

#### Safe Harbor Notice



This presentation, other written or oral communications, and our public documents to which we refer contain or incorporate by reference certain forward-looking statements which are based on various assumptions (some of which are beyond our control) and may be identified by reference to a future period or periods or by the use of forward-looking terminology, such as "may," "will," "believe," "expect," "anticipate," "continue," or similar terms or variations on those terms or the negative of those terms. Actual results could differ materially from those set forth in forward looking statements due to a variety of factors, including, but not limited to, changes in interest rates; changes in the yield curve; changes in prepayment rates; the availability of mortgage-backed securities and other securities for purchase; the availability of financing and, if available, the terms of any financings; changes in the market value of our assets; changes in business conditions and the general economy; our ability to grow our commercial business; our ability to grow our residential mortgage credit business; credit risks related to our investments in credit risk transfer securities, residential mortgage-backed securities and related residential mortgage credit assets, commercial real estate assets and corporate debt; risks related to investments in mortgage servicing rights and ownership of a servicer; our ability to consummate any contemplated investment opportunities; changes in government regulations affecting our business; our ability to maintain our qualification as a REIT for U.S. federal income tax purposes; and our ability to maintain our exemption from registration under the Investment Company Act of 1940, as amended. For a discussion of the risks and uncertainties which could cause actual results to differ from those contained in the forward-looking statements, see "Risk Factors" in our most recent Annual Report on Form 10-K and any subsequent Quarterly Reports on Form 10-Q. We do not undertake, and specifically disclaim any obligation, to publicly release the result of any revisions which may be made to any forwardlooking statements to reflect the occurrence of anticipated or unanticipated events or circumstances after the date of such statements, except as required by law.

## **Overview**



### Annaly Investment Thesis



Market Leadership  Outperformance, Size, Diversification, Efficiency, Ownership and Culture

Operating Efficiency

Diversification Strategy Operating at 65% Lower Expense vs. mREIT Peers(1)

Market Leading Performance

 Total Return of ~81% Since 2014, Nearly Twice the Return of the S&P 500 and 25% Better than mREIT Peers

Dividend Stability

 15 Consecutive Quarters of Stable Dividends Declared

Size and Liquidity • 18x the Market Cap of the Median mREIT; ~20% Less Leverage than Agency Peers **Employee Stock** Ownership Guidelines

• Over 40% of Employees Have Been Asked to Purchase Annaly Stock

Diversification

Four Complementary Investment Groups - Cyclical and Countercyclical

Consolidator

Completed the Largest Industry **Acquisition Ever** 

Durability and Financing Optionality

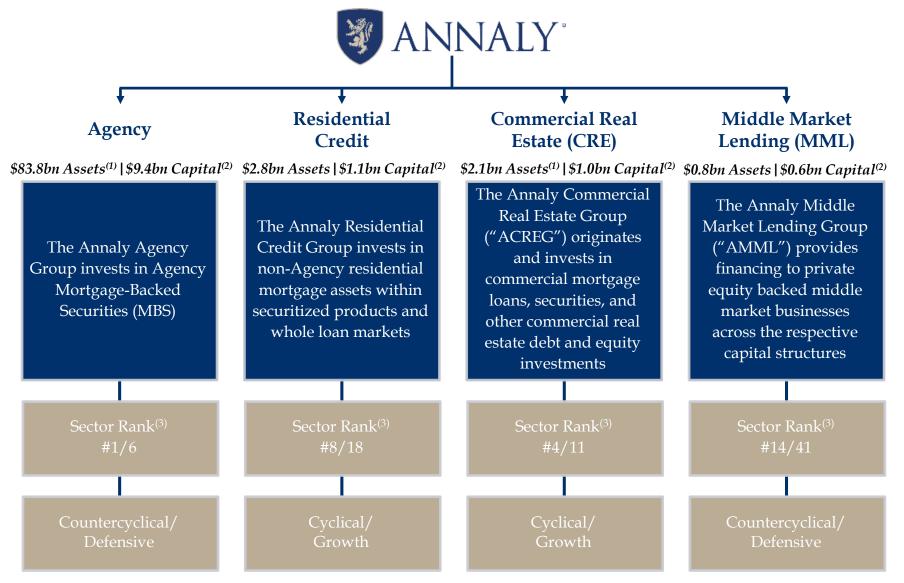
Enhanced Book Value Protection through Diversification, Hedging, and **Financing Options** 

Longevity, Growth and **Evolution** 

Annaly is an Industry Leading, Diversified Capital Manager

### Annaly is a Leading Diversified Capital Manager





Source: Bloomberg, Company filings. Financial data as of March 31, 2017. Market data as of June 19, 2017.

2) Dedicated capital excludes TBA purchase contracts (market value), non-portfolio related activity and varies from total stockholders' equity.

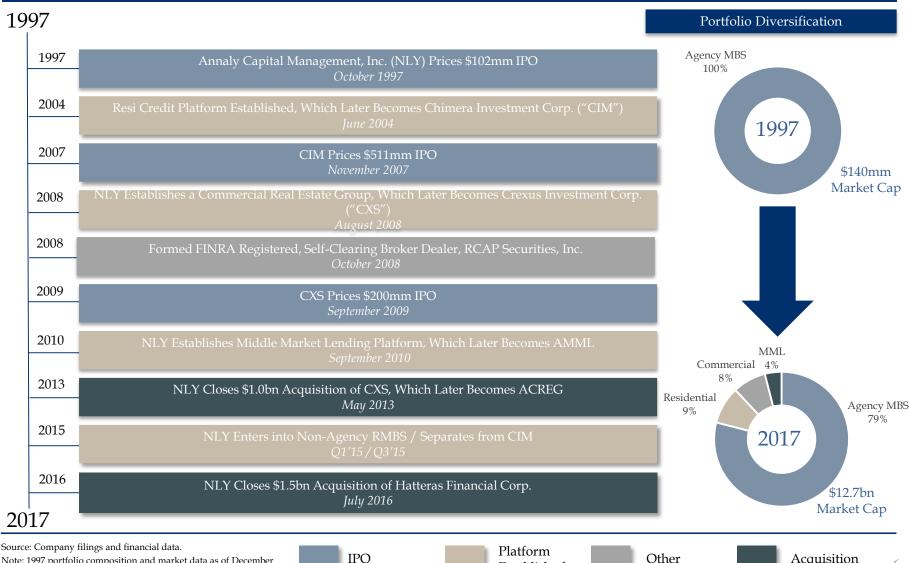
<sup>(1)</sup> Agency assets include to be announced ("TBA") purchase contracts (market value) and mortgage servicing rights ("MSRs"). Commercial Real Estate ("CRE") assets are exclusive of consolidated variable interest entities ("VIEs") associated with B-Piece commercial mortgage-backed securities.

Sector rank compares Annaly dedicated capital in each of its four investment groups at March 31, 2017 (adjusted for P/B as of June 19, 2017) to the market capitalization of the companies in each respective sector as of June 19, 2017. Comparative sectors used for Agency, CRE, Residential Credit ranking are their respective sector within the BBREMTG. The comparative sector used for the MML ranking is the S&P BDC Index.

### Annaly's Strategic Evolution



Annaly has evolved into a diversified capital manager with various asset classes owned directly on balance sheet, which contribute to long-term growth and stability







### Our Views on Annaly's Opportunity and Differentiation



#### Market Environment

- Slow Growth/Less Central Bank Influence/Benign Inflation
- ➤ Fed \$ Policy:
  - Price = Interest Rates
  - Supply = Balance Sheet
- GSE Risk Sharing

Banks Outsourcing Credit

- Private Equity Needs New Partners
- Valuations at or above All Time Highs/Stable Yield in High Demand

#### Annaly

- Broad and Diversified Platform
- 2 Protecting Book Value
- 3 Growing Capital Base through Acquisition
- 4 Stable Dividends
- 5 Strong Liquidity/Multiple Financing Sources
- 6 Management Buying Stock

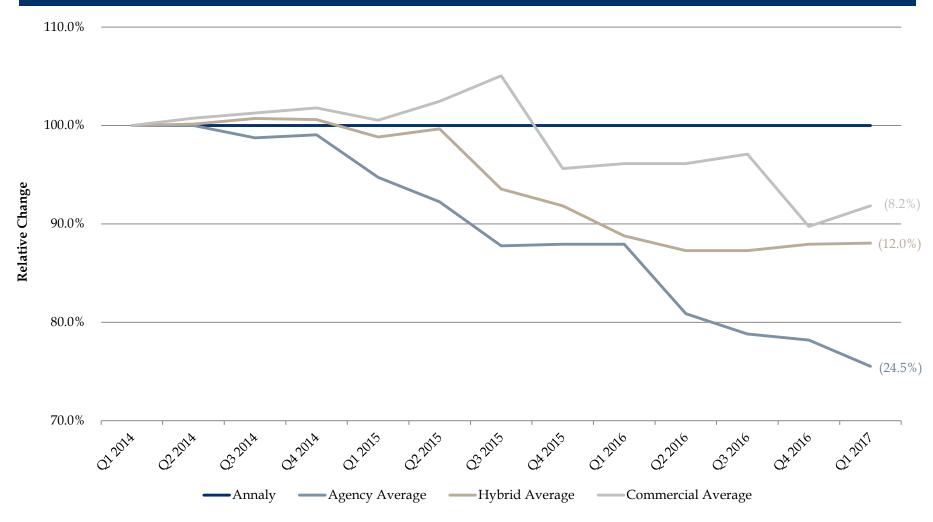
#### mREIT Industry Trends

- Higher Risk "Monoline" Strategy
- **2** Losing Book Value
- **Diluting Capital Base with Equity Raises**
- 4 Cutting Dividends
- 5 Less Liquid/Single Source Financing
- 6 Management Selling Stock

### Annaly's Dividend Stability Stands Out vs. the mREIT Industry...



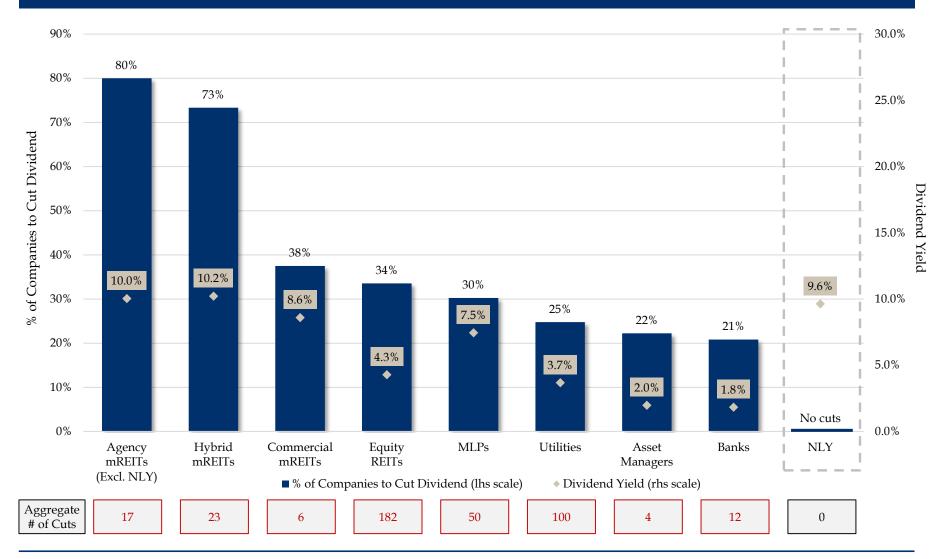
While Annaly's dividend has remained stable for more than three years, the average quarterly dividends in each of the Agency, Hybrid and Commercial mREIT sectors have declined meaningfully



### ...and vs. Other Equity Yield Investments



#### In a universe of yield manufacturers, Annaly has maintained superior dividend stability



### Efficiency of Annaly's Diversified Operating Model



#### Annaly broadly outperforms internally and externally managed mREITs

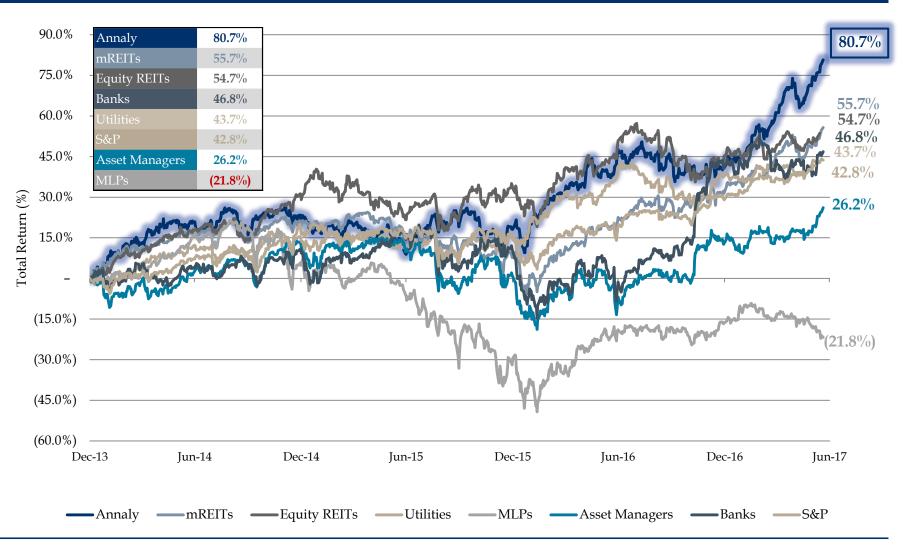
- From 2012 through Q1 2017, Annaly significantly outperformed its mREIT peers with respect to operating expenditures as a percentage of assets and as a percentage of equity (1)
  - Annaly's average expense levels over the period were 65% lower as a percentage of average assets and 50% lower as a percentage of average equity

								i		
		2012	2013	2014	2015	2016	2017E <sup>(1)</sup>		Average	
vEx as % of vg Assets	🗿 annaly .	0.19%	0.22%	0.24%	0.25%	0.25%	0.25%	(	0.23%	>
	Internally Managed Peers	0.54%	0.91%	0.87%	0.73%	0.44%	0.31%		0.63%	
OpEx., Avg.	Externally Managed Peers	0.60%	0.66%	0.75%	0.79%	0.66%	0.68%	0.69%		
		2012	2013	2014	2015	2016	2017E <sup>(1)</sup>		Average	
OpEx as % of Avg Equity	🗿 annaly	1.45%	1.66%	1.61%	1.58%	1.65%	1.71%	(	1.61%	>
	Internally Managed Peers	2.72%	3.83%	4.13%	3.84%	2.48%	1.72%		3.12%	
Op A	Externally Managed Peers	2.20%	3.06%	3.57%	3.75%	4.06%	3.75%		3.40%	

## Annaly Has Outperformed the S&P and Other Equity Yield Investments



#### Annaly's current investment team has outperformed other yield options since 2014



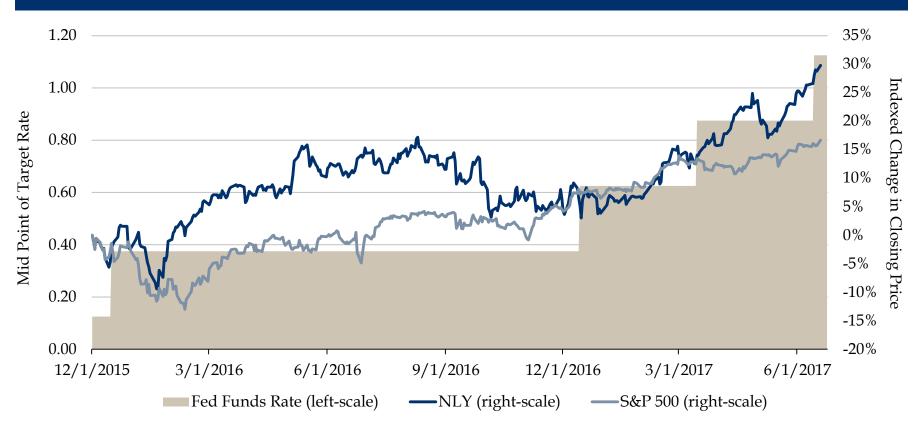
## 3 Major Questions Have Been Answered



## Increased Visibility of Fed Policy



#### Annaly has outperformed as market "paranoia" eases over Fed policy



Dates	1 <sup>st</sup> Hike 12/16/15 - 12/13/16	2 <sup>nd</sup> Hike 12/14/16 - 3/14/17	3 <sup>rd</sup> Hike 3/15/17 - 6/13/17	4 <sup>th</sup> Hike 6/14/17 - 6/19/17	Total Hiking Cycle 12/16/15 - 6/19/17
Fed Funds Rate	0.25 - 0.50%	0.50 - 0.75%	0.75 - 1.00%	1.00 - 1.25%	0.25 - 1.25%
NLY Total Return	26%	9%	16%	3%	62%
S&P Total Return	14%	5%	4%	1%	22%

### Unwind of Fed Balance Sheet Presents Growth Opportunity



### We believe a transparent unwind of the Fed's balance sheet...

- Caps limit runoff
- Global monetary policy divergence and a mediocre economy will likely result in slow progress
- Fed assets likely to remain permanently elevated from pre-QE period

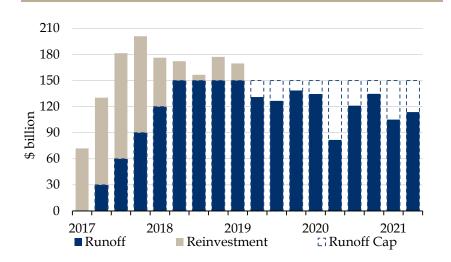
## ...is likely to cause market-wide portfolio rebalancing...

- MBS spreads are expected to widen modestly, but not in a vacuum
- Departure of Fed as an uneconomic buyer should raise relative value opportunities
- More liquid products should witness less spread impact

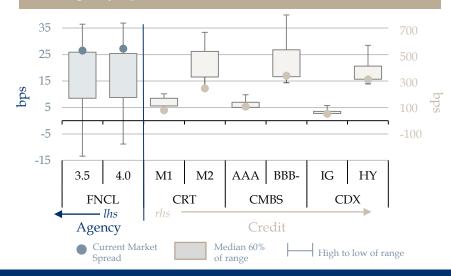
## ...but funding conditions will drive private market response

- Attractive ROEs expected to be available in multiple rate environments
- Regulatory proposals aim to relax funding conditions to support supply increase
- Fed unlikely to hike rates to pre-crisis levels

#### Quarterly Projected Fed Portfolio Runoff



#### Agency Spreads Attractive Relative to Credit (1)

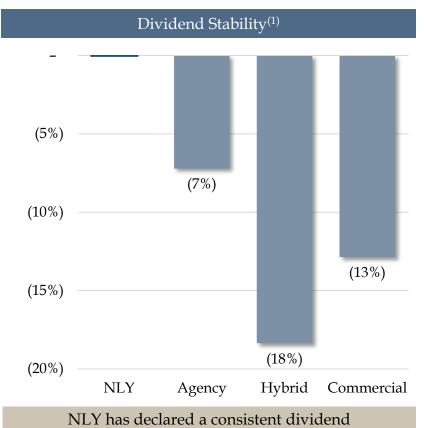


A well-diversified industry leader like Annaly should be in a superior position to provide the private market solution

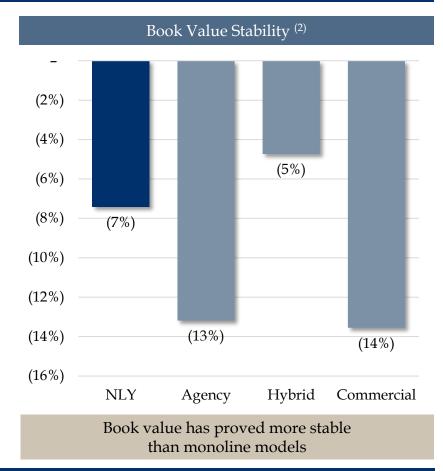
## Demonstrated Resiliency - Scaled Diversification Enhances Stability



As a result of the diversification strategy, Annaly has delivered consistent dividends and stable book value



over the past 15 quarters



In addition, the diversification strategy has allowed Annaly to operate with a leverage profile that is nearly 20% lower than mREITs with pure play Agency strategies

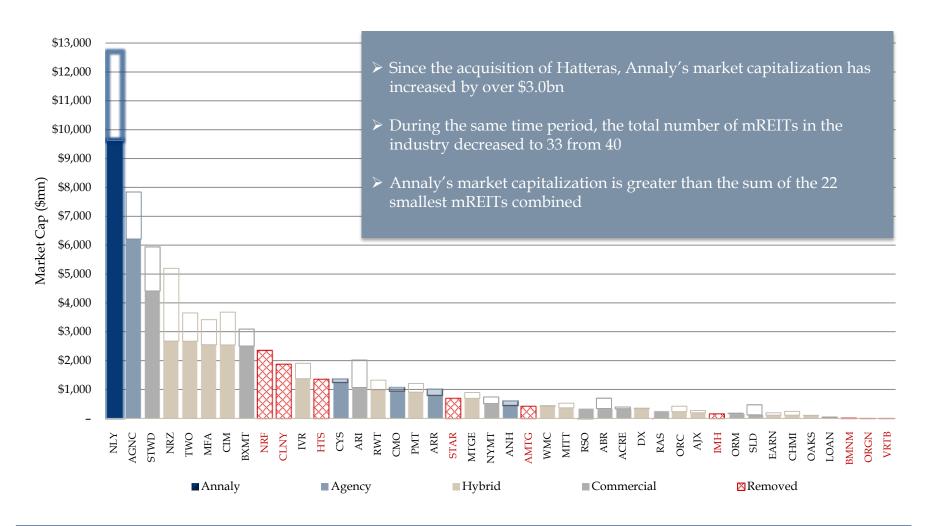
Source: Bloomberg and Company filings. Includes all companies in the respective Agency, Hybrid, and Commercial sectors of the BBREMTG with market caps above \$200mm as of June 19, 2017.

Dividend Stability measures the change in dividend from Q4 2013 to Q1 2017.

Book Value Stability measures the change in book value from Q4 2013 to Q1 2017.

### Shifting Industry Landscape since Announcement of Hatteras Acquisition

#### ~20% fewer mortgage REITs with over ~\$14 billion higher industry market capitalization



## **Annaly's Outperformance**



### Annaly vs. Other Yield Sectors - Total Return



On a short-term and long-term basis, Annaly has continued to outperform the mREIT industry as well as the broader market and other yield oriented investment options

	Total Return Since:							
	Diversification Strategy (Since 1/1/14)	Past Two Years (Since 6/30/15)	2017 YTD (Since 1/1/17)					
<b>3</b> Annaly	80.7%	65.9%	28.3%					
mREITs	55.7%	37.5%	18.4%					
S&P	42.8%	24.1%	10.7%					
Asset Managers	26.2%	14.3%	11.7%					
MLPs	(21.8%)	(16.2%)	(6.4%)					
Utilities	43.7%	30.4%	4.3%					
Banks	46.8%	27.8%	3.9%					

### Annaly is a Market Leading Yield Manufacturer



### Of the top 15 dividend paying financial companies (1), Annaly has generated the highest total return in 2017 YTD

				Dividends Paid		
			Market Cap	(\$mm)	Total Return	
Rank IPO Date		Company Name	6/19/2017	5 Years	2017 YTD	Employees
1	12/10/1962	Wells Fargo	\$271,055	\$40,701	(0%)	273,000
2	3/5/1969	JP Morgan	\$312,895	\$36,634	3%	246,345
3	6/5/1979	Bank of America	\$237,950	\$15,619	9%	208,573
4	N/A	US Bancorp	\$88,595	\$10,004	3%	71,191
5	12/13/1993	Simon Property	\$49,631	\$8,759	(9%)	5,000
6	4/4/2000	MetLife	\$58,090	\$7,846	0%	58,000
7	10/7/1997	Annaly Capital Management	\$12,697	\$7,759	28%	159
8	5/4/1999	Goldman Sachs	\$92,555	\$7,595	(5%)	34,100
9	8/11/1993	Equity Residential	\$25,014	<b>\$7,</b> 570	7%	2,700
10	9/30/1999	BlackRock	\$69,930	\$7,034	14%	13,000
11	7/7/1983	Public Storage	\$36,817	\$6,536	(3%)	5,500
12	N/A	PNC Financial Services	\$59,902	\$6,238	7%	49,671
13	3/24/1993	Chubb	\$68,689	\$5,838	12%	31,000
14	5/18/1977	American Express	\$73,183	\$5,574	11%	56,400
15	2/24/1984	Welltower Inc.	\$27,920	\$5,503	17%	466
		Average:	\$98,995	\$11,947	6%	70,340

Legend S&P Financials Mortgage REITs Property REITs

Source: Bloomberg and Company Filings. Market cap and total return data as of June 19, 2017.

Note: Dividend data as of quarter ended March 31, 2017. Rank based on dividends paid over the last 5 years. Number of employees is based on Bloomberg data as of June 19, 2017, except for Annaly which is based on internal data as of June 19, 2017.

### Annaly Stability and Management Ownership vs. mREIT Industry



In addition to producing superior book value and dividend stability, Annaly's management team has significantly increased ownership in the Company, tying decisions to performance and shareholder value

		MANNALY.	Agency	Hybrid	Commercial
	Book Value Decline	(7%)	(13%)	(5%)	(14%)
Resiliency	Dividend Decline	None	(7%)	(18%)	(13%)
	# of Dividend Cuts/% of Co's that Cut	None	17/80%	25 / 75%	6/38%

Ownership (1)

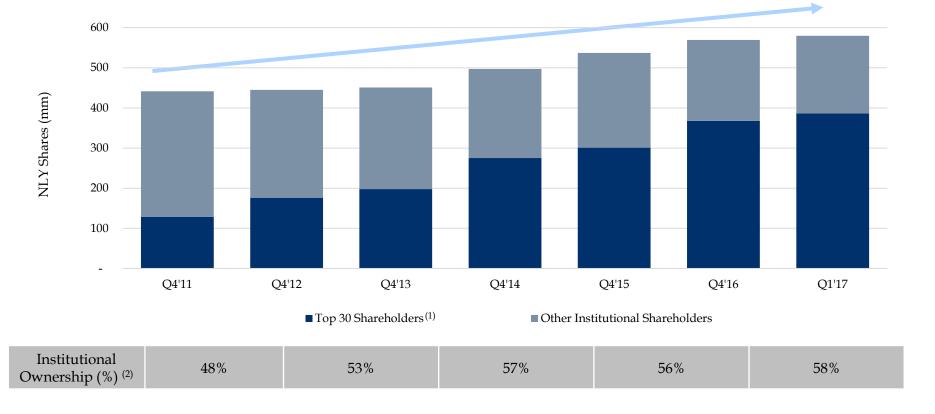
	% of Management Teams that Sold Stock	None	100%	73%	100%
vnership	% of Co's with CEO Sales	None	80%	67%	57%
5	Open Market: Purchases vs. Sales	100%	9%	52%	12%

### Annaly's Outperformance Supported by Growth in Institutional Sponsorship



Annaly's institutional shareholder base has increased in size and breadth as the company has continued to outperform as well as engage in a comprehensive marketing campaign

- Institutional ownership has increased by over 20% with over 300 new shareholders since Q4'13
- During this time, the Top 30 Shareholders have increased their share ownership by 95% (1)
- Within the institutional shareholder base, the number of international shareholders has increased by ~15% since Q4′13



Source: FactSet data as of March 31, 2017 filings.

<sup>(1) &#</sup>x27;Top 30 Shareholders' denotes Top 30 NLY shareholders as of March 31, 2017. 27 of the Top 30 NLY shareholders initiated positions prior to or during Q4'13, while the remaining 3 have initiated positions in NLY since that time.

<sup>(2)</sup> Institutional ownership percentage represents the total NLY shares owned by institutional investors divided by NLY shares outstanding as of quarter end for each respective period.

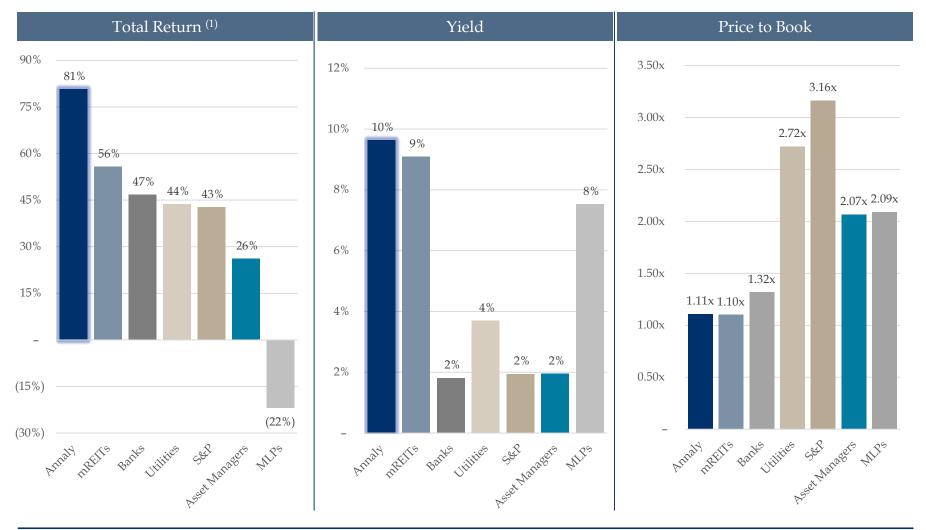
## **Re-Evaluation of Valuation**



### Annaly vs. Other Yield Sectors – Relative Valuation



# Annaly's performance and yield profiles are superior to other yield asset classes, yet valuation still lags the other yield sectors



Source: Bloomberg, mREITs represent BBREMTG. Banks represent the KBW Bank Index. Utilities represent the Russell 3000 Utilities Index. S&P represent the SPX Index. Asset Managers represent the S&P 500 Asset Management and Custody Bank Index. MLPs represent the Alerian MLP Index.

Note: Market Data as of June 19, 2017. Financial data as of Q1 2017.

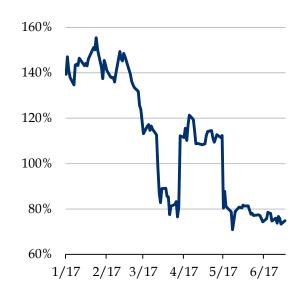
### Annaly Valuation | Methodology Review



As valuations converge in the mREIT sector, it becomes an opportune time to reexamine valuation methodologies

We believe there is a lack of meaningful valuation differentiation among mREITs...

mREIT P/B Range (max vs. min %Δ)



... resulting from limited approaches to valuing mREITs...

#### **Current Valuation Approach**

#### Includes

- Price to Book Multiples
- Dividend Yields

#### **Excludes**

- Unique Investment Channels
- Diversification
- Relative Risk
- Cost of Capital
- Performance & Track Record
- Franchise Value

...despite differentiation between value drivers

#### **Factors That Impact Relative Value**

- Alpha
- Stability of Total Return (Book Value + Dividends)
- Margins & Operating Efficiency
- Diversification & Scalability
- Market Beta
- Availability of Funding & Liquidity
- Industry Relative Value to Other Sectors
- Industry Leadership Premium

#### A New Approach

### Our New Approach to Valuation



#### Reviewing key factors which drive performance when analyzing relative value

Stability of Book Value & Dividend

- 15 consecutive quarters of stable dividends declared
- More stable book value than the agency mREIT average (1)

Liquidity and Financing Availability

Numerous sources of funding

 Low cost of capital given liquidity and implicit guarantee

Diversification & Flexibility of Capital Allocation

- 30 investment options across four core investment groups
- Potential to generate strong returns and alpha in a variety of business cycles

Low Beta & Market Risk

- Low stock price correlation to the S&P 500
- Cyclical and countercyclical
- Lowest average beta across yield sectors <sup>(2)</sup>

High Margins

 More efficient, consistent earnings generation than other yield sectors

Relative Valuation

 Meaningful discount across traditional valuation metrics compared to other yield manufacturers and industry leaders

#### Academic Methodology

- Dividend Discount Models
- Discounted Cash Flow Valuations
- Enterprise Value Added Models

#### Market Methodology

- Sum of the Parts Valuation
- Industry Leader Premium
- Alpha

### Relative Value Comparison



Annaly trades at a relative discount to other yield producing sectors despite outperforming across operating and performance metrics

		Annaly	mREITs	S&P	Asset Managers	MLPs	Utilities	Banks
nu es	Price to Book	1.11x	1.10x	3.16x	2.07x	2.09x	2.27x	1.32x
Valuation Multiples	Price to Earnings	9.8x	9.7x	21.8x	17.0x	22.2x	18.9x	15.4x
Σ×	Dividend Yield	9.6%	9.5%	2.0%	2.1%	7.7%	3.8%	2.0%
18 7 &	Operating Margin <sup>(1)</sup>	60%	58%	13%	28%	12%	15%	29%
Operating Efficiency & Risk	Leverage <sup>(2)</sup>	6.1x	6.4x	3.2x	7.3x	2.9x	3.6x	8.7x
OJ	Beta <sup>(3)</sup>	0.5	0.8	1.0	1.3	1.2	0.9	1.2
se	ROE	11.1%	11.8%	16.8%	14.7%	13.1%	9.9%	9.0%
Enterprise Value Added	Cost of Equity <sup>(4)</sup>	6.1%	8.0%	9.5%	11.6%	10.9%	8.4%	10.7%
En	EVA Spread <sup>(5)</sup>	5.1%	3.9%	7.3%	3.1%	2.2%	1.5%	(1.7%)

Undervalued / More Efficient

EVA Spread Calculated as the ROE minus the Cost of Equity.

Overvalued / Less Efficient

Source: Bloomberg, Company Financials. Operating Margin and ROE figures based on trailing 12 month financials. Market data as of June 19, 2017.

Note: mKEITs represent BBREMTG. S&P represent the SX Index. Asset Management and Custody Bank Index. MLPs represent the Alerian MLP Index. Utilities represent the Russell 3000 Utilities Index. Banks represent the KBW Bank Index.

Annaly Operating margin defined as (trailing 12 month net interest income - trailing 12 month operating expense) / trailing 12 month interest income. Bloomberg OPER\_MARGIN field used for indices.

Annaly Leverage is defined as QI 2017 Economic Leverage. Bloomberg FNCL\_LVRG field minus 1, making it a measure of debt to equity, used for indices. Companies with >50x leverage excluded.

Beta refers to the Bloomberg BETA\_ADJ\_OVERRIDABLE field, calculated over a 2 year period as of June 19, 2017. SPX Index is used as the relative index for the beta calculation.

Cost of Equity refers to the Bloomberg WACC\_COST\_EQUITY field which derives the cost of equity based on the Capital Asset Pricing Model methodology.

### What Else Makes Annaly Unique



Market Leader

 Leading First Mover in Capital Markets, Financing Alternatives and Industry Strategy Gender and Ethnic Diversity

 ~50% of the Firm - Female or Ethnically Diverse <sup>(1)</sup>

Shared Capital Model

 Strong Risk Management and Shareholder Alignment

Culture

 88% Favorable Rating in Firm Pride and Engagement – Precursor to Organizational Success (2)

Employee Stock Ownership Guidelines

 Over 40% of Employees Have Been Asked to Purchase Annaly Stock

Compensation

 Pay for Performance; Robust Talent Assessment Process

Talent Development  Employee Training for 100% of the Firm through Six Programs Maximizing Shareholder Value  Market Cap Increased by over \$3.0 Billion since Hatteras Acquisition Announcement

Note: Market data as of June 19, 2017.

<sup>(1)</sup> As permitted by the Equal Employment Opportunity Commission, diversity composition was obtained from self-identification and visual observation when employee declined to self-identify. Ethnically diverse represents all non-white ethnicities.

Source: Annaly Internal Survey.

### Annaly Has Outperformed the S&P and Other Equity Yield Investments



#### Annaly's current investment team has outperformed other yield options since 2014

