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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No.        )

Filed by the Registrant ☒

Filed by a Party other than the Registrant ☐

Check the appropriate box:

☐ Preliminary Proxy Statement

☐ **Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

☐ **Definitive Proxy Statement**

☒ Definitive Additional Materials

☐ Soliciting Material under §240.14a-12

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**VERIS RESIDENTIAL, INC.**

(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

☒ No fee required.

☐ Fee paid previously with preliminary materials.

☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11.

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# Your **Vote** Counts!

VERIS RESIDENTIAL, INC.

2023 Annual Meeting

Vote by June 13, 2023

11:59 PM ET

VERIS RESIDENTIAL, INC.  
HARBORSIDE 3  
210 HUDSON STREET, SUITE 400  
JERSEY CITY, NJ 07311



V02853-P88374

## You invested in VERIS RESIDENTIAL, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 14, 2023.**

### Get informed before you vote

View the Notice and Proxy Statement and Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 31, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit **[www.ProxyVote.com](http://www.ProxyVote.com)**

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote Virtually at the Meeting\*

June 14, 2023  
10:00 AM, ET

Virtually at:  
[www.virtualshareholdermeeting.com/VRE2023](http://www.virtualshareholdermeeting.com/VRE2023)

\*Please check the meeting materials for any special requirements for meeting attendance.

V1.1

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations									
<p>1. To elect nine persons to the Board of Directors of the Company, each to serve until the next Annual Meeting of Stockholders and until their respective successors are elected and qualify.</p> <p><b>Nominees:</b></p> <table><tr><td>01) Frederic Cumenal</td><td>04) A. Akiva Katz</td><td>07) Mahbod Nia</td></tr><tr><td>02) Ronald M. Dickerman</td><td>05) Nori Gerardo Lietz</td><td>08) Howard S. Stern</td></tr><tr><td>03) Tammy K. Jones</td><td>06) Victor MacFarlane</td><td>09) Stephanie L. Williams</td></tr></table>	01) Frederic Cumenal	04) A. Akiva Katz	07) Mahbod Nia	02) Ronald M. Dickerman	05) Nori Gerardo Lietz	08) Howard S. Stern	03) Tammy K. Jones	06) Victor MacFarlane	09) Stephanie L. Williams	✓ For
01) Frederic Cumenal	04) A. Akiva Katz	07) Mahbod Nia								
02) Ronald M. Dickerman	05) Nori Gerardo Lietz	08) Howard S. Stern								
03) Tammy K. Jones	06) Victor MacFarlane	09) Stephanie L. Williams								
2. To adopt, on an advisory basis, a resolution approving the compensation of our named executive officers.	✓ For									
3. To adopt, on an advisory basis, a resolution relating to the frequency of the stockholder vote on the compensation of our named executive officers.	1 Year									
4. To ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accountants for the fiscal year ending December 31, 2023.	✓ For									
5. To approve amendments to the Company's charter to eliminate the supermajority voting and cause requirements for the removal of directors.	✓ For									
<b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment thereof.										

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".