# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

# FORM 8-K

# CURRENT REPORT

## PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): June 5, 2023

# **VERIS RESIDENTIAL, INC.**

(Exact Name of Registrant as Specified in Charter)

1-13274 (Commission File Number)

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)

# VERIS RESIDENTIAL, L.P.

(Exact Name of Registrant as Specified in Charter)

333-57103 (Commission File Number)

Delaware (State or Other Jurisdiction of Incorporation)

Marvland

(State or Other Jurisdiction

of Incorporation)

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)

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 *(ee 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))

Securities Registered Pursuant to Section 12(b) of the Act:

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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company "

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.

## Item 7.01 Regulation FD Disclosure

Beginning on June 6, 2023, Veris Residential, Inc., a Maryland corporation (the "General Partner") and the general partner of Veris Residential, L.P. (the "Company," and together with the General Partner, the "Registrants"), will participate in investor meetings and the NAREIT REITWeek 2023 Investor Conference during which members of the General Partner's management will make presentations to investors. A copy of the General Partner's investor presentation is furnished herewith as Exhibit 99.1.

## Limitation of Incorporation by Reference

In accordance with General Instruction B.2. of Form 8-K, this information, including Exhibit 99.1 furnished herewith, is furnished pursuant to Item 7.01 and shall not

22-3305147 (IRS Employer Identification No.)

**22-3315804** (IRS Employer Identification No.) be deemed to be "filed" for the purpose 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 (the "Securities Act"), or the Exchange Act. The information in this Item 7.01 of this Current Report on Form 8-K (including the exhibit 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.

## Cautionary Statements

This Current Report on Form 8-K, including the exhibits furnished herewith, contains "forward-looking statements" within the meaning of Section 21E of the Exchange 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," "project," "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 as a result of various factors, including those listed in Exhibit 99.1 on page 2 and incorporated by reference herein. Readers are cautioned not to place undue reliance on these forward-looking statements. Unless required by U.S. federal securities laws, we do not intend to update any of the forward-looking statements to reflect circumstances or events that occur after the statements are made or to conform the statements to actual results. The information contained in this Current Report on Form 8-K, including the exhibit filed herewith, should be viewed in conjunction with the consolidated financial statements and notes thereto appearing in the Registrants' Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q.

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

## **Item 9.01 Financial Statements and Exhibits**

## (d) Exhibits

Exhibit Number	Exhibit Title
<u>99.1</u>	Investor Presentation.
104.1	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

## SIGNATURES

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

VERIS RESIDENTIAL, INC.

Dated: June 5, 2023

By: /s/ Taryn Fielder

Taryn Fielder Executive Vice President, General Counsel and Corporate Secretary

VERIS RESIDENTIAL, L.P.

By: Veris Residential, Inc. its general partner

By: /s/ Taryn Fielder

Taryn Fielder Executive Vice President, General Counsel and Corporate Secretary

Dated: June 5, 2023



## FORWARD-LOOKING STATEMENTS

# This Operating and Financial Data should be read in connection with our Quarterly Report on Form 10-Q for the quarter ended March 31, 2023.

Statements made in this presentation may be forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended. Such forward-looking statements are intended 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," "pina", "potential," "projectict," "should," vegect, "anticipat," "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 and are advised to consider the factors listed above together with the additional factors under the bading "Disclosure Regarding Forward-Looking statements" and are advised to consider the factors listed above together with the additional factors under the bading "Disclosure Regarding Forward-Looking statements" as an annual reports on Form 10-K, as may be supplemented or amended by our quartery reports on Form 10-Q, which are incorporated herein by reference. We assume no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

 $\mathbf{V}$  corporate presentation, june 6, 2023



OVERVIEW



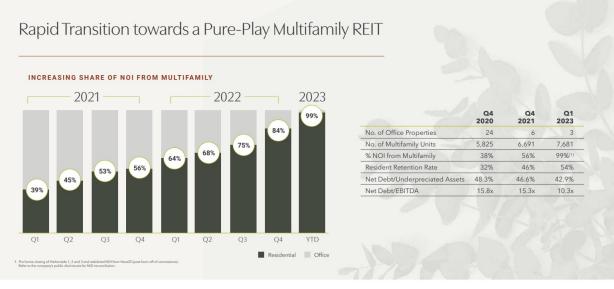
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# Significant Progress in Last Two Years

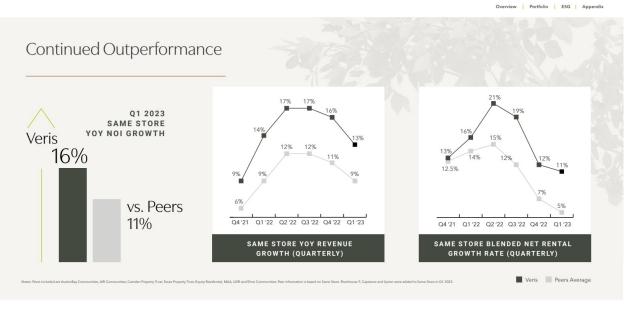




CORPORATE PRESENTATION, JUNE 6, 2023



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OVERVIEW

# Focus on Operational Excellence

		AvaionBay	AIR	CAMDEN.	ESSEX PROPERTY TRUST, INC	Equity Residential	ΦΑΑ	LDR	<b>∧</b> elme
Number of Properties	24	295	75	172	251	301	292	181	27
Number of Units	7,681	85,909	22,696	60,652	62,188	79,351	99,407	57,996	8,868
Same Store NOI Growth YoY	15.8%	10.7%	12.7%	8.1%	9.2%	10.2%	12.5%	11.7%	10.7%
Net Blended Rental Growth Rate <sup>(2)</sup>	10.4%	8.0%	8.6%	4.5%	2.9%	3.9%	3.9%	3.5%	4.5%
Same Store Ave. Monthly Rent per Home	\$3,583	\$2,895	\$2,895	\$1,979	\$2,571	\$2,972	\$1,657	\$2,502	\$1,876
Average Asset Age <sup>(3)</sup>	7	15	38	13	28	23	19	23	42
Capex Reserve per Home <sup>(3)</sup>	\$1,600	\$2,100	\$4,575	\$3,025	\$3,200	\$2,400	\$2,425	\$2,850	\$2,500
ORA <sup>™</sup> Score <sup>(2)</sup>	80.60	78.55	68.50	78.87	59.40	69.48	79.00	58.45	79.00
Elite 1% ORA <sup>®(4)</sup> Properties for 2021	5	20	1	13	1	7	29	0	0

Note: Veria Residential properties as of March 31, 2023. Reer comparable data as of O1 2023 reporting Veria Residential portfolio includes HouzG5 and The Jannes, except for Same Bore metrica. Veria Residential as of March 31, 2023. Peer information based on Green Street as of April 19, 2023. ORA Rankings as published by 1 timmer as of April 2023.

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OVERVIEW
Overview | Portfolio | ESG | Appendix

# Debt Overview

## FINANCING AND LIQUIDITY

- Current debt comprises primarily senior secured, fixedrate mortgages on the multifamily portfolio.
- 97% of the Company's total pro forma debt portfolio (consolidated and unconsolidated) is hedged or fixed.
- The Company's total pro forma debt portfolio has a weighted average rate of 4.4% and weighted average maturity of 3.8 years.
- As of May 30, 2023, total liquidity was \$390 million, comprised entirely of unrestricted cash.



19 Excludes the Revolving Credit Facility, which was terminated as of April 5.

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# Components of Net Asset Value

# \$ IN THOUSANDS

REAL ESTATE PORTFOLIO	TOTAL	AT SHARE
Operating Multifamily NOI		
New Jersey Waterfront	\$120,400	\$100,104
Massachusetts	23,660	23,660
Other	30,248	22,016
Haus25 (Stabilized NOI) <sup>(1)</sup>	30,426	30,426
Total Multifamily NOI	\$204,734	\$176,205
Commercial NOI	4,524	3,660
Total NOI	\$209,258	\$179,865
NON-STRATEGIC ASSETS		
Book Value of Non-Strategic Office Assets <sup>(2)</sup>		\$177,667
Net proceeds from sale of Harborside 1, 2, & 3		360,000
Estimated Land Value - Inside Rockpoint JV <sup>(3)</sup>		238,045
Estimated Land Value - Outside Rockpoint JV <sup>(4)</sup>		72,228
Total Value		\$847,940

Notes: See "Homation About FFO, Core FFO, AFO, NOI, Adjusted EBTDA & EBTDA+". Her Asset Value ("NAV") is the metric that represents the net projected value of the Core; core; you; such as accounting for a di prohy table and equip payment. The metric includes capital invested by the Company. (1) Bared and a Historicade 5. Metrocode 6 and 22 Marc 10. (2) Bared and a Historicade 5. Metrocode 6 and 22 Marc 10.

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OTHER ASSETS	TOTAL		
Cash and Cash Equivalents	\$37,487		
Restricted Cash	19,642		
Other Assets	133,903		
Subtotal Other Assets	\$191,032		

# LIABILITIES

Subtotal Liabilities	\$2,160,403
Revolving Credit Facility	-
Other Liabilities	85,981
Operating - Unconsolidated Debt at Share	310,885
Operating - Consolidated Debt at Share	\$1,763,537

# OTHER CONSIDERATIONS

Subtotal Other Considerations	\$520,207
Preferred Equity / LP Interest	40,231
Rockpoint Interest	\$479,976

# OUTSTANDING SHARES

Common Shares (Outstanding as of March 31, 2023)	91,226,061		
Fully Dilutes Shares for Q1 2023	100,525,777		

PORTFOLIO Overview | Portfolio | ESG | Appendix

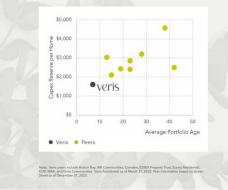


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# Class-A Portfolio

THE LOWEST AVERAGE AGE PROPERTIES WITH LOWEST CAPEX REQUIREMENT



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Properties boast lounges with picturesque views, advanced fitness centers, dog parks and grooming areas, rooftop swimming pools and rec areas, as well as ESG-driven features like EV charging stations, green roofs, and resident programs like rooftop beehives and Veris Farm.

We also allow residents to book private events in shared spaces, such as our lounges, rooftop areas, conference rooms and work pods-all providing additional income.



# Technology-Focused Approach

## MODERN EFFICIENCIES

Our integrated suite of front office technology provides multifamily owners and operators the levers they need to improve efficiency, maximize NOI and effortlessly guide tenants from lead to lease.

MyVeris App The MyVeris app allows residents to pay rent, reserve amenities, RSVP to events and manage maintenance requests. It also serves as a communication tool.

Self-Service Leasing This service allows prospects to schedule and adjust appointments and lease apartments sight-unseen directly through our website.

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Virtual Tours Prospects can now remotely tour selected apartments via our website, allowing them to visualize their apartment home. Stats from this service also provide analytics and market insights to our teams.

Revenue Optimization Platform Analytical, informed approach to pricing, maximizing revenue for new leases and renewals.



PORTFOLIO
Portfolio ESG Appendix



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ESG verview | Portfolio | ESG | Appendix



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# Committed to ESG Initiatives

Climate Community Leader Galvanizes all of the energy users in the building to reduce carbon and take real action to combat climate change

LEED

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Green Certified 59% of wholly owned multifamily units Green Certified (LEED\* or equivalent)

Renewable Electricity 100% renewable electricity procured for multifamily common areas and corporate offices under our operational control

ork is owned by the U.S. Green Building Council and is u

Science Based Targets initiative Target of reducing Scope 1 and 2 emissions by 50% by 2030 compared to 2019 validated by the Science Based Targets initiative

CLIMMTE GROUP EV100 First U.S. real estate company to become EV100 member



# Committed to ESG Initiatives

# SOCIAL & GOVERNANCE

We are part of the National Minority Supplier Development Council, as well as WBEC Metro NY, as part of our effort to connect with more local, women-owned and minority-owned businesses.

Great Place To Work\* Certified We engaged an independent party to conduct our annual survey resulting in this certification

WELL Health-Safety 100% wholly owned multifamily properties certified

CIO TACTION CEO Action for POR RAVIRARIY Diversity & Inclusion Our CEO, Mahbod Nia, joined the largest CEO-driven business commitment to DE&I

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Leading ISS Quality Score We have a QualityScore rating of 1 for both Environmental and Social disclosures and 2 for Governance (with 10 representing the highest risk)

**GRESB Score: 5 Star** We've earned a 5 Star rating for ESG Leadership and Performance in 2022, the highest score offered

**Glass Lewis** The Glass Lewis Proxy Paper places Veris Residential above the 90th percentile in the Finance sector



# **ESG** as Amenities

## AHEAD OF THE CURVE

Today's apartment resident is more sustainably-conscious than ever-especially in our core markets. They don't want eco-friendly amenities and living spaces, they expect it. At Veris Residential, our vow to reducing our environmental impact pushes us ahead of our competitors.

EV Charging Stations We became the first U.S. based real estate company to join EV100, committing to 100% of our properties having EV charging stations by 2030. These appeal to the eco-conscious prospect and encourage residents to choose electric over gas, while saving transportation costs and helping the environment.

ENERGY STAR\* Appliances All appliances are ENERGY STAR\* products-they are the same or better than standard products, but use less energy.

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## Walk Scores

Watk scores With a focus on urban markets, many of our communities receive a Walk Score of 90+, meaning daily errands don't require a car and public transportation is easily accessible.

Green Roofs We incorporate green roofs wherever possible, as they provide a rainwater buffer, purify the air, reduce ambient temperature, regulate indoor temperature, save energy and encourage biodiversity in the city.

## **Ecobee Smart Thermostats**

Residents save up to 26% on annual heating and cooling costs through occupancy sensing technology, so they never heat or cool an empty apartment.

**Composting Areas** Composting areas will reduce trash and utilize compost for community garden beds.



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Source\* Hydropanels Installed at Quarry Place and being implemented at Haus25, Source\* Hydropanels provide the world's first nenevable water supply by using the power of the sun to extract clean drinking water from the air.

### Bees

Bees We've partnered with Alveole to bring beehives to one of our buildings and have plans to add more. The bees provide honey for our residents and bring pollinators back to urban areas.

# **ESG** Opportunities



## LED LIGHTING

We transitioned common area and garage lighting to motion-sensor LED at 5 properties. Rebate opportunities covered 83% of our expenses, reducing payback period to only a few months.

Energy Reductions as of November 2022:

Kwh Reduced: 362,654

Kg CO2: 80,620

Cost Savings: \$69,000

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## DEMAND RESPONSE

Eleven properties each executed seven Demand Response Events in Summer 2022.

Energy Reductions During Demand Management Events:

\$70,000 Utility Rate Reduction Anticipated for 2023

Kwh Reduced: 16,000

Kg CO2: 3,516



## VERIS FARMS

Veris Farm is a modern, hydroponic farm. Veris Farm Corporate opened in March, with the BLVD Collection opening a Veris Farm in May. Hydroponic crops grow 3x faster and produce 30% more yield than traditional agricultural methods. They also use zero pesticides and herbicides with an integrative pest management.

Food Produced Since Opening in May:

Bags of greens: 4,901 bags

Pounds of Food: 1,091.67 lbs

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# Information About Net Operating Income (NOI) Reconciliation of Net income (LOSS) to Net Operating Income (NOI)

		Q1 2023			Q4 2022	
	Multifamily	Office / Corp	Total	Multifamily	Office / Corp	Total
NET INCOME (LOSS)	\$(11,015)	\$(5,215)	\$(16,230)	\$(14,791)	\$55,686	\$40,894
DEDUCT:						
Real estate services income	(911)	-	(911)	(888)	-	(888)
Interest and other investment loss (income)	(29)	(87)	(116)	(1)	(101)	(102)
Equity in (earnings) loss of unconsolidated joint ventures	68	-	68	647	-	647
General & Administrative - property level	3	-	3	(1,184)	_	(1,184)
Realized and unrealized (gains) losses on disposition	-	(780)	(780)	3,000	(72,380)	(69,380)
(Gain) loss on disposition of developable land	-	22	22	486	_	486
(Gain) loss on sale of investment in unconsolidated joint venture	-	-	-	-	(7,677)	(7,677)
(Gain) loss from early extinguishment of debt, net	(12)	12	-	-	1,014	1,014
ADD:						
Real estate services expenses	1,897	46	1,943	2,479	35	2,514
General and administrative	1,354	8,932	10,286	2,400	9,850	12,250
Dead deal and transaction-related costs	-	1,027	1,027	-	2,119	2,119
Depreciation and amortization	21,506	2,370	23,876	21,481	7,423	28,904
Interest expense	21,986	28	22,014	21,832	1,339	23,171
Property impairments	-	-	-	-	10,302	10,302
Land impairments	3,396	-	3,396	-	-	-
NET OPERATING INCOME (NOI)	\$38,243	\$6,355	\$44,598	\$35,461	\$7,609	\$43,070

Trux represents total revenues total operating expenses, as reconsists on introme above, the Company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way. Ten company consister trut to be a meaning in non-u-way ten consister to be a meaning in non-u-w

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# Definitions

Net Blended Rental Growth Rate combines new lease and renewal lease growth rates. New lease growth rate refers to the difference in rent a new occupant of a unit is paying compared to the rent the unit's previous occupant was paying on a net effective basis. Renewal lease growth rate refers to the increase or decrease in monthly rent in a renewed lease compared to the previous lease on a net effective basis.

Average Effective Monthly Rent Per Home represents the average effective rent (net of concessions) for in-place leases and the market rent for vacant homes.

ORA™ score is an aggregate compilation of a property's ratings across various review sites. Each month, J Turner Research monitors the online ratings of more than 120,000 properties nationwide. Using a statistical model, a single score based on a scale of 0 to 100 is assigned to each property.

Elite 1% ORA® Properties for 2021 is an annual ranking of the 128,000 properties assessed by ORA® nationally. The top 1% make it to the list, typically requiring a property score above 95.

Same Store includes properties that were owned for the entirety of the years being compared and exclude properties under redevelopment or development and properties acquired, sold or classified as held for sale during the years being compared.

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# Thank You

THIS PRESENTATION HAS BEEN FORMATTED FOR SCREENS.
PLEASE CONSIDER THE ENVIRONMENT BEFORE PRINTING.

