

**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 16, 2025 (June 11, 2025)**

VERIS RESIDENTIAL, INC.

(Exact Name of Registrant as Specified in Charter)

Maryland
(State or Other Jurisdiction
of Incorporation)

1-13274
(Commission File Number)

22-3305147
(IRS 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)

VERIS RESIDENTIAL, L.P.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

333-57103
(Commission File Number)

22-3315804
(IRS 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)

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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
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 5.07 Submission of Matters to a Vote of Security Holders.

(a) On June 11, 2025, Veris Residential, Inc. (the "Company"), the general partner of Veris Residential, L.P. through which the Company conducts its business, held the 2025 annual meeting of the Company's stockholders (the "Annual Meeting") to (i) elect nine members of the Board, (ii) hold a non-binding advisory vote to approve the compensation of the Company's named executive officers, as set forth in the Company's proxy statement for the Annual Meeting, and (iii) ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2025.

(b) At the Annual Meeting, the Company's stockholders elected the following nine directors, each to serve a one-year term ending at the Company's annual meeting of stockholders to be held in 2026 and until their respective successors are elected and qualified:

For	Withheld	Broker Non-Votes
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Frederic Cumenal	65,481,441	683,294	11,424,977
Ronald M. Dickerman	66,030,613	134,122	11,424,977
Tammy K. Jones	65,415,160	749,575	11,424,977
A. Akiva Katz	65,407,269	757,466	11,424,977
Nori Gerardo Lietz	65,517,991	646,744	11,424,977
Victor B. MacFarlane	65,812,327	352,408	11,424,977
Mahbod Nia	65,815,563	349,172	11,424,977
Howard S. Stern	65,756,008	408,727	11,424,977
Stephanie L. Williams	65,583,906	580,829	11,424,977

The Company's stockholders, on a non-binding advisory basis, also voted upon and approved the compensation of the Company's named executive officers, as set forth in the Company's proxy statement for the Annual Meeting (Number of shares for: 63,039,667, Number of shares against: 3,098,405, Number of shares abstained: 26,663, Number of Broker Non-Votes: 11,424,977).

The Company's stockholders also voted upon and approved the ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2025 (Number of shares for: 74,983,267, Number of shares against: 2,588,849, Number of shares abstained: 17,596).

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit Number	Exhibit Title
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 16, 2025	By: <u>/s/ Taryn Fielder</u> Taryn Fielder General Counsel and Secretary
	VERIS RESIDENTIAL, L.P.
	By: Veris Residential, Inc. its general partner
Dated: June 16, 2025	By: <u>/s/ Taryn Fielder</u> Taryn Fielder General Counsel and Secretary
