Exhibit 99.2

# **Government Properties Income Trust**

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7850 Southwest 6th Court, Plantation, FL. Square Feet: 135,819. Tenant: Internal Revenue Service.

# First Quarter 2014 Supplemental Operating and Financial Data

All amounts in this report are unaudited.

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## WARNING CONCERNING FORWARD LOOKING STATEMENTS

THIS PRESENTATION OF SUPPLEMENTAL OPERATING AND FINANCIAL DATA CONTAINS STATEMENTS THAT CONSTITUTE FORWARD LOOKING STATEMENTS WITHIN THE MEANING OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995 AND OTHER SECURITIES LAWS. ALSO, WHENEVER WE USE WORDS SUCH AS "BELIEVE", "EXPECT", "ANTICIPATE", "INTEND", "PLAN", "ESTIMATE" OR SIMILAR EXPRESSIONS, WE ARE MAKING FORWARD LOOKING STATEMENTS. THESE FORWARD LOOKING STATEMENTS ARE BASED UPON OUR PRESENT IN TENT, BELIEFS OR EXPECTATIONS, BUT FORWARD LOOKING STATEMENTS ARE NOT GUARANTEED TO OCCUR AND MAY NOT OCCUR. FORWARD LOOKING STATEMENTS IN THIS REPORT RELATE TO VARIOUS ASPECTS OF OUR BUSINESS, INCLUDING:

•OUR ACQUISITIONS AND SALES OF PROPERTIES,

•OUR ABILITY TO COMPETE FOR ACQUISITIONS AND TENANCIES EFFECTIVELY,

•THE CREDIT QUALITIES OF OUR TENANTS,

•THE LIKELIHOOD THAT OUR TENANTS WILL PAY RENT, RENEW LEASES, ENTER INTO NEW LEASES, NOT EXERCISE EARLY TERMINATION OPTIONS PURSUANT TO THEIR LEASES OR BE AFFECTED BY CYCLICAL ECONOMIC CONDITIONS,

•OUR ABILITY TO PAY DISTRIBUTIONS TO OUR SHAREHOLDERS AND THE AMOUNT OF SUCH DISTRIBUTIONS,

•OUR POLICIES AND PLANS REGARDING INVESTMENTS AND FINANCINGS,

•THE FUTURE AVAILABILITY OF BORROWINGS UNDER OUR REVOLVING CREDIT FACILITY,

•OUR EXPECTATION THAT THERE WILL BE OPPORTUNITIES FOR US TO ACQUIRE, AND THAT WE WILL ACQUIRE, ADDITIONAL PROPERTIES THAT ARE MAJORITY LEASED TO GOVERNMENT TENANTS, •OUR EXPECTATIONS REGARDING DEMAND FOR LEASED SPACE BY THE U.S. GOVERNMENT AND STATE AND LOCAL GOVERNMENTS,

•OUR ABILITY TO RAISE EQUITY OR DEBT CAPITAL,

•OUR ABILITY TO PAY INTEREST ON AND PRINCIPAL OF OUR DEBT,

•OUR TAX STATUS AS A REAL ESTATE INVESTMENT TRUST, OR REIT, AND

#### •OTHER MATTERS.

OUR ACTUAL RESULTS MAY DIFFER MATERIALLY FROM THOSE CONTAINED IN OR IMPLIED BY OUR FORWARD LOOKING STATEMENTS AS A RESULT OF VARIOUS FACTORS. FACTORS THAT COULD HAVE A MATERIAL ADVERSE EFFECT ON OUR FORWARD LOOKING STATEMENTS AND UPON OUR BUSINESS, RESULTS OF OPERATIONS, FINANCIAL CONDITION, FUNDS FROM OPERATIONS, NORMALIZED FUNDS FROM OPERATIONS, NET OPERATING INCOME, EARNINGS BEFORE INTEREST, TAXES, DEPRECIATION AND AMORTIZATION, OR E BITDA, EBITDA AS ADJUSTED, OR ADJUSTED EBITDA, CASH FLOWS, LIQUIDITY AND PROSPECTS INCLUDE, BUT ARE NOT LIMITED TO:

•THE IMPACT OF CHANGES IN THE ECONOMY AND THE CAPITAL MARKETS ON US AND OUR TENANTS,

•COMPETITION WITHIN THE REAL ESTATE INDUSTRY, PARTICULARLY WITH RESPECT TO THOSE MARKETS IN WHICH OUR PROPERTIES ARE LOCATED AND WITH RESPECT TO THE ACQUISITION OF GOVERNMENT LEASED PROPERTIES.

• THE IMPACT OF CHANGES IN THE REAL ESTATE NEEDS AND FINANCIAL CONDITIONS OF THE U.S. GOVERNMENT AND STATE AND LOCAL GOVERNMENTS,

- COMPLIANCE WITH, AND CHANGES TO, FEDERAL, STATE AND LOCAL LAWS AND REGULATIONS, ACCOUNTING RULES, TAX LAWS AND SIMILAR MATTERS,
- ACTUAL AND POTENTIAL CONFLICTS OF INTEREST WITH OUR MANAGING TRUSTEES, REIT MANAGEMENT & RESEARCH LLC, OR RMR, AND THEIR RELATED PERSONS AND ENTITIES,

- LIMITATIONS IMPOSED ON OUR BUSINESS AND OUR ABILITY TO SATISFY COMPLEX RULES IN ORDER FOR US TO QUALIFY AS A REIT FOR U.S. FEDERAL INCOME TAX PURPOSES, AND
- ACTS OF TERRORISM, OUTBREAKS OF SO CALLED PANDEMICS OR OTHER MANMADE OR NATURAL DISASTERS BEYOND OUR CONTROL.

FOR EXAMPLE:

- CONTINGENCIES IN OUR ACQUISITION AND SALE AGREEMENTS MAY NOT BE SATISFIED AND OUR PENDING ACQUISITIONS AND SALES MAY NOT OCCUR, MAY BE DELAYED OR THE TERMS OF SUCH TRANSACTIONS MAY CHANGE,
- OUR ABILITY TO MAKE FUTURE DISTRIBUTIONS DEPENDS UPON A NUMBER OF FACTORS, INCLUDING OUR FUTURE EARNINGS AND THE CAPITAL COSTS WE INCUR TO LEASE OUR PROPERTIES. WE MAY BE UNABLE TO MAINTAIN OUR CURRENT RATE OF DISTRIBUTIONS AND FUTURE DISTRIBUTIONS MAY BE SUSPENDED,
- OUR ABILITY TO GROW OUR BUSINESS AND INCREASE OUR DISTRIBUTIONS DEPENDS IN LARGE PART UPON OUR ABILITY TO BUY PROPERTIES AND LEASE THEM FOR RENTS, LESS PROPERTY OPERATING EXPENSES, THAT EXCEED OUR CAPITAL COSTS. WE MAY BE UNABLE TO IDENTIFY PROPERTIES THAT WE WANT TO ACQUIRE OR TO NEGOTIATE ACCEPTABLE PURCHASE PRICES, ACQUISITION FINANCING OR LEASE TERMS FOR NEW PROPERTIES,
- SOME OF OUR TENANTS MAY NOT RENEW EXPIRING LEASES, AND WE MAY BE UNABLE TO LOCATE NEW TENANTS TO MAINTAIN OR INCREASE THE HISTORICAL OCCUPANCY RATES OF, OR RENTS FROM, OUR PROPERTIES,
- SOME GOVERNMENT TENANTS MAY EXERCISE THEIR RIGHT TO VACATE THEIR SPACE BEFORE THE STATED EXPIRATION OF THEIR LEASES, AND WE MAY BE UNABLE TO LOCATE NEW TENANTS TO MAINTAIN THE HISTORICAL OCCUPANCY RATES OF, OR RENTS FROM, OUR PROPERTIES,
- RENTS THAT WE CAN CHARGE AT OUR PROPERTIES MAY DECLINE BECAUSE OF CHANGING MARKET CONDITIONS OR OTHERWISE,
- CONTINUED AVAILABILITY OF BORROWINGS UNDER OUR REVOLVING CREDIT FACILITY IS SUBJECT TO OUR SATISFYING CERTAIN FINANCIAL COVEN ANTS AND MEETING OTHER CUSTOMARY CREDIT FACILITY CONDITIONS,
- ACTUAL COSTS UNDER OUR REVOLVING CREDIT FACILITY WILL BE HIGHER THAN LIBOR PLUS A PREMIUM BECAUSE OF OTHER FEES AND EXPENSES ASSOCIATED WITH OUR REVOLVING CREDIT FACILITY,
- INCREASING THE MAXIMUM BORROWINGS UNDER OUR REVOLVING CREDIT FACILITY AND OUR TERM LOAN IS SUBJECT TO OUR OBTAINING ADDITIONAL COMMITMENTS FROM LENDERS, WHICH MAY NOT OCCUR,
- WE MAY EXTEND THE MATURITY DATE OF OUR REVOLVING CREDIT FACILITY SUBJECT TO MEETING CERTAIN CONDITIONS AND PAYMENT OF A FEE. WE CAN PROVIDE NO ASSURANCE THAT THE APPLICABLE CONDITIONS WILL BE MET,
- WE MAY BE UNABLE TO REPAY OUR DEBT OBLIGATIONS WHEN THEY BECOME DUE, AND
- WE BELIEVE THAT OUR CONTINUING RELATIONSHIPS WITH RMR, AFFILIATES INSURANCE COMPANY AND THEIR AFFILIATED AND RELATED PERSONS AND ENTITIES MAY BENEFIT US AND PROVIDE US WITH COMPETITIVE ADVANTAGES IN OPERATING AND GROWING OUR BUSINESS. IN FACT, THE ADVANTAGES WE BELIEVE WE MAY REALIZE FROM THESE RELATIONSHIPS MAY NOT MATERIALIZE.

THESE RESULTS COULD OCCUR DUE TO MANY DIFFERENT CIRCUMSTANCES, SOME OF WHICH ARE BEYOND OUR CONTROL, SUCH AS CHANGES IN GOVER NMENT TENANTS' NEEDS FOR LEASED SPACE, NATURAL DISASTERS OR CHANGES IN CAPITAL MARKETS OR THE ECONOMY GENERALLY.

THE INFORMATION CONTAINED IN OUR FILINGS WITH THE SECURITIES AND EXCHANGE COMMISSION, OR SEC, INCLUDING UNDER THE CAPTION "RISK FACTORS" IN OUR PERIODIC REPORTS, OR INCORPORATED THEREIN, IDENTIFIES OTHER IMPORTANT FACTORS THAT COULD CAUSE DIFFERENCES FROM OUR FORWARD LOOKING STATEMENTS. OUR FILINGS WITH THE SEC ARE AVAILABLE ON THE SEC'S WEBSITE AT WWW.SEC.GOV.

YOU SHOULD NOT PLACE UNDUE RELIANCE UPON OUR FORWARD LOOKING STATEMENTS.

EXCEPT AS REQUIRED BY LAW, WE DO NOT INTEND TO UPDATE OR CHANGE ANY FORWARD LOOKING STATEMENTS AS A RESULT OF NEW INFORMATION, FUTURE EVENTS OR OTHERWISE.

# CORPORATE INFORMATION



One Georgia Center, Atlanta, GA. Square Feet: 375,952. Tenant: State of GA: Department of Transportation.





#### The Company:

Government Properties Income Trust, or GOV, we or us, is a real estate investment trust, or REIT, which primarily owns properties located throughout the United States that are majority leased to government tenants. The majority of our properties are office buildings. We have been investment grade rated since 2010, and we are included in the S&P Small Cap 600 Index, the Russell 2000® stock index and the MSCI US REIT index.

#### Management:

GOV is managed by Reit Management & Research LLC, or RMR. RMR was founded in 1986 to manage public investments in real estate. As of March 31, 2014, RMR managed a large portfolio of publicly owned real estate, including approximately 1,200 properties, located in 47 states, Washington, D.C., Puerto Rico, Canada and Australia. RMR has approximately 850 employees in its headquarters and regional offices located throughout the U.S. and one affiliated office in Australia. In addition to managing GOV, RMR manages CommonWealth REIT, or CWH, a publicly traded REIT that primarily owns office properties, Hospitality Properties Trust, or HPT, a publicly traded REIT that owns hotels and travel centers, Senior Housing Properties Trust, or SNH, a publicly traded REIT that primarily owns healthcare, senior living and medical office buildings, and Select Income REIT, or SIR, a publicly traded REIT that primarily owns and invests in net leased, single tenant properties throughout the U.S. and leased lands in Hawaii. RMR also provides management services to Five Star Quality Care, Inc., a senior living and healthcare services company that is a tenant of SNH and that manages certain of SNH's senior living communities, and to TravelCenters of America LLC, an operator of travel centers, which is a tenant of HPT. An affiliate of RMR, Sonesta International Hotels Corporation, is also one of HPT's hotel managers. Another affiliate of RMR, RMR Advisors, Inc., is the investment manager of a publicly owned mutual fund, which principally invests in securities of unaffiliated real estate companies. The public companies managed by RMR and its affiliates had combined total gross assets of approximately \$23 billion as of March 31, 2014. We believe that being managed by RMR is a competitive advantage for GOV because of RMR's depth of management and experience in the real estate industry. We also believe RMR provides management services to us at costs that are lower than we would have to pay for similar quality services.

#### Corporate Headquarters:

Two Newton Place 255 Washington Street, Suite 300 Newton, MA 02458-1634 (t) (617) 219-1440 (f) (617) 219-1441

#### Stock Exchange Listing:

New York Stock Exchange

#### Trading Symbol:

Common Shares – GOV

#### **Issuer Ratings:**

Moody's – Baa3 Standard & Poor's – BBB-

#### Portfolio Data (as of 3/31/2014)<sup>(1)</sup>:

Total properties69 (88 buildings)Total sq. ft. (000s)10,400Percent leased95.1%

<sup>(1)</sup> Excludes two properties (two buildings) included in discontinued operations and classified as held for sale as of March 31, 2014.

**Board of Trustees** 

Doald of Hustees							
Barbara D. Gilmore	John L. Harrington						
Independent Trustee	Independent Trustee						
Jeffrey P. Somers	Adam D. Portnoy						
Independent Trustee	Managing Trustee						
Barry M. Portnoy <i>Managing Trustee</i>							
	Senior Management						
David M. Blackman	Mark L. Kleifges						
President and Chief Operating Officer	Treasurer and Chief Financial Officer						
	Contract Information						
	Contact Information						
Investor Relations	Inquiries						
Government Properties Income Trust	Financial inquiries should be directed to Mark L. Kleifges,						
Two Newton Place	Treasurer and Chief Financial Officer, at (617) 219-1440						
255 Washington Street, Suite 300	or mkleifges@govreit.com.						
Newton, MA 02458-1634							
(t) (617) 219-1440	Investor and media inquiries should be directed to						
(f) (617) 796-8267	Timothy A. Bonang, Vice President, Investor Relations, at						
(e-mail) info@govreit.com	(617) 219-1440 or tbonang@govreit.com, or Jason Fredette, Director,						
(website) www.govreit.com	Investor Relations, at (617) 219-1440 or jfredette@govreit.com.						

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## **RESEARCH COVERAGE**



## **Equity Research Coverage**

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#### Wells Fargo Securities Brendan Maiorana Brendan.Maiorana@wellsfargo.com (443) 263-6516

Jefferies & Company, Inc. Omotayo Okusanya Tokusanya@jefferies.com (212) 336-7076

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**RBC Capital Markets** Mike Carroll Michael.Carroll@rbccm.com (440) 715-2649

## **Rating Agencies**

#### *Moody's Investors Service* Lori Marks Lori.marks@moodys.com (212) 553-1653

Standard & Poor's Jamie Gitler Jaime.Gitler@standardandpoors.com (212) 438-5049

GOV is followed by the analysts and its credit is rated by the rating agencies listed above. Please note that any opinions, estimates or forecasts regarding GOV's performance made by these analysts or agencies do not represent opinions, forecasts or predictions of GOV or its management. GOV does not by its reference above imply its endorsement of or concurrence with any information, conclusions or recommendations provided by any of these analysts or agencies.

# FINANCIAL INFORMATION



11411 East Jefferson, Detroit, MI. Square Feet: 55,966. Tenant: U.S. Customs and Immigration Services.

## **KEY FINANCIAL DATA**

(dollar and share amounts in thousands, except per share data)



	As of and for the Three Months Ended									
		3/31/2014		12/31/2013		9/30/2013		6/30/2013		3/31/2013
Shares Outstanding:										
Common shares outstanding (at end of period)		54,728		54,722		54,722		54,674		54,664
Weighted average common shares outstanding		54,725		54,722		54,684		54,669		54,645
Common Share Data:										
Price at end of period	\$	25.20	\$	24.85	\$	23.93	\$	25.22	\$	25.73
High during period	\$	25.41	\$	25.41	\$	27.03	\$	26.93	\$	27.34
Low during period	\$	24.02	\$	23.33	\$	23.00	\$	23.13	\$	24.21
Annualized dividends paid per share during period	\$	1.72	\$	1.72	\$	1.72	\$	1.72	\$	1.72
Annualized dividend yield (at end of period)		6.8%		6.9%		7.2%		6.8%		6.7%
Annualized Normalized FFO <sup>(1)</sup> multiple (at end of period)		12.0x		12.1x		11.7x		11.8x		11.6x
Annualized property net operating income $(NOI)^{(2)}$ / total market capitalization		7.3%		7.3%		7.6%		7.9%		8.0%
Market Capitalization:										
Total debt (book value)	\$	605,115	\$	597,727	\$	510,343	\$	466,939	\$	470,026
Plus: market value of common shares (at end of period)		1,379,146		1,359,842		1,309,497		1,378,878		1,406,505
Total market capitalization	\$	1,984,261	\$	1,957,569	\$	1,819,840	\$	1,845,817	\$	1,876,531
Total debt / total market capitalization		30.5%		30.5%		28.0%		25.3%		25.0%
Book Capitalization:										
Total debt	\$	605,115	\$	597,727	\$	510,343	\$	466,939	\$	470,026
Plus: total shareholders' equity		981,532		989,675		1,000,462		1,021,119		1,029,187
Total book capitalization	\$	1,586,647	\$	1,587,402	\$	1,510,805	\$	1,488,058	\$	1,499,213
Total debt / total book capitalization		38.1%		37.7%		33.8%		31.4%		31.4%

 <sup>(1)</sup> See Exhibit C for the calculation of funds from operations, or FFO, and Normalized FFO, and a reconciliation of net income determined in accordance with United States generally accepted accounting principles, or GAAP, to those amounts. Adjustments were made to prior period amounts to conform to the current period Normalized FFO calculation.
 <sup>(2)</sup> See Exhibit A for the calculation of net operating income, or NOI, and Cash Basis NOI and a reconciliation of those amounts to net income determined in accordance with GAAP.

#### **KEY FINANCIAL DATA**

(dollar amounts in thousands, except per share data)

	As of and for the Three Months Ended									
		3/31/2014		12/31/2013		9/30/2013		6/30/2013		3/31/2013
Selected Balance Sheet Data:										
Total assets	\$	1,629,480	\$	1,632,452	\$	1,553,079	\$	1,527,204	\$	1,539,970
Total liabilities	\$	647,948	\$	642,777	\$	552,617	\$	506,085	\$	510,783
Gross book value of real estate assets <sup>(1)</sup>	\$	1,789,849	\$	1,766,077	\$	1,689,578	\$	1,647,632	\$	1,645,567
Total debt / gross book value of real estate assets $^{(1)}$		33.8%		33.8%		30.2%		28.3%		28.6%
Selected Income Statement Data:										
Rental income	\$	59,820	\$	58,271	\$	56,401	\$	55,934	\$	56,304
Adjusted EBITDA <sup>(2)</sup>	\$	33,685	\$	33,057	\$	31,976	\$	33,936	\$	35,021
NOI <sup>(3)</sup>	\$	36,271	\$	35,724	\$	34,622	\$	35,792	\$	36,813
NOI margin <sup>(4)</sup>		60.6%		61.3%		61.4%		64.0%		65.4%
Net income <sup>(5) (6) (7)</sup>	\$	15,190	\$	12,724	\$	1,966	\$	15,204	\$	24,726
Normalized FFO <sup>(8)</sup>	\$	28,782	\$	28,201	\$	27,542	\$	29,533	\$	30,512
Common distributions paid	\$	23,530	\$	23,530	\$	23,510	\$	23,505	\$	23,497
Normalized FFO <sup>(8)</sup> payout ratio		81.8%		83.4%		85.4%		79.6%		77.0%
Per Share Data:										
Net income <sup>(5) (6) (7)</sup>	\$	0.28	\$	0.23	\$	0.04	\$	0.28	\$	0.45
Normalized FFO <sup>(8)</sup>	\$	0.53	\$	0.52	\$	0.51	\$	0.54	\$	0.56
Coverage Ratios:										
Adjusted EBITDA <sup>(2)</sup> / interest expense		7.4x		7.4x		7.7x		8.3x		8.4x
Total debt / Annualized Adjusted EBITDA <sup>(2)</sup>		4.5x		4.5x		4.0x		3.4x		3.4x

<sup>(1)</sup> Gross book value of real estate assets is real estate properties at cost, plus certain acquisition costs, before purchase price allocations and less impairment writedowns, if any, and excludes properties classified as discontinued operations.

<sup>(2)</sup> See Exhibit B for the calculation of earnings before interest, taxes, depreciation and amortization, or EBITDA, and Adjusted EBITDA, and a reconciliation of net income determined in accordance with GAAP to those amounts. Adjustments were made to prior period amounts to conform to the current period Adjusted EBITDA calculation.

<sup>(3)</sup> See Exhibit A for the calculation of NOI and a reconciliation of those amounts to net income determined in accordance with GAAP.

<sup>(4)</sup> NOI margin is defined as NOI as a percentage of rental income. See Exhibit A for the calculation of NOI and a reconciliation of net income determined in accordance with GAAP to those amounts.

<sup>(5)</sup> Net income for the three months ended March 31, 2013 includes a net gain on sale of properties from discontinued operations of \$8.2 million, or \$0.15 per share.

<sup>(6)</sup> Net income for the three months ended September 30, 2013 includes a loss on impairment of properties from discontinued operations of \$10.1 million, or \$0.19 per share.

<sup>(7)</sup> Net income for three months ended March 31, 2014 includes an increase to the carrying value of an asset held for sale of \$2.3 million, or \$0.04 per share.

<sup>(8)</sup> See Exhibit C for the calculation of FFO and Normalized FFO, and a reconciliation of net income determined in accordance with GAAP to those amounts.

Adjustments were made to prior period amounts to conform to the current period Normalized FFO calculation.

#### CONDENSED CONSOLIDATED BALANCE SHEETS

(dollar amounts in thousands, except per share data)

			As of 3/31/2014	1	As of 2/31/2013
ASSETS					2/01/2010
Real estate properties:					
Land		\$	246,649	\$	243,686
Buildings and improvements		Ŧ	1,341,443	Ŧ	1,324,876
			1,588,092		1,568,562
Accumulated depreciation			(196,360)		(187,635)
·			1,391,732		1,380,927
Assets of discontinued operations			23,570		25,997
Acquired real estate leases, net			139,330		142,266
Cash and cash equivalents			2,979		7,663
Restricted cash			2,344		1,689
Rents receivable, net			31,519		33,350
Deferred leasing costs, net			11,432		11,618
Deferred financing costs, net			3,556		3,911
Other assets, net			23,018		25,031
Total assets		\$	1,629,480	\$	1,632,452
LIABILITIES AND SHAREHOLDERS' EQUITY					
Unsecured revolving credit facility		\$	150,500	\$	157,000
Unsecured term loan			350,000		350,000
Mortgage notes payable			104,615		90,727
Liabilities of discontinued operations			276		276
Accounts payable and accrued expenses			21,940		23,216
Due to related persons			2,420		2,474
Assumed real estate lease obligations, net			18,197		19,084
Total liabilities			647,948		642,777
Commitments and contingencies					
Shareholders' equity:					
Common shares of beneficial interest, \$.01 par value: 7	0,000,000 shares authorized,				
54,728,393 and 54,722,018 shares issued and ou	itstanding, respectively		547		547
Additional paid in capital			1,105,857		1,105,679
Cumulative net income			207,103		191,913
Cumulative other comprehensive income			68		49
Cumulative common distributions			(332,043)		(308,513)
Total shareholders' equity			981,532		989,675
Total liabilities and shareholders' equity		\$	1,629,480	\$	1,632,452

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## CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(dollars and share amounts in thousands, except per share data)

	For the Three Months Ended			
	3/31/2014			31/2013
Rental income <sup>(1)</sup>	\$	59,820	\$	56,304
Expenses:				
Real estate taxes		6,812		6,321
Utility expenses		5,696		3,849
Other operating expenses		11,041		9,321
Depreciation and amortization		15,427		13,326
Acquisition related costs		509		34
General and administrative		3,097		3,179
Total expenses		42,582		36,030
Operating income		17,238		20,274
Interest and other income		50		6
Interest expense (including net amortization of debt premiums and deferred				
financing fees of \$330 and \$331, respectively)		(4,527)		(4,147)
Income from continuing operations before income tax expense and equity				
in earnings (losses) of an investee		12,761		16,133
Income tax expense		(22)		(43)
Equity in earnings (losses) of an investee		(97)		76
Income from continuing operations		12,642		16,166
Income from discontinued operations		2,548		8,560
Netincome	\$	15,190	\$	24,726
Weighted average common shares outstanding		54,725		54,645
Income from continuing operations per common share	\$	0.23	\$	0.30
Income from discontinued operations per common share	\$	0.05	\$	0.16
Net income per common share	\$	0.28	\$	0.45
Additional Data:				
General and administrative expenses / rental income		5.18%		5.65%
General and administrative expenses / total assets (at end of period)		0.19%		0.21%
Non-cash straight line rent adjustments (1)	\$	1,142	\$	738
Lease value amortization included in rental income <sup>(1)</sup>	\$	(190)	\$	(241)
Capitalized interest expense	\$	-	\$	-

<sup>(1)</sup> We report rental income on a straight line basis over the terms of the respective leases; accordingly, rental income includes non-cash straight line rent adjustments. Rental income also includes expense reimbursements, tax escalations, parking revenues, service income and other fixed and variable charges paid to us by our tenants, as well as the net effect of non-cash amortization of intangible lease assets and liabilities.

Government Properties Income Trust Supplemental Operating and Financial Data, March 31, 2014 GOV

(dollar amounts in thousands)

	For the Three Months Ended						
		31/2014		/31/2013			
Cash flows from operating activities:							
Netincome	\$	15,190	\$	24,726			
Adjustments to reconcile net income to cash provided by operating activities:							
Depreciation		9,156		8,595			
Net amortization of debt premium and deferred financing fees		330		331			
Straight line rental income		(1,139)		(909			
Amortization of acquired real estate leases		6,020		5,199			
Amortization of deferred leasing costs		456		196			
Other non-cash expenses		354		499			
Increase in carrying value of asset held for sale		(2,344)		-			
Net gain on sale of properties		-		(8,168			
Equity in (earnings) losses of an investee		97		(76			
Change in assets and liabilities:							
Restricted cash		(655)		(611			
Deferred leasing costs		(1,179)		(893			
Rents receivable		3,084		(1,003			
Due from related persons		-		(286			
Other assets		2,041		1,124			
Accounts payable and accrued expenses		(210)		1,566			
Due to related persons		(136)		(644			
Cash provided by operating activities		31.065		29,646			
		01,000		20,010			
Cash flows from investing activities:							
Real estate acquisitions and deposits		(5,118)		-			
Real estate improvements		(4,634)		(3,707			
Proceeds from sale of properties, net		4,644		18,374			
Cash (used in) provided by investing activities		(5,108)		14,667			
Cash flows from financing activities:							
Repayment of mortgage notes payable		(520)		(485			
Borrowings on unsecured revolving credit facility		23,500		23,500			
Repayments on unsecured revolving credit facility		(30,000)		(45,500			
Financing fees		(91)		-			
Distributions to common shareholders		(23,530)		(23,497			
Cash used in financing activities		(30,641)		(45,982			
		· · · ·					
Decrease in cash and cash equivalents		(4,684)		(1,669			
Cash and cash equivalents at beginning of period		7,663		5,255			
Cash and cash equivalents at end of period	\$	2,979	\$	3,586			
Supplemental cash flow information:							
Interest paid	\$	4.131	\$	3.773			
Income taxes paid	¥	43	Ŧ	84			
Non-cash investing activities:		10		0-			
Real estate acquisition funded by the assumption of mortgage debt	\$	(14,524)	\$				
Non-cash financing activities:	Ψ	(17,027)	Ψ	-			
Assumption of mortgage debt	\$	14,524	\$	_			
Assumption of the gaye dept	φ	14,524	ψ	-			



## **DEBT SUMMARY**

As of March 31, 2014
(dollars in thousands)

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	Coupon	Interest Principal		Maturity Due at		Due at	Years to	
	Rate	Rate <sup>(1)</sup>	Balance <sup>(1)</sup>		Date		Maturity	Maturity
Unsecured Floating Rate Debt:								
\$550,000 unsecured revolving credit facility <sup>(2)</sup>	1.65%	1.65%	\$	150,500	10/19/2015	\$	150,500	1.6
$350,000$ unsecured term loan $^{(3)}$	1.90%	1.90%		350,000	1/11/2017		350,000	2.8
Total / weighted average	1.83%	1.83%	\$	500,500		\$	500,500	2.4
Secured Fixed Rate Debt:								
Secured debt - Two buildings in Indianapolis, IN	5.73%	5.24%	\$	48,136	10/11/2015	\$	46,700	1.5
Secured debt - One building in Landover, MD	6.21%	6.21%		24,065	8/1/2016		23,296	2.3
Secured debt - One building in Fairfax, VA	5.88%	5.88%		14,524	8/11/2021		12,702	7.4
Secured debt - One building in Tampa, FL	7.00%	5.15%		9,835	3/1/2019		7,890	4.9
Secured debt - One building in Lakewood, CO	8.15%	6.15%		8,055	3/1/2021		-	6.9
Total / weighted average	6.17%	5.61%	\$	104,615		\$	77,886	3.3
Debt Summary:								
Total / weighted average floating rate debt	1.83%	1.83%	\$	500,500		\$	500,500	2.4
Total / weighted average secured fixed rate debt	6.17%	5.61%		104,615			77,886	3.3
Total / weighted average	2.58%	2.48%	\$	605,115		\$	578,386	2.6

<sup>(1)</sup> Includes the effect of unamortized fair value premium related to mortgage debt assumed.

<sup>(2)</sup> Borrowings under our unsecured revolving credit facility bear interest at LIBOR plus a premium of 150 basis points. We also pay a facility fee of 35 basis points per annum on the total amount of lending commitments under our revolving credit facility. Both the interest rate premium and facility fee are subject to adjustment based upon changes to our credit ratings. The coupon rate and interest rate listed above are as of 3/31/2014. Subject to meeting certain conditions and payment of a fee, we may extend the current maturity date by one year to 10/19/2016.

<sup>(3)</sup> The amount outstanding under our term loan bears interest at LIBOR plus a premium of 175 basis points, subject to adjustment based on changes to our credit ratings. The coupon rate and interest rate listed above are as of 3/31/2014. Our term loan is prepayable without penalty at any time.

## DEBT MATURITY SCHEDULE

As of March 31, 2014 (dollars in thousands)



		Unsecured		Secured			
		Floating		Fixed Rate			
Year		Rate Debt		Rate Debt		Debt <sup>(3)</sup>	 Total <sup>(4)</sup>
2014	\$	-	\$	1,703	\$ 1,703		
2015		150,500	(1)	48,905	199,405		
2016		-		24,933	24,933		
2017		350,000	(2)	1,548	351,548		
2018		-		1,671	1,671		
2019		-		9,440	9,440		
2020		-		1,619	1,619		
2021		-		13,229	 13,229		
Total	\$	500,500	\$	103,048	\$ 603,548		
Percent of total debt		82.9%		17.1%	 100.0%		

<sup>(1)</sup> Represents amounts outstanding under our unsecured revolving credit facility at 3/31/2014. Subject to meeting certain conditions and payment of a fee, we may extend the current maturity date of our unsecured revolving credit facility by one year to 10/19/2016.

<sup>(2)</sup> Represents the outstanding balance of our unsecured term loan at 3/31/2014. Our term loan is prepayable without penalty at any time.

<sup>(3)</sup> Principal balances are the amounts actually payable pursuant to the applicable contracts. In accordance with GAAP, our carrying values may differ from these amounts because of market conditions at the time we assumed these debts.

<sup>(4)</sup> Our total debt as of 3/31/2014, including unamortized mortgage premiums, was \$605,115.

## LEVERAGE RATIOS AND COVERAGE RATIOS

		As of and for the Three Months Ended								
	3/31/2014	12/31/2013	9/30/2013	6/30/2013	3/31/2013					
Leverage Ratios:										
Total debt / total market capitalization <sup>(1)</sup>	30.5%	30.5%	28.0%	25.3%	25.0%					
Total debt / total book capitalization <sup>(1)</sup>	38.1%	37.7%	33.8%	31.4%	31.4%					
Total debt / total assets <sup>(1)</sup>	37.1%	36.6%	32.9%	30.6%	30.6%					
Total debt / gross book value of real estate assets <sup>(1) (2)</sup>	33.8%	33.8%	30.2%	28.3%	28.6%					
Secured debt <sup>(1)</sup> / total assets	6.4%	5.6%	5.9%	6.0%	6.0%					
Coverage Ratios:										
Adjusted EBITDA <sup>(3)</sup> / interest expense	7.4x	7.4x	7.7x	8.3x	8.4x					
Total debt <sup>(1)</sup> / Annualized Adjusted EBITDA $^{(3)}$	4.5x	4.5x	4.0x	3.4x	3.4x					

<sup>(1)</sup> Debt includes the effect of unamortized mortgage premiums, if any, related to mortgage debts assumed at the time of real estate acquisitions.

(2) Gross book value of real estate assets is real estate properties at cost, plus certain acquisition costs, before purchase price allocations and less impairment writedowns, if any, and excludes properties included in discontinued operations.

<sup>(3)</sup> See Exhibit B for the calculation of EBITDA and Adjusted EBITDA, and a reconciliation of net income determined in accordance with GAAP to those amounts. Adjustments were made to prior period amounts to conform to the current period Adjusted EBITDA calculation. (dollars and sq. ft. in thousands, except per sq. ft. data)

				For	the Thr	ee Months E	inded			
	3/3	31/2014	12/	/31/2013	9/	30/2013	6/	30/2013	3/3	31/2013
Tenant improvements <sup>(2)</sup>	\$	1,953	\$	2,477	\$	3,783	\$	606	\$	1,793
Leasing costs <sup>(3)</sup>		269		2,558		891		1,290		835
Building improvements <sup>(4)</sup>		2,104		3,272		1,812		1,701		230
Recurring capital expenditures		4,326		8,307		6,486		3,597		2,858
Development, redevelopment and other activities <sup>(5)</sup>		99		2,105		4,503		712		414
Total capital expenditures	\$	4,425	\$	10,412	\$	10,989	\$	4,309	\$	3,272
Average sq. ft. during period		10,359		10,159		9,823		9,644		9,644
Building improvements per average sq. ft. during period	\$	0.20	\$	0.32	\$	0.18	\$	0.18	\$	0.02

(1) Amounts exclude properties classified as discontinued operations.

(2) Tenant improvements include capital expenditures used to improve tenants' space or amounts paid directly to tenants to improve their space.

(3) Leasing costs include leasing related costs, such as brokerage commissions and tenant inducements.

(4) Building improvements generally include expenditures to replace obsolete building components and expenditures that extend the useful life of existing assets.

(5) Development, redevelopment and other activities generally include (i) major capital expenditures that are identified at the time of a property acquisition and incurred within a short time period after acquiring the property, and (ii) major capital expenditure projects that reposition a property or result in new sources of revenue.

(dollars and sq. ft. in thousands, except per sq. ft. data)



Acquisitions:

						Purchase		Weighted Average Remaining			
Date Acquired	City and State	Number of Properties	Number of Buildings	Sq. Ft.	Purchase Price <sup>(1)</sup>	Price <sup>(1)</sup> / Sq. Ft.	Cap Rate <sup>(2)</sup>	Lease Term <sup>(3)</sup>	Percent Leased <sup>(4)</sup>		Major Tenant
Mar-14	Fairfax, VA	1	1	83	\$ 19,775	\$ 238	8.6%	4.0	100.0%	U.S. Government	
	Total / Weighted Average	1	1	83	\$ 19,775	\$ 238	8.6%	4.0	100.0%		

(1) Represents the gross contract purchase price, including assumed debt, if any, and excludes acquisition costs, amounts necessary to adjust assumed liabilities to their fair values and purchase price allocations to intangibles.

(2) Represents the ratio of (x) annual straight line rental income, excluding the impact of above and below market lease amortization, based on existing leases at the acquisition date, less estimated annual property operating expenses as of the date of acquisition, excluding depreciation and amortization expense, to (y) the acquisition purchase price, excluding acquisition costs.

<sup>(3)</sup> Average remaining lease term weighted based on rental income as of the date of acquisition.

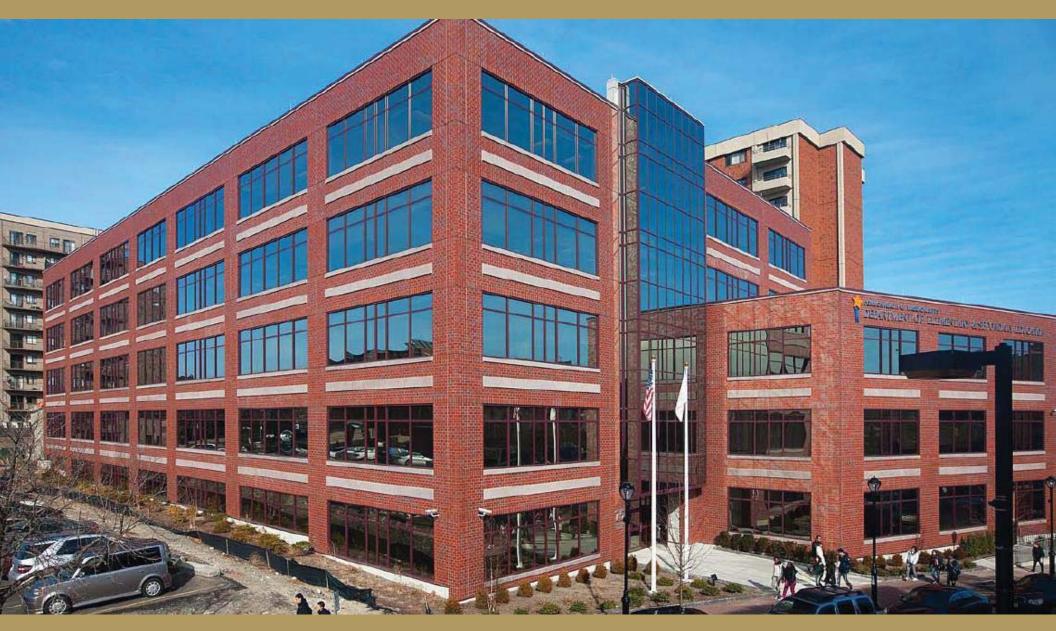
<sup>(4)</sup> Percent leased as of the date of acquisition.

#### **Dispositions:**

Date		Number of	Number of		5	Sale
Sold	Location	Properties	Buildings	Sq. Ft.	P	rice <sup>(5)</sup>
Feb-14	Phoenix, AZ	1	1	97	\$	5,000
		1	1	97	\$	5,000

<sup>(5)</sup> Represents the gross contract sale price and excludes closing costs.

# **PORTFOLIO INFORMATION**



75 Pleasant Street, Malden, MA. Square Feet: 125,521. Tenant: Massachusetts Dept. of Education.

## PORTFOLIO SUMMARY<sup>(1)</sup>

As of March 31, 2014

% Rental Income	% NOI	% Cash Basis NOI
Three Months	Three Months	Three Months

	Number of Properties	Number of Buildings	Sq. Ft <sup>(2)</sup>	% Sq. Ft	% Rental Income Three Months Ended 3/31/2014	% NOI Three Months Ended 3/31/2014 <sup>(3)</sup>	% Cash Basis NOI Three Months Ended 3/31/2014 <sup>(3)</sup>
Properties majority leased to the U.S. Government	50	63	7,686,068	73.9%	71.7%	72.8%	73.4%
Properties majority leased to state governments	16	22	2,356,912	22.7%	23.5%	21.8%	21.8%
Property majority leased to the United Nations	1	1	187,060	1.8%	4.1%	4.9%	5.2%
Property majority leased to non-government tenants	1	1	125,788	1.2%	0.7%	0.6%	(0.3%)
Other property (currently vacant)	1	1	43,918	0.4%	0.0%	(0.1%)	(0.1%)
Total	69	88	10,399,746	100.0%	100.0%	100.0%	100.0%

<sup>(1)</sup> Excludes properties classified as discontinued operations.

<sup>(2)</sup> Sq. ft. measurements are subject to modest changes when space is re-measured or re-configured for tenants.

<sup>(3)</sup> See Exhibit A for the calculation of NOI and Cash Basis NOI, and a reconciliation of those amounts to net income determined in accordance with GAAP.

(dollars and sq. ft. in thousands, except per sq. ft. data)



	Sum	nmary Conso	lidated	Results <sup>(1)</sup>	Su	mmary Same F	Property	Results <sup>(2)</sup>
	F	or the Three	Months	s Ended		For the Three	Months E	Ended
	3/	31/2014	3/3	31/2013	3/	31/2014	3/	31/2013
Properties (end of period)		69		63		63		63
Total sq. ft. <sup>(3)</sup>		10,400		9,646		9,646		9,646
Percent leased <sup>(4)</sup>		95.1%		93.6%		94.7%		93.6%
Rental income <sup>(5)</sup>	\$	59,820	\$	56,304	\$	56,380	\$	56,304
NOI <sup>(6)</sup>	\$	36,271	\$	36,813	\$	34,015	\$	36,813
Cash Basis NOI <sup>(6)</sup>	\$	35,319	\$	36,316	\$	33,269	\$	36,316
NOI % margin		60.6%		65.4%		60.3%		65.4%
Cash Basis NOI % margin		60.0%		65.1%		59.8%		65.1%
NOI % change		(1.5%)		-		(7.6%)		-
Cash Basis NOI % change		(2.7%)		-		(8.4%)		-

<sup>(1)</sup> Based on properties we owned as of 3/31/2014, excluding properties classified as discontinued operations.

(2) Based on properties we owned as of 3/31/2014 and which we owned continuously since 1/1/2013, excluding properties included in discontinued operations.

<sup>(3)</sup> Sq. ft. measurements are subject to modest changes when space is re-measured or re-configured for tenants.

<sup>(4)</sup> Percent leased includes (i) space being fitted out for occupancy pursuant to our lease agreements, if any, and (ii) space which is leased, but is not occupied or is being offered for sublease by tenants, if any, as of the measurement date.

<sup>(5)</sup> We report rental income on a straight line basis over the terms of the respective leases; accordingly, rental income includes non-cash straight line rent adjustments. Rental income also includes expense reimbursements, tax escalations, parking revenues, service income and other fixed and variable charges paid to us by our tenants, as well as the net effect of non-cash amortization of intangible lease assets and liabilities.

<sup>(6)</sup> See Exhibit A for the calculation of NOI and Cash Basis NOI, and a reconciliation of those amounts to net income determined in accordance with GAAP.

## OCCUPANCY AND LEASING SUMMARY<sup>(1)</sup>

(	dollars and	sq. ft	. in	thousands,	except	per	sq. ft. data)	

				As of a	nd for the <sup>·</sup>	Three Months	Ended			
	3/	/31/2014	12	/31/2013		0/2013		30/2013	3	/31/2013
Properties		69		68		65		63		63
Total sq. ft. <sup>(2)</sup>		10,400		10,317		10,001		9,646		9,646
Percentage leased		95.1%		94.8%		94.6%		94.1%		93.6%
Leasing Activity (sq. ft.):										
Government tenants		17		126		220		281		187
Non-government tenants		45		133		25		34		12
Total		62		259		245		315		199
% Change in GAAP Rent <sup>(3)</sup> :										
Government tenants		35.9%		2.5%		12.5%		(1.1%)		15.6%
Non-government tenants		(12.4%)		(23.3%)		(7.2%)		(3.9%)		(10.0%)
Total		(2.3%)		(8.0%)		10.6%		(1.4%)		14.8%
Leasing Cost and Concession Commitments <sup>(4)</sup> :										
Government tenants	\$	-	\$	594	\$	5,457	\$	4,614	\$	4,476
Non-government tenants		1,658		8,775		867		577		135
Total	\$	1,658	\$	9,369	\$	6,324	\$	5,191	\$	4,611
Leasing Cost and Concession Commitments per Sq. Ft.	(4)									
Government tenants	\$	-	\$	4.71	\$	24.85	\$	16.42	\$	23.95
Non-government tenants	\$	36.92	\$	65.91	\$	33.54	\$	17.18	\$	11.63
Total	\$	26.55	\$	36.14	\$	25.77	\$	16.50	\$	23.23
Weighted Average Lease Term by Sq. Ft. (years):										
Government tenants		6.8		3.4		8.1		14.4		3.9
Non-government tenants		5.3		11.1		5.6		5.1		3.5
Total		5.7		7.4		7.8		13.4		3.8
Leasing Cost and Concession Commitments per Sq. Ft.	per Year:									
Government tenants	\$	-	\$	1.37	\$	3.06	\$	1.14	\$	6.19
Non-government tenants	\$	6.95	\$	5.91	\$	6.01	\$	3.37	\$	3.34
Total	\$	4.62	\$	4.89	\$	3.28	\$	1.23	\$	6.04

<sup>(1)</sup> Excludes properties classified as discontinued operations.

<sup>(2)</sup> Sq. ft. measurements are subject to modest changes when space is re-measured or re-configured for tenants.

<sup>(3)</sup> Percent difference in prior rents charged for same space or, in the case of space acquired vacant, market rental rates for similar space in the building at the date of acquisition. Rents include estimated recurring expense reimbursements paid to us and exclude lease value amortization.

<sup>(4)</sup> Includes commitments made for leasing expenditures and concessions, such as tenant improvements, leasing commissions, tenant reimbursements and free rent.

The above leasing summary is based on leases entered into during the periods indicated.

		Sc	ι. Ft. During the	Three Months E	Ended 3/31/2014	1		
	Sq. Ft. Leased	% of Sq. Ft.		Lease	New		Sq. Ft. Leased	% of Sq. Ft.
	as of	Leased as of	Expired	Renewals	Leases	Properties	as of	Leased as of
Tenant Type	12/31/2013 <sup>(2)</sup>	12/31/2013 <sup>(2)</sup>	Leases	Executed	Executed	Acquired	3/31/2014 <sup>(2)</sup>	3/31/2014 <sup>(2)</sup>
U.S. Government	6,834,029	69.9%	(17,549)	17,549	-	83,130	6,917,159	69.9%
State Government	1,932,124	19.8%	-	-	-	-	1,932,124	19.5%
United Nations	187,060	1.9%	-	-	-	-	187,060	1.9%
Non-government	826,158	8.4%	(15,097)	14,235	30,686		855,982	8.7%
	9,779,371	100%	(32,646)	31,784	30,686	83,130	9,892,325	100%

<sup>(1)</sup> Excludes properties classified as discontinued operations.

<sup>(2)</sup> Sq. ft. leased is pursuant to leases existing as of the measurement date, and includes (i) space being fitted out for occupancy, if any, and (ii) space which is leased, but is not occupied or is being offered for sublease, if any. Sq. ft. measurements are subject to modest changes when space is re-measured or re-configured for new tenants.

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#### As of March 31, 2014

			0/ <b>(T</b> )	% of			0/ (T )
	Tenant	Sq. Ft (2)	% of Total Sg. Ft. <sup>(2)</sup>	Annualized Rental Income <sup>(3)</sup>	Tenant	Sq. Ft. <sup>(2)</sup>	% of Total Sq. Ft. <sup>(2)</sup>
	U.S. Government:	<u> </u>		Remaincome	State Government:		
1	U.S. Customs & Immigration Service	740,433	7.1%	12.1%		415,260	4.0%
2	Internal Revenue Service	1.041.806	10.0%	9.0%	<ol> <li>State of California - five agency occupants</li> <li>State of Massachusetts - three agency occupants</li> </ol>	415,260 307,119	4.0%
3	Department of Agriculture	337,500	3.2%	3.9%	3 State of Georgia - Department of Transportation	293,035	2.8%
4	Federal Bureau of Investigation	339,485	3.3%	3.9%	4 State of Oregon - two agency occupants	199,018	2.0%
5	Department of Justice	224,637	2.2%	3.5%	5 State of New Jersey - two agency occupants	176,855	1.5%
6	Department of Veterans Affairs	297,190	2.9%	2.9%	6 State of Washington - Social and Health Services	111,908	1.1%
7	Centers for Disease Control	287,890	2.8%	2.6%	7 State of Virginia - Community College System	86,873	0.8%
8	Social Security Administration	220,587	2.1%	2.2%	8 State of South Carolina - four agency occupants	121,561	1.2%
9	Defense Intelligence Agency	266,000	2.6%	2.2%	9 State of Minnesota - two agency occupants	71,821	1.2%
10	Department of Homeland Security	127,508	1.2%	2.0%	10 State of Maryland - Health and Human Services	84,674	0.7%
11	National Business Center	212,996	2.0%	1.9%	11 State of New York - Department of Agriculture	64,000	0.6%
12	Department of Energy	220,702	2.1%	1.9%	Subtotal State Government	1,932,124	18.6%
13	National Park Service	166,745	1.6%	1.9%	The United Nations	187,060	1.8%
14	Food and Drug Administration	133,920	1.3%	1.8%	154 Non-Government Tenants	855,982	8.2%
15	U.S. Courts	115,366	1.1%	1.8%	154 Non-Government renants	000,902	0.270
16	Natural Resource Center	150,551	1.4%	1.4%	Subtotal Leased Square Feet	9,892,325	95.1%
17	Drug Enforcement Agency	147,955	1.4%	1.4%	Assettable familiana	507 404	4.00/
18	Department of Health and Human Services	128,645	1.2%	1.3%	Available for Lease	507,421	4.9%
19	National Archives and Record Administration	352,064	3.4%	1.3%	Total Square Feet	10,399,746	100.0%
20	Bureau of Land Management	183,325	1.8%	1.2%	·		
21	Department of State	89,058	0.9%	1.1%			
22	Defense Nuclear Facilities Board	58,931	0.6%	1.0%			
23	U.S. Postal Service	321,800	3.1%	1.0%			
24	Occupational Health and Safety Administration	57,770	0.6%	0.9%			
25	Military Entrance Processing Station	56,931	0.5%	0.9%			
26	Centers for Medicare and Medicaid Services	78,361	0.8%	0.8%			
27	Financial Management Service	98,073	0.9%	0.8%			
28	Department of Housing and Urban Development	88,559	0.9%	0.7%			
29	Environmental Protection Agency	43,232	0.4%	0.7%			
30	Department of the Army	228,108	2.2%	0.6%			
31	Bureau of Prisons	51,138	0.5%	0.4%			
32	Equal Employment Opportunity Commission	19,409	0.2%	0.2%			
33	National Labor Relations Board	10,615	0.1%	0.1%			
34	Small Business Administration	7,910	0.1%	0.1%			
35	Executive Office for Immigration Review	5,500	0.1%	0.0%			
36	Department of Labor	6,459	0.1%	0.0%			
	Subtotal U. S. Government	6,917,159	66.5%	69.4%			



% of

Annualized

Rental Income (3)

4.3%

4.1%

2.4%

1.9%

1.9%

1.1%

0.9%

0.6%

0.6%

0.5% 0.5%

18.8% 4.4%

7.4%

100.0%

---

100.0%

<sup>(1)</sup> Amounts exclude properties classified as discontinued operations.

(2) Sq. ft. is pursuant to leases existing as of 3/31/2014, and includes (i) space being fitted out for occupancy, if any, and (ii) space which is leased but is not occupied or is being offered for sublease, if any, and sq. ft. measurements are subject to modest changes when space is re-measured or re-configured for new tenants.

(3) Percentage of annualized rental income is calculated using annualized contractual base rents from our tenants pursuant to our lease agreements as of 3/31/2014, plus straight line rent adjustments and estimated recurring expense reimbursements to be paid to us, and excluding lease value amortization.

## LEASE EXPIRATION SCHEDULE<sup>(1)</sup>

As of March 31, 2014 (dollars and sq. ft. in thousands)

Number of Tenants Expiring <sup>(2)</sup>	Sq. Ft. Expiring <sup>(3)</sup>	% of Sq. Ft. Expiring	Cumulative % of Sq. Ft. Expiring	Rer	nnualized htal Income kpiring <sup>(4)</sup>	% of Annualized Rental Income Expiring	Cumulative % of Annualized Rental Income Expiring
<u>2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 </u>	338	3.4%	3.4%	\$	7,659	3.3%	3.39
40	1,292	13.1%	16.5%	Ψ	29,884	12.7%	16.0%
41	974	9.8%	26.3%		32,880	14.0%	30.0%
34	643	6.5%	32.8%		13,246	5.6%	35.6%
36	1,166	11.8%	44.6%		31,159	13.3%	48.9%
26	1,421	14.4%	59.0%		33,128	14.1%	63.09
17	1,027	10.4%	69.4%		24,127	10.3%	73.39
11	855	8.6%	78.0%		16,476	7.0%	80.39
9	653	6.6%	84.6%		13,970	5.9%	86.2%
20	1,523	15.4%	100.0%		32,543	13.8%	100.09
273	9,892	100.0%		\$	235,072	100.0%	

Weighted average remaining

lease term (in years)

2023 and thereafter

Total

5.1

<sup>(1)</sup> Excludes properties classified as discontinued operations.

<sup>(2)</sup> Certain of our government tenants have the right to terminate their leases before the lease term expires.

<sup>(3)</sup> Sq. ft is pursuant to leases existing as of 3/31/2014, and includes (i) space being fitted out for occupancy, if any, and (ii) space which is leased,

5.4

but is not occupied or is being offered for sublease, if any, and sq. ft. measurements are subject to modest changes when space is re-measured or re-configured for new tenants.

<sup>(4)</sup> Annualized rental income is defined as the annualized contractual base rents from our tenants pursuant to our lease agreements with them as of 3/31/2014, plus straight line rent adjustments and estimated recurring expense reimbursements to be paid to us, and excludes lease value amortization.

## **EXHIBITS**



4712 Southpark Blvd., Ellenwood, GA. Square Feet: 352,064. Tenant: National Archives and Records Administration.

#### CALCULATION OF PROPERTY NET OPERATING INCOME (NOI) AND CASH BASIS NOI

**EXHIBIT A** 

#### (dollars in thousands)

For the Three Months Ended

	F	or the Three	Months	s Ended
	3	/31/2014	3/	/31/2013
Calculation of NOI and Cash Basis NOI <sup>(1)</sup> :				
Rental income <sup>(2)</sup>	\$	59,820	\$	56,304
Operating expenses		(23,549)		(19,491)
Property net operating income (NOI)		36,271		36,813
Non-cash straight line rent adjustments included in rental income $^{(2)}$		(1,142)		(738)
Lease value amortization included in rental income <sup>(2)</sup>		190		241
Cash Basis NOI	\$	35,319	\$	36,316
Reconciliation of NOI and Cash Basis NOI to Net Income:				
Cash Basis NOI	\$	35,319	\$	36,316
Non-cash straight line rent adjustments included in rental income		1,142		738
Lease value amortization included in rental income		(190)		(241)
NOI		36,271		36,813
Depreciation and amortization		(15,427)		(13,326)
Acquisition related costs		(509)		(34)
General and administrative		(3,097)		(3,179)
Operating income		17,238		20,274
Interest and other income		50		6
Interest expense		(4,527)		(4,147)
Income tax expense		(22)		(43)
Equity in earnings (losses) of an investee		(97)		76
Income from continuing operations		12,642		16,166
Income from discontinued operations		2,548		8,560
Netincome	\$	15,190	\$	24,726

<sup>(1)</sup> Excludes properties classified as discontinued operations.

<sup>(2)</sup> We report rental income on a straight line basis over the terms of the respective leases; as a result, rental income includes non-cash straight line rent adjustments. Rental income also includes the net effect of non-cash amortization of intangible lease assets and liabilities and expense reimbursements, tax escalations, parking revenues, service income and other fixed and variable charges paid to us by our tenants.

We calculate NOI on a GAAP and cash basis as shown above. We define NOI as income from our real estate less our property operating expenses. NOI excludes amortization of capitalized tenant improvement costs and leasing commissions. We define Cash Basis NOI as NOI less non-cash straight line rent adjustments and lease value amortization. We consider NOI and Cash Basis NOI to be appropriate supplemental measures to net income because they may help both investors and management to understand the operations of our properties. We use NOI and Cash Basis NOI to evaluate individual and company wide property level performance, and we believe that NOI and Cash Basis NOI provide useful information to investors regarding our results of operations because they reflect only those income and expense items that are incurred at the property level and may facilitate comparisons of our operating performance between periods and with other REITs. The calculations of NOI and Cash Basis NOI exclude certain components of net income in order to provide results that are more closely related to our properties' results of operations. NOI and Cash Basis NOI do not represent cash generated by operating activities in accordance with GAAP and should not be considered as an alternative to net income, operating income or cash flow from operating activities, determined in accordance with GAAP, or as indicators of our financial performance or liquidity, nor are these measures necessarily indicative of sufficient cash flow to fund all of our needs. These measures should be considered in conjunction with net income, operating income and cash flow from operating activities as presented in our Condensed Consolidated Statements of Income and Comprehensive Income and Comprehensive Income and Comprehensive Income and Condensed Consolidated Statements of Cash Flows. Other REITs and real estate companies may calculate NOI and Cash Basis NOI differently than we do.

## CALCULATION OF EBITDA AND ADJUSTED EBITDA

**EXHIBIT B** 

#### (dollars in thousands)

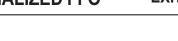
	For the Three Months Ended					
	3/	31/2014	3/31/2013			
Netincome	\$	15,190	\$	24,726		
Add: interest expense	·	4,527		4,147		
income tax expense		22		43		
depreciation and amortization from continuing operations		15,427		13,326		
depreciation and amortization from discontinued operations		-		414		
EBITDA		35,166		42,656		
Add: acquisition related costs		509		34		
general and administrative expense paid in common shares <sup>(1)</sup>		354		499		
Less: increase in carrying value of asset held for sale		(2,344)		-		
net gain on sale of properties from discontinued operations		-		(8,168)		
Adjusted EBITDA	\$	33,685	\$	35,021		

<sup>(1)</sup> Amounts represent the portion of business management that are payable in our common shares as well as equity based compensation for our trustees, officers and certain employees of RMR. Adjustments were made to prior period amounts to conform to the current period Adjusted EBITDA calculation.

We calculate EBITDA and Adjusted EBITDA as shown above. We consider EBITDA and Adjusted EBITDA to be appropriate measures of our operating performance, along with net income, operating income and cash flow from operating activities. We believe that EBITDA and adjusted EBITDA provide useful information to investors because by excluding the effects of certain historical amounts, such as interest, depreciation and amortization expense, carrying value adjustments of real estate assets held for sale and any gain or loss on sale of properties, EBITDA and Adjusted EBITDA may facilitate a comparison of current operating performance with our past operating performance. EBITDA and Adjusted EBITDA do not represent cash generated by operating activities in accordance with GAAP and should not be considered an alternative to net income, operating income or cash flow from operating activities, determined in accordance with GAAP, or as an indicator of financial performance or liquidity, nor are these measures necessarily indicative of sufficient cash flow to fund all of our needs. These measures should be considered in conjunction with net income, operating income and cash flow from operating activities determined of Income and Comprehensive Income and Condensed Consolidated Statements of Cash Flows. Other REITs and real estate companies may calculate EBITDA and Adjusted Statements of.

## CALCULATION OF FUNDS FROM OPERATIONS (FFO) AND NORMALIZED FFO

**EXHIBIT C** 



	For the Three Months Ended				
	3/	31/2014	3/31/2013		
Netincome	\$	15,190	\$	24,726	
Add: depreciation and amortization from continuing operations		15,427		13,326	
depreciation and amortization from discontinued operations		-		414	
Less: increase in carrying value of asset held for sale		(2,344)		-	
net gain on sale of properties from discontinued operations		-		(8,168)	
FFO		28,273		30,298	
Add: acquisition related costs		509		34	
estimated business management incentive fees <sup>(1)</sup>		-		180	
Normalized FFO	\$	28,782	\$	30,512	
Weighted average common shares outstanding		54,725		54,645	
Net income per common share	\$	0.28	\$	0.45	
FFO per common share	\$	0.52	\$	0.55	
Normalized FFO per common share	\$	0.53	\$	0.56	

<sup>(1)</sup>Amounts represent estimated incentive fees under our business management agreement payable in common shares after the end of each calendar year calculated: (i) prior to 2014 based upon increases in annual normalized funds from operations, and (ii) beginning in 2014 based on common share total return. In calculating net income in accordance with GAAP, we recognize estimated business management incentive fee expense, if any, each quarter. Although we recognize this expense each quarter for purposes of calculating net income, we do not include these amounts in the calculation of Normalized FFO until the fourth quarter, which is when the actual expense amount for the year is determined. Adjustments were made to prior period amounts to conform to the current period Normalized FFO Calculation.

We calculate FFO and Normalized FFO as shown above. FFO is calculated on the basis defined by The National Association of Real Estate Investment Trusts, or NAREIT, which is net income, calculated in accordance with GAAP, plus real estate depreciation and amortization, excluding carrying value adjustments of real estate assets held for sale and any gain or loss on sale of properties, as well as certain other adjustments currently not applicable to us. Our calculation of Normalized FFO differs from NAREIT's definition of FFO because we exclude acquisition related costs and estimated business management incentive fees. We consider FFO and Normalized FFO to be appropriate measures of operating performance for a REIT, along with net income, operating income and cash flow from operating activities. We believe that FFO and Normalized FFO are among the effects of certain historical amounts, such as depreciation expense, FFO and Normalized FFO may facilitate a comparison of our operating performance between periods and with other REITs. FFO and Normalized FFO are among the factors considered by our Board of Trustees when determining the amount of distributions to our shareholders. Other factors include, but are not limited to, requirements to maintain our status as a REIT, limitations in our revolving credit facility and term loan agreements, the availability of debt and equity capital, our expectation of our future capital requirements and operating performance or is flow from operating activities in accordance with GAAP and should not be considered as alternatives to net income, operating income or cash flow from operating income and cash flow from operating income and cash flow from operating activities as presented in our Condensed Consolidated Statements of Loss and Normalized FFO and Normalized FFO are among the factors considered by our Board of Trustees when determining the amount of distributions to our shareholders. Other factors include, but are not limited to, requirements to maintain our status as a REIT, l

## PROPERTY DETAIL<sup>(1)</sup>

**EXHIBIT D** 

Weighted

GOV

#### (sorted by location)

As of March 31, 2014 (dollars in thousands)

Property		Location	No. of Buildings	Primary Tenant Type	Sq. Ft.	% Leased	Annualized Rental Income <sup>(2)</sup>	Undepreciated Carrying Value	Depreciated Carrying Value	Date Acquired <sup>(3)</sup>	Average Year Built or Substantially Renovated <sup>(4)</sup>
1	131 Clayton Street	Montgomery, AL	1	Federal	57,815	100.0%	\$ 1,425	\$ 10,020	\$ 9,395	6/22/2011	2007
2	4344 Carmichael Road	Montgomery, AL	1	Federal	49,370	100.0%	1,494	13,032	12,959	12/17/2013	2009
3	711 14th Avenue	Safford, AZ	1	Federal	36,139	100.0%	981	12,226	11,126	6/16/2010	1992
4	5045 East Butter Street	Fresno, CA	1	Federal	531,976	100.0%	8,383	68,402	50,638	8/29/2012	1971
5	10949 N. Mather Boulevard	Rancho Cordova, CA	1	State	93,807	100.0%	2,611	17,485	17,308	10/30/2013	2012
6	9800 Goethe Road	Sacramento, CA	1	State	110,500	100.0%	2,091	15,090	13,650	12/23/2009	1993
7	9815 Goethe Road	Sacramento, CA	1	State	87,863	100.0%	1,953	12,438	11,784	9/14/2011	1992
8	Capital Place	Sacramento, CA	1	State	163,840	97.5%	4,607	41,611	37,536	12/17/2009	1988
9	4181 Ruffin Road	San Diego, CA	1	Federal	141,634	80.9%	2,845	19,415	18,198	7/16/2010	1981
10	4560 Viewridge Road	San Diego, CA	1	Federal	147,955	100.0%	3,205	23,454	15,209	3/31/1997	1996
11	Sky Park Centre	San Diego, CA	1	Vacant	43,918	0.0%	-	6,215	4,585	6/24/2002	1986
12	Turning Basin Business Park	Stockton, CA	1	Federal	22,012	100.0%	971	6,033	5,805	7/20/2012	2012
13	16194 West 45th Street	Golden, CO	1	Federal	43,232	100.0%	1,551	7,102	4,516	3/31/1997	1997
14	12795 West Alameda Parkway	Lakewood, CO	1	Federal	166,745	100.0%	4,524	27,462	24,886	1/15/2010	1988
15	Corporate Center	Lakewood, CO	3	Federal	212,996	100.0%	4,557	34,035	25,876	10/11/2002	1996
16	20 Massachusetts Avenue	Washington, DC	1	Federal	340,119	100.0%	17,179	84,306	58,006	3/31/1997	1996
17	625 Indiana Avenue	Washington, DC	1	Federal	159,695	95.1%	7,157	54,762	52,178	8/17/2010	1989
18	7850 Southwest 6th Court	Plantation, FL	1	Federal	135,819	100.0%	4,807	35,642	33,405	5/12/2011	1999
19	8900 Grand Oak Circle	Tampa, FL	1	Federal	67,916	100.0%	1,972	12,982	11,947	10/15/2010	2008
20	181 Spring Street NW	Atlanta, GA	1	Federal	90,688	100.0%	3,639	24,064	23,230	7/25/2012	2007
21	Corporate Square	Atlanta, GA	5	Federal	352,876	81.6%	6,192	35,145	27,510	7/16/2004	1967
22	Executive Park	Atlanta, GA	1	Non-Govt	125,788	100.0%	1,798	15,139	12,258	7/16/2004	1972
23	One Georgia Center	Atlanta, GA	1	State	375,952	94.1%	6,754	38,264	36,503	9/30/2011	2008
24	4712 Southpark Boulevard	Ellenwood, GA	1	Federal	352,064	100.0%	3,041	21,025	20,207	7/25/2012	2005
25	220 E. Bryan Street	Savannah, GA	1	Federal	35,228	100.0%	670	3,403	3,179	7/16/2010	1990
26	South Vinnell Way	Boise, ID	3	Federal	180,952	100.0%	4,224	32,432	31,283	9/11/2012	1997
27	2020 S. Arlington Heights	Arlington Heights, IL	1	Federal	57,770	100.0%	2,035	15,456	13,991	12/29/2009	1988
28	Intech Park	Indianapolis, IN	3	Federal	433,924	89.9%	9,872	74,587	70,200	10/14/2011	2003
29	400 State Street	Kansas City, KS	1	Federal	170,817	90.8%	2,639	11,682	10,635	6/16/2010	1971
30	7125 Industrial Road	Florence, KY	1	Federal	167,939	100.0%	2,447	13,431	13,064	12/31/2012	2002
31	251 Causeway Street	Boston, MA	1	State	132,876	100.0%	3,766	23,060	21,489	8/17/2010	1988
32	75 Pleasant Street	Malden, MA	1	State	125,521	100.0%	4,964	32,136	29,163	5/24/2010	2008
33	25 Newport Avenue	Quincy, MA	1	State	92,549	100.0%	2,318	12,245	11,510	2/16/2011	2009
34	One Montvale Avenue	Stoneham, MA	1	Federal	97,777	94.1%	2,343	13,195	12,141	6/16/2010	1987
35	4201 Patterson Avenue	Baltimore, MD	1	State	84,674	100.0%	1,270	10,343	7,101	10/15/1998	1989
36	2115 East Jefferson Street	Bethesda, MD	1	Federal	128,645	100.0%	3,072	14,501	14,338	8/27/2013	2003
37	20400 Century Boulevard	Germantown, MD	1	Federal	80,550	100.0%	1,744	12,935	8,439	3/31/1997	1995
38	3300 75th Avenue	Landover, MD	1	Federal	266,000	100.0%	5,134	40,881	37,160	2/26/2010	2004
39	4700 River Road	Riverdale, MD	1	Federal	337,500	100.0%	9,184	36,954	32,618	9/17/2010	1994
40	1401 Rockville Pike	Rockville, MD	1	Federal	188,444	81.1%	4,886	37,354	24,795	2/2/1998	1986
notes on p	hade 32										

## PROPERTY DETAIL<sup>(1)</sup> (continued)

**EXHIBIT D** 

Weighted Average Year Built or Substantially

Renovated<sup>(4)</sup>

2011

1996

2009

2013

1987

1998

1995

2009

1997

1989

1986

2013

2004

2000

2008

2007

1984 1985

1997

2011

2011

2000

1998

2009

1988

1995

2006

1993

1995

#### (sorted by location)

As of March 31, 2014 (dollars in thousands)

			No. of	Drimon			Annualized Rental	lindon vooiote d	Denvesisted	Date
Property		Location	Buildings	Primary Tenant Type	Sq. Ft.	% Leased	Income <sup>(2)</sup>	Undepreciated Carrying Value	Depreciated Carrying Value	Acquired <sup>(3)</sup>
41	Rutherford Business Park	Windsor Mill. MD	buildings	Federal	80.398	100.0%	1,854	11.825	11.484	11/16/2012
42	Meadows Business Park	Woodlawn, MD	2	Federal	182,561	100.0%	3,898	25,401	23,692	2/15/2011
43	11411 E. Jefferson Avenue	Detroit. MI	1	Federal	55,966	100.0%	2,706	18,632	16,869	4/23/2010
44	330 South Second Avenue	Minneapolis, MN	1	Federal	200,686	59.3%	2,512	28,120	26,267	7/16/2010
45	Rosedale Corporate Plaza	Roseville. MN	1	State	61,426	100.0%	1,126	7,691	5,404	12/1/1999
46	1300 Summit Street	Kansas City, MO	1	Federal	86,739	100.0%	2,060	15,043	14,590	9/27/2012
47	4241-4300 NE 34th Street	Kansas City, MO	1	Federal	98,073	100.0%	1,806	11,402	7,382	3/31/1997
48	1220 Echelon Parkway	Jackson, MS	1	Federal	109,819	100.0%	3,758	25,948	24,887	7/25/2012
49	10-12 Celina Avenue	Nashua, NH	1	Federal	321,800	100.0%	2,244	17,206	15,582	8/31/2009
50	50 West State Street	Trenton, NJ	1	State	266,995	98.3%	6,673	44,424	41,291	12/30/2010
51	435 Montano Boulevard	Albuquerque, NM	1	Federal	29,045	100.0%	430	2,508	2,306	7/16/2010
52	138 Delaware Avenue	Buffalo, NY	1	Federal	124,647	100.0%	3,273	27,419	19,083	3/31/1997
53	Airline Corporate Center	Colonie, NY	1	State	64,000	100.0%	1,091	7,190	6,910	6/22/2012
54	5000 Corporate Court	Holtsville, NY	1	Federal	264,482	81.6%	5,734	25,295	24,104	8/31/2011
55	305 East 46th Street	New York, NY	1	United Nations	187,060	100.0%	10,354	103,947	99,223	5/27/2011
56	4600 25th Avenue	Salem, OR	1	State	233,358	97.8%	5,056	28,245	27,163	12/20/2011
57	Synergy Business Park	Columbia, SC	3	State	180,703	75.5%	1,557	14,730	13,005	5/10/2006;9/17/2010
58	One Memphis Place	Memphis, TN	1	Federal	204,694	75.0%	3,065	8,063	7,480	9/17/2010
59	701 Clay Road	Waco, TX	1	Federal	137,782	100.0%	2,164	12,830	8,964	12/23/1997
60	Enterchange at Meadowville	Chester, VA	1	Federal	228,108	100.0%	1,478	11,072	10,932	8/28/2013
61	3920 Pender Drive	Fairfax, VA	1	Federal	83,130	100.0%	2,393	15,804	15,804	3/21/2014
62	Pender Business Park	Fairfax, VA	4	State	170,940	99.5%	4,236	23,915	23,692	11/4/2013
63	Aquia Commerce Center	Stafford, VA	2	Federal	64,488	100.0%	1,648	9,717	9,199	6/22/2011
64	65 Bowdoin Street	S. Burlington, VT	1	Federal	26,609	100.0%	1,099	9,236	8,392	4/9/2010
65	840 North Broadway	Everett, WA	2	State	111,908	100.0%	2,656	18,836	18,162	6/28/2012
66	Stevens Center	Richland, WA	2	Federal	140,152	100.0%	2,802	21,745	14,349	3/31/1997
67	11050 West Liberty Drive	Milwaukee, WI	1	Federal	29,297	100.0%	1,044	5,594	5,262	6/9/2011
68	2029 Stonewall Jackson Drive	Falling Waters, WV	1	Federal	40,348	100.0%	577	4,995	3,276	3/31/1997
69	5353 Yellowstone Road	Cheyenne, WY	1	Federal	122,647	100.0%	1,473	11,315	7,157	3/31/1997

(1) Excludes properties classified as discontinued operations.

(2) Annualized rental income is calculated using annualized contractual base rents from our tenants pursuant to our lease agreements as of 3/31/2014, plus straight line rent adjustments and estimated recurring expense reimbursements to be paid to us, and excluding lease value amortization.

95.1%

\$

235,072

\$

1,588,092

\$

1,391,732

(3) Date acquired is the date GOV acquired the property or the date CWH acquired the property for those properties that CWH contributed to GOV in June 2009.

10,399,746

88

(4) Weighted based on square feet.