

Press Release

DENVER, CO - October 30, 2024

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UDR ANNOUNCES THIRD QUARTER RESULTS AND RAISES FULL-YEAR 2024 GUIDANCE RANGES

UDR, Inc. (the "Company") (NYSE: <u>UDR</u>), announced today its third quarter 2024 results. Net Income, Funds from Operations ("FFO"), FFO as Adjusted ("FFOA"), and Adjusted FFO ("AFFO") per diluted share for the quarter ended September 30, 2024 are detailed below.

		Quarter Ended September 30 3Q 2024 3Q 2024 3Q 2023 \$ Change vs. % Change vs								
Metric	3Q 2024 Actual	3Q 2024 Guidance	Guidance Actual Prior Year Period F							
Net Income per diluted share	\$0.06	\$0.08 to \$0.10	\$0.10	\$(0.04)	(40)%					
FFO per diluted share	\$0.60	\$0.60 to \$0.62	\$0.61	\$(0.01)	(2)%					
FFOA per diluted share	\$0.62	\$0.61 to \$0.63	\$0.63	\$(0.01)	(2)%					
AFFO per diluted share	\$0.54	\$0.54 to \$0.56	\$0.55	\$(0.01)	(2)%					

 Same-Store ("SS") results for the third quarter 2024 versus the third quarter 2023 and the second quarter 2024 are summarized below.

SS Growth / (Decline)	Year-Over-Year ("YOY"): 3Q 2024 vs. 3Q 2023	Sequential: 3Q 2024 vs. 2Q 2024
Revenue	1.2%	0.9%
Expense	2.0%	2.6%
Net Operating Income ("NOI")	0.8%	0.2%

- As previously announced, during the third quarter the Company,
 - o Earned the distinction of being a 2024 National Top Workplaces winner in the Real Estate Industry.
 - Issued \$300.0 million of 10-year senior unsecured debt with an effective interest rate of 5.08 percent.
 - Extended the maturity date of its \$1.3 billion senior unsecured revolving credit facility to August 2028 and added a one-year extension option to its \$350.0 million senior unsecured term loan maturing January 2027.
- Subsequent to quarter-end, the Company published its sixth annual ESG report.

"Continued resiliency in the labor market coupled with attractive relative affordability of apartment rentals has resulted in solid performance despite decades-high levels of new supply completions," said Tom Toomey, UDR's Chairman and CEO. "Based on our year-to-date successes, the strength of our operating platform, and continued innovation, we are again raising full-year 2024 FFOA per diluted share and Same-Store growth guidance expectations."

Outlook(1)

As shown in the table below, the Company has established the following guidance ranges for the fourth quarter of 2024 and has updated its previously provided full-year 2024 guidance ranges.

	4Q 2024 Outlook	3Q 2024 Actual	Updated Full-Year 2024 Outlook	Prior Full-Year 2024 Outlook	Full-Year 2024 Midpoint (Change)
Net Income per diluted share	\$0.10 to \$0.12	\$0.06	\$0.38 to \$0.40	\$0.35 to \$0.43	\$0.39 (unch)
FFO per diluted share	\$0.61 to \$0.63	\$0.60	\$2.42 to \$2.44	\$2.38 to \$2.46	\$2.43 (+\$0.01)
FFOA per diluted share	\$0.62 to \$0.64	\$0.62	\$2.47 to \$2.49	\$2.42 to \$2.50	\$2.48 (+\$0.02)
AFFO per diluted share	\$0.56 to \$0.58	\$0.54	\$2.21 to \$2.23	\$2.16 to \$2.24	\$2.22 (+\$0.02)
YOY Growth:					
SS Revenue	N/A	1.2%	2.00% to 2.40%	1.00% to 3.00%	2.20% (+0.20%)
SS Expense	N/A	2.0%	4.00% to 4.80%	4.00% to 6.00%	4.40% (-0.60%)
SS NOI	N/A	0.8%	1.00% to 1.40%	(0.25)% to 1.75%	1.20% (+0.45%)

⁽¹⁾ Additional assumptions for the Company's fourth quarter and full-year 2024 outlook can be found on Attachment 13 of the Company's related quarterly Supplemental Financial Information ("Supplement"). A reconciliation of GAAP Net Income per share to FFO per share, FFOA per share, and AFFO per share can be found on Attachment 14(D) of the Company's related quarterly Supplement. Non-GAAP financial measures and other terms, as used in this earnings release, are defined and further explained on Attachments 14(A) through 14(D), "Definitions and Reconciliations," of the Company's related quarterly Supplement.

Operating Results

In the third quarter, total revenue increased by \$10.0 million YOY, or 2.4 percent, to \$420.2 million. This increase was primarily attributable to growth in revenue from Same-Store communities, prior year acquisitions, and completed developments.

"Same-Store revenue, expense, and NOI growth in the third quarter was better than expected, which drove our full-year 2024 guidance increases," said Mike Lacy, UDR's Senior Vice President of Operations. "We expect our fourth quarter year-over-year Same-Store revenue growth to accelerate from third quarter levels due to resident retention that continues to exceed our original expectations, occupancy that has improved to the mid-96 percent range, and higher resident satisfaction that supports our ability to drive renewal rate growth in the mid-4 percent range."

Summary of Second Quarter 2024, Third Quarter 2024, and October 2024 Residential Operating Trends⁽¹⁾

	As of October 29, 2024							
Same-Store Metric	2Q 2024 as reported	3Q 2024 as reported	Oct 2024					
Weighted Average Physical Occupancy	96.8%	96.3%	96.5% to 96.7%					
Effective Blended Lease Rate Growth ⁽²⁾	2.4%	1.8%	(0.4)% to 0.2%					

⁽¹⁾ Metrics are as of October 29, 2024 for the Company's Same-Store residential portfolio and are subject to change.

⁽²⁾ The Company defines Effective Blended Lease Rate Growth as the combined proportional growth as a result of (a) Effective New Lease Rate Growth and (b) Effective Renewal Lease Rate Growth. Management considers Effective Blended Lease Rate Growth a useful metric for investors as it assesses combined proportional market-level new and in-place demand trends. Please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplement for additional details.

In the tables below, the Company has presented YOY, sequential, and year-to-date ("YTD") Same-Store results by region.

Summary of Same-Store Results in the Third Quarter 2024 versus the Third Quarter 2023

Region	Revenue Growth / (Decline)	Expense Growth / (Decline)	NOI Growth / (Decline)	% of Same-Store Portfolio ⁽¹⁾	Physical Occupancy ⁽²⁾	YOY Change in Occupancy
West	1.8%	2.2%	1.6%	31.1%	96.3%	(0.3)%
Mid-Atlantic	2.4%	2.6%	2.3%	20.8%	96.4%	(0.5)%
Northeast	2.8%	4.2%	2.1%	18.4%	96.5%	(0.2)%
Southeast	(1.0)%	(0.4)%	(1.2)%	13.7%	95.9%	(0.5)%
Southwest	(2.2)%	0.8%	(3.9)%	9.1%	96.3%	(0.5)%
Other Markets	(0.4)%	(0.7)%	(0.2)%	6.9%	96.6%	0.1%
Total	1.2%	2.0%	0.8%	100.0%	96.3%	(0.4)%

⁽f) Based on 3Q 2024 Same-Store NOI. For definitions of terms, please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplement.

Summary of Same-Store Results in the Third Quarter 2024 versus the Second Quarter 2024

Region	Revenue Growth / (Decline)	Expense Growth / (Decline)	NOI Growth / (Decline)	% of Same-Store Portfolio ⁽¹⁾	Physical Occupancy ⁽²⁾	Sequential Change in Occupancy
West	1.6%	3.5%	0.9%	31.1%	96.3%	(0.3)%
Mid-Atlantic	1.5%	2.5%	1.1%	20.8%	96.4%	(0.7)%
Northeast	2.0%	6.4%	(0.3)%	18.4%	96.5%	(0.7)%
Southeast	(1.0)%	(0.5)%	(1.3)%	13.7%	95.9%	(0.7)%
Southwest	(0.8)%	(2.7)%	0.3%	9.1%	96.3%	(0.4)%
Other Markets	0.4%	4.1%	(1.2)%	6.9%	96.6%	(0.1)%
Total	0.9%	2.6%	0.2%	100.0%	96.3%	(0.5)%

⁽¹⁾ Based on 3Q 2024 Same-Store NOI. For definitions of terms, please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplement.

Summary of Same-Store Results for YTD 2024 versus YTD 2023

Region	Revenue Growth / (Decline)	Expense Growth / (Decline)	NOI Growth / (Decline)	% of Same-Store Portfolio ⁽¹⁾	Physical Occupancy ⁽²⁾	YTD YOY Change in Occupancy
West	2.6%	4.3%	2.0%	31.4%	96.7%	0.2%
Mid-Atlantic	3.5%	4.9%	2.9%	20.9%	96.9%	0.1%
Northeast	3.6%	6.5%	2.0%	% 18.5% 97.0		0.0%
Southeast	0.7%	1.7%	0.2%	14.2%	96.4%	0.2%
Southwest	(0.6)%	2.4%	(2.3)%	8.7%	96.6%	0.0%
Other Markets	1.3%	6.6%	(0.8)%	6.3%	96.9%	0.2%
Total	2.3%	4.4%	1.4%	100.0%	96.7%	0.1%

⁽¹⁾ Based on YTD 2024 Same-Store NOI. For definitions of terms, please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplement.

⁽²⁾ Weighted average Same-Store physical occupancy for the quarter.

⁽²⁾ Weighted average Same-Store physical occupancy for the quarter.

⁽²⁾ Weighted average Same-Store physical occupancy for YTD 2024.

Debt and Preferred Equity Program Activity

At the end of the third quarter, the Company had fully funded its \$550.9 million of commitments under its Debt and Preferred Equity Program (previously referred to as the Developer Capital Program), with approximately 50 percent of this being in stabilized developments and recapitalizations. In total, the Company's Debt and Preferred Equity investments carry a contractual weighted average 9.8 percent rate of return and have a weighted average remaining term of 2.5 years.

As previously announced, during the quarter the Company,

- Received a \$17.2 million partial paydown of its preferred equity investment in Vernon Boulevard, a recently
 developed 534-home apartment community in Queens, NY. In conjunction with the paydown, the Company's
 remaining \$50.9 million preferred equity investment will earn a contractual 11.0 percent rate of return, which
 was adjusted lower from a previous 13.0 percent rate of return to reflect the reduced risk in UDR's investment.
- Fully funded a \$35.0 million preferred equity portfolio investment in four stabilized communities as part of a recapitalization, which is summarized below.

Community / Type	Location (MSA)	Apartment Homes	Investment Type	Commitment (\$ millions)	Last Dollar LTV ⁽¹⁾	Rate of Return
Stabilized Portfolio / Recapitalization	Portland, OR	818	Preferred Equity	\$35.0	75%	10.75%

⁽¹⁾ The capital structure for this portfolio includes, in order of seniority, senior loans that represent approximately 57.5 percent of property value, UDR's preferred equity investment that represents the next approximately 17.5 percent of property value, and sponsor equity representing the remaining approximately 25 percent of property value, with these percentages based on the transaction value.

During the quarter, the Company entered into a new \$31.1 million senior loan directly with its joint venture in Junction, a 66-home apartment community located in Santa Monica, CA, with an interest rate of SOFR plus 3 percent and a maturity date of September 2027, which is in addition to the Company's existing preferred equity investment. The proceeds of the senior loan were used by the joint venture to repay in full its prior senior construction loan, which was scheduled to mature in January 2025. Furthermore, the Company recorded an \$8.1 million non-cash impairment loss on its total investment in Junction due to a decrease in the value of the operating community.

Capital Markets and Balance Sheet Activity

During the quarter, the Company,

- Issued \$300.0 million of 10-year senior unsecured debt with an effective interest rate of 5.08 percent.
- Extended the maturity date of its \$1.3 billion senior unsecured revolving credit facility to August 2028, with two six-month extension options, and added a one-year extension option to its \$350.0 million senior unsecured term loan maturing January 2027. The credit agreement includes an accordion feature that allows the total commitments under the revolving credit facility and the total borrowings under the term loan to be increased to a maximum amount of up to \$2.5 billion, subject to certain conditions. The interest rate applicable to the revolving credit facility and term loan are consistent with the prior agreement, but, contingent on the Company achieving certain to be determined sustainability goals, the applicable margin on the revolving credit facility may change by up to four basis points and the applicable facility fee may change by up to one basis point. The applicable margin on the term loan may be reduced by up to two basis points contingent on the Company receiving green building certifications.

The Company's total indebtedness as of September 30, 2024 was \$5.9 billion with only \$180 million, or 3.2 percent of total consolidated debt, maturing through 2025, including principal amortization and excluding amounts on the Company's commercial paper program and working capital credit facility. As of September 30, 2024, the Company had approximately \$1.0 billion in liquidity through a combination of cash and undrawn capacity on its credit facilities. Please see Attachment 13 of the Company's related quarterly Supplement for additional details on projected capital sources and uses.

In the table below, the Company has presented select balance sheet metrics for the quarter ended September 30, 2024 and the comparable prior year period.

	Quarter	Ended Septeml	oer 30
Balance Sheet Metric	3Q 2024	3Q 2023	Change
Weighted Average Interest Rate	3.43%	3.37%	0.06%
Weighted Average Years to Maturity ⁽¹⁾	5.4	5.9	(0.5)
Consolidated Fixed Charge Coverage Ratio	4.9x	5.2x	(0.3)x
Consolidated Debt as a percentage of Total Assets	32.9%	32.8%	0.1%
Consolidated Net Debt-to-EBITDAre(2)	5.6x	5.7x	(0.1)x

⁽¹⁾ If the Company's commercial paper balance was refinanced using its line of credit, the weighted average years to maturity would have been 5.6 years with and without extensions for 3Q 2024 and 6.0 years without extensions and 6.1 years with extensions for 3Q 2023.

Corporate Responsibility

During the quarter, the Company earned the distinction of being a <u>2024 National Top Workplaces winner</u> in the Real Estate Industry.

Subsequent to quarter-end, the Company published its <u>sixth annual ESG report</u>, which detailed UDR's ongoing commitment to engaging in socially responsible ESG activities to contribute to a lower-carbon future.

Dividend

As previously announced, the Company's Board of Directors <u>declared a regular quarterly dividend</u> on its common stock for the third quarter 2024 in the amount of \$0.425 per share. The dividend will be paid in cash on October 31, 2024 to UDR common shareholders of record as of October 10, 2024. The third quarter 2024 dividend will represent the 208th consecutive quarterly dividend paid by the Company on its common stock.

Supplemental Financial Information

The Company offers Supplemental Financial Information that provides details on the financial position and operating results of the Company, which is available on the Investor Relations section of the Company's website at <u>ir.udr.com</u>.

⁽²⁾ Defined as EBITDAre - adjusted for non-recurring items. A reconciliation of GAAP Net Income per share to EBITDAre - adjusted for non-recurring items and GAAP Total Debt to Net Debt can be found on Attachment 4(C) of the Company's related quarterly Supplement.



Attachment 14(A)

Definitions and Reconciliations September 30, 2024 (Unaudited)

Acquired Communities: The Company defines Acquired Communities as those communities acquired by the Company, other than development and redevelopment activity, that did not achieve stabilization as of the most recent quarter.

Adjusted Funds from Operations ("AFFO") attributable to common stockholders and unitholders: The Company defines AFFO as FFO as Adjusted attributable to common stockholders and unitholders less recurring capital expenditures on consolidated communities that are necessary to help preserve the value of and maintain functionality at our communities.

Management considers AFFO a useful supplemental performance metric for investors as it is more indicative of the Company's operational performance than FFO or FFO as Adjusted. AFFO is not intended to represent cash flow or liquidity for the period, and is only intended to provide an additional measure of our operating performance. The Company believes that net income/(loss) attributable to common stockholders is the most directly comparable GAAP financial measure to AFFO. Management believes that AFFO is a widely recognized measure of the operations of REITs, and presenting AFFO enables investors to assess our performance in comparison to other REITs. However, other REITs may use different methodologies for calculating AFFO and, accordingly, our AFFO may not always be comparable to AFFO calculated by other REITs. AFFO should not be considered as an alternative to net income/(loss) (determined in accordance with GAAP) as an indication of funds available to fund our cash needs, including our ability to make distributions. A reconciliation from net income/(loss) attributable to common stockholders to AFFO is provided on Attachment 2.

Consolidated Fixed Charge Coverage Ratio - adjusted for non-recurring items: The Company defines Consolidated Fixed Charge Coverage Ratio - adjusted for non-recurring items as Consolidated Interest Coverage Ratio - adjusted for non-recurring items divided by total consolidated interest, excluding the impact of costs associated with debt extinguishment, plus preferred dividends.

Management considers Consolidated Fixed Charge Coverage Ratio - adjusted for non-recurring items a useful metric for investors as it provides ratings agencies, investors and lenders with a widely-used measure of the Company's ability to service its consolidated debt obligations as well as compare leverage against that of its peer REITs. A reconciliation of the components that comprise Consolidated Fixed Charge Coverage Ratio - adjusted for non-recurring items is provided on Attachment 4(C) of the Company's quarterly supplemental disclosure.

Consolidated Interest Coverage Ratio - adjusted for non-recurring items: The Company defines Consolidated Interest Coverage Ratio - adjusted for non-recurring items as Consolidated EBITDAre – adjusted for non-recurring items divided by total consolidated interest, excluding the impact of costs associated with debt extinguishment.

Management considers Consolidated Interest Coverage Ratio - adjusted for non-recurring items a useful metric for investors as it provides ratings agencies, investors and lenders with a widely-used measure of the Company's ability to service its consolidated debt obligations as well as compare leverage against that of its peer REITs. A reconciliation of the components that comprise Consolidated Interest Coverage Ratio - adjusted for non-recurring items is provided on Attachment 4(C) of the Company's quarterly supplemental disclosure.

Consolidated Net Debt-to-EBITDAre - adjusted for non-recurring items: The Company defines Consolidated Net Debt-to-EBITDAre - adjusted for non-recurring items as total consolidated debt net of cash and cash equivalents divided by annualized Consolidated EBITDAre - adjusted for non-recurring items. Consolidated EBITDAre - adjusted for non-recurring items is defined as EBITDAre excluding the impact of income/(loss) from unconsolidated entities, adjustments to reflect the Company's share of EBITDAre of unconsolidated joint ventures and other non-recurring items including, but not limited to casualty-related charges/(recoveries), net of wholly owned communities.

Management considers Consolidated Net Debt-to-EBITDAre - adjusted for non-recurring items a useful metric for investors as it provides ratings agencies, investors and lenders with a widely-used measure of the Company's ability to service its consolidated debt obligations as well as compare leverage against that of its peer REITs. A reconciliation between net income/(loss) and Consolidated EBITDAre - adjusted for non-recurring items is provided on Attachment 4(C) of the Company's quarterly supplemental disclosure.

Controllable Expenses: The Company refers to property operating and maintenance expenses as Controllable Expenses.

Development Communities: The Company defines Development Communities as those communities recently developed or under development by the Company, that are currently majority owned by the Company and have not achieved stabilization as of the most recent quarter.

Earnings Before Interest, Taxes, Depreciation and Amortization for Real Estate (EBITDAre): The Company defines EBITDAre as net income/(loss) (computed in accordance with GAAP), plus interest expense, including costs associated with debt extinguishment, plus real estate depreciation and amortization, plus (minus) income tax provision/(benefit), net, (minus) plus net gain/(loss) on the sale of depreciable real estate owned, plus impairment write-downs of depreciable real estate, plus the adjustments to reflect the Company's share of EBITDAre of unconsolidated joint ventures. 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 was approved by the Board of Governors of Nareit in September 2017.

Management considers EBITDAre a useful metric for investors as it provides an additional indicator of the Company's ability to incur and service debt, and enables investors to assess our performance against that of its peer REITs. EBITDAre should be considered along with, but not as an alternative to, net income and cash flow as a measure of the Company's activities in accordance with GAAP. EBITDAre does not represent cash generated from operating activities in accordance with GAAP and is not necessarily indicative of funds available to fund our cash needs. A reconciliation between net income/(loss) and EBITDAre is provided on Attachment 4(C) of the Company's quarterly supplemental disclosure.

Effective Blended Lease Rate Growth: The Company defines Effective Blended Lease Rate Growth as the combined proportional growth as a result of Effective New Lease Rate Growth and Effective Renewal Lease Rate Growth. Management considers Effective Blended Lease Rate Growth a useful metric for investors as it assesses combined proportional market-level, new and in-place demand trends.

Effective New Lease Rate Growth: The Company defines Effective New Lease Rate Growth as the increase in gross potential rent realized less concessions on a straight-line basis for the new lease term (current effective rent) versus prior resident effective rent for the prior lease term on new leases commenced during the current quarter. Management considers Effective New Lease Rate Growth a useful metric for investors as it assesses market-level new demand trends.

Effective Renewal Lease Rate Growth: The Company defines Effective Renewal Lease Rate Growth as the increase in gross potential rent realized less concessions on a straight-line basis for the new lease term (current effective rent) versus prior effective rent for the prior lease term on renewed leases commenced during the current quarter. Management considers Effective Renewal Lease Rate Growth a useful metric for investors as it assesses market-level, in-place demand trends.

Estimated Quarter of Completion: The Company defines Estimated Quarter of Completion of a development or redevelopment project as the date on which construction is expected to be completed, but it does not represent the date of stabilization.



Attachment 14(B)

Definitions and Reconciliations September 30, 2024 (Unaudited)

Funds from Operations as Adjusted ("FFO as Adjusted") attributable to common stockholders and unitholders: The Company defines FFO as Adjusted attributable to common stockholders and unitholders as FFO excluding the impact of other non-comparable items including, but not limited to, acquisition-related costs, prepayment costs/benefits associated with early debt retirement, impairment write-downs or gains and losses on sales of real estate or other assets incidental to the main business of the Company and income taxes directly associated with those gains and losses, casualty-related expenses and recoveries, severance costs and legal and other costs.

Management believes that FFO as Adjusted is useful supplemental information regarding our operating performance as it provides a consistent comparison of our operating performance across time periods and allows investors to more easily compare our operating results with other REITs. FFO as Adjusted is not intended to represent cash flow or liquidity for the period, and is only intended to provide an additional measure of our operating performance. The Company believes that net income/(loss) attributable to common stockholders is the most directly comparable GAAP financial measure to FFO as Adjusted. However, other REITs may use different methodologies for calculating FFO as Adjusted or similar FFO measures and, accordingly, our FFO as Adjusted may not always be comparable to FFO as Adjusted or similar FFO measures calculated by other REITs. FFO as Adjusted should not be considered as an alternative to net income (determined in accordance with GAAP) as an indication of financial performance, or as an alternative to cash flow from operating activities (determined in accordance with GAAP) as a measure of our liquidity. A reconciliation from net income attributable to common stockholders to FFO as Adjusted is provided on Attachment 2.

Funds from Operations ("FFO") attributable to common stockholders and unitholders: The Company defines FFO attributable to common stockholders and unitholders as net income/(loss) attributable to common stockholders (computed in accordance with GAAP), excluding impairment write-downs of depreciable real estate related to the main business of the Company or of investments in non-consolidated investees that are directly attributable to decreases in the fair value of depreciable real estate held by the investee, gains and losses from sales of depreciable real estate related to the main business of the Company and income taxes directly associated with those gains and losses, plus real estate depreciation and amortization, and after adjustments for noncontrolling interests, and the Company's share of unconsolidated partnerships and joint ventures. This definition conforms with the National Association of Real Estate Investment Trust's definition issued in April 2002 and restated in November 2018. In the computation of diluted FFO, if OP Units, DownREIT Units, unvested restricted stock, unvested LTIP Units, stock options, and the shares of Series E Cumulative Convertible Preferred Stock are dilutive, they are included in the diluted share count.

Management considers FFO a useful metric for investors as the Company uses FFO in evaluating property acquisitions and its operating performance and believes that FFO should be considered along with, but not as an alternative to, net income and cash flow as a measure of the Company's activities in accordance with GAAP. FFO does not represent cash generated from operating activities in accordance with GAAP and is not necessarily indicative of funds available to fund our cash needs. A reconciliation from net income/(loss) attributable to common stockholders to FFO is provided on Attachment 2.

Held For Disposition Communities: The Company defines Held for Disposition Communities as those communities that were held for sale as of the end of the most recent quarter.

Joint Venture Reconciliation at UDR's weighted average ownership interest:

In thousands	3Q 2024		Y	TD 2024
Income/(loss) from unconsolidated entities	\$	(1,880)	\$	11,251
Management fee		875		2,574
Interest expense		4,744		13,682
Depreciation		12,315		39,776
General and administrative		132		481
Preferred Equity Program (excludes loans)		(9,071)		(25,670)
Other (income)/expense		(43)		(91)
Realized and unrealized (gain)/loss on real estate technology investments, net of tax		(492)		(5,949)
Impairment loss from unconsolidated joint ventures		8,083		8,083
Total Joint Venture NOI at UDR's Ownership Interest	\$	14,663	\$	44,137

Net Operating Income ("NOI"): The Company defines NOI as rental income less direct property rental expenses. Rental income represents gross market rent and other revenues less adjustments for concessions, vacancy loss and bad debt. Rental expenses include real estate taxes, insurance, personnel, utilities, repairs and maintenance, administrative and marketing. Excluded from NOI is property management expense, which is calculated as 3.25% of property revenue, and land rent. Property management expense covers costs directly related to consolidated property operations, inclusive of corporate management, regional supervision, accounting and other costs.

Management considers NOI a useful metric for investors as it is a more meaningful representation of a community's continuing operating performance than net income as it is prior to corporate-level expense allocations, general and administrative costs, capital structure and depreciation and amortization and is a widely used input, along with capitalization rates, in the determination of real estate valuations. A reconciliation from net income/(loss) attributable to UDR, Inc. to NOI is provided below.

In thousands	3	Q 2024	2Q 2024	1Q 2024	4	IQ 2023	3	Q 2023
Net income/(loss) attributable to UDR, Inc.	\$	22,597	\$ 28,883	\$ 43,149	\$	32,986	\$	32,858
Property management		13,588	13,433	13,379		13,354		13,271
Other operating expenses		6,382	7,593	6,828		8,320		4,611
Real estate depreciation and amortization		170,276	170,488	169,858		170,643		167,551
Interest expense		50,214	47,811	48,062		47,347		44,664
Casualty-related charges/(recoveries), net		1,473	998	6,278		(224)		(1,928)
General and administrative		20,890	20,136	17,810		20,838		15,159
Tax provision/(benefit), net		(156)	386	337		93		428
(Income)/loss from unconsolidated entities		1,880	(4,046)	(9,085)		20,219		(5,508)
Interest income and other (income)/expense, net		(6,159)	(6,498)	(5,865)		(9,371)		3,069
Joint venture management and other fees		(2,072)	(1,992)	(1,965)		(2,379)		(1,772)
Other depreciation and amortization		4,029	4,679	4,316		4,397		3,692
(Gain)/loss on sale of real estate owned		-	-	(16,867)		(25,308)		-
Net income/(loss) attributable to noncontrolling interests		1,480	2,130	3,161		2,975		2,561
Total consolidated NOI	\$	284,422	\$ 284,001	\$ 279,396	\$	283,890	\$	278,656



Attachment 14(C)

Definitions and Reconciliations September 30, 2024 (Unaudited)

NOI Enhancing Capital Expenditures ("Cap Ex"): The Company defines NOI Enhancing Capital Expenditures as expenditures that result in increased income generation or decreased expense growth over time.

Management considers NOI Enhancing Capital Expenditures a useful metric for investors as it quantifies the amount of capital expenditures that are expected to grow, not just maintain, revenues or to decrease expenses.

Non-Mature Communities: The Company defines Non-Mature Communities as those communities that have not met the criteria to be included in same-store communities.

Non-Residential / Other: The Company defines Non-Residential / Other as non-apartment components of mixed-use properties, land held, properties being prepared for redevelopment and properties where a material change in home count has occurred.

Other Markets: The Company defines Other Markets as the accumulation of individual markets where it operates less than 1,000 Same-Store homes. Management considers Other Markets a useful metric as the operating results for the individual markets are not representative of the fundamentals for those markets as a whole.

Physical Occupancy: The Company defines Physical Occupancy as the number of occupied homes divided by the total homes available at a community.

QTD Same-Store Communities: The Company defines QTD Same-Store Communities as those communities Stabilized for five full consecutive quarters. These communities were owned and had stabilized operating expenses as of the beginning of the quarter in the prior year, were not in process of any substantial redevelopment activities, and were not held for disposition.

Recurring Capital Expenditures: The Company defines Recurring Capital Expenditures as expenditures that are necessary to help preserve the value of and maintain functionality at its communities.

Redevelopment Communities: The Company generally defines Redevelopment Communities as those communities where substantial redevelopment is in progress. Based upon the level of material impact the redevelopment has on the community (operations, occupancy levels, and future rental rates), the community may or may not maintain Stabilization. As such, for each redevelopment, the Company assesses whether the community remains in Same-Store.

Sold Communities: The Company defines Sold Communities as those communities that were disposed of prior to the end of the most recent quarter.

Stabilization/Stabilized: The Company defines Stabilization/Stabilized as when a community's occupancy reaches 90% or above for at least three consecutive months

Stabilized, Non-Mature Communities: The Company defines Stabilized, Non-Mature Communities as those communities that have reached Stabilization but are not yet in the same-store portfolio.

Total Revenue per Occupied Home: The Company defines Total Revenue per Occupied Home as rental and other revenues with concessions reported on a straight-line basis, divided by the product of occupancy and the number of apartment homes.

Management considers Total Revenue per Occupied Home a useful metric for investors as it serves as a proxy for portfolio quality, both geographic and physical.

TRS: The Company's taxable REIT subsidiaries ("TRS") focus on making investments and providing services that are otherwise not allowed to be made or provided by a REIT.

YTD Same-Store Communities: The Company defines YTD Same-Store Communities as those communities Stabilized for two full consecutive calendar years. These communities were owned and had stabilized operating expenses as of the beginning of the prior year, were not in process of any substantial redevelopment activities, and were not held for disposition.

Conference Call and Webcast Information

UDR will host a webcast and conference call at 1:00 p.m. Eastern Time on October 31, 2024, to discuss third quarter 2024 results as well as high-level views for 2024. The webcast will be available on the Investor Relations section of the Company's website at ir.udr.com. To listen to a live broadcast, access the site at least 15 minutes prior to the scheduled start time in order to register, download and install any necessary audio software. To participate in the teleconference dial 877-423-9813 for domestic and 201-689-8573 for international. A passcode is not necessary.

Given a high volume of conference calls occurring during this time of year, delays are anticipated when connecting to the live call. As a result, stakeholders and interested parties are encouraged to utilize the Company's webcast link for its earnings results discussion.

A replay of the conference call will be available through December 1, 2024, by dialing 844-512-2921 for domestic and 412-317-6671 for international and entering the confirmation number, 13749409, when prompted for the passcode. A replay of the call will also be available on the Investor Relations section of the Company's website at <u>ir.udr.com</u>.

Full Text of the Earnings Report and Supplemental Data

The full text of the earnings report and related quarterly Supplement will be available on the Investor Relations section of the Company's website at ir.udr.com.

Forward-Looking Statements

Certain statements made in this press release may constitute "forward-looking statements." Words such as "expects," "intends," "believes," "anticipates," "plans," "likely," "will," "seeks," "outlook," "guidance," "estimates" and variations of such words and similar expressions are intended to identify such forward-looking statements. Forward-looking statements, by their nature, involve estimates, projections, goals, forecasts and assumptions and are subject to risks and uncertainties that could cause actual results or outcomes to differ materially from those expressed in a forwardlooking statement, due to a number of factors, which include, but are not limited to, general market and economic conditions, unfavorable changes in the apartment market and economic conditions that could adversely affect occupancy levels and rental rates, the impact of inflation/deflation on rental rates and property operating expenses, the availability of capital and the stability of the capital markets, rising interest rates, the impact of competition and competitive pricing, acquisitions, developments and redevelopments not achieving anticipated results, delays in completing developments, redevelopments and lease-ups on schedule or at expected rent and occupancy levels, changes in job growth, home affordability and demand/supply ratio for multifamily housing, development and construction risks that may impact profitability, risks that joint ventures with third parties and Debt and Preferred Equity Program investments do not perform as expected, the failure of automation or technology to help grow net operating income, and other risk factors discussed in documents filed by the Company with the SEC from time to time, including the Company's Annual Report on Form 10-K and the Company's Quarterly Reports on Form 10-Q. Actual results may differ materially from those described in the forward-looking statements. These forward-looking statements and such risks, uncertainties and other factors speak only as of the date of this press release, and the Company expressly disclaims any obligation or undertaking to update or revise any forward-looking statement contained herein, to reflect any change in the Company's expectations with regard thereto, or any other change in events, conditions or circumstances on which any such statement is based, except to the extent otherwise required under the U.S. securities laws.

About UDR, Inc.

<u>UDR</u>, <u>Inc.</u> (NYSE: UDR), an S&P 500 company, is a leading multifamily real estate investment trust with a demonstrated performance history of delivering superior and dependable returns by successfully managing, buying, selling, developing and redeveloping attractive real estate communities in targeted U.S. markets. As of September 30, 2024, UDR owned or had an ownership position in 60,123 apartment homes. For over 52 years, UDR has delivered long-term value to shareholders, the best standard of service to Residents and the highest quality experience for Associates.



Attachment 1

Consolidated Statements of Operations (Unaudited) (1)

	 Three Mor Septen		Nine Months Ended September 30,				
In thousands, except per share amounts	2024		2023		2024		2023
REVENUES:							
Rental income (2)	\$ 418,088	\$	408,359	\$	1,243,085	\$	1,209,764
Joint venture management and other fees	 2,072		1,772		6,029		4,464
Total revenues	420,160		410,131		1,249,114		1,214,228
OPERATING EXPENSES:							
Property operating and maintenance	76,484		71,599		220,405		205,294
Real estate taxes and insurance	57,182		58,104		174,861		173,590
Property management	13,588		13,271		40,400		39,317
Other operating expenses	6,382		4,611		20,803		11,902
Real estate depreciation and amortization	170,276		167,551		510,622		505,776
General and administrative	20,890		15,159		58,836		49,091
Casualty-related charges/(recoveries), net	1,473		(1,928)		8,749		3,362
Other depreciation and amortization	 4,029		3,692		13,024		11,022
Total operating expenses	350,304		332,059		1,047,700		999,354
Gain/(loss) on sale of real estate owned	 		-		16,867		325,885
Operating income	69,856		78,072		218,281		540,759
Income/(loss) from unconsolidated entities (2)(3)	(1,880)		5,508		11,251		24,912
Interest expense	(50,214)		(44,664)		(146,087)		(133,519)
Interest income and other income/(expense), net	 6,159		(3,069)		18,522		8,388
Income/(loss) before income taxes	23,921		35,847		101,967		440,540
Tax (provision)/benefit, net	 156		(428)		(567)		(2,013)
Net Income/(loss)	24,077		35,419		101,400		438,527
Net (income)/loss attributable to redeemable noncontrolling interests in the OP and DownREIT Partnership	(1,574)		(2,554)		(6,736)		(27,137)
Net (income)/loss attributable to noncontrolling interests	 94		(7)		(35)		(23)
Net income/(loss) attributable to UDR, Inc.	22,597		32,858		94,629		411,367
Distributions to preferred stockholders - Series E (Convertible)	 (1,197)		(1,221)		(3,638)		(3,626)
Net income/(loss) attributable to common stockholders	\$ 21,400	\$	31,637	\$	90,991	\$	407,741
Income/(loss) per weighted average common share - basic: Income/(loss) per weighted average common share - diluted:	\$0.06 \$0.06		\$0.10 \$0.10		\$0.28 \$0.28		\$1.24 \$1.24
Common distributions declared per share	\$0.425		\$0.42		\$1.275		\$1.26
Weighted average number of common shares outstanding - basic Weighted average number of common shares outstanding - diluted	329,421 330,557		328,760 329,201		329,101 329,755		328,835 329,283
5	,		,3.		,		,

⁽¹⁾ See Attachment 14 for definitions and other terms.
(2) As of September 30, 2024, UDR's residential accounts receivable balance, net of its reserve, was \$5.9 million, including its share from unconsolidated joint ventures. The unreserved amount is based on probability of collection.

⁽³⁾ During the three months ended September 30, 2024, UDR recorded an \$8.1 million non-cash impairment loss related to the Junction preferred equity investment.



Attachment 2

Funds From Operations (Unaudited) (1)

		Three Months Ended September 30,				Nine Months Ended September 30,			
In thousands, except per share and unit amounts		2024		2023		2024		2023	
Net income/(loss) attributable to common stockholders	\$	21,400	\$	31,637	\$	90,991	\$	407,741	
Real estate depreciation and amortization		170,276		167,551		510,622		505,776	
Noncontrolling interests		1,480		2,561		6,771		27,160	
Real estate depreciation and amortization on unconsolidated joint ventures		12,546		13,149		40,928		29,329	
Impairment loss from unconsolidated joint ventures (2)		8,083		-		8,083		-	
Net (gain)/loss on the sale of depreciable real estate owned, net of tax						(16,867)		(324,770)	
Funds from operations ("FFO") attributable to common stockholders and unitholders, basic	\$	213,785	\$	214,898	\$	640,528	\$	645,236	
Distributions to preferred stockholders - Series E (Convertible) (3)		1,197		1,221		3,638		3,626	
FFO attributable to common stockholders and unitholders, diluted	\$	214,982	\$	216,119	\$	644,166	\$	648,862	
FFO per weighted average common share and unit, basic	\$	0.61	\$	0.61	\$	1.81	\$	1.84	
FFO per weighted average common share and unit, diluted	\$	0.60	\$	0.61	\$	1.81	\$	1.83	
Weighted average number of common shares and OP/DownREIT Units outstanding, basic		353,275		351,271		353,299		350,534	
Weighted average number of common shares, OP/DownREIT Units, and common stock								<u> </u>	
equivalents outstanding, diluted		357,226		354,620		356,811		353,890	
Impact of adjustments to FFO:									
Variable upside participation on preferred equity investment, net	\$	-	\$	-	\$	-	\$	(204)	
Legal and other costs		1,551		364		6,995		(894)	
Realized and unrealized (gain)/loss on real estate technology investments, net of tax		3		7,931		(4,613)		(179)	
Severance costs		3,018		-		4,550		-	
Casualty-related charges/(recoveries)		1,473		(1,928)		8,749		3,362	
Total impact of adjustments to FFO	\$	6,045	\$	6,367	\$	15,681	\$	2,085	
FFO as Adjusted attributable to common stockholders and unitholders, diluted	\$	221,027	\$	222,486	\$	659,847	\$	650,947	
FFO as Adjusted per weighted average common share and unit, diluted	\$	0.62	\$	0.63	\$	1.85	\$	1.84	
Recurring capital expenditures, inclusive of unconsolidated joint ventures		(29,898)		(27,139)		(73,496)		(60,784)	
AFFO attributable to common stockholders and unitholders, diluted	\$	191,129	\$	195,347	\$	586,351	\$	590,163	
		101,120	Ψ	100,0-11		000,001	Ψ	000,100	
AFFO per weighted average common share and unit, diluted	\$	0.54	\$	0.55	\$	1.64	\$	1.67	

⁽¹⁾ See Attachment 14 for definitions and other terms.

⁽²⁾ See Attachment 1, footnote 3 for further details.

⁽³⁾ Series E cumulative convertible preferred shares are dilutive for purposes of calculating FFO per share for the three and nine months ended September 30, 2024 and September 30, 2023. Consequently, distributions to Series E cumulative convertible preferred stockholders are added to FFO and the weighted average number of Series E cumulative convertible preferred shares are included in the denominator when calculating FFO per common share and unit, diluted.



Attachment 3

Consolidated Balance Sheets (Unaudited) (1)

In thousands, except share and per share amounts	September 30, 2024		December 31, 2023		
ASSETS					
Real estate owned:	•	40 450 000	¢	45 757 456	
Real estate held for investment	\$	16,152,262	\$	15,757,456	
Less: accumulated depreciation	-	(6,739,674)	-	(6,242,686)	
Real estate held for investment, net		9,412,588		9,514,770	
Real estate under development (net of accumulated depreciation of \$0 and \$184)				160,220	
Real estate held for disposition		-		100,220	
(net of accumulated depreciation of \$0 and \$24,960)				91.030	
Total real estate owned, net of accumulated depreciation	-	0.412.500	-	81,039 9,756,029	
Total real estate owned, het of accumulated depreciation		9,412,588		9,756,029	
Cash and cash equivalents		2,285		2,922	
Restricted cash		33,267		31,944	
Notes receivable, net		280,006		228,825	
Investment in and advances to unconsolidated joint ventures, net		966,227		952,934	
Operating lease right-of-use assets		187,918		190,619	
Other assets		197,473		209,969	
Total assets	\$	11,079,764	\$	11,373,242	
LIABILITIES AND EQUITY					
Liabilities:					
Secured debt	\$	1,140,692	\$	1,277,713	
Unsecured debt		4,724,571		4,520,996	
Operating lease liabilities		183,181		185,836	
Real estate taxes payable		68,816		47,107	
Accrued interest payable		28,773		47,710	
Security deposits and prepaid rent		49,727		50,528	
Distributions payable		151,755		149,600	
Accounts payable, accrued expenses, and other liabilities		119,202		141,311	
Total liabilities		6,466,717		6,420,801	
Redeemable noncontrolling interests in the OP and DownREIT Partnership		1,098,987		961,087	
Equity:					
Preferred stock, no par value; 50,000,000 shares authorized at September 30, 2024 and December 31,	2023:				
2,600,678 shares of 8.00% Series E Cumulative Convertible issued					
and outstanding (2,686,308 shares at December 31, 2023)		43,192		44,614	
11,355,829 shares of Series F outstanding (11,867,730 shares at December 31, 2023)		1		1	
Common stock, \$0.01 par value; 450,000,000 shares authorized at September 30, 2024 and December	r 31, 2023:				
329,926,696 shares issued and outstanding (329,014,512 shares at December 31, 2023)		3,299		3,290	
Additional paid-in capital		7,526,910		7,493,217	
Distributions in excess of net income		(4,064,283)		(3,554,892)	
Accumulated other comprehensive income/(loss), net		4,606		4,914	
Total stockholders' equity		3,513,725		3,991,144	
Noncontrolling interests		335		210	
Total equity		3,514,060		3,991,354	
Total liabilities and equity	<u> </u>	11,079,764	\$	11,373,242	

⁽¹⁾ See Attachment 14 for definitions and other terms.



Attachment 4(C)

Selected Financial Information (Dollars in Thousands) (Unaudited) (1)

	(Onaddit	cu)		Quarter Ended		
Coverage Ratios	verage Ratios					
Net income/(loss)				\$ 24,077		
Adjustments:						
Interest expense, including debt ext	inguishment and other associated	costs		50,214		
Real estate depreciation and amorti	zation			170,276		
Other depreciation and amortization	1			4,029		
Tax provision/(benefit), net				(156)		
Impairment loss from unconsolidate	ed joint ventures			8,083		
Adjustments to reflect the Company	r's share of EBITDAre of unconsoli	dated joint ventui	res	17,290		
EBITDAre				\$ 273,813		
Casualty-related charges/(recoverie Legal and other costs	es), net			1,473 1,551		
Severance costs				3,018		
Realized and unrealized (gain)/loss	on real estate technology investm	ents		495		
(Income)/loss from unconsolidated				1,880		
Adjustments to reflect the Company Management fee expense on uncor		dated joint ventui	res	(17,290) (875)		
Consolidated EBITDAre - adjusted for	•					
Annualized consolidated EBITDAre - a	· ·			\$ 264,065 \$ 1,056,260		
Interest expense, including debt ext	•	costs		<u>Ψ 1,000,200</u> 50,214		
Capitalized interest expense	inguistificiti and other associated	00313		2,046		
Total interest				\$ 52,260		
Preferred dividends				\$ 1,197		
Total debt				\$ 5,865,263		
Cash				(2,285)		
Net debt				\$ 5,862,978		
Consolidated Interest Coverage Rat	•			5.1x		
Consolidated Fixed Charge Coverage	ge Ratio - adjusted for non-recur	ring items		4.9x		
Consolidated Net Debt-to-EBITDAre	- adjusted for non-recurring ite	ns		5.6x		
Debt Covenant Overview						
Unsecured Line of Credit Cover	nants ⁽²⁾	Required	Actual	Compliance		
Maximum Leverage Ratio		≤60.0%	31.6%	Yes		
Minimum Fixed Charge Coverage Rat	io	≥1.5x	4.8x	Yes		
Maximum Secured Debt Ratio		≤40.0%	9.8%	Yes		
Minimum Unencumbered Pool Levera	ge Ratio	≥150.0%	372.5%	Yes		
Senior Unsecured Note Covena	nts ⁽³⁾	Required	Actual	Compliance		
			(2)	_		
Debt as a percentage of Total Assets	ht Comice to Annual Comice Char	≤65.0%	33.0%	Yes		
Consolidated Income Available for De			5.5x	Yes		
Secured Debt as a percentage of Total Total Unencumbered Assets to Unsec		≤40.0% >150.0%	6.4%	Yes		
	ured Debt	≥150.0%	313.2%	Yes		
Securities Ratings		Debt	Outlook	Commercial Paper		
Moody's Investors Service		Baa1	Stable	P-2		
S&P Global Ratings		BBB+	Stable	A-2		
			Gross	% of		
	Number of 3Q 2024 NOI (1)		Carrying Value	Total Gross		
Asset Summary	Homes (\$000s)	% of NOI	(\$000s)	Carrying Value		
Lineneumhered eccete	46.7E0	07.00/	¢ 44400404	07 50/		
Unencumbered assets Encumbered assets	46,759 \$ 248,346 8,940 36,076	87.3% 12.7%	\$ 14,130,164 2,022,098	87.5% 12.5%		
	55,699 \$ 284,422		\$ 16,152,262	100.0%		

- (1) See Attachment 14 for definitions and other terms.
- (2) As defined in our credit agreement dated September 15, 2021, as amended.
- (3) As defined in our indenture dated November 1, 1995 as amended, supplemented or modified from time to time.



Attachment 14(D)

Definitions and Reconciliations September 30, 2024 (Unaudited)

All guidance is based on current expectations of future economic conditions and the judgment of the Company's management team. The following reconciles from GAAP Net income/(loss) per share for full-year 2024 and fourth quarter of 2024 to forecasted FFO, FFO as Adjusted and AFFO per share and unit:

	Full-Year 2024			
	Low		High	
Forecasted net income per diluted share	\$	0.38	\$	0.40
Conversion from GAAP share count		(0.02)		(0.02)
Net gain on the sale of depreciable real estate owned		(0.05)		(0.05)
Impairment loss from unconsolidated joint ventures		0.02		0.02
Depreciation		2.06		2.06
Noncontrolling interests		0.02		0.02
Preferred dividends		0.01		0.01
Forecasted FFO per diluted share and unit	\$	2.42	\$	2.44
Legal and other costs		0.02		0.02
Severance costs and other restructuring expense		0.01		0.01
Casualty-related charges/(recoveries)		0.03		0.03
Realized/unrealized (gain)/loss on real estate technology investments		(0.01)		(0.01)
Forecasted FFO as Adjusted per diluted share and unit	\$	2.47	\$	2.49
Recurring capital expenditures		(0.26)	-	(0.26)
Forecasted AFFO per diluted share and unit	\$	2.21	\$	2.23

	4Q 2024			
	Low		High	
Forecasted net income per diluted share	\$	0.10	\$	0.12
Conversion from GAAP share count		(0.01)		(0.01)
Depreciation		0.51		0.51
Noncontrolling interests		0.01		0.01
Preferred dividends		-		-
Forecasted FFO per diluted share and unit	\$	0.61	\$	0.63
Legal and other costs		-		-
Severance costs and other restructuring expense		-		-
Casualty-related charges/(recoveries)		0.01		0.01
Realized/unrealized (gain)/loss on real estate technology investments		-		-
Forecasted FFO as Adjusted per diluted share and unit	\$	0.62	\$	0.64
Recurring capital expenditures		(0.06)		(0.06)
Forecasted AFFO per diluted share and unit	\$	0.56	\$	0.58