03 - $0.04/sh for each of the next three years

(1) Estimated net contribution to FFO as Adjusted calculated as projected NOI plus capitalized interest less an imputed 5.0% cost of capital on cumulative spend. Net accretion and year-over-year growth based on current active pipeline shown on page 24 of the 4Q 2019 Earnings Supplemental and includes The Cove Phase III which will stabilize in 2020. Net accretion and year-over-year growth excludes any future unannounced projects which could result in additional drag during 2020-2022 and net accretion in 2022 and beyond.



Freedom Pointe at the Villages
Orlando, FL

Brookdale Transaction Update

Brookdale Transaction Update

In January 2020, Healthpeak closed on the previously announced transactions with Brookdale related to the 15-property CCRC joint venture and the 43-property triple-net portfolio.

Transaction Highlights

- Healthpeak acquired Brookdale's 51% interest in 13 CCRCs for $641 million (inclusive of $100 million management termination fee) and transitioned management to Life Care Services
- Healthpeak sold 18 triple-net properties to Brookdale for $405 million and restructured remaining 24 triple-net properties operated by Brookdale into a single master lease with a December 31, 2027 maturity date and 2.4% annual rent escalator
- One triple-net property will be converted to SHOP and managed by LCS upon license transfer
- Improved operator diversification and reduced Brookdale concentration to 6%

Accounting Updates

- Healthpeak expects to book a gain on consolidation in the $100 to $150 million range and approximately $100 million management fee termination expense in 1Q 2020; both items will be excluded from FFO as Adjusted
- We are nearing completion of the fair value analysis of all components of CCRCs, including the fair value of nonrefundable entrance fees (NREFs)
  - Fair value of in-place NREFs is expected to be approximately $400 to $450 million
    - For existing residents, the fair-value of the NREF will amortize over an expected remaining length of stay of approximately 6 to 7 years
    - Future NREF sales will amortize over an expected length of stay of approximately 8 to 10 years
- Refundable entrance fees (REFs) of approximately $300 million will be included in accrued liabilities

Financial Reporting (starting in 1Q 2020)

- CCRC assets to move from Other segment into its own reportable segment under Senior Housing
- Align definition of FAD, Cash NOI and Adjusted EBITDAre to reflect NREF on a GAAP amortization basis
- Exclude REFs from calculation of Net Debt

Re-Affirm Indicative Year One Financial Impact

($ in millions, except per share)	Sources & Uses	Year One Estimated Impact[1]	Per Share Impact	Footnote
Uses				
Acquire 51% of 13 CCRCs	($541)	$55		2
Termination Fee to BKD	(100)			3
Lower LCS Management Fees		8		4
Transaction Costs	(26)			
Total Uses	**($667)**	**$63**	**$0.13**	
Sources				
Sell 18 Assets to BKD	$405	($30)		5
Sell 2 CCRCs and 1 SHOP Asset to 3rd Parties	37	(4)		6
Equity Drawdown to Repay Debt	225	(13)		7
Total Sources	**$667**	**($47)**	**($0.10)**	8
Subtotal - Uses less Sources	**-**	**$16**	**$0.03**	9
Other Adjustments		($4)		10
Temporary Potential Transition Impact		(10) - 0		
FFO as Adjusted - Year One Estimated Impact		**$2 - $12**	**$0.00 - $0.02**	

(1) Year one impact is based on estimated 2020 Cash NOI and nonrefundable entrance fees except for Equity Drawdown and Other Adjustments.
(2) Assumes $1.06 billion gross valuation for 13 CCRC assets.
(3) Healthpeak paid $100 million fee to terminate management agreements, which represents roughly 5x the annual management fee previously paid to Brookdale.
(4) Reset management fee which results in approximately $8 million per year reduction in management fees.
(5) $405 million purchase price for the 18 NNN assets represents ~7.5% lease yield on T12 rent as of 12/31/2019. The 18 NNN assets had 0.81x rent coverage after management fee on a T12 basis as of 12/31/2019.
(6) CCRC estimated gross valuation range of $50 million to $60 million (at 100% share) based on broker indication of value. SHOP estimated valuation range of $9 million to $11 million based on estimated per unit value of $70,000 - $80,000. Brookdale will continue to own 51% and manage the 2 CCRC sale properties until closing of sales to third parties.
(7) Year one impact based on 2020 FFO as Adjusted Guidance and average net forward price of $31.78 per share as of 1/1/2020 for remaining equity forward contracts maturing in 2020.
(8) Total Sources excludes assumption of $297 million of debt (with a 4.2% weighted average rate and 5.3 years weighted average maturity) in connection with the CCRC JV acquisition.
(9) Excludes working capital settled at closing.
(10) Includes the negative impact of transaction-related real estate taxes, insurance adjustments, income taxes and other items, partially offset by positive impact from the fair market value of NREFs.

Financial Reporting for CCRCs

Following the acquisition of Brookdale's 51% interest, the CCRC portfolio will move from an unconsolidated joint venture to consolidated real estate

Unconsolidated (2014 – 2019)

- 15 assets, 49% non-controlling interest acquired in 2014
- The purchase price accounting for the unconsolidated CCRC investment utilized in 2014 excluded the nonrefundable entrance fees (NREFs) on existing residents, which accordingly necessitated addition of cash NREFs for FAD
- GAAP NREF amortization was recognized for all new residents post 2014 JV formation; ~8 year amortization period

Consolidated (Starting in 1Q 2020)

- 13 assets, 100% controlling interest
- In accordance with GAAP consolidation rules, we will record existing NREFs at fair value to be finalized in 1Q 2020, which is currently estimated at approximately $400-$450M and will be amortized into revenue over the actuarially-determined amortization period (~6.5 years in 2020)
- Accordingly, FFO and FAD treatment of NREFs is consistent and the addition of cash NREFs for FAD is no longer necessary

In 2020:

- **GAAP Earnings, NOI, EBITDAre, FFO, and FAD will all capture the same NREF amortization**
- **Cash NREF collections are expected to approximate GAAP NREF amortization**



Discovery Palm Beach
Palm Beach Gardens, FL

2020 Guidance Assumptions

2020 Guidance - Major Assumptions[1]

($ in millions)

Cash Same-Store NOI Growth

	% of SS Pool	Mid-Point	Range
Blended Cash SS NOI Growth	**100%**	**2.50%**	**2.00% - 3.00%**
Components to Blended Cash SS NOI Growth Guidance			
Medical Office	40%	2.25%	1.75% - 2.75%
Life Science	33%	4.50%	4.00% - 5.00%
Senior Housing	21%	0.00%	(1.00%) - 1.00%
Other	6%	2.1%	1.75% - 2.50%
Senior Housing Breakdown			
Triple-Net	11%	2.50%	
SHOP	10%	(2.50%)	

Sources & Uses

Transaction	$ Amount	Commentary
Equity forwards	$1,050	Settlement of remaining equity forward contracts
Dispositions	$500 [2]	North Fulton Hospital purchase option and other non-core asset sales at an approximate blended cash yield of 6.5% - 7.5%
Debt proceeds	$325	Debt capacity to remain in mid-to-high 5x leverage
Total Sources	**$1,875**	
Capital spend	$850	Development, redevelopment, revenue-enhancing and other capital spend
Acquisition pipeline	$800 [3]	Mid-year convention with an approximate blended cash yield of 5.0% - 6.0% (includes The Post, Oakmont ROFO and other pipeline opportunities)
Brookdale Transaction	$225	Net equity required to remain leverage-neutral; proceeds primarily used to repay secured debt at CCRC assets
Total Uses	**$1,875**	

(1) Additional guidance detail can be found on page 48 of the Supplemental.
(2) Excludes sale of 18 NNN assets related to the Brookdale Transaction.
(3) Excludes purchase of 51% interest in 13 CCRCs related to the Brookdale Transaction.

2020 Guidance - Earnings

FFO as Adjusted per Share Roll-Forward

2019 Actual	**$1.76**
+ 2.5% blended same-store NOI (~4% FFO growth[1])	$0.06
A + Development earn-in	$0.04
B + 2020 transactions	$0.02
Total Positives	***$0.12***
C - 2019 transactions	($0.04)
D - Life Science deferred revenue recognition impact	($0.02)
- Drag from additional dev / redev opportunities	($0.01)
- Various other items	($0.01)
Total Negatives	***($0.08)***
2020 Guidance Mid-Point	**$1.80**

Commentary

A Please refer to the *Development Update* section for more detail

B 2020 transactions assumes:

1) ~$0.015 per share of accretion from the Brookdale Transaction (see *Brookdale Transaction Update* section for more detail)
2) ~$0.005 per share of accretion from $800 million of acquisitions at a 5.0% - 6.0% blended cash yield funded with a mix of capital recycling, equity and debt at a blended cost of ~5% using a mid-year convention

C

2019 Transactions	Amount ($B)	Yield	Timing[2]	Per Share Impact
2019 acquisitions	$1.8	5.5%	3Q19	$0.14
2019 capital recycling[3]	($1.0)	7.0%	4Q19	($0.13)
Equity / debt	($0.8)	4.5%	3Q19	($0.05)
Net Impact				**($0.04)**

D Excludes more than $10 million of rents received from tenants that are not recognized in FFO until tenant improvement projects are completed due to deferred revenue recognition accounting rules

(1) Assumes leverage of 35%. FFO growth also includes earn-in from redevelopments not included in our same-store pool.
(2) Based on blended timing of when transactions occurred in 2019.
(3) 2019 dispositions include second half repositioning activities, including the Senior Housing Joint Venture ($367M), Prime Care sale ($274M), and the U.K. portfolio sale ($235M gross proceeds), $91M net proceeds after debt repayment.



Healthpeak

PROPERTIES

healthpeak.com