

**COUSINS PROPERTIES INCORPORATED**  
**CALCULATIONS AND RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (1)**  
(in thousands, except per share amounts, percentages and ratios)

	2010	2011 1st	2011 2nd	2011 3rd	2011 4th	2011	2012 1st	2012 2nd	2012 3rd	2012 4th	2012
<b>2ND GENERATION TI &amp; LEASING COSTS &amp; BUILDING CAPEX:</b>											
<b>TOTAL BY SEGMENT:</b>											
<b>OFFICE:</b>											
SECOND GENERATION LEASING RELATED COSTS	5,363	1,896	6,357	5,821	2,528	16,602	1,933	2,393	4,825	4,031	13,181
SECOND GENERATION BUILDING IMPROVEMENTS	624	25	24	35	380	464	155	730	137	250	1,271
	5,987	1,921	6,381	5,856	2,908	17,067	2,087	3,122	4,962	4,281	14,453
<b>RETAIL:</b>											
SECOND GENERATION LEASING RELATED COSTS	2,613	51	44	372	1,607	2,074	246	64	116	180	605
<b>TOTAL 2ND GENERATION TI &amp; LEASING COSTS &amp; BUILDING CAPEX</b>	<b>8,600</b>	<b>1,972</b>	<b>6,425</b>	<b>6,228</b>	<b>4,515</b>	<b>19,140</b>	<b>2,333</b>	<b>3,186</b>	<b>5,077</b>	<b>4,461</b>	<b>15,058</b>
<b>NET OPERATING INCOME:</b>											
OFFICE CONSOLIDATED PROPERTIES	54,867	13,721	13,998	14,122	15,336	57,177	16,451	16,395	17,121	17,260	67,227
RETAIL CONSOLIDATED PROPERTIES	3,311	856	872	900	876	3,504	897	868	946	1,152	3,863
OTHER RENTAL OPERATIONS - CONSOLIDATED	96	1	-	-	-	1	-	-	-	-	-
<b>NET OPERATING INCOME - CONSOLIDATED</b>	<b>58,274</b>	<b>14,578</b>	<b>14,870</b>	<b>15,023</b>	<b>16,213</b>	<b>60,684</b>	<b>17,348</b>	<b>17,263</b>	<b>18,067</b>	<b>18,412</b>	<b>71,090</b>
RENTAL PROPERTY REVENUES	101,715	25,204	26,114	26,792	27,486	105,596	29,573	30,219	32,421	33,394	125,607
RENTAL PROPERTY OPERATING EXPENSES	(43,441)	(10,626)	(11,244)	(11,769)	(11,273)	(44,912)	(12,225)	(12,956)	(14,354)	(14,982)	(54,517)
<b>NET OPERATING INCOME - CONSOLIDATED</b>	<b>58,274</b>	<b>14,578</b>	<b>14,870</b>	<b>15,023</b>	<b>16,213</b>	<b>60,684</b>	<b>17,348</b>	<b>17,263</b>	<b>18,067</b>	<b>18,412</b>	<b>71,090</b>
<b>INCOME FROM DISCONTINUED OPERATIONS:</b>											
RENTAL PROPERTY REVENUES	46,613	11,089	10,574	10,749	8,680	41,092	7,919	6,455	5,226	2,917	22,517
RENTAL PROPERTY OPERATING EXPENSES	(16,824)	(3,631)	(4,228)	(4,397)	(3,224)	(15,480)	(2,279)	(2,228)	(1,554)	(685)	(6,746)
<b>NET OPERATING INCOME</b>	<b>29,789</b>	<b>7,458</b>	<b>6,346</b>	<b>6,352</b>	<b>5,456</b>	<b>25,612</b>	<b>5,640</b>	<b>4,227</b>	<b>3,672</b>	<b>2,232</b>	<b>15,771</b>
TERMINATION FEES	105	24	-	-	53	77	192	13	3,232	75	3,512
INTEREST AND OTHER INCOME (EXPENSE)	(25)	(16)	72	(16)	(1)	39	(17)	(14)	(1)	(6)	(38)
DEPRECIATION AND AMORTIZATION OF NON-REAL ESTATE ASSETS	(5)	-	-	-	-	-	-	-	-	-	-
<b>FFO FROM DISCONTINUED OPERATING PROPERTIES</b>	<b>29,864</b>	<b>7,466</b>	<b>6,418</b>	<b>6,336</b>	<b>5,508</b>	<b>25,728</b>	<b>5,815</b>	<b>4,226</b>	<b>6,903</b>	<b>2,301</b>	<b>19,245</b>
THIRD PARTY MANAGEMENT AND LEASING REVENUES	18,977	4,088	4,605	5,398	5,268	19,359	4,711	6,029	4,789	836	16,365
THIRD PARTY MANAGEMENT AND LEASING EXPENSES	(17,393)	(4,093)	(4,080)	(4,241)	(4,171)	(16,585)	(4,300)	(4,607)	(4,260)	(508)	(13,675)
<b>FFO FROM THIRD PARTY MANAGEMENT AND LEASING</b>	<b>1,584</b>	<b>(5)</b>	<b>525</b>	<b>1,157</b>	<b>1,097</b>	<b>2,774</b>	<b>411</b>	<b>1,422</b>	<b>529</b>	<b>328</b>	<b>2,690</b>
<b>FFO FROM DISCONTINUED OPERATIONS</b>	<b>31,448</b>	<b>7,461</b>	<b>6,943</b>	<b>7,493</b>	<b>6,605</b>	<b>28,502</b>	<b>6,226</b>	<b>5,648</b>	<b>7,432</b>	<b>2,629</b>	<b>21,935</b>
DEPRECIATION AND AMORTIZATION OF REAL ESTATE	(23,268)	(5,150)	(5,087)	(4,733)	(4,511)	(19,481)	(3,741)	(2,468)	(3,099)	(36)	(9,344)
IMPAIRMENT LOSSES	-	-	-	-	(7,632)	(7,632)	(12,233)	-	-	(1,558)	(13,791)
<b>INCOME FROM DISCONTINUED OPERATIONS</b>	<b>8,180</b>	<b>2,311</b>	<b>1,856</b>	<b>2,760</b>	<b>(5,537)</b>	<b>1,390</b>	<b>(9,749)</b>	<b>3,180</b>	<b>4,333</b>	<b>1,035</b>	<b>(1,200)</b>

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	2010	2011 1st	2011 2nd	2011 3rd	2011 4th	2011	2012 1st	2012 2nd	2012 3rd	2012 4th	2012
<b>RESIDENTIAL LOT, OUTPARCEL, TRACT AND OTHER INVESTMENT</b>											
<b>PROPERTY SALES AND COST OF SALES:</b>											
<b>CONSOLIDATED:</b>											
RESIDENTIAL LOT AND OUTPARCEL SALES - CONSOLIDATED:											
RESIDENTIAL LOT SALES	2,514	165	80	165	2,605	3,015	949	535	732	400	2,616
OUTPARCEL SALES	13,429	-	-	-	-	-	-	-	-	-	-
TOTAL RESIDENTIAL LOT AND OUTPARCEL SALES	15,943	165	80	165	2,605	3,015	949	535	732	400	2,616
RESIDENTIAL LOT AND OUTPARCEL COST OF SALES - CONSOLIDATED:											
RESIDENTIAL LOT COST OF SALES	1,940	119	76	158	2,588	2,941	564	416	354	87	1,420
OUTPARCEL COST OF SALES	8,759	(50)	-	-	-	(50)	-	-	-	-	-
TOTAL RESIDENTIAL LOT AND OUTPARCEL COST OF SALES-CONSOLIDATED	10,699	69	76	158	2,588	2,891	564	416	354	87	1,420
TRACT SALES INCLUDED IN GAIN ON SALE OF INVESTMENT PROPERTIES											
RESIDENTIAL LOT, OUTPARCEL, TRACT AND OTHER INVESTMENT PROPERTY SALES LESS COST OF SALES - CONSOLIDATED	1,697	-	-	-	3,258	3,258	-	(30)	-	-	(30)
6,941	96	4	7	3,275	3,382	385	90	378	313	1,166	
<b>SUMMARY - CONSOLIDATED:</b>											
RESIDENTIAL LOT SALES LESS COST OF SALES	574	46	4	7	17	74	385	120	378	313	1,196
OUTPARCEL SALES LESS COST OF SALES	4,670	50	-	-	-	50	-	-	-	-	-
TRACT SALES LESS COST OF SALES	1,697	-	-	-	3,258	3,258	-	(30)	-	3,750	3,720
TOTAL CONSOLIDATED SALES LESS COST OF SALES	6,941	96	4	7	3,275	3,382	385	90	378	4,063	4,916
<b>OTHER SALES AND COST OF SALES:</b>											
<b>CONSOLIDATED:</b>											
OTHER SALES - CONSOLIDATED:											
OTHER SALES	34,442	4,657	7	-	-	4,664	-	174	-	520	694
OTHER COST OF SALES	(27,017)	(2,500)	13	-	-	(2,487)	-	(119)	-	(294)	(413)
OTHER SALES LESS COST OF SALES - CONSOLIDATED	7,425	2,157	20	-	-	2,177	-	55	-	226	281
<b>UNCONSOLIDATED:</b>											
OTHER SALES - UNCONSOLIDATED:											
OTHER SALES	389	-	-	-	-	-	-	-	-	-	-
OTHER COST OF SALES	(266)	(5)	-	-	-	(5)	-	-	-	-	-
OTHER, NET	350	22	33	(2)	25	77	(1)	(2)	-	31	28
OTHER SALES LESS COST OF SALES - SHARE OF UNCONSOLIDATED	473	17	33	(2)	25	72	(1)	(2)	-	31	28
TOTAL OTHER SALES FFO	7,898	2,174	53	(2)	25	2,249	(1)	53	-	257	309
<b>UNCONSOLIDATED:</b>											
RESIDENTIAL LOT, OUTPARCEL AND TRACT SALES - UNCONSOLIDATED:											
RESIDENTIAL LOT SALES	7,768	1,186	2,229	1,875	2,053	7,343	-	-	-	-	-
OUTPARCEL SALES	516	-	-	-	-	-	-	-	-	-	-
TRACT SALES	10,633	572	29	152	41	794	176	-	-	-	176
TOTAL RESIDENTIAL LOT, OUTPARCEL AND TRACT SALES	18,917	1,758	2,258	2,027	2,093	8,137	176	-	-	-	176
RESIDENTIAL LOT, OUTPARCEL AND TRACT COST OF SALES - UNCONSOLIDATED:											
RESIDENTIAL LOT COST OF SALES	5,896	1,006	1,835	1,363	1,566	5,770	-	-	-	-	-
OUTPARCEL COST OF SALES	434	-	-	-	-	-	-	-	-	-	-
TRACT COST OF SALES	7,026	552	2	(15)	(26)	513	176	-	-	-	176
TOTAL RESIDENTIAL LOT, OUTPARCEL AND TRACT COST OF SALES	13,356	1,558	1,837	1,348	1,540	6,283	176	-	-	-	176
RESIDENTIAL LOT, OUTPARCEL AND TRACT SALES LESS COST OF SALES - UNCONSOLIDATED	5,561	200	421	679	554	1,854	-	-	-	-	-
<b>SUMMARY - UNCONSOLIDATED:</b>											
RESIDENTIAL LOT SALES LESS COST OF SALES	1,872	180	394	512	487	1,573	-	-	-	-	-
OUTPARCEL SALES LESS COST OF SALES	82	-	-	-	-	-	-	-	-	-	-
TRACT SALES LESS COST OF SALES	3,607	20	27	167	67	281	-	-	-	-	-
RESIDENTIAL LOT, OUTPARCEL AND TRACT SALES LESS COST OF SALES - SHARE OF UNCONSOLIDATED	5,561	200	421	679	554	1,854	-	-	-	-	-
TOTAL RESIDENTIAL LOT, OUTPARCEL, TRACT AND OTHER INVESTMENT PROPERTY SALES LESS COST OF SALES	12,502	296	425	686	3,829	5,236	385	90	378	4,063	4,916

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	2010	2011 1st	2011 2nd	2011 3rd	2011 4th	2011	2012 1st	2012 2nd	2012 3rd	2012 4th	2012
<b>INCOME (LOSS) FROM UNCONSOLIDATED JOINT VENTURES:</b>											
NET OPERATING INCOME:											
OFFICE PROPERTIES	12,242	3,357	3,322	3,406	3,507	13,592	3,661	3,271	3,211	2,612	12,755
RETAIL PROPERTIES	7,937	2,695	2,596	2,647	2,728	10,666	2,608	2,666	2,671	2,774	10,719
OTHER PROPERTIES	-	-	-	-	-	-	-	-	-	122	122
NET OPERATING INCOME	20,179	6,052	5,918	6,053	6,235	24,258	6,269	5,937	5,882	5,508	23,596
RESIDENTIAL LOT, OUTPARCEL AND TRACT SALES LESS COST OF SALES	5,561	200	421	679	554	1,854	-	-	-	-	-
OTHER SALES LESS COST OF SALES	473	17	33	(2)	25	73	(1)	(2)	-	31	28
TERMINATION FEES	48	58	-	-	15	73	42	18	-	2	62
INTEREST EXPENSE	(4,252)	(1,192)	(1,147)	(1,212)	(1,180)	(4,731)	(1,179)	(1,062)	(966)	(1,014)	(4,221)
OTHER EXPENSE	913	43	-	(413)	(97)	(467)	(279)	(138)	(167)	(55)	(639)
IMPAIRMENT LOSSES	(3,746)	-	(250)	-	(28,753)	(29,003)	-	-	-	-	-
DEPRECIATION AND AMORTIZATION OF NON-REAL ESTATE ASSETS	(22)	(5)	(5)	(5)	(5)	(20)	(5)	(5)	(5)	(5)	(15)
<b>FUNDS FROM OPERATIONS - UNCONSOLIDATED JOINT VENTURES</b>	19,154	5,173	4,970	5,100	(23,206)	(7,963)	4,847	4,748	4,744	4,472	18,811
GAIN ON SALE OF DEPRECIATED INVESTMENT PROPERTIES, NET	-	-	-	-	-	-	-	7,509	-	23,153	30,662
DEPRECIATION AND AMORTIZATION OF REAL ESTATE	(9,661)	(2,678)	(2,658)	(2,440)	(2,561)	(10,337)	(2,661)	(2,495)	(2,475)	(2,584)	(10,215)
<b>NET INCOME (LOSS) FROM UNCONSOLIDATED JOINT VENTURES</b>	9,493	2,496	2,312	2,660	(25,767)	(18,299)	2,186	9,762	2,269	25,042	39,258
<b>MARKET CAPITALIZATION</b>											
COMMON STOCK PRICE AT PERIOD END	8.34	8.35	8.54	5.85	6.41	6.41	7.58	7.75	7.94	8.35	8.35
NUMBER OF COMMON SHARES OUTSTANDING AT PERIOD END	103,392	103,631	103,714	103,714	103,702	103,702	104,139	104,215	104,136	104,090	104,090
COMMON STOCK CAPITALIZATION	862,289	865,319	885,718	606,727	664,730	664,730	789,374	807,666	826,840	869,152	869,152
PREFERRED STOCK-SERIES A-PRICE AT LIQUIDATION VALUE	74,827	74,827	74,827	74,827	74,827	74,827	74,827	74,827	74,827	74,827	74,827
PREFERRED STOCK-SERIES B-PRICE AT LIQUIDATION VALUE	94,775	94,775	94,775	94,775	94,775	94,775	94,775	94,775	94,775	94,775	94,775
PREFERRED STOCK AT LIQUIDATION VALUE	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602
DEBT	509,509	496,823	498,034	462,135	539,442	539,442	529,168	461,021	518,630	425,410	425,410
SHARE OF UNCONSOLIDATED DEBT	172,325	166,726	163,931	162,022	162,127	162,127	164,217	156,364	165,571	170,480	170,480
DEBT (2)	681,834	663,549	661,965	624,157	701,569	701,569	693,385	617,385	684,201	595,890	595,890
<b>TOTAL MARKET CAPITALIZATION</b>	1,713,725	1,698,470	1,717,285	1,400,486	1,535,901	1,535,901	1,652,361	1,594,654	1,680,643	1,634,644	1,634,644
<b>LEVERAGE RATIOS</b>											
DEBT (2)	681,834	663,549	661,965	624,157	701,569	701,569	693,385	617,385	684,201	595,890	595,890
TOTAL MARKET CAPITALIZATION	1,713,725	1,698,470	1,717,285	1,400,486	1,535,901	1,535,901	1,652,361	1,594,654	1,680,643	1,634,644	1,634,644
<b>DEBT (2) / TOTAL MARKET CAPITALIZATION</b>	40%	39%	39%	45%	46%	46%	42%	39%	41%	36%	36%
TOTAL ASSETS-CONSOLIDATED	1,371,282	1,335,453	1,337,132	1,294,376	1,235,535	1,235,535	1,199,634	1,135,315	1,199,101	1,124,242	1,124,242
ACCUMULATED DEPRECIATION-CONSOLIDATED	274,925	286,547	298,085	286,399	289,473	289,473	302,782	281,739	294,710	258,075	258,075
UNDEPRECIATED ASSETS-UNCONSOLIDATED (2)	485,993	485,029	499,381	507,201	516,686	516,686	467,303	454,388	461,500	403,141	403,141
LESS: INVESTMENT IN UNCONSOLIDATED JOINT VENTURES	(167,108)	(165,119)	(179,149)	(181,947)	(160,587)	(160,587)	(141,180)	(140,303)	(139,782)	(97,868)	(97,868)
<b>TOTAL UNDEPRECIATED ASSETS (2)</b>	1,965,092	1,941,910	1,955,449	1,906,029	1,881,107	1,881,107	1,828,539	1,731,139	1,815,529	1,687,590	1,687,590
DEBT (2)	681,834	663,549	661,965	624,157	701,569	701,569	693,385	617,385	684,201	595,890	595,890
UNDEPRECIATED ASSETS (2)	1,965,092	1,941,910	1,955,449	1,906,029	1,881,107	1,881,107	1,828,539	1,731,139	1,815,529	1,687,590	1,687,590
<b>DEBT (2) / TOTAL UNDEPRECIATED ASSETS (2)</b>	35%	34%	34%	33%	37%	37%	38%	36%	38%	35%	35%
DEBT (2)	681,834	663,549	661,965	624,157	701,569	701,569	693,385	617,385	684,201	595,890	595,890
PREFERRED STOCK AT LIQUIDATION VALUE	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602	169,602
DEBT (2) + PREFERRED	851,436	833,151	831,567	793,759	871,171	871,171	862,987	786,987	853,803	765,492	765,492
TOTAL MARKET CAPITALIZATION	1,713,725	1,698,470	1,717,285	1,400,486	1,535,901	1,535,901	1,652,361	1,594,654	1,680,643	1,634,644	1,634,644
<b>DEBT (2) + PREFERRED / TOTAL MARKET CAPITALIZATION</b>	50%	49%	48%	57%	57%	57%	52%	49%	51%	47%	47%
DEBT (2) + PREFERRED	851,436	833,151	831,567	793,759	871,171	871,171	862,987	786,987	853,803	765,492	765,492
TOTAL UNDEPRECIATED ASSETS (2)	1,965,092	1,941,910	1,955,449	1,906,029	1,881,107	1,881,107	1,828,539	1,731,139	1,815,529	1,687,590	1,687,590
<b>DEBT (2) + PREFERRED / TOTAL UNDEPRECIATED ASSETS (2)</b>	43%	43%	43%	42%	46%	46%	47%	45%	47%	45%	45%

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<b>EBITDA (2)</b>											
FFO	32,781	8,122	10,896	14,309	(110,202)	(76,875)	13,488	13,152	25,685	14,167	66,492
INTEREST EXPENSE	41,432	8,736	8,505	7,813	7,461	32,515	7,447	6,937	6,759	7,011	28,154
NON-REAL ESTATE DEPRECIATION AND AMORTIZATION	1,911	568	377	393	370	1,708	369	228	261	232	1,090
INCOME TAX PROVISION (BENEFIT)	(1,079)	(64)	27	(180)	31	(186)	27	33	60	(30)	90
IMPAIRMENT LOSSES	6,300	3,508	250	-	125,376	129,134	-	-	488	-	488
PREDEVELOPMENT CHARGES	732	-	-	-	937	937	-	-	-	-	-
LOSS ON DEBT EXTINGUISHMENT AND INTEREST RATE SWAP	9,827	-	-	74	-	74	94	-	-	-	94
GAIN ON SALE OF THIRD PARTY BUSINESS	-	-	-	-	-	-	-	-	(7,384)	(75)	(7,459)
PARTICIPATION INTEREST INCOME	-	-	-	-	-	-	-	-	(3,366)	-	(3,366)
PREFERRED STOCK DIVIDENDS	12,907	3,227	3,227	3,226	3,227	12,907	3,227	3,227	3,226	3,227	12,907
<b>EBITDA (2)</b>	<b>104,811</b>	<b>24,097</b>	<b>23,282</b>	<b>25,635</b>	<b>27,200</b>	<b>100,214</b>	<b>24,652</b>	<b>23,577</b>	<b>25,729</b>	<b>24,532</b>	<b>98,490</b>
<b>COVERAGE RATIOS (2)</b>											
EBITDA	104,811	24,097	23,282	25,635	27,200	100,214	24,652	23,577	25,729	24,532	98,490
INTEREST EXPENSE	41,432	8,736	8,505	7,813	7,461	32,515	7,447	6,937	6,759	7,011	28,154
<b>INTEREST COVERAGE RATIO (2)</b>	<b>2.53</b>	<b>2.76</b>	<b>2.74</b>	<b>3.28</b>	<b>3.65</b>	<b>3.08</b>	<b>3.31</b>	<b>3.40</b>	<b>3.81</b>	<b>3.50</b>	<b>3.50</b>
INTEREST EXPENSE	41,432	8,736	8,505	7,813	7,461	32,515	7,447	6,937	6,759	7,011	28,154
SCHEDULED PRINCIPAL PAYMENTS	4,399	1,755	1,894	1,650	1,980	7,279	2,123	2,045	1,755	1,846	7,769
PREFERRED STOCK DIVIDENDS	12,907	3,227	3,227	3,226	3,227	12,907	3,227	3,227	3,226	3,227	12,907
FIXED CHARGES	58,738	13,718	13,626	12,689	12,668	52,701	12,797	12,209	11,740	12,084	48,830
EBITDA	104,811	24,097	23,282	25,635	27,200	100,214	24,652	23,577	25,729	24,532	98,490
<b>FIXED CHARGES COVERAGE RATIO (2)</b>	<b>1.78</b>	<b>1.76</b>	<b>1.71</b>	<b>2.02</b>	<b>2.15</b>	<b>1.90</b>	<b>1.93</b>	<b>1.93</b>	<b>2.19</b>	<b>2.03</b>	<b>2.02</b>
DEBT (2)	681,834	663,549	661,965	624,157	701,569	701,569	693,385	617,385	684,201	595,890	595,890
ANNUALIZED EBITDA (3)	111,284	96,388	93,128	102,540	108,800	108,800	98,608	94,308	102,916	98,128	98,128
<b>DEBT (2) / ANNUALIZED EBITDA (3)</b>	<b>6.13</b>	<b>6.88</b>	<b>7.11</b>	<b>6.09</b>	<b>6.45</b>	<b>6.45</b>	<b>7.03</b>	<b>6.55</b>	<b>6.65</b>	<b>6.07</b>	<b>6.07</b>
<b>DIVIDEND RATIOS</b>											
REGULAR COMMON DIVIDENDS:											
CASH	12,176	4,653	4,663	4,667	4,667	18,651	4,687	4,686	4,690	4,685	18,748
COMMON STOCK	24,282	-	-	-	-	-	-	-	-	-	-
COMMON DIVIDENDS	36,458	4,653	4,663	4,667	4,667	18,651	4,687	4,686	4,690	4,685	18,748
FFO	32,781	8,122	10,896	14,309	(110,202)	(76,875)	13,488	13,152	25,685	14,167	66,492
<b>FFO PAYOUT RATIO</b>	<b>111%</b>	<b>57%</b>	<b>43%</b>	<b>33%</b>	<b>-4%</b>	<b>-24%</b>	<b>35%</b>	<b>36%</b>	<b>18%</b>	<b>33%</b>	<b>28%</b>
<b>FFO BEFORE CERTAIN CHARGES</b>											
FFO	32,781	8,122	10,896	14,309	(110,202)	(76,875)	13,488	13,152	25,685	14,167	66,492
IMPAIRMENT LOSSES (2)	6,300	3,508	250	-	125,376	129,134	-	-	488	-	488
PREDEVELOPMENT & OTHER CHARGES	732	-	-	-	937	937	(1,185)	-	-	-	(1,185)
LOSS ON DEBT EXTINGUISHMENT AND INTEREST RATE SWAP	9,827	-	-	74	-	74	94	-	-	-	94
GAIN ON SALE OF THIRD PARTY BUSINESS	-	-	-	-	-	-	-	-	(7,384)	(75)	(7,459)
PARTICIPATION INTEREST INCOME	-	-	-	-	-	-	-	-	(3,366)	-	(3,366)
SEPARATION CHARGES	1,045	101	77	15	4	197	213	79	574	1,118	1,985
<b>FFO BEFORE CERTAIN CHARGES</b>	<b>50,685</b>	<b>11,731</b>	<b>11,223</b>	<b>14,398</b>	<b>16,115</b>	<b>53,467</b>	<b>12,610</b>	<b>13,231</b>	<b>15,997</b>	<b>15,210</b>	<b>57,049</b>
<b>FFO BEFORE CERTAIN CHARGES PAYOUT RATIO</b>	<b>72%</b>	<b>40%</b>	<b>42%</b>	<b>32%</b>	<b>29%</b>	<b>35%</b>	<b>37%</b>	<b>35%</b>	<b>29%</b>	<b>31%</b>	<b>33%</b>

**COUSINS PROPERTIES INCORPORATED**  
**CALCULATIONS AND RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (1)**  
(in thousands, except per share amounts, percentages and ratios)

	2010	2011 1st	2011 2nd	2011 3rd	2011 4th	2011	2012 1st	2012 2nd	2012 3rd	2012 4th	2012
<b><u>FAD (2)</u></b>											
FFO	32,781	8,122	10,896	14,309	(110,202)	(76,875)	13,488	13,152	25,685	14,167	66,492
FAS 13	(7,936)	(2,637)	(2,885)	(3,095)	(2,459)	(11,076)	(2,686)	(2,152)	(1,823)	(1,659)	(8,319)
ABOVE AND BELOW MARKET RENTS	(90)	(23)	(15)	(15)	27	(26)	108	87	124	174	493
SECOND GENERATION CAPEX	(8,600)	(1,972)	(6,425)	(6,228)	(4,515)	(19,140)	(2,333)	(3,186)	(5,077)	(4,461)	(15,058)
<b>FAD (2)</b>	<b>16,154</b>	<b>3,490</b>	<b>1,571</b>	<b>4,970</b>	<b>(117,149)</b>	<b>(107,117)</b>	<b>8,577</b>	<b>7,901</b>	<b>18,909</b>	<b>8,222</b>	<b>43,608</b>
COMMON DIVIDENDS	36,458	4,653	4,663	4,667	4,667	18,651	4,687	4,686	4,690	4,685	18,748
<b>FAD PAYOUT RATIO (2)</b>	<b>226%</b>	<b>133%</b>	<b>297%</b>	<b>94%</b>	<b>-4%</b>	<b>-17%</b>	<b>55%</b>	<b>59%</b>	<b>25%</b>	<b>57%</b>	<b>43%</b>
<b><u>FAD BEFORE CERTAIN CHARGES</u></b>											
FAD (2)	16,154	3,490	1,571	4,970	(117,149)	(107,117)	8,577	7,901	18,909	8,222	43,608
IMPAIRMENT LOSSES (2)	6,300	3,508	250	-	125,376	129,134	-	-	488	-	488
PREDEVELOPMENT & OTHER CHARGES	732	-	-	-	937	937	(1,185)	-	-	-	(1,185)
LOSS ON DEBT EXTINGUISHMENT AND INTEREST RATE SWAP	9,827	-	-	74	-	74	94	-	-	-	94
GAIN ON SALE OF THIRD PARTY BUSINESS	-	-	-	-	-	-	-	-	(7,384)	(75)	(7,459)
PARTICIPATION INTEREST INCOME	-	-	-	-	-	-	-	-	(3,366)	-	(3,366)
SEPARATION CHARGES	1,045	101	77	15	4	197	213	79	574	1,118	1,984
<b>FAD BEFORE CERTAIN CHARGES</b>	<b>34,058</b>	<b>7,099</b>	<b>1,898</b>	<b>5,059</b>	<b>9,168</b>	<b>23,225</b>	<b>7,699</b>	<b>7,980</b>	<b>9,221</b>	<b>9,265</b>	<b>34,164</b>
<b>FAD BEFORE CERTAIN CHARGES PAYOUT RATIO</b>	<b>107%</b>	<b>66%</b>	<b>246%</b>	<b>92%</b>	<b>51%</b>	<b>80%</b>	<b>61%</b>	<b>59%</b>	<b>51%</b>	<b>51%</b>	<b>55%</b>
<b><u>OPERATIONS RATIOS</u></b>											
REVENUES	154,234	33,899	30,191	31,313	33,644	129,047	34,653	33,794	40,582	39,250	148,279
REVENUES FROM DISCONTINUED OPERATIONS	79,163	15,202	15,268	16,148	14,012	60,630	12,821	12,497	13,257	3,755	42,330
REVENUES INCLUDING DISCONTINUED OPERATIONS	233,397	49,101	45,459	47,461	47,656	189,677	47,474	46,291	53,839	43,005	190,609
GENERAL AND ADMINISTRATIVE EXPENSES	28,517	7,400	6,133	4,295	6,338	24,166	6,623	5,646	5,255	5,684	23,208
REVENUES INCLUDING DISCONTINUED OPERATIONS	233,362	49,101	45,459	47,461	47,656	189,677	47,474	46,291	53,839	43,005	190,609
<b>GENERAL AND ADMINISTRATIVE EXPENSES/REVENUES INCLUDING DISCONTINUED OPERATIONS</b>	<b>12.2%</b>	<b>15.1%</b>	<b>13.5%</b>	<b>9.0%</b>	<b>13.3%</b>	<b>12.7%</b>	<b>14.0%</b>	<b>12.2%</b>	<b>9.8%</b>	<b>13.2%</b>	<b>12.2%</b>
TOTAL UNDEPRECIATED ASSETS (2)	1,965,092	1,941,910	1,955,449	1,906,029	1,881,107	1,881,107	1,828,539	1,731,139	1,815,529	1,687,590	1,687,590
<b>ANNUALIZED GENERAL AND ADMINISTRATIVE EXPENSES (3) / TOTAL UNDEPRECIATED ASSETS</b>	<b>1.5%</b>	<b>1.5%</b>	<b>1.3%</b>	<b>0.9%</b>	<b>1.3%</b>	<b>1.3%</b>	<b>1.4%</b>	<b>1.3%</b>	<b>1.2%</b>	<b>1.3%</b>	<b>1.2%</b>

(1) AMOUNTS MAY DIFFER SLIGHTLY FROM OTHER SCHEDULES CONTAINED HEREIN DUE TO ROUNDING.

(2) INCLUDES COMPANY SHARE OF UNCONSOLIDATED JOINT VENTURES.

(3) ANNUALIZED REPRESENTS QUARTER AMOUNT ANNUALIZED.

**COUSINS PROPERTIES INCORPORATED**  
**CALCULATIONS AND RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES**  
(\$ in thousands)

	Three Months Ended			Year Ended	
	December 31, 2012	December 31, 2011	September 30, 2012	December 31, 2012	December 31, 2011
<b>Net Operating Income</b>					
Same Property	19,589	19,723	19,385	77,775	76,127
Non-Same Property	6,563	8,180	8,235	32,683	34,426
<b>Consolidated Property Net Operating Income</b>	<u>26,152</u>	<u>27,903</u>	<u>27,620</u>	<u>110,458</u>	<u>110,553</u>
<b>Less: Non-Cash Items</b>					
Straight-line rent	1,662	2,458	1,826	8,321	11,054
Other	(224)	91	(29)	(248)	497
<b>Non-Cash Items</b>	<u>1,438</u>	<u>2,549</u>	<u>1,797</u>	<u>8,073</u>	<u>11,551</u>
<b>Cash Basis Property Net Operating Income</b>	<u>24,714</u>	<u>25,354</u>	<u>25,823</u>	<u>102,384</u>	<u>99,002</u>
<b>Net Operating Income (1)</b>					
Operating Properties	18,412	16,212	18,068	71,088	60,681
Discontinued Operations	2,232	5,456	3,670	15,774	25,614
Share of Unconsolidated Joint Ventures	5,508	6,235	5,882	23,596	24,258
<b>Total Net Operating Income</b>	<u>26,152</u>	<u>27,903</u>	<u>27,620</u>	<u>110,458</u>	<u>110,553</u>

(1) See reconciliation above within previous pages of the calculations and reconciliations of Non-GAAP financial measures.