UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: May 4, 2022 (Date of earliest event reported)

VERIS RESIDENTIAL, INC.

(Exact name of Registrant as specified in its charter)

Maryland

(State or other jurisdiction of incorporation)

22-3305147

(I.R.S. Employer Identification No.)

Harborside 3, 210 Hudson St., Ste. 400, Jersey City, New Jersey 07311

(Address of Principal Executive Offices) (Zip Code)

(732) 590-1010

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
	Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
Sec	urities Registered Pursuant to Section 12(b) of the Act:

1-13274

(Commission File No.)

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01	VRE	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 ($\S 230.405$ of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 ($\S 240.12b-2$ of this chapter). Emerging growth company \square

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

Item 2.02 Results of Operations and Financial Condition

On May 4, 2022, Veris Residential, Inc. (the "Company") issued a press release announcing its financial results for the first quarter 2022. A copy of the press release is attached hereto as Exhibit 99.2.

Item 7.01 Regulation FD Disclosure

For the quarter ended March 31, 2022, the Company hereby makes available supplemental data regarding its operations, as well as its multifamily real estate platform. The Company is attaching such supplemental data as Exhibit 99.1 to this Current Report on Form 8-K.

In connection with the foregoing, the Company hereby furnishes the following documents:

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Number	Exhibit Title
99.1	First Quarter 2022 Supplemental Operating and Financial Data.
99.2	First Quarter 2022 earnings press release of Veris Residential, Inc.
	dated May 4, 2022.
104.1	The cover page from this Current Report on Form 8-K, formatted in
	Inline XBRL.

The information included in this Current Report on Form 8-K (including the exhibits hereto) is being furnished under Item 2.02, "Results of Operations and Financial Condition," Item 7.01, "Regulation FD Disclosure" and Item 9.01 "Financial Statements and Exhibits" of Form 8-K. As such, the information (including the exhibits) herein shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. This Current Report (including the exhibits hereto) will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Chief Executive Officer VERIS RESIDENTIAL, INC.

Date: May 4, 2022 By: /s/ MAHBOD NIA

Mahbod Nia

Chief Executive Officer

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Chief Financial Officer

Date: May 4, 2022 By: <u>/s/ AMANDA LOMBARD</u>

Amanda Lombard Chief Financial Officer

EXHIBIT INDEX

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Forward-Looking Statements

The Company considers portions of this information, including the documents incorporated by reference, to be forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in Section 21E of such act. Such forward-looking statements relate to, without limitation, our future economic performance, plans and objectives for future operations and projections of revenue and other financial items. Forward-looking statements can be identified by the use of words such as "may," "will," "plan," "potential," "projected," "should," "expect," "anticipate," "estimate," "target", "continue" or comparable terminology. Forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which we cannot predict with accuracy and some of which we might not even anticipate. Although the Company believes that the expectations reflected in such forward-looking statements are based upon reasonable assumptions at the time made, the Company can give no assurance that such expectations will be achieved. Future events and actual results, financial and otherwise, may differ materially from the results discussed in the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements.

In addition, the extent to which the ongoing COVID-19 pandemic impacts us and our tenants and residents will depend on future developments, which are highly uncertain and cannot be predicted with confidence, including the scope, severity and duration of the pandemic, the actions taken to contain the pandemic or mitigate its impact, and the direct and indirect economic effects of the pandemic and containment measures, among others.

Among the factors about which the Company has made assumptions are:

- risks and uncertainties affecting the general economic climate and conditions, which in turn may have a negative effect on the fundamentals of the Company's business and the financial condition of the Company's tenants and residents;
 the value of the Company's real estate assets, which may limit the Company's ability to dispose of assets at attractive prices or obtain or maintain debt financing secured by our
- properties or on an unsecured basis; the extent of any tenant bankruptcies or of any early lease terminations
- the Company's ability to lease or re-lease space at current or anticipated rents;
- changes in the supply of and demand for the Company's properties; changes in interest rate levels and volatility in the securities markets;
- the Company's ability to complete construction and development activities on time and within budget, including without limitation obtaining regulatory permits and the availability and cost of materials, labor and equipment;
- the Company's ability to attract, hire and retain qualified personnel;
- forward-looking financial and operational information, including information relating to future development projects, potential acquisitions or dispositions, leasing activities, capitalization rates and projected revenue and income;
- changes in operating costs;
- the Company's ability to obtain adequate insurance, including coverage for natural disasters and terrorist acts;
 the Company's credit worthiness and the availability of financing on attractive terms or at all, which may adversely impact our ability to pursue acquisition and development opportunities and refinance existing debt and the Company's future interest expense; - changes in governmental regulation, tax rates and similar matters; and
- other risks associated with the development and acquisition of properties, including risks that the development may not be completed on schedule, that the tenants or residents will not take occupancy or pay rent, or that development or operating costs may be greater than anticipated.

For further information on factors which could impact us and the statements contained herein, see Item 1A: Risk Factors in Veris Residential, Inc.'s ("VRE") Annual Report on Form 10-K for the year ended December 31, 2021. We assume no obligation to update and supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

This Supplemental Operating and Financial Data is not an offer to sell or solicitation to buy any securities of VRE. Any offers to sell or solicitations of VRE shall be made by means of a Prospectus. The information in this Supplemental Package must be read in conjunction with, and is modified in its entirety by, the Quarterly Report on Form 10-Q (the "10-Q") filed by VRE for the same period with the Securities and Exchange Commission (the "SEC") and all of the VRE's other public filings with the SEC (the "Public Filings"). In particular, the financial information contained herein is subject to and qualified by reference to the financial statements contained in the 10-Q, the footnotes thereto and the limitations set forth therein. Investors may not rely on the Supplemental Package without reference to the 10-Q and the Public Filings. Any investors' receipt of, or access to, the information contained herein is

This Supplemental Operating and Financial Data should be read in connection with the Company's first quarter 2022 earnings press release (included as Exhibit 99.2 of the Company's Current Report on Form 8-K, filed on May 4, 2022), as certain disclosures, definitions and reconciliations in such announcement have not been included in this Supplemental Operating

Information About FFO, Core FFO, AFFO, NOI, Adiusted EBITDA & EBITDAre

Funds from operations ("FFO") is defined as net income (loss) before noncontrolling interests of unitholders, computed in accordance with generally accepted accounting principles ("GAAP"), excluding gains or losses from depreciable rental property transactions (including both acquisitions and dispositions), and impairments related to depreciable rental property transactions (including both acquisitions and dispositions), and impairments related to depreciable rental property plus real estate-related depreciation and amortization. The Company believes that FFO per share is helpful to investors as one of several measures of the performance of an equity REIT.

The Company further believes that as FFO per share excludes the effect of depreciation, gains (or losses) from property transactions and impairments related to depreciable rental property (all of which are based on historical costs which may be of limited relevance in evaluating current performance), FFO per share can facilitate comparison of operating

FFO per share should not be considered as an alternative to net income available to common shareholders per share as an indication of the Company's performance or to cash flows as a measure of liquidity. FFO per share presented herein is not necessarily comparable to FFO per share presented by other real estate companies due to the fact that not all real estate companies use the same definition. However, the Company's FFO per share is comparable to the FFO per share of real estate companies that use the current definition of the National Association of Real Estate Investment Trusts ("NAREIT"). A reconciliation of net income per share to FFO per share is included in the financial tables above.

Core FFO is defined as FFO, as adjusted for items that may distort the comparative measurement of the Company's performance over time. Adjusted FFO ("AFFO") is defined as Core FFO less (i) recurring tenant improvements, leasing commissions and capital expenditures, (ii) straight-line rents and amortization of acquired above/below-market leases, net, and (iii) other non-cash income, plus (iv) other non-cash charges. Core FFO and AFFO are both non-GAAP financial measures that are not intended to represent cash flow and are not indicative of cash flows provided by operating activities as determined in accordance with GAAP. Core FFO and AFFO are presented solely as supplemental disclosures that the Company's management believes provides useful information regarding the Company's operating performance and its ability to fund its dividends. There are not generally accepted definitions established for Core FFO or AFFO. Therefore, the Company's measures of Core FFO and AFFO may not be comparable to the Core FFO and AFFO reported by other REITs. A reconciliation of net income to Core FFO and AFFO are included in the financial tables above.

Net operating income ("NOI") represents total revenues less total operating expenses, as reconciled to net income above. Same Store GAAP NOI and Same Store Cash NOI are reconciled to Total Property Revenues. The Company considers NOI, Same Store GAAP NOI, and Same Store Cash NOI to be meaningful non-GAAP financial measures for making decisions and assessing unlevered performance of its property types and markets, as it relates to total return on assets, as opposed to levered return on equity. As properties are considered for sale and acquisition based on NOI estimates and projections, the Company utilizes this measure to make investment decisions, as well as compare the performance of its assets to those of its property types and markets, as it relates to total return on assets, as opposed to levered return on equity. As properties are considered for sale and acquisition based on NOI estimates and projections, the Company utilizes this measure to make investment decisions, as well as compare the performance of its assets to those of its property types and markets, as it relates to total return on assets, as opposed to levered return on equity. As properties are considered for sale and acquisition based on NOI estimates and projections, the Company utilizes this measure to make investment decisions, as well as compare the performance of its assets to those of its property types and markets, as it relates to total return on assets, as opposed to levered return on equity. As properties are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are considered for sale and acquisition based on NOI estimates are co individual assets being measured and assessed.

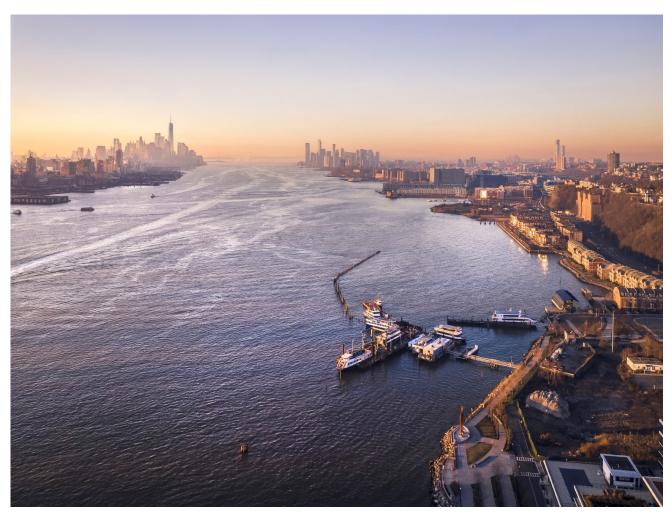
individual assets being measured and assessed.

Same Store includes specific properties, which represent all in-service properties owned by the Company during the reported period, excluding properties sold, disposed of, held for sale, removed from service, or for any reason considered not stabilized, or being redeveloped or repositioned in the reporting period.

Adjusted EBITDA is a non-GAAP financial measure. The Company computes Adjusted EBITDA in accordance with what it believes are industry standards for this type of measure, which may not be comparable to Adjusted EBITDA reported by other REITs. The Company defines Adjusted EBITDA as Core FFO, plus interest expense, plus income tax expense, plus income (loss) in noncontrolling interest in consolidated joint ventures, and plus adjustments to reflect the entity's share of Adjusted EBITDA of unconsolidated joint ventures. The Company presents Adjusted EBITDA because the Company believes that Adjusted EBITDA, along with eash flow from operating activities, investing activities and financing activities, provides investors with an additional indicator of the Company's ability to incur and service debt. Adjusted EBITDA should not be considered as an alternative to net income (determined in accordance with GAAP), as an indication of the Company's financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP), as an indication of the Company's financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP), as an indication of the Company's financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP), as an indication of the Company's financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP).

in accordance with GAAP), as an indication of the Company's financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP), or as a measure of the Company's liquidity.

EBITDAre is a non-GAAP financial measure. The Company computes EBITDAre in accordance with standards established by the National Association of Real Estate Investment Trusts, or NAREIT, which may not be comparable to EBITDAre reported by other REITs that do not compute EBITDAre in accordance with the NAREIT definition, or that interpret the NAREIT definition differently than the Company does. The White Paper on EBITDAre approved by the Board of Governors of NAREIT in September 2017 defines EBITDAre as net income (loss) (computed in accordance with Generally Accepted Accounting Principles, or GAAP), plus interest expense, plus income tax expense, plus depreciation and amortization, plus (minus) losses and gains on the disposition of depreciated property, plus impairment write-downs of depreciated property and investments in unconsolidated joint ventures, plus adjustments to reflect the entity's share of EBITDAre of unconsolidated joint ventures. The Company presents EBITDAre, because the Company believes that EBITDAre, along with cash flow from operating activities, investing activities and financing activities, provides investors with an additional indicator of the Company's ability to incur and service debt. EBITDAre should not be considered as an alternative to net income (determined in accordance with GAAP), as an indication of the Company's financial performance, as an alternative to net cash flows from operating activities (determined in accordance with GAAP), or as a measure of the Company's liquidity.



Company Highlights

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Q1 2022 Highlights

The 6,691-unit operating multifamily portfolio and the Same Store 5,825-unit operating multifamily portfolio were 97.5% and 97.2% occupied, respectively, as of March 31, 2022

First quarter 2022, year-over-year and quarter-over-quarter Same Store NOI for the operating multifamily portfolio increased by 20.0% and 6.8%, respectively, reflecting higher occupancy, lower concessions and increasing market rents during the quarter

Multifamily Blended Net Rental Growth Rate¹ was 16% during the first quarter 2022
Haus25, a 750-unit property located in Jersey City, NJ commenced leasing on April 6, 2022 and was 29% leased as of May 1, 2022 with 216 new leases signed
On March 16, 2022, the Company entered into an off-market transaction to acquire The James, a Class-A

240-unit property located in Park Ridge, NJ for \$130 million, or a 4.0% cap rate

Completed the disposal of four land parcels located in West Windsor, Weehawken and Jersey City, NJ for \$129.5 million

Strengthened executive leadership with the appointments of Jeff Turkanis and Taryn Fielder as Chief Investment Officer and General Counsel, respectively

Q1 2022 Key Financial Metrics

	Three Months Ended			Three Mo	onths Ended
	March 31, 2022	December 31, 2021		March 31, 2022	December 31, 2021
Net Income / (Loss) per Diluted Share	(\$0.13)	(\$0.32)	Key Portfolio Statistics		
Core FFO per Diluted Share ⁽¹⁾	\$0.09	\$0.17	Multifamily Portfolio		
Weighted Average - Diluted Shares (2)	99,934,499	99,962,745	Operating Units	6,691	6,691
Total Equity	\$2.2 billion	\$2.4 billion	% Physical Occupancy	97.5%	96.6%
Total Debt	\$2.2 billion	\$2.4 billion	Average Rent per Home ⁽³⁾	\$3,103	\$2,974
Total Capitalization	\$4.5 billion	\$4.8 billion	In-Construction Units	750	750
Debt-to-Undepreciated Assets	44.9%	46.8%	Land Bank Units	7,257	7,257
Net Debt	\$2.1 billion	\$2.3 billion	Office Portfolio		
Annualized Adjusted EBITDA(1)	\$113,692	\$152,732	Square Feet of Office Space	4.3 million	4.9 million
Net Debt-to-Adjusted EBITDA	18.8x	15.3x	Consolidated In-Service Properties	6	7
Interest Coverage Ratio ⁽¹⁾	1.9x	2.4x	% Leased Office	73.3%	74.0%
			% Commenced Occupancy	66.7%	71.8%
			Cash Rental Rate Roll-Up/(Down)(4)	(11.7%)	2.5%
			GAAP Rental Rate Roll-Up/(Down) ⁽⁴⁾	(4.9%)	14.9%
			Average In-Place Rent per Square Foot	\$42.43	\$41.40

See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre". FFO is calculated in accordance with the definition of the National Association of Real Estate Investment Trusts (NAREIT). Interest Coverage Ratio is calculated as Adjusted EBITDA divided by interest expense. Includes any outstanding preferred units presented on a converted basis into common units, noncontrolling interests in consolidated joint ventures and redeemable noncontrolling interests. Q1 2022 is based on 6,691 units including three recently stabilized properties. Q4 2021 is based on 5,825 units, which exclude three lease-up properties stabilized during the quarter. Cash Rental Rate Roll-Up is the change in starting rent for applicable signed lease transactions in the period compared to the last month's rent for the prior space leased. GAAP Rental Rate Roll-Up is the change in average monthly rent for applicable signed lease transactions in the period compared to the average monthly rent for the prior space leased.

Components of Net Asset Value – Multifamily

\$ in thousands

Real Estate Portfolio - Multifamily

Operating Multifamily NOI (Q1 Annualized)(1)	Total	At Share
New Jersey Waterfront	\$85,576	\$73,037
Massachusetts	21,452	21,452
Other	16,648	10,717
Lease-up Properties stabilized in Q4 2021 ⁽²⁾	19,384	14,834
Haus25 ⁽³⁾ (Stabilized NOI)	28,098	28,098
Total Multifamily NOI	\$171,158	\$148,138
Commercial (Q1 Annualized)	4,003	2,500
Hotels (Q1 Annualized)	(4,076)	(4,076)
Total NOI	\$171,085	\$146,562

Multifamily Land Value

Gross Estimated Proceeds from Land Sales ⁽⁴⁾	\$125,500
Estimated Value of Land ⁽⁵⁾	\$272,642

Other Assets

Cash and Cash Equivalents	\$8,630
Restricted Cash	19,808
Other Assets	43,579
Subtotal Other Assets	\$72,017

Liabilities

Operating - Consolidated Debt at Share	\$1,436,978
Operating - Unconsolidated Debt at Share	314,118
In-Construction - Wholly Owned Debt	269,083
In-Construction - Unfunded Wholly Owned Debt	30,917
Hotels Debt	89,000
Other Liabilities	51,937
Subtotal Liabilities	\$2,192,033

Other Considerations

Rockpoint Interest	\$472,210

Outstanding Shares

Common Shares (Outstanding as of March 31, 2022)	99,918,144
Fully Diluted Shares for Q1 2022	99,934,499

Notes: See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre". Net Asset Value ("NAV") is the metric represents the net projected value of the Company's interest after accounting for all priority debt and equity payments.

The metric includes capital invested by the Company, Excludes other unconsolidated JV.

Please see Operating Portfolio - Multifamily details for breakdown.

Includes A laren Devices Poursprotein and The Upton.

See In-Construction Portfolio details for costs.

Includes 4 land parcel sold post March 31, 2022 and under contract.

Based on 5,009 potential units.

Components of Net Asset Value – Other

Real Estate Portfolio - Office

Office NOI (Q1 Annualized)	Total	At Share
Waterfront ⁽¹⁾	\$27,948	\$27,948
Suburban	4,564	4,564
Hotel	(3,252)	(1,628)
Total GAAP NOI ⁽²⁾	\$29,260	\$30,884
Less: straight-lining of rents adj. and ASC 805	224	222
Total Cash NOI ⁽³⁾	\$29,036	\$30,662

Office Sales / Land Value

Gross Proceeds from Office Sale ⁽⁴⁾	\$380,000
Estimated Value of Land ⁽⁵⁾	94,008

Other Assets

Cash and Cash Equivalents	\$17,508
Restricted Cash	1,345
Other Assets	144,156
Subtotal Other Assets	\$163,009

Liabilities

Revolving Credit Facility	\$78,000
Consolidated Property Debt	250,000
Unconsolidated Property Debt at Share	50,000
Other Liabilities	57,928
Subtotal Liabilities	\$435,928

Other Considerations

Preferred Equity / LP Interest	40,302

Outstanding Shares

Common Shares (Outstanding as of March 31, 2022)	99,918,144
Fully Diluted Shares for Q1 2022	99,934,499

Notes: See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre". Net Asset Value ("NAV") is the metric represents the net projected value of the Company's interest after accounting for all priority debt and equity payments. The metric includes capital invested by the Company. Excludes other unconsolidated JV.

Excludes annualized Q1 Cash NOI from 111 River Street sold during the quater and a property in Jersey City, NJ under contract as of March 31, 2022.

The aggregates sum of property-level revenue, straight-line and ASC 805 adjustments over the given time period; less: operating expense, real estate taxes and utilities over the same store portfolio.

The aggregate sum of: property-level revenue, excluding straight-line and ASC 805 adjustments over the given time period; less: operating expense, real estate taxes and utilities over the same store portfolio.

Excludes prepayment costs of up to \$15 \text{ milion}\$ is milion.

Extended annualized Q1 Cash NOI from 111 River Street sold during the quater and a property.

Disposition Activity

Office

§ in thousands (incl. per unit values) except per SF

		Transaction	Number of		Percentage	Gross Asset	Price per
	Location	Date	Buildings	SF	Leased	Value ⁽¹⁾	SF
Q1 2022 Dispositions							
111 River Street	Hoboken, NJ	01/21/22	1	566,215	81.3%	\$210,000	\$371
Total Q1 2022 Dispositions			1	566,215	81.3%	\$210,000	\$371

Land

	Location	Transaction Date	Gross Asset Value ⁽¹⁾
Q1 2022 Dispositions	Location	Date	v arue.
Palladium Residential Land	West Windsor, NJ	03/22/22	\$24,250
Palladium Commercial Land	West Windsor, NJ	03/22/22	5,250
Total Q1 2022 Dispositions			\$29,500
Q2 2022 Dispositions to Date			
PI Park	Weehawken, NJ	04/15/22	\$30,000
Urby II / III	Jersey City, NJ	04/21/22	70,000
Total Q2 2022 Dispositions to Date			\$100,000

^{1.} Dispositions list gross sales proceeds at 100% ownership level.

Same Store Performance

\$ in thousands (unaudited)

Multifamily Same Store(1)

	Three Months Ended March 31,				Sequenti	al		
	2022	2021	Change	%	Q1 2022	Q4 2021	Change	%
Total Property Revenues (GAAP)	\$44,414	\$38,891	\$5,523	14.2%	\$44,414	\$42,679	\$1,735	4.1%
Real Estate Taxes	6,483	5,912	571	9.7%	6,483	5,813	670	11.5%
Payroll	3,148	2,808	340	12.1%	3,148	3,316	(168)	(5.1%)
Repairs & Maintenance	3,146	2,834	312	11.0%	3,146	3,456	(310)	(9.0%)
Utilities	1,511	1,687	(176)	(10.4%)	1,511	1,248	263	21.1%
Insurance	1,085	880	205	23.3%	1,085	890	195	21.9%
Marketing	802	1,182	(380)	(32.1%)	802	1,176	(374)	(31.8%)
Management Fees & Other	1,854	1,605	249	15.5%	1,854	2,072	(218)	(10.5%)
Total Property Expenses	18,029	16,908	1,121	6.6%	18,029	17,971	58	0.3%
Same Store GAAP NOI(2)	\$26,385	\$21,983	\$4,402	20.0%	\$26,385	\$24,708	\$1,677	6.8%
Total Units	5,825	5,825	-	-	5,825	5,825	-	-
% Ownership	83.9%	83.9%	-	-	83.9%	83.9%	-	-
% Occupied - Quarter End	97.2%	89.8%	7.4%	-	97.2%	96.5%	0.7%	-

[|] Notes: See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre".
| 1. Values represent the Company's pro rata ownership of operating portfolio.
| 2. Aggregate property-level revenue over the given period; less: operating expense, real estate taxes and utilities over the same period for the same store portfolio.

Balance Sheet s in thousands (unaudited)

		March 31,			December 31, 2021
	ltifamily	Office	Elim. / Other	Total	
Rental property Land and leasehold interests	\$327,483	\$21,023	į	\$348,506	\$348,505
	2,060,674	620,730	_	2,681,404	2,682,223
Buildings and improvements	7,168	101,005	7	108,173	106,654
Tenant improvements	94,755	6,935	-	101,690	100,034
Furniture, fixtures and equipment		,	_		
Land and improvements held for development	136,103	6,775	=	142,878	144,705
Development and construction in progress	535,787	190,812		726,599	694,768
	3,161,970	947,280	-	4,109,250	4,076,866
Less – accumulated depreciation and amortization	(218,851)	(387,774)	-	(606,625)	(583,416)
	2,943,119	559,506	-	3,502,625	3,493,450
Rental property held for sale, net	146,881	265,177	-	412,058	618,646
Net Investment in Rental Property	3,090,000	824,683	-	3,914,683	4,112,096
Cash and cash equivalents	8,630	17,508	-	26,138	31,754
Restricted cash	19,808	1,345	-	21,153	19,701
Investments in unconsolidated joint ventures	135,116	_	-	135,116	137,772
Unbilled rents receivable, net	4,290	48,871	_	53,161	72,285
Deferred charges, goodwill and other assets, net(1)(2)	37,277	95,064	(25,000)	107,341	151,347
Accounts receivable	2,012	221		2,233	2,363
Total Assets	\$3,297,133	\$987,692	(\$25,000)	\$4,259,825	\$4,527,318
LIABILITIES & EQUITY			(4-0,000)		
Revolving credit facility	_	78,000	_	78,000	148,000
Mortgages, loans payable and other obligations, net	1,859,837	249,106	_	2,108,943	2,241,070
Note payable to affiliate	25,000	_	(25,000)	_	
Dividends and distributions payable		132		132	384
Accounts payable, accrued expenses and other liabilities	47,226	42,754	_	89,980	134,977
Rents received in advance and security deposits	9,242	15,033	_	24,275	26,396
Accrued interest payable	4,279	903	_	5,182	5,760
Total Liabilities	1,945,584	385,928	(25,000)	2,306,512	2,556,587
Commitments and contingencies	1,5 10,001	202,720	(20,000)	2,000,012	2,000,007
Redeemable noncontrolling interests	472,210	40,302	_	512,512	521,313
Total Stockholders'/Members Equity	839,668	436,013	_	1,275,681	1,281,982
Noncontrolling interests in subsidiaries:	,			,,	, , , ,
Operating Partnership	_	125,700	-	125,700	127,053
Consolidated joint ventures	39,671	(251)	_	39,420	40,383
Total Noncontrolling Interests in Subsidiaries	\$39,671	\$125,449	_	\$165,120	\$167,436
Total Equity	\$879,339	\$561,462		\$1,440,801	\$1,449,418
Total Liabilities and Equity	\$3,297,133	\$987,692	(\$25,000)	\$4,259,825	\$4,527,318

^{1.} Includes mark-to-market lease intangible net assets of \$10,865 and mark-to-market lease intangible net liabilities of \$357 as of Q1 2022.

1. Includes Prepaid Expenses and Other Assets attributable to Multifamily of \$24,091 as follows: (i) deposits of \$11,551, (ii) other receivables of \$3,393, (iii) other prepaids/assets of \$7,253, and (iv) prepaid taxes of \$1,894.

Income Statement - Quarterly Comparison

\$ in thousands		

REVENUES	Multifamily	Q1 2022 Office Less: Disc. Ops	Total	Q1 2021
Revenue from leases:	Mulinami	Office Bess. Disc. Ops	Total	
Base rents	\$39,440	\$21,887	\$61,327	\$61,620
Escalations and recoveries from tenants	1,000	3,481 -	4,481	4,151
Real estate services	910	,	910	2,527
Parking income	2,983	1,194 –	4,177	3,086
Hotel income	1,417	· – –	1,417	1,053
Other income	767	26,020 -	26,787	3,656
Total revenues	\$46,517	\$52,582 -	\$99,099	\$76,093
EXPENSES	410,021		422,022	4.0,0.0
Real estate taxes	7,907	4,787 -	12,694	11,831
Utilities	1,979	1,954 –	3,933	4,092
Operating services	11,156	7,375 -	18,531	15,450
Real estate services expenses	2,328	35 –	2,363	3,318
General and administrative(1)	1,416	18,059 -	19,475	13,989
Depreciation and amortization	17,404	35 – 18,059 – 9,110 –	26,514	28,173
Land and other impairments	2,932		2,932	413
Total expenses	45,122	41,320 -	86,442	77,266
Operating Income (expense) OTHER (EXPENSE) INCOME	1,395	11,262	12,657	(1,173)
Interest expense	(12,263)	(2,762)	(15,025)	(17,610)
Interest and other investment income (loss)	1	157 –	158	17
Equity in earnings (loss) of unconsolidated joint ventures	(487)		(487)	(1,456)
Realized and unrealized gains (losses) on disposition	`	1,836 -	1,836	-
Gain on disposition of developable land	_	2,623 -	2,623	_
Gain (loss) from extinguishment of debt, net	_	(6,289)	(6,289)	_
Total other income (expense)	(12,749)	(4,435) -	(17,184)	(19,049)
Income from continuing operations	(11,354)	6,827 -	(4,527)	(20,222)
Income from discontinued operations		,	1	10,962
Realized gains (losses) on disposition	_		-	22,781
Total discontinued operations			-	33,743
Net Income	(11,354)	6,827 -	(4,527)	13,521
Noncontrolling interest in consolidated joint ventures	974	= =	974	1,335
Noncontrolling interests in Operating Partnership from continuing operations	_	898 –	898	2,305
Noncontrolling interests in Operating Partnership in discontinued operations	_		_	(3,067)
Redeemable noncontrolling interest	(6,016)	(421)	(6,437)	(6,471)
Net income (loss) available to common shareholders	(\$16,396)	\$7,304 -	(\$9,092)	\$7,623
Basic earnings per common share:	(4-0,000)	41,422	(4-,4)	41,020
Net income (loss) available to common shareholders			(\$0.13)	\$0.06
Diluted earnings per common share:				
Net income (loss) available to common shareholders			(\$0.13)	\$0.06
Basic weighted average shares outstanding			90,951,000	90,692,000
Diluted weighted average shares outstanding			99,934,000	99,760,000

FFO & Core FFO

\$ in thousands except per share and ratios (unaudited)

	2022	2021
Net income (loss) available to common shareholders	(\$9,092)	\$7,623
Add (deduct): Noncontrolling interest in Operating Partnership	(898)	(2,305)
Noncontrolling interests in discontinued operations	=	3,067
Real estate-related depreciation and amortization on continuing operations ⁽¹⁾	28,859	30,122
Real estate-related depreciation and amortization on discontinued operations	=	659
Continuing operations: Realized and unrealized (gains) losses on disposition of rental property, net	(1,836)	=
Discontinued operations: Realized and unrealized (gains) losses on disposition of rental property, net		(22,781)
Funds from operations ⁽²⁾	\$17,033	\$16,385
Add/(Deduct):		
(Gain)/Loss from extinguishment of debt, net	6,289	_
Dead deal and other post-sale items in other income/expense	_	(1,717)
Land and other impairments	2,932	413
(Gain) on disposition of developable land	(2,623)	_
CEO and related management changes costs	_	2,089
Severance/Rebranding costs	7,642	1,045
Lease breakage fee, net	(22,664)	<u> </u>
Core FFO	\$8,609	\$18,215
Diluted weighted average shares/units outstanding ⁽⁶⁾	99,934,000	99,760,000
Funds from operations per share-diluted	\$0.17	\$0.16
Core Funds from Operations per share/unit-diluted	\$0.09	\$0.18
Dividends declared per common share	\$0.00	\$0.00

Three Months Ended March 31,

AFFO & Adjusted EBITDA s in thousands, except per share amounts and ratios (unaudited)

\$ in thousands, except per share amounts and ratios (unaudited)		
	Three Months Ended 1 2022	March 31, 2021
Core FFO (calculated on previous page)	\$8,609	\$18,215
Add (Deduct) Non-Cash Items:		
Straight-line rent adjustments ⁽³⁾	2,109	(1,279)
Amortization of market lease intangibles, net	(110)	(1,032)
Amortization of lease inducements	38	(13)
Amortization of stock compensation	2,619	2,601
Non-real estate depreciation and amortization	325	325
Amortization of debt discount/(premium) and mark-to-market, net	=	167
Amortization of deferred financing costs	1,177	907
Deduct:		
Non-incremental revenue generating capital expenditures:	(2.2.12)	(0.500)
Building improvements	(3,249)	(2,693)
Tenant improvements and leasing commissions ⁽⁴⁾	(5,971)	(770)
Tenant improvements and leasing commissions on space vacant for more than one year	(6,292)	(2,802)
Core AFFO ⁽²⁾	(\$745)	\$13,626
Core FFO (calculated on previous page)	\$8,609	\$18,215
Deduct:		
Equity in earnings (loss) of unconsolidated joint ventures, net	487	1,456
Equity in earnings share of depreciation and amortization Add-back:	(2,671)	(2,275)
Interest expense	15,025	18,904
Recurring JV distributions	1,395	1,221
Income (loss) in noncontrolling interest in consolidated joint ventures	(974)	(1,334)
Redeemable noncontrolling interest	6,437	6,471
Income tax expense	115	115
Adjusted EBITDA	\$28,423	\$42,773
Net debt at period end ⁽⁵⁾	\$2,139,652	\$2,541,445
Net debt to Adjusted EBITDA	18.8x	14.9x
<u>-</u>		

EBITDAre - Quarterly Comparison s in thousands (unaudited)

\$ in thousands (unaudited)	m 16 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	Three Months Ended N 2022	1arch 31, 2021
Net Income (loss) available to common shareholders	(\$9,092)	\$7,623
Add/(Deduct):	(\$9,092)	\$7,023
Noncontrolling interest in operating partnership	(898)	(2,305)
Noncontrolling interest in discontinued operations	=	3,067
Noncontrolling interest in consolidated joint ventures ^(a)	(974)	(1,335)
Redeemable noncontrolling interest	6,437	6,471
Interest expense	15,025	18,904
Income tax expense	115	115
Depreciation and amortization	26,513	28,832
Deduct:	20,515	20,002
Continuing operations: Realized and unrealized (gains) losses on disposition of rental property, net	(1,836)	_
Discontinued operations: Realized and unrealized (gains) losses on disposition of rental property, net		(22,781)
Equity in (earnings) loss of unconsolidated joint ventures	487	1,456
Add:		
Property Impairments	_	_
Company's share of property NOI's in unconsolidated joint ventures ⁽¹⁾	6,027	4,233
EBITDAre	\$41,804	\$44,280
Add:		
Loss from extinguishment of debt, net	6,289	_
Severance/Rebranding costs	7,642	1,045
Dead deal and other post-sale items in Other income	_	(1,717)
Land and other impairments	2,932	413
Gain on disposition of developable land	(2,623)	_
CEO and related management changes	_	2,089
Lease breakage fee, net	(22,701)	_
Adjusted EBITDAre	\$33,343	\$46,110
(a) Noncontrolling interests in consolidated joint ventures:		
BLVD 425	(157)	(313)
BLVD 401	(730)	(767)
Port Imperial Garage South	(89)	(185)
Port Imperial Retail South	12	(9)
Other consolidated joint ventures	_	(61)
Net losses in noncontrolling interests	(\$964)	(\$1,335)
Depreciation in noncontrolling interest in consolidated JV's	700	697
Funds from operations - noncontrolling interest in consolidated JV's	(\$264)	(\$638)
Interest expense in noncontrolling interest in consolidated JV's	793	807
Net operating income before debt service in consolidated JV's	\$529	\$169
Notes: See unconsolidated joint venture NOI details and "Information About FFO, Core FFO, NOI, Adjusted EBITDA & EBITDAre".	<u></u>	Ψ107
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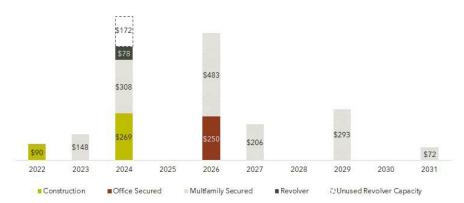
Debt Summary & Maturity Schedule

Over 70% of the Company's total debt portfolio (consolidated and unconsolidated) is hedged or fixed at a weighted average interest rate of 3.78% with a maturity of 5.2 years

\$ in thousands

5 in tilousands		%	Weighted Average	Weighted Average
	Balance	of Total	Interest Rate(1)	Maturity in Years
Fixed Rate Debt				
Fixed Rate Secured Debt	\$1,532,540	69.8%	3.70%	4.76
Variable Rate Debt				
Variable Rate Secured Debt	664,107	30.2%	3.51%	2.52
Totals / Weighted Average	\$2,196,647	100.0%	3.64%	4.09
Unamortized Deferred Financing Costs	(9,704)			
Total Consolidated Debt, net	\$2,186,943			
Partners' Share	(73,585)			
VRE Share of Total Consolidated Debt, net(2)	\$2,113,358			
Unconsolidated Secured Debt				
VRE Share	364,118	52.7%	3.63%	5.95
Partners' Share	327,184	47.3%	3.63%	5.95
Total Unconsolidated Secured Debt	\$691,302	100.0%	3.63%	5.95

Debt Maturity Schedule



The actual weighted average LIBOR rate for the Company's outstanding variable rate debt was 0.31 percent as of March 31, 2022, plus the applicable spread.
 Minority interest share of consolidated debt is comprised of \$33.7 million at BLVD 425, \$30.1 million at BLVD 401 and \$9.8 million at Port Imperial South Garage

Multifamily Debt Profile

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5	ın	thousand	8

\$ in thousands		Effective	March 31,	Date of
	Lender	Interest Rate(1)	2022	Maturity
Secured Construction Loans				
RiverHouse 9 ⁽²⁾	Bank of New York Mellon	LIBOR+ 2.13%	90,024	12/19/22
Haus25 ⁽³⁾	QuadReal Finance	LIBOR+ 2.70%	269,083	12/01/24
Total Secured Construction Debt			359,107	
Secured Permanent Loans				
Marriott Hotels at Port Imperial	Fifth Third Bank	LIBOR+ 3.40%	89,000	04/01/23
Portside at East Pier	CBRE Capital Markets/FreddieMac	3.57%	58,998	08/01/23
Signature Place	Nationwide Life Insurance Company	3.74%	43,000	08/01/24
Liberty Towers	American General Life Insurance Company	3.37%	265,000	10/01/24
Portside II at East Pier	New York Life Insurance Co.	4.56%	97,000	03/10/26
BLVD 425	New York Life Insurance Co.	4.17%	131,000	08/10/26
BLVD 401	New York Life Insurance Co.	4.29%	117,000	08/10/26
The Upton ⁽⁴⁾	Bank of New York Mellon	LIBOR+ 1.58%	75,000	10/27/26
145 Front at City Square	MUFG Union Bank	LIBOR+ 1.84%	63,000	12/10/26
Quarry Place at Tuckahoe	Natixis Real Estate Capital LLC	4.48%	41,000	08/05/27
BLVD 475	Northwestern Mutual Life	2.91%	165,000	11/10/27
RiverHouse 11	Northwestern Mutual Life	4.52%	100,000	01/10/29
Soho Lofts	New York Community Bank	3.77%	160,000	07/01/29
Port Imperial Garage South	American General Life & A/G PC	4.85%	32,542	12/01/29
The Emery	New York Community Bank	3.21%	72,000	01/01/31
Principal Balance Outstanding			1,509,540	
Unamortized Deferred Financing Costs			(8,810)	
Total Secured Permanent Debt			1,500,730	
Total Debt - Multifamily Portfolio - A			1,859,837	

Effective rate of debt, including deferred financing costs, comprised of the cost of terminated treasury lock agreements (if any), debt initiation costs, mark-to-market adjustment of acquired debt and other transaction costs, as applicable. RiverHouse 9 construction loan can be extended to December 19, 2023. Haus25 construction loan can be extended to December 1, 2025. Includes a 3-year LIBOR cap at a strike rate of 1.0%.

Office Debt Profile

\$ in thousands

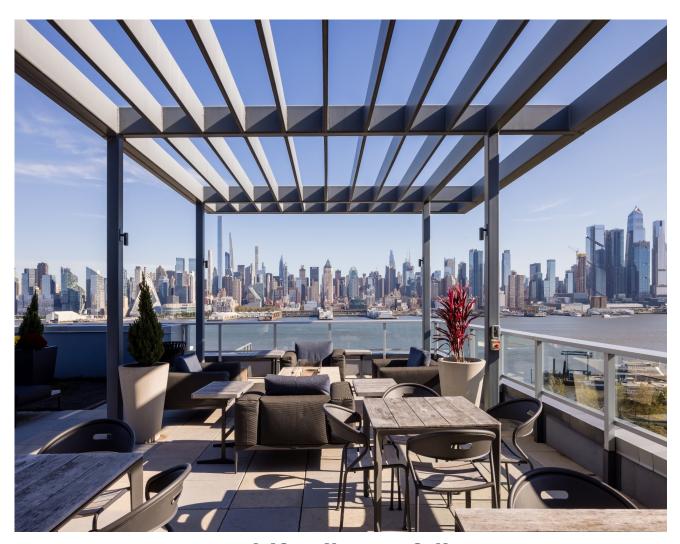
3 III tiiousanus		Effective	March 31,	Date of
	Lender	Interest Rate ⁽¹⁾	2022	Maturity
Secured Permanent Loans				
101 Hudson	Wells Fargo CMBS	3.20%	250,000	10/11/26
Principal Balance Outstanding			250,000	
Unamortized Deferred Financing Costs			(894)	
Total Secured Debt - Office Portfolio			249,106	
Secured Revolving Credit Facilities & Term Loans:				
Secured Revolving Credit Facility	8 Lenders	LIBOR + 2.75%	78,000	05/06/24
Total Debt - Office Portfolio - B			327,106	
Total Debt - Multifamily Portfolio - A			1,859,837	
Total Consolidated Debt: A + B = C			2,186,943	

Unconsolidated Joint Ventures

		Physical	VRE's Nominal	Q1 2022	Total	VRE Share	VRE Share
Property	Units	Occupancy	Ownership ⁽¹⁾	NOI ⁽²⁾	Debt	of Q1 NOI	of Debt
Multifamily							
Urby Harborside	762	98.3%	85.0%	\$4,710	\$190,480	\$4,004	\$161,908
RiverTrace at Port Imperial	316	98.1%	22.5%	1,830	82,000	412	18,450
Capstone at Port Imperial	360	100.0%	40.0%	1,896	135,000	758	54,000
Riverpark at Harrison	141	97.2%	45.0%	453	30,192	204	13,586
Metropolitan at 40 Park	130	96.2%	25.0%	879	42,567	220	10,642
Metropolitan Lofts	59	93.2%	50.0%	236	18,200	118	9,100
Station House	378	94.2%	50.0%	1,424	92,863	712	46,432
Subtotal - Multifamily	2,146	97.5%	54.9%	\$11,428	\$591,302	\$6,428	\$314,118
Retail/Hotel							
Hyatt Regency Jersey City	351	49.8%	50.0%	(\$813)	\$100,000	(\$407)	\$50,000
Total Operating				\$10,615	\$691,302	\$6,021	\$364,118
Other Unconsolidated JVs				\$13	=	\$6	=
Total Unconsolidated JVs				\$10,628	\$691,302	\$6,027	\$364,118

[|] Notes: See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre".

1. Amounts represent the Company's share based on ownership percentage.
2. The sum of property-level revenue, straight-line and ASC 805 adjustments; less: operating expense, real estate taxes and utilities.



Multifamily Portfolio

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Operating Portfolio - Multifamily

\$ in thousands, except per	home												
									0	perating Hig	hlights		
							Ромо	entage	Avonogo	Revenue			
				Rentable	Avg.	Year		intage upied		Home	N	OI	Debt
	Location	Ownership	Apartments	SF	Size		Q1 2022		Q1 2022	Q4 2021	Q1 2022	Q4 2021	Balance
New Jersey Waterfront													
Liberty Towers	Jersey City, NJ	100.0%	648	602,210	929	2003	97.7%	95.7%	\$3,302	\$3,211	\$3,882	\$3,422	\$265,000
BLVD 425	Jersey City, NJ	74.3%	412	369,515	897	2003	96.8%	95.6%	3,101	3,015	2,121	2,082	131,000
BLVD 475	Jersey City, NJ	100.0%	523	475,459	909	2011	97.7%	96.6%	3,218	3,108	2,735	2,871	165,000
BLVD 401	Jersey City, NJ	74.3%	311	273,132	878	2016	97.7%	96.5%	3,311	3,123	1,804	1,713	117,000
Soho Lofts	Jersey City, NJ	100.0%	377	449,067	1,191	2017	95.5%	97.3%	3,791	3,684	2,309	2,111	160,000
Urby Harborside	Jersey City, NJ	85.0%	762	474,476	623	2017	98.3%	97.0%	3,044	3,044	4,710	4,226	190,480
RiverHouse 9	Weehawken, NJ	100.0%	313	245,127	783	2021	100.0%	94.9%	3,187	N/A	1,852	947	90,024
RiverHouse 11	Weehawken, NJ	100.0%	295	250,591	849	2018	98.0%	98.0%	3,461	3,446	2,003	1,868	100,000
RiverTrace at Port Imperial	West New York, NJ	22.5%	316	295,767	936	2014	98.1%	95.6%	3,150	3,150	1,830	2,001	82,000
Capstone at Port Imperial	West New York, NJ	40.0%	360	337,991	939	2021	100.0%	99.2%	3,731	N/A	1,896	1,595	135,000
New Jersey Waterfront Subto	tal	82.4%	4,317	3,773,335	874		97.9%	96.6%	\$3,297	\$3,194	\$25,142	\$22,836	\$1,435,504
Massachusetts													
Portside at East Pier	East Boston, MA	100.0%	181	156,091	862	2015	97.7%	96.6%	\$2,832	\$2,720	\$1,016	\$957	\$58,998
Portside II at East Pier	East Boston, MA	100.0%	296	230,614	779	2018	95.5%	97.6%	2,905	2,758	1,645	1,481	97,000
145 Front at City Square	Worcester, MA	100.0%	365	304,936	835	2018	97.8%	98.9%	2,246	2,182	1,326	1,481	63,000
The Emery	Revere, MA	100.0%	326	273,140	838	2020	97.5%	96.0%	2,427	2,298	1,376	1,246	72,000
Massachusetts Subtotal		100.0%	1,168	964,781	826		97.1%	97.4%	\$2,554	\$2,444	\$5,363	\$5,165	\$290,998
Other													
The Upton	Short Hills, NJ	100.0%	193	217,030	1,125	2021	98.4%	99.5%	\$3,655	N/A	\$1,098	\$1,164	\$75,000
Signature Place	Morris Plains, NJ	100.0%	197	203,716	1,034	2018	98.5%	98.5%	2,757	2,723	800	789	43,000
Quarry Place at Tuckahoe	Eastchester, NY	100.0%	108	105,551	977	2016	98.1%	98.1%	3,648	3,659	711	615	41,000
RiverPark at Harrison	Harrison, NJ	45.0%	141	124,774	885	2014	97.2%	98.6%	2,337	2,337	453	500	30,192
Metropolitan at 40 Park(1)	Morristown, NJ	25.0%	130	124,237	956	2010	96.2%	94.6%	3,081	3,081	538	500	36,500
Metropolitan Lofts	Morristown, NJ	50.0%	59	54,683	927	2018	93.2%	89.8%	3,069	3,069	236	238	18,200
Station House	Washington, DC	50.0%	378	290,348	768	2015	94.2%	91.5%	2,615	2,615	1,424	1,070	92,863
Other Subtotal		67.4%	1,206	1,120,339	929		96.4%	95.6%	\$2,937	\$2,795	\$5,260	\$4,876	\$336,755
Operating Portfolio(2)		82.7%	6,691	5,858,455	876		97.5%	96.6%	\$3,103	\$2,974	\$35,765	\$32,877	\$2,063,257

Notes: See "Information About FFO, Core FFO, NFFO, NOI, Adjusted EBITDA & EBITDAre". Unconsolidated joint venture income represented at 100% venture NOI. Average Revenue per Home is calculated as total apartment revenue for the quarter divided by the average percent occupied for the quarter, divided by the number of apartments and divided by three.

1. As of March 31, 2022, Priority Capital included Metropolitan at \$2,09,14,222 (Priority Capital included Metropolitan at \$2,09,14,222 (Priority) (Prudential).

2. Operating Portfolio is properties that have achieved over 95% leased for six consecutive weeks. Excludes approximately 150,000 sqft of ground floor retail.

Operating Portfolio - Commercial

\$ in thousands

						Percentage	Percentage			
				Rentable	Year	Leased	Leased	NOI	NOI	Debt
Commercial	Location	Ownership	Spaces	SF	Complete	Q1 2022	Q4 2021	Q1 2022	Q4 2021	Balance
Port Imperial Garage South	Weehawken, NJ	70.0%	800	320,426	2013	N/A	N/A	\$272	\$382	\$32,542
Port Imperial Garage North	Weehawken, NJ	100.0%	786	304,617	2016	N/A	N/A	(85)	(51)	_
Port Imperial Retail South	Weehawken, NJ	70.0%		18,064	2013	88.1%	88.1%	128	187	_
Port Imperial Retail North	Weehawken, NJ	100.0%		8,400	2016	100.0%	100.0%	161	78	-
Riverwalk at Port Imperial	West New York, NJ	100.0%		30,423	2008	65.0%	65.0%	184	177	-
Shops at 40 Park	Morristown, NJ	25.0%		50,973	2010	69.0%	69.0%	341	360	6,067
Commercial Total		80.9%		732,903		73.5%	73.5%	\$1,001	\$1,133	\$38,609

				Year	Average Occupancy	Average Occupancy	ADR	ADR	NOI	NOI	Debt
Hotels	Location	Ownership	Keys	Complete	Q1 2022	Q4 2021	Q1 2022	Q4 2021	Q1 2022	Q4 2021	Balance
Envue, Autograph Collection	Weehawken, NJ	100.0%	208	2019	38.8%	61.5%	\$196	\$203	(\$1,137)	\$509	
Residence Inn at Port Imperial	Weehawken, NJ	100.0%	164	2018	72.3%	83.2%	156	181	118	719	
Marriott Hotels at Port Imperial		100.0%	372		53.6%	71.1%	\$156	\$181	(\$1,019)	\$1,228	\$89,000

Notes: See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre".

In-Construction Portfolio & Land Bank

There is no remaining equity to be funded

\$ in

thousands														
								Capital	as of Q1					
				Proj	ect Capitali	ization - To	tal	20	22	Dev	elopment S	chedule		
			Apartment				Third						Projected	Projected
			Homes/			VRE	Party	Dev	Debt		Initial	Project	Stabilized Yield on	Stabilized
	Location	Ownership	Keys	Costs	Debt ⁽¹⁾	Capital	Capital	Costs(2)	Balance	Start	Occupancy	Stabilization	Cost	NOI
Consolidated														
Haus25	Jersey City, NJ	100.0%	750	\$469,510	\$300,000	\$169,510	_	\$438,593	\$269,083	Q1 2019	Q2 2022	Q2 2023	5.98%	\$28,098

	Potentia
Land Bank	Units
Hudson Waterfront	5,324
Greater NY/NJ	1,069
Boston Metro	864
Land Bank Total	7,257

Notes: See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre". NOI amounts are projected only. In-Construction Portfolio are assets that are under construction and have not yet commenced initial peraintons but have not yet achieved Project Stabilization, achieved over 95% leased for six consecutive weeks. Total Costs represents full project budget, including land and developer fees, and interest expense through project completion as evidenced by a certificate of completion or issuance of a final or temporary certificate of occupancy. VRE Capital represents cash equity that the Company has a future obligation to contribute to a project. Projected Stabilized Residential NOI assumes NOI at projected property revenue at 95% occupancy. Projected Stabilized Yield on Cost represents Projected Stabilized Residential NOI divided by Total Costs.

1. Represents maximum loan proceeds.

2. Represents stantaged with debt or capital as of March 31, 2022.



Office Portfolio

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Property Listing

					Avg. Base Rent		2022 Expirati	ons
Building	Location	Total SF	Leased SF	% Leased	+ Escalations ⁽¹⁾	SF	% Total	In-Place Rent
101 Hudson	Jersey City, NJ	1,246,283	1,041,892	83.6%	\$45.52	45,397	4%	\$41.52
Harborside 2 & 3	Jersey City, NJ	1,487,222	1,306,330	87.8%	42.53	28,644	2%	43.20
Harborside 5	Jersey City, NJ	977,225	400,079	40.9%	46.73	9,102	1%	55.73
Harborside 6	Jersey City, NJ	231,856	47,542	20.5%	N/A			-
Total Waterfront (In-Service)		3,942,586	2,795,843	70.9%	\$44.29	83,143	2%	\$43.66
Harborside 1 ⁽²⁾	Jersey City, NJ	399,578		N/A	N/A	N/A	N/A	N/A
Total Waterfront		4,342,164	2,795,843	64.4%	\$44.29	83,143	2%	\$43.66
23 Main Street(3)	Holmdel, NJ	350,000	350,000	100.0%	27.61	=	=	_
Total Suburban		350,000	350,000	100.0%	\$27.61	_	_	_
Total In-Service Office Portfolio	•	4,292,586	3,145,843	73.3%	\$42.43	83,143	2%	\$43.66

Includes annualized base rental revenue plus escalations for square footage leased to commercial and retail tenants only. Excludes leases for amenity, parking and month-to-month tenants. Annualized base rental revenue plus escalations is based on actual March 2022 billings times 12. For leases whose rent commences after January 1, 2022 annualized base rental revenue is based on the first full month's billing times 12. As annualized base rental revenue is not derived from historical GAAP results, historical results may differ from those set forth above. Harborside I was taken out of service in Q4 2019.

Average base rents + escalations reflect rental values on a triple net basis.

Leasing Rollforwards & Activity

Leasing Rollforwards

For the three months ended March 31, 2022

				Inventory	Leased (SF)						
	Leased (%)) Inventory	Leased (SF)	Acquired/	Acquired/	Expiring/	Incoming	Net Leasing	Inventory	Leased (SF)	Leased (%)
	Q4 2021	Q4 2021	Q4 2021	Disposed	Disposed	Adj. SF	SF	Activity	Q1 2022	Q1 2022	Q1 2022
Waterfront	72.0%	4,508,801	3,244,653	(566,215)	(460,352)	(130,650)	142,192	11,542	3,942,586	2,795,843	70.9%
Suburban	100.0%	350,000	350,000	_	_	_	=	=	350,000	350,000	100.0%
Subtotals	74.0%	4,858,801	3,594,653	(566,215)	(460,352)	(130,650)	142,192	11,542	4,292,586	3,145,843	73.3%

Leasing Activity

For the three months ended March 31, 2022

	Number of Transactions	Total SF	New Leases SF	Renewed / Other Retained (SF)	Weighted Avg. SF	Weighted Avg. Term (Yrs)	Wtd. Avg. Base Rent (\$) ⁽¹⁾	Wtd. Avg. Costs SF Per Year (\$)
Waterfront	4	142,192	142,192	_	35,548	15.3	\$42.62	\$8.43
Suburban	-	-	=	=	-	=	=	
Subtotals	4	142,192	142,192	-	35,548	15.3	\$42.62	\$8.43

Inclusive of escalations.

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Top 15 Tenants

		Annualized	Company	Square		Year of
	Number of	Base Rental	Annualized Base	Feet	Total Company	Lease
	Properties	Revenue (\$'000) ⁽¹⁾	Rental Revenue (%) ⁽²⁾	Leased	Leased SF (%)(2)	Expiration
Merrill Lynch Pierce Fenner	1	\$9,418	9.2%	388,207	13.0%	2027
MUFG Bank Ltd.	1	5,689	5.5%	137,076	4.6%	2029
Collectors Universe, Inc.	1	5,545	5.4%	146,812	4.9%	(3)
E-Trade Financial Corporation	1	5,505	5.4%	132,265	4.4%	2031
Vonage America Inc.	1	5,023	4.9%	350,000	11.7%	2023
Sumitomo Mitsui Banking Corp	1	4,624	4.5%	111,105	3.7%	2036
Arch Insurance Company	1	4,326	4.2%	106,815	3.6%	2024
Brown Brothers Harriman & Co.	1	4,018	3.9%	114,798	3.9%	2026
First Data Corporation	1	3,782	3.7%	88,374	3.0%	(4)
Tp Icap Americas Holdings Inc	1	3,446	3.4%	100,759	3.4%	(5)
Cardinia Real Estate Llc	1	3,239	3.2%	79,771	2.7%	2032
New Jersey City University	1	3,011	2.9%	84,929	2.8%	2035
Zurich American Ins. Co.	1	2,915	2.8%	64,414	2.2%	2032
BETMGM, LLC	1	2,800	2.7%	71,343	2.4%	(6)
Amtrust Financial Services	1	2,614	2.5%	76,892	2.6%	2023
Totals		\$65,955	64.2%	2,053,560	68.9%	

^{1.} Annualized base rental revenue is based on actual March 2022 billings times 12. For leases whose rent commences after January 1, 2022, annualized base rental revenue is based on the first full month's billing times 12. As annualized base rental revenue is not derived from historical GAAP results, historical results may differ from those set forth above.

2. Represents the percentage of space leased and annual base rental revenue to commercial tenants only.

3. Collectors Universe – 16,393 square feet expire in 2023; 130,419 square feet expire in 2038.

4. First Data Corporation – 8,014 square feet expire in 2025, 80,360 square feet expire in 2029.

5. Tp Lean Americas Holdings – 63,372 square feet expire in 2023; 7,387 square feet expire in 2032.

6. BETMGM – 22,300 square feet expire in 2032; 49,043 square feet expire in 2032.

Lease Expirations

Year of Expiration/Market	Number of Leases Expiring ⁽¹⁾	Net Rentable Area Subject to Expiring Leases (SF)	Percentage of Total Leased Square Feet Represented by Expiring Leases (%)	Annualized Base Rental Revenue Under Expiring Leases (8'000) ⁽²⁾	Average Annualized Base Rent Per Net Rentable Square Foot Represented by Expiring Leases (\$)	Percentage of Annual Base Rent Under Expiring Leases (%)
<u>2022</u>	13	83,143		\$3,403		
Waterfront	13	83,143	2.8%	\$3,403	\$40.93	3.3%
Total – 2022	13	83,143	2.8%	\$3,403	\$40.93	3.3%
<u>2023</u>	15	352,464		\$13,367		
Waterfront	13	352,464	11.8%	\$13,367 \$5,023	\$37.92	13.0%
Suburban			11.7%		\$14.35	4.9%
Total - 2023	16	702,464	23.6%	\$18,389	\$26.18	17.9%
<u>2024</u>	12	215.002		00.564		
Waterfront	13	215,003	7.2%	\$8,564	\$39.83	8.3%
Total – 2024	13	215,003	7.2%	\$8,564	\$39.83	8.3%
<u>2025</u>						
Waterfront	12	115,660	3.9%	\$3,714	\$32.11	3.6%
Total – 2025	12	115,660	3.9%	\$3,714	\$32.11	3.6%
<u>2026</u>						
Waterfront	9	219,408	7.4%	\$8,196	\$37.35	8.0%
Total - 2026	9	219,408	7.4%	\$8,196	\$37.35	8.0%
2027 Waterfront	7	422,375	14.2%	\$10,932	\$25.88	10.7%
Total - 2027	7	422,375	14.2%	\$10,932	\$25.88	10.7%
2028 and thereafter Waterfront TOTAL – 2028 and	32	1,222,355	41.0%	\$49,392 \$49,392	\$40.41	48.1%
thereafter	32	1,222,355	41.0%	977,JZ	\$40.41	48.1%
Totals by Type						
Waterfront	101	2,630,408	88.3%	\$97,568	\$37.09	95.1%
Suburban	1	350,000	11.7%	\$5,023	\$14.35	4.9%
Totals/Weighted Average	102	2,980,408	100.0%	\$102,590	\$34.42	100.0%

Includes office & standalone retail property tenants only. Excludes leases for amenity, retail, parking & monthto-month tenants. Some tenants have multiple leases.
 Annualized base rental revenue is based on actual March 2022 billings times 12. For leases whose rent commences after January 1, 2022, annualized base rental revenue is based on the first full month's billing times 12. As annualized base rental revenue is not derived from historical GAAP results, historical refron those set forth above.
 Includes leases in effect as of the period end date, some of which have commencement dates in the future.

Endnotes

FFO, Core FFO, AFFO, NOI, Adjusted EBITDA, & EBITDAre

- (1) Includes the Company's share from unconsolidated joint ventures, and adjustments for noncontrolling interest, of \$2,671 and \$2,275 for the three months ended March 31, 2022 and 2021, respectively. Excludes non-real estate-related depreciation and amortization of \$325 and \$325 for the three months ended March 31, 2022 and 2021.
- (2) Funds from operations is calculated in accordance with the definition of FFO of the National Association of Real Estate Investment Trusts (NAREIT). See "Information About FFO, Core FFO, AFFO, NOI, Adjusted EBITDA & EBITDAre".
- (3) Includes free rent of \$2,201 and \$3,725 for the three months ended March 31, 2022 and 2021, respectively. Also includes the Company's share from unconsolidated joint ventures of \$(305) and \$88 for the three months ended March 31, 2022 and 2021, respectively.
- (4) Excludes expenditures for tenant spaces in properties that have not been owned by the Company for at least a year.
- (5) Net Debt calculated by taking the sum of senior unsecured notes, unsecured revolving credit facility, and mortgages, loans payable and other obligations, and deducting cash and cash equivalents and restricted cash, all at period end.
- (6) Calculated based on weighted average common shares outstanding, assuming redemption of Operating Partnership common units into common shares (8,665 and 8,803 shares for the three months ended March 31, 2022 and 2021, respectively), plus dilutive Common Stock Equivalents (i.e. stock options).

Reconciliation of Net Income (Loss) to NOI (three months ended)

\$ in thousands (unaudited)

		Q1 2022	Q1 2022 Q4 2021				
	Multifamily	Office / Corp	Total	Multifamily	Office / Corp	Total	
Net Income (loss)	(\$11,354)	\$6,827	(\$4,527)	(\$29,708)	\$6,471	(\$23,237)	
Deduct:							
Real estate services income	(910)	-	(910)	(1,848)	-	(1,848)	
Interest and other investment loss (income)	1	157	158	(3)	(5,141)	(5,144)	
Equity in (earnings) loss of unconsolidated joint ventures	487	-	487	1,420	-	1,420	
General & Administrative - property level	(688)	-	(688)	(2,101)	-	(2,101)	
Realized and unrealized (gains) losses on disposition	=	-	-	-	(2,501)	(2,501)	
(Gain) loss on disposition of developable land	-	(2,623)	(2,623)	-	(2,004)	(2,004)	
(Gain) loss on sale of investment in unconsolidated joint venture	-	-	-	-	-	-	
(Gain) loss from early extinguishment of debt, net	=	6,289	6,289	343	-	343	
Add:							
Real estate services expenses	2,328	35	2,363	2,968	51	3,019	
General and administrative	1,416	17,765	19,181	2,436	11,415	13,851	
Dead deal and transaction-related costs	=	-	-	2,488	3,317	5,805	
Depreciation and amortization	17,403	9,110	26,513	17,276	7,932	25,208	
Interest expense	12,263	2,762	15,025	11,751	4,077	15,828	
Property impairments	_	_	-	7,426	-	7,426	
Land impairments	2,932	-	2,932	12,386	-	12,386	
Net operating income (NOI)	\$23,878	\$40,322	\$64,200	\$24,834	\$23,617	\$48,451	

Summary of Consolidated Multifamily NOI by Type (unaudited):	Q1 2022	Q4 2021
Total Consolidated Multifamily - Operating Portfolio	\$24,678	\$22,747
Total Consolidated Commercial	660	773
Total NOI from Consolidated Properties (excl. unconsolidated JVs/subordinated interests):	25,338	23,520
NOI (loss) from services, land/development/repurposing & other assets	(1,460)	1,314
Total Consolidated Multifamily NOI	\$23,878	\$24,834

Company Information, Executive Officers & Analysts

Company Information

Corporate Headquarters

Veris Residential, Inc.

Harborside 3, 210 Hudson St., Ste. 400

Jersey City, New Jersey 07311

(732) 590-1010

Stock Exchange Listing

New York Stock Exchange

Trading Symbol

Common Shares: VRE

Contact Information

Veris Residential, Inc.

Investor Relations Department

Harborside 3, 210 Hudson St., Ste.

Jersey City, New Jersey 07311

Anna Malhari

Chief Operating Officer

E-Mail:

amalhari@verisresidential.com Web: www.verisresidential.com

General Counsel and Secretary

Executive Officers

Mahbod Nia

Amanda Lombard

Chief Financial Officer

Taryn Fielder

Jeff Turkanis

EVP and Chief Investment Officer

Anna Malhari

Gwen Marnell

Chief Operating Officer

Chief Executive Officer

Chief Accounting Officer

Equity Research Coverage

Bank of America Merrill Lynch

James C. Feldman

Thomas Catherwood

Citigroup

Michael Bilerman

Green Street Advisors

John Pawlowski

Truist

Michael R. Lewis

BTIG, LLC

Deutsche Bank North America Derek Johnston JP Morgan Anthony Paolone Evercore ISI Steve Sakwa

Any opinions, estimates, forecasts or predictions regarding Veris Residential, Inc's performance made by these analysts are theirs alone and do not represent opinions, estimates, forecasts or predictions of Veris Residential, Inc. or its management. Veris Residential, Inc. does not by its reference above or distribution imply its endorsement of or concurrence with such opinions, estimates, forecasts or predictions.

NEWS RELEASE

For Immediate Release

Veris Residential, Inc. Reports First Quarter 2022 Results

Jersey City, New Jersey - (May 4, 2022) - Veris Residential, Inc. (NYSE: VRE) (the "Company") today reported its results for the first quarter 2022.

FIRST QUARTER 2022 HIGHLIGHTS

- Net income (loss) of \$ (0.13) per share for the first quarter 2022
- Core Funds from Operations ("Core FFO") per share of \$0.09 for the first quarter 2022
- The 6,691-unit operating multifamily portfolio and the Same Store 5,825-unit operating multifamily portfolio were 97.5% and 97.2% occupied, respectively, as of March 31, 2022
- First quarter 2022 year-over-year and quarter-over-quarter Same Store Net Operating Income ("NOI") for the operating multifamily portfolio increased by 20.0% and 6.8%, respectively, reflecting higher occupancy, lower concessions and increasing market rents during the quarter
- Multifamily Blended Net Rental Growth Rate was 16% during the first quarter 2022
- Haus25, a 750-unit property located in Jersey City, NJ commenced leasing on April 6, 2022 and was 29% leased as of May 1, 2022 with 216 new leases signed
- On March 16, 2022, the Company entered into an off-market transaction toacquire The James, a Class-A 240-unit property located in Park Ridge, NJ for \$130 million, or a 4.0% cap rate
- Completed the disposal of four land parcels located in West Windsor, Weehawken and Jersey City, NJ for \$129.5 million
- Strengthened executive leadership with the appointments of Jeff Turkanis and Taryn Fielder as Chief Investment Officer and General Counsel, respectively

Mahbod Nia, Chief Executive Officer, commented: "During the first quarter, we continued to advance our transition to a pure-play multifamily REIT while building on the positive momentum in our operating portfolio to drive occupancy and rents higher. The progress we have made in a relatively short period of time reflects the strength of our platform, including our unique ability to strategically acquire and sell properties, and construct state of the art sustainable new developments, while proactively managing our operating portfolio."

FINANCIAL HIGHLIGHTS

For more information and a reconciliation of FFO, Core FFO, Adjusted EBITDA and NOI to net income (loss) attributable to common shareholders, please refer to the following pages and the Company's Supplemental Operating and Financial Data package for the first quarter 2022. Please note that all presented per share amounts are on a diluted basis.

Net income (loss) available to common shareholders for the quarter endedMarch 31, 2022 was \$(9.1) million, or \$ (0.13) per share, compared to \$7.6 million, or \$0.06 per share, for the quarter ended March 31, 2021.

FFO for the quarter ended March 31, 2022 was \$17.0 million, or \$0.17 per share, compared to \$16.4 million, or \$0.16 per share, for the quarter ended March 31, 2021.

For the first quarter 2022, Core FFO was \$8.6 million, or \$0.09 per share, compared to \$18.2 million, or \$0.18 per share for the quarter ended March 31, 2021, and \$17.1 million, or \$0.17 per share, for the quarter ended December 31, 2021. Both net income (loss) available to common shareholders and Core FFO year-over-year variances are primarily due to asset disposals partially offset by growth in the multifamily portfolio. Core FFO quarter-over-quarter variances are primarily due to the reduction in NOI from hotels, the sale of 111 River Street, and the termination of MUFG, offset by NOI growth in multifamily, as well as one-time true ups of office recovery expenses during the fourth quarter 2021.

MULTIFAMILY PORTFOLIO HIGHLIGHTS

The Company's operating multifamily portfolio, comprised of 6,691 units, was 97.5% occupied as of March 31, 2022, up from 96.6% as of December 31, 2021

The Same Store 5,825-unit operating multifamily portfolio was 97.2% occupied as of March 31, 2022, 3.6% above pre-pandemic levels.

First quarter 2022 year-over-year and quarter-over-quarter Same Store NOI for the operating multifamily portfolioincreased by 20.0% and 6.8%, respectively, reflecting higher occupancy, lower concessions and increasing market rents during the quarter. The three lease-up properties, which stabilized in the fourth quarter 2021, contributed \$3.7 million to NOI for the first quarter 2022, up 34.9% from the fourth quarter 2021.

Multifamily Blended Net Rental Growth Rate was 16% during the first quarter 2022.

Multifamily Development

Haus25, a 750-unit property located at 25 Christopher Columbus in Jersey City, NJ commenced leasing on April 6, 2022 and was 29% leased as of May 1, 2022.

OFFICE PORTFOLIO HIGHLIGHTS

As of March 31, 2022, the Company's consolidated office portfolio was comprised of six operational properties across 4.3 million rentable square feet and was 73.3% leased. The Waterfront office portfolio was 70.9% leased.

The Company signed 142,200 square feet of new leases, renewals or expansions in the first quarter 2022.

In January 2022, a new 15-year 130,400 square foot lease was executed with Collectors Universe at Haborside 3, replacing and expanding MUFG's space. MUFG was not in occupation of its full space and surrendered 100,300 square feet of its lease, paying a \$23 million termination fee on a GAAP basis.

TRANSACTION ACTIVITY

Waterfront Office Dispositions

On January 21, 2022, the Company completed the disposal of 111 River Street in Hoboken, NJ for \$210 million.

Land Dispositions

The Company completed the disposal of four land parcels located in West Windsor, Weehawken and Jersey City, NJ for \$129.5 million year-to-date.

Two land parcels located in Hudson County, NJ remain under binding contract for a total value of \$25.5 million.

Acquisitions

On March 16, 2022, the Company entered into an off-market transaction to acquire The James for \$130 million, or a 4.0% cap rate. The James is a Class-A 240-unit property located in Park Ridge, NJ, which was built in June 2021 and awarded the National Green Building Standard Silver Certification in August 2021. The acquisition is expected to close in the second quarter 2022.

BALANCE SHEET/CAPITAL MARKETS

At March 31, 2022, the Company had a debt-to-undepreciated assets ratio of 44.9%. At March 31, 2022, total liquidity was \$198 million, comprised of \$26 million of unrestricted cash and \$172 million of availability under the revolving credit facility. At March 31, 2022, the revolving credit facility balance was \$78 million.

Over 70% of the Company's total debt portfolio (consolidated and unconsolidated) is hedged or fixed at a weighted average interest rate of 3.78% with a maturity of 5.2 years.

With the disposal of 111 River Street in Hoboken, NJ, the Company paid down \$150 million of its debt during the first quarter 2022.

LEADERSHIP TRANSITION

In addition to Amanda Lombard's transition to Chief Financial Officer, effective April 1, 2022, Jeff Turkanis was appointed Chief Investment Officer and Taryn Fielder was appointed General Counsel, effective April 4 and April 18, 2022, respectively.

CONFERENCE CALL/SUPPLEMENTAL INFORMATION

An earnings conference call with management is scheduled for May 5, 2022 at 8:30 a.m. Eastern Time, which will be broadcast live via the Internet at: http://investors.verisresidential.com/corporate-overview.

The live conference call is also accessible by calling (646) 828-8073 and requesting the Veris Residential Inc. earnings conference call or by using passcode, 6283762

The conference call will be rebroadcast on Veris Residential, Inc.'s website at http://investors.verisresidential.com/corporate-overview beginning at 10:30 a.m. Eastern Time on May 5, 2022.

A replay of the call will also be accessible May 5, 2022 through March 12, 2022 by calling (719) 457-0820 and using the passcode, 6283762.

Copies of Veris Residential, Inc.'s 2022 Form 10-Q and first quarter Supplemental Operating and Financial Data are available on Veris Residential, Inc.'s website, as follows:

2022 Form 10-Q: http://investors.verisresidential.com/sec-filings

First Quarter 2022 Supplemental Operating and Financial Data: http://investors.verisresidential.com/quarterly-supplementals

In addition, once filed, these items will be available upon request from: Veris Residential, Inc. Investor Relations Department Harborside 3, 210 Hudson St., Ste. 400, Jersey City, New Jersey 07311

NON-GAAP FINANCIAL MEASURES

Included in this press release are Funds from Operations, or FFO, Core Funds from Operations, or Core FFO, net operating income, or NOI and Adjusted Earnings Before Interest, Taxes, Depreciation, and Amortization, or Adjusted EBITDA, each a "non-GAAP financial measure", measuring Veris Residential, Inc.'s historical or future financial performance that is different from measures calculated and presented in accordance with generally accepted accounting principles ("U.S. GAAP"), within the meaning of the applicable Securities and Exchange Commission rules. Veris Residential, Inc. believes these metrics can be an useful measure of its performance which is further defined below.

For reconciliation of FFO and Core FFO to Net Income (Loss), please refer to the following pages. For reconciliation of NOI, and Adjusted EBITDA to Net Income (Loss), please refer to the Company's disclosure in the Quarterly Financial and Operating Data package for the first quarter 2022.

FFO

FFO is defined as net income (loss) before noncontrolling interests in Operating Partnership, computed in accordance with U.S. GAAP, excluding gains or losses from depreciable rental property transactions (including both acquisitions and dispositions), and impairments related to depreciable rental property, plus real estate-related depreciation and amortization. The Company believes that FFO per share is helpful to investors as one of several measures of the performance of an equity REIT. The Company further believes that as FFO per share excludes the effect of depreciation, gains (or losses) from property transactions and impairments related to depreciable rental property (all of which are based on historical costs which may be of limited relevance in evaluating current performance), FFO per share can facilitate comparison of operating performance between equity REITs.

FFO per share should not be considered as an alternative to net income available to common shareholders per share as an indication of the Company's performance or to cash flows as a measure of liquidity. FFO per share presented herein is not necessarily comparable to FFO per share presented by other real estate companies due to the fact that not all real estate companies use the same definition. However, the Company's FFO per share is comparable to the FFO per share of real estate companies that use the current definition of the National Association of Real Estate Investment Trusts ("NAREIT"). A reconciliation of net income per share to FFO per share is included in the financial tables accompanying this press release.

Core FFO

Core FFO is defined as FFO, as adjusted for certain items to facilitate comparative measurement of the Company's performance over time. Core FFO is presented solely as supplemental disclosure that the Company's management believes provides useful information to investors and analysts of its results, after adjusting for certain items to facilitate comparability of its performance from period to period. Core FFO is a non-GAAP financial measure that is not intended to represent cash flow and is not indicative of cash flows provided by operating activities as determined in accordance with GAAP. As there is not a generally accepted definition established for Core FFO, the Company's measures of Core FFO may not be comparable to the Core FFO reported by other REITs. A reconciliation of net income per share to Core FFO in dollars and per share is included in the financial tables accompanying this press release.

NOI and Same Store NOI

NOI represents total revenues less total operating expenses, as reconciled to net income above. The Company considers NOI to be a meaningful non-GAAP financial measure for making decisions and assessing unlevered performance of its property types and markets, as it relates to total return on assets, as opposed to levered return on equity. As properties are considered for sale and acquisition based on NOI estimates and projections, the Company utilizes this measure to make investment decisions, as well as compare the performance of its assets to those of its peers.

NOI should not be considered a substitute for net income, and the Company's use of NOI may not be comparable to similarly titled measures used by other companies. The Company calculates NOI before any allocations to noncontrolling interests, as those interests do not affect the overall performance of the individual assets being measured and assessed.

Same Store NOI is presented for the same store portfolio, which comprises all properties that were owned by the Company throughout both of the reporting periods.

Blended Net Rental Growth Rate

Weighted average of the net effective change in rent (inclusive of concessions) for a lease with a new resident or for arenewed lease compared to the rent for the prior lease of the identical apartment unit.

ABOUT THE COMPANY

Veris Residential, Inc. is a forward-thinking, environmentally- and socially-conscious real estate investment trust (REIT) that primarily owns, operates, acquires, and develops holistically-inspired, Class A multifamily properties that meet the sustainability-conscious lifestyle needs of today's residents while seeking to positively impact the communities it serves and the planet at large. The company is guided by an experienced management team and Board of Directors and is underpinned by leading corporate governance principles, a best-in-class and sustainable approach to operations, and an inclusive culture based on equality and meritocratic empowerment.

For additional information on Veris Residential, Inc. and our properties available for lease, please visithttp://www.verisresidential.com/.

The information in this press release must be read in conjunction with, and is modified in its entirety by, theQuarterly Report on Form 10-Q (the "10-Q") filed by the Company for the same period with the Securities and Exchange Commission (the "SEC") and all of the Company's other public filings with the SEC (the "Public Filings"). In particular, the financial information contained herein is subject to and qualified by reference to the financial statements contained in the 10-Q, the footnotes thereto and the limitations set forth therein. Investors may not rely on the press release without reference to the 10-Q and the Public Filings.

We consider portions of this report, including the documents incorporated by reference, to be forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. We intend such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in Section 21E of such act. Such forward-looking statements relate to, without limitation, our future economic performance, plans and objectives for future operations and projections of revenue and other financial items. Forward-looking statements can be identified by the use of words such as "may," "will," "plan," "potential," "projected," "should," "expect," "anticipate," "estimate," "target," "continue" or comparable terminology. Forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which we cannot predict with accuracy and some of which we might not even anticipate. Although we believe that the expectations reflected in such forward-looking statements are based upon reasonable assumptions at the time made, we can give no assurance that such expectations will be achieved. Future events and actual results, financial and otherwise, may differ materially from the results discussed in the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the additional factors under the heading "Disclosure Regarding Forward-Looking Statements" and "Risk Factors" in the Company's Annual Report on Form 10-K, as may be supplemented or amended by the Company's Quarterly Reports on Form 10-Q, which are incorporated herein by reference. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise, except as required under applicable law.

In addition, the extent to which the ongoing COVID-19 pandemic impacts us and our tenants and residents will depend on future developments, which are highly uncertain and cannot be predicted with confidence, including the scope, severity and duration of the pandemic, the actions taken to contain the pandemic or mitigate its impact, and the direct and indirect economic effects of the pandemic and containment measures, among others.

Investors Anna Malhari Chief Operating Officer investors@verisresidential.com

Media Amanda Shpiner/Grace Cartwright Gasthalter & Co. 212-257-4170 veris-residential@gasthalter.com

Veris Residential, Inc. Consolidated Statements of Operations (In thousands, except per share amounts) (unaudited)

		Three Mont March		
REVENUES		2022	31,	2021
Revenue from leases	\$	65,808	\$	65,771
Real estate services	•	910	.	2,527
Parking income		4,177		3,086
Hotel income		1,417		1,053
Other income		26,787		3,656
Total revenues		99,099		76,093
EXPENSES				
Real estate taxes		12,694		11,831
Utilities		3,933		4,092
Operating services		18,531		15,450
Real estate services expenses		2,363		3,318
General and administrative		19,475		13,989
Depreciation and amortization		26,514		28,173
Land and other impairments, net		2,932		413
Total expenses		86,442		77,266
OTHER (EXPENSE) INCOME				
Interest expense		(15,025)		(17,610)
Interest and other investment income (loss)		158		17
Equity in earnings (loss) of unconsolidated joint ventures		(487)		(1,456)
Realized gains (losses) and unrealized gains (losses) on disposition of				
rental property, net		1,836		-
Gain on disposition of developable land		2,623		-
Gain (loss) from extinguishment of debt, net		(6,289)		-
Total other income (expense)		(17,184)		(19,049)
Income (loss) from continuing operations		(4,527)		(20,222)
Discontinued operations:				
Income from discontinued operations		-		10,962
Realized gains (losses) and unrealized gains (losses) on				
disposition of rental property and impairments, net		-		22,781
Total discontinued operations, net		-		33,743
Net income (loss)		(4,527)		13,521
		974		1,335
Noncontrolling interests in consolidated joint ventures				
Noncontrolling interest in Operating Partnership of income				
from continuing operations		898		2,305
Noncontrolling interests in Operating Partnership in discontinued operations		- (5.10%)		(3,067)
Redeemable noncontrolling interests		(6,437)		(6,471)
Net income (loss) available to common shareholders	\$	(9,092)	\$	7,623
Basic earnings per common share:		(0.40)		
Income (loss) from continuing operations	\$	(0.13)	\$	(0.28)
Discontinued operations				0.34
Net income (loss) available to common shareholders	\$	(0.13)	\$	0.06
Diluted earnings per common share:		(0.12)	•	(0.20)
Income (loss) from continuing operations	\$	(0.13)	\$	(0.28)
Discontinued operations	Φ.	(0.12)		0.34
Net income (loss) available to common shareholders	\$	(0.13)	\$	0.06
Basic weighted average shares outstanding		90,951		90,692

Veris Residential, Inc. Statements of Funds from Operations and Core FFO

(in thousands, except per share/unit amounts) (unaudited)

		Three Mon		
		Marci 2022	h 31,	2021
Net income (loss) available to common shareholders	\$	(9,092)	S	7,623
Add (deduct): Noncontrolling interests in Operating Partnership	3	(898)	. D	(2,305
Noncontrolling interests in discontinued operations		(878)		3,067
Real estate-related depreciation and amortization				5,00
on continuing operations (a)		28,859		30,122
Real estate-related depreciation and amortization		20,037		50,122
on discontinued operations		_		659
Continuing operations: Realized (gains) losses and unrealized (gains)				05,
losses on disposition of rental property, net		(1,836)		
Discontinued operations: Realized (gains) losses and unrealized (gains)		(1,050)		
losses on disposition of rental property, net		_		(22,78)
Funds from operations (b)	\$	17,033	\$	16,385
		,,,,,	*	
Add (Deduct):				
(Gain) loss from early extinguishment of debt, net		6,289		
Dead deal and post sales items in Other Income/expense		-		(1,717
Dead deal and transaction-related costs		-		
Land and other impairments		2,932		41:
(Gain) on disposition of developable land		(2,623)		
CEO and related management change costs		-		2,089
Severance/Rebranding costs		7,642		1,04
Lease breakage fee, net		(22,664)		
Core FFO	\$	8,609	\$	18,215
Diluted weighted average shares/units outstanding (c)		99,934		99,760
Diffuted weighted average shares/units outstanding (c)		99,934		99,700
Funds from operations per share/unit-diluted	\$	0.17	\$	0.16
		0.00	•	0.16
Core funds from operations per share/unit diluted	\$	0.09	\$	0.18
Dividends declared per common share	\$	-	\$	
·	\$	-	\$	
Supplemental Information:	\$	-	\$	
Supplemental Information: Non-incremental revenue generating capital expenditures:		(3.249)	\$ \$	(2.693
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements	s s	(3,249)	·	
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d)		(3,249) (5,971)	·	
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d) Tenant improvements & leasing commissions		(5,971)	·	(770
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d) Tenant improvements & leasing commissions on space vacant for more than a year		(/ /	·	(2,802
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d) Tenant improvements & leasing commissions on space vacant for more than a year Straight-line rent adjustments (e)		(5,971) (6,292)	·	(2,802 (1,279
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d) Tenant improvements & leasing commissions on space vacant for more than a year Straight-line rent adjustments (e) Amortization of (above)/below market lease intangibles, net		(5,971) (6,292) 2,109 (110)	·	(2,802 (1,279 (1,032
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d) Tenant improvements & leasing commissions on space vacant for more than a year Straight-line rent adjustments (e) Amortization of (above)/below market lease intangibles, net Amortization of stock compensation		(5,971) (6,292) 2,109	·	(2,802 (1,279 (1,032 2,60
Supplemental Information: Non-incremental revenue generating capital expenditures: Building improvements Tenant improvements & leasing commissions (d) Tenant improvements & leasing commissions on space vacant for more than a year Straight-line rent adjustments (e) Amortization of (above)/below market lease intangibles, net Amortization of stock compensation Amortization of lease inducements		(5,971) (6,292) 2,109 (110) 2,619 38	·	(2,802 (1,279 (1,032 2,60) (13
		(5,971) (6,292) 2,109 (110) 2,619	·	(2,693 (770 (2,802 (1,279 (1,032 2,601 (13 325 167

⁽a)

⁽b) (c)

Includes the Company's share from unconsolidated joint ventures, and adjustments for noncontrolling interest, of \$2,671 and \$2,275 for the three months ended March 31, 2022 and 2021, respectively. Excludes non-real estate-related depreciation and amortization of \$325 and \$325 for the three months ended March 31, 2022 and 2021.

Funds from operations is calculated in accordance with the definition of FPO of the National Association of Real Estate Investment Trusts (NAREIT). See "Information About FFO" in this release.

Calculated based on weighted average common shares outstanding, assuming redemption of Operating Partnership common units into common shares (8,665 and 8,803 shares for the three months ended March 31, 2022 and 2021, respectively), plus dilutive Common Stock Equivalents (i.e. stock options).

Excludes expenditures for tenant spaces that have not been owned for at least a year.

Includes free rent of \$2,201 and \$3,725 for the three months ended March 31, 2022 and 2021, respectively. Also includes the Company's share from unconsolidated joint ventures of \$(305) and \$88 for the three months ended March 31, 2022 and 2021, respectively. (d) (e)

Veris Residential, Inc. Statements of Funds from Operations (FFO) and Core FFO per Diluted Share

(amounts are per diluted share, except share count in thousands) (unaudited)

	Three Mont	 2021	
	2022	2021	
Net income (loss) available to common shareholders	\$ (0.13)	\$ 0.06	
Add (deduct): Real estate-related depreciation and amortization			
on continuing operations (a)	0.29	0.30	
Real estate-related depreciation and amortization			
on discontinued operations	-	0.01	
Redemption value adjustment to redeemable noncontrolling interests	0.03	0.02	
Continuing operations: Realized (gains) losses and unrealized (gains) losses			
on disposition of rental property, net	(0.02)	-	
Discontinued operations: Realized (gains) losses and unrealized (gains) losses			
on disposition of rental property, net	-	(0.23)	
Funds from operations (b)	\$ 0.17	\$ 0.16	
Add (Deduct):			
(Gain) loss on extinguishment of debt	0.06	-	
Land and other impairments	0.03	-	
Dead deal and other post-sale items in other income/expense	-	(0.02)	
(Gain) on disposition of developable land	(0.03)	` _	
Severance/Rebranding costs	0.08	0.01	
CEO and related management change costs	-	0.02	
Lease breakage fee, net	(0.23)	-	
Noncontrolling interest/rounding adjustment	0.01	0.01	
Core FFO	\$ 0.09	\$ 0.18	
Diluted weighted average shares/units outstanding (c)	99,934	99,760	

Includes the Company's share from unconsolidated joint ventures, and adjustments for noncontrolling interest, of \$0.03 and \$0.03 for the three months ended March 31, 2022 and 2021, respectively. Funds from operations is calculated in accordance with the definition of FFO of the National Association of Real Estate Investment Trusts (NAREIT). See "Information About FFO" in this release. Calculated based on weighted average common shares outstanding, assuming redemption of Operating Partnership common units into common shares (8,665 and 8,803 shares for the three months ended March 31, 2022 and 2021, respectively), plus dilutive Common Stock Equivalents (i.e. stock options).

Veris Residential, Inc. Consolidated Balance Sheets

(in thousands, except per share amounts) (unaudited)

Assets	March 31, 2022		December 31, 2021
Rental property			
Land and leasehold interests	\$ 494,935	\$	494,935
Buildings and improvements	3,404,452		3,375,266
Tenant improvements	108,173		106,654
Furniture, fixtures and equipment	101,690		100,011
	4,109,250		4,076,866
Less – accumulated depreciation and amortization	(606,625)		(583,416)
	3,502,625		3,493,450
Rental property held for sale, net	412,058		618,646
Net investment in rental property	3,914,683		4,112,096
Cash and cash equivalents	26,138		31,754
Restricted cash	21,153		19,701
Investments in unconsolidated joint ventures	135,116		137,772
Unbilled rents receivable, net	53,161		72,285
Deferred charges, goodwill and other assets, net	107,341		151,347
Accounts receivable	2,233		2,363
Total assets	\$ 4,259,825	\$	4,527,318
Liabilities and Equity			
Revolving credit facility	\$ 78,000	\$	148,000
Mortgages, loans payable and other obligations, net	2,108,943		2,241,070
Dividends and distributions payable	132		384
Accounts payable, accrued expenses and other liabilities	89,980		134,977
Rents received in advance and security deposits	24,275		26,396
Accrued interest payable	5,182		5,760
Total liabilities	2,306,512		2,556,587
Commitments and contingencies			
Redeemable noncontrolling interests	512,512		521,313
Equity:			
Veris Residential, Inc. stockholders' equity:			
Common stock, \$0.01 par value, 190,000,000 shares authorized,			
90,955,759 and 90,948,008 shares outstanding	909		909
Additional paid-in capital	2,531,188		2,530,383
Dividends in excess of net earnings	(1,258,411)		(1,249,319)
Accumulated other comprehensive income (loss)	1,995		9
Total Veris Residential, Inc. stockholders' equity	1,275,681		1,281,982
Noncontrolling interests in subsidiaries:			
Operating Partnership	125,700		127,053
Consolidated joint ventures	39,420		40,383
Total noncontrolling interests in subsidiaries	165,120		167,436
Total equity	1,440,801		1,449,418
Total liabilities and equity	\$ 4,259,825	s	4,527,318