



NEWS RELEASE

CareTrust REIT, Inc. Announces Pricing of Upsized Public Offering of Common Stock

2025-08-12

SAN CLEMENTE, Calif.--(BUSINESS WIRE)-- CareTrust REIT, Inc. (NYSE: CTRE) ("CareTrust REIT" or the "Company") announced the pricing of its upsized underwritten public offering of 20,000,000 shares of common stock at a price to the public of \$32.00 per share. The offering is expected to close on August 14, 2025, subject to customary closing conditions. In connection with the offering, the Company has granted the underwriters a 30-day option to purchase up to an additional 3,000,000 shares of common stock.

The Company intends to contribute the net proceeds to CTR Partnership, L.P., its operating partnership, which will in turn use the proceeds from this offering to fund new investments and repay the borrowings outstanding on its revolving credit facility.

J.P. Morgan, BofA Securities and RBC Capital Markets are acting as joint lead book-running managers for the offering. BMO Capital Markets, KeyBanc Capital Markets, Morgan Stanley and Wells Fargo Securities are also acting as joint book-running managers for the offering. Huntington Capital Markets, M&T Securities and Raymond James are acting as co-managers for the offering.

A shelf registration statement (including prospectus) relating to the Company's common stock was previously filed with the Securities and Exchange Commission (the "SEC") and was automatically effective upon filing.

This offering may only be made by means of a prospectus supplement and the accompanying prospectus. A copy of the preliminary prospectus supplement relating to this offering was filed with the SEC on August 12, 2025, and a final prospectus supplement relating to the offering will be filed with the SEC. A copy of the final prospectus supplement, when available, and accompanying prospectus relating to the offering may be obtained from J.P.

Morgan Securities LLC, c/o: Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, NY 11717 or by email at prospectus-eq_fi@jpmchase.com and postsalemanualrequests@broadridge.com; BofA Securities, Inc., Attention: Prospectus Department, NC1-022-02-25, 201 North Tryon Street, Charlotte, North Carolina 28255-0001, or by email at dg.prospectus_requests@bofa.com; or RBC Capital Markets, LLC, 200 Vesey Street, 8th Floor, New York, NY 10281-8098, Attention: Equity Syndicate, by telephone at 877-822-4089, or by email at equityprospectus@rbccm.com. You may also obtain a copy of the preliminary prospectus supplement and accompanying prospectus and, when available, the final prospectus supplement and accompanying prospectus, without charge, by visiting the SEC's website at <http://www.sec.gov>.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy these securities, nor shall there be any offer, solicitation or sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About CareTrust REIT™

CareTrust REIT, Inc. is a self-administered, publicly-traded real estate investment trust engaged in the ownership, acquisition, development and leasing of skilled nursing, seniors housing and other healthcare-related properties. With a portfolio of long-term net-leased properties spanning the United States and United Kingdom, and a growing portfolio of quality operators leasing them, CareTrust is pursuing both external and organic growth opportunities across the US and internationally.

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Source: CareTrust REIT, Inc.