



## Press Release

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### UDR ANNOUNCES FOURTH QUARTER AND FULL-YEAR 2022 RESULTS, ESTABLISHES 2023 GUIDANCE RANGES, AND INCREASES DIVIDEND

UDR, Inc. (the “Company”) (NYSE: [UDR](#)), announced today its fourth quarter and full-year 2022 results. Net Income, Funds from Operations (“FFO”), FFO as Adjusted (“FFOA”), and Adjusted FFO (“AFFO”) per diluted share for the quarter and full-year ended December 31, 2022 are detailed below.

Quarter Ended December 31					
Metric	4Q 2022 Actual	4Q 2022 Guidance	4Q 2021 Actual	\$ Change vs. Prior Year Period	% Change vs. Prior Year Period
Net Income per diluted share	\$0.13	\$0.11 to \$0.13	\$0.37	\$(0.24)	(65)%
FFO per diluted share	\$0.56	\$0.60 to \$0.62	\$0.63	\$(0.07)	(11)%
FFOA per diluted share	\$0.61	\$0.60 to \$0.62	\$0.54	\$0.07	13%
AFFO per diluted share	\$0.53	\$0.54 to \$0.56	\$0.47	\$0.06	13%

Full-Year Ended December 31					
Metric	FY 2022 Actual	FY 2022 Guidance	FY 2021 Actual	\$ Change vs. Prior Year	% Change vs. Prior Year
Net Income per diluted share	\$0.26	\$0.23 to \$0.25	\$0.48	\$(0.22)	(46)%
FFO per diluted share	\$2.20	\$2.23 to \$2.25	\$2.02	\$0.18	9%
FFOA per diluted share	\$2.33	\$2.32 to \$2.34	\$2.01	\$0.32	16%
AFFO per diluted share	\$2.11	\$2.11 to \$2.13	\$1.82	\$0.29	16%

- Same-Store (“SS”) results for the fourth quarter 2022 versus the fourth quarter 2021 and the third quarter 2022 are summarized below.

SS Growth / (Decline)	Concessions reflected on a <u>straight-line basis</u> :		Concessions reflected on a <u>cash basis</u> :	
	Year-Over-Year (“YOY”): 4Q 2022 vs. 4Q 2021	Sequential: 4Q 2022 vs. 3Q 2022	YOY: 4Q 2022 vs. 4Q 2021	Sequential: 4Q 2022 vs. 3Q 2022
Revenue	12.1%	2.0%	10.1%	1.6%
Expense	6.8%	(3.1)%	6.8%	(3.1)%
Net Operating Income (“NOI”)	14.5%	4.3%	11.5%	3.7%

- During the quarter, the Company settled all remaining forward equity sales agreements for proceeds of approximately \$179.6 million, helping to further reduce Debt-to-EBITDA to 5.6x.
- As previously announced, during the quarter, the Company:
  - repurchased 507 thousand shares of its common stock at a weighted average price per share of \$40.70 for total consideration of approximately \$20.6 million, and
  - sold a 90-unit community in Orange County, CA, for gross proceeds of \$41.5 million.

“2022 was an exceptional year, with our 16 percent FFOA per share growth driven by robust operating fundamentals, our commitment to ongoing innovation, our award-winning ESG platform, and our value-accretive capital allocation decisions. With these results, our Board approved a 10.5 percent dividend increase, enhancing our already strong total return profile,” said Tom Toomey, UDR’s Chairman and CEO. “Our outlook of mid- to high-single digit NOI growth in 2023 reflects a healthy earn-in of nearly 5 percent, disciplined capital allocation, our innovative culture that drives margin expansion, and a strong balance sheet with minimal debt maturities.”

## Outlook

For the first quarter and full-year 2023, the Company has established the following guidance ranges<sup>(1)</sup>:

	1Q 2023 Outlook	4Q 2022 Actual	Full-Year 2023 Outlook	Full-Year 2022 Actual
Net Income/(Loss) per diluted share	\$0.10 to \$0.12	\$0.13	\$0.48 to \$0.56	\$0.26
FFO per diluted share	\$0.59 to \$0.61	\$0.56	\$2.45 to \$2.53	\$2.20
FFOA per diluted share	\$0.59 to \$0.61	\$0.61	\$2.45 to \$2.53	\$2.33
AFFO per diluted share	\$0.56 to \$0.58	\$0.53	\$2.22 to \$2.30	\$2.11
Dividend declared per share	\$0.42	\$0.38	\$1.68	\$1.52
<b>YOY Growth: concessions reflected on a <u>straight-line basis</u>:</b>				
SS Revenue	N/A	12.1%	5.75% to 7.75%	11.5%
SS Expense	N/A	6.8%	4.0% to 5.5%	5.7%
SS NOI	N/A	14.5%	6.25% to 8.75%	14.2%
<b>YOY Growth: concessions reflected on a <u>cash basis</u>:</b>				
SS Revenue	N/A	10.1%	5.5% to 7.5%	11.1%
SS NOI	N/A	11.5%	6.0% to 8.5%	13.5%

<sup>(1)</sup> Additional assumptions for the Company's first quarter and 2023 outlook can be found on Attachment 14 of the Company's related quarterly Supplemental Financial Information ("Supplement"). A reconciliation of FFO per share, FFOA per share, and AFFO per share to GAAP Net Income per share can be found on Attachment 15(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 15(A) through 15(D), "Definitions and Reconciliations," of the Company's related quarterly Supplement.

## Fourth Quarter 2022 Operating Results

In the fourth quarter, total revenue increased by \$51.4 million YOY, or 14.8 percent, to \$399.7 million. This increase was primarily attributable to growth in revenue from Same-Store communities and past accretive external growth investments.

"Demand for UDR apartment homes remained healthy and enabled us to achieve sequential same-store revenue growth of 2.0 percent on a straight-line basis," said Mike Lacy, UDR's Senior Vice President of Operations. "Seasonal rent trends reappeared during the quarter and thus far in 2023, but we anticipate improvement in new lease growth as we move past typical seasonal lows."

The Company expects current resident collections to range between 98.3 percent and 98.7 percent in 2023, an approximate 10 basis point improvement at the midpoint versus 2022 results. For the fourth quarter 2022, the Company recorded a residential bad debt reserve of \$8.7 million, including \$0.5 million for the Company's share from unconsolidated joint ventures, a decrease of \$3.0 million versus the Company's bad debt reserve as of the end of the third quarter 2022. This compares to a quarter-end accounts receivable balance of \$20.6 million, a decrease of \$0.2 million versus the Company's accounts receivable balance as of the end of the third quarter 2022.

In the tables below, the Company has presented YOY, sequential, and year-to-date Same-Store results by region, with concessions accounted for on both cash and straight-line bases.

#### Summary of Same-Store Results in Fourth Quarter 2022 versus Fourth Quarter 2021

Region	Revenue Growth	Expense Growth	NOI Growth	% of Same-Store Portfolio <sup>(1)</sup>	Physical Occupancy <sup>(2)</sup>	YOY Change in Occupancy
West	7.0%	7.2%	6.9%	32.1%	96.5%	(0.2)%
Mid-Atlantic	7.0%	7.2%	6.9%	20.8%	97.0%	0.0%
Northeast	11.8%	1.3%	17.8%	18.3%	97.1%	0.2%
Southeast	18.0%	14.3%	19.7%	12.8%	96.8%	(0.7)%
Southwest	13.1%	6.9%	16.9%	9.1%	96.8%	(0.5)%
Other Markets	10.5%	8.1%	11.4%	6.9%	96.6%	(0.4)%
<b>Total (Cash)</b>	<b>10.1%</b>	<b>6.8%</b>	<b>11.5%</b>	<b>100.0%</b>	<b>96.8%</b>	<b>(0.2)%</b>
<b>Total (Straight-Line)</b>	<b>12.1%</b>	<b>6.8%</b>	<b>14.5%</b>	-	-	-

<sup>(1)</sup> Based on 4Q 2022 Same-Store NOI. For definitions of terms, please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplement.

<sup>(2)</sup> Weighted average Same-Store physical occupancy for the quarter.

#### Summary of Same-Store Results in Fourth Quarter 2022 versus Third Quarter 2022

Region	Revenue Growth / (Decline)	Expense Growth / (Decline)	NOI Growth / (Decline)	% of Same-Store Portfolio <sup>(1)</sup>	Physical Occupancy <sup>(2)</sup>	Sequential Change in Occupancy
West	1.0%	0.8%	1.1%	32.1%	96.5%	(0.2)%
Mid-Atlantic	(0.1)%	(3.8)%	1.6%	20.8%	97.0%	0.2%
Northeast	2.5%	(6.0)%	7.3%	18.3%	97.1%	0.0%
Southeast	3.2%	(2.0)%	5.6%	12.8%	96.8%	0.1%
Southwest	2.2%	(7.6)%	8.5%	9.1%	96.8%	0.1%
Other Markets	2.8%	(0.3)%	4.1%	6.9%	96.6%	(0.2)%
<b>Total (Cash)</b>	<b>1.6%</b>	<b>(3.1)%</b>	<b>3.7%</b>	<b>100.0%</b>	<b>96.8%</b>	<b>0.0%</b>
<b>Total (Straight-Line)</b>	<b>2.0%</b>	<b>(3.1)%</b>	<b>4.3%</b>	-	-	-

<sup>(1)</sup> Based on 4Q 2022 Same-Store NOI. For definitions of terms, please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplement.

<sup>(2)</sup> Weighted average Same-Store physical occupancy for the quarter.

For the twelve months ended December 31, 2022, total revenue increased by \$226.6 million YOY, or 17.6 percent, to \$1.5 billion. This increase was primarily attributable to growth in revenue from acquired and Same-Store communities.

#### Summary of Same-Store Results Full-Year 2022 versus Full-Year 2021

Region	Revenue Growth	Expense Growth	NOI Growth	% of Same-Store Portfolio <sup>(1)</sup>	Physical Occupancy <sup>(2)</sup>	YTD YOY Change in Occupancy
West	10.1%	4.6%	12.1%	34.4%	96.7%	(0.1)%
Mid-Atlantic	7.2%	5.8%	7.9%	20.9%	97.2%	0.3%
Northeast	12.7%	2.6%	19.1%	18.4%	97.2%	0.7%
Southeast	16.5%	10.0%	19.7%	13.4%	97.0%	(0.5)%
Southwest	11.9%	10.2%	12.9%	7.0%	97.2%	(0.2)%
Other Markets	11.9%	6.2%	14.2%	5.9%	97.1%	(0.3)%
<b>Total (Cash)</b>	<b>11.1%</b>	<b>5.7%</b>	<b>13.5%</b>	<b>100.0%</b>	<b>97.0%</b>	<b>0.0%</b>
<b>Total (Straight-Line)</b>	<b>11.5%</b>	<b>5.7%</b>	<b>14.2%</b>	-	-	-

<sup>(1)</sup> Based on full-year 2022 Same-Store NOI. For definitions of terms, please refer to the "Definitions and Reconciliations" section of the Company's related quarterly Supplemental Financial Information.

<sup>(2)</sup> Weighted average Same-Store physical occupancy for full-year 2022.

### **Transactional Activity**

The table below summarizes the Company's transactional activity completed during the quarter.

<b>Community / Property</b>	<b>Location (MSA)</b>	<b>Sale Price (\$ millions)</b>	<b>Homes</b>	<b>Avg. Monthly Revenue per Occupied Home<sup>(1)</sup></b>	<b>Physical Occupancy<sup>(1)</sup></b>
<b>Dispositions</b>					
Foxborough	Orange County, CA	\$41.5	90	\$2,609	96.0%

(1) Average Monthly Revenue per Occupied Home and Physical Occupancy are weighted averages for the quarter ended December 31, 2022.

### **Development Activity and Other Projects**

During the fourth quarter, the Company completed construction of:

- 5421 at Dublin Station, a \$125.0 million, 220-home community in Dublin, CA, and
- Vitruvian West Phase 3, a \$74.0 million, 405-home community adjacent to existing UDR communities in the Addison submarket of Dallas, TX.

At the end of the fourth quarter, the Company's development pipeline totaled \$332.5 million and was 57.2 percent funded. The Company's active development pipeline includes three communities, one each in Washington, D.C.; the Addison submarket of Dallas, TX; and Tampa, FL, for a combined total of 715 homes.

During the fourth quarter, the Company completed the addition of 15 new apartment homes at 2000 Post in San Francisco, CA, a 319-home community, for a total cost of \$8.0 million.

At the end of the fourth quarter, the Company's redevelopment pipeline of 1,623 homes, which includes a densification project that features the addition of 30 new apartment homes at one community, totaled \$82.0 million and was 29.5 percent funded.

### **Developer Capital Program ("DCP") Portfolio**

At the end of the fourth quarter, the Company's commitments under its DCP platform totaled \$479.7 million with a weighted average return rate of 9.7 percent and a weighted average estimated remaining term of 3.7 years.

### **Capital Markets and Balance Sheet Activity**

"We further solidified our balance sheet in 2022 and achieved our year-end goal of net Debt-to-EBITDA in the mid-5x range," said Joe Fisher, UDR's President and Chief Financial Officer. "We enter 2023 in a strong position with available liquidity totaling \$1.0 billion, and only 2 percent of total debt scheduled to mature through 2024, after excluding amounts on our commercial paper program."

During the quarter, the Company settled all remaining common shares (approximately 3.2 million) under its previously announced forward equity sales agreements at a weighted average net price, after adjustments, of \$57.03 per share for proceeds of approximately \$179.6 million.

Additionally, during the quarter and as previously announced, the Company repurchased 507 thousand shares of its common stock at a weighted average price per share of \$40.70 for total consideration of approximately \$20.6 million.

As of December 31, 2022, the Company had \$1.0 billion of liquidity through a combination of cash and undrawn capacity on its credit facilities. Please see Attachment 14 of the Company's related quarterly Supplement for additional details on projected capital sources and uses.

The Company's total indebtedness as of December 31, 2022 was \$5.5 billion with no remaining consolidated maturities until 2024, excluding principal amortization and amounts on the Company's commercial paper program. In the table below, the Company has presented select balance sheet metrics for the quarter ended December 31, 2022 and the comparable prior year period.

Balance Sheet Metric	Quarter Ended December 31		
	4Q 2022	4Q 2021	Change
Weighted Average Interest Rate	3.17%	2.80%	0.37%
Weighted Average Years to Maturity <sup>(1)</sup>	6.7	7.7	(1.0)
Consolidated Fixed Charge Coverage Ratio	5.2x	5.2x	0.0x
Consolidated Debt as a percentage of Total Assets	32.7%	34.0%	(1.3)%
Consolidated Net Debt-to-EBITDAre	5.6x	6.4x	(0.8)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 6.8 years without extensions and 6.9 years with extensions for 4Q 2022 and 7.9 years with and without extensions for 4Q 2021.

## **ESG**

As previously announced, during the quarter, the Company published its [fourth annual ESG report](#) and concurrently announced that it [earned a 5 Star designation from GRESB](#), the highest ESG rating possible, and a Public Disclosure score of "A".

Additionally, the Company was named to [Newsweek's annual list of America's Most Responsible Companies](#) for the second consecutive year. This distinction reflects the Company's comprehensive ESG program, innovative and adaptive culture, and commitment to corporate responsibility.

## **Dividend**

As previously announced, the Company's Board of Directors [declared a regular quarterly dividend](#) on its common stock for the fourth quarter 2022 in the amount of \$0.38 per share. The dividend was paid in cash on January 31, 2023 to UDR common shareholders of record as of January 9, 2023. The fourth quarter 2022 dividend represented the 201<sup>st</sup> consecutive quarterly dividend paid by the Company on its common stock.

In conjunction with this release, the Company's Board of Directors has announced a 2023 annualized dividend per share of \$1.68, a 10.5 percent increase over 2022.

## **Supplemental 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 Company's website at [ir.udr.com](http://ir.udr.com).



## Attachment 15(A)

### UDR, Inc. Definitions and Reconciliations December 31, 2022 (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 financial performance, or as an alternative to cash flow from operating activities (determined in accordance with GAAP) as a measure of our liquidity, nor is it indicative 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 lending partners 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 lending partners 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 lending partners 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.

**Controllable Operating Margin:** The Company defines Controllable Operating Margin as (i) rental income less Controllable Expenses (ii) divided by rental income. Management considers Controllable Operating Margin a useful metric as it provides investors with an indicator of the Company's ability to limit the growth of expenses that are within the control of the Company.

**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 other 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 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 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 15(B)

## UDR, Inc. Definitions and Reconciliations December 31, 2022 (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

	4Q 2022	YTD 2022
Income/(loss) from unconsolidated entities	\$ 761	\$ 4,947
Management fee	605	2,285
Interest expense	4,044	15,395
Depreciation	7,492	30,062
General and administrative	59	227
Variable upside participation on DCP, net	-	(10,622)
Developer Capital Program (excludes Menifee and Riverside)	(8,731)	(37,358)
Other (income)/expense	382	683
Realized (gain)/loss on real estate technology investments, net of tax	400	(1,587)
Unrealized (gain)/loss on real estate technology investments, net of tax	6,230	37,016
<b>Total Joint Venture NOI at UDR's Ownership Interest</b>	<b>\$ 11,242</b>	<b>\$ 41,048</b>

**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

	4Q 2022	3Q 2022	2Q 2022	1Q 2022	4Q 2021
Net income/(loss) attributable to UDR, Inc.	\$ 44,530	\$ 23,605	\$ 5,084	\$ 13,705	\$ 117,461
Property management	12,949	12,675	11,952	11,576	10,411
Other operating expenses	4,008	3,746	5,027	4,712	8,604
Real estate depreciation and amortization	167,241	166,781	167,584	163,622	163,755
Interest expense	43,247	39,905	36,832	35,916	36,418
Casualty-related charges/(recoveries), net	8,523	901	1,074	(765)	(934)
General and administrative	16,811	15,840	16,585	14,908	13,868
Tax provision/(benefit), net	(683)	377	312	343	156
(Income)/loss from unconsolidated entities	(761)	(10,003)	11,229	(5,412)	(36,523)
Interest income and other (income)/expense, net	(1)	7,495	(3,001)	2,440	(2,254)
Joint venture management and other fees	(1,244)	(1,274)	(1,419)	(1,085)	(1,184)
Other depreciation and amortization	4,823	3,430	3,016	3,075	4,713
(Gain)/loss on sale of real estate owned	(25,494)	-	-	-	(85,223)
Net income/(loss) attributable to noncontrolling interests	2,937	1,540	280	898	8,683
<b>Total consolidated NOI</b>	<b>\$ 276,886</b>	<b>\$ 265,018</b>	<b>\$ 254,555</b>	<b>\$ 243,933</b>	<b>\$ 237,951</b>





## Attachment 15(C)

### UDR, Inc. Definitions and Reconciliations December 31, 2022 (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.

**Same-Store Revenue with Concessions on a Cash Basis:** Same-Store Revenue with Concessions on a Cash Basis is considered by the Company to be a supplemental measure to rental income on a straight-line basis which allows investors to evaluate the impact of both current and historical concessions and to more readily enable comparisons to revenue as reported by its peer REITs. In addition, Same-Store Revenue with Concessions on a Cash Basis allows an investor to understand the historical trends in cash concessions.

A reconciliation between Same-Store Revenue with Concessions on a Cash Basis to Same-Store Revenue on a straight-line basis (inclusive of the impact to Same-Store NOI) is provided below:

	4Q 22	4Q 21	4Q 22	3Q 22	YTD 22	YTD 21
Revenue (Cash basis)	\$ 371,449	\$ 337,481	\$ 371,449	\$ 365,718	\$ 1,337,003	\$ 1,203,921
Concessions granted/(amortized), net	1,087	(5,218)	1,087	(348)	(6,022)	(10,381)
Revenue (Straight-line basis)	\$ 372,536	\$ 332,263	\$ 372,536	\$ 365,370	\$ 1,330,981	\$ 1,193,540
 % change - Same-Store Revenue with Concessions on a Cash basis:	10.1%		1.6%		11.1%	
% change - Same-Store Revenue with Concessions on a Straight-line basis:	12.1%		2.0%		11.5%	
 % change - Same-Store NOI with Concessions on a Cash basis:	11.5%		3.7%		13.5%	
% change - Same-Store NOI with Concessions on a Straight-line basis:	14.5%		4.3%		14.2%	

**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 Cash Basis, divided by the product of occupancy and the number of apartment homes. A reconciliation between Same-Store Revenue with Concessions on a Cash Basis to Same-Store Revenue on a straight-line basis is provided above.

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 February 7, 2023, to discuss fourth quarter and full-year results as well as high-level views for 2023. The webcast will be available on UDR's website at [ir.udr.com](http://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 March 7, 2023, by dialing 844-512-2921 for domestic and 412-317-6671 for international and entering the confirmation number, 13735300, when prompted for the passcode. A replay of the call will also be available for 30 days on UDR's website at [ir.udr.com](http://ir.udr.com).

### **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 Company's website at [ir.udr.com](http://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," "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 forward-looking 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, including as a result of COVID-19, 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 DCP 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.**

[UDR, Inc.](http://www.udr.com) (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 December 31, 2022, UDR owned or had an ownership position in 58,390 apartment homes including 554 homes under development. For over 50 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

## UDR, Inc. Consolidated Statements of Operations (Unaudited) <sup>(1)</sup>

In thousands, except per share amounts	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2022	2021	2022	2021
<b>REVENUES:</b>				
Rental income <sup>(2)</sup>	\$ 398,412	\$ 347,024	\$ 1,512,364	\$ 1,284,665
Joint venture management and other fees	1,244	1,184	5,022	6,102
Total revenues	399,656	348,208	1,517,386	1,290,767
<b>OPERATING EXPENSES:</b>				
Property operating and maintenance	64,652	57,670	250,310	218,094
Real estate taxes and insurance	56,874	51,403	221,662	199,446
Property management	12,949	10,411	49,152	38,540
Other operating expenses	4,008	8,604	17,493	21,649
Real estate depreciation and amortization	167,241	163,755	665,228	606,648
General and administrative	16,811	13,868	64,144	57,541
Casualty-related charges/(recoveries), net <sup>(3)</sup>	8,523	(934)	9,733	3,748
Other depreciation and amortization	4,823	4,713	14,344	13,185
Total operating expenses	335,881	309,490	1,292,066	1,158,851
Gain/(loss) on sale of real estate owned	25,494	85,223	25,494	136,052
<b>Operating income</b>	<b>89,269</b>	<b>123,941</b>	<b>250,814</b>	<b>267,968</b>
Income/(loss) from unconsolidated entities <sup>(2)(4)</sup>	761	36,523	4,947	65,646
Interest expense	(43,247)	(36,418)	(155,900)	(143,931)
Debt extinguishment and other associated costs	-	-	-	(42,336)
Total interest expense	(43,247)	(36,418)	(155,900)	(186,267)
Interest income and other income/(expense), net <sup>(4)</sup>	1	2,254	(6,933)	15,085
<b>Income/(loss) before income taxes</b>	<b>46,784</b>	<b>126,300</b>	<b>92,928</b>	<b>162,432</b>
Tax (provision)/benefit, net	683	(156)	(349)	(1,439)
<b>Net income/(loss)</b>	<b>47,467</b>	<b>126,144</b>	<b>92,579</b>	<b>160,993</b>
Net (income)/loss attributable to redeemable noncontrolling interests in the OP and DownREIT Partnership	(2,929)	(8,652)	(5,613)	(10,873)
Net (income)/loss attributable to noncontrolling interests	(8)	(31)	(42)	(104)
<b>Net income/(loss) attributable to UDR, Inc.</b>	<b>44,530</b>	<b>117,461</b>	<b>86,924</b>	<b>150,016</b>
Distributions to preferred stockholders - Series E (Convertible)	(1,105)	(1,058)	(4,412)	(4,229)
<b>Net income/(loss) attributable to common stockholders</b>	<b>\$ 43,425</b>	<b>\$ 116,403</b>	<b>\$ 82,512</b>	<b>\$ 145,787</b>
<b>Income/(loss) per weighted average common share - basic:</b>	<b>\$0.13</b>	<b>\$0.38</b>	<b>\$0.26</b>	<b>\$0.49</b>
<b>Income/(loss) per weighted average common share - diluted:</b>	<b>\$0.13</b>	<b>\$0.37</b>	<b>\$0.26</b>	<b>\$0.48</b>
Common distributions declared per share	\$0.38	\$0.3625	\$1.52	\$1.4500
Weighted average number of common shares outstanding - basic	325,509	310,201	321,671	300,326
Weighted average number of common shares outstanding - diluted	326,093	315,833	322,700	301,703

(1) See Attachment 15 for definitions and other terms.

(2) During the three months ended December 31, 2022, UDR decreased its residential reserve to \$8.7 million, including \$0.5 million for UDR's share from unconsolidated joint ventures, which compares to a combined quarter-end accounts receivable balance of \$20.6 million. The remaining unreserved amount is based on probability of collection.

(3) During the three months ended December 31, 2022, UDR recorded \$8.5 million of casualty-related charges, net in connection with clean-up costs and property damages primarily from Winter Storm Elliott.

(4) During the three months ended December 31, 2022, UDR recorded \$7.5 million in investment loss, net from real estate technology investments. Of the \$7.5 million, \$0.9 million of loss (primarily due to a decrease in SmartRent's public share price) was recorded in Interest income and other income/(expense), net and \$6.6 million of loss (primarily due to a decrease in SmartRent's public share price) was recorded in Income/(loss) from unconsolidated entities.



## Attachment 2

### UDR, Inc. Funds From Operations (Unaudited) <sup>(1)</sup>

In thousands, except per share and unit amounts	Three Months Ended December 31,		Twelve Months Ended December 31,	
	2022	2021	2022	2021
<b>Net income/(loss) attributable to common stockholders</b>	<b>\$ 43,425</b>	<b>\$ 116,403</b>	<b>\$ 82,512</b>	<b>\$ 145,787</b>
Real estate depreciation and amortization	167,241	163,755	665,228	606,648
Noncontrolling interests	2,937	8,683	5,655	10,977
Real estate depreciation and amortization on unconsolidated joint ventures	7,492	7,903	30,062	31,967
Net gain on the sale of unconsolidated depreciable property	-	-	-	(2,460)
Net gain on the sale of depreciable real estate owned, net of tax	(25,494)	(85,223)	(25,494)	(136,001)
<b>Funds from operations ("FFO") attributable to common stockholders and unitholders, basic</b>	<b>\$ 195,601</b>	<b>\$ 211,521</b>	<b>\$ 757,963</b>	<b>\$ 656,918</b>
Distributions to preferred stockholders - Series E (Convertible) <sup>(2)</sup>	1,105	1,058	4,412	4,229
<b>FFO attributable to common stockholders and unitholders, diluted</b>	<b>\$ 196,706</b>	<b>\$ 212,579</b>	<b>\$ 762,375</b>	<b>\$ 661,147</b>
<b>FFO per weighted average common share and unit, basic</b>	<b>\$ 0.56</b>	<b>\$ 0.64</b>	<b>\$ 2.21</b>	<b>\$ 2.04</b>
<b>FFO per weighted average common share and unit, diluted</b>	<b>\$ 0.56</b>	<b>\$ 0.63</b>	<b>\$ 2.20</b>	<b>\$ 2.02</b>
Weighted average number of common shares and OP/DownREIT Units outstanding, basic	346,879	332,396	343,149	322,744
Weighted average number of common shares, OP/DownREIT Units, and common stock equivalents outstanding, diluted	350,372	338,028	347,094	327,039
<b>Impact of adjustments to FFO:</b>				
Debt extinguishment and other associated costs	\$ -	\$ -	\$ -	\$ 42,336
Debt extinguishment and other associated costs on unconsolidated joint ventures	-	-	-	1,682
Variable upside participation on DCP, net	-	-	(10,622)	-
Legal and other	-	4,020	1,493	5,319
Realized (gain)/loss on real estate technology investments, net of tax <sup>(3)</sup>	756	(1,435)	(6,992)	(1,980)
Unrealized (gain)/loss on real estate technology investments, net of tax <sup>(3)</sup>	6,767	(33,784)	52,663	(55,947)
Severance costs	441	1,439	441	2,280
Casualty-related charges/(recoveries), net	8,523	(934)	9,733	3,960
Casualty-related charges/(recoveries) on unconsolidated joint ventures, net	-	(50)	-	-
	<b>\$ 16,487</b>	<b>\$ (30,744)</b>	<b>\$ 46,716</b>	<b>\$ (2,350)</b>
<b>FFO as Adjusted attributable to common stockholders and unitholders, diluted</b>	<b>\$ 213,193</b>	<b>\$ 181,835</b>	<b>\$ 809,091</b>	<b>\$ 658,797</b>
<b>FFO as Adjusted per weighted average common share and unit, diluted</b>	<b>\$ 0.61</b>	<b>\$ 0.54</b>	<b>\$ 2.33</b>	<b>\$ 2.01</b>
Recurring capital expenditures	(27,111)	(21,393)	(77,710)	(63,820)
<b>AFFO attributable to common stockholders and unitholders, diluted</b>	<b>\$ 186,082</b>	<b>\$ 160,442</b>	<b>\$ 731,381</b>	<b>\$ 594,977</b>
<b>AFFO per weighted average common share and unit, diluted</b>	<b>\$ 0.53</b>	<b>\$ 0.47</b>	<b>\$ 2.11</b>	<b>\$ 1.82</b>

(1) See Attachment 15 for definitions and other terms.

(2) Series E cumulative convertible preferred shares are dilutive for purposes of calculating FFO per share for the three and twelve months ended December 31, 2022 and December 31, 2021. 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.

(3) See footnote 4 on Attachment 1 for details regarding the Realized and Unrealized (gain)/loss on real estate technology investments, net of tax.



# Attachment 3

## UDR, Inc. Consolidated Balance Sheets (Unaudited) <sup>(1)</sup>

In thousands, except share and per share amounts	December 31, 2022	December 31, 2021
<b>ASSETS</b>		
Real estate owned:		
Real estate held for investment	\$ 15,365,928	\$ 14,352,234
Less: accumulated depreciation	(5,762,205)	(5,136,589)
Real estate held for investment, net	9,603,723	9,215,645
Real estate under development		
(net of accumulated depreciation of \$296 and \$507)	189,809	388,062
Real estate held for disposition		
(net of accumulated depreciation of \$0 and \$0)	14,039	-
Total real estate owned, net of accumulated depreciation	9,807,571	9,603,707
Cash and cash equivalents	1,193	967
Restricted cash	29,001	27,451
Notes receivable, net	54,707	26,860
Investment in and advances to unconsolidated joint ventures, net	754,446	702,461
Operating lease right-of-use assets	194,081	197,463
Other assets	197,471	216,311
Total assets	\$ 11,038,470	\$ 10,775,220
<b>LIABILITIES AND EQUITY</b>		
Liabilities:		
Secured debt	\$ 1,052,281	\$ 1,057,380
Unsecured debt	4,435,022	4,355,407
Operating lease liabilities	189,238	192,488
Real estate taxes payable	37,681	33,095
Accrued interest payable	46,671	45,980
Security deposits and prepaid rent	51,999	55,441
Distributions payable	134,213	124,729
Accounts payable, accrued expenses, and other liabilities	153,220	136,954
Total liabilities	6,100,325	6,001,474
Redeemable noncontrolling interests in the OP and DownREIT Partnership	839,850	1,299,442
Equity:		
Preferred stock, no par value; 50,000,000 shares authorized at December 31, 2022 and December 31, 2021:		
2,686,308 shares of 8.00% Series E Cumulative Convertible issued		
and outstanding (2,695,363 shares at December 31, 2021)	44,614	44,764
12,100,514 shares of Series F outstanding (12,582,575 shares at December 31, 2021)	1	1
Common stock, \$0.01 par value; 450,000,000 shares authorized at December 31, 2022 and December 31, 2021:		
328,993,088 shares issued and outstanding (318,149,635 shares at December 31, 2021)	3,290	3,181
Additional paid-in capital	7,493,423	6,884,269
Distributions in excess of net income	(3,451,587)	(3,485,080)
Accumulated other comprehensive income/(loss), net	8,344	(4,261)
Total stockholders' equity	4,098,085	3,442,874
Noncontrolling interests	210	31,430
Total equity	4,098,295	3,474,304
Total liabilities and equity	\$ 11,038,470	\$ 10,775,220

(1) See Attachment 15 for definitions and other terms.



# Attachment 4(C)

## UDR, Inc.

### Selected Financial Information

#### (Dollars in Thousands)

#### (Unaudited) <sup>(1)</sup>

	Quarter Ended December 31, 2022
<b>Coverage Ratios</b>	
Net income/(loss)	\$ 47,467
Adjustments:	
Interest expense, including debt extinguishment and other associated costs	43,247
Real estate depreciation and amortization	167,241
Other depreciation and amortization	4,823
Tax provision/(benefit), net	(683)
Net (gain)/loss on the sale of depreciable real estate owned	(25,494)
Adjustments to reflect the Company's share of EBITDA of unconsolidated joint ventures	11,536
EBITDA	\$ 248,137
Casualty-related charges/(recoveries), net	8,523
Severance costs	441
Unrealized (gain)/loss on real estate technology investments	537
Realized (gain)/loss on real estate technology investments	355
(Income)/loss from unconsolidated entities	(761)
Adjustments to reflect the Company's share of EBITDA of unconsolidated joint ventures	(11,536)
Management fee expense on unconsolidated joint ventures	(605)
Consolidated EBITDA - adjusted for non-recurring items	\$ 245,091
Annualized consolidated EBITDA - adjusted for non-recurring items	\$ 980,364
Interest expense, including debt extinguishment and other associated costs	43,247
Capitalized interest expense	2,939
Total interest	\$ 46,186
Preferred dividends	\$ 1,105
Total debt	\$ 5,487,303
Cash	(1,193)
Net debt	\$ 5,486,110
<b>Consolidated Interest Coverage Ratio - adjusted for non-recurring items</b>	<b>5.3x</b>
<b>Consolidated Fixed Charge Coverage Ratio - adjusted for non-recurring items</b>	<b>5.2x</b>
<b>Consolidated Net Debt-to-EBITDA - adjusted for non-recurring items</b>	<b>5.6x</b>

#### Debt Covenant Overview

Unsecured Line of Credit Covenants <sup>(2)</sup>	Required	Actual	Compliance
Maximum Leverage Ratio	≤60.0%	30.7% <sup>(2)</sup>	Yes
Minimum Fixed Charge Coverage Ratio	≥1.5x	5.3x	Yes
Maximum Secured Debt Ratio	≤40.0%	9.3%	Yes
Minimum Unencumbered Pool Leverage Ratio	≥150.0%	382.4%	Yes

Senior Unsecured Note Covenants <sup>(3)</sup>	Required	Actual	Compliance
Debt as a percentage of Total Assets	≤65.0%	32.7% <sup>(3)</sup>	Yes
Consolidated Income Available for Debt Service to Annual Service Charge	≥1.5x	5.7x	Yes
Secured Debt as a percentage of Total Assets	≤40.0%	6.3%	Yes
Total Unencumbered Assets to Unsecured Debt	≥150.0%	322.4%	Yes

Securities Ratings	Debt	Outlook	Commercial Paper
Moody's Investors Service	Baa1	Stable	P-2
S&P Global Ratings	BBB+	Stable	A-2

Asset Summary	Number of Homes	4Q 2022 NOI <sup>(1)</sup> (\$000s)	% of NOI	Gross Carrying Value (\$000s)	% of Total Gross Carrying Value
Unencumbered assets	47,477	\$ 244,199	88.2%	\$ 13,823,005	88.8%
Encumbered assets	7,522	32,687	11.8%	1,747,067	11.2%
	54,999	\$ 276,886	100.0%	\$ 15,570,072	100.0%

(1) See Attachment 15 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 15(D)

## UDR, Inc. Definitions and Reconciliations December 31, 2022 (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 2023 and first quarter of 2023 to forecasted FFO, FFO as Adjusted and AFFO per share and unit:

	Full-Year 2023	
	Low	High
Forecasted net income per diluted share	\$ 0.48	\$ 0.56
Conversion from GAAP share count	(0.02)	(0.02)
Depreciation	1.97	1.97
Noncontrolling interests	0.01	0.01
Preferred dividends	0.01	0.01
<b>Forecasted FFO per diluted share and unit</b>	<b>\$ 2.45</b>	<b>\$ 2.53</b>
Legal and other costs	-	-
Casualty-related charges/(recoveries)	-	-
Variable upside participation on DCP, net	-	-
Realized/unrealized (gain)/loss on real estate technology investments	-	-
<b>Forecasted FFO as Adjusted per diluted share and unit</b>	<b>\$ 2.45</b>	<b>\$ 2.53</b>
Recurring capital expenditures	(0.23)	(0.23)
<b>Forecasted AFFO per diluted share and unit</b>	<b>\$ 2.22</b>	<b>\$ 2.30</b>

	1Q 2023	
	Low	High
Forecasted net income per diluted share	\$ 0.10	\$ 0.12
Conversion from GAAP share count	(0.01)	(0.01)
Depreciation	0.50	0.50
Noncontrolling interests	-	-
Preferred dividends	-	-
<b>Forecasted FFO per diluted share and unit</b>	<b>\$ 0.59</b>	<b>\$ 0.61</b>
Legal and other costs	-	-
Casualty-related charges/(recoveries)	-	-
Realized/unrealized (gain)/loss on real estate technology investments	-	-
<b>Forecasted FFO as Adjusted per diluted share and unit</b>	<b>\$ 0.59</b>	<b>\$ 0.61</b>
Recurring capital expenditures	(0.03)	(0.03)
<b>Forecasted AFFO per diluted share and unit</b>	<b>\$ 0.56</b>	<b>\$ 0.58</b>