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# BRE Properties, Inc.

**First Quarter 2007**

Earnings Release and  
Supplemental Financial Data

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**Renaissance at Uptown Orange**

460 Units  
Orange, California

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*"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Except for the historical information contained herein, this document contains forward-looking statements regarding BRE and property performance, and is based on BRE's current expectations and judgment. Actual results could vary materially depending on risks and uncertainties inherent to general and local real estate conditions, future interest rate levels or capital market conditions. For more details, please refer to BRE's SEC filings, including its most recent Annual Report on Form 10-K and quarterly report on Form 10-Q.*



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## **BRE PROPERTIES REPORTS FIRST QUARTER 2007 RESULTS**

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May 1, 2007 (San Francisco) – BRE PROPERTIES, INC., (NYSE:BRE) today reported operating results for the quarter ended March 31, 2007. All per share results are reported on a fully diluted basis.

Funds from operations (FFO), the generally accepted measure of operating performance for real estate investment trusts, totaled \$32.2 million, or \$0.61 per share, during first quarter 2007, as compared with \$27.1 million, or \$0.51 per share, for the quarter ended March 31, 2006, an increase of 19.6%. (A reconciliation of net income available to common shareholders to FFO is provided at the end of this release.)

Net income available to common shareholders for the first quarter totaled \$11.9 million, or \$0.23 per share, as compared with \$7.4 million, or \$0.14 per share, for the same period 2006.

Total revenues from continuing operations for the quarter were \$86.0 million, as compared with \$78.8 million a year ago. Adjusted EBITDA for the quarter totaled \$56.5 million, as compared with \$53.2 million in first quarter 2006. (A reconciliation of net income available to common shareholders to Adjusted EBITDA is provided at the end of this release.)

BRE's positive year-over-year earnings and FFO results were driven primarily by improved same-store property-level operating results and income from acquisitions and newly developed properties.

Same-store NOI growth was 9.1% for the quarter, as compared with the same period in 2006. (A reconciliation of net income available to common shareholders to NOI is provided at the end of this release.) For the first quarter, same-store NOI increased \$4.5 million relative to the same period in the prior year. Acquisition activities during 2005 and 2006 increased first-quarter 2007 NOI by \$1.0 million, as compared with the same period in the prior year. Lease-up properties generated \$0.7 million in additional NOI during the quarter, as compared with first quarter 2006.

### **Same-Store Property Results**

BRE defines same-store properties as stabilized apartment communities owned by the company for at least five full quarters. Of the 22,681 apartment units owned directly by BRE, same-store units totaled 20,386 for the quarter.

On a year-over-year basis, overall same-store NOI growth was driven by revenue growth of 6.0% for the quarter. Average same-store market rent for the first quarter 2007 increased 4.0% to \$1,356 per unit, from \$1,301 per unit in first quarter 2006. Same-store physical occupancy levels averaged 93.1% during first quarter 2007, as compared with 95.0% in the same period 2006. Rent concessions in the same-store portfolio totaled \$590,172, or 3.1 days rent, for first quarter 2007, as compared with \$361,361, or 2.0 days rent, for the same period 2006. Property-level operating expense was flat with first quarter 2006 levels.

On a sequential basis, same-store NOI decreased 0.9% from fourth quarter 2006. Revenue increased 0.8% and expenses increased 4.8% from the previous quarter. Average physical occupancy increased to 93.1% in the first quarter, from 92.9% in the fourth quarter. Physical occupancy at the end of the first quarter was 94.0%.

### **Acquisition and Development Activity**

As previously reported, in the first quarter 2007 BRE acquired a 3.5-acre land site in Los Angeles for approximately \$66.5 million. The site represents 645 units of future development, and an estimated total investment of \$320 million upon completion.

During the first quarter, BRE had two Southern California properties in the lease-up phase: Galleria at Towngate in Moreno Valley and Renaissance at Uptown Orange in Orange. All 268 units have been delivered at Galleria of Towngate, 206 of which were occupied at the end of the quarter; 39 of 460 units have been delivered at Renaissance at Uptown Orange, 13 of which were occupied.

BRE currently has six communities under construction, with a total of 1,673 units, an aggregate projected investment of \$510 million and an estimated balance to complete totaling \$215 million.

BRE owns five land parcels representing 1,416 units of future development, and an estimated aggregate investment of \$549 million upon completion. Construction starts for the five parcels range from the third quarter of 2007 to the first half of 2009. The land parcels are located in Southern California, Northern California, and the Seattle, Washington metro area.

### **Capital Markets Activity**

During the quarter, the company issued \$300 million of senior unsecured 10-year notes, with a coupon of 5.50%. Proceeds derived from the offering were used to pay down floating rate debt and to pre-fund \$50 million of unsecured notes due to mature June 2007.

### **Earnings Outlook**

The company maintained its guidance for the full year 2007: FFO per share in a range of \$2.55 to \$2.70, and EPS in a range of \$1.05 to \$1.20. FFO estimates for 2007 do not include nonroutine income or expense items; EPS estimates do not include any projected gains or losses associated with property sales. Management will assess the range of earnings estimates for 2007 at the end of each quarter.

### **Q1 2007 Analyst Conference Call**

The company will hold a conference call on Wednesday, May 2, at 9:00 a.m. Pacific (12:00 p.m. Eastern) to review these results. The dial-in number to participate in the U.S. and Canada is 888.290.1473; the international number is 706.679.8398. Enter Conf. ID# 4756021. A telephone replay of the call will be available for 30 days at 800.642.1687 or 706.645.9291 international, using the same ID# 4756021. A link to the live webcast of the call will be posted on

www.breproperties.com, in Investors, on the Corporate Profile page. A webcast replay will be available for one month following the call.

## **Q2 2007 Earnings Dates**

The company will report second quarter 2007 earnings after close of market on July 31, 2007, followed by a conference call on August 1, 2007 at 9:30 a.m. Pacific (12:30 p.m. Eastern).

## **About BRE Properties**

BRE Properties—a real estate investment trust—develops, acquires and manages apartment communities convenient to its residents' work, shopping, entertainment and transit in supply-constrained Western U.S. markets. BRE directly owns and operates 81 apartment communities totaling 22,681 units in California, Arizona and Washington. The company currently has 11 other properties in various stages of development and construction, totaling 3,089 units, and joint venture interests in nine additional apartment communities, totaling 2,672 units.

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: Except for the historical information contained herein, this news release contains forward-looking statements regarding the Company's capital resources, portfolio performance and results of operations, and is based on the company's current expectations and judgment. You should not rely on these statements as predictions of future events because there is no assurance that the events or circumstances reflected in the statements can be achieved or will occur. Forward-looking statements are identified by words such as "believes," "expects," "may," "will," "should," "seeks," "approximately," "intends," "plans," "pro forma," "estimates," or "anticipates" or their negative form or other variations, or by discussions of strategy, plans or intonations. The following factors, among others, could affect actual results and future events: defaults or nonrenewal of leases, increased interest rates and operating costs, failure to obtain necessary outside financing, difficulties in identifying properties to acquire and in affecting acquisitions, failure to successfully integrate acquired properties and operations, inability to dispose of assets that no longer meet our investment criteria under applicable terms and conditions, risks and uncertainties affecting property development and construction (including construction delays, cost overruns, liability to obtain necessary permits and public opposition to such activities), failure to qualify as a real estate investment trust under the Internal Revenue Code of 1986, as amended, and increases in real property tax rates. The Company's success also depends on general economic trends, including interest rates, tax laws, governmental regulation, legislation, population changes and other factors, including those risk factors discussed in the section entitled "Risk Factors" in the Company's most recent Annual Report on Form 10-K as they may be updated from time to time by the Company's subsequent filings with the Securities and Exchange Commission, or SEC. Do not rely solely on forward-looking statements, which only reflect management's analysis. The Company assumes no liability to update this information. For more details, please refer to the Company's SEC filings, including its most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q.

BRE Properties, Inc.  
**Financial and Operating Highlights**  
 First Quarter 2007

(Unaudited; in thousands, except per share, ratio and community data)

OPERATING INFORMATION	Quarter Ended March 31,	
	2007	2006
Total revenues <sup>(1)</sup>	\$85,993	\$78,836
Net income available to common shareholders	\$11,914	\$7,387
Per diluted share	\$0.23	\$0.14
Funds from Operations <sup>(2)</sup>	\$32,156	\$27,116
FFO per diluted share	\$0.61	\$0.51
Nonroutine income items	\$0	\$0
Nonroutine income items per diluted share	\$0.00	\$0.00
Other Expenses <sup>(3)</sup>	\$0	\$499
Other Expenses per diluted share	\$0.00	\$0.01
Dividends per share	\$0.5375	\$0.5125
Adjusted EBITDA <sup>(2)</sup>	\$56,495	\$53,183
Common dividends	\$27,402	\$26,425
Preferred dividends	\$4,468	\$4,468
Interest expense	\$20,020	\$20,790
Interest coverage ratio <sup>(4)</sup>	2.8	2.6
Fixed charge coverage ratio <sup>(4)</sup>	2.3	2.1
Same-store revenue increase/decrease	6.0%	6.6%
Same-store expense increase/decrease	-0.8%	6.2%
Same-store NOI increase/decrease	9.1%	6.8%
Operating margins	69%	68%
CAPITALIZATION DATA	3/31/07	3/31/06
Net real estate investments	\$2,799,823	\$2,719,645
Total assets, gross	\$3,342,167	\$3,133,332
Total debt	\$1,853,226	\$1,644,825
Minority interest	\$31,994	\$60,812
Preferred stock (at liquidation preference)	\$250,000	\$250,000
Total shareholders' equity	\$968,597	\$1,020,002
Common shares and units outstanding	51,576	52,298
Share price, end of period	\$63.15	\$56.00
Total market capitalization	\$5,360,250	\$4,823,513
Total book capitalization	\$2,853,817	\$2,725,639
Debt to total market capitalization	35%	34%
Debt to total book capitalization	65%	60%
Debt to total assets, gross	55%	52%
Secured debt to total assets	9%	10%
COMMUNITY INFORMATION	3/31/07	3/31/06
Operating communities:		
Wholly or Majority Owned Communities	81	84
Wholly or Majority Owned Units	22,681	23,954
Unconsolidated Joint Venture Communities	9	2
Unconsolidated Joint Venture Units	2,672	488
Communities under development:		
Communities	11	11
Units	3,089	2,899

(1) Revenues reported exclude results from discontinued operations, partnership income and other income.

(2) Please refer to Exhibit C for definitions and reconciliations of all non-GAAP financial measures presented in this package.

(3) For 2006, Other Expenses represent Red Hawk Ranch litigation costs.

(4) Interest coverage represents ratio of Adjusted EBITDA to interest expense. Fixed charge coverage represents ratio of Adjusted EBITDA to interest expense plus preferred stock dividends.

BRE Properties, Inc.  
**Consolidated Balance Sheets**  
 First Quarter 2007

*(Unaudited, dollar amounts in thousands except per share data)*

ASSETS	March 31, 2007	December 31, 2006
<b>Real estate portfolio:</b>		
Direct investments in real estate:		
Investments in rental properties	\$2,743,076	\$2,726,159
Construction in progress	287,402	242,509
Less: accumulated depreciation	(420,385)	(401,893)
	<u>2,610,093</u>	<u>2,566,775</u>
Equity interests in and advances to real estate joint ventures:		
Investments in rental properties	39,202	38,846
Land under development	<u>150,528</u>	<u>146,659</u>
<b>Total real estate portfolio</b>	<b>2,799,823</b>	<b>2,752,280</b>
Cash	59,536	10,082
Other assets	<u>62,423</u>	<u>61,129</u>
<b>TOTAL ASSETS</b>	<b><u>\$2,921,782</u></b>	<b><u>\$2,823,491</u></b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>Liabilities:</b>		
Unsecured senior notes	\$1,590,000	\$1,290,000
Unsecured line of credit	-	115,000
Secured line of credit	75,000	75,000
Mortgage loans	188,226	188,910
Accounts payable and accrued expenses	<u>67,965</u>	<u>77,192</u>
Total liabilities	<u>1,921,191</u>	<u>1,746,102</u>
Minority interests	<u>31,994</u>	<u>100,544</u>
<b>Shareholders' equity:</b>		
Preferred Stock, \$0.01 par value; 20,000,000 shares authorized: 10,000,000 shares with \$25 liquidation preference issued and outstanding at March 31, 2007 and December 31, 2006, respectively.	100	100
Common stock, \$0.01 par value, 100,000,000 shares authorized. Shares issued and outstanding: 50,692,928 and 50,484,614 at March 31, 2007 and December 31, 2006, respectively.	507	505
Additional paid-in capital	<u>967,990</u>	<u>976,240</u>
Total shareholders' equity	<u>968,597</u>	<u>976,845</u>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b><u>\$2,921,782</u></b>	<b><u>\$2,823,491</u></b>

BRE Properties, Inc.  
**Consolidated Statements of Income**  
 Quarters Ended March 31, 2007 and 2006  
*(Unaudited, dollar and share amounts in thousands)*

REVENUE	Three months ended 3/31/07	Three months ended 3/31/06
Rental income	\$82,356	\$75,382
Ancillary income	3,637	3,454
<b>Total revenue</b>	<b>85,993</b>	<b>78,836</b>
<b>EXPENSES</b>		
Real estate expenses	\$26,292	\$25,162
Depreciation	19,514	19,131
Interest expense	20,020	20,790
General and administrative	4,816	4,440
Other expenses	-	499
<b>Total expenses</b>	<b>70,642</b>	<b>70,022</b>
Other income	1,167	694
<b>Income before minority interests, partnership income and discontinued operations</b>	<b>16,518</b>	<b>9,508</b>
Minority interests	(579)	(908)
Partnership income	443	77
<b>Income from continuing operations</b>	<b>16,382</b>	<b>8,677</b>
Discontinued operations:		
Discontinued operations, net <sup>(1)</sup>	-	3,178
Net gain on sales	-	-
<b>Total discontinued operations</b>	<b>-</b>	<b>3,178</b>
<b>NET INCOME</b>	<b>\$16,382</b>	<b>\$11,855</b>
Dividends attributable to preferred stock	4,468	4,468
<b>NET INCOME AVAILABLE TO COMMON SHAREHOLDERS</b>	<b>\$11,914</b>	<b>\$7,387</b>
Net income per common share - <i>basic</i>	\$0.24	\$0.14
Net income per common share - <i>assuming dilution</i>	\$0.23	\$0.14
Weighted average shares outstanding - <i>basic</i> <sup>(2)</sup>	50,620	51,130
Weighted average shares outstanding - <i>assuming dilution</i> <sup>(2)</sup>	51,860	52,345

(1) Details of net earnings from discontinued operations. For 2006, includes seven properties sold in April of 2006.

	Three months ended 3/31/07	Three months ended 3/31/06
Rental and ancillary income	-	5,086
Real estate expenses	-	(1,908)
Depreciation	-	-
<b>Income from discontinued operations, net</b>	<b>-</b>	<b>\$3,178</b>

(2) See analysis of weighted average shares and ending shares at page 12.

BRE Properties, Inc.

Consolidated Balance Sheets-Past Five Quarters

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

ASSETS	March 31, 2007	December 31, 2006	September 30, 2006	June 30, 2006	March 31, 2006
<b>Real estate portfolio:</b>					
Direct investments in real estate:					
Investments in rental properties	\$2,743,076	\$2,726,159	\$2,680,948	\$2,656,658	\$2,588,423
Construction in progress	287,402	242,509	215,650	134,293	175,001
Less: accumulated depreciation	(420,385)	(401,893)	(383,870)	(366,222)	(348,418)
	<u>2,610,093</u>	<u>2,566,775</u>	<u>2,512,728</u>	<u>2,424,729</u>	<u>2,415,006</u>
Equity interests in real estate joint ventures:					
Investments in rental properties	39,202	38,846	38,617	38,644	10,033
Real estate held for sale	-	-	-	-	196,179
Land under development	<u>150,528</u>	<u>146,659</u>	<u>47,333</u>	<u>106,206</u>	<u>98,427</u>
<b>Total real estate portfolio</b>	<b>2,799,823</b>	<b>2,752,280</b>	<b>2,598,678</b>	<b>2,569,579</b>	<b>2,719,645</b>
Cash	59,536	10,082	13,649	4,365	16,062
Other assets	<u>62,423</u>	<u>61,129</u>	<u>62,345</u>	<u>52,759</u>	<u>49,207</u>
<b>TOTAL ASSETS</b>	<b>\$2,921,782</b>	<b>\$2,823,491</b>	<b>\$2,674,672</b>	<b>2,626,703</b>	<b>\$2,784,914</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
<b>Liabilities:</b>					
Unsecured senior notes	\$1,590,000	\$1,290,000	\$1,290,000	\$980,000	\$980,000
Unsecured line of credit	-	115,000	-	180,000	386,000
Secured line of credit	75,000	75,000	75,000	75,000	75,000
Mortgage loans	188,226	188,910	202,344	203,087	203,825
Accounts payable and accrued expenses	<u>67,965</u>	<u>77,192</u>	<u>61,681</u>	<u>61,408</u>	<u>59,275</u>
<b>Total liabilities</b>	<b>1,921,191</b>	<b>1,746,102</b>	<b>1,629,025</b>	<b>1,499,495</b>	<b>1,704,100</b>
Minority interests	<u>31,994</u>	<u>100,544</u>	<u>60,044</u>	<u>60,043</u>	<u>60,812</u>
<b>Shareholders' equity:</b>					
Preferred stock	100	100	100	100	100
Common stock	507	505	503	514	513
Additional paid-in capital	<u>967,990</u>	<u>976,240</u>	<u>985,000</u>	<u>1,066,551</u>	<u>1,019,389</u>
<b>Total shareholders' equity</b>	<b>968,597</b>	<b>976,845</b>	<b>985,603</b>	<b>1,067,165</b>	<b>1,020,002</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$2,921,782</b>	<b>\$2,823,491</b>	<b>\$2,674,672</b>	<b>\$2,626,703</b>	<b>\$2,784,914</b>

BRE Properties, Inc.  
Consolidated Statements of Income  
Past Five Quarters

(Unaudited, dollar amounts in thousands)

	Mar. 31, 2007	Dec. 31, 2006	Sept. 30, 2006	June 30, 2006	Mar. 31, 2006
<b>REVENUE</b>					
Rental income	\$82,356	\$80,953	\$80,344	\$78,466	\$75,382
Ancillary income	3,637	3,607	4,141	3,621	3,454
<b>Total revenue</b>	<b>85,993</b>	<b>84,560</b>	<b>84,485</b>	<b>82,087</b>	<b>78,836</b>
<b>EXPENSES</b>					
Real estate expenses	\$26,292	\$24,674	\$26,535	\$26,163	\$25,162
Depreciation	19,514	18,975	18,353	18,376	19,131
Interest expense	20,020	19,357	20,372	19,680	20,790
General and administrative	4,816	4,724	3,972	4,745	4,440
Other expenses	-	-	576	62	499
<b>Total expenses</b>	<b>70,642</b>	<b>67,730</b>	<b>69,808</b>	<b>69,026</b>	<b>70,022</b>
Other income	1,167	773	1,751	23,605	694
<b>Income before minority interests, partnership income and discontinued operations</b>	<b>16,518</b>	<b>17,603</b>	<b>16,428</b>	<b>36,666</b>	<b>9,508</b>
Minority interests	(579)	(720)	(897)	(897)	(908)
Partnership income	443	409	432	231	77
<b>Income from continuing operations</b>	<b>16,382</b>	<b>17,292</b>	<b>15,963</b>	<b>36,000</b>	<b>8,677</b>
Discontinued operations:					
Discontinued operations, net <sup>(1)</sup>	-	-	-	783	3,178
Net gain on sales	-	-	-	38,302	-
<b>Total discontinued operations</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>39,085</b>	<b>3,178</b>
<b>NET INCOME</b>	<b>\$16,382</b>	<b>\$17,292</b>	<b>\$15,963</b>	<b>\$75,085</b>	<b>\$11,855</b>
Dividends attributable to preferred stock	4,468	4,468	4,468	4,468	4,468
<b>NET INCOME AVAILABLE TO COMMON SHAREHOLDERS</b>	<b>\$11,914</b>	<b>\$12,824</b>	<b>\$11,495</b>	<b>\$70,617</b>	<b>\$7,387</b>
Net income per common share - <i>basic</i>	\$0.24	\$0.25	\$0.23	\$1.38	\$0.14
Net income per common share - <i>diluted</i>	\$0.23	\$0.25	\$0.22	\$1.33	\$0.14
Weighted average shares outstanding - <i>basic</i>	50,620	50,410	50,875	51,335	51,130
Weighted average shares outstanding - <i>assuming dilution</i>	51,860	51,610	52,090	53,520	52,345

(1) Details of earnings from discontinued operations, net:	Mar. 31, 2006	Dec. 31, 2006	Sept. 30, 2006	June 30, 2006	Mar. 31, 2006
Rental and ancillary income	-	-	-	\$1,560	\$5,086
Real estate expenses	-	-	-	(777)	(1,908)
Depreciation	-	-	-	-	-
<b>Income from discontinued operations, net</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>\$783</b>	<b>\$3,178</b>

BRE Properties, Inc.

Reconciliation of Funds from Operations (FFO), Capital Expenditures, and Continuing and Discontinued Operations

(In thousands, except per share, unit and per unit data)

	Mar. 31, 2007	Dec. 31, 2006	Sept. 30, 2006	Jun. 30, 2006	Mar. 31, 2006
<b>CALCULATION OF FFO</b>					
NET INCOME AVAILABLE TO COMMON SHAREHOLDERS	\$11,914	\$12,824	\$11,495	\$70,617	\$7,387
Add back/ exclude:					
Depreciation from continuing operations	19,514	18,975	18,353	18,376	19,131
Depreciation from discontinued operations	-	-	-	-	-
Minority interests	579	720	897	897	908
Depreciation from unconsolidated entities	254	262	244	243	95
Net (gain) on sales	-	-	-	(38,302)	-
Less: Minority interests not convertible into common shares	(105)	(229)	(406)	(406)	(405)
<b>FUNDS FROM OPERATIONS <sup>(1)</sup></b>	<b>\$32,156</b>	<b>\$32,552</b>	<b>\$30,583</b>	<b>\$51,425</b>	<b>\$27,116</b>
Nonroutine income items <sup>(2)</sup>	-	-	-	\$22,985	-
Other expenses <sup>(3)</sup>	-	-	\$576	\$62	\$499
Weighted average shares and equivalents outstanding - assuming dilution	52,770	52,570	53,050	53,520	53,340
<b>PER SHARE INFORMATION - ASSUMING DILUTION:</b>					
Funds from operations	\$0.61	\$0.62	\$0.58	\$0.96	\$0.51
Non-routine income items <sup>(2)</sup>	\$0.00	\$0.00	\$0.00	\$0.43	\$0.00
Other expenses <sup>(3)</sup>	\$0.00	\$0.00	\$0.01	\$0.00	\$0.01

(1) Funds From Operations (FFO) is calculated in accordance with the White Paper adopted by the National Association of Real Estate Investment Trusts in October 1999 (as amended in April 2002). See Exhibit C for further definition.

(2) Nonroutine income items includes a gains on sales of land totaling \$3,485,000 and Red Hawk Ranch litigation settlement proceeds of \$19,500,000 for the quarter ended June 30, 2006.

(3) For the quarter ended September 30, 2006, Other Expenses relate to a prepayment penalty on notes retired prior to maturity. For all other quarters reported, Other Expenses represents litigation costs incurred in connection with a construction defect lawsuit related to Red Hawk Ranch apartment community, which was settled during the quarter ended June 30, 2006.

	Mar. 31, 2007	Dec. 31, 2006	Sept. 30, 2006	Jun. 30, 2006	Mar. 31, 2006
<b>CAPITAL EXPENDITURES</b>					
Capital expenditures <sup>(4)</sup>	\$1,347	\$4,209	\$4,018	\$4,395	\$1,254
Average apartment units in period	22,720	22,373	22,175	22,725	24,442
Capital expenditures per apartment unit in period	\$59	\$188	\$181	\$193	\$51
Capital expenditures per apartment unit-trailing four quarters	\$621	\$613	\$646	\$593	\$571
Revenue enhancing rehabilitation costs	\$7,319	\$11,628	\$8,823	\$6,987	\$5,557

(4) Represents capital expenditures, excluding rehabilitation costs and development advances. The company expenses certain improvements related to the operation of apartment communities, including carpet, window covering and appliance replacements.

	Mar. 31, 2007	Dec. 31, 2006	Sept. 30, 2006	Jun. 30, 2006	Mar. 31, 2006
<b>RECONCILIATION OF CONTINUING AND DISCONTINUED OPERATIONS</b>					
Revenues from continuing operations	\$87,603	\$85,742	\$86,668	\$105,923	\$79,607
Revenues from discontinued operations	-	-	-	1,560	5,086
<b>Total Revenues</b>	<b>\$87,603</b>	<b>\$85,742</b>	<b>\$86,668</b>	<b>\$107,483</b>	<b>\$84,693</b>
Real estate expenses-continuing operations	\$26,292	\$24,674	\$26,535	\$26,163	\$25,162
Real estate expenses-discontinued operations	-	-	-	777	1,908
<b>Total Real Estate Expenses</b>	<b>\$26,292</b>	<b>\$24,674</b>	<b>\$26,535</b>	<b>\$26,940</b>	<b>\$27,070</b>
<b>Total Net Operating Income</b>	<b>\$61,311</b>	<b>\$61,068</b>	<b>\$60,133</b>	<b>\$80,543</b>	<b>\$57,623</b>
Depreciation from continuing operations	\$19,514	\$18,975	\$18,353	\$18,376	\$19,131
Depreciation from discontinued operations	-	-	-	-	-
<b>Total Depreciation</b>	<b>\$19,514</b>	<b>\$18,975</b>	<b>\$18,353</b>	<b>\$18,376</b>	<b>\$19,131</b>

BRE Properties, Inc.

"Same-Store" Markets Summary

For the Quarters ended March 31, 2007 and 2006

(Dollar amounts in thousands)

	No. of Units	Revenues			Expenses		
		Q1 2007	Q1 2006	% Change	Q1 2007	Q1 2006	% Change
<b>California</b>							
L.A./Orange County	6,825	\$27,644	\$26,143	5.7%	\$7,891	\$8,087	-2.4%
San Diego	3,712	15,310	14,968	2.3%	4,119	4,122	-0.1%
San Francisco	3,035	13,171	11,949	10.2%	3,589	3,703	-3.1%
Sacramento	2,156	6,462	6,526	-1.0%	2,168	2,100	3.2%
<b>Pacific Northwest</b>							
Seattle	3,324	10,891	9,680	12.5%	3,618	3,569	1.4%
<b>Mountain/Desert Markets</b>							
Phoenix	1,334	3,460	3,331	3.9%	1,302	1,280	1.7%
<b>Total Same-Store (1)</b>	<b>20,386</b>	<b>\$76,938</b>	<b>\$72,597</b>	<b>6.0%</b>	<b>\$22,687</b>	<b>\$22,861</b>	<b>-0.8%</b>

California	No. of Communities	No. of Units	Net Operating Income			
			Q1 2007	Q1 2006	% Change	% of Total
L.A./Orange County	25	6,825	\$19,753	\$18,056	9.4%	36%
San Diego	12	3,712	11,191	10,846	3.2%	21%
San Francisco	9	3,035	9,582	8,246	16.2%	18%
Sacramento	10	2,156	4,294	4,426	-3.0%	8%
<b>Pacific Northwest</b>						
Seattle	13	3,324	7,273	6,111	19.0%	13%
<b>Mountain/Desert Markets</b>						
Phoenix	3	1,334	2,158	2,051	5.2%	4%
<b>Total Same-Store (1)</b>	<b>72</b>	<b>20,386</b>	<b>\$54,251</b>	<b>\$49,736</b>	<b>9.1%</b>	<b>100%</b>

"Non Same-Store" Summary	No. of Communities	No. of Units	Net Operating Income	
			Q1 2007	Q1 2006
Acquired properties (2)	4	930	\$2,513	\$1,531
Development properties (3)	3	664	1,421	677
Rehabilitation properties (4)	2	701	1,271	1,342
Discontinued operations (5)	7	2,184	-	3,178
Joint venture and other real estate income	9	2,672	443	77
Commercial/other properties (7)	n/a	n/a	245	388
Other income	n/a	n/a	1,167	694
<b>Total Non Same-Store</b>	<b>25</b>	<b>7,151</b>	<b>\$7,060</b>	<b>\$7,887</b>
Less Properties Sold Q2 '06	(7)	(2,184)		
<b>Total All Units / NOI</b>	<b>90</b>	<b>25,353</b>	<b>\$61,311</b>	<b>\$57,623</b>

(1) Consists of stabilized properties owned by BRE for at least five full quarters, starting January 1, 2006.

(2) Consists of NOI from properties acquired after January 1, 2006.

(3) Consists of NOI from three properties (664 units) fully delivered in 2006 and one property (39 units) partially delivered with units under construction.

(4) Consists of NOI from two properties which are under rehabilitation.

(5) For 2006 includes results from seven properties sold and contributed to a joint venture in April 2006.

(6) Consists primarily of our percentage of net income derived from joint venture investments in rental properties.

(7) Consists of NOI from commercial properties that will later be converted to multi-family and other real estate expenses.

BRE Properties, Inc.

"Same -Store" Operating Metrics

As of March 31, 2007 and 2006

California	No. of Units	Market Rent per Unit <sup>(1)</sup>			Occupancy <sup>(2)</sup>		Turnover Ratio <sup>(3)</sup>	
		Q107	Q106	% Change	Q107	Q106	2007	2006
L.A./Orange County	6,825	\$1,464	\$1,411	4%	93.3%	94.3%	56%	56%
San Diego	3,712	1,490	1,451	3%	92.1%	95.1%	67%	65%
San Francisco	3,035	1,534	1,459	5%	94.2%	95.9%	49%	49%
Sacramento	2,156	1,087	1,091	0%	91.8%	95.6%	61%	61%
<b>Pacific Northwest</b>								
Seattle	3,324	1,163	1,059	10%	94.2%	94.3%	53%	46%
<b>Mountain/Desert Markets</b>								
Phoenix	1,334	939	912	3%	91.8%	97.5%	54%	61%
<b>Total/Average Same Store <sup>(4)</sup></b>	<b>20,386</b>	<b>\$1,356</b>	<b>\$1,301</b>	<b>4%</b>	<b>93.1%</b>	<b>95.0%</b>	<b>57%</b>	<b>56%</b>

(1) Represents, by region, weighted average market level rents for the period.

(2) Represents average physical occupancy for the quarter. Excludes properties in lease-up.

(3) Represents the annualized number of units turned over for the period, divided by the number of units in the region.

(4) Consists of stabilized properties directly owned by BRE for at least five full quarters, starting January 1, 2006.

"Non Same-Store" Operating Metrics

Acquisition, Development, Rehabilitation, and Joint Venture Communities - Q107 <sup>(5)</sup>

California	Number of Units					Total	Market Rent/Unit	Average Occupancy
	ACQ	DEV	REHAB	HELD FOR SALE	JV			
L.A./Orange County	684	664	-	-	-	1,348	\$1,513	88.6%
San Diego	246	-	-	-	-	246	1,601	89.9%
San Francisco	-	-	453	-	-	453	1,629	59.5%
Sacramento	-	-	-	-	236	236	1,122	93.9%
<b>Pacific Northwest</b>								
Seattle	-	-	248	-	-	248	1,302	93.0%
<b>Mountain/Desert Markets</b>								
Phoenix	-	-	-	-	816	816	992	91.8%
Denver	-	-	-	-	1,620	1,620	859	94.7%
<b>Total/Average Non-Same Stor</b>	<b>930</b>	<b>664</b>	<b>701</b>	<b>-</b>	<b>2,672</b>	<b>4,967</b>	<b>\$1,200</b>	<b>89.0%</b>
<b>Total/Average Portfolio</b>						<b>25,353</b>	<b>\$1,325</b>	<b>92.3%</b>

(5) Consists of communities acquired and development properties delivered or stabilized after January 1, 2006, two communities currently under rehabilitation and nine communities contributed to JV arrangements.

BRE Properties, Inc.

Debt Structure and Share Analysis as of March 31, 2007

(Dollar and share amounts in thousands)

FIXED RATE	Balance Outstanding March 31, 2007	Average Life	For the three months ended March 31, 2007		
			Weighted Average Int. Rate	Percentage Total Debt	Percentage Gross Assets
Unsecured <sup>(1)</sup>	\$1,590,000	5.82 years	5.63%	85.8%	47.6%
Secured	164,936	4.83 years	6.23%	8.9%	4.9%
<b>Total fixed rate debt</b>	<b>\$1,754,936</b>	<b>5.72 years</b>	<b>5.69%</b>	<b>94.7%</b>	<b>52.5%</b>
<b>VARIABLE RATE DEBT</b>					
Unsecured Line of credit <sup>(2)</sup>	-	2.75 years	-	0.0%	0.0%
Secured Line of credit	75,000	1.17 years	6.44%	4.0%	2.2%
Secured tax-exempt mortgages	23,290	1.23 years	4.49%	1.3%	0.7%
<b>Total variable rate debt</b>	<b>\$98,290</b>	<b>1.18 years</b>	<b>5.98%</b>	<b>5.3%</b>	<b>2.9%</b>
<b>TOTAL DEBT</b>	<b>\$1,853,226</b>	<b>5.48 years</b>	<b>5.71%</b>	<b>100.0%</b>	<b>55.4%</b>

Ratio of debt to total market capitalization 35%

Interest expense coverage - YTD '07 <sup>(3)</sup> 2.8 x

Fixed charge coverage - YTD '07 <sup>(3)</sup> 2.3 x

**SCHEDULED PRINCIPAL PAYMENTS**

	Unsecured	Secured	Total
2007	\$50,000	\$14,144	\$64,144
2008 <sup>(4)</sup>	-	97,586	97,586
2009	200,000	19,340	219,340
2010	150,000	33,271	183,271
2011	250,000	2,127	252,127
2012	460,000	66,645	526,645
Thereafter	480,000	30,113	510,113
<b>Total</b>	<b>\$1,590,000</b>	<b>\$263,226</b>	<b>\$1,853,226</b>

**SENIOR UNSECURED DEBT RATINGS**

Moody's	Baa2	(stable)
Standard & Poor's	BBB	(stable)
Fitch	BBB	(stable)

**CAPITALIZED INTEREST**

	Qtr. Ended 3/31/2007	Qtr. Ended 3/31/2006
Interest capitalized	\$5,823	\$3,661

**SUMMARY OF COMMON SHARES**

	Qtr. Ended 3/31/2007	Qtr. Ended 3/31/2006
Weighted average shares outstanding <sup>(5)</sup>	50,620	51,130
Weighted average OP units	910	995
Dilutive effect of stock awards	1,240	1,215
Diluted shares - FFO <sup>(6)</sup>	52,770	53,340
Less: Anti-dilutive OP Units <sup>(7)</sup>	(910)	(995)
Diluted shares - EPS <sup>(8)</sup>	51,860	52,345
<b>Ending</b>		
	As of 3/31/2007	As of 3/31/2006
Shares outstanding at end of period	50,693	51,317
OP units at end of period	883	981
Dilutive effect of stock awards	1,240	1,295
<b>Total</b>	<b>52,816</b>	<b>53,593</b>

**SUMMARY OF PREFERRED SHARES**

	Qtr. Ended 3/31/2007	Qtr. Ended 3/31/2006
8.08% Series B, \$25 per share liquidation pref.	3,000	3,000
6.75% Series C, \$25 per share liquidation pref.	4,000	4,000
6.75% Series D, \$25 per share liquidation pref.	3,000	3,000
<b>Total</b>	<b>10,000</b>	<b>10,000</b>

(1) Includes \$460 million in convertible senior notes.

(2) At March 31, 2007 we had a revolving Line of credit providing up to \$600 million priced at LIBOR plus 57.5 bp, maturing in January 2010.

(3) Represents interest expense and preferred stock dividend payment coverage for the three months ended March 31, 2007.

(4) Includes the scheduled maturity of our secured line of credit. At March 31 2007, the outstanding balance was \$75 million.

(5) Represents denominator for shares in the calculation of basic earnings per share.

(6) Represents denominator for shares in the calculation of diluted FFO per share.

(7) Under FAS 128, common share equivalents deemed to be anti-dilutive are excluded from the diluted earnings per share calculations.

(8) Represents denominator for shares in the calculation of diluted EPS.

BRE Properties, Inc.  
Development Communities and Land Held for Development  
March 31, 2007

(Dollar amounts in millions)

CONSTRUCTION IN PROGRESS	Number of Units	Cost Incurred <sup>(1)</sup>	Estimated Cost	Balance to Complete	Product Type	First Units Delivered	Estimated Completion <sup>(2)</sup>
The Stuart at Sierra Madre Villa Pasadena, CA	188	51.3	57.5	6.2	Podium	2Q/2007	3Q/2007
Renaissance at Uptown Orange Orange, CA	460	97.7	114.7	17.0	Wrap	1Q/2007	1Q/2008
Avenue 64 Emeryville, CA	224	50.2	66.7	16.5	Podium	3Q/2007	1Q/2008
5600 Wilshire Los Angeles, CA	284	54.6	129.6	75.0	Podium	3Q/2008	1Q/2009
Stadium Park I Anaheim, CA	320	28.3	81.5	53.2	Podium	3Q/2008	2Q/2009
Taylor 28 Apartments Seattle, WA	197	12.7	59.8	47.1	Podium	1Q/2009	2Q/2009
<b>Total CIP</b>	<b>1,673</b>	<b>\$ 294.8</b>	<b>\$ 509.8</b>	<b>\$ 215.0</b>			

LAND OWNED <sup>(3)</sup>	Number of Units	Cost Incurred	Estimated Cost	Estimated Const. Start	Product Type
Stadium Park II Anaheim, CA	243	19.4	70.7	3Q/2007	Wrap
Crossings <sup>(4)</sup> Santa Clara, CA	278	31.2	85.9	4Q/2007	Podium
Belcarra Apartments <sup>(5)</sup> Bellevue, WA	tbd	19.4	tbd	tbd	tbd
Pleasanton Pleasanton, CA	250	10.8	72.1	1H/2009	Garden
Wilshire La Brea Los Angeles, CA	645	69.7	320.3	2H/2008	Mid rise
<b>Total LUD</b>	<b>1,416</b>	<b>\$ 150.5</b>	<b>\$ 549.0</b>		

Projected Composite Yield Upon Stabilization <sup>(6)</sup> 6.75% - 7.75%

LAND UNDER CONTRACT <sup>(7)</sup>	Number of Units	Cost Incurred <sup>(8)</sup>	Estimated Cost <sup>(9)</sup>	Estimated Const. Start	Product Type
Riverside, CA	208	\$ 1.1	\$ 46.2	2H/2008	Garden
Pasadena II, CA	212	1.2	77.6	1H/2008	Podium
Mercer Island, WA	162	0.8	50.1	2H/2008	Podium
Walnut Creek, CA	361	2.6	126.0	1H/2009	Podium
Sunnyvale, CA	348	1.5	125.4	1H/2009	Wrap
<b>Total</b>	<b>1,291</b>	<b>\$ 7.2</b>	<b>\$ 425.3</b>		

- (1) Reflects all recorded costs incurred as of March 31, 2007, recorded on our consolidated balance sheets as "direct investments in real estate-construction in progress." Included in this amount is \$7.4 million of costs for the 39 completed units on Renaissance at Uptown Orange which is reflected on our Consolidated Balance Sheet as "direct investments in real estate-investments in rental properties."
- (2) "Completion" is defined as our estimate of when an entire project will have a final certificate of occupancy issued and be ready for occupancy. Completion dates have been updated to reflect our current estimates of receipt of final certificates of occupancy, which are dependent on several factors, including construction delays and the inability to obtain necessary public approvals.
- (3) Represents projects in various stages of predevelopment, development and initial construction, for which construction or supply contracts have not yet been finalized. As these contracts are finalized, projects are transferred to construction in progress.
- (4) Costs incurred reflects purchase price of 7.3 acre site. BRE intends to retain a portion for development and sell the excess parcel.
- (5) Project site plan and product type currently under review.
- (6) Represents weighted average projected stabilized yield for construction in progress and land under development.
- (7) Land under contract represents land parcels for which we have signed a purchase and sale agreement and commenced the entitlement process.
- (8) Represents deposits, contractual costs, and entitlement expenses incurred to date.
- (9) Estimated costs for properties categorized as Land Under Contract are subject to change during the process of entitlement.

## Sequential "Same-Store" Multifamily Markets Summary

Last five quarters

## REVENUES

	Q1 2007	Q4 2006	Q3 2006	Q2 2006	Q1 2006
<b>California</b>					
L.A./Orange County	-0.1%	0.3%	2.6%	2.7%	0.2%
San Diego	-1.2%	-0.6%	1.0%	3.1%	-2.0%
San Francisco	3.9%	0.6%	2.4%	2.9%	0.2%
Sacramento	-0.8%	-2.5%	1.1%	1.3%	-0.9%
<b>Pacific Northwest</b>					
Seattle	3.4%	-0.2%	3.3%	5.5%	1.9%
<b>Mountain/Desert Markets</b>					
Phoenix	-0.8%	0.3%	1.1%	3.2%	1.8%
<b>Total Same Store</b>	<b>0.7%</b>	<b>-0.2%</b>	<b>2.2%</b>	<b>3.1%</b>	<b>-0.1%</b>

EXPENSES <sup>(1)</sup>

	Q1 2007	Q4 2006	Q3 2006	Q2 2006	Q1 2006
<b>California</b>					
L.A./Orange County	1.4%	-5.1%	-5.4%	7.3%	11.7%
San Diego	4.0%	-12.2%	2.6%	6.6%	8.8%
San Francisco	8.7%	-9.4%	0.7%	-2.3%	-0.7%
Sacramento	3.8%	-3.5%	2.2%	0.8%	13.2%
<b>Pacific Northwest</b>					
Seattle	6.9%	-7.2%	5.6%	-3.2%	14.8%
<b>Mountain/Desert Markets</b>					
Phoenix	15.2%	-17.4%	4.9%	2.0%	13.5%
<b>Total Same Store</b>	<b>4.8%</b>	<b>-8.0%</b>	<b>0.0%</b>	<b>3.1%</b>	<b>9.5%</b>

## NET OPERATING INCOME

	Q1 2007	Q4 2006	Q3 2006	Q2 2006	Q1 2006
<b>California</b>					
L.A./Orange County	-0.7%	2.6%	6.4%	0.6%	-4.2%
San Diego	-3.0%	4.1%	0.4%	1.7%	-5.5%
San Francisco	2.3%	4.7%	3.1%	5.3%	0.6%
Sacramento	-3.0%	-2.0%	0.6%	1.5%	-6.5%
<b>Pacific Northwest</b>					
Seattle	1.7%	3.4%	2.2%	10.6%	-4.4%
<b>Mountain/Desert Markets</b>					
Phoenix	-8.4%	11.8%	-1.2%	4.0%	-4.3%
<b>Total Same Store</b>	<b>-0.9%</b>	<b>3.3%</b>	<b>3.1%</b>	<b>3.1%</b>	<b>-4.0%</b>

(1) Expenses fluctuate from quarter to quarter due to timing of repairs and maintenance, utilities and other items.

**Net Asset Value Calculation, Annualized Q1 2007**

(Amounts in thousands, except per share data)

Overall portfolio capitalization rate: 4.75% <sup>(1)</sup>

	Calculation per Actual-Q1 '07	Adjustments	As Adjusted
Annualized revenues and expenses:			
Current rental revenues	\$329,424		\$329,424
Partnership and ancillary revenues	16,320		16,320
Total real estate revenues	345,744	(\$9,781) <sup>(2), (3)</sup>	\$335,963
Total real estate expenses	(105,168)	4,368 <sup>(2), (3)</sup>	(100,800)
Annualized real estate net operating income	\$240,576	(\$5,413)	\$235,163
Real estate asset value	5,064,758		\$4,950,800
Value of other assets:			
Properties acquired @ 1.0x cost	-	55,113 <sup>(2)</sup>	\$55,113
Construction in progress @ 1.20x cost	344,882	104,333 <sup>(3)</sup>	449,215
Land under development @1.20x cost	180,634	-	180,634
Receivables and other assets, tangible	90,475		90,475
Other liabilities and nonconvertible minority interest	(76,072)		(76,072)
Total value of other assets	\$539,919	\$159,446	\$699,365
Value of all assets:			
Real estate asset value	\$5,064,758		\$4,950,800
Value of other assets	539,919		699,365
Total asset value	\$5,604,677		\$5,650,165
Debt and preferred equity:			
Mortgage loans	\$188,226		\$188,226
Unsecured senior notes	1,590,000		1,590,000
Unsecured line of credit	-		-
Secured line of credit	75,000		75,000
Perpetual preferred stock	250,000		250,000
Total debt and preferred	\$2,103,226		\$2,103,226
Current equity value	\$3,501,451		\$3,546,939
Common shares outstanding	50,693		50,693
Operating partnership units	883		883
Dilution from stock based awards	1,240		1,240
Diluted shares/OP units outstanding	52,816		52,816
<b>CURRENT NET ASSET VALUE PER SHARE</b>	<b>\$66.30</b>		<b>\$67.16</b>

Market cap rates	Current range
San Francisco	4.00% - 4.75%
San Diego	4.75% - 5.25%
L.A. / Orange Co.	4.00% - 5.00%
Sacramento	5.00% - 5.50%
Seattle	4.50% - 5.50%
Phoenix	4.75% - 5.50%
Denver	4.75% - 5.50%
Weighted average	4.30% - 5.15%

NAV Sensitivity	
Cap Rate	\$NAV / Share
5.00%	\$62.47
<b>4.75%</b>	<b>\$67.16</b>
4.50%	\$72.36

1 The NAV calculation uses a cap rate of 4.75%, which is at the mid point of our estimated composite range. Market cap rates are based on market transactional data in each operating region, compiled internally, and updated as market conditions change.

2 Represents NOI adjustment for Carmel Summit, acquired October 31, 2006. Costs are added back at 1.0x and net operating income from this community is subtracted to arrive at adjusted NOI. Adjustment reduces annualized NOI by \$2.3M.

3 Represents Bridgeport Coast in Santa Clarita, CA, Galleria at Towngate in Moreno Valley, CA and Renaissance at Uptown Orange in Orange, CA which have commenced the lease up process or did not generate full rental revenues for the period. Cost is added back to CIP at 1.20x of cost, and NOI from those communities is subtracted to arrive at adjusted NOI. Adjustment reduces annualized NOI by \$3.1M.

**Non-GAAP Financial Measure Reconciliations and Definitions***(Dollar amounts in thousands)*

*This document includes certain non-GAAP financial measures that management believes are helpful in understanding our business, as further described below. BRE's definition and calculation of non-GAAP financial measures may differ from those of other REITs, and may, therefore, not be comparable. The non-GAAP financial measures should not be considered an alternative to net income or any other GAAP measurement of performance and should not be considered an alternative to cash flows from operating, investing or financing activities as a measure of liquidity.*

**Funds from Operations (FFO)**

FFO is used by industry analysts and investors as a supplemental performance measure of an equity REIT. FFO is defined by the National Association of Real Estate Investment Trusts as net income or loss (computed in accordance with accounting principles generally accepted in the United States) excluding extraordinary items as defined under GAAP and gains or losses from sales of previously depreciated real estate assets, plus depreciation and amortization of real estate assets and adjustments for unconsolidated partnerships and joint ventures. We calculate FFO in accordance with the NAREIT definition.

We believe that FFO is a meaningful supplemental measure of our operating performance because historical cost accounting for real estate assets in accordance with GAAP assumes that the value of real estate assets diminishes predictably over time, as reflected through depreciation. Because real estate values have historically risen or fallen with market conditions, management considers FFO an appropriate supplemental performance measure because it excludes historical cost depreciation, as well as gains or losses related to sales of previously depreciated property, from GAAP net income. By excluding depreciation and gains or losses on sales of real estate, management uses FFO to measure returns on its investments in real estate assets. However, because FFO excludes depreciation and amortization and captures neither the changes in the value of our properties that result from use or market conditions nor the level of capital expenditures to maintain the operating performance of our properties, all of which have real economic effect and could materially impact our results from operations, the utility of FFO as a measure of our performance is limited.

Management also believes that FFO, combined with the required GAAP presentations, is useful to investors in providing more meaningful comparisons of the operating performance of a company's real estate between periods or as compared to other companies. FFO does not represent net income or cash flows from operations as defined by GAAP and is not intended to indicate whether cash flows will be sufficient to fund cash needs. It should not be considered an alternative to net income as an indicator of the REIT's operating performance or to cash flows as a measure of liquidity. Our FFO may not be comparable to the FFO of other REITs due to the fact that not all REITs use the NAREIT definition.

	Quarter Ended 03/31/2007	Quarter Ended 03/31/2006
Net income available to common shareholders	\$ 11,914	\$ 7,387
Depreciation from continuing operations	19,514	19,131
Depreciation from discontinued operations	-	-
Minority interests	579	908
Depreciation from unconsolidated entities	254	95
Net gain on investments	-	-
Less: Minority interests not convertible to common	(105)	(405)
Funds from operations	<u>\$ 32,156</u>	<u>\$ 27,116</u>
Diluted shares outstanding - EPS <sup>(1)</sup>	51,860	52,345
Net income per common share - diluted	<u>\$ 0.23</u>	<u>\$ 0.14</u>
Diluted shares outstanding - FFO <sup>(1)</sup>	52,770	53,340
FFO per common share - diluted	<u>\$ 0.61</u>	<u>\$ 0.51</u>

<sup>(1)</sup> See analysis of weighted average shares and ending shares at page 12.

**Non-GAAP Financial Measure Reconciliations and Definitions***(Dollar amounts in thousands)***Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA) and Adjusted EBITDA**

EBITDA is defined as earnings before interest, taxes, depreciation and amortization. Adjusted EBITDA is defined by BRE as EBITDA, excluding minority interests, gains or losses from sales of investments, preferred stock dividends and other expenses. We consider EBITDA and Adjusted EBITDA to be appropriate supplemental measures of our performance because they eliminate depreciation, interest, and, with respect to Adjusted EBITDA, gains (losses) from property dispositions and other charges, which permits investors to view income from operations without the impact of noncash depreciation or the cost of debt, or with respect to Adjusted EBITDA, other non-operating items described above.

Because EBITDA and Adjusted EBITDA exclude depreciation and amortization and capture neither the changes in the value of our properties that result from use or market conditions nor the level of capital expenditures to maintain the operating performance of our properties, all of which have real economic effect and could materially impact our results from operations, the utility of EBITDA and Adjusted EBITDA as measures of our performance is limited. Below is a reconciliation of net income available to common shareholders to EBITDA and Adjusted EBITDA:

	Quarter ended 03/31/07	Quarter ended 03/31/06
Net income available to common shareholders	\$ 11,914	\$ 7,387
Interest	20,020	20,790
Depreciation	19,514	19,131
EBITDA	51,448	47,308
Minority interests	579	908
Net gain on sales	-	-
Dividends on preferred stock	4,468	4,468
Other expenses	-	499
Adjusted EBITDA	\$ 56,495	\$ 53,183

**Net Operating Income (NOI)**

We consider community level and portfolio-wide NOI to be an appropriate supplemental measure to net income because it helps both investors and management to understand the core property operations prior to the allocation of general and administrative costs. This is more reflective of the operating performance of the real estate, and allows for an easier comparison of the operating performance of single assets or groups of assets. In addition, because prospective buyers of real estate have different overhead structures, with varying marginal impact to overhead by acquiring real estate, NOI is considered by many in the real estate industry to be a useful measure for determining the value of a real estate asset or groups of assets.

Because NOI excludes depreciation and does not capture the change in the value of our communities resulting from operational use and market conditions, nor the level of capital expenditures required to adequately maintain the communities (all of which have real economic effect and could materially impact our results from operations), the utility of NOI as a measure of our performance is limited. Other equity REITs may not calculate NOI consistently with our definition and, accordingly, our NOI may not be comparable to such other REITs' NOI. Accordingly, NOI should be considered only as a supplement to net income as a measure of our performance. NOI should not be used as a measure of our liquidity, nor is it indicative of funds available to fund our cash needs, including our ability to pay dividends or make distributions. NOI also should not be used as a supplement to or substitute for cash flow from operating activities (computed in accordance with GAAP).

	Quarter ended 03/31/07	Quarter ended 03/31/06
Net income available to common shareholders	\$ 11,914	\$ 7,387
Interest	20,020	20,790
Depreciation	19,514	19,131
Minority interests	579	908
Net gain on sales	-	-
Dividends on preferred stock	4,468	4,468
General and administrative expense	4,816	4,440
Other expenses	-	499
NOI	\$ 61,311	\$ 57,623
Less Non Same-Store NOI	7,060	7,887
Same-Store NOI	\$ 54,251	\$ 49,736